

**Proceedings of the 18<sup>th</sup> Annual General Meeting of SHREE RENUKA SUGARS LIMITED held on Friday, the 26<sup>th</sup> day of September, 2014 at 11.30 a.m. at Maratha Mandir Hall, Near Railway Over Bridge, Khanapur Road, Belgaum – 590 006.**

---

42 members were present in person (including persons who were represented by their Authorised Representatives), no proxies were received by the Company.

The statutory Registers and inspection documents were available during the meeting for the inspection of the members.

The Chairperson welcomed all the shareowners, Board members and other invitees to the 18<sup>th</sup> Annual General Meeting (“AGM”) of the Company and stated that she has been informed that the requisite quorum being present, the meeting is called to order.

The Chairperson delivering her speech gave an overview of the sugar sector vis-à-vis the performance of the Company and addressed the queries raised by the shareholders to their satisfaction.

The Chairperson then requested the members that the Notice convening the 18<sup>th</sup> Annual General Meeting along with the explanatory statement and Directors’ Report have already been circulated to all the members and the same can be taken as read, which was agreed by all the members.

The Chairperson then requested Mr. Rajashekhar Charantimath to read out the Auditors’ Report for the year ended 31<sup>st</sup> March, 2014 and with the permission of shareholders the Annexure to the Auditors’ Report were taken as read.

**E-Voting Facility:**

The Chairperson then informed that pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Clause 35B of the Listing Agreement, the Company had provided an electronic voting facility to the members of the Company in respect of businesses to be transacted at the 18<sup>th</sup> AGM. The e-voting commenced on 20<sup>th</sup> September, 2014 at 10 a.m. and ended on 22<sup>nd</sup> September, 2014 at 6.00 p.m. The Company also offered the facility of voting by Ballot which was annexed to the Notice of the 18<sup>th</sup> AGM to enable those shareholders who do not have access to e-voting to cast their votes. She further informed the members that as per the provisions of Section 107 of the Companies Act, 2013, the resolutions shall not be passed by show of hands as the Company has provided e-voting facility and that the Company had appointed Advocate Gururaj Mutalik, as Scrutiniser for scrutinising the process of e-voting and Ballot voting in a fair and transparent manner.



The Chairperson further informed the members that the Scrutinizer has submitted his report on the results of the ballot and electronic voting on 25<sup>th</sup> September, 2014 and that all the resolutions contained in the Notice of the 18<sup>th</sup> AGM have received the requisite majority and there being no poll demanded by any member all resolutions were considered as duly passed.

The members approved the following resolutions :

Ordinary Business:

|    |   |
|----|---|
| 1) | Consider and adopt the Audited Balance Sheet as at March 31, 2014 and the Profit and Loss Account for the year ended on that date together with the Reports of the Board of Directors' and Auditors' thereon. |
| 2) | Re-appointment of Mrs. Vidya M Murkumbi, who retires by rotation and, being eligible, offers herself for re-appointment.  |
| 3) | Re-appointment of M/s Ashok Kumar, Prabhashankar & Co., Chartered Accountants, as Statutory Auditors of the Company.  |

Special Business:

|     |  |
|-----|--|
| 4)  | Appointment of Mr. Sanjay Asher as an Independent Director of the Company.   |
| 5)  | Appointment of Mr. S. K. Tuteja as an Independent Director of the Company.   |
| 6)  | Appointment of Mr. Hrishikesh Parandekar as an Independent Director of the Company.  |
| 7)  | Appointment of Mr. Robert Taylor as an Independent Director of the Company.  |
| 8)  | Re-appointment of Mrs. Vidya Murkumbi as a Whole-time Director of the Company.   |
| 9)  | Re-appointment of Mr. Vijendra Singh as a Whole-time Director of the Company.  |
| 10) | Approval of borrowing limits of the Company.   |
| 11) | Approval of offer or invitation to subscribe to Non-Convertible Debentures and/or other debt securities on a private placement basis.          |
| 12) | Approval of Related Party Transactions.  |
| 13) | Ratification of the remuneration payable to M/s. B M Sharma & Co, Cost Auditors of the Company for the financial year ending 31st March, 2015. |

The Chairperson then informed the members that the results of the ballot and electronic voting will be notified to the stock exchanges and also be uploaded on the Company's website ([www.renukasugars.com](http://www.renukasugars.com))

There being no other business, the meeting concluded with a vote of thanks to the Chair.

Belgaum,  
26<sup>th</sup> September, 2014

**CERTIFIED TRUE COPY  
FOR SHREE RENUKA SUGARS LTD.**

  
**COMPANY SECRETARY**

Sd/-  
Chairperson