



# UTTAM SUGAR MILLS LIMITED

Registered Office: Village Libberheri, Tehsil Roorkee, District Haridwar, Uttarakhand-247667  
Corporate Office : A-2E, III<sup>rd</sup> Floor, C.M.A. Tower, Sector – 24, Noida – 201 301, Uttar Pradesh  
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**Date : 20<sup>th</sup> September, 2019**

**National Stock Exchange of India Ltd.**  
Listing Department  
"Exchange Plaza", Bandra-Kurla Complex,  
Bandra (E), Mumbai – 400 051

**B.S.E. Limited**  
Listing Department  
P.J. Tower,  
Dalal Street,  
Mumbai – 400 001  
**Ref. – Scrip Code - 532729**

**Ref. :- Symbol – UTTAMSUGAR**

**Subject : AMENDMENTS IN THE MEMORANDUM OF ASSOCIATION**

Dear Sirs,

This is to inform you that shareholders at the 24<sup>th</sup> Annual General Meeting of the Company held on 20<sup>th</sup> September, 2019, duly approved the amendments to Memorandum of Association (MOA) as required by the provisions of the Companies Act, 2013. Pursuant to Regulation 30 read with Para A of Part A of Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Brief details of amendments made thereof are mentioned below:

#### **Amendments to MOA**

The erstwhile Memorandum of Association of the Company was originally adopted when the Company was incorporated under the Companies Act, 1956 and further amended whenever required. The provisions contained in the existing Memorandum of Association may no longer be in conformity with the Companies Act, 2013, which is now in force. Therefore, the Company has amended the Memorandum of Association of the Company in compliance of the provisions of Companies Act, 2013.

#### **Brief highlights of amendment in the MOA are as follows:**

**A.** The existing title of Part A of Clause III of the Memorandum of Association of the Company be deleted and substituted with the following words:

“The Objects to be pursued by the Company on its incorporation are”.

**B.** In Part A of Clause III of Memorandum of Association, the existing sub clause 2 be deleted and the following new sub clauses be added after sub-clause 1:

“2. To carry on the business of generation and/or co-generation of all forms of energy by installation of Power Plant or otherwise, conventional or non-conventional means or through any latest technology for the purpose of captive consumption and to sale and distribute such surplus generation thereof to Government(s), Municipal or local authority, Company or person(s) in India or elsewhere, if necessary.

3. To cultivate, process, purchase, sell, import, export or otherwise deal in all types of Agri products whether processed or un-processed.”

**C.** The existing title of Part B of Clause III of the Memorandum of Association of the Company be deleted and substituted with the following words:

“Matters which are necessary for furtherance of the objects specified in Clause III (A) are”

- D. The sub-clauses numbered 5, 6, 9 & 16 of the Part C of Clause III to be brought under Part B of Clause III of the Memorandum of Association of the Company and shall be renumbered as 28, 29, 30, & 31 respectively.
- E. In Part B of Clause III of Memorandum of Association, the following new sub-clause be added after sub-clause 31:
- "32. To undertake Corporate Social Responsibility ('CSR') activities in terms of the provisions of the Companies Act, 2013 and the Rules made thereunder or in such other manner as the Company deems fit."
- F. The existing Part C of the Objects Clause of the Memorandum of Association of the Company i.e. "Other Objects" be deleted.
- G. The existing Clause IV of the Memorandum of Association of the Company be substituted with the following clause:
- "The liability of the Member(s) is limited and this liability is limited to the amount unpaid, if any, on the shares held by them"
- H. Wherever required, the references to various sections of the Companies Act, 1956 be replaced with the corresponding sections of the Companies Act, 2013 in Part B of Clause III of the Memorandum of Association of the Company."

This is in compliance of provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. You are requested to take the above information on your records.

Thanking you.

Yours faithfully,

FOR UTTAM SUGAR MILLS LIMITED



(RAJESH GARG)  
GENERAL MANAGER -LEGAL & CORPORATE

PLACE: ROORKEE

Encl.: As above