

19th February 2020

BSE Limited
P.J.Towers
Dalal Street
Mumbai – 400 001

National Stock Exchange of India Limited
Bandra Kurla Complex
Bandra East
Mumbai – 400 051

Sirs

Sub Appointment of Secretarial Auditor.

Ref BSE Circular No.LIST/COMP/54/2019-20 dated 20.1.2020 and LIST/COMP/57/ 2019-20 dated 27.1.2020.

With reference to the circulars referred above, we would like to inform you that at the meeting of the Board of Directors held on 14.2.2020, Mr.G.Soundarrajan, Practising Company Secretary (ACS 13993; CP 4993) has been appointed:

- a) as Secretarial Auditor to conduct Secretarial Audit as per Section 204 of the Companies Act, 2015 and Regulation 24A of SEBI (LODR) Regulations, 2015, for the financial year ending 31st March 2020.
- b) to issue the Annual Secretarial Compliance Report as required under SEBI Circular No.CIR/CFD/CMD1/27/2019 dated 8th February 2019, for the financial year ending 31st March 2020.

We are enclosing herewith the certified copies of the Board resolutions passed at the meeting held on 14th February 2020.

Kindly take the same on your records.

Thanking you

For and on behalf of
RAJSHREE SUGARS & CHEMICALS LIMITED



M.PONRAJ
Company Secretary

Enc: As above



Rajshree Sugars & Chemicals Limited

The Uffizi, 338/8, Avanashi Road, Peelamedu, Coimbatore - 641 004, TN, India.

T: +91 - 422 4226222, 2580981-82 F: +91 - 422 2577929 E: rscl@rajshreesugars.com W: www.rajshreesugars.com

CIN: L01542TZ1985PLC001706

EXTRACT FROM THE MINUTES OF THE 184th MEETING OF THE BOARD OF DIRECTORS OF RAJSHREE SUGARS & CHEMICALS LIMITED HELD ON FRIDAY, THE 14th FEBRUARY 2020 AT 11.00 AM AT THE REGISTERED OFFICE OF THE COMPANY AT "THE UFFIZI", 338/8, AVANASHI ROAD, PEELAMEDU, COIMBATORE-641 004.

a) Secretarial Audit as per the Companies Act, 2013

"**RESOLVED** that Mr.G.Soundarrajan, Practicing Company Secretary (CP No.4993) be and is hereby appointed as the Secretarial Auditor, to conduct Secretarial Audit as per Section 204 of the Companies Act, 2013, and Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the financial year ending 31st March 2020".

"**RESOLVED FURTHER** that Mr.R.Varadarajan, Wholetime Director (DIN:00001738), be and is hereby authorized to fix the remuneration for the above services, in consultation with the said Auditor and to do all acts, deeds and things necessary or expedient to give effect to the above resolution."

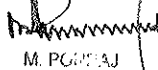
b) Annual Secretarial Compliance Report

"**RESOLVED** that Mr.G.Soundarrajan, Practicing Company Secretary (CP No.4993) be and is hereby appointed to issue the 'Annual Secretarial Compliance Report' as required under SEBI Circular No.CIR/CFD/CMD1/27/2019 dated 8th February 2019, for the financial year ending 31st March 2020."

"**RESOLVED FURTHER** that Mr.R.Varadarajan, Wholetime Director (DIN:00001738), be and is hereby authorized to fix the remuneration for the above services, in consultation with the said Auditor and to do all acts, deeds and things necessary or expedient to give effect to the above resolution."

// Certified true copy //

For RAJSHREE SUGARS & CHEMICALS LIMITED,


M. P. G. RAJ
COMPANY SECRETARY
ACS Me.n. No: 29858

Rajshree Sugars & Chemicals Limited

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