



# The Ruby Mills Ltd.

Ref. No.959/2014-JS/RM-125

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

The General Manager Capital Market(Listing) National Stock Exchange of India Ltd. Exchange Plaza, BKC Bandra-Kurla Complex, Bandra (East), Mumbai-400 051. Symbol: RUBYMILLS	Dy. General Manager Marketing Operations (Listing) The BSE Limited P. J. Towers, 25 <sup>th</sup> Floor, Dalal Street, Fort, Mumbai-400 001. Code: 503169
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Dear Sirs,

**Sub.: Proceedings of 98<sup>th</sup> Annual General Meeting held on 24<sup>th</sup> September, 2014 – Clause 31 of the Listing Agreement**

Pursuant to Clause 31 of the Listing Agreement, we wish to inform you that the Members of the Company at their 98<sup>th</sup> Annual General Meeting (AGM) held on Wednesday, 24<sup>th</sup> September, 2014 have duly approved the all the business as specified in the notice of the AGM dated 14<sup>th</sup> August, 2014 viz.:

- 1) Audited Statements of Profit and Loss and Balance Sheet, Reports of the Board of Directors and the Auditors for the year ended 31<sup>st</sup> March, 2014 were received, considered and adopted.
- 2) Dividend at the rate of Rs. 2/- per Equity Share (face value of Rs. 5/- each) for the financial year ended 31<sup>st</sup> March, 2014, was declared and the same will be paid to:
  - (a) all Beneficial Owners in respect of shares held in dematerialized form as per the data made available by the National Securities Depositor Limited and the Central Depository Services (India) Limited as of the close of business hours on Friday, 19<sup>th</sup> day of September, 2014; and
  - (b) all Members in respect of shares held in physical form after giving effect to valid transfers in respect of transfer requests lodged with the Company/Registrar and Share Transfer Agent of the Company, on or before the close of business hours on Friday, 19<sup>th</sup> day of September, 2014.
- 3) Shri Hiren M. Shah (DIN 00071077), who retired by rotation at the AGM in terms of Section 152(6) of the Companies Act, 2013, was re-appointed as Director of the Company.
- 4) Shri Bharat M. Shah (DIN 00071248), who retired by rotation at the AGM in terms of Section 152(6) of the Companies Act, 2013, was re-appointed as Director of the Company.
- 5) Smt. Aruna M. Shah (DIN 00070999), who retired by rotation at the AGM in terms of Section 152(6) of the Companies Act, 2013, was re-appointed as Director of the Company.

- 6) M/s. B.S. Mehta & Co., Chartered Accountants (Firm Registration No. 106190W) were re-appointed as Statutory Auditors of the Company to hold office from conclusion of this AGM to the conclusion of next AGM on such remuneration as may be determined by the Board of Directors in consultation with the Auditors, and upon the recommendation of the Audit Committee.
- 7) Appointment of Shri M. C. Shah (DIN 00070771) as an Executive Chairman in compliance of the Companies Act, 2013.
- 8) Shri J.D. Masani (DIN 00112622) has been appointed Non-Executive and Independent Director to hold office for five consecutive years with effect from the conclusion of 98<sup>th</sup> Annual General Meeting.
- 9) Shri D.M. Popat (DIN 00057345) has been appointed as Non-Executive and Independent Director to hold office for a year with effect from the conclusion of 98<sup>th</sup> Annual General Meeting.
- 10) Shri Shardul J. Thacker (DIN 00153001) has been appointed as Non-Executive and Independent Director to hold office for five consecutive years with effect from the conclusion of 98<sup>th</sup> Annual General Meeting.
- 11) Shri Anup P. Shah (DIN 00293207) has been appointed as Non-Executive and Independent Director to hold office for five consecutive years with effect from the conclusion of 98<sup>th</sup> Annual General Meeting.
- 12) Shri Nitin P. Shingala (DIN 00353710) has been appointed as Non-Executive and Independent Director to hold office for five consecutive years with effect from the conclusion of 98<sup>th</sup> Annual General Meeting.
- 13) Approval has been granted for borrowing upto Rs. 1000 cr. under Section 180(1)(c) of the Companies Act, 2013.
- 14) Approval has been granted to create charge on assets of the Company under Section 180(1)(a) of the Companies Act, 2013.

You are requested to kindly take the above on records and oblige.

Thanking you.

Yours faithfully,

For **The Ruby Mills Limited**



**Pankaj J. Parkhiya**

**(Company Secretary & Compliance Officer)**