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Fax: 91-731-4065019 E-mail: ruchisoya@ruchigroup.com

RUCHI SOYA INDUSTRIES LIMITED

CIN: L15140MH1986PLC038536

RSIL/2015

24/09/2015

BSE Limited
Phiroze Jeejeebhoy Tower,
Dalal Street,
Mumbai – 400 001

National Stock Exchange of India Ltd. "Exchange Plaza",
Bandra-Kurla Complex,
Bandra (E), <u>Mumbai - 400 051</u>

Dear Sir,

<u>Sub: Declaration of result and submission of requisite details under Clause 35A of the Listing Agreement.</u>

Ref: 29th AGM held on Wednesday, the 23rd September, 2015.

In continuation and with reference to our letter dated 23rd September, 2015 intimating you the outcome of the 29th Annual General Meeting of the Company held on Wednesday, 23rd September, 2015 at 11.45 AM at Sunville Deluxe Pavilion, Sunville Building, 9, Dr. Annie Besant Road, Worli, Mumbai – 400 018, we may submit that all the business of the Notice were duly transacted and approved by requisite majority.

The Company had provided remote e-voting in terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules, 2014 and in accordance with Clause 35B of the Listing Agreement. Facility of casting the votes through Ballot paper at the AGM was also provided to the members who could not cast their vote through remote e-voting. The Company appointed Mr. Prashant Diwan, Practicing Company Secretary as the scrutinizer for the e-voting process. He has submitted his report dated 24th September, 2015 to the Company. No poll was demanded at the 29th AGM and no facility of video conference was made available thereat.

Kindly do find the requisite details of voting results in accordance with Clause 35A in order and acknowledge a receipt hereof.

Thanking you, Yours faithfully,

For RUCHI\SOYA INDUSTRIES LTD.,

COMPANY SECRETARY

Encl: As above.



Head Office:
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7/5, South Tukoganj,
Nath Mandir Road,
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CIN: L15140MH1986PLC038536

Date of the 29th AGM : 23rd September, 2015.

Total number of shareholders on record date: 28,252 at cut-off date (16th September,

2015)

No. of shareholders present in the meeting either in person or through proxy:

Promoters and Promoter Group:

37.

Public:

118.

No. of Shareholders attended the meeting

: Not Applicable.

through Video Conferencing Promoters and Promoter Group:

Public:

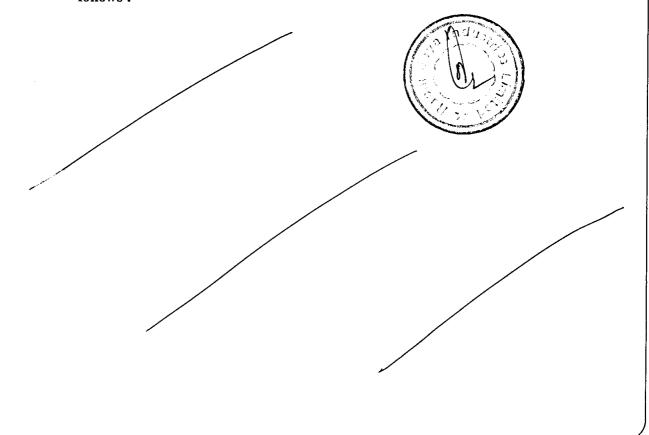
Mode of Voting (for all agenda items)

: E-voting (Remote e-voting and voting through ballot at

the AGM.

(Agenda-wise)

Details of the Agenda, Type of Resolution and Summary of votes cast are as follows:



MEMBERS CATEGORY WISE BALLOT FORM & REMOTE e-VOTING

No of Votes Against (7)	Public -Institutional 57561984 34896461 60.62 0 34896461 29710812	Promoter and 186699796 186243456 99.76 0 186243456 186243456 Promoter Group	(3)= (1) (2) $[(2)/(1)]*100$ (4) (5)= $[(2)-(4)]$ (6)	Shares held Polled polled on Votes Polled valid - in Favour Outstanding Polled shares Invalid / Not Voted	No of Votes % of Votes No of	Ordinary Resolution No 1 Adoption the Audited Financial Statements of the Company for the financial year ended 31st March, 2015, together with the reports of the Board of Directors and Auditors thereon
ner with tes our A				Polled valid		lution No 1 nded 31st March, 2015, togeth 1ereon
		186243456	(6)	·		5, together with
	85.14	100	(8) = [(6)/ (5)]*100	favour on Votes polled	% of Votes in	s of the Board of I
s of the Board of I % of Votes in favour on Votes polled [(6)/(5)]*100 100 85.14	14.86	0	(9) = [(7)/(5)]*100	Against on Votes polled	% of Votes)irectors and



Total

78.58

98.02

1.98

Public-Others

46.07

	Total	Pub	Public - Holders	Pro		Pro	
	al	Public-Others	Public - Institutional Holders	Promoter and Promoter Group		Promoter /Public	
	334100722	89838942	57561984	186699796	(1)	No of Shares held	
	262526628	41386711	34896461	186243456	(2)	No of Votes Polled	ation of Dividon
	78.58	46.07	60.62	99.76	(3)= [(2)/(1)]*100	held Polled Outstanding Shares No of Voted Shares No of Voted Shares No of Voted Shares No of Voted No of Voted Shares No of Voted No of Voted No of Votes Polled valid - in Favour Against Against Not Voted No of Voted No of Votes favour Against	Ord
	5690	5690	0	0	(4)	No of Votes Polled Invalid / Not Voted	Ordinary Resolution No 2
	262520938	41381021	34896461	186243456	(5) = [(2)-(4)]	No of Votes Polled valid	ition No 2
	262520425	41380508	34896461	186243456	(6)	No of Votes - in Favour	Pust
	513	513	0	0	(7)	No of Votes Against	E-wit- Ch
	100	100	100	100	(8)= [(6)/ (5)]*100	1 0 0 0 0	
,	0	0	0	0	(9) = [(7)/(5)]*100	% of Votes Against on Votes polled	



MEMBERS CATEGORY WISE BALLOT FORM & REMOTE e-VOTING

Appointment of director in place of Mr. Kailash Chandra Shahra, who retires by rotation and being eligible offers himself for reappointment Ordinary Resolution No 3

	1	,		1		
Total	Public-Others	Public - Institutional Holders	Promoter and Promoter Group			Promoter /Public
334100722	89838942	57561984	186699796	(1)	Shares held	No of
262526628	41386711	34896461	186243456	(2)	Polled	No of Votes
78.58	46.07	60.62	99.76	(3)= [(2)/(1)]*100	polled on Outstanding shares	% of Votes
204185	5685	0	198500	(4)	Polled Invalid / Not Voted	No of Votes
262322443	41381026	34896461	186044956	(5) = [(2)-(4)]	Polled valid	No of Votes
257112272 5210171	41379113	29688203	186044956	(6)	- in Favour	No of Votes
5210171	1913	5208258	0	(7)	Votes Against	No of
98.01	100	85.08	100	(8)= [(6)/(5)]*100	favour on Votes polled	% of Votes in
1.99	0	14.92	0	(9)= [(7)/(5)]*100	Against on Votes polled	% of Votes



MEMBERS CATEGORY WISE BALLOT FORM & REMOTE e-VOTING

Ordinary Resolution No 4

Ratification of appointment of M/s P. D. Kunte & Co., Chartered Accountants, as the Statutory Auditors of the Company to hold office till the conclusion of the 31st Annual General Meeting

Total	Public-Other	Public - Institutional Holders	Promoter and Promoter Group					Promoter /Public
334100722	89838942	57561984	186699796	(1)			Shares held	No of
262526628	41386711	34896461	186243456	(2)			Polled	No of Votes
78.58	46.07	60.62	99.76	(3)= [(2)/(1)]*100	shares	Outstanding	polled on	% of Votes
5695	5695	0	0	(4)	Invalid / Not Voted	Polled	Votes	No of
262520933	41381016	34896461	186243456	(5) = [(2)-(4)]			Polled valid	No of Votes
262520420	41380503	34896461	186243456	(6)			- in Favour	No of Votes
513	513	0	0	(7)		Against	Votes	No of
100	100	100		(8) = [(6)/(5)]*100		polled	favour on Votes	% of Votes in
0	0	0	0	(9) = [(7)/(5)]*100		Votes polled	Against on	% of Votes



		,		,					
Total	Public-Others	Public - Institutional Holders	Promoter and Promoter Group			Promoter /Public		Ratification of appointment of M/s KR & Co., Chartered Accountants, as the Branch Auditors of	
334100722	89838942	57561984	186699796	(1)		No of Shares held		ointment of M/	
262526628	41386711	34896461	186243456	(2)		No of Votes Polled		s KR & Co Char	
78.58	46.07	60.62	99.76	(3)= [(2)/(1)]*100	Outstanding shares	% of Votes		tered Accountants	Or.
5880	5880	0	0	(4)	Polled Invalid / Not Voted	No of	General Meeting	as the Branch	Ordinary Resolution No 5
262520748	41380831	34896461	186243456	(5) = [(2)-(4)]		No of Votes Polled valid	eting	a Anditors of the f	ution No 5
262520235	41380318	34896461	186243456	6		No of Votes	company to non	Joh ot vacamo	
513	513	0	0	(7)	Against	No of	. Omec cm	office till t	
100	100	100	100	(8)= [(6)/(5)]*100	polled	% of Votes in	TIC CONCIDENCE OF CIV	the Company to hold office till the conclusion of the 22rd Appual	
0	0	0	0	(9) = [(7)/(5)]*100	Votes polled	% of Votes	2 33 - Allitual	22rd Appual	



		Appointm	Appointment of Mrs. Meera Rajda as an Independent Director of the Company	Ordinary Kesolution No 6 ra Rajda as an Independent	u tion No 6 dependent Direct	or of the Compa	any		
Promoter /Public	No of Shares held	No of Votes Polled	% of Votes polled on	No of Votes	No of Votes Polled valid	No of Votes - in Favour	No of Votes	% of Votes in favour on Votes	% of Votes Against on
			Outstanding shares	Polled Invalid /			Against	polled	Votes polled
			(3)=	Not Voted				(8)=	(9)=
	(1)	(2)	[(2)/(1)]*100	(4)	(5) = [(2)-(4)]	(6)	(7)	[(6)/(5)]*100	[(7)/(5)]*100
Promoter and Promoter Group	186699796	186243456	99.76	0	186243456	186243456	0	100	0
Public - Institutional Holders	57561984	34896461	60.62	0	34896461	34896461	0	100	0
Public-Others	89838942	41386711	46.07	5700	41381011	41379108	1903	100	0
Total	334100722	262526628	78.58	5700	262520928	262519025	1903	100	0



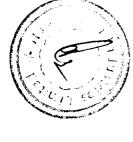
		Approval of R	Ordinary Resolution No 7 Approval of Remuneration of Cost Auditor for financial year ended 31st March , 2016	Ordinary Resolution No 7 f Cost Auditor for financial 1	ution No 7 r financial year en	ıded 31st March	. 2016		
Promoter /Public	No of	No of Votes	% of Votes	No of	No of Votes	No of Votes	No of	% of Votes in	% of Votes
	Shares held	Polled	polled on	Votes	Polled valid	- in Favour	Votes	favour on Votes	Against on
			Outstanding	Polled			Against	polled	Votes polled
			shares	Invalid /					
			(3)=					(8)=	(9)=
	(1)	(2)	[(2)/(1)]*100	(4)	(5) = [(2)-(4)]	(6)	(3)	[(6)/(5)]*100	[(7)/(5)]*100
Promoter and Promoter Group	186699796	186243456	99.76	0	186243456	186243456	0	100	0
Public - Institutional Holders	57561984	34896461	60.62	0	34896461	34896461	0	100	0
Public-Others	89838942	41386711	46.07	5680	41381031	41380518	513	100	0
Total	334100722	262526628	78.58	5680	262520948	262520435	513	100	0



		Approv	Special Resolution No 8 Approval of Remuneration paid to Mr. Dinesh Shahra, Managing Director	Special Resolution No 8 ion paid to Mr. Dinesh Sha	tion No 8)inesh Shahra, Ma	anaging Director	7		
Promoter / Public	No of	No of Votes	% of Votes	No of	No of Votes	No of Votes	No of	% of Votes in	% of Votes
	Shares held	Polled	polled on	Votes	Polled valid	- in Favour	Votes	favour on Votes	Against on
			Outstanding	Polled			Against	polled	Votes polled
•			shares	Invalid /					
				Not Voted					
	Ξ	(2)	(3) = [(2)/(1)]*100	4	(5) = [(2)-(4)]	6	(7)	(8) = (6)/(5)]*100	(9)= (7)/(5)]*100
Promoter and	186699796	186243456	99.76	0	186243456	186243456	0	1	0
r romoter aroup									
Public - Institutional Holders	57561984	34896461	60.62	0	34896461	29688203	5208258	85.08	14.92
Darklin Oak and	000000	440001144	1607	1 100	10000	12000		2	
r ablic-Others	07030742	41300/11	40.07	3090	41381021	41369608	11413	99.97	0.03
Total	334100722	262526628	78.58	5690	856025292	257301267	5219671	98.01	1.99



اد	<u> </u>			1		1
Total	Public-Others	Public - Institutional Holders	Promoter and Promoter Group		Promoter /Public	
334100722	89838942	57561984	186699796	(1)	No of Shares held	
262526628	41386711	34896461	186243456	(2)	No of Votes Polled	
78.58	46.07	60.62	99.76	(3)= [(2)/(1)]*100	% of Votes polled on Outstanding shares	Sp Approve an offe
5685	5685	0	0	(4)	No of Votes Polled Invalid /	Special Resolution No 9 ffer or invitation to subscr
262520943	41381026	34896461	186243456	(5) = [(2)-(4)]	No of Votes Polled valid	Special Resolution No 9 Approve an offer or invitation to subscribe securities
257310772	41379113	29688203	186243456	(6)	No of Votes - in Favour	urities
5210171	1913	5208258	0	(7)	No of Votes Against	
98.02	100	85.08	100	(8)= [(6)/ (5)]*100 [(7)/ (5)]*100	% of Votes in favour on Votes polled	
1.98	0	14.92	0	(9) = [(7)/(5)]*100	% of Votes Against on Votes polled	



Appı	oval of paymen	t of remuneratio	Special Kesolution No. 10 Approval of payment of remuneration to Mr. Sarvesh Shahra, President (Food) of the Company being relative of Mr. Dinesh Shahra.	Special Kesolution No 10 h Shahra, President (Food)	ent (Food) of the (Company being	relative of N	۸r. Dinesh Shahra.	
Promoter /Public	No of Shares held	No of Votes Polled	% of Votes polled on Outstanding shares	No of Votes Polled Invalid /	No of Votes Polled valid	No of Votes - in Favour	No of Votes Against	% of Votes in favour on Votes polled	% of Votes Against on Votes polled
			(3)	Not Voted				(8)	(9)-
	(1)	(2)	[(2)/(1)]*100	4	(5) = [(2)-(4)]	6	(7)	[(6)/(5)]*100	[(7)/(5)]*100
Promoter and Promoter Group	186699796	186243456	99.76	5306872	180936584	180936584	0	100	0
Public - Institutional Holders	57561984	34896461	60.62	0	34896461	34896461	0	100	0
Public-Others	89838942	41386711	46.07	5690	41381021	41369608	11413	99.97	0.03
Total	334100722	262526628	78.58	5312562	257214066	257202653	11413	100	0

