



August 24, 2017

Dept. of Corporate Services,
BSE Limited,
P.J. Towers,
Dalal Street,
Mumbai – 400 001.
BSE Scrip Code : 532670

Listing Department
National Stock Exchange of India Limited,
Exchange Plaza,
Bandra Kurla Complex,
Bandra (E), Mumbai – 400 051.
NSE Symbol : RENUKA

Dear Sir,

**Sub: Proceedings of the Extra-ordinary General Meeting of the Company held
on August 24, 2017.**

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the proceedings of the Extra-ordinary General Meeting of the Company held at 5.00 p.m. on Thursday, August 24, 2017 at The Theosophical Society Belgaum Lodge, Gogte Rangmandir Hall (School of Culture), 185, Ramghat Road, Camp, Belagavi – 590001, Karnataka.

Please take the same on your records and oblige.

Thanking you,

Yours faithfully,

For Shree Renuka Sugars Limited

Naveen Manghani
Company Secretary



Encl: as above

Shree Renuka Sugars Limited

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**Proceedings of the Extra-ordinary General Meeting of
SHREE RENUKA SUGARS LIMITED held on Thursday, 24th August, 2017**

The Extra-ordinary General Meeting ("the Meeting") of the Members of Shree Renuka Sugars Limited ("the Company") was held on Thursday, August 24, 2017 at 5.00 p.m. at The Theosophical Society Belgaum Lodge, Gogte Rangmandir Hall (School of Culture), 185, Ramghat Road, Camp, Belagavi – 590001, Karnataka.

Mrs. Vidya Murkumbi, Executive Chairperson of the Company chaired the proceedings of the Meeting. The Chairperson welcomed the Members, Directors and other invitees to the Meeting and in view of the requisite quorum being present, called the Meeting to order. The requisite documents for inspection were available during the Meeting for the inspection of the Members.

The Chairperson delivered her speech giving an overview of the business of the Company and of the sugar sector vis-à-vis the performance of the Company; and also apprised the members of the resolutions set out in the Notice dated 27th July, 2017 convening the Meeting. Upon the invitation of the Chairperson, Members raised some queries and sought clarifications on the agenda items set out in the said Notice convening the Meeting.

The Chairperson requested the members that the Notice convening the Meeting along with the Explanatory Statement thereto have been sent to all the Members and the same can be taken as read, which was agreed by the Members.

The Chairperson informed the Members 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 Regulation 44 and other applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided remote e-voting facility to the Members of the Company in respect of businesses to be transacted at the Meeting. The e-voting commenced at 9.00 a.m. on Sunday, August 20, 2017 and ended at 5.00 p.m. on Wednesday, August 23, 2017. Members whose names appeared in the Register of Members as on the cut-off date i.e. Thursday, 17th August, 2017 were entitled to vote through remote e-voting and at the Meeting in proportion to their shareholding.

The Members were further informed that the Company had engaged the services of Karvy Computershare Pvt. Ltd. ("Karvy") as the agency to provide remote e-voting facility and Mr. Gururaj Mutalik, Advocate was appointed as the Scrutiniser for scrutinising the process of e-voting and poll at the meeting voting in a fair and transparent manner.

Thereafter, all the 7 resolutions required to be passed were proposed and seconded. A poll was then ordered by the Chairperson to enable those shareholders to vote at the Meeting who have not cast their vote through remote e-voting; and the Chairperson requested Mr. Gururaj Mutalik, Scrutinizer for an orderly conduct of the voting by poll. The following Special Resolutions were then put to vote by Poll at the Meeting:






Special Business:

1. Increase and alteration of the authorized share capital of the Company from Rs.185 crores (comprising of equity share capital of Rs.160 crores and preference share capital of Rs.25 crores) to Rs.2515 crores (comprising of equity share capital of Rs.290 crores and preference share capital of various classes of Rs.2225 crores); and consequent amendment to the capital clause of the Memorandum of Association of the Company;
2. Issue of upto 50,00,00,000, 0.01% Compulsorily Convertible Preference Shares of Rs.16.27 per share, at par, to Wilmar Sugar Holdings Pte. Ltd.;
3. Issue of upto 51,32,14,505 Equity Shares of Re.1 each at Rs.16.27 per share to the Lenders upon conversion of loans;
4. Issue of upto 9,35,60,000, 0.01% Redeemable Preference Shares of Rs.100 each, at par, to the Lenders upon conversion of loans;
5. Issue of upto 4,50,00,000, 0.01% Optionally Convertible Preference Shares of Rs.100 each, at par, to the Lenders upon conversion of loans;
6. Issue of upto 5,850, 0.01% Non Convertible Debentures of Rs.10 lac each, at par, to the Lenders upon conversion of loans; and
7. Issue of Global Depository Receipts and / or other Securities aggregating to Rs. 800 crores.

The Chairperson then announced that the consolidated report on total votes cast in favour and against the resolutions will be submitted by Mr. Gururaj Mutalik, the Scrutinizer, within 48 hours of the conclusion of the Meeting and the same would forthwith be declared by the Company and will be placed on the Company's website www.renukasugars.com and on the website of the Karvy <https://evoting.karvy.com>.

The Meeting concluded with a vote of thanks to the Chair and to those present at the Meeting.

For Shree Renuka Sugars Limited




Naveen Manghani
Company Secretary