



24th February, 2018

The Listing Department
National Stock Exchange of India Limited
Exchange Plaza
Bandra Kurla Complex
Bandra (East), Mumbai - 400051

Department of Corporate Services
BSE Limited
P. J. Towers
Dalal Street
Mumbai - 400001

NSE Symbol: RENUKA

BSE Scrip Code: 532670

**Sub: 1. Extra-ordinary General Meeting ('EGM') and voting results
2. Intimation under Regulation 30 and 44 of LODR, 2015
3. Intimation under Section 108 of the Companies Act, 2013**

Dear Sir/Madam,

In continuation to our letter dated 31st January, 2018, an EGM of the Company was held today and the business mentioned in the Notice dated 30th January, 2018 was transacted.

In this regard, please find enclosed the following-

1. Brief proceedings in terms of Regulation 30, Part A of Schedule - III of LODR, 2015 as **Annexure - I**.
2. Voting results as required under Regulation 44 of LODR, 2015 as **Annexure - II**.
3. Report of Scrutinizer dated 24th February, 2018, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (4) (xii) of the Companies (Management and Administration) Rules, 2014 in **Annexure - III**.

This reporting be treated as due compliance of the provisions of Regulations 30 and 44 of LODR, 2015.

You are requested to take the above on your records.

Thanking you,

Yours faithfully,

For Shree Renuka Sugars Limited

**Rupesh Saraiya
Company Secretary**

Encl: As above

Shree Renuka Sugars Limited

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Annexure I

Brief proceedings of an Extra-ordinary General Meeting

An Extra-ordinary General Meeting (EGM) of the Members of Shree Renuka Sugars Limited ('the Company') was held on Saturday, 24th February, 2018 at 10.30 a.m. (IST) at The Theosophical Society Belgaum Lodge, Gogte Rangmandir Hall (School of Culture), 185, Ramghat Road, Camp, Belagavi - 590001, Karnataka. Mrs. Vidya Murkumbi, chaired the meeting. The requisite quorum being present, the Chairperson called the meeting to order. The Chairperson informed the shareholders that the Company had provided Members the facility to cast their vote electronically, on all resolutions set forth in the Notice. The Chairperson further informed the members that the Company had issued a Corrigendum Notice on 20th February, 2018 and clarification on 23rd February, 2018 in newspapers. Members who were present at the EGM and had not cast their votes electronically were provided an opportunity to cast their votes at the meeting by way of ballot paper. It was further informed that there would be no voting by show of hands.

The following items of business, as per the Notice of EGM dated 30th January, 2018, were transacted and approved at the meeting.

1. Approval of issue of upto 50,00,00,000, 0.01% Compulsorily Convertible Preference Shares to the Wilmar Sugar Holdings Pte. Ltd.
2. Approval of issue of upto 51,32,14,505 Equity Shares to the lenders pursuant to debt restructuring exercise.
3. Approval of issue of upto 4,50,00,000, 0.01% Optionally Convertible Preference Shares to the lenders pursuant to debt restructuring exercise.
4. Approval of issue of upto 9,35,60,000, 0.01% Redeemable Preference Shares to the lenders pursuant to debt restructuring exercise.
5. Approval of issue of upto 5,850, 0.01% Non Convertible Debentures to the lenders pursuant to debt restructuring exercise.

The Chairperson provided certain clarifications and responses to the queries raised by the members present at the meeting.

Mr. Gururaj P. Mutalik supervised the e-voting and poll process as the Scrutinizer.

You are requested to take the above on your records.

Thanking you,

Yours faithfully,

For Shree Renuka Sugars Limited

Rupesh Saraiya
Company Secretary

Annexure II

Company's name	Shree Renuka Sugars Limited		
Date of the EGM	24th February, 2018		
Total number of shareholders on record date	1,81,228		
No. of shareholders present in the meeting either in person or through proxy:			
Promoters and Promoter Group:	6		
Public:	33		
No. of shareholders attended the meeting through Video Conference:			
Promoters and Promoter Group:	0		
Public:	0		

Resolution No.	1							
Resolution Required: (Ordinary/ Special)	Special - Approval of issue of upto 50,00,00,000, 0.01% Compulsorily Convertible Preference Shares							
Whether promoter/promoter group are interested in the agenda/ resolution	No							
Category	Mode of Voting	No. of shares held (1)	No. of Votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Valid Votes - in favour (4)	No. of Valid Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	51,48,34,934	51,48,34,934	100.00	51,48,34,934	-	100.00	-
	Poll		0	-	0	-	-	-
	Postal Ballot							
	Total		51,48,34,934	51,48,34,934	100.00	51,48,34,934	-	100.00
Public-Institutions	E-Voting	6,38,35,339	2,26,53,366	35.49	2,26,53,366	-	100.00	-
	Poll		0	-	0	-	-	-
	Postal Ballot							
	Total		6,38,35,339	2,26,53,366	35.49	2,26,53,366	-	100.00
Public-Non Institutions	E-Voting	36,65,76,307	2,52,81,377	6.90	2,52,78,262	3,115	99.99	0.01
	Poll		67,330	0.02	67,330	-	100.00	-
	Postal Ballot							
	Total		36,65,76,307	2,53,48,707	6.91	2,53,45,592	3,115	99.99
Total		94,52,46,580	56,28,37,007	59.54	56,28,33,892	3,115	100.00	0.00

Resolution No.	2							
Resolution Required: (Ordinary/ Special)	Special - Approval of issue of upto 51,32,14,505 Equity Shares							
Whether promoter/promoter group are interested in the agenda/ resolution	No							
Category	Mode of Voting	No. of shares held (1)	No. of Votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Valid Votes - in favour (4)	No. of Valid Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	51,48,34,934	51,48,34,934	100.00	51,48,34,934	-	100.00	-
	Poll		0	-	0	-	-	-
	Postal Ballot							
	Total		51,48,34,934	51,48,34,934	100.00	51,48,34,934	-	100.00
Public-Institutions	E-Voting	6,38,35,339	2,26,53,366	35.49	2,26,53,366	-	100.00	-
	Poll		0	-	0	-	-	-
	Postal Ballot							
	Total		6,38,35,339	2,26,53,366	35.49	2,26,53,366	-	100.00
Public-Non Institutions	E-Voting	36,65,76,307	2,52,81,377	6.90	2,52,78,262	3,115	99.99	0.01
	Poll		67,330	0.02	67,330	-	100.00	-
	Postal Ballot							
	Total		36,65,76,307	2,53,48,707	6.91	2,53,45,592	3,115	99.99
Total		94,52,46,580	56,28,37,007	59.54	56,28,33,892	3,115	100.00	0.00



Resolution No.		3						
Resolution Required: (Ordinary/ Special)		Special - Approval of issue of upto 4,50,00,000, 0.01% Optionally Convertible Preference Shares						
Whether promoter/promoter group are interested		No						
Category	Mode of Voting	No. of shares held (1)	No. of Votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Valid Votes - in favour (4)	No. of Valid Votes - against (5)	% of Votes in favour on votes polled	% of Votes against on votes polled
							(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	51,48,34,934	51,48,34,934	100.00	51,48,34,934	-	100.00	-
	Poll		0	-	0	-	-	-
	Postal Ballot							
	Total		51,48,34,934	51,48,34,934	100.00	51,48,34,934	-	100.00
Public-Institutions	E-Voting	6,38,35,339	2,26,53,366	35.49	2,26,53,366	-	100.00	-
	Poll		0	-	0	-	-	-
	Postal Ballot							
	Total		6,38,35,339	2,26,53,366	35.49	2,26,53,366	-	100.00
Public-Non Institutions	E-Voting	36,65,76,307	2,52,81,377	6.90	2,52,77,942	3,435	99.99	0.01
	Poll		67,330	0.02	67,330	-	100.00	-
	Postal Ballot							
	Total		36,65,76,307	2,53,48,707	6.91	2,53,45,272	3,435	99.99
Total		94,52,46,580	56,28,37,007	59.54	56,28,33,572	3,435	100.00	0.00

Resolution No.		4						
Resolution Required: (Ordinary/ Special)		Special - Approval of issue of upto 9,35,60,000, 0.01% Redeemable Preference Shares						
Whether promoter/promoter group are interested		No						
Category	Mode of Voting	No. of shares held (1)	No. of Votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Valid Votes - in favour (4)	No. of Valid Votes - against (5)	% of Votes in favour on votes polled	% of Votes against on votes polled
							(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	51,48,34,934	51,48,34,934	100.00	51,48,34,934	-	100.00	-
	Poll		0	-	0	-	-	-
	Postal Ballot							
	Total		51,48,34,934	51,48,34,934	100.00	51,48,34,934	-	100.00
Public-Institutions	E-Voting	6,38,35,339	2,26,53,366	35.49	2,26,53,366	-	100.00	-
	Poll		0	-	0	-	-	-
	Postal Ballot							
	Total		6,38,35,339	2,26,53,366	35.49	2,26,53,366	-	100.00
Public-Non Institutions	E-Voting	36,65,76,307	2,52,80,877	6.90	2,52,77,442	3,435	99.99	0.01
	Poll		67,330	0.02	67,330	-	100.00	-
	Postal Ballot							
	Total		36,65,76,307	2,53,48,207	6.91	2,53,44,772	3,435	99.99
Total		94,52,46,580	56,28,36,507	59.54	56,28,33,072	3,435	100.00	0.00



Resolution No.		5						
Resolution Required: (Ordinary/ Special)		Special - Approval of issue of upto 5,850, 0.01% Non-Convertible Debentures						
Whether promoter/promoter group are interested		No						
Category	Mode of Voting	No. of shares held (1)	No. of Votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Valid Votes - in favour (4)	No. of Valid Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	51,48,34,934	51,48,34,934	100.00	51,48,34,934	-	100.00	-
	Poll		0	-	0	-	-	-
	Postal Ballot							
	Total		51,48,34,934	51,48,34,934	100.00	51,48,34,934	-	100.00
Public-Institutions	E-Voting	6,38,35,339	2,26,53,366	35.49	2,23,36,464	3,16,902	98.60	1.40
	Poll		0	-	0	-	-	-
	Postal Ballot							
	Total		6,38,35,339	2,26,53,366	35.49	2,23,36,464	3,16,902	98.60
Public-Non Institutions	E-Voting	36,65,76,307	2,52,80,877	6.90	2,52,77,442	3,435	99.99	0.01
	Poll		67,330	0.02	67,330	-	100.00	-
	Postal Ballot							
	Total		36,65,76,307	2,53,48,207	6.91	2,53,44,772	3,435	99.99
Total		94,52,46,580	56,28,36,507	59.54	56,25,16,170	3,20,337	99.94	0.06



Annexure III

REPORT OF SCRUTINIZER

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (4)(xii)
of the Companies (Management and Administration) Rules, 2014]

To,
The Chairperson
Shree Renuka Sugars Limited
B C 105, Havelock Road,
Camp, Belagavi - 590 001

Dear Madam,

I, Gururaj Mutalik, Advocate, Belgaum, was appointed as the Scrutinizer by the Board of Directors of the Company for the Extra-ordinary General Meeting ("EGM") of Shree Renuka Sugars Limited ("the Company") held on 24th February, 2018 at 10.30 a.m. at The Theosophical Society Belgaum Lodge, Gogte Rangmandir Hall (School of Culture), 185, Ramghat Road, Camp, Belagavi - 590 001, Karnataka for the purpose of scrutinizing the remote e-voting process and physical voting by ballot papers in a fair and transparent manner and also ascertaining the requisite majority for the said voting as per the provisions of Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 on the resolutions referred to in this report and the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Company provided to the shareholders the facility for casting their votes through remote e-voting facility provided by Karvy Computershare Private Limited ("KARVY"). The Company also provided the facility of voting by physical ballot papers at the EGM to the members who did not cast votes through remote e-voting. The shareholders of the Company holding shares as on the cut-off date of 17th February, 2018, were entitled to vote through remote e-voting or at the EGM, on the proposed resolutions as set out at item nos. 1 to 5 in the Notice of the EGM of the Company.

Further to above, I have rendered scrutinizers' report separately on the remote e-voting and voting by using ballots at the Meeting; and I hereby submit consolidated scrutinizers' report pursuant to Rule 20 of the Companies (Management and Administration) Rules, 2014, on all the resolutions contained in the Notice of the aforesaid EGM:

1. The remote e-voting period remained open from 9.00 a.m. on Wednesday, 21st February, 2018 and ended at 5.00 p.m. on Friday, 23rd February, 2018 and the KARVY e-voting platform was blocked thereafter.



2. The Notice convening the EGM was sent to all the Members, whose names appeared in the Register of Members/Statements of beneficial ownership maintained by the Depositories i.e. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on 19th January, 2018. Subsequently, a Corrigendum Notice and clarification were issued in respect of notice convening the EGM.
3. After the voting by ballot paper at the EGM, the ballot boxes kept for polling were locked in my presence with due identification marks placed by me.
4. The locked ballot boxes were subsequently opened by me in the presence of two witnesses and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agent of the Company and the authorizations/proxies lodged with the Company.
5. The votes cast through remote e-voting were unblocked on 24th February, 2018 (after the conclusion of the EGM) in the presence of two witnesses, both of whom are not in the employment of the Company.
6. Thereafter, I have scrutinized and reviewed the voting through remote e-voting at the EGM.
7. The results of the voting are as under:

- (a) **Resolution No. 1 (Special)** - To approve issue of 0.01% Compulsorily Convertible Preference Shares:

Voting	Number of members voted through remote e-voting system and through ballot at the EGM	Number of votes cast by them	% of total number of valid votes cast
In favour	104	562,833,892	100.00
Against	8	3,115	0.00
Invalid	0	0	-
Total	112	562,837,007	100.00

- (b) **Resolution No. 2 (Special)** -To approve issue of equity shares:

Voting	Number of members voted through remote e-voting system and through ballot at the EGM	Number of votes cast by them	% of total number of valid votes cast
In favour	104	562,833,892	100.00
Against	8	3,115	0.00
Invalid	0	0	-
Total	112	562,837,007	100.00



(c) **Resolution No. 3 (Special)** - To approve issue of 0.01% Optionally Convertible Preference Shares:

Voting	Number of members voted through remote e-voting system and through ballot at the EGM	Number of votes cast by them	% of total number of valid votes cast
In favour	105	562,833,572	100.00
Against	7	3,435	0.00
Invalid	0	0	-
Total	112	562,837,007	100.00

(d) **Resolution No. 4 (Special)** - To approve issue of 0.01% Redeemable Preference Shares:

Voting	Number of members voted through remote e-voting system and through ballot at the EGM	Number of votes cast by them	% of total number of valid votes cast
In favour	105	562,833,072	100.00
Against	7	3,435	0.00
Invalid	0	0	-
Total	112	562,836,507	100.00

(e) **Resolution No. 5 (Special)** -To approve issue of 0.01% Non Convertible Debentures:

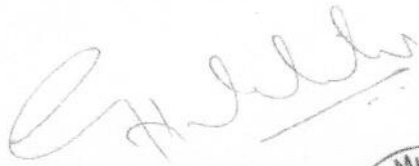
Voting	Number of members voted through remote e-voting system and through ballot at the EGM	Number of votes cast by them	% of total number of valid votes cast
In favour	104	562,516,170	99.94
Against	8	320,337	0.06
Invalid	0	0	-
Total	112	562,836,507	100.00



8. The Register, all other papers and relevant records relating to electronic voting and physical mode shall remain in our safe custody until the Chairperson considers, approves and signs the Minutes of the aforesaid EGM and thereafter the same will be handed over to the Company Secretary for safe keeping.

Thanking you,

Yours faithfully,



Gururaj P. Mutalik
Advocate
M.No.-KAR/1535/06

Date: 24th February, 2018



For Shree Renuka Sugars Limited



Vidya Murkumbi
Chairperson of the EGM

