



Refer: MSL/BSE/NSE/

July 24, 2018

BSE Limited
25th Floor,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai 400 001
Scrip Code: **523371**

National Stock Exchange of India Ltd
Exchange Plaza, Plot no. C/1, G Block,
Bandra-Kurla Complex,
Bandra (E),
Mumbai 400 051
Scrip Code: **MAWANASUG**

Sub: Notice of 54th Annual General Meeting of the Company

Dear Sir,

Pursuant to SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, please find the followings :

1. Copy of Notice of 54th Annual General Meeting of the members of the Company sent to all the shareholders alongwith Annual Report.
2. Copy of the Advertisement of Notice published on 24.07.2018 in Business Standard newspaper both English and Hindi respectively.

You are requested to take the above information on records.

Thanking You,

Yours Faithfully,
For Mawana Sugars Limited

(ASHOK KUMAR SHUKLA)
COMPANY SECRETARY

Encl : a/a

MAWANA SUGARS LIMITED

CIN : L74100DL1961PLC003413

Corporate Office:

Plot No. 3, Institutional Area
Sector-32, Gurgaon-122 001 (India)
T 91-124-4298000 F 91-124-4298300

Registered Office:

5th Floor, Kirti Mahal, 19 Rajendra Place
New Delhi-110 125 (India)
T 91-11-25739103 F 91-11-25743659

E corporate@mawanasugars.com
www.mawanasugars.com





NOTICE

Notice is hereby given that the 54th Annual General Meeting of the members of Mawana Sugars Limited will be held as scheduled below:

Day : Friday
Date : 17.08.2018
Time : 11.00 A.M.
Place : Kamani Auditorium, 1, Copernicus Marg
New Delhi - 110001

to transact the following business:

ORDINARY BUSINESS:

- To consider and adopt:
 - the audited financial statements of the Company for the financial year ended 31st March, 2018 and the reports of the Board of Directors and Auditors thereon; and
 - the audited consolidated financial statements of the Company for the financial year ended 31st March, 2018 and the report of Auditors thereon.
- To appoint a Director in place of Mr. Piar Chand Jaswal (DIN- 07100098) who retires by rotation and being eligible, offers himself for reappointment.
- To ratify the appointment of Statutory Auditors of the Company and in this regard to consider and if thought fit, to pass with or without modification(s), the following resolution as an ORDINARY RESOLUTION:

"RESOLVED THAT pursuant to the provisions of Section 139, 142 and all other applicable provisions of the Companies Act, 2013 read with Rules issued there under, as amended from time to time, and pursuant to resolution passed by the members at the 53rd Annual General Meeting (AGM) of the Company held on July 27, 2017, the appointment of M/s. S.R. Batliboi & Co. LLP, Chartered Accountants (ICAI Firm Registration No:301003E/ E300005) as Statutory Auditors of the Company to hold office till the conclusion of the next AGM be and is hereby ratified and the Board of Directors of the Company be and is hereby authorized to fix the remuneration payable to them."

SPECIAL BUSINESS:

- To consider and if thought fit, to pass with or without modification(s), the following resolution as an ORDINARY RESOLUTION:
"Resolved That pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and any other applicable law, the remuneration of Rs.2,40,000/- (Rupees Two Lacs Forty Thousand only) plus GST & out-of-pocket expenses,

if any, payable to M/s Bahadur Murao & Co., Cost Accountants (Firm Registration No.4941), the Cost Auditors appointed by the Board of Directors of the Company, to conduct the audit of the cost accounting records of the Company for the financial year 2018-19, be and is hereby ratified and confirmed.

Resolved further that the Board of Directors of the Company be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

- To Consider and if thought fit, to pass with or without modification(s), the following resolutions as a SPECIAL RESOLUTION:

"Resolved that in accordance with the provisions of Sections 196, 197 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), subject to the approval of Central Government, if required and such other approvals and sanctions as may be necessary in this regard, consent of the Company be and is hereby accorded to the payment of the following remuneration to Mr. Dharam Pal Sharma (DIN-07259344) Whole Time Director of the Company for the remaining period of his term of appointment i.e. from 13.08.2018 to 12.08.2020:

1.	Basic Salary	Rs.60,000/- per month.
2.	Provident Fund	As per the rules of the Company.
3.	Gratuity	As per the rules of the Company.
4.	Medical (Reimbursement)	Expenses incurred for self and family upto Rs.1,250/- p.m. as per the rules of the Company.
5.	Leave Travel Allowance	Rs.2,000/- per month.
6.	Conveyance Allowance	Rs.1,600/- per month.
7.	Special Allowance	Rs.1,24,950/- per month.
8.	Leave Facility	Leave facility and retirement benefits will be as per the rules of the Company.

Resolved further that the Board be and is hereby authorized to do all acts and to take all such steps as may be necessary, proper or expedient to give effect to this resolution."

By Order of the Board of Directors
For Mawana Sugars Limited

(Ashok Kumar Shukla)
Company Secretary
ACS-29673

Place : New Delhi
Dated : 09.07.2018

Mawana Sugars Limited

NOTICE (Contd.)

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY/PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT OF PROXY IN ORDER TO BE EFFECTIVE MUST BE RECEIVED BY THE COMPANY NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE MEETING. A PROXY FORM IS APPENDED WITH THE ADMISSION SLIP.**
2. Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, in respect of the Special Business to be transacted at the AGM as set out in the Notice is annexed hereto.
3. The Register of Members and Share Transfer Books of the Company will remain closed from 13.08.2018 to 17.08.2018 (both days inclusive).
4. In compliance of SEBI requirements, Mas Services Limited has been appointed the Registrar and Share Transfer Agent of the Company, who handle share transfer work in Physical as well as in Electronic Form and other related activities at the following address:

Mas Services Limited
T-34, 2nd Floor, Okhla Industrial Area,
Phase-II, New Delhi - 110020
Phone No. : 011-26387281-83
Fax No. : 011-26387384
Website: www.masserv.com
E-mail: info@masserv.com
5. Members are requested to notify immediately any change in their address to Mas Services Ltd. quoting their folio numbers.
6. Members/Proxies should bring the attendance slip duly filled-in for attending the meeting.
7. Shareholders seeking any information with regard to Accounts are requested to write to the Company at least ten days in advance so as to enable the Company to keep the information ready.
8. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified from time to time.
9. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by Member holding shares in:
 - a) Demat form to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts and
 - b) Physical form to submit copies of PAN of all shareholders and original cancelled cheque of first shareholder alongwith copy of Pass Book or Bank Statements to the RTA.
10. SEBI has also mandated that for registration of transfer of securities, the transferee(s) as well as transferor(s) shall furnish a copy of their PAN card to the RTA for registration of transfer of securities.
11. **As per SEBI notification dated 08.06.2018, request for Transfer of shares held in physical form will not be processed w.e.f. 04.12.2018 and its shall be mandatory to Demat the shares to get the shares transfer in their name. Shareholders are therefore requested to Dematerialize their shares for transfer purpose.**
12. In terms of Section 72 of the Companies Act, 2013, the Shareholder of the Company may nominate a person to whom the shares held by him/her shall vest in the event of death.

In case any member wishes to avail the nomination facility in respect of shares held by him/her, please write to the Company to obtain the nomination form.
13. The equity shares of the Company have been notified for compulsory trading in demat form by all investors and are available for trading in demat form both on National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL).

Shareholders are requested to avail this facility and get their shareholding converted into dematerialized form by sending the Dematerialization Request Form (DRF) along with the share certificates to their Depository Participant (DP).
14. Voting through electronic means

In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide Members a facility to exercise their right to vote at the Annual General



NOTICE (Contd.)

Meeting (AGM) by electronic means and the business may be transacted through such voting. The facility of casting the votes by the Members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by Central Depository Services (India) Limited. E-Voting is optional.

Shareholders are requested to please read the instructions/procedures on remote E-Voting carefully which is given on the back side of the Attendance Slip.

15. In support of the "Green Initiative" announced by the Government of India, electronic copies of this Annual Report inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form are being sent by e-mail to those members whose e-mail addresses have been made available to the Company/Depository Participants unless the member has specifically requested for a hard copy of the same. For members who have not registered their e-mail addresses, physical copies of this Annual Report inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form, will be sent to them in the permitted mode.
16. Route map to the venue of the AGM is appended at the end of the Annual Report.

STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO. 4

The Board of Directors on the recommendation of the Audit Committee, has approved the appointment of M/s. Bahadur Murao & Co., Cost Accountants (Membership No. 4941), New Delhi to audit the cost accounting records of the Company at a total remuneration of Rs.2,40,000/- (Rupees Two Lacs Forty Thousand only) plus GST and out of pocket expenses, if any.

In accordance with the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors is required to be ratified by the Members of the Company.

Accordingly, confirmation of the Members is being sought by passing an Ordinary Resolution as set out at Item No. 4 of the Notice for ratification of the remuneration payable to the Cost Auditors for the financial year ending March 31, 2019.

None of the Directors/Key Managerial Personnel of the Company/their relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution.

ITEM NO. 5

Mr. Dharam Pal Sharma was appointed as Whole-time Director (WTD) of the Company w.e.f. 13.8.2015 for a period of 5 years on the terms, conditions and remuneration approved by the Board, Nomination and Remuneration Committee and shareholders of the Company, subject to the approval of the Central Govt.

Through the appointment of WTD was approved by the shareholders of the Company in the annual general meeting held on 13.06.2016 for a period of 5 years, the remuneration payable to him was approved for a period of 3 years only w.e.f. 13.08.2015 to 12.08.2018.

The Central Govt. vide its last letter dated 16.11.2016 had directed the Company to recover the entire excess remuneration paid to the directors during the financial year from 2012-13, 2013-14 and 2014-15 even though the Shareholders, in their meeting held on 27.7.2017, had approved the waiver of such excess remuneration paid to the Directors. The Company had filed a representation with Central Government for reconsideration of its waiver request as approved by the Shareholders but the said representation has been returned by Central Government for resubmission in the proper form. Pending resolution of above matter, approval to remuneration to WTD has also been kept pending in the Central Government.

Section 197 of Companies Act, 2013 which empowers the Shareholders to waive such excess remuneration to the Directors has not been notified yet. After notification of the said Section, no approval of Central Government would be necessary and Board shall propose appropriate resolution for consideration of the Shareholders for waiver of excess remuneration paid to the Directors in the past.

Pending the above, it is now proposed to fix the remuneration payable to Mr. Dharam Pal Sharma, Whole-time Director for the remaining period of his term of appointment i.e. from 13.08.2018 to 12.08.2020 as stated in Item No.5 of the Notice.

The Nomination and Remuneration Committee of Directors and Board of Directors in their respective meetings held on 09.07.2018 have, approved the proposed remuneration of Mr. Dharam Pal Sharma, Whole-time Director for the remaining period of his term of appointment subject to the approval of shareholders and such other approvals as may be necessary in this regard.

Mawana Sugars Limited

Except Mr. Dharam Pal Sharma and his relatives, if any, in the Company, none of the Directors, Key Managerial Personnel or their relatives is concerned or interested in the said Resolution.

Your Directors recommends the resolution for your approval.

THE STATEMENT CONTAINING ADDITIONAL INFORMATION AS REQUIRED IN SCHEDULE V OF THE ACT.

I. GENERAL INFORMATION:

(i) **Nature of Industry:**

The Company is engaged in the manufacturing and marketing of Sugar, Ethanol and Co-generation of Power at its units at Mawana Sugar Works, Mawana, Distt. Meerut, (U.P.) and Nanglamal Sugar Complex. Nanglamal, Distt. Meerut (U.P.). The Company is also producing and marketing Chlor Caustic from its Unit Siel Chemical Complex, Rajpura, Punjab.

(ii) **Date or expected date of commencement of commercial production:**

The Company is an existing Company and is into manufacturing operation since long.

(iii) **In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus.**

Not applicable.

(iv) **Financial performance based on given indicators**

The performance of the Company during financial year ended on 31.03.2018 (the latest Audited Balance Sheet of the Company)

Particulars	Amount (Rs./Million)
- Total Revenue	13539.33
- Net Profit/(Loss)	162.40
- Effective Capital	4114.47

(v) **Export performance and net foreign exchange collaborations:**

Nil

(vi) **Foreign investments or collaborators, if any:**

None

II. INFORMATION ABOUT THE APPOINTEE:

(a) **Background Details:**

Mr. Dharam Pal Sharma, aged 65 years, is B.Sc in (Agriculture) (Hons) and has thorough understanding of sugar industry. He is associated with the sugar industry for more than 37 years and during this period has worked with Punjab Sugar Federation, Triveni Engineering, Piccadilly Agro Industrial Limited, RBNS Sugar Mills in various capacities. Mr. Sharma was associated with the Company Since 1997.

Past remuneration (last three years) Per Annum

Particulars	March 31, 2018	March 31, 2017	March 31, 2016*
Salary	17,73,000	17,73,000	11,24,807

*Salary is for the part of the year.

(b) **Recognition or Awards:**

None

(c) **Job Profile and his Suitability:**

Mr. Dharam Pal Sharma is designated as Whole Time Director and is entrusted with the responsibility of taking the company out of its difficult phase through different approaches and efforts for the revival of the company.

He is overlooking the cane department on the priority basis and actively involved in developing harmonious relationship with farmers in view of difficult financial position of the Company due to high pending of cane dues.

He is also involved in the financial control functions, strategic decisions formulation and discussions with various stakeholders of the company. He will also be responsible for developing technical team and coordinating with commercial functions etc.

(d) **Remuneration Proposed:** The proposed remuneration of Mr. Dharam Pal Sharma as Whole Time Director of the Company is detailed in Item No.5 above.

(e) **Comparative remuneration Profile with respect to Industry, size of the Company, profile of the position and person**

The proposed remuneration is much below the prevailing remuneration in the industry of similar size for similarly placed persons.



(f) Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any.

Mr. Dharam Pal Sharma has no pecuniary relationship directly or indirectly with the Company or its managerial personnel other than his Remuneration in the capacity of a Whole Time Director.

III. OTHER INFORMATION:

(a) Reasons of loss or inadequate profits

- (i) Sugar, which is the main business of the Company is cyclical in nature and is largely dependent on climatic factors, supply-demand position and government policies, including sugarcane pricing. High sugar production in the country results in softening of sugar prices, which in turn adversely affects the profitability of the sugar mills. Conversely lower production generally results in strong sugar profitability due to higher sugar prices.
- (ii) The sugarcane price, is fixed by the Government of Uttar Pradesh (GoUP) in an arbitrary manner (State Advised Price - SAP) without any linkage to the prevailing sugar price. The GoUP is yet to carry out reforms as advocated by Dr. Rangarajan Committee Report and thus there is a complete mismatch between the output and input prices. The Sugarcane prices have been rising much faster than sugar sales price. This has resulted in huge losses to the sugar factories over a last many years.
- (iii) Under the U.P. Sugar Industry Promotion Policy, the Company has invested Rs. 700 Crores and all the incentives and subsidies due on the investments are held up since the GoUP has withdrawn the incentive Scheme. Since these investments were funded mainly by raising debts, the interest cost has gone up due to non-receipt of incentives from GoUP.

(b) Steps taken or proposed for improvement

The Company has been taking all measures within its control to maximize efficiencies and optimize costs to lower the cost of production of sugar, realizing that it has little control over Government policies. With a view to make its sugar operations more viable, the Company has chalked out a road map with ambitious cane development targets which will further increase the recovery of sugar and increase the profitability of sugar integrated businesses, such as cogeneration and distillery operations. The Company hopes to increase the production volumes, curtailing running cost, reduced manpower and reduced operational losses.

(c) Expected increase in productivity and profit in measurable terms.

In the sugar season 2018-2019, it is expected that the production of sugarcane and recovery will be better than the previous sugar season. The much awaited reforms by the Government in the sugar sector and resumption of normal economic growth in the country may accelerate the turnaround of the Company. The fundamentals of the Company are sound and it has well balanced and diversified business and has the potential of not being just profitable but achieving significant growth.

In view of the facts stated above, it is difficult to forecast the productivity and profitability in measurable terms. However, the Company expects that the productivity and profitability may improve and would be comparable with the industry average.

By Order of the Board of Directors
For **Mawana Sugars Limited**

(Ashok Kumar Shukla)
Company Secretary
ACS-29673

Place : New Delhi
Dated : 09.07.2018

Mawana Sugars Limited

Brief Profile of Director/s seeking appointment/re-appointment at the forthcoming Annual General Meeting (In pursuance to Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Name of Director	Mr. Piar Chand Jaswal	Mr. Dharam Pal Sharma
Director Identification Number (DIN)	07100098	07259344
Date of Birth & Age	01.04.1961 (57 years)	6.1.1953 (65 years)
Date of Appointment	18.02.2015	13.8.2015
Qualification	Matriculate	B.Sc (Ag) (Hons)
Expertise	Mr. Piar Chand Jaswal is a retired Junior Commission Officer from Indian Army.	Mr. Dharam Pal Sharma having a sound knowledge of Sugar Industry. Over the years, he has developed various other management skills. His experience of more than 37 years with various sugars Company like Punjab Sugar Federation, Triveni Engineering, Piccadilly Agro Industrial Limited, RBNS Sugar Mills and from last 18 years he is associated with the Company.
Shareholding of Directors in the Company	Nil	Nil
Relationship with other directors and KMPs of the Company	Nil	Nil
No. of Meetings of Board attended during the year	8 (for details please refer to the Corporate Governance Report, forming part of this Annual Report)	7 (for details please refer to the Corporate Governance Report, forming part of this Annual Report)
Directorship held in other Public Companies excluding foreign and private companies	Nil	Nil
Chairmanships/Memberships of Committee	<u>Member:</u> - Audit Committee - Stakeholders Relationship Committee - Nomination and Remuneration Committee - Corporate Social Responsibility Committee - Risk Management Committee	Nil

Mawana Sugars Limited

(CIN: L74100DL1961PLC003413)

Registered Office: 5th Floor, Kirti Mahal, 19, Rajendra Place, New Delhi – 110125

Phone No: 011-25739103, Fax No: 011-25743659

E-mail: corporate@mawanasugars.com, Website: www.mawanasugars.com



PROXY FORM

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Folio No./DP ID/Client ID	No. of Share(s)
Name of Member(s):	
Registered Address:	

I/ We, being the Members(s), holding shares of the above named company, hereby appoint:

- Name Address:
Email ID Signature: or failing him/ her
- Name Address:
Email ID Signature: or failing him/ her
- Name Address:
Email ID Signature:

as my/ our Proxy to attend and vote (on a poll) for my/our and on my/our behalf at the 54th Annual General Meeting of the Company, to be held on Friday, the 17th August, 2018 at 11.00 A.M at Kamani Auditorium, 1, Copernicus Marg, New Delhi – 110001 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolutions	Optional*	
		FOR	AGAINST
Ordinary Business:			
1.	To consider and adopt: (a) the audited financial statements of the Company for the financial year ended 31st March, 2018 and the reports of the Board of Directors and Auditors thereon; and (b) the audited consolidated financial statements of the Company for the financial year ended 31st March, 2018 and the report of Auditors thereon.		
2.	Re-appointment of Mr. Piar Chand Jaswal (DIN- 07100098), Director who retires by rotation and, being eligible, offers himself for re-appointment.		
3.	Ratification of appointment of M/s. S.R. Batliboi & Co LLP, Chartered Accountants (ICAI Firm Registration No:301003E/E300005), as Statutory Auditors of the Company and to fix their remuneration.		
Special Business:			
4.	Approval for ratification of remuneration payable to the Cost Auditors for financial year 2018-19		
5.	Approval for payment of remuneration to Mr. Dharam Pal Sharma (DIN-07259344) Whole Time Director of the Company for the remaining period of his term of appointment i.e. from 13.08.2018 to 12.08.2020		

Signed this day of 2018

Signature of Shareholder(s)

Affix
Revenue
Stamp

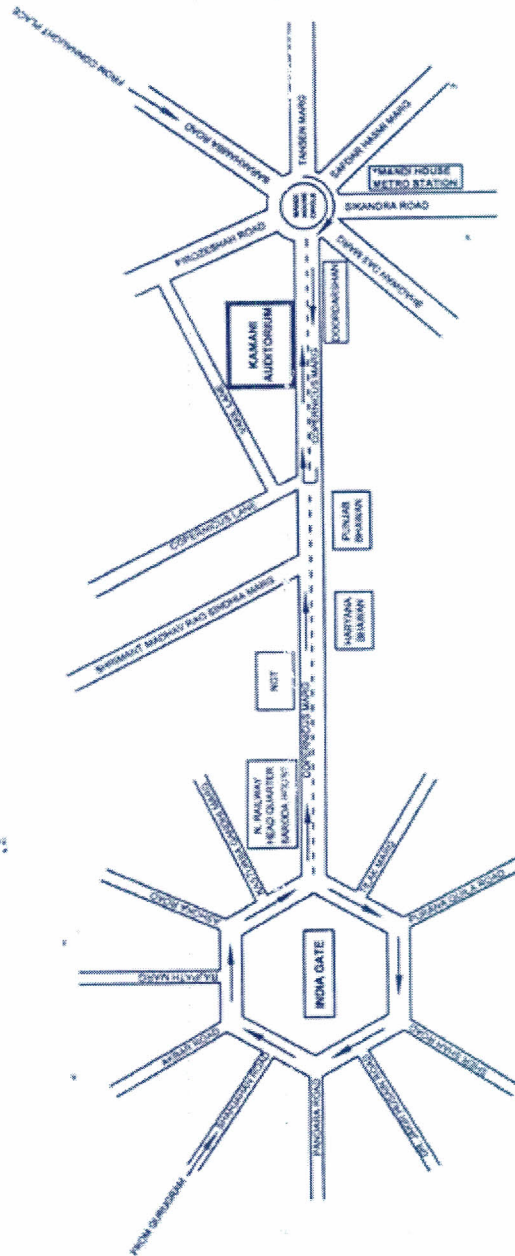
Signature of 1st Proxy holder

Signature of 2nd Proxy holder

Signature of 3rd Proxy holder

- Note:**
- This form of proxy in order to be effective should be duly completed and deposited at the Regd. office of the Company not less than 48 hours before the commencement of the Meeting.
 - For Resolutions, Explanatory Statement and Notes, please refer to the Notice of the 54th Annual General meeting.
 - It is optional to put a 'X' in the appropriate column against the Resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all Resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.

AGM VENUE KAMANI AUDITORIUM ROAD MAP
NEAREST LANDMARK: MANDI HOUSE METRO STATION



If undelivered, please return to:

Mawana Sugars Limited

(CIN: L74100DL1961PLC003413)

Registered Office: 5th Floor, Kirti Mahal, 19, Rajendra Place, New Delhi – 110125

Phone No: 011-25739103, Fax No: 011-25743659

E-mail: corporate@mawanasugars.com, Website: www.mawanasugars.com

Mawana Sugars Limited

(CIN: L74100DL1961PLC003413)

Registered Office: 5th Floor, Kirti Mahal, 19, Rajendra Place, New Delhi – 110125

Phone No: 011-25739103, Fax No: 011-25743659

E-mail: corporate@mawanasugars.com, Website: www.mawanasugars.com



--

REMOTE ELECTRONIC VOTING PARTICULARS

EVSN (Electronic Voting Sequence Number)	USER ID	PAN NO.	NO. OF SHARES

The remote e-voting facility will be available during the following voting period:

Commencement of remote e-voting	From 09:00 a.m. (IST) on August 14, 2018
End of remote e-voting	Up to 05:00 p.m. (IST) on August 16, 2018

The cut-off date (i.e. the relevant date) for the purpose of remote e-voting is August 10, 2018.

.....**TEAR HERE**.....

Mawana Sugars Limited

(CIN: L74100DL1961PLC003413)

Registered Office: 5th Floor, Kirti Mahal, 19, Rajendra Place, New Delhi – 110125

Phone No: 011-25739103, Fax No: 011-25743659

E-mail: corporate@mawanasugars.com, Website: www.mawanasugars.com



ATTENDANCE SLIP

Regd. Folio No./DP ID – Client ID	
Name & Address of First/Sole Shareholder	
No of Shares held	

I hereby record my presence at the 54th Annual General Meeting of the Company to be held on Friday, the 17th August, 2018 at 11.00 a.m. at Kamani Auditorium, 1, Copernicus Marg, New Delhi – 110001.

Signature of 1st holder/Proxy

Signature of 1st Joint holder


Signature of 2nd Joint holder

Notes:

- Only Member/Proxy can attend the meeting. No minors would be allowed at the meeting.
- Member/Proxy wish to attend the meeting must bring this attendance slip to the meeting and handover at the entrance duly filled in and signed.

New Delhi / Tuesday, 24, July, 2018


Business Standard

Mawana Sugars Limited (CIN: L74100DL1961PLC003413) Registered Office : 5 th Floor, Kirti Mahal, 19, Rajendra Place, New Delhi - 110125 Phone No: 011-25739103, Fax No: 011-25743659 E-mail: corporate@mawanasugars.com, Website: www.mawanasugars.com	
	
NOTICE OF ANNUAL GENERAL MEETING, BOOK CLOSURE AND REMOTE E-VOTING	
<p>Notice is hereby given that 54th Annual General Meeting (AGM) of the members of Mawana Sugars Limited ('the Company') will be held on Friday, the 17th day of August, 2018 at 11.00 A.M. at Kamani Auditorium, 1, Copernicus Marg, New Delhi -110001 to transact the business contained in the Notice of AGM dated 9.7.2018. Notice of AGM along with the Annual Report for the FY 2017-18 has been sent to all the members of the Company (in the permitted mode at their registered address or through-mail as the case may be). The dispatch of the aforesaid documents has been completed on 23.07.2018.</p>	
<p>Notice is also hereby given that the Register of Members and Share Transfer Books of the Company will remain closed from 13.08.2018 to 17.08.2018 (both days inclusive).</p>	
<p>In compliance with the provisions of Section 108 of the Companies Act, 2013 and Rules framed there under, as amended from time to time and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide to its members, the facility to exercise their rights to vote by electronic means. Members may cast their votes on electronic voting system from any place other than the venue of AGM (remote e-voting). The Company has engaged the services of M/s Central Depository Services (India) Limited (CDSL) to provide e-voting platform in this regard to the members of the Company. The Company shall also arrange for the voting by use of ballot or polling paper at the AGM venue for the members who have not cast their vote through remote e-voting.</p>	
<p>In this regard, the members are hereby further notified that:</p>	
<ol style="list-style-type: none">1. The business as set out in the Notice of AGM may be transacted through remote e-voting.2. The remote e-voting commences from 9.00 a.m. on 14th August, 2018 and ends at 5.00 p.m. on 16th August, 2018. The e-voting module shall be disabled for voting at 5.00 p.m. on 16th August, 2018.3. The voting rights of the members shall be in proportion to the equity shares held by them in the paid up share capital of the company on 10th August, 2018 (cut-off date). Any person who acquires shares of the company and become the member of the company after the dispatch of the Notice of AGM and holding shares as on the cut off date may cast his/her vote through remote e-voting by obtaining the Login-ID and Password by sending a request at e-mail to corporate@mawanasugars.com or info@masserv.com or sending a letter to the Company for exercising his/her vote electronically.4. The facility for voting through ballot or polling paper shall be made available only to those members who are present at the AGM, but have not cast their votes by the remote e-voting facility.5. The members are requested to opt for any one mode of voting i.e. either through e-voting or through polling process to be conducted at the AGM. If a member cast votes by both modes, then the voting done through a valid e-voting shall prevail and the voting through polling process conducted at the AGM shall be treated as invalid.6. The cut-off date for determining the eligibility to vote remote e-voting or through ballot paper at the AGM is 10th August, 2018. A person whose name is recorded in the Register of Members or in the Register of Beneficiary Owners maintained by the Depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting or voting at AGM through ballot paper.7. The Annual Report, Notice of the AGM and Attendance Slip with remote e-voting instruction is available on the website of the Company at www.mawanasugars.com.8. In case any queries or issues regarding e-voting, kindly refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.	
<p>By Order of the Board For Mawana Sugars Limited Sd/- (Ashok Kumar Shukla) Company Secretary ACS-29673</p>	
<p>Place : New Delhi Date : 23.07.2018</p>	
IMPORTANT COMMUNICATION FOR SHAREHOLDERS HOLDING SHARES IN PHYSICAL FORM NO TRANSFER SHARES IN PHYSICAL FORM AFTER 04.12.2018	
<p>Attention of shareholders holding shares in physical form is invited to the SEBI latest amendment dated 08.06.2018 to the Listing Regulations, vide which the SEBI has mandated the transfer of shares of a listed company in demat form only. Shareholders are, therefore, advised to dematerialize their physical shareholding at the earliest to avoid any inconvenience. Please note that after 04.12.2018, no listed Company can process the application for transfer of shares in physical form.</p>	

विज्ञापन 2-255 नई दिल्ली

24 जुलाई 2018, मंगलवार

Mawana Sugars Limited
(CIN: L74100DL1961PLC003413)
Registered Office: 5th Floor, Kirti Mahal, 19, Rajendra Place, New Delhi - 110125
Phone No: 011-25739103; Fax No: 011-25743659
E-mail: corporate@mawanasugars.com, Website: www.mawanasugars.com



**NOTICE OF ANNUAL GENERAL MEETING,
BOOK CLOSURE AND REMOTE E-VOTING**

Notice is hereby given that 54th Annual General Meeting (AGM) of the members of Mawana Sugars Limited ('the Company') will be held on Friday, the 17th day of August, 2018 at 11.00 A.M. at Kamani Auditorium, 1, Copernicus Marg, New Delhi -110001 to transact the business contained in the Notice of AGM dated 9.7.2018. Notice of AGM along with the Annual Report for the FY 2017-18 has been sent to all the members of the Company (in the permitted mode at their registered address or through-mail as the case may be). The dispatch of the aforesaid documents has been completed on 23.07.2018.

Notice is also hereby given that the Register of Members and Share Transfer Books of the Company will remain closed from 13.08.2018 to 17.08.2018 (both days inclusive).

In compliance with the provisions of Section 108 of the Companies Act, 2013 and Rules framed there under, as amended from time to time and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide to its members, the facility to exercise their rights to vote by electronic means. Members may cast their votes on electronic voting system from any place other than the venue of AGM (remote e-voting). The Company has engaged the services of M/s Central Depository Services (India) Limited (CDSL) to provide e-voting platform in this regard to the members of the Company. The Company shall also arrange for the voting by use of ballot or polling paper at the AGM venue for the members who have not cast their vote through remote e-voting.

In this regard, the members are hereby further notified that:

1. The business as set out in the Notice of AGM may be transacted through remote e-voting.
2. The remote e-voting commences from 9.00 a.m. on 14th August, 2018 and ends at 5.00 p.m. on 16th August, 2018. The e-voting module shall be disabled for voting at 5.00 p.m. on 16th August, 2018.
3. The voting rights of the members shall be in proportion to the equity shares held by them in the paid up share capital of the company on 10th August, 2018 (cut-off date). Any person who acquires shares of the company and become the member of the company after the dispatch of the Notice of AGM and holding shares as on the cut off date may cast his/her vote through remote e-voting by obtaining the Login-ID and Password by sending a request at e-mail to corporate@mawanasugars.com or info@masserv.com or sending a letter to the Company for exercising his/her vote electronically.
4. The facility for voting through ballot or polling paper shall be made available only to those members who are present at the AGM, but have not cast their votes by the remote e-voting facility.
5. The members are requested to opt for any one mode of voting i.e. either through e-voting or through polling process to be conducted at the AGM. If a member cast votes by both modes, then the voting done through a valid e-voting shall prevail and the voting through polling process conducted at the AGM shall be treated as invalid.
6. The cut-off date for determining the eligibility to vote remote e-voting or through ballot paper at the AGM is 10th August, 2018. A person whose name is recorded in the Register of Members or in the Register of Beneficiary Owners maintained by the Depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting or voting at AGM through ballot paper.
7. The Annual Report, Notice of the AGM and Attendance Slip with remote e-voting instruction is available on the website of the Company at www.mawanasugars.com.
8. In case any queries or issues regarding e-voting, kindly refer the Frequently Asked Questions ('FAQs') and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.

By Order of the Board
For Mawana Sugars Limited
Sd/-
(Ashok Kumar Shukla)
Company Secretary
ACS-29673

Place : New Delhi
Date : 23.07.2018

**IMPORTANT COMMUNICATION FOR SHAREHOLDERS HOLDING SHARES
IN PHYSICAL FORM
NO TRANSFER SHARES IN PHYSICAL FORM AFTER 04.12.2018**

Attention of shareholders holding shares in physical form is invited to the SEBI latest amendment dated 08.06.2018 to the Listing Regulations, vide which the SEBI has mandated the transfer of shares of a listed company in demat form only.

Shareholders are, therefore, advised to dematerialize their physical shareholding at the earliest to avoid any inconvenience.

Please note that after 04.12.2018, no listed Company can process the application for transfer of shares in physical form.