

ASEL/SE/2017-18/17

31st July, 2017

The Secretary
National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor
Plot No. C/1, G Block
Bandra- Kurla Complex, Bandra (E)
Mumbai 400 051

The Dy. General Manager
Corporate Relationship Department
BSE Ltd.
1st Floor, New Trading Ring,
Rotunda Building
P.J. Towers, Dalal Street, Fort
Mumbai-400 001
Stock Code : 540649

The Secretary
The Calcutta Stock
Exchange Ltd.
7, Lyons Range
Kolkata 700 001

Symbol : AVADHSUGAR

Re: Disclosure of events or information

Sub: 3rd Annual General Meeting of the Company – Outcome

Kindly note that the 3rd Annual General Meeting (AGM) of the Company has been duly convened and held on Monday, 31st July, 2017 at the Registered Office of the Company at P.O. Hargaon, Dist – Sitapur, Uttar Pradesh – 261 121 at 11:00 A.M.

In this regard please find enclosed the Gist of Proceedings of 3rd AGM of the Company held on 31st July, 2017 pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The above is for your information and records.

Thanking you,

Yours faithfully,
For Avadh Sugar & Energy Limited


Anand Sharma
Company Secretary
FCS : 7305



Encl : as above



K.K. BIRLA GROUP OF SUGAR COMPANIES

Corporate Office: 5th Floor, Birla Building, 9/1 R. N. Mukherjee Road, Kolkata 700 001 • Email: birlasugar@birla-sugar.com

Phone: +91 33 2243 0497 / 8, 2248 7068, 3057 3700, 3041 0900 • Fax: +91 33 2248 6369

Regd Office: P.O. Hargaon, Dist. Sitapur, U.P., PIN 261 121 • CIN:U15122UP2015PLC069635

Gist of the proceedings of the 3rd Annual General Meeting (AGM) of the Company held on 31st July, 2017

The 3rd Annual General Meeting (AGM) of the Company has been duly convened and held on Monday, 31st July, 2017 at the Registered Office of the Company at the Meeting Hall of Avadh Sugar & Energy Ltd, P.O. Hargaon, District Sitapur, Uttar Pradesh – 261 121 at 11:00 A.M.

Mr Devendra Kumar Sharma, Wholetime Director of the Company chaired the proceedings of the Meeting.

As per the records of attendance 55 (fifty-five) Members were present at the Meeting. The Meeting was also attended by Mr Devendra Kumar Sharma, Mr Anand Dalal, Directors and Anand Sharma, Company Secretary.

The Chairman informed that the required quorum was present and called the Meeting in order. The Quorum was present throughout the Meeting.

Thereafter, the Chairman delivered his speech. He gave an overview of the performance of the Company for the Financial Year ended 31st March, 2017 and its future outlook.

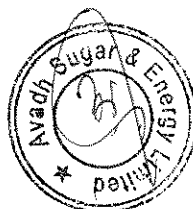
The Chairman informed the Members that in compliance with the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and the provisions of Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company had extended e-voting facility to the Members of the Company in respect of business transacted at the 3rd AGM to cast their vote electronically from a place other than the venue of the Meeting, wherein the e-voting period commenced on Thursday, 27th July, 2017 (9:00 AM) and ended on Sunday, 30th July, 2017 (5:00 PM). The Chairman further informed the Members that the facility for voting through ballot i.e. Physical Ballot has been made available at the meeting for the Members who have not casted their vote through e-voting.

He further informed the Company has engaged the services of NSDL as authorised agency to provide e-voting facility and has appointed Mr Mohan Ram Goenka, Practising Company Secretary, FCS No. 4515 as the Scrutinizer for the purpose of scrutinizing the e-voting process as well as Physical Ballot process in a fair and transparent manner.

The Chairman invited the Members to raise questions, offer comments or seek clarifications on the Annual Report and Accounts or any of the Items stated in Notice of the 3rd AGM of the Company. Upon the Members completing their submission, the Chairman furnished requisite clarifications to all the relevant queries raised by the Members.

Thereafter, all the 13 (thirteen) resolutions required to be passed were proposed and seconded by the Members. Thereafter, the Chairman ordered a Poll to be taken at the AGM venue by way of Physical Ballot for those members who could not cast their vote through e-voting.

Thereafter, the Chairman announced that the voting results shall be submitted to the Stock Exchanges in the prescribed format and the said results alongwith Scrutinizer's Consolidated Report shall also be placed on the Company's website at www.birla-sugar.com. He also stated that the voting results shall also be placed on the Notice Board of the Company at its Registered Office.



Thereafter, the physical ballot exercise was conducted smoothly.

The following resolutions have been passed :

Ordinary Business	
1	Consideration and Adoption of the Audited Financial Statements for the year ended 31 st March, 2017 and the Reports of the Directors' and Auditors' thereon for the year ended 31 st March 2017
2	Declaration of Preference Dividend on 4,87,00,000 – 8.5 % Non-Convertible Cumulative Redeemable Preference Shares of Rs.10/- each for the financial year 2011-12 to 2016-17
3	Declaration of Preference Dividend on 17,00,000 – 12% Non-Convertible Cumulative Redeemable Preference Shares of Rs.100/- each for the financial year 2014-15 to 2016-17
4	Declaration of Equity Dividend on 1,00,09,210 Equity Shares of Rs.10/- each @ Rs.2/- per Equity Share for the financial year 2016-17
5	Re-appointment of Mrs Nandini Nopany (DIN : 00051632) who retires by rotation and being eligible offers herself for re-appointment.
6	Appointment of M/s. B S R & Co., LLP., Chartered Accountants, having Firm Registration No. 101284WE/W-100022 as the Statutory Auditors of the Company for a period of 5 years and to authorize the Board of Directors to fix their remuneration.
Special Business	
7	Appointment of Mr Anand Ashvin Dalal (DIN 00353555), as an Independent Director for a term of 5 years.
8	Appointment of Mr Gaurav Swarup (DIN 00374298), as an Independent Director for a term of 5 years
9	Appointment of Mr Sunil Kanoria (DIN 00421564), as an Independent Director, for a term of 5 years
10	Appointment of Mr Kalpataru Tripathy (DIN 00865794), as an Independent Director, for a term of 5 years
11	Appointment of Mr Pradip Kumar Bishnoi (DIN 00732640), as an Independent Director, for a terms of 5 years
12	Ratification of the remuneration payable to Mr Som Nath Mukherjee, Cost Auditor for the financial year 2017-18.
13	Re-classification of the Share Capital upon classification of unclassified shares.

The Meeting concluded at 11:45 AM with a vote of thanks of the Chair.

Note: This is not the proceedings of the 3rd AGM of the Company. The dividend declared shall be paid in accordance with law.

For Avadh Sugar & Energy Limited

Anand Sharma
Company Secretary
FCS : 7305

