

# THE UNITED PROVINCES SUGAR CO. LTD.

C/o. 401/405, Jolly Bhavan 1,  
10, New Marine Lines,  
Mumbai - 400 020.  
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Ref.No.UPSCL/MUM/323

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

11 August, 2016

Script Code No.10031177

## BOARD MEETING

Dear Sirs,

This is to inform you that a meeting of the Board of Directors of the Company will be held on Thursday, the 25<sup>th</sup> August, 2016 at 11.00 A.M. at the office of the Company at 401-405, Jolly Bhavan No.1, 10, New Marine Lines, Mumbai 400 020 to transact the following business:

1. To consider Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2016 including the Audited Balance Sheet as at 31<sup>st</sup> March, 2016 and the Statement of Profit & Loss and the Cash Flow Statement for the year ended on that date and the reports of Board of Directors and the Auditors thereon.
2. To consider audited working results of the Company for the quarter and year ended 31<sup>st</sup> March, 2016.
3. To consider provisional and unaudited working results of the Company for the quarter ended 30<sup>th</sup> June, 2016.
4. To review position of the Company with respect to reference made to the Board for Industrial and Financial Reconstruction (BIFR) under the Sick Industrial Companies (Special Provisions) Act, 1985 and hearing held and Order passed by the BIFR on 27<sup>th</sup> June, 2016.
5. To fix a date and time for holding the 93<sup>rd</sup> Annual General Meeting of the Company and to approve a draft of the Notice and Explanatory Statement to be sent to the members.
6. To consider Secretarial Audit Report received from Shri Babu Lal Patni, a practicing Company Secretary pursuant to Section 204(1) of the Companies Act, 2013 read with Rule of the Companies (Appointment and Remunerations of Managerial Personnel) Rules, 2014 for the financial year ended 31<sup>st</sup> March, 2016.
7. To consider to seek approval of the shareholders to fix the remuneration to be paid to the Cost Auditors to conduct audit of the cost records of the Company for the financial year ending 31<sup>st</sup> March, 2017.
8. To consider appointment of Smt. Lakshmi Iyer, Director of the Company as Independent Director for a term upto five consecutive years not liable to retire by rotation.

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9. To consider increase in the remuneration payable to Shri Arvind K. Kanoria, Managing Director with effect from 1<sup>st</sup> April, 2016 for the remaining tenure of his office, that is, upto 19<sup>th</sup> April, 2018 subject to the approval of the shareholders at the ensuing Annual General Meeting of the Company.
10. To consider increase in the remuneration payable to Shri B.L. Vijay, Whole Time Director designated as General Manager with effect from 1<sup>st</sup> April, 2016 for the remaining tenure of his office, that is, upto 4<sup>th</sup> May, 2017 subject to approval of the shareholders at the ensuing Annual General Meeting of the Company.
11. To consider reappointment of Shri Babu Lal Vijay as Whole Time Director designated as General Manager of the Company for further period of 3 years w.e.f. 5<sup>th</sup> May, 2017 to 4<sup>th</sup> May, 2020 and to fix his remuneration subject to approval of shareholders at the ensuing Annual General Meeting of the Company.
12. To consider the period of closure of register of members and share transfer books for the purpose of Annual General Meeting of the Company.
13. To consider transactions under Section 184(2) and 188 of the Companies Act, 2013 entered into the Registrar of Contracts maintained under Section 189 of the Act.

Sr. No	Date	Particulars of Transaction	Value (Approx.) Rs./Lakh	Interested Directors
1.	17.12.2015	Contract with Indian Sugar Exim Corpn. Ltd. for services in respect to Export of sugar under Minimum Indicative Export Quota (MIEQ) by the Government of India	243.76	Shri Vivek M Pittie Shri Sidharth Prasad
2.	04.07.2016	Purchase of HP make Server from Dixit Infotech Services Pvt. Ltd. under Purchase Order No. UPSCL/MUM/092/2016-2017 DATED 4 <sup>TH</sup> July, 2016.	5.61	Smt. Lakshmi Iyer

This letter may kindly take on your record and acknowledge.

Thanking you,

Yours sincerely,  
For The United Provinces Sugar Co. Ltd.

  
R.G. Panchbhai  
Financial Controller