

THE UNITED PROVINCES SUGAR CO. LTD.

C/o. 401/405, Jolly Bhavan 1,
10, New Marine Lines,
Mumbai - 400 020.
Tel. : (022) 2200 3231 / 4325 / 5056
Fax : (022) 2206 0745
Email: upsclmumbai@mtnl.net.in
: upsclmumbai@rediffmail.com

Ref.No. UPSCL/MUM/267

26 July, 2017

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

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 Monday, the 7th August, 2017 at 11.45 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 31st March, 2017 including the Audited Balance Sheet as at 31st March, 2017 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 31st March, 2017.
3. To consider provisional and unaudited working results of the Company for the quarter ended 30th June, 2017.
4. To consider appointment of M/s. Bansi S. Mehta & Company, Chartered Accountants, as Statutory Auditors of the Company in place of Batliboi & Purohit, Chartered Accountants for the period of five years commencing from 94th Annual General Meeting to the concluding 99th Annual General Meeting and to fix their remuneration.
5. To consider alteration of the Objects Clause of the Memorandum of Association of the Company by inserting additional clauses towards new business of distillery, power generation and distribution subject to the approval of the shareholders at the ensuing Annual General Meeting of the Company.
6. To consider alteration of the Liability Clause of the Memorandum of Association of the Company in conformity to the Companies Act, 2013 subject to the approval of the shareholders at the ensuing Annual General Meeting of the Company.
7. To consider adoption of new set of Articles of Association of the Company subject to the approval of the shareholders at the ensuing Annual General Meeting of the Company.
8. To consider increase in the remuneration payable to Shri Arvind K. Kanoria, Managing Director with effect from 1st April, 2017 for the remaining tenure of his office, that is, upto 19th April, 2018 subject to the approval of the shareholders at the ensuing Annual General Meeting of the Company.

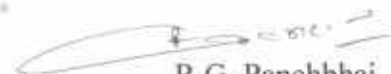
Page: 1 of 2

9. To consider reappointment of Shri Arvind K. Kanoria as Managing Director of the Company for further period of 3 years w.e.f. 20th April, 2018 to 19th April, 2021 and to fix his remuneration subject to the approval of shareholders at the ensuing Annual General Meeting of the Company.
10. 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 31st March, 2018.
11. To consider Secretarial Audit Report received from Ms. Dipika Jain, 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 31st March, 2017.
12. To fix a date and time for holding the 94th Annual General Meeting of the Company and to approve a draft of the Notice and Explanatory Statement to be sent to the members.
13. To consider the period of closure of register of members and share transfer books for the purpose of Annual General Meeting of the Company.
14. To consider appoint of Shri Babulal Patni, a Practicing Company Secretary as the Scrutinizer for conducting the Postal and the E-Voting Process in a fair and transparent manner at 94th Annual General Meeting.
15. 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.

This letter may kindly take on your record and acknowledge.

Thanking you,

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



R.G. Panchbhai
Chief Financial Officer

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