

THIRU AROORAN SUGARS LIMITED

Proceedings of the 62nd Annual General Meeting of the Shareholders of Thiru Arooran Sugars Limited held at 9.30 A.M. on Monday, December 31, 2018 at Bharatiya Vidhya Bhavan, No.18-22, East Mada Street, Mylapore, Chennai - 600 004

Directors Present

1. Mr R V Tyagarajan, Chairman and Managing Director
2. Mr V Thirupathi, Director and Chairman of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee

Members present

Shareholders in person: 286

Shareholders represented by Proxy: Nil

Chairman

Mr. R V Tyagarajan, Chairman of the Board of Directors of the Company took the Chair.

After ascertaining that the requisite quorum was present, the Chairman called the Meeting to order. The Chairman welcomed the Members to the 62nd Annual General Meeting of the Company. The Chairman then introduced the Directors and the Senior Executives of the Company present on the dais and announced that the Register of Directors' and Key Managerial Personnel and their shareholding were available for inspection by the Members during the Meeting.

With the permission of the Members, the Notice convening the Meeting was taken as read.

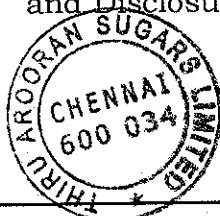
The Chairman then read out his speech. The Chairman covered the sugar industry scenario, focusing on uneconomic realisations on sale of sugar and inadequate availability of sugarcane, relief measures announced by the Government of India, performance of the Sugar Division and Distillery and that of the Subsidiary Company as well as the prospects for 2018-19 in his address. Copy of the Chairman's Speech was distributed to the Members present at the meeting.

Queries and Reply:

The Chairman then invited queries from the Members on the accounts and then furnished all the details and clarifications sought for by the shareholders.

E-voting and Poll:

The Chairman informed the Members that pursuant to Section 108 of the Companies Act, 2013 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) regulations, 2015, the Company had offered



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remote e-voting facility to all the shareholders as on the cut-off date viz. December 24,2018, to exercise their votes in respect of business listed in the Notice of the Annual General Meeting. The remote e-voting commenced at 9 A.M. on December 27,2018 and closed at 5 P.M. on December 30,2018. The Chairman further informed that M/s. Sridharan & Associates, Company Secretaries, Chennai have been appointed as Scrutinizer to conduct the e-voting process and the remote e-voting facility was provided by National Securities Depository Ltd. The Chairman informed that those members present at this meeting, who had not exercised their votes through remote e-voting, may do so through the ballot paper which would be made available to the Members.

The Scrutinizer appointed by the Company conducted the poll. After ensuring that the Members who opted to avail this facility had cast their votes, the Scrutinizer closed the poll and took custody of the poll box.

The following items of business, as per Notice dated September 30,2018 were transacted at the meeting:

Ordinary Business:

1. Adoption of the Audited Standalone and Consolidated Financial Statements of the Company for the year ended March 31, 2018 and the Reports of the Board of Directors and Auditors thereon
(Ordinary Resolution)

Special Business:

2. Appointment of Mrs. Malathi Ram Tyagarajan (DIN:00938836), as Director of the Company, liable to retire by rotation. **(Ordinary Resolution)**
3. Ratification of remuneration for the Cost Auditors to conduct the audit of the cost records of the Company for the Financial Year 2018-19. **(Ordinary Resolution)**

The Chairman then announced that the results of the voting on the resolutions would be informed to the Stock Exchanges and also made available on the website of the Company within 2 days.

After a vote of thanks by a Shareholder of the Company, the Chairman declared the meeting closed.

December 31,2018

for THIRU AROORAN SUGARS LIMITED



R V TYAGARAJAN
CHAIRMAN AND MANAGING DIRECTOR