SHREE RENUKA SUGARS

22nd July 2019

Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex
Bandra (East), Mumbai – 400 051

NSE Symbol: **RENUKA**

Dept. of Corporate Service
BSE Limited
P. J. Towers, Dalal Street
Mumbai – 400 001

BSE Scrip Code: **532670**

Dear Sirs,

Sub.: Disclosure of Voting results in respect of the Postal Ballot process conducted by the company pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015.

In terms of Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached herewith the results of the postal ballot conducted by the company, the voting on which commenced on June 20, 2019 and closed on July 19, 2019, along with the report of T. F. Khatri and Associates, Scrutinizer appointed for conducting the postal ballot.

You are requested to take the above information on records.

Thanking you,

Yours faithfully,
For **Shree Renuka Sugars Limited**

Deepak Manerikar
Company Secretary

Encl: as above

Date of Postal Ballot Notice		08-May-19
Total number of shareholders on record date		163225
Voting start date		20-Jun-19
Voting end date		19-Jul-19
No. of shareholders present in the meeting either in person or through proxy:		NA
	Promoters and Promoter Group:	-
	Public:	-
No. of shareholders attended the meeting through Video Conference:		NA
	Promoters and Promoter Group:	-
	Public:	-

Resolution No.			1					
Resolution Required: (Ordinary/ Special)			Special - Adoption of new set of Articles of Association					
Whether promoter/promoter group are interested in the agenda/ resolution			No					
Category	Mode of Voting	No. of shares held (1)	No. of Votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Valid Votes - in favour (4)	No. of Valid Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1,11,82,04,751		-			-	-
	Poll			-			-	-
	Postal Ballot		1118204751	100.00	1118204751	-	100.00	-
	Total	**1,11,82,04,751**	**1,11,82,04,751**	**100.00**	**1,11,82,04,751**	**-**	**100.00**	**-**
Public-Institutions	E-Voting	53,76,94,437	72394526	13.46	66848291	5546235	92.34	7.66
	Poll			-			-	-
	Postal Ballot			-			-	-
	Total	**53,76,94,437**	**7,23,94,526**	**13.46**	**6,68,48,291**	**55,46,235**	**92.34**	**7.66**
Public-Non Institutions	E-Voting	26,09,20,104	279124	0.11	142819	136305	51.17	48.83
	Poll			-			-	-
	Postal Ballot		15931310	6.11	15931157	153	100.00	0.00
	Total	**26,09,20,104**	**1,62,10,434**	**6.21**	**1,60,73,976**	**1,36,458**	**99.16**	**0.84**
	Total	**1,91,68,19,292**	**1,20,68,09,711**	**62.96**	**1,20,11,27,018**	**56,82,693**	**99.53**	**0.47**

Resolution No.			2					
Resolution Required: (Ordinary/ Special)			Special - Reclassification of Authorised Share Capital and consequent alteration to the Capital Clause of the Memorandum of Association					
Whether promoter/promoter group are interested in the agenda/ resolution			No					
Category	Mode of Voting	No. of shares held (1)	No. of Votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Valid Votes - in favour (4)	No. of Valid Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1,11,82,04,751		-			-	-
	Poll			-			-	-
	Postal Ballot		1,11,82,04,751	100.00	1,11,82,04,751	-	100.00	-
	Total	**1,11,82,04,751**	**1,11,82,04,751**	**100.00**	**1,11,82,04,751**	**-**	**100.00**	**-**
Public-Institutions	E-Voting	53,76,94,437	72394526	13.46	72394526		100.00	-
	Poll			-			-	-
	Postal Ballot			-			-	-
	Total	**53,76,94,437**	**7,23,94,526**	**13.46**	**7,23,94,526**	**-**	**100.00**	**-**
Public-Non Institutions	E-Voting	26,09,20,104	279106	0.11	143091	136015	51.27	48.73
	Poll			-			-	-
	Postal Ballot		15931260	6.11	15931257	3	100.00	0.00
	Total	**26,09,20,104**	**1,62,10,366**	**6.21**	**1,60,74,348**	**1,36,018**	**99.16**	**0.84**
	Total	**1,91,68,19,292**	**1,20,68,09,643**	**62.96**	**1,20,66,73,625**	**1,36,018**	**99.99**	**0.01**

Resolution No.			3					
Resolution Required: (Ordinary/ Special)			Special - Issue of Redeemable Preference Shares (RPS) by conversion of Non-Convertible Debentures (NCDs)					
Whether promoter/promoter group are interested in the agenda/ resolution			No					
Category	Mode of Voting	No. of shares held (1)	No. of Votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Valid Votes – in favour (4)	No. of Valid Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1,11,82,04,751		-			-	-
	Poll			-			-	-
	Postal Ballot		1,11,82,04,751	100.00	1,11,82,04,751	-	100.00	-
	Total	**1,11,82,04,751**	**1,11,82,04,751**	**100.00**	**1,11,82,04,751**	**-**	**100.00**	**-**
Public-Institutions	E-Voting	65,48,91,502	72394526	11.05	72394526		100.00	-
	Poll			-			-	-
	Postal Ballot			-			-	-
	Total	**65,48,91,502**	**7,23,94,526**	**11.05**	**7,23,94,526**	**-**	**100.00**	**-**
Public-Non Institutions	E-Voting	26,09,20,104	279004	0.11	140948	138056	50.52	49.48
	Poll			-			-	-
	Postal Ballot		15931260	6.11	15931257	3	100.00	0.00
	Total	**26,09,20,104**	**1,62,10,264**	**6.21**	**1,60,72,205**	**1,38,059**	**99.15**	**0.85**
Total		**2,03,40,16,357**	**1,20,68,09,541**	**59.33**	**1,20,66,71,482**	**1,38,059**	**99.99**	**0.01**

Resolution No.			4					
Resolution Required: (Ordinary/ Special)			Special - Re-appointment of Mr. Surender Kumar Tuteja as an Independent Director					
Whether promoter/promoter group are interested in the agenda/ resolution			No					
Category	Mode of Voting	No. of shares held (1)	No. of Votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Valid Votes – in favour (4)	No. of Valid Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1,11,82,04,751		-			-	-
	Poll			-			-	-
	Postal Ballot		1,11,82,04,751	100.00	1,11,82,04,751	-	100.00	-
	Total	**1,11,82,04,751**	**1,11,82,04,751**	**100.00**	**1,11,82,04,751**	**-**	**100.00**	**-**
Public-Institutions	E-Voting	53,76,94,437	72394526	13.46	69756254	2638272	96.36	3.64
	Poll			-			-	-
	Postal Ballot			-			-	-
	Total	**53,76,94,437**	**7,23,94,526**	**13.46**	**6,97,56,254**	**26,38,272**	**96.36**	**3.64**
Public-Non Institutions	E-Voting	26,09,20,104	275906	0.11	138624	137282	50.24	49.76
	Poll			-			-	-
	Postal Ballot		15931260	6.11	15930117	1143	99.99	0.01
	Total	**26,09,20,104**	**1,62,07,166**	**6.21**	**1,60,68,741**	**1,38,425**	**99.15**	**0.85**
Total		**1,91,68,19,292**	**1,20,68,06,443**	**62.96**	**1,20,40,29,746**	**27,76,697**	**99.77**	**0.23**

Resolution No.			5					
Resolution Required: (Ordinary/ Special)			Special - Re-appointment of Mr. Bhupatrai Premji as an Independent Director					
Whether promoter/promoter group are interested in the agenda/ resolution			No					
Category	Mode of Voting	No. of shares held (1)	No. of Votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Valid Votes – in favour (4)	No. of Valid Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1,11,82,04,751		-			-	-
	Poll			-			-	-
	Postal Ballot		1,11,82,04,751	100.00	1,11,82,04,751	-	100.00	-
	Total	**1,11,82,04,751**	**1,11,82,04,751**	**100.00**	**1,11,82,04,751**	**-**	**100.00**	**-**
Public-Institutions	E-Voting	53,76,94,437	72394526	13.46	72394526		100.00	-
	Poll			-			-	-
	Postal Ballot			-			-	-
	Total	**53,76,94,437**	**7,23,94,526**	**13.46**	**7,23,94,526**	**-**	**100.00**	**-**
Public-Non Institutions	E-Voting	26,09,20,104	275917	0.11	138592	137325	50.23	49.77
	Poll			-			-	-
	Postal Ballot		15931260	6.11	15930117	1143	99.99	0.01
	Total	**26,09,20,104**	**1,62,07,177**	**6.21**	**1,60,68,709**	**1,38,468**	**99.15**	**0.85**
Total		**1,91,68,19,292**	**1,20,68,06,454**	**62.96**	**1,20,66,67,986**	**1,38,468**	**99.99**	**0.01**

Resolution No.			6					
Resolution Required: (Ordinary/ Special)			Special - Re-appointment of Mr. Dorab Mistry as an Independent Director					
Whether promoter/promoter group are interested in the agenda/ resolution			No					
Category	Mode of Voting	No. of shares held (1)	No. of Votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Valid Votes – in favour (4)	No. of Valid Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1,11,82,04,751		-			-	-
	Poll			-			-	-
	Postal Ballot		1,11,82,04,751	100.00	1,11,82,04,751	-	100.00	-
	Total	**1,11,82,04,751**	**1,11,82,04,751**	**100.00**	**1,11,82,04,751**	**-**	**100.00**	**-**
Public-Institutions	E-Voting	53,76,94,437	72394526	13.46	66848291	5546235	92.34	7.66
	Poll			-			-	-
	Postal Ballot			-			-	-
	Total	**53,76,94,437**	**7,23,94,526**	**13.46**	**6,68,48,291**	**55,46,235**	**92.34**	**7.66**
Public-Non Institutions	E-Voting	26,09,20,104	275906	0.11	138604	137302	50.24	49.76
	Poll			-			-	-
	Postal Ballot		15931260	6.11	15930117	1143	99.99	0.01
	Total	**26,09,20,104**	**1,62,07,166**	**6.21**	**1,60,68,721**	**1,38,445**	**99.15**	**0.85**
Total		**1,91,68,19,292**	**1,20,68,06,443**	**62.96**	**1,20,11,21,763**	**56,84,680**	**99.53**	**0.47**

Resolution No.			7					
Resolution Required: (Ordinary/ Special)			Ordinary - Appointment of Ms. Priyanka Mallick as an Independent Director					
Whether promoter/promoter group are interested in the agenda/ resolution			No					
Category	Mode of Voting	No. of shares held (1)	No. of Votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Valid Votes – in favour (4)	No. of Valid Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1,11,82,04,751		-			-	-
	Poll			-			-	-
	Postal Ballot		1,11,82,04,751	100.00	1,11,82,04,751	-	100.00	-
	Total	**1,11,82,04,751**	**1,11,82,04,751**	**100.00**	**1,11,82,04,751**	**-**	**100.00**	**-**
Public-Institutions	E-Voting	53,76,94,437	72394526	13.46	72394526	-	100.00	-
	Poll			-			-	-
	Postal Ballot			-			-	-
	Total	**53,76,94,437**	**7,23,94,526**	**13.46**	**7,23,94,526**	**-**	**100.00**	**-**
Public-Non Institutions	E-Voting	26,09,20,104	279117	0.11	141661	137456	50.75	49.25
	Poll			-			-	-
	Postal Ballot		15931260	6.11	15930117	1143	99.99	0.01
	Total	**26,09,20,104**	**1,62,10,377**	**6.21**	**1,60,71,778**	**1,38,599**	**99.14**	**0.86**
Total		**1,91,68,19,292**	**1,20,68,09,654**	**62.96**	**1,20,66,71,055**	**1,38,599**	**99.99**	**0.01**

Resolution No.			8					
Resolution Required: (Ordinary/ Special)			Special - Appointment of Mr. Atul Chaturvedi as Executive Chairman					
Whether promoter/promoter group are interested in the agenda/ resolution			No					
Category	Mode of Voting	No. of shares held (1)	No. of Votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Valid Votes – in favour (4)	No. of Valid Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1,11,82,04,751		-			-	-
	Poll			-			-	-
	Postal Ballot		1,11,82,04,751	100.00	1,11,82,04,751	-	100.00	-
	Total	**1,11,82,04,751**	**1,11,82,04,751**	**100.00**	**1,11,82,04,751**	**-**	**100.00**	**-**
Public-Institutions	E-Voting	53,76,94,437	53674404	9.98	45489897	8184507	84.75	15.25
	Poll			-			-	-
	Postal Ballot			-			-	-
	Total	**53,76,94,437**	**5,36,74,404**	**9.98**	**4,54,89,897**	**81,84,507**	**84.75**	**15.25**
Public-Non Institutions	E-Voting	26,09,20,104	279107	0.11	142288	136819	50.98	49.02
	Poll			-			-	-
	Postal Ballot		15846260	6.07	15844917	1343	99.99	0.01
	Total	**26,09,20,104**	**1,61,25,367**	**6.18**	**1,59,87,205**	**1,38,162**	**99.14**	**0.86**
Total		**1,91,68,19,292**	**1,18,80,04,522**	**61.98**	**1,17,96,81,853**	**83,22,669**	**99.30**	**0.70**

Resolution No.			9					
Resolution Required: (Ordinary/ Special)			Special - Revision of remuneration of Mr. Vijendra Singh, Whole-time Director					
Whether promoter/promoter group are interested in the agenda/ resolution			No					
Category	Mode of Voting	No. of shares held (1)	No. of Votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Valid Votes – in favour (4)	No. of Valid Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1,11,82,04,751		-			-	-
	Poll			-			-	-
	Postal Ballot		1,11,82,04,751	100.00	1,11,82,04,751	-	100.00	-
	Total	**1,11,82,04,751**	**1,11,82,04,751**	**100.00**	**1,11,82,04,751**	**-**	**100.00**	**-**
Public-Institutions	E-Voting	53,76,94,437	72394526	13.46	64210019	8184507	88.69	11.31
	Poll			-			-	-
	Postal Ballot			-			-	-
	Total	**53,76,94,437**	**7,23,94,526**	**13.46**	**6,42,10,019**	**81,84,507**	**88.69**	**11.31**
Public-Non Institutions	E-Voting	26,09,20,104	279004	0.11	121962	157042	43.71	56.29
	Poll			-			-	-
	Postal Ballot		15932460	6.11	15929917	2543	99.98	0.02
	Total	**26,09,20,104**	**1,62,11,464**	**6.21**	**1,60,51,879**	**1,59,585**	**99.02**	**0.98**
Total		**1,91,68,19,292**	**1,20,68,10,741**	**62.96**	**1,19,84,66,649**	**83,44,092**	**99.31**	**0.69**

Resolution No.			10					
Resolution Required: (Ordinary/ Special)			Ordinary - Approval for material related party transactions					
Whether promoter/promoter group are interested in the agenda/ resolution			Yes					
Category	Mode of Voting	No. of shares held (1)	No. of Votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Valid Votes – in favour (4)	No. of Valid Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1,11,82,04,751		-			-	-
	Poll			-			-	-
	Postal Ballot		-	-	-	-	-	-
	Total	**1,11,82,04,751**	**-**	**-**	**-**	**-**	**-**	**-**
Public-Institutions	E-Voting	65,48,91,502	72394526	13.46	69756254	2638272	96.36	3.64
	Poll			-			-	-
	Postal Ballot			-			-	-
	Total	**65,48,91,502**	**7,23,94,526**	**13.46**	**6,97,56,254**	**26,38,272**	**96.36**	**3.64**
Public-Non Institutions	E-Voting	26,09,20,104	279117	0.11	142069	137048	50.90	49.10
	Poll			-			-	-
	Postal Ballot		34555	0.01	32212	2343	93.22	6.78
	Total	**26,09,20,104**	**3,13,672**	**0.12**	**1,74,281**	**1,39,391**	**55.56**	**44.44**
Total		**2,03,40,16,357**	**7,27,08,198**	**3.57**	**6,99,30,535**	**27,77,663**	**96.18**	**3.82**

Resolution No.			11					
Resolution Required: (Ordinary/ Special)			Ordinary - Approval for Loan to Gokak Sugars Limited					
Whether promoter/promoter group are interested in the agenda/ resolution			Yes					
Category	Mode of Voting	No. of shares held (1)	No. of Votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Valid Votes – in favour (4)	No. of Valid Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1,11,82,04,751		-			-	-
	Poll			-			-	-
	Postal Ballot			-		-	-	-
	Total	**1,11,82,04,751**	**-**	**-**	**-**	**-**	**-**	**-**
Public-Institutions	E-Voting	53,76,94,437	72394526	13.46	69756254	2638272	96.36	3.64
	Poll			-			-	-
	Postal Ballot			-			-	-
	Total	**53,76,94,437**	**7,23,94,526**	**13.46**	**6,97,56,254**	**26,38,272**	**96.36**	**3.64**
Public-Non Institutions	E-Voting	26,09,20,104	279257	0.11	138738	140519	49.68	50.32
	Poll			-			-	-
	Postal Ballot		34555	0.01	31712	2843	91.77	8.23
	Total	**26,09,20,104**	**3,13,812**	**0.12**	**1,70,450**	**1,43,362**	**54.32**	**45.68**
Total		**1,91,68,19,292**	**7,27,08,338**	**3.79**	**6,99,26,704**	**27,81,634**	**96.17**	**3.83**

Resolution No.			12					
Resolution Required: (Ordinary/ Special)			Special - Cease to exercise control over the subsidiary					
Whether promoter/promoter group are interested in the agenda/ resolution			No					
Category	Mode of Voting	No. of shares held (1)	No. of Votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Valid Votes - in favour (4)	No. of Valid Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1,11,82,04,751		-			-	-
	Poll			-			-	-
	Postal Ballot		1,11,82,04,751	100.00	1,11,82,04,751	-	100.00	-
	Total	**1,11,82,04,751**	**1,11,82,04,751**	**100.00**	**1,11,82,04,751**	**-**	**100.00**	**-**
Public-Institutions	E-Voting	53,76,94,437	72394526	13.46	66848291	5546235	92.34	7.66
	Poll			-			-	-
	Postal Ballot			-			-	-
	Total	**53,76,94,437**	**7,23,94,526**	**13.46**	**6,68,48,291**	**55,46,235**	**92.34**	**7.66**
Public-Non Institutions	E-Voting	26,09,20,104	275897	0.11	136672	139225	49.54	50.46
	Poll			-			-	-
	Postal Ballot		15932460	6.11	15929617	2843	99.98	0.02
	Total	**26,09,20,104**	**1,62,08,357**	**6.21**	**1,60,66,289**	**1,42,068**	**99.12**	**0.88**
Total		**1,91,68,19,292**	**1,20,68,07,634**	**62.96**	**1,20,11,19,331**	**56,88,303**	**99.53**	**0.47**

T. F. Khatri & Associates
PRACTICING COMPANY SECRETARY

Tehseen Fatima Khatri
M. Com, FCS, L.L.B.

Report Of Scrutinizer In Respect Of Postal Ballot Voting Process

[Pursuant to Section 110 of the Companies Act, 2013 and Rule 22 read with Rule 20 of the Companies (Management and Administration) Rules, 2014]

22 July, 2019

To
The Chairman
SHREE RENUKA SUGARS LIMITED
BC 105, Povlock Road,
Off Havelock Road,
Cantonment,
Belgaum-590 001.

Dear Sir,

Sub.: Scrutinizer's Report on Postal Ballot Voting Process and E-Voting Process conducted pursuant to the provisions of Section 110 of the Companies Act, 2013 ('the Act') read with Rule 22 and Rule 20 of the Companies (Management and Administration) Rules, 2014.

Ref.: SHREE RENUKA SUGARS LIMITED ('the Company')

The Board of Directors of the Company has vide resolution passed on Wednesday, 8th May, 2019, decided to conduct the process of voting through postal ballot for obtaining approval of Equity Shareholders of the Company for the following resolutions as set out in the Postal Ballot Notice dated 8th May, 2019. Preference shareholders (Redeemable Preference Shareholders and Optionally Convertible Preference Shareholders) having rights to vote for the resolution number 3 only:

Sr. No	Type of Resolution	Description of the resolution
1	Special Resolution	Adoption of new set of Articles of Association
2	Special Resolution	Reclassification of Authorised Share Capital and consequent alteration to the Capital Clause of the Memorandum of Association
3	Special Resolution	Issue of Redeemable Preference Shares (RPS) by conversion of Non-Convertible Debentures (NCDs)
4	Special Resolution	Re-appointment of Mr. Surender Kumar Tuteja as an Independent Director
5	Special Resolution	Re-appointment of Mr. Bhupatrai Premji as an Independent Director
6	Special Resolution	Re-appointment of Mr. Dorab Mistry as an Independent Director
7	Ordinary Resolution	Appointment of Ms. Priyanka Mallick as an Independent Director

T. F. Khatri & Associates ★ Practising Company Secretary ★ FCS 9093 COP 10417

Navjivan Commercial Premises Co-Op Society Ltd, Bldg No. 3, 8th Floor, Office No. 13, Lamington Road, Mumbai Central (E), Mumbai - 8. • T : 022 2300 1611 / 4976 2975 • M : 97574 10975 • E : tfkhatriassociates@gmail.com

8	Special Resolution	Appointment of Mr. Atul Chaturvedi as Executive Chairman
9	Special Resolution	Revision of remuneration of Mr. Vijendra Singh, Whole-time Director
10	Ordinary Resolution	Approval for material related party transactions
11	Ordinary Resolution	Approval for Loan to Gokak Sugars Limited
12	Special Resolution	Cease to exercise control over the subsidiary

Redeemable Preference Shares and Optionally Convertible Preference Shares are unlisted. Provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 applicable for Equity Shares only which are listed with BSE Limited and The National Stock Exchange of India Limited.

The Company had provided the facility of voting through electronic means as required under the provisions of Rule 22 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 read along with provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as entered by the Company with BSE Limited and The National Stock Exchange of India Limited. The Company had made arrangements with its Registrar and Share Transfer agents, Karvy Fintech Private Limited (hereinafter referred to as 'Karvy') also the Service Provider, for providing a system of recording votes of the shareholders cast through e-voting. The Company had also made arrangements with Karvy to set up the e-voting facility on its website https://evoting.karvy.com.

I, Tehseen Fatima Khatri proprietor of T. F. Khatri & Associates was appointed as a Scrutinizer by the Company in the Board Meeting held on 8th May, 2019 (vide appointment letter dated 8th May, 2019), for the purpose of conducting the postal ballot voting process and e-voting process in an fair and transparent manner in respect of obtaining approval of Shareholders of the Company for the aforesaid matters as required under the provisions of the Companies Act, 2013.

The management of the Company is responsible to ensure the compliance with the requirement of the Companies Act, 2013, Rules made there under and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 and relating to voting through postal ballot and electronic means on the resolution contained in the notice of postal ballot. My responsibility as a scrutinizer for the postal ballot voting process and e-voting process is restricted to ensure that the voting process is conducted in a fair and transparent manner and make a Scrutinizer's Report of the votes cast "in favor" or "against" the resolution stated above, based on the reports generated from the postal ballots received from the shareholders and e-voting system provided by the Karvy.

The Notice of Postal Ballot along with the statement setting out materials facts pursuant to the applicable provisions of the Companies Act, 2013 and Companies (Management and Administration) Rules 2014 was sent to the Shareholders of the Company.

The Shareholders of the Company holding shares on the cut-off date of 7th June, 2019 were entitled to vote on the resolutions as set out in the notice.

In this regard, I submit my report as under:

1. The Company and Karvy had uploaded the Notice together with the explanatory statement and the Postal Ballot Form on its website www.renukasugars.com and www.karvyfintech.com respectively. Karvy had generated three Electronic Voting Event Number ('EVEN) for the votes cast through e-voting mode for all three types of shareholders separately. As directed by the Company, all necessary formalities specified under the Act and the rules framed there under have been duly complied with by the Service Provider. Necessary instructions in relation to voting by postal ballot were duly mentioned in the Postal Ballot Notice.

2. The Company had completed dispatch of Postal Ballot Notices and Postal Ballot Form on 17th June 2019 through:

   a) Email to members whose email addresses are registered in the records of the depository participants viz National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and Company's Registrar and share transfer agent viz Karvy. And

   b) Physical mode by courier along with postage pre-paid self-addressed Business Reply Envelope (BRE) which was required to be returned by the shareholders on or before 5.00 pm, on Friday, 19th July, 2019.

3. As stated in sub-rule 4 of rule 20 as well as rule 22 of the Companies (Management and Administration) Rules, 2014, an advertisement was published by the Company in "Financial Express", English Newspaper, and in New Indian Express (English - Belgaum Edition) and Kannada Prabha (Kannada- Belgaum Edition) on 18th June 2019, informing about the completion of dispatch of the Notices and Forms.

4. I report that I have received the Postal Ballot Forms from the shareholders during the period starting from Thursday, 20th June, 2019 (9:00 a.m IST) till Friday, 19th July, 2019 (5:00 pm IST). All the Postal Ballot Forms together with all votes cast through e-voting from Thursday, 20th June, 2019 up to 5:00 p.m on Friday, 19th July, 2019, being the last date fixed by the Company for receipt of the Postal Ballot Forms/e-voting, were considered for scrutiny.

5. On Friday, 19th July, 2019, after the closure of e-voting process at 5.00 pm, the votes cast through e-voting facility were duly unblocked by me as a Scrutinizer in the presence of Mr. Jignesh Raul and Mr. Tukaram Kondi witnesses, not in employment of the Company, as prescribed under sub-rule 4(xii) of rule 20 of the Companies (Management and Administration) Rules, 2014. Since, e-voting facility was provided by Karvy, the details of the e-voting exercised by the Members and the votes exercised through Postal Ballot Forms, which were duly scrutinized and processed, were duly compiled by Karvy. The details of the e-voting, the compilation of the Register in respect of physical Postal Ballot Forms containing the statement of Shareholder's name, folio number, postal ballot number, number of shares held, number of votes exercised, votes in favour, votes against and those votes which were rejected, were generated by Karvy which have been duly scrutinized.

6. On scrutiny, I report that :

   - out of 163209 Equity Shareholders holding shares as on the cut-off date, i.e. 7th June, 2019, 148 Equity Shareholders have exercised their votes through e-voting and 49 Equity Shareholders have exercised their votes through Postal Ballot Forms, as received till the last date.

- out of 8 Preference Shareholders holding Redeemable Preference shares as on the cut-off date i.e. 7th June, 2019, and having voting rights in respect of Resolution No. 3 only, no Preference Shareholders have exercised votes either through e-voting or through Postal Ballot.

- out of 8 Preference Shareholders holding Optionally Convertible Preference shares as on the cut-off date, i.e. 7th June, 2019, and having voting rights in respect of Resolution No. 3 only, no Preference Shareholders have exercised votes either through e-voting or through Postal Ballot.

Further, e-voting platform was optional for the Shareholders to cast their votes. In case, the Shareholders have cast their votes by Postal Ballot Forms as well as through e-voting then, vote cast through e-voting was considered and voting done through Postal Ballot Forms was ignored as indicated in the Postal Ballot Notice.

7. **A Summary of the Postal Ballot Forms received and votes cast (including e-voting) by shareholders of the Company is as under:**

RESOLUTION NO. 1– ADOPTION OF NEW SET OF ARTICLES OF ASSOCIATION (SPECIAL RESOLUTION)

Voted In Favour or Against the Resolution:

Particulars	*Number of members voting*			*Number of votes cast by them*			Percentage
	Voting Through Electronics Means	Voting Through Postal Ballot	Total	Voting Through Electronics Means	Voting Through Postal Ballot	Total	
Voted in favour of the resolution	117	43	160	66991110	1134135908	1201127018	99.53
Voted against the resolution	29	3	32	5682540	153	5682693	0.47
Total	**146**	**46**	**192**	**72673650**	**1134136061**	**1206809711**	**100**

Invalid/Abstain Votes/Less Voted:

Type of Voting	Total Number of members whose votes declared invalid	Total number of votes cast by them
Voting Through Electronics Means	2	295
Voting Through Postal Ballot	3	2120
Total	**5**	**2415**

RESOLUTION NO. 2 – RECLASSIFICATION OF AUTHORISED SHARE CAPITAL AND CONSEQUENT ALTERATION TO THE CAPITAL CLAUSE OF THE MEMORANDUM OF ASSOCIATION (SPECIAL RESOLUTION)

Voted In Favour or Against the Resolution:

Particulars	Number of members voting			Number of votes cast by them			Percentage
	Voting Through Electronics Means	Voting Through Postal Ballot	Total	Voting Through Electronics Means	Voting Through Postal Ballot	Total	
Voted in favour of the resolution	120	44	164	72537617	1134136008	1206673625	99.99
Voted against the resolution	24	1	25	136015	3	136018	0.01
Total	**144**	**45**	**189**	**72673632**	**1134136011**	**1206809643**	**100**

Invalid/Abstain Votes/Less Voted:

Type of Voting	Total Number of members whose votes declared invalid	Total number of votes cast by them
Voting Through Electronics Means	4	313
Voting Through Postal Ballot	4	2170
Total	**8**	**2483**

RESOLUTION NO. 3. ISSUE OF REDEEMABLE PREFERENCE SHARES (RPS) BY CONVERSION OF NON-CONVERTIBLE DEBENTURES (NCDS) (SPECIAL RESOLUTION)

Voted In Favour or Against the Resolution (Equity Shareholders):

Particulars	Number of members voting			Number of votes cast by them			Percentage
	Voting Through Electronics Means	Voting Through Postal Ballot	Total	Voting Through Electronics Means	Voting Through Postal Ballot	Total	
Voted in favour of the resolution	110	44	154	72535474	1134136008	1206671482	99.99
Voted against the resolution	35	1	36	138056	3	138059	0.01
Total	**145**	**45**	**190**	**72673530**	**1134136011**	**1206809541**	**100**

Invalid/Abstain Votes/Less Voted (Equity Shareholders):

Type of Voting	Total Number of members whose votes declared invalid	Total number of votes cast by them
Voting Through Electronics Means	4	415
Voting Through Postal Ballot	4	2170
Total	**8**	**2585**

- None of the Preference Shareholders holding Redeemable Preference shares and having voting rights in respect of Resolution No. 3 only, cast their votes, neither through e-voting nor through Postal Ballot.

- None of the Preference Shareholders holding Optionally Convertible Preference shares and having voting rights in respect of Resolution No. 3 only, cast their votes, neither through e-voting nor through Postal Ballot.

RESOLUTION NO. 4. RE-APPOINTMENT OF MR. SURENDER KUMAR TUTEJA AS AN INDEPENDENT DIRECTOR (SPECIAL RESOLUTION)

Voted In Favour or Against the Resolution:

Particulars	Number of members voting			Number of votes cast by them			Percentage
	Voting Through Electronics Means	Voting Through Postal Ballot	Total	Voting Through Electronics Means	Voting Through Postal Ballot	Total	
Voted in favour of the resolution	111	42	153	69894878	1134134868	1204029746	99.77
Voted against the resolution	34	3	37	2775554	1143	2776697	0.23
Total	**145**	**45**	**190**	**72670432**	**1134136011**	**1206806443**	**100**

Invalid/Abstain Votes/Less Voted:

Type of Voting	Total Number of members whose votes declared invalid	Total number of votes cast by them
Voting Through Electronics Means	5	3513
Voting Through Postal Ballot	4	2170
Total	**9**	**5683**

RESOLUTION NO. 5. RE-APPOINTMENT OF MR. BHUPATRAI PREMJI AS AN INDEPENDENT DIRECTOR (SPECIAL RESOLUTION)

Voted In Favour or Against the Resolution:

Particulars	Number of members voting			Number of votes cast by them			Percentage
	Voting Through Electronics Means	Voting Through Postal Ballot	Total	Voting Through Electronics Means	Voting Through Postal Ballot	Total	
Voted in favour of the resolution	114	42	156	72533118	1134134868	1206667986	99.99
Voted against the resolution	32	3	35	137325	1143	138468	0.01
Total	**146**	**45**	**191**	**72670443**	**1134136011**	**1206806454**	**100**

Invalid/Abstain Votes/Less Voted:

Type of Voting	Total Number of members whose votes declared invalid	Total number of votes cast by them
Voting Through Electronics Means	4	3502
Voting Through Postal Ballot	4	2170
Total	**8**	**5672**

RESOLUTION NO. 6 - RE-APPOINTMENT OF MR. DORAB MISTRY AS AN INDEPENDENT DIRECTOR (SPECIAL RESOLUTION)

Voted In Favour or Against the Resolution:

Particulars	Number of members voting			Number of votes cast by them			Percentage
	Voting Through Electronics Means	Voting Through Postal Ballot	Total	Voting Through Electronics Means	Voting Through Postal Ballot	Total	
Voted in favour of the resolution	107	42	149	66986895	1134134868	1201121763	99.53
Voted against the resolution	37	3	40	5683537	1143	5684680	0.47
Total	**144**	**45**	**189**	**72670432**	**1134136011**	**1206806443**	**100**

Invalid/Abstain Votes/Less Voted:

Type of Voting	Total Number of members whose votes declared invalid	Total number of votes cast by them
Voting Through Electronics Means	5	3513
Voting Through Postal Ballot	4	2170
Total	**9**	**5683**

RESOLUTION NO. 7 - APPOINTMENT OF MS. PRIYANKA MALLICK AS AN INDEPENDENT DIRECTOR (ORDINARY RESOLUTION)

T. F. Khatri & Associates ★★ Practising Company Secretary ★★ FCS 9093 COP 10417

Voted In Favour or Against the Resolution:

Particulars	Number of members voting			Number of votes cast by them			Percentage
	Voting Through Electronics Means	Voting Through Postal Ballot	Total	Voting Through Electronics Means	Voting Through Postal Ballot	Total	
Voted in favour of the resolution	115	42	157	72536187	1134134868	1206671055	99.99
Voted against the resolution	31	3	34	137456	1143	138599	0.01
Total	**146**	**45**	**191**	**72673643**	**1134136011**	**1206809654**	**100**

Invalid/Abstain Votes/Less Voted:

Type of Voting	Total Number of members whose votes declared invalid	Total number of votes cast by them
Voting Through Electronics Means	3	302
Voting Through Postal Ballot	4	2170
Total	**7**	**2472**

RESOLUTION NO. 8 - APPOINTMENT OF MR. ATUL CHATURVEDI AS EXECUTIVE CHAIRMAN (SPECIAL RESOLUTION)

Voted In Favour or Against the Resolution:

Particulars	Number of members voting			Number of votes cast by them			Percentage
	Voting Through Electronics Means	Voting Through Postal Ballot	Total	Voting Through Electronics Means	Voting Through Postal Ballot	Total	
Voted in favour of the resolution	111	40	151	45632185	1134049668	1179681853	99.30
Voted against the resolution	35	4	39	8321326	1343	8322669	0.70
Total	**146**	**44**	**190**	**53953511**	**1134051011**	**1188004522**	**100**

Invalid/Abstain Votes/Less Voted:

Type of Voting	Total Number of members whose votes declared invalid	Total number of votes cast by them
Voting Through Electronics Means	4	18720434
Voting Through Postal Ballot	5	87170
Total	**9**	**18807604**

RESOLUTION NO. 9 - REVISION OF REMUNERATION OF MR. VIJENDRA SINGH, WHOLE-TIME DIRECTOR (SPECIAL RESOLUTION)

Voted In Favour or Against the Resolution:

Particulars	Number of members voting			Number of votes cast by them			Percentage
	Voting Through Electronics *Means*	Voting Through Postal *Ballot*	Total	Voting Through Electronics *Means*	Voting Through Postal Ballot	Total	
Voted in favour of the resolution	99	41	140	64331981	1134134668	1198466649	99.31
Voted against the resolution	47	5	52	8341549	2543	8344092	0.69
Total	**146**	**46**	**192**	**72673530**	**1134137211**	**1206810741**	100

Invalid/Abstain Votes/Less Voted:

Type of Voting	Total Number of members whose votes declared invalid	Total number of votes cast by them
Voting Through Electronics Means	4	415
Voting Through Postal Ballot	3	970
Total	7	**1385**

RESOLUTION NO. 10 - APPROVAL FOR MATERIAL RELATED PARTY TRANSACTIONS (ORDINARY RESOLUTION)

Voted In Favour or Against the Resolution:

Particulars	Number of members voting			Number of votes cast by them			Percentage
	Voting Through Electronics Means	Voting Through Postal Ballot	Total	Voting Through Electronics Means	Voting Through Postal Ballot	Total	
Voted in favour of the resolution	117	38	155	69898323	32212	69930535	96.18
Voted against the resolution	31	4	35	2775320	2343	2777663	3.82
Total	**148**	**42**	**190**	**72673643**	**34555**	**72708198**	**100**

Invalid/Abstain Votes/Less Voted:

Type of Voting	Total Number of members whose votes declared invalid	Total number of votes cast by them
Voting Through Electronics Means	3	302
Voting Through Postal Ballot	7	1134103626
Total	**10**	**1134103928**

RESOLUTION NO. 11 - APPROVAL FOR LOAN TO GOKAK SUGARS LIMITED (ORDINARY RESOLUTION)

Voted In Favour or Against the Resolution:

Particulars	Number of members voting			Number of votes cast by them			Percentage
	Voting Through Electronics Means	Voting Through Postal Ballot	Total	Voting Through Electronics Means	Voting Through Postal Ballot	Total	
Voted in favour of the resolution	101	37	138	69894992	31712	69926704	96.17
Voted against the resolution	47	5	52	2778791	2843	2781634	3.83
Total	**148**	**42**	**190**	**72673783**	**34555**	**72708338**	**100**

Invalid/Abstain Votes/Less Voted:

Type of Voting	Total Number of members whose votes declared invalid	Total number of votes cast by them
Voting Through Electronics Means	2	162
Voting Through Postal Ballot	7	1134103626
Total	**9**	**1134103788**

RESOLUTION NO. 12 - CEASE TO EXERCISE CONTROL OVER THE SUBSIDIARY (SPECIAL RESOLUTION)

Voted In Favour or Against the Resolution:

Particulars	Number of members voting			Number of votes cast by them			Percentage
	Voting Through Electronics Means	Voting Through Postal Ballot	Total	Voting Through Electronics Means	Voting Through Postal Ballot	Total	
Voted in favour of the resolution	104	41	145	66984963	1134134368	1201119331	99.53
Voted against the resolution	40	5	45	5685460	2843	5688303	0.47
Total	**144**	**46**	**190**	**72670423**	**1134137211**	**1206807634**	**100**

Invalid/Abstain Votes/Less Voted:

Type of Voting	Total Number of members whose votes declared invalid	Total number of votes cast by them
Voting Through Electronics Means	5	3522
Voting Through Postal Ballot	3	970
Total	**8**	**4492**

NOTE:

(i) Invalid Postal Ballot Forms were not taken into account for counting of votes.

(ii)Votes cast in favour or against has been considered on the basis of number of shares held as on the date reckoned for the purpose of postal ballot or the number of shares mentioned in the Postal Ballot Form whichever is less

(iii) There are NIL cases where the Member has voted both through Postal Ballot Form as well as through e-voting

8. The resolutions should be considered as passed by the shareholders/members having secured the requisite majority of votes and therefore be accepted. The resolutions are deemed as passed on the last date of voting that is 19th July, 2019. You may accordingly declare the result of voting.

9. I further report that as per the Postal Ballot Notice and the Board Resolution dated 8th May, 2019, the Chairman or a person authorised by the Chairman may declare and confirm the above results of voting by postal ballot in respect of the Resolutions referred on or before 22nd July, 2019. The result of the Postal Ballot will be displayed on the Company's website www.renukasugars.com and also that of the Service Provider Karvy at https://evoting.karvy.com. The results will also be communicated to BSE Limited and National Stock Exchange of India Limited (the stock exchanges) where the shares of the Company are listed and will also be displayed on the notice board of the Company at its Registered office and Corporate office, immediately after the declaration of the result by the Chairman or a person authorised by him in writing.

10. The Postal Ballot Forms and all other relevant records were handed over to the Company Secretary for safe keeping.

I thank you for the opportunity given to me, to act as a Scrutinizer for the above Postal Ballot process of your Company.

Thanking you,

Yours faithfully,
For T.F Khatri & Associates,
Practicing Company Secretary

T.F. Khatri & Associates ★ Practising Company Secretary ★ FCS 9093 COP 10417

Tehseen Khatri
Proprietor
FCS : 9093
COP No. 10417

The following were the witnesses to the unblocking of e-voting, on 19th July, 2019, on closure of e-voting period.

Mr. Jignesh Raul

Mr. Tukaram Kondi

I have received the report:

Signature

Atul Chaturvedi
Executive Chairman
(DIN: 00175355)