

**SH** Shree Hanuman  
SUGAR & INDUSTRIES LIMITED

Regd. Office : Chandra Kunj, 3, Pretoria Street, 4th Floor, Kolkata - 700 071  
Phone : 2282 1169(4 Lines) 2282 1183(2 Lines) Fax:(033) 2282 1187/1188  
E-mail:shsil@nopany.in / info@hanumansugar.com, Website : www.hanumansugar.com  
CIN : L15432WB1932PLC007276

Date: 16.09.2017

To  
The BSE Limited  
The Secretary, Listing Department  
Phiroze Jeejeebhoy Tower  
Dalal Street  
Mumbai-400001

The Calcutta Stock Exchange Limited  
The Secretary, Listing Department  
7, Lyons Range,  
Kolkata- 700 001

Dear Sirs,

**Sub: Proceeding of 87<sup>th</sup> Annual General Meeting**

As per Regulation 30 of the SEBI (Listing obligation and Disclosure Requirements) Regulations, 2015, please find enclosed Proceeding of 87<sup>th</sup> Annual General Meeting for the financial year ended 31st March, 2017.

Please take the same on record.

Thanking You

Yours Faithfully,  
Shree Hanuman Sugar & Industries Limited

  
Managing Director

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**PROCEEDING OF THE 87<sup>TH</sup> ANNUAL GENERAL MEETING OF SHREE HANUMAN SUGAR & INDUSTRIES LIMITED HELD AT BHARATIYA BHASHA PARISHAD, 36A, SHAKESHEPARE SARANI, 4<sup>TH</sup> FLOOR, KOLKATA-700017 ON FRIDAY, 15<sup>TH</sup> SEPTEMBER, 2017 AT 10.30 A.M.**

## PRESENT

### DIRECTORS

- |                         |                     |
|-------------------------|---------------------|
| 1) Mr. B. K. Nopany     | - Managing Director |
| 2) Mr. L. K. Tibrawalla | - Director          |
| 4) Ms. Shabnam Agarwal  | - Director          |

### MEMBER

Total 75 Member present in person

### IN ATTENDANCE

- |                           |                           |
|---------------------------|---------------------------|
| 1) Mrs. Om Prakash Lundia | - Chief Financial Officer |
|---------------------------|---------------------------|

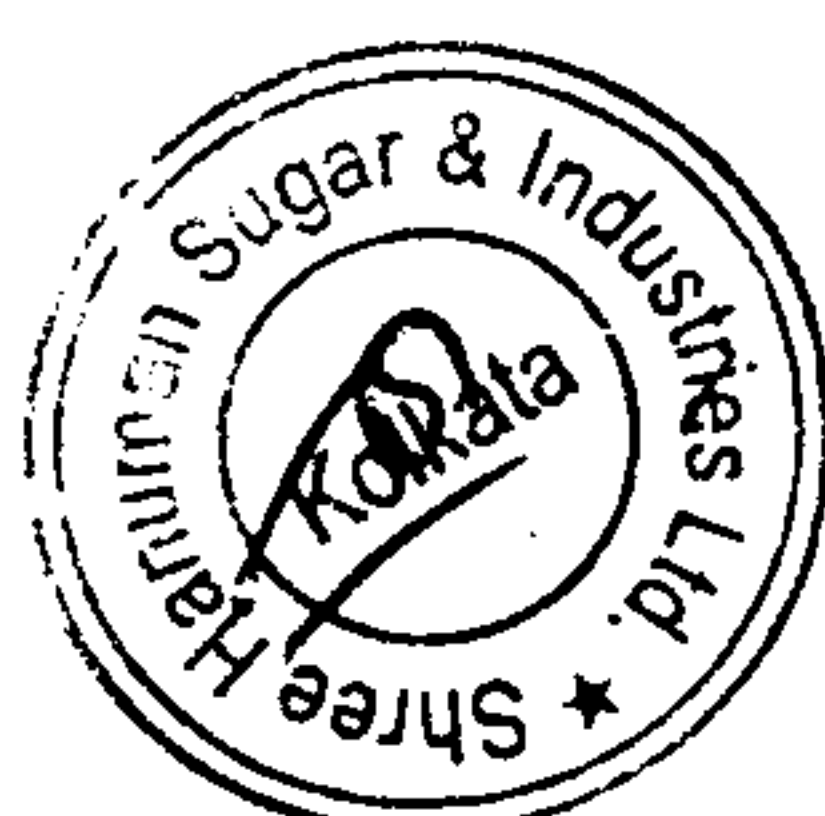
### STATUTORY AUDITORS

M/s. Agarwal Gupta Nokari & Rustagi Associates, Chartered Accountants.

### The meeting commenced at 10:30 A.M. and concluded at 12:30 P.M.

1. On behalf of the Board, Mr. L. K. Tibrawalla addressed the members, and requests the members for electing Chairman.
2. Mr. B. K. Nopany, is elected as a Chairman of the meeting and welcomed the members and others present to the Annual General Meeting. After ascertaining the presence of the requisite quorum, he called the meeting to order and commenced the proceedings.
3. The Chairman of the meeting addressed the members highlighting the business operations, future prospects, industry scenario etc.
4. The Chairman informed the members that the Register of Directors' Shareholding and other Register was available for inspection by the members during the meeting.
5. With the consent of the members present, the Notice convening the 87<sup>th</sup> Annual General Meeting and the Audited Balance Sheet of the Company as at 31<sup>st</sup> March, 2017 and the Statement of Profit and Loss for the year ended on that date along with the Directors' Report and Auditors' Report of the Company were taken as read.
6. Thereafter, the Chairman invited the members to raise their queries, if any.
7. The Chairman along with the management responded to the queries from members.

Thereafter, the business items as per the Notice of the AGM were taken up in chronological order.



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## **ITEM NO. 1 ADOPTION OF THE AUDITED FINANCIAL STATEMENTS:**

The Chairman requested any one of the members to propose and someone else to second the resolution for adoption of Audited Annual Accounts, Auditor's Report and Director's Report thereon for the financial year 2017.

Mr. K. Das proposed the following as an Ordinary Resolution which was seconded by Mr. S N Basu.

**“RESOLVED THAT** the Audited Financial Statements for the financial year ended 31<sup>st</sup> March, 2017 and the Profit and Loss Account for the year ended on that date together with the Reports of the Directors and Auditors thereon be and are hereby considered, approved and adopted.” Before putting the resolution to vote, the Chairman invited the Members present to seek clarification, if any, on the accounts of the Company. As none sought any clarification, the resolution was then put to vote.”

The Chairman declared the Resolution as passed with requisite majority.

## **ITEM NO. 2 RE-APPOINTMENT OF R.K. MORE**

The Chairman informed the members that Mr. R.K. More, retires by rotation and being eligible for re-appointment.

Mr. A.S. Roy proposed and Mr. A. Majumdar seconded and the following resolution was passed as an ordinary resolution:

**“RESOLVED THAT** Mr. R.K. More, Director who retires by rotation and being eligible for reappointment, be and is hereby re-appointed as director of the company

The Chairman declared the Resolution as passed with requisite majority.

## **ITEM NO. 3 RATIFIED THE APPOINTMENT OF AUDITORS**

The Chairman informed the members ratify the appointment of Auditors and to fix their remuneration.

Mr. S N Pal proposed and Mr. A. Majumdar seconded and the following resolution was passed as an ordinary resolution:

**“RESOLVED THAT,** pursuant to the provisions of Section 139 of the Companies Act, 2013 and the Rules made there under, M/s. Agarwal Gupta Nokari & Rustagi Associates, Chartered Accountants (F.R. No.310041E & Membership No. 017387), be and are hereby appointed as Auditors of the Company, at the 84<sup>th</sup> Annual General Meeting (AGM) for a period of five (5) years until the conclusion of the 89<sup>th</sup> Annual General Meeting, which was subject to ratification at every AGM be and is hereby ratified to hold the office from the conclusion of this AGM till the conclusion of the AGM for financial year ended 31.03.2018, on such remuneration as shall be fixed by the Board of Directors in consultation with the Auditors.

The Chairman declared the Resolution as passed with requisite majority.



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## **ITEM NO. 4 RE-APPOINTMENT OF MR B. K. NOPANY AS MANAGING DIRECTOR**

The draft resolution on the captioned item of business was read out before the Meeting.

Mr. A S Roy proposed and Mr. S N Pal seconded and the following resolution was passed as a Special resolution:

**“RESOLVED THAT** pursuant to the provisions of Sections 196 and 197, Schedule V and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), approval be and is hereby given to the re-appointment of Mr. Bimal Kumar Nopany (DIN: 00694221) as the Managing Director of the Company for a period of Five (5) years, with effect from 1<sup>st</sup> July, 2017, on the terms and conditions including remuneration as set out in the Statement annexed to the Notice convening this Meeting, with liberty to the Board of Directors (hereinafter referred to as “the Board” which term shall be deemed to include the Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said reappointment and/or remuneration as it may deem fit and as may be acceptable to Mr. B. K. Nopany, subject to the same not exceeding the limits specified in Schedule V to the Companies Act, 2013 or any statutory modification(s) or re-enactment thereof;

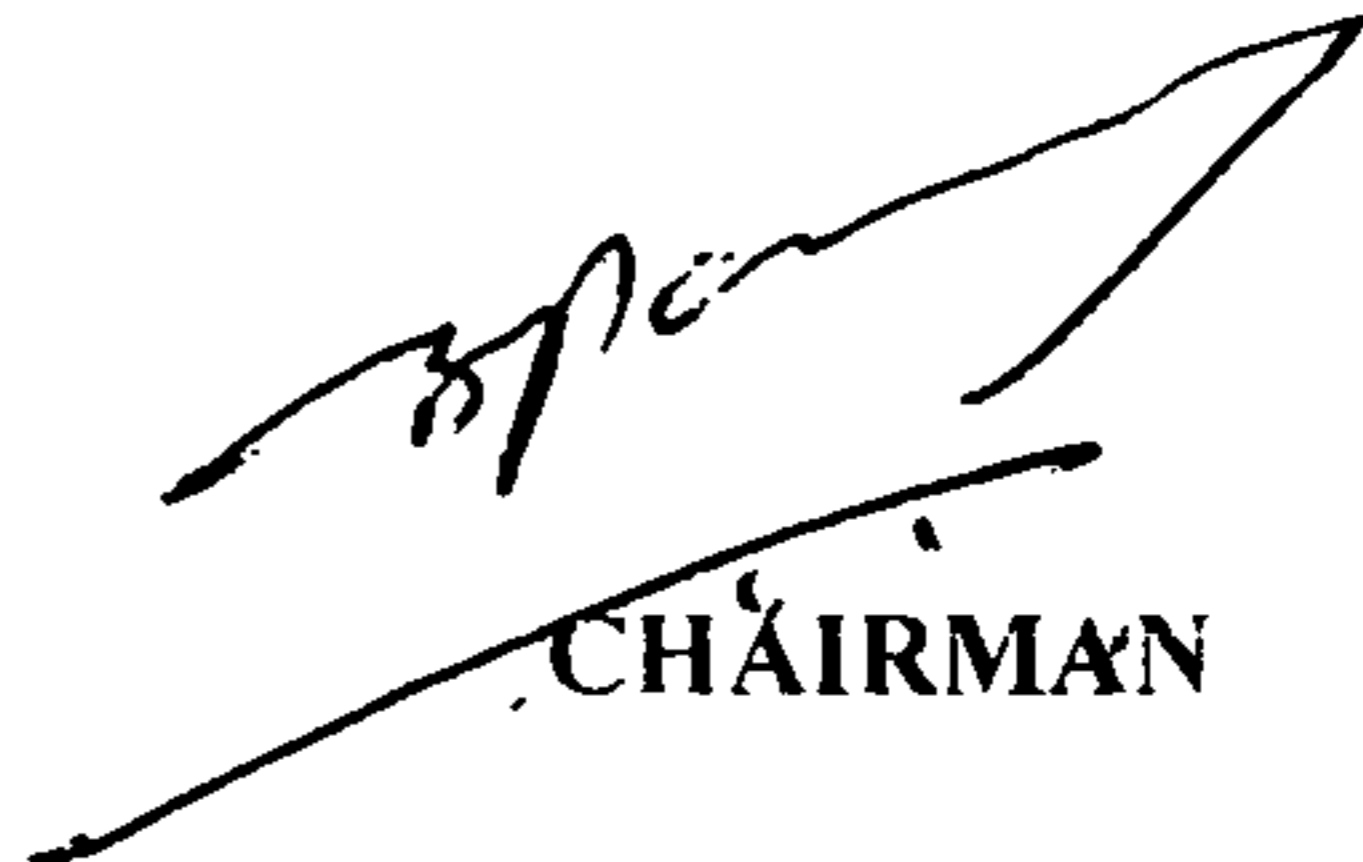
**“RESOLVED FURTHER THAT** the Board be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

The Resolution declared as passed with requisite majority.

## **VOTE OF THANKS**

There being no other business, the meeting as concluded with a vote of thanks to the chair proposed by Mr. S. N. Pal and seconded by K Das.

Place: Kolkata  
Date: 16.09.2017

  
CHAIRMAN