



PSCL CIN: L15432AP1990PLC032731

## Prudential Sugar Corporation Limited

Regd. Office: 'Akash Ganga', Plot # 144, Floor, Srinagar Colony, Hyderabad – 500 073 Telangana (INDIA)  
Phone: +91-40-23746451 / 67334400/01 Fax : +91-40-67334433  
[www.prudentialsugar.com](http://www.prudentialsugar.com)

### BY COURIER

Ref: PSCL/SE/2017-18/0005

Date: 15/04/2017.

To  
Dy.General Manager  
**Bombay Stock Exchange Ltd.,**  
Phiroje Jeejeebhoy Towers,  
Dalal Street,  
Mumbai – 400 001.

To  
Asst. Vice President,  
**National Stock Exchange of India Ltd.,**  
Exchange Plaza, 5<sup>th</sup> Floor, Plot No.C/5,  
G Block, Bandra-Kurla Complex,  
Bandra (E), MUMBAI – 400 051.

To  
The Secretary  
**The Calcutta Stock Exchange Association Ltd.,**  
7, Lyons Tange,  
Kolkata – 700 001.

Dear Sir / Madam,

### OUTCOME OF THE BOARD MEETING

This is to inform you that the following is the outcome of the business transacted at the meeting of the Board of Directors of the Company held today i.e., 15<sup>th</sup> April, 2017 at 11.30 a.m. and concluded at 2.30 p.m.

1. Minutes of the last Board Meeting held on 14.02.2017 which were circulated to all the Directors were confirmed and signed by the Chairman.

2. **Review of the Crushing Operations of the Sugar season 2016-17:**

The Board reviewed the Crushing operations for the Sugar Season 2016-17 and noted that the Plant performance was satisfactory with regard to breakdowns, crushing, recovery, bagging of sugar etc.

3. **Review of the Order of the Supreme Court of India dated 31.03.2017:**

The Chairman informed the Board that the Hon'ble Supreme Court has set aside the Impugned Order of the Hon'ble High Court dated 13.04.2016 and allowed the Resolution passed by the Shareholders of the Company for transfer/sale of Sugar Business to take effect subject to clearing of monitory interest of Sri Ch. Krishnamurthy, former Director and one of the Shareholders of the Company. The Board discussed and deliberated the findings of the Order decided to execute the sale as per the directions of the Hon'ble Supreme Court. Sri Vinod Baid, Chairman was authorized by the Board for taking necessary steps in this regard.

4. **Implementation of Business Transfer Agreement dated 04.04.2015 signed by the Company with Natems Sugar Private Limited in light of the Supreme Court's Order:**

The Chairman informed the Board that in terms of the Order of the Hon'ble Supreme Court the Business Transfer Agreement signed with Natems Sugar Private Limited may be executed subject to deposit of Rs.25 Crores with the XXV Additional Chief Judge, City Civil Court, Hyderabad. The Board authorized Sri Vinod Baid and Sri KVLN Bhaswanth to take necessary steps for execution of Business Transfer Agreement and complete necessary documentation for the purpose.

Cont..... 2



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:: 2 ::

### 5. Diversification Plans of the Company:

The Chairman informed the Board that after completion of Sale of Sugar Business to Natems Sugar Private Limited, the Company will have Surplus fund available for re-investment and also placed before the Board the various lines of business for diversification as envisaged in Memorandum and Articles of Association of the Company. The Board discussed the matter in detail and decided that Sri Vinod Baid be authorized to explore the possibilities of starting International Trading of Sugar, Baggase / Solar Power Projects etc., and present to the Board such diversification plan.

### 6. Investment of Surplus Funds:

The Chairman informed the Board that on receipt of the Sale Consideration from Natems Sugar Private Limited, the Company will have Investible Surplus funds. The Chairman further placed before the Board various investment plans for the near term till the diversification plans are finalized and requested for Board's approval. The Board discussed the matter and decided that a Committee comprising of Sri Vinod Baid and Sri Kishore Jhunjhunwala may be formed and it may take a prudent decision for Investment of the Surplus fund in Inter-corporate Loans, Mutual Funds and Banks Fixed Deposits etc.

### 7. Redemption of Preference Shares:

The Chairman informed the Board that there are Preference Shares to be redeemed and that since the Sugar Business of the Company is being sold to Natems Sugar Private Limited, the Company has to take necessary steps for early redemption of the same. The Board, therefore, decided that a meeting of Preference Shareholders be called with a view to ascertain the interest for the delayed payment of redemption and finalise the value of redemption. The Board authorized Sri Vinod Baid and Sri Kishore Jhunjhunwala to take appropriate action in this regard.

### 8. Forfeiture of unpaid Shares

The Chairman informed the Board that the unpaid portion of 35,00,000 Partly paid-up Shares is yet to be received from the Shareholders and that the company has been reminding them for the same from time to time. The Board took note of the same decided that one more opportunity be provided to them to pay the call money with interest and if they fail to do so, necessary action as per the Companies Act may be taken to forfeit the said Shares.

### 9. Discuss the findings/observations of the Joint Director, Office of the Regional Director, South East Region, Hyderabad in his Inspection Report, dated 21.12.2016 and the reply filed thereof by the Company:

The Chairman apprised the Board of the preliminary findings of the Inspection Report of the Joint Director Office of the Regional Direction, South East Region, Ministry of Corporate Affairs, Hyderabad, and also placed before the Board the reply given by the Company in this regard. The Board authorized Sri Vinod Baid to take appropriate action for any non-compliance as directed by the Joint Director.

Cont... 3



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:: 3 ::

**10. Review of the Legal cases filed by and against the Company pending in various courts of law:**

The Chairman updated the Board the status of the various pending legal cases filed against and by the Company and informed that in light of the Hon'ble Supreme Court's Order necessary steps will be taken, as suggested by the Company's Legal Counsels, for early closure of the same.

The Board took note of the same and authroised Sri Vinod Baid to engage additional Advocate, if required, to represent the Company before the Arbitration.

**11. Appointment of Sri Mahip Jain as Additional Director:**

The Chairman proposed to the Board that Sri Mahip Jain be appointed as Additional Director (Independent Category) under the provisions of section 161(1) of the Companies Act, 2013 and the Board has approved the proposal.

This is for your information and records.

Thanking You,

Yours truly,

For Prudential Sugar Corporation Ltd.,

Authorised Signatory