

Kothari Kothari Sugars & Chemicals Ltd

Regd. office: "Kothari Buildings" 115, Mahatma Gandhi Salai,
Nungambakkam, Chennai - 600 034
CIN : L15421TN1960PLC004310
Phone No.: 044-30225507 / 30281595 Fax No. : 044-28334560
Email : secdept@hckgroup.com website: www.hckotharigroup.com/kscl

NOTICE

Notice is hereby given that the 55th Annual General Meeting (AGM) of the shareholders of the company will be held on **Friday, the 05th August 2016 at 10.15 A.M at the Music Academy, Mini Hall, New No.168, Old No.306, T.T.K Road, Chennai-600 014.**

As permitted under Rule 11 of the Companies (Accounts) Rules 2014, the Annual Report for the year 2015-16 has been sent in electronic form on 11.07.2016 to those Members whose e-mail id has been registered with the Company/Depository Participant for communication purposes. However, such Members have been offered the facility of opting for a physical copy of the Annual Report.

In all other cases (where email id has not been registered), physical copy of the Annual Report together with Notice of the meeting and the explanatory statement have been sent by courier / Registered Post to the registered address on 11.07.2016.

The Members are hereby informed that pursuant to Regulation 44 of the SEBI (LODR) Regulations, 2015 and Section 108 of the Companies Act 2013 read with the Companies (Management and Administration) Rules, 2014, the Company has offered remote e-voting facility for transacting the business through Central Depository Service (India) Limited [CDSL] to enable the Members to cast their votes electronically.

Members whose names appear on the register of Members/Registrar of Beneficial Owners maintained by the Depositories as on the **Cut off Date for e-voting, i.e Friday, 29th July, 2016**, shall be entitled to avail the facility of remote e-voting/voting at the AGM. Any person, who acquires shares of the Company and becomes a member after despatch of the Notice but before the cut-off date for voting, i.e Friday, 29th July, 2016, may obtain the Login ID and password by sending a request to helpdesk.evoting@cdslindia.com or contact our Registrar & Share Transfer Agent at the address mentioned in this notice and also can Attend the AGM in person or appoint a proxy and send a requisition for a copy of the Annual Report and Notice convening the AGM.

The remote e-voting commences on Monday, 01st August 2016 at 9.00 A.M and ends on Thursday, 04th August 2016 at 05.00 P.M

Members will not be able to cast their vote electronically beyond the said date and time and the remote e-voting module shall be disabled for voting by CDSL thereafter.

Mr.N.Sridharan, Company Secretary in Practice, Chennai has been appointed as Scrutinizer for conducting the e-voting process (electronically or otherwise) in a fair and transparent manner.

The Members who have cast their vote by remote e-voting prior to the meeting may also attend the meeting, but shall not be entitled to cast their vote again.

The facility for voting, through polling paper shall also be made available at the meeting and Members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their right at the meeting.

A Member can download the Notice of the 55th Annual General Meeting and Annual Report from the Company's website www.hckotharigroup.com/kscl or website of CDSL, viz. <https://www.cdslindia.com>. These documents are also available for inspection at the Registered Office of the Company during office hours on all working days.

Notice is also given pursuant to Section 91 of the Companies Act, 2013 and Rule 10 of the Companies (Management and Administration) Rules, 2014, that the Register of Members and Share Transfer Books will remain closed from Saturday, 30th July, 2016 to Friday, 05th August, 2016 (both days inclusive) for Annual General Meeting.

Any query/grievance in relation to voting by electronic means can be addressed to Company Secretary & Compliance Officer, Kothari Sugars & Chemicals Limited, No.115, Mahatma Gandhi Road, Nungambakkam, Chennai-600 034. Phone No.044-3022 5507. e-mail: secdept@hckgroup.com or Cameo Corporate Services Limited, Subramanian Buildings, 5th Floor No.1, Club House Road, Chennai – 600 002 who are the Registrar and Share Transfer Agent. Telephone No. 044 - 28460390 to 28460394, email to investor@cameoindia.com or CDSL Toll Free No.18002005533 or Phone No.022-22723333, email to helpdesk.evoting@cdslindia.com.

The results declared along with the Scrutinizer's Report shall be placed on the Company's website www.hckotharigroup.com/kscl and website of CDSL <http://www.evotingindia.com> and simultaneously communicated to The National Stock Exchange of India Limited, Mumbai, where the Company's shares are listed, not later than two days after the conclusion of AGM.

By Order of the Board
for **Kothari Sugars & Chemicals Ltd.**
R.Prakash
Company Secretary

Chennai
12.07.2016