



SHREE RAMA NEWSPRINT LIMITED

(formerly Rama Newsprint and Papers Limited)

Shreeniwas House, 4th Floor, Hazarimal Somani Marg, Fort, Mumbai - 400 001

Tel. : +91 - 22 - 2201 3805 / 728 / 612 / 7072

E-mail: ramanewsprint@ramanewsprint.com Web : www.ramanewsprint.com



Ref.: SRNL/3462/15-16

22nd July, 2015

To,

BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001.

**The National Stock Exchange of India
Limited**

The Listing Department,
Exchange Plaza, 5th Floor,
Plot No. C/1, 'G' Block,
Bandra- Kurla Complex, Bandra (East),
Mumbai – 400 051.

Scrip Code: 500356 & Scrip ID: RAMANEWS

Dear Sir,

Sub: Proceedings of the Extraordinary General Meeting of Shree Rama Newsprint Limited, held on Monday, 22nd June, 2015.

Pursuant to Clause 31 of the Listing Agreement, we reproduce below the proceedings of the Extraordinary General Meeting of Shree Rama Newsprint Limited (the "Company") held on Monday, 22nd June, 2015 at 2:30 p.m. at the registered office of the Company situated at Village Barbodhan, Taluka Olpad, District Surat – 395 005.

Sitting on the Dias

Mr. Vaishnav Das Bajaj
Mr. Girish Sharma

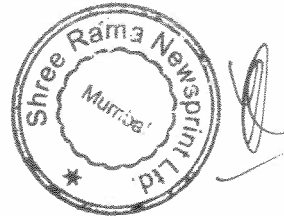
Executive Director and CFO
Sr. V P (F & A) & Company Secretary

Members Attendance

Number of Shareholders present in the meeting of either in person or through proxy:

Promoters and Promoters Group: 14

Public: 44



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Extraordinary General Meeting Proceeding

Mr. Vaishnav Das Bajaj took the chair.

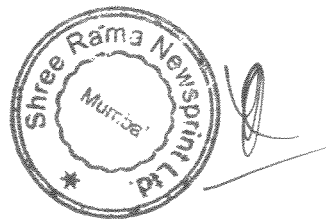
After ascertaining that the requisite quorum of the meeting was present, the chairman called the meeting in order.

Company Secretary then read out the notice convening the meeting.

Thereafter, it was informed to the members of the Company that there were two (2) items in the agenda for this Extraordinary General Meeting. Pursuant to the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014, as amended and Clause 35B of the Listing Agreement, the Company has provided to its members facility to exercise their right to vote on resolutions proposed to be passed in the Meeting by electronic means. The voting period ended on 21st June, 2015 at 5.00 p.m. Thereafter CDSL has disabled the e-voting module.

The Chairman further informed the members that the Board of directors of the Company has appointed Mr. Ravi Kapoor, Practicing Company Secretary and proprietor of M/s. Ravi Kapoor & Associates, Ahmedabad as Scrutinizer to conduct the e-voting process in fair and transparent manner. It was informed to the members that the scrutinizer would submit their report with respect to e-voting within the stipulated period of time.

It was informed to the members that since the voting through electronic mode was already closed therefore there was no need to propose or second each and every item of the agenda, so there would be no voting through show of hands. However an opportunity was being given by way of poll to member or proxy who had not casted his vote electronically. Mr. Ravi Kapoor, Practicing Company Secretary and proprietor of M/s. Ravi Kapoor & Associates, Ahmedabad was appointed as Scrutinizer for conducting the poll process at the Extraordinary General Meeting of the Company. Accordingly poll process was conducted immediately upon closure of the meeting.



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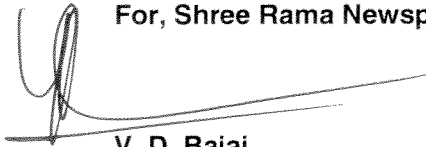
The Resolutions passed by the members with requisite majority related to following special businesses:

1. Adoption of new set of Articles of Association of the Company.
2. Create offer and issue upto 6,00,00,000 equity shares and Optionally Convertible Redeemable Debentures ("OCD") not exceeding Rs. 30,00,00,000/- on preferential basis.

It was informed to the members that the scrutinizer would submit their report with respect to voting through poll paper within the stipulated period of time and the same shall be placed on the website of the Company.

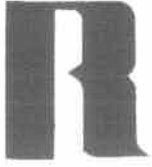
The meeting concluded with a vote of thanks to Chair.

For, Shree Rama Newsprint Limited



V. D. Bajaj
Executive Director
DIN: 00034710

Encl: Scrutinizer's report dated 24th June, 2015



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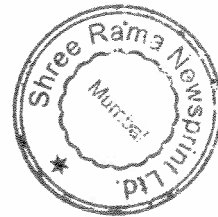
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RESULTS OF VOTING (REMOTE EVOTING AND POLL) IN RESPECT OF THE SPECIAL RESOLUTIONS PASSED AT THE EXTRAORDINARY GENERAL MEETING OF THE EQUITY SHAREHOLDERS OF SHREE RAMA NEWSPRINT LIMITED HELD ON 22ND JUNE, 2015

As per the provisions of Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Rules, 2015 and Clause 35B of the Listing Agreement, the Company had provided e-voting facility to all the members on special resolution as set out in the notice of Extraordinary General Meeting ("EGM") of the members of Shree Rama Newsprint Limited (the "Company"). The remote e-voting period opened on 19th June, 2015 at 9:00 a.m. and ended on 21st June, 2015 at 5:00 p.m. Mr. Ravi Kapoor, Practicing Company Secretary and proprietor of M/s. Ravi Kapoor & Associates, Ahmedabad was appointed as the Scrutinizer for independently carrying out the electronic voting in a fair and transparent manner.

In the EGM of the members held on Monday, 22nd June, 2015, I presided as the Chairman of the meeting. To facilitate those members present at the EGM, either personally or by proxy, who had not cast their vote earlier, but who would like to vote at the EGM, were provided with polling papers to enable them to vote in respect of item of business as set out in the Notice of the EGM. Mr. Ravi Kapoor, Practicing Company Secretary and proprietor of M/s. Ravi Kapoor & Associates, Ahmedabad was appointed as Scrutinizer for conducting the poll.



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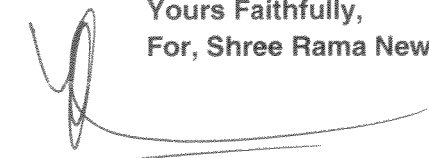
On the basis of the report submitted by the Scrutinizer, copy of which is annexed thereto, I hereby declare the result of the voting as follows:

Sr. No.	Details of Resolution	Resolution Required (Ordinary / Special)	Mode of Voting (Show of Hands / Poll / Postal Ballot / E - Voting)	No. of Shares in favour	% of shares in favour	No. of Shares against	% of shares against	Remarks
1.	Adoption of new set of Articles of Association of the Company	Special	E- Voting	14,911	100	0	0.00	Resolution Passed Unanimously
			Poll	2,91,26,273	100	0	0.00	
2.	Create, offer and issue upto 6,00,00,000 equity shares and Optionally Convertible Redeemable Debentures ("OCD") not exceeding Rs. 30,00,00,000/- on preferential basis	Special	E-Voting	14,911	100	0	0.00	Resolution Passed Unanimously
			Poll	2,91,26,273	100	0	0.00	

You are requested to take note of the aforesaid proceedings of the Extraordinary General Meeting.

Thanking You,

Yours Faithfully,
For, Shree Rama Newsprint Limited


V. D. Bajaj
Executive Director
DIN: 00034710

Report of Scrutinizer

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (3)(xi) of
Companies (Management and Administration) Rules, 2014]

To,
The Chairman
SHREE RAMA NEWSPRINT LIMITED
Village Barbodhan, Taluka: Olpad,
Dist. Surat - 395 005,
Gujarat.

Dear Sir,

Subject: Scrutinizer's Report on E-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20(4)(xii) of Companies (Management and Administration) Rules, 2014.

1. I, Ravi Kapoor, Practicing Company Secretary, appointed by the Board of Directors of Shree Rama Newsprint Limited, ("the Company") as an Scrutinizer for the purpose of conducting the E-voting process on the below mentioned resolution(s), passed at the Extra Ordinary General Meeting of the Equity Shareholders of the Company held on the 22nd June, 2015 at Village Barbodhan, Taluka: Olpad, Dist. Surat - 395 005 at 2:30 P.M.
2. The Management of the Company is responsible to ensure the compliances with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the Resolutions contained in the Notice to the Extra Ordinary General Meeting (EGM) of the members of the Company. My responsibility as an Scrutinizer for the E-voting process restricted to make an Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated below, based on the reports generated from the E-voting system provided by Central Depository Services (India) Limited (CDSL), the authorized agency to provide the E-voting facilities, engaged by the Company.

Ravi Kapoor



3. Further to the above, I submit my report as under:

- i. The Company has availed E-voting facility offered by Central Depository Services (India) Limited (CDSL) for conducting E-voting by the shareholders of the Company.
- ii. The Members of the Company as on the "Cut Off" date i.e. 16th June, 2015 were entitled to vote on the resolutions (Items Number 1 and 2 as set out in Notice of EGM of the Company).
- iii. The voting period for E-voting commenced on Friday, June 19, 2015 (09.00 A.M.) to Sunday June 21, 2015 (05.00 P.M.) and the CDSL E-voting platform was blocked thereafter and the votes cast under E-voting facilities were then unblocked in the presence of two witnesses, Mr. Utkarsh Shah and Mr. Jekil Pancholi who were not in the employment of the Company. They have signed below in confirmation of votes being unblocked in their presence.

Utkarsh P. Shah

Mr. Utkarsh Shah

Jekil Pancholi

Mr. Jekil Pancholi

I now submit my Report as under on the result of the E-voting in respect of below Resolutions.

Item No. 1-Special Resolution

- Adoption of new set of Articles of Association of the Company:

(I) Voted in favour of resolution:

Number of Members Voted	Number of votes cast by them (Shares)	% of total number of valid votes cast
4	14,911	100

Ravi Kapoor



(II) Voted against the resolution:

Number of Members Voted)	Number of votes cast by them (Shares)	% of total number of valid votes cast
0	0	0.00

(III) Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them (Shares)
0	0

Item No. 2- Special Resolution

- Create, offer and issue upto 6,00,00,000 Equity Shares and optionally convertible redeemable debentures ("OCD") not exceeding Rs. 30,00,00,000/- on preferential basis.:

(I) Voted in favour of resolution:

Number of Members Voted	Number of votes cast by them (Shares)	% of total number of valid votes cast
4	14,911	0.00

(II) Voted against the resolution:

Number of Members Voted)	Number of votes cast by them (Shares)	% of total number of valid votes cast
0	0	0.00

(III) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them (Shares)
0	0

Thanking you,
Yours Faithfully,

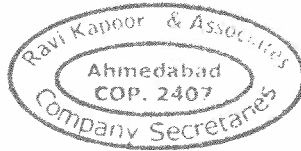
Ravi Kapoor

Scrutinizer

Name: Ravi Kapoor

Practicing Company Secretary

FCS: 2587; COP: 2407



Date: 24/06/2015

Place: Ahmedabad

FORM NO. MGT-13

Report of Scrutinizer

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of Companies
(Management and Administration) Rules, 2014]

To,
The Chairman,
SHREE RAMA NEWSPRINT LIMITED
Village Barbodhan, Taluka: Olpad,
Dist. Surat - 395 005, Gujarat.

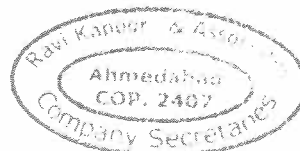
The Extra Ordinary General Meeting of the members of Shree Rama Newsprint
Limited (the Company) held on the 22nd June, 2015 at Village Barbodhan, Taluka:
Olpad, Dist. Surat - 395 005 at 2:30 p.m.

Dear Sir,

I, **Ravi Kapoor, Practicing Company Secretary**, appointed as Scrutinizer for the purpose of the
poll taken on the below mentioned resolution(s), at the **Extra Ordinary General Meeting** of the
Equity Shareholders of Shree Rama Newsprint Limited held on Monday, 22nd June, 2015 at
Village Barbodhan, Taluka: Olpad, Dist. Surat - 395 005 at 2:30 p.m. submit my report as under:

1. After the time fixed for closing of poll by the Chairman, one ballot box kept for polling
were locked in my presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened in my presence and poll papers were
diligently scrutinized. The poll papers were reconciled with the records maintained by the
Company/Register and Transfer Agent of the Company.
3. I did not find any poll paper invalid.
4. The result of the poll is as under:

Ravi Kapoor



Item No. 1-Special Resolution

Adoption of new set of Articles of Association of the Company:

(I) Voted in favour of resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
57	2,91,26,273	100

(II) Voted against the resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
NIL	N.A.	N.A.

(III) Invalid Votes

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
Nil	N.A.

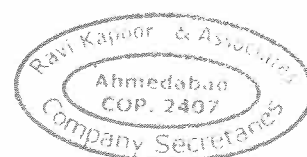
Item No. 2- Special Resolution

Create, offer and issue upto 6,00,00,000 Equity Shares and Optionally Convertible Redeemable Debentures ("OCD") not exceeding Rs. 30,00,00,000/- on preferential basis.:

(I)Voted in favour of resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
57	2,91,26,273	100

Ravi Kapoor



(II) Voted against the resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
NIL	N.A.	N.A.

(III) Invalid Votes

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
NIL	N.A.

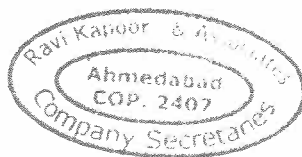
5. A list of Equity Shareholders who voted "FOR", "AGAINST" for each resolution is enclosed.
6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorize by the Board for safe keeping.

Thanking you,

Yours faithfully,

Ravi Kapoor
Scrutinizer

Name: Ravi Kapoor
Practicing Company Secretary
FCS:2587; CP:2407



Place: Ahmedabad
Date: 24.06.2015