

May 28, 2014

Listing Department
National Stock Exchange of India Ltd.
Exchange Plaza
Bandra-Kurla Complex
Bandra [E], Mumbai - 400 051

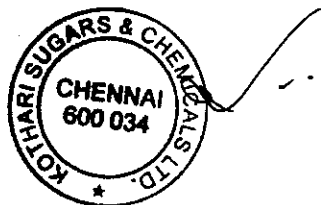
Dear Sirs,

Sub: Outcome of Board Meeting

We hereby inform that the Board of Directors at its meeting held on May 27, 2014 have considered and approved the following subjects:

1. Mrs.Nina Bhadrashyam Kothari was appointed as Additional Director (Non-Executive & Non-Independent) with effect from May 27, 2014.
2. Mr.R.Krishnan was appointed as Chief Financial Officer (CFO) with effect from May 27, 2014.
3. In line with the Companies Act, 2013 and Clause 49 of the Listing Agreement the Board has approved the following:
 - (i) The revised terms of Reference, Powers, Role and Responsibilities of the Audit Committee.
 - (ii) Renamed the Remuneration Committee as "Nomination and Remuneration Committee" with reconstitution and enlargement of Scope of its terms of reference.
 - (iii) Renamed the Share Transfer cum Shareholders Grievances Committee as "Stakeholders Relationship Committee" with reconstitution and enlargement of Scope of its terms of reference.
 - (iv) The Board established a Vigil Mechanism (Whistle Blower Policy) for Directors and Employees and framed the policy.

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4. The following Executives have been designated as Key Managerial Personnel (KMP) in accordance with the provisions of the Companies Act, 2013.

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|-------------------|---|-------------------------|
| a. Mr.B.H.Kothari | - | Managing Director |
| b. Mr.R.Prakash | - | Company Secretary |
| c. Mr.R.Krishnan | - | Chief Financial Officer |

5. Kindly take note of the same in your records and acknowledge the receipt.

Thanking You,

Yours faithfully
For **Kothari Sugars and Chemicals Limited**


R.Prakash
Company Secretary & Compliance Officer

