aries agro limited

F. NSE/QPA/5092
30th September, 2014

Listing Department
National Stock Exchange of India Ltd.
'Exchange Plaza', Bandra Kurla Complex,
Bandra (East), Mumbai – 400 051.

Fax No. **26598237/38, 26598347/48**

Ref: **Scrip Code- ARIES**

Sub: **Proceedings of the Annual General Meeting held on 26.09.2014**

Dear Sir,

As required by clause 31(d) of the Listing Agreement, we herewith furnish the Proceedings of the 44th Annual General Meeting of the Company held on Friday, 26th September, 2014 wherein following resolutions were approved by the Shareholders with requisite majority.

ORDINARY BUSINESS:

Ordinary Resolutions:

1. Adoption of the Audited Balance Sheet as at 31st March, 2014 and Statement of Profit and Loss for the year ended as on that date together with the Reports of the Board of Directors and Auditors thereon.
2. Declaration of Dividend of 20% being Rs. 2.00 per Equity Share of Rs. 10/- each for the Financial Year ended 31.03.2014.
3. Appointment of Dr. Rahul Mirchandani as a Director who was liable to retire by rotation.
4. Appointment of M/s. Kirti D. Shah & Associates, Chartered Accountants, Mumbai,(Membership No. 32371) as the Statutory Auditors of the Company from the conclusion of this Annual General Meeting (AGM) till the conclusion of the Forty Seventh AGM.

SPECIAL BUSINESS:

Ordinary Resolutions:

5. Appointment of Mrs. Nitya Mirchandani as a Director(She was appointed as an Additional Director(Woman Director) w.e.f. 30th May, 2014 at the Board Meeting held on 30th May, 2014.
6. Appointment of Prof. R. S. S. Mani (DIN 00527270), a Non-Executive Director of the Company as an Independent Director of the Company to hold office for five consecutive years for a term up to 25th September, 2019.

ARIES AGRO LTD. MUMBAI

Contd...2

7. Appointment of Mr. Chakradhar Bharat Chhaya (DIN 00968966), a Non-Executive Director of the Company as an Independent Director of the Company to hold office for five consecutive years for a term up to 25th September, 2019.
8. Appointment of Mr. Bhumitra Vinodchandra Dholakia (DIN 01871816), a Non-Executive Director of the Company as an Independent Director of the Company to hold office for five consecutive years for a term up to 25th September, 2019.
9. Approval of the payment of remuneration of Rs. 1,85,000/- p.a. plus Service Tax and reimbursement of Out of Pocket Expenses at actual to M/S R. Nanabhoy & Co., Cost Auditors for the financial year ending March 31, 2015.

Special Resolutions:

10. Authorization to the Board of Directors to borrow upto the sum of Rs. 500/- crores in excess of the paid up capital and free reserves in pursuance of Section 180(1)(c) of the Companies Act, 2013.
11. Authorization to the Board of Directors to create mortgage or charge on all moveable and/or immovable assets of the Company in favour of the lenders for securing the borrowings of the Company up to an aggregate limit of Rs. 500.00 Crores (Rupees Five Hundred Crores Only). (Section 180(1)(a) of the Companies Act, 2013.).

Kindly take the same on your record. The detailed Minutes of the meeting will be submitted shortly.

Thanking You,

Yours faithfully,
For **ARIES AGRO LIMITED**

ARIES AGRO LTD. MUMBAI

QAISER P. ANSARI
COMPANY SECRETARY & COMPLIANCE OFFICER