



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/VDB/15-16

October 01, 2015

Bombay Stock Exchange Limited,
Phiroze Jeejeebhoy Towers,
25th floor, Dalal Street,
Mumbai - 400 001.
Script Code: 500356

National Stock Exchange of India Ltd.,
Exchange Plaza, 5th Floor,
Bandra Kurla Complex,
Bandra (East),
Mumbai - 400 051.
Symbol: RAMANEWS

Dear Sir/Madam,

Sub: Proceedings of 24th Annual General Meeting held on 30th September, 2015

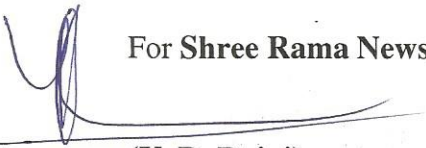
In accordance with Clause No. 35B of the Listing Agreement, we write to inform you that the members of the Company at the 24th Annual General Meeting of the Company held on Wednesday, 30th of September, 2015 at 2.00 p.m. at the Registered office of the Company situated at Village Barbodhan, Taluka Olpad, District Surat, Gujarat – 395005.

Also enclosed is the consolidated Report of the Scrutinizer containing the agenda wise Results/details in the prescribed format of the Remote e-voting conducted during the period from Saturday, 26th September, 2015 to Tuesday, 29th September, 2015 and voting conducted during AGM by way of physical Ballot process. As per the Scrutinizer's Report, all the resolutions set out in the Notice of 24th AGM have been duly approved by the shareholders with requisite majority.

Kindly take the same on record and acknowledge the receipt of the same.

Yours Sincerely,

For Shree Rama Newsprint Limited


(V. D. Bajaj)
Executive Director
DIN: 00034710
Encl: a/a.

**PROCEEDINGS OF 24TH ANNUAL GENERAL MEETING OF THE COMPANY
HELD ON WEDNESDAY, 30TH SEPTEMBER, 2015 AT 2.00 P.M. AT THE
REGISTERED OFFICE OF THE COMPANY SITUATED AT VILLAGE
BARBODHAN, TALUKA OLPAD, DISTRICT SURAT, GUJARAT – 395005**

PRESENT

Directors: Mr. V. D. Bajaj
Mr. Siddharth Chowdhary
Mr. Keerthinarayanan A. Hemmige

Asst. Company Secretary: Ms. Zeel Shah

Statutory Auditor: represented through Mr. Rohit Agarwal

Secretarial Auditor: Mr. Ravi Kapoor

Chairman of the Audit Committee, Nomination and Remuneration Committee and Stakeholders' Relationship Committee were present at the meeting.

43 Members representing 88331588 Shares were present in person at the meeting.

- I. Mr. V. D. Bajaj took the Chair and welcomed members present at the 24th Annual General Meeting.
- II. The business before the AGM was taken up as quorum was present. Quorum was also present throughout the Meeting.
- III. The following documents/ Registers of the Company remained open and accessible for inspection during the continuance of the AGM.
 1. Financial Statements for the financial year ended as on 31st March, 2015 including the Consolidated Financial, Statements for the said financial year, and Reports of the Board of Directors and the Auditors.
 2. Register of Directors and Key Managerial Personnel and their Shareholding.
 3. Register of Contracts
- IV. The Notice dated 11th August, 2015 conveying the 24th AGM & the Explanatory Statement and the Report and Accounts for the financial year ended 31st March, 2015, circulating to the members, were taken as read with the consent of the Members.
- V. The Chairman briefly covered the items of business before the AGM and enquired from the members present if they required any clarification on them, particularly on the Financial Statements of the Company.



- VI. The Chairman drew attention that the Company, pursuant to the provisions of the Companies Act, 2013, had provided the facility of remote e-voting on all the Resolutions forming part of the agenda of the AGM; the period for remote e-voting commenced on Saturday, 26th September, 2015 at 9.00 a.m. and ended on Tuesday, 29th September, 2015 at 5:00 p.m.

The Chairman advised that those who had not been able to cast their votes by remote e-voting, may avail the facility of voting through ballot paper provided at the AGM venue once the resolutions as per agenda are read.

The Chairman thereafter read the Resolutions as follows

Ordinary Business:

1. To receive, consider and approve the Profit & Loss Account for the year ended on March 31, 2015 and Balance Sheet as on the said date together with the Auditor and Director's report thereon.
2. Appointment of M/s. Haribhakti & Co. LLP, Chartered Accountants as Statutory Auditors of the Company for the financial year 2015-16 and to fix their remuneration.
3. Special Business - Ordinary Resolution:
Appointment of Cost Auditor of the Company
4. Special Business-Ordinary Resolution:
Appointment of Mr. Ganpatraj Chowdhary as Director of the Company
5. Special Business – Special Resolution
Appointment of Mr. Siddharth Chowdhary as Director of the Company
6. Special Business – Special Resolution
Appointment of Mr. Keerthinarayanan A. Hemmige as Independent Director of the Company
7. Special Business – Special Resolution
Appointment of Mr. Murli Ranganathan as Independent Director of the Company

- VII. The Chairman thereafter announced the commencement of casting of vote through ballot paper and on completion of voting, the AGM concluded at 2.30 p.m.

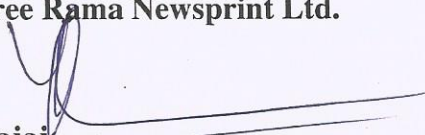


VIII. The Scrutinizers report dated 1st October, 2015, containing results of remote e-voting and voting conducted at AGM venue was presented to the Chairman, in terms of which all resolutions were passed with requisite majority. Results of the same is attached and will also be posted on the website of the Company.

Thanking you,

Yours faithfully,

For **Shree Rama Newsprint Ltd.**



V. D. Bajaj

Executive Director

DIN: 00034710

Encl: as above

SCRUTINIZER'S REPORT

To,
The Chairman
Shree Rama Newsprint Limited
Village Barbodhan,
Taluka Olpad,
District: Surat- 395005.

Dear Sir,

Subject : Consolidated Scrutinizer's Report on Remote E-voting pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and Poll at the AGM venue pursuant to Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 at the 24th Annual General Meeting of M/s. Shree Rama Newsprint Limited held on Wednesday, the 29th day of September, 2015 at 2.00 p.m. at Village Barbodhan, Taluka Olpad, District: Surat - 395005

I, Ravi Kapoor, a Company Secretary in practice, have been appointed by the Board of Directors of M/s. Shree Rama Newsprint Limited (the Company) as a Scrutinizer for the purpose of scrutinizing the remote e-voting and poll at the Annual General Meeting (AGM) venue and ascertaining the requisite majority, on the resolutions contained in the notice to the 24th Annual General Meeting (AGM) of the members of the Company, held on Wednesday, the 30th day of September, 2015 at 2.00 p.m. at Village Barbodhan, Taluka Olpad, District: Surat - 395005.

The Notice dated 11th August, 2015 along with the statement setting out material facts under Section 102 of the Act were sent to the Shareholders in respect of the below mentioned resolutions passed at the Annual General Meeting of the Company.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the Rules relating to voting on the resolutions contained in the Notice of 24th Annual General Meeting (AGM) of the members of the Company. My responsibility as a Scrutinizer for the voting process is restricted to presenting a Scrutinizer's Report of the votes cast "in favour" or "against" or "abstained", in respect of the resolutions stated below, based on the reports generated from the e-voting system provided by Central Depository System Limited (CDSL), the authorized agency to provide e-voting facilities, engaged by the Company.

The Company had also provided poll at the AGM venue facility to the Shareholders present at the Annual General Meeting and who had not cast their vote earlier through remote e-voting facility.

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



Ravi Kapoor

E-Voting:

The e-voting period remained open from Saturday 26.09.2015 at 09.00 A.M. and ends on Tuesday 29.09.2015 at 05.00 P.M.

- (i) The members of the Company as on the "cut-off" date i.e. 25th September, 2015 were entitled to vote on the resolutions (items no. 1 to 7 as set out in the notice of the 24th Annual General Meeting of the Company).
- (ii) The votes cast under remote e-voting facility were thereafter unblocked in presence of two witnesses, who were not in employment of the Company.
- (iii) The Corporate members, who had participated in the remote e-voting, had provided the scanned copy of the resolution passed at the Board of Directors for authorization to exercise their votes through e-voting.

Poll:

- (i) The Company had provided the facility for voting through ballot or polling paper at the AGM and members, who have not cast their vote by remote e-voting, was allowed to exercise their right to vote at the meeting.
- (ii) The polling papers in Form MGT-12 as per the Companies (Management and Administration) Rules, 2015 were distributed to the Shareholders present. The shareholders cast their votes in one ballot box kept at convenient places at the venue.
- (iii) The locked ballot box was subsequently opened before me, in presence of two witnesses, who were not in employment of the Company and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company and the authorizations/proxies lodged with the Company.

Item No. 1- Ordinary Resolution

Adoption of Balance sheet, Statement of Profit and Loss for the year ended on 31st March, 2015 and the report of Directors and Auditors thereon.

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes	
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares
Remote E-Voting	18991	19	18891	99.47	1	100	0.53	0	0
Poll at the AGM	88314598	34	88314022	99.99	2	576	0.01	3	201
Total	88333589	53	88332913	100	3	676	0.00	3	201

Ravi Kapoor & Associates

4th Floor,
'Shaival Plaza',
Gujarat College Road,
Ellisbridge, Ahmedabad-380 006.
☎ 26420336/7/9 (R) 26568212
Fax : 079-26424100 (M) 98250 63147
E-mail : ravi@ravics.com

**Company Secretaries
& Trade Mark Agent**

Item No. 2- Ordinary Resolution

Ratification for appointment of M/s. Haribhakti & Co. LLP., Chartered Accountants as a Statutory Auditors.

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes	
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares
Remote E-Voting	18991	19	18891	99.47	1	100	0.53	0	0
Poll at the AGM	88314598	35	88314597	100	1	1	0.00	3	201
Total	88333589	54	88333488	100	2	101	0.00	3	201

Item No. 3- Ordinary Resolution

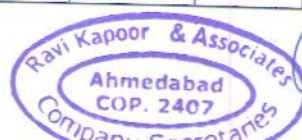
Appointment of Cost Auditor of the Company.

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes	
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares
Remote E-Voting	18991	19	18891	99.47	1	100	0.53	0	0
Poll at the AGM	88314598	35	88314597	100	1	1	0.00	3	201
Total	88333589	54	88333488	100	2	101	0.00	3	201

Item No. 4- Ordinary Resolution

Appointment of Mr. Ganpatraj Chowdhary as Director of the Company

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes	
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares
Remote E-Voting	18991	17	18541	97.63	2	450	2.37	0	0



Ravi Kapoor

Ravi Kapoor & Associates
 4th Floor,
 'Shaival Plaza',
 Gujarat College Road,
 Ellisbridge, Ahmedabad-380 006.
 ☎ 26420336/7/9 (R) 26568212
 Fax : 079-26424100 (M) 98250 63147
 E-mail : ravi@ravics.com
**Company Secretaries
 & Trade Mark Agent**

Poll at the AGM	88314598	35	88314597	100	1	1	0.00	3	201
Total	88333589	52	88333138	100	3	451	0.00	3	201

Item No. 5- Ordinary Resolution

Appointment of Mr. Siddharth Chowdhary as Director of the Company.

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes	
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares
Remote E-Voting	18991	17	18541	97.63	2	450	2.37	0	0
Poll at the AGM	88314598	35	88314597	100	1	1	0.00	3	201
Total	88333589	52	88333138	100	3	451	0.00	3	201

Item No.6- Ordinary Resolution

Appointment of Mr. Keerthinarayanan A. Hemmige as an Independent Director of the Company

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes	
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares
Remote E-Voting	18991	19	18891	99.47	1	100	0.53	0	0
Poll at the AGM	88314598	35	88314597	100	1	1	0.00	3	201
Total	88333589	54	88333488	100	2	101	0.00	3	201

Ravi Kapoor


**Ravi Kapoor
&
Associates**

4th Floor,
'Shaival Plaza',
Gujarat College Road,
Ellisbridge, Ahmedabad-380 006.
☎ 26420336/7/9 (R) 26568212
Fax : 079-26424100 (M) 98250 63147
E-mail : ravi@ravics.com

**Company Secretaries
& Trade Mark Agent**

Item No.7- Ordinary Resolution

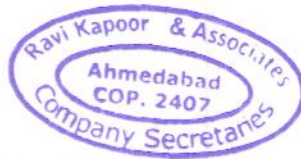
Appointment of Mr. Murli Ranganathan as Independent Director of the Company

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes	
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares
Remote E-Voting	18991	19	18891	99.47	1	100	0.53	0	0
Poll at the AGM	88314598	35	88314597	100	1	1	0.00	3	201
Total	88333589	54	88333488	100	2	101	0.00	3	201

Thanking you,
Yours Faithfully,

Ravi Kapoor
Scrutinizer

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



Date: 01/10/2015
Place: Ahmedabad