



K. M. Sugar Mills Ltd.

Corporate Office and works : Moti Nagar, Faizabad-224 201 (U.P.)

Phone No. : 05278-254059, 254094, 254027; Fax no. : 05278-254575

CIN No. : L15421UP1971PLC003492, Mail ID : kmsugar@gmail.com

Website : www.kmsugar.com



To,
National Stock Exchange Of India Limited,
Exchange Plaza ,C-1,Block -G,
Bandra Kurla Complex ,Bandra (E),
Mumbai-400051

Dear Sir,

Sub: Clarification regarding resignation of Independent Director Shri R.S Shukla and Appointment of Shri H.P Singhania, Shri S. K Gupta and Mrs. Madhu Mathur in the Board meeting held on May 29, 2019.

This refers to your mail dated 21/06/2019 on the captioned subject and seeking our clarification.

We submit our reply to as follows:-

1) Resignation of R.S Shukla as the Independent Director:-

Further, please find below the details as require under Regulation 30 of SEBI LODR:

i. Detailed reasons for the resignation of independent directors as given by the said director shall be disclosed by the listed entities to the stock exchanges. -

As per the Resignation letter dated May 29, 2019 received from Mr. R.S Shukla- Independent Director of the Company, the reason was due to personal and unavoidable circumstances.

ii. The independent director shall, along with the detailed reasons, also provide a confirmation that there is no other material reasons other than those provided. - The same has been disclosed and confirmed by Mr. R.S Shukla- Independent Director of the Company in his resignation letter dated May 29, 2019.

Please find enclosed the Resignation letter dated May 29, 2019 received from Mr. R.S Shukla, Independent Director of the Company as Annexure I.

2) **Disclosure of relationships between director:-**The Directors, who have been appointed, are not related to each other and are independent.

3) **Brief profile:-** The profile of independent Directors recommended for the appointment are as follows:-

(i) Profile: Mr. H.P. Singhania

Mr. H.P. Singhania was a Board Member of Bank of India, Ex-Vice President of Board of Cricket Control of India (BCCI), Marylbone Cricket Club (MCC) Lords, and London and in various companies of J.K. Group. Presently, he is on the Board of the Company and provides suggestions on commercial matters. He is also on the Board of Sir Shadi Lal Distillery Limited. He holds nil (0.00%) equity shares in the Company.

Regd. Office : 11, Moti Bhawan, Collectorganj, Kanpur - 208001 (U.P.) Phone : 0512-2310762
Branch Office : 76, Eldeco Green, Gomtinagar, Lucknow-226 010 Phone : 0522-4079561 Fax : 2308772

(ii)Profile: Mr. S.K. Gupta

Mr. S.K. Gupta is M.Sc. in Sugar Technology from ANSI and DIM from IGNOU. He served as Director at National Sugar Institute, Kanpur, Ministry of Food & Public Administration, New Delhi, and U.P. State Sugar Corporation. He also acted as an expert Advisor for the Study of Status of Sugar Status and suggested road map for its development. He was also awarded LIFE TIME ACHIEVEMENT AWARD by The Sugar Technologists Association of India. Presently, he is on the Board of the Company and provides critical suggestions on technical matters, which are beneficial to the Company. He holds nil (0.00%) equity shares in the Company.

(iii)Profile: Mrs. Madhu Mathur

Mrs. Madhu Mathur has a vast experience of working with UNO and expert in Social Service. Presently, she is on the Board of the Company and provides critical suggestions on Corporate Social Responsibility matters, which are beneficial to the Company. She holds nil (0.00%) equity shares in the Company. Her guidance and suggestions shall be in the interest of the Company to carry out the CSR.

4) Date of appointment/cessation & term of appointment:-Shri R.S Shukla resigned from the Board w.e.f. 29 May, 2019 and his resignation was approved in the Board Meeting held on 29/05/2019.

Mrs. Madhu Mathur, Mr. H.P. Singhania, Mr. S.K. Gupta, appointed as Independent Directors of the Company in the Board Meetings held on 29-05-2019, which is subject to approval of the shareholders of the Company by passing a special resolution. They are proposed to be appointed as Independent Directors for a term of five consecutive years from the date of re-appointment

It is requested to please take note of the above.

Thanking you.

Date:28/06/2019

Yours faithfully,

For KM Sugar Mills Limited.


(Company Secretary)

Annexure - 1.

R.S Shukla

C-240, Indira Nagar,
Lucknow-226011
M- 9450452272
Date: 29.05.2019.

To
The Board of Directors
K M Sugar Mills Ltd,
11, Moti Bhawan. Collector ganj,
KANPUR — 208001
UTTAR PRADESH.

Sub: Resignation from the Directorship

Dear Sirs,

I R.S Shukla R/o C-240, Indira Nagar, Lucknow-226011, India, due to my personal and unavoidable circumstances, I hereby tender my resignation from the Directorship of the Company with immediate effect. Kindly accept this letter as my resignation with immediate effect from 29/05/2019, from the post of Director of K M Sugar Mills Ltd. CIN No L15421UP1971PLC003492 and relieve me of my duties.

I further state that there are no other material reasons other than those provided.

Kindly acknowledge the receipt of this resignation letter and arrange to submit the necessary forms with the office of the Registrar of Companies, to that effect.

Thanking You,

Yours Faithfully,



Name: RS. SHUKLA
Din: 02604284



Accepted.