

SIMBHAOLI SUGARS LIMITED*

(Registered Office: Simbhaoli - 245 207, District Hapur, Uttar Pradesh)

(CIN: L15122UP2011PLC044210)

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**Name changed from M/s Simbhaoli Spirits Limited to M/s Simbhaoli Sugars Limited in pursuance to Scheme of Amalgamation, sanctioned by the Hon'ble High Court of Judicature at Allahabad*

Dear Members,

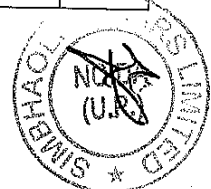
Regarding 6th Annual General Meeting of the members of Simbhaoli Sugars Limited held on Monday September 18, 2017-Clarification on Resolution for Preferential Allotment as proposed under Item No 10 of the Notice dated Aug 22, 2017

With reference to the resolution (Item no.10 of the Notice dated August 22, 2017) passed at the Annual General Meeting (AGM) of the members of Simbhaoli Sugars Limited (herein after referred as 'the Company') held on Monday, September 18, 2017 for proposed allotment of 50,00,000 Warrants convertible into equivalent numbers of equity shares of ₹ 10/- each at an issue price of ₹ 32.10 (inclusive of premium of ₹ 22.10) per equity share aggregating an issue size of ₹ 1605 lakhs, this is to inform the members that pursuant to the stipulations of proposed restructuring with lenders under the Corporate Debt Restructuring (CDR)/Joint Lender Forum (JLF) of the Reserve Bank of India mechanism, the Company has already received ₹ 789.92 Lakhs in the form of unsecured loans from the Proposed Allottees and the balance consideration of ₹ 815.08 Lakhs shall be infused by the Proposed Allottees from time to time on or before the conversion of the said warrants (i.e. warrants proposed to be allotted shall be converted only after the receipt of the full consideration) within a period of 18 months of the allotment of the Warrants. In case, the Proposed Allottees fail to infuse the balance funds into the Company within prescribed time, the upfront payment of 25% of the consideration of those Warrants, as may remain unexercised at the end of tenure, received against the subscription of Warrants shall stand forfeited by the Company.

This clarification shall be read along with the Notice of AGM dated August 22, 2017.

Further, please find below the shareholding pattern pre allotment of warrant and post allotment and conversion thereof.

S. No	Category of Shareholders	Pre-Issue Equity Holding		No of Warrants Allotted	#Post conversion of Warrants & prior to Reclassification		# Post reclassification & post conversion of Warrants	
		No. of Shares	%		No. of Shares	%	No. of Shares	%
A	Promoters and Promoter Group							
	1 (a) Indian Promoters	18215790	48.6	5000000	23215790	54.65	17574940	41.37
	(b) Foreign Promoters	0		0		0.00	0	0.00
	Sub Total	18215790	48.6	5000000	23215790	54.65	17574940	41.37
B	Non Promoter							
	2 Institutional Investors	0	0	0		0.00	0	0.00
	a) Mutual Funds/UTI	1755	0	0	1755	0.00	1755	0.00
	b) Financial Institutions/Banks	9388	0.03	0	9388	0.02	9388	0.02
	c) Insurance Companies/Govt Institutions	0	0	0	0	0.00	0	0.00



d) Foreign Institutional Investors	1	0	0	1	0.00	1	0.00
e) Qualified Foreign Investors	0	0	0	0	0.00	0	0.00
f) Venture Capital Funds	0	0	0	0	0.00	0	0.00
Sub Total	11144	0.03	0	11144	0.03	11144	0.03
3. Others							
a) Bodies Corporate	8087031	21.58	0	8087031	19.04	10164766	23.93
b) Individual Holdings	10607452	28.3	0	10607452	24.97	14170567	33.36
c) NBFCCs registered with RBI	42000	0.11	0	42000	0.10	42000	0.10
d) Foreign Companies	0	0	0	0	0.00	0	0.00
e) Non-Resident Individuals	207611	0.55	0	207611	0.49	207611	0.49
f) Clearing Member	307541	0.82	0	307541	0.72	307541	0.72
g) Hindu Undivided Families	0	0	0	0	0.00	0	0.00
h) Directors/Relatives/PAC	0	0	0	0	0.00	0	0.00
i) Trust/Other	451	0	0	451	0.00	451	0.00
Sub Total	19252086	51.37	0	19252086	45.32	24892936	58.60
Total	37479020	100	5000000	42479020	100.00	42479020	100.00

The post shareholding pattern has been prepared presuming conversion of all the Warrants. It may vary depending upon any other corporate action in between.

We also humbly request that members who have not registered their e-mail addresses so far, are requested to register their e-mail addresses for receiving all communications including Annual Report, Notices, Circular, etc. from the Company in electronic mode. The Ministry of Corporate Affairs has taken measures of "Green initiative in Corporate Governance" that it will be in compliance, if the Annual Report and related documents is sent through e-mail, to support this green initiative, members holding shares in demat form are requested to provide their e-mail ID to the depository through their concerned depository participant and members holding shares in physical form are requested to provide e-mail ID to the Company's RTA, M/s Mas Services Limited by filling the form available on the Company's website and also update the e-mail address as and when there is any change.

This is for your information.

For and on behalf of the Board of Directors
of Simbhaoli Sugars Limited

Date: November 20, 2017

Place: Noida



Kamal Samtani

Kamal Samtani
Company Secretary
Membership No. FCS-5140