



Ref: NSE/LIST/214311-P

August 27, 2013

The Company Secretary
Shree Renuka Sugars Limited
7th Floor, Devchand House,
Shiv Sagar Estate, Dr. Annie Besant Road,
Worli,
Mumbai – 400 018

Kind Attn.: Mr. D. V. Iyer

Dear Sir,

Sub.: Observation letter for Scheme of Amalgamation of Renuka Commodities DMCC into Shree Renuka Sugars Limited and their respective shareholders and creditors.

We are in receipt of the draft Scheme of Amalgamation of Renuka Commodities DMCC into Shree Renuka Sugars Limited and their respective shareholders and creditors.

We have perused the draft Scheme of Amalgamation and the related documents/details submitted by Shree Renuka Sugars Limited including the confirmation of the Company Secretary that the Scheme so submitted does not in any way violate, over-ride or circumscribe the provisions of Securities Laws or the Stock Exchange requirements.


Pursuant to SEBI Circular No. CIR/CFD/DIL/5/2013 dated February 04, 2013 and SEBI Circular no. CIR/CFD/DIL/8/2013 dated May 21, 2013. SEBI has vide letter dated August 26, 2013 has given its comments as follows:

- a) Fairness opinion submitted by the company is to be displayed on the website of the company along with various documents submitted pursuant to the circulars.
- b) The company shall duly comply with various provisions of the Circulars.

Accordingly, we do hereby convey our 'No-Objection' with limited reference to those matters having a bearing on listing / delisting / continuous listing requirements within the provisions of the Listing Agreement, so as to enable the Company to file the Scheme with the Hon'ble High Court.

However, the Exchange reserves its right to withdraw this No-objection approval at any stage if the information submitted to the Exchange is found to be incomplete / incorrect / misleading / false or for any contravention of Rules, Bye-laws and Regulations of the Exchange, Listing Agreement, Guidelines / Regulations issued by statutory authorities.

Yours faithfully,
For National Stock Exchange of India Limited

 Kamlesh Patel
Manager