

RAJAPALAYAM MILLS LIMITED

(AN ISO 9001:2008 CERTIFIED ORGANIZATION)

Regd. Office : Rajapalayam Mills Premises, P.A.C. Ramasamy Raja Salai,
Post Box No. 1, Rajapalayam, Tamil Nadu, Pin : 626 117.



CIN No. : L17111TN1936PLC002298
Website : www.rajapalayammills.co.in

Telephone : 91 4563 235666 (5 lines)
Fax : 91 4563 236520
E-mail : rajacot@ramcotex.com
rajacot@bsnl.in



Chairman

Shri P.R. Ramasubrahmaneya Rajha

M/s. BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001.

Scrip Code: 532503

No.

Date : 04-06-2017

Dear Sir,

Sub: Outcome of the Board Meeting held on 04-06-2017

Ref: Regulation 30, read with Para A, Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In accordance with Article 16A of the Articles of Association of the Company, Shri P.R. Venketrama Raja has been appointed as the Chairman of the Board. A brief profile of the Chairman, is enclosed as Annexure - I.

The Board of Directors have decided to convene 81st Annual General Meeting of the Members of the Company on Thursday, the 10th August, 2017.

The term of office of the retiring statutory auditors is expiring at the conclusion of the forthcoming 81st Annual General Meeting and the auditors are not eligible for reappointment as per Section 139(2)(b) of the Companies Act, 2013. The Board of Directors have proposed the appointment of M/S. N.A. Jayaraman & Co., Chartered Accountants and M/s. SRSV & Associates, Chartered Accountants, as Statutory Auditors of the Company to hold office from the conclusion of 81st Annual General Meeting of the Company till the conclusion of 86th Annual General Meeting of the Company. A brief profile of the Auditors, is enclosed as Annexure - II. The proposal is subject to approval of Shareholders at the forthcoming 81st Annual General Meeting and subject to ratification by the Shareholders at every intervening Annual General Meeting.

Thanking you,
Yours faithfully,

For RAJAPALAYAM MILLS LIMITED

A. ARULPRANAVAM
SECRETARY

Encl: As above.

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Annexure – I

BRIEF PROFILE OF SHRI P.R. VENKETRAMA RAJA, CHAIRMAN

Shri P.R. Venketrama Raja (DIN: 00331406) aged 58, has a Bachelor's Degree in Chemical Engineering from University of Madras and Masters in Business Administration from University of Michigan, USA. He has been on the Board of Rajapalayam Mills Limited since 1986. He has more than 3 decades of Industrial Experience with specific knowledge in Textiles, Cement and Information Technology sectors. He is also the Chairman of Stakeholders Relationship Committee and Corporate Social Responsibility Committee of the Company.

Shri P.R. Venketrama Raja is a Director in the following Companies:

1. The Ramco Cements Limited
2. Ramco Industries Limited
3. Ramco Systems Limited
4. The Ramaraju Surgical Cotton Mills Limited
5. Sri Vishnu Shankar Mill Limited
6. Sandhya Spinning Mill Limited
7. Rajapalayam Textile Limited
8. LYNKS Logistics Limited
9. Sri Sandhya Farms (India) Private Limited
10. Sri Saradha Deepa Farms Private Limited
11. Ramamandiram Agricultural Estate Private Limited
12. Nalina Agricultural Farms Private Limited
13. Ramco Systems Corporation, USA
14. Ramco Systems Limited, Switzerland
15. Ramco Systems Sdn Bhd., Malaysia
16. Ramco Systems Pte. Limited, Singapore
17. Sri Ramco Lanka (Private) Limited, Sri Lanka
18. Sri Ramco Roofings Lanka Private Limited - Sri Lanka
19. RCDC Securities and Investments Private Limited
20. Nirmala Shankar Farms & Estates Private Limited
21. Sri Nithyalakshmi Farms Private Limited
22. Ram Sandhya Farms Private Limited
23. RSL Enterprise Solutions (Pty) Limited, South Africa
24. Ramco Systems Canada Inc., Canada
25. Ramco Systems FZ-LLC
26. Ramco Systems Australia Pty Limited, Australia

TIN No. 33166040048

C.S.T. No. 487801



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Shri P.R. Ramasubrahmaneya Rajha

Shri P.R. Venketrama Raja is a Member in the following Committees of the Board of other Companies:

Sl. No	Name of the Company	Name of the Committee	Position Held (Chairman / Member)
1	Rajapalayam Mills Limited	Stakeholders Relationship Committee	Chairman
2	Rajapalayam Mills Limited	Corporate Social Responsibility Committee	Chairman
3	The Ramco Cements Limited	Audit Committee	Member
4	The Ramco Cements Limited	Project Management Committee	Member
5	The Ramco Cements Limited	Stakeholders Relationship Committee	Chairman
6	The Ramco Cements Limited	Nomination and Remuneration Committee	Member
7	The Ramco Cements Limited	Corporate Social Responsibility Committee	Member
8	Ramco Industries Limited	Stakeholders Relationship Committee	Member
9	Ramco Industries Limited	Corporate Social Responsibility Committee	Member
10	Ramco Industries Limited	Risk Management Committee	Chairman
11	Ramco Systems Limited	Stakeholders Relationship Committee	Member
12	Ramco Systems Limited	Corporate Social Responsibility Committee	Chairman
13	Ramco Systems Limited	Allotment Committee	Member
14	Ramco Systems Limited	Fund Raising Committee	Member
15	Ramco Systems Limited	Right Issue 2013 Committee	Member
16	The Ramaraju Surgical Cotton Mills Limited	Stakeholders Relationship Committee	Member

Additional Information:

- Shri P.R. Venketrama Raja is a Promoter and has been on the Board of the Company since 1986.
- No. of Shares held in the Company : 14,66,080 shares (19.87%)
- Relationship with other Directors : Shri P.R. Venketrama Raja is son of Smt. R. Sudarsanam, Managing Director and father of Shri P.V. Abinav Ramasubramaniam Raja, Director of the Company.



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Annexure – II

BRIEF PROFILE OF AUDITORS

In accordance with Clause 7 of Para A, Part A of Schedule III, read with Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we give below the following information with regard to the proposed change of auditors.

Names of the Proposed Auditors	M/s. N.A. Jayaraman & Co., Chartered Accountants, (FRN: 001310S) M/s. SRSV & Associates, Chartered Accounts, (FRN 015041S)
Reason for Change	The existing Audit Firms have completed the maximum permitted tenure and hence, new auditors are being proposed in accordance with Section 139(2) of the Companies Act, 2013.
Date of Appointment	On the date of the forthcoming 81 st Annual General Meeting.
Term of Appointment	To hold office from the conclusion of 81 st Annual General Meeting till the conclusion of the 86 th Annual General Meeting (subject to ratification of their appointment by the Members at every intervening Annual General Meeting to be held after the forthcoming Annual General Meeting).
Brief Profile	<p>i) M/s. N.A. Jayaraman & Co., Proprietor : Mr. R. Palaniappan (Membership No.205112). Established in the year 1983, the firm is based at Chennai. Mr. R. Palaniappan is a Chartered Accountant and has got over 2 decades of experience and has varied expertise viz., Representations before Direct and Indirect Tax Authorities, Evaluation of internal control procedures and Audit mechanism etc.,</p> <p>ii) M/s. SRSV & Associates Partners: Mr. P. Santhanam (Membership No.018697) Mr. R. Subburaman (Membership No.020562) and Mr. V. Rajeswaran (Membership No.020881). Their firm is based at Chennai.</p>



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	<p>Mr. P. Santhanam is a Chartered Accountant and Company secretary and has got over 3 decades of experience in Industry and Practice.</p> <p>Mr. R.Subburaman is a Chartered Accountant with over 3 decades of experience in various industries covering steel, Building Materials and Chemicals.</p> <p>Mr. V. Rajeswaran is Chartered Accountant with over 3 decades of experience in industry. He is Gold Medalist in CA.</p> <p>All the three partners have varied expertise, viz. Representations before Direct and Indirect Tax Authorities, ROC, SEBI, Design and implementation of business process modules for efficient functioning of an organization, Setting up internal control procedures and Audit mechanism, etc.</p>
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