

RAJKAMALSYNTHETICSLIMITED

CIN No.: L45100MH1981PLC024344

Regd.Off.:411 Atlanta Estate Premises CHSL, G.M Link Road, Goregaon (East), Mumbai-400063. Ph. 022-48255368,46056970;

Email:rajkamalsynthetics@gmail.com

Date: January 05, 2024

To,
Department of Listing Operations.
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400 001

Trading Symbol: **RAJKSYN**

Scrip code: **514028**

Subject: Summary of proceedings of the Extra-Ordinary General Meeting (EGM) of the Company held on January 05, 2024.

Dear Sir/Madam,

The Extra Ordinary General Meeting (EGM) of the members of Rajkamal Synthetics Limited (“the Company”) was held today i.e. Friday, January 05, 2024 at 02:00 PM (IST) through Video Conferencing (“VC”)/ Other Audio Visual Means (“OAVM”) through the platform of CDSL in compliance with the circulars issued by the Ministry of Corporate Affairs.

Pursuant to Regulation 30(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 (“Listing Regulations”) read with Para A of Part A of Schedule III of the Listing Regulations, please find enclosed herewith Summary of proceedings of Extra Ordinary General Meeting of the Company held on Friday, January 05, 2024. This is for your information and record.

Thanking You,

FOR RAJKAMAL SYNTHETICS LIMITED

Ankur Ajmera
Managing Director & CEO
DIN-07890715

RAJKAMALSYNTHETICSLIMITED

CIN No.: L45100MH1981PLC024344

Regd.Off.:411 Atlanta Estate Premises CHSL, G.M Link Road, Goregaon (East), Mumbai-400063. Ph. 022-48255368,46056970;

Email:rajkamalsynthetics@gmail.com

SUMMARY OF PROCEEDINGS OF THE EXTRA ORDINARY GENERAL MEETING OF RAJKAMAL SYNTHETICS LIMITED

Pursuant to Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations), a summary of the proceedings of EGM held on Friday, January 05, 2024 through Video Conferencing (VC) /Other Audio-Visual Means (OAVM), as per MCA Circulars, is given below:

Meeting **commenced at 2.03 P.M. and concluded at 02:12 P.M.**

Mr. Ankur Ajmera, Managing Director and CEO occupied the Chair. All the Directors including Chairman of Audit Committee, Stake-Holders' Relationship Committee and Nomination & Remuneration Committee joined the meeting. The Statutory Auditors, Secretarial Auditors, Scrutinizer, Chief Financial Officer, Chief Executive Officer and Company Secretary also joined the meeting.

Mr. Ankur Ajmera, Managing Director and CEO welcomed shareholders, who have joined the Extra Ordinary General Meeting of the Company by virtual platform. 66 (Sixty-Six) members joined the meeting. In view of MCA circular, the facility to appoint proxy to attend and cast vote for the members was not provided for the EGM. After ascertaining that the requisite quorum for the meeting as per Companies Act, 2013 has joined the meeting, the Managing Director called the meeting to order. The Managing Director delivered his speech.

In notice dated December 06, 2023 of the Extra Ordinary General Meeting of the Company, appointment of Statutory Auditor to fill the casual vacancy of the Company and addendum to the Notice dated December 20, 2023, appointment of Mr. Raj Manishkumar Mehta (DIN: 07102601) as an independent director of the Company under the category of Non – Executive Director were taken as read.

Thereafter, the Managing Director & CEO summarized and explained the scope and implications of all the agenda as stated in the Notice.

Mr. Ankur Ajmera, Managing Director and CEO briefed shareholders inter alia, about certain procedural and technical aspects of the EGM. He informed that:

a) The Company had provided to the Shareholders, the facility to cast their vote electronically through remote e-voting facility provided by CDSL from Tuesday, January 02, 2024 from 9:00 a.m. (IST) to Thursday, January 04, 2024 till 5:00 p.m. (IST), on all resolutions set forth in the Notice of the EGM.

*

b) Shareholders who were present at the EGM and had not casted their vote electronically were provided an opportunity to cast their votes through e-voting during the Meeting.

c) The Company had given facility to members to send their questions/queries in advance on the email id as given in notice.

RAJKAMALSYNTHETICSLIMITED

CIN No.: L45100MH1981PLC024344

Regd.Off.:411 Atlanta Estate Premises CHSL, G.M Link Road, Goregaon (East), Mumbai-400063. Ph. 022-48255368,46056970;

Email:rajkamalsynthetics@gmail.com

d) Mr. Keyur Ghelani, Proprietor of M/s. K.P. Ghelani & Associates, Practicing Company Secretaries, was appointed as Scrutinizer for the purpose of scrutinizing the e-voting process in a fair and transparent manner.

e) The result of combined e-voting along with scrutinizer's report would be uploaded on the website of the Company i.e. www.rajkamalsynthetics.com as well as website of CDSL and Stock Exchange i.e. BSE Limited within 2 working days from the conclusion of the EGM.

Thereafter, the Managing Director summarized and explained the scope and implications of two special business agendas as stated in the Notice.

The following items of business, as per the Notice dated December 06, 2023 were transacted at the Meeting:

Special Business:

Ordinary Resolution-

1. APPOINTMENT OF STATUTORY AUDITOR TO FILL CASUAL VACANCY OF THE COMPANY FOR THE FINANCIAL YEAR 2023-2024.

Based on the recommendation of the Audit Committee (AC), the Board appointed M/s. ADV and Associates, Chartered Accountants (Firm Registration Number:128045W) as statutory auditor of the Company subject to approval by the Members.

Pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 3 of Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) and/or re-enactment(s) thereof, for the time being in force) M/s. ADV and Associates, Chartered Accountants to hold the office from this Extraordinary General Meeting, until the conclusion of ensuing Annual General Meeting of the Company to be held in 2024 at an annual remuneration/fees of Rs. 1,25,000 (Rupees One Lakh Twenty Five Thousand) plus out of pocket expenses and taxes as applicable from time to time, for the purpose of audit of the Company's accounts and was duly approved by the Board of Directors of the Company.

Special Resolution-

2. APPOINTMENT OF MR. RAJ MANISHKUMAR MEHTA (DIN: 07102601) AN NON EXECUTIVE & INDEPENDENT DIRECTOR OF THE COMPANY

Based on the recommendation of the Nomination and Remuneration Committee ("NRC"), the Board appointed Mr. Raj Manishkumar Mehta (DIN: 07102601) as an Additional Director in the category of Non-Executive & Independent Director of the Company not liable to retire by rotation, for a term of five years, i.e., from **December 18, 2023 upto December 17, 2028** (both days inclusive), subject to approval by the Members.

Pursuant to the provisions of Section 161(1) of the Companies Act, 2013 Mr. Raj Manishkumar Mehta shall hold office up to the date of this EGM and is eligible to be

RAJKAMALSYNTHETICSLIMITED

CIN No.: L45100MH1981PLC024344

Regd.Off.:411 Atlanta Estate Premises CHSL, G.M Link Road, Goregaon (East), Mumbai-400063. Ph. 022-48255368,46056970;

Email:rajkamalsynthetics@gmail.com

appointed as a Non- Executive Independent Director. The Company has, in terms of Section 160(1) of the Companies Act, 2013 received in writing notice from a Member, proposing his candidature for the office of Director.

Mr. Raj Manishkumar Mehta has given his declaration to the Board, inter alia, that (i) he meets the criteria of independence as provided under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 (ii) is not restrained from acting as a Director by virtue of any Order passed by SEBI or any such authority and (iii) is eligible to be appointed as a Director in terms of Section 164 of the Act. He has also given his consent to act as a Director.

In the opinion of the Board, Mr. Raj Manishkumar Mehta is a person of integrity, possesses relevant expertise/experience and fulfills the conditions specified in the Companies Act, 2013 and the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 for appointment as an Independent Director and he is independent of the management.

Thereafter, the Managing Director informed that pursuant to provisions of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided "remote e-voting" platform of Central Depository Services (India) Limited (CDSL) to the shareholders who held shares as on cut-off date i.e. December 29, 2023, for exercising their voting rights in electronic form, which started from December 02, 2024 at 9.00 AM and ended on December 04, 2024 at 5.00 PM.

The Managing Director informed that the Company has also provided the facility of "E-voting" on all the resolutions during EGM only for the shareholders who joined the meeting through Videoconference/other Audio Visual Means and had not casted vote through "Remote e-voting" and that Mr. Keyur Ghelani Company Secretaries has been appointed as a Scrutinizer to conduct the "remote e-voting" and "e-voting at EGM" in a fair and transparent manner.

It was further informed that since the Meeting was held through virtual mode and since Company has provided facility of voting through electronic modes, there is no requirement for proposing & seconding the resolutions and therefore invited all the members to cast their votes within next 15 minutes.

RAJKAMALSYNTHETICSLIMITED

CIN No.: L45100MH1981PLC024344

Regd.Off.:411 Atlanta Estate Premises CHSL, G.M Link Road, Goregaon (East), Mumbai-400063. Ph. 022-48255368,46056970;

Email:rajkamalsynthetics@gmail.com

The Managing Director then, with a permission of Chair, extended gratitude to all the Shareholders, Directors, Auditors and others for attending the Meeting on virtual platform and declared conclusion of proceedings of the meeting.

Yours faithfully,

For Rajkamal Synthetics Limited

Ankur Ajmera
Managing Director & CEO
DIN-07890715

RAJKAMALSYNTHETICSLIMITED

CIN No.: L45100MH1981PLC024344

Regd.Off.:411 Atlanta Estate Premises CHSL, G.M Link Road, Goregaon (East), Mumbai-400063. Ph. 022-48255368,46056970;

Email:rajkamalsynthetics@gmail.com

Details of Voting Results at Extra Ordinary General Meeting held on January 05, 2024.

[Pursuant to Regulation 44(3) of SEBI (Listing Obligation and Disclosure Requirement) Regulations,2015]

A. Details of Attendance at Extra Ordinary General Meeting:

Particulars	Details
Date of the EGM	January 05, 2024
Total number of equity shareholders as on Cut-off date of December 29, 2023	6209
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter Group	No arrangement for physical meeting or appointment of proxy was made as meeting was held through VC/OAVM
b) Public	
No. of Shareholders attended the meeting through Video Conferencing	66
a) Promoters and Promoter Group	3
b) Public	63

Yours faithfully,

For Rajkamal Synthetics Limited

Ankur Ajmera

Managing Director & CEO

DIN-07890715