

# COMSYN

Manufacturer & Exporter of : FIBC, PP Fabric, Woven Sacks, Bopp Bags, Tarpaulin & Flexible Packaging

COMSYN/BSE/2022-23

Date: 22<sup>nd</sup> October, 2022

Online Filing at: [www.listing.bseindia.com](http://www.listing.bseindia.com)

To,  
The General Manager,  
DCS-CRD  
BSE Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street Mumbai- 400001(MH)

**BSE Scrip ID: COMSYN      BSE Scrip Code: 539986**

**Sub: Filing of the Notice of 1/2022-23 Extra-ordinary General Meeting (EGM) to be held on 15<sup>th</sup> November, 2022.**

Dear Sir/Ma'am,

We are pleased to submit a Copy of the Notice of the 1/0222-23 Extra-ordinary General Meeting of the Company to be held on **Tuesday, the 15<sup>th</sup> Day of November, 2022** at 2:00 P.M. through Video Conferencing (VC)/Other Audio Visual Means (OAVM) at registered office of the company situated at Commercial House, 3-4, Jaora Compound, M.Y.H. Road, Indore (M.P.) 452001 shall be deemed as the venue for the Meeting and the proceedings of the AGM shall be deemed to be made thereat.

You are requested to please take on record the above said document for your reference and further needful.

Thanking You,  
Yours Faithfully,  
**FOR, COMMERCIAL SYN BAGS LTD.**

**CS SANDEEP PATEL  
COMPANY SECRETARY &  
COMPLIANCE OFFICER**

*Encl.: Notice of Extra-ordinary General Meeting.*

## **Commercial Syn Bags Limited**

**CIN: L25202MP1984PLC002669**

**Registered Office: Commercial House, 3-4, Jaora Compound, M.Y.H. Road, Indore -452001, M.P. INDIA**

**Ph. +91-731-2704007,4279525 Fax: +91-731-2704130 E-Mail: [mails@comsyn.com](mailto:mails@comsyn.com), Visit at : [www.Comsyn.com](http://www.Comsyn.com)**

**COMSYN**  
**COMMERCIAL SYN BAGS LIMITED**

CIN- L25202MP1984PLC002669

Regd. Office: Commercial House, 3-4, Jaora Compound, M.Y.H. Road,  
Indore (M.P.) 452001

Contact No.: 0731-4279525, Email ID: [investors@comsyn.com](mailto:investors@comsyn.com), Website : [www.comsyn.com](http://www.comsyn.com)

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## NOTICE

**Notice** is hereby given that 1/2022-23 Extra-Ordinary General Meeting of the members of **COMMERCIAL SYN BAGS LIMITED** will be held on **Tuesday, the 15<sup>th</sup> day of November, 2022** at 2:00 P.M. through Video Conferencing (VC)/Other Audio Visual Means (OAVM) at registered office of the company situated at Commercial House, 3-4, Jaora Compound, M.Y.H. Road, Indore (M.P.) 452001 which shall be deemed as the venue for the Meeting and the proceedings of the EGM to be made thereat, to transact the following businesses:

**SPECIAL BUSINESS:**

**1. To approve the increase in the Authorised Share Capital of the Company**

To consider and if thought fit, to convey assent or dissent to the following **Ordinary Resolution:**

“**RESOLVED THAT** pursuant to the provisions of section 13, 61, 64 and other applicable provisions, if any, of Companies Act, 2013 and the rules notified there under (including any statutory modification(s), amendments or re-enactment(s) thereof for the time being in force) and further subject to any other laws and regulations, as may be applicable and the enabling provisions of Articles of Associations of the Company the approval of members of the Company be and is hereby accorded to increase the Authorized Share Capital of the company from Rs.15,00,00,000 (Rupees Fifteen Crore Only) divided into 1,50,00,000 (One Crore Fifty Lakhs Only) Equity Shares of 10/- each (Rupees Ten only) to Rs. 40,00,00,000/- (Rupees Forty Crore Only) divided into 4,00,00,000 (Four Crores Only) Equity Shares of Rs 10 /- each (Rupees Ten only) ranking pari passu with the existing equity shares of the company.”

**2. To approve the alteration of the Clause V of Memorandum of Association of the Company:**

To consider and if thought fit, to convey assent or dissent to the following **Special Resolution:**

“**RESOLVED THAT** pursuant to the provisions of section 13, 61 and 64 and other applicable provisions, if any, of Companies Act, 2013 and the rules notified thereunder (including any statutory modification(s), amendments or re-enactment(s) thereof for the time being in force) and further subject to any other laws and regulations, as may be applicable and the enabling provisions of Articles of Associations of the Company the approval of members of the Company be and is hereby accorded to alter the Clause V of the Memorandum of Association of the Company by way of substitution with the following new Clause V:

“**V.** The Authorized capital of the Company is Rs.40,00,00,000 (Rupees Forty Crores) divided into 4,00,00,000 (Four Crores only) Equity Shares of Rs. 10/- (Rupees Ten only) each with the power to increase and reduce the Capital of the Company and to alter, convert, re-classify, into several classes of stock or shares and to divide or sub-divide and consolidate the same with the power to attach thereto respectively such preferential, deferred, or special rights, privileges or conditions or restrictions, as may be determined by or in accordance with the Articles of Association of the Company from time to time.”

**3. To approve the issuance of Bonus Shares by way of capitalization of Security Premium/Free Reserves.**

To consider and if thought fit, to convey assent or dissent to the following **Special Resolution:**

**“RESOLVED THAT** in accordance with the provisions of Section 23, 63 and all other applicable provisions of the Companies Act, 2013 read with the Companies (Share Capital and Debentures) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) relevant provisions of Memorandum of Association and the provision of Article 165 of the Articles of Association of the Company, the Securities and Exchange Board of India (‘SEBI’) (Issue of Capital and Disclosure Requirements) Regulations, 2018, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, [including any statutory modification(s) or re-enactment(s) thereof, for the time being in force] and other applicable regulations, rules and guidelines issued by SEBI and the Reserve Bank of India (‘RBI’) from time to time, and subject to such approvals, consents, permissions, conditions and sanctions as may be necessary from appropriate authorities, the consent of the members be and is hereby accorded to capitalize a sum of Rs.26,63,48,000 (Twenty Six Crores Sixty Three Lakhs Forty Eight Thousand) out of the Security Premium Account/Free Reserves and/or accumulated surplus of profits available for distribution among the holders of existing fully paid equity shares of Rs. 10/- each of the Company, whose names will appear in the Register of Members / Beneficial Owners’ Position of the Company on Record Date to be decided by the Board of Directors for this purpose (which expression shall also include a Committee thereof/ the Chairman and Managing Directors), by way of increase of the paid up share capital for the nominal amount of the equity share capital of the Company held by each such shareholder, and not as income or in lieu of dividend, credited as 2,66,34,800 (Two Crores Sixty Six Lakhs Thirty four Thousand Eight Hundred) new fully paid equity shares of Rs. 10/- each as bonus shares in the proportion of 2 (Two) new equity bonus share of Rs. 10/- each for every 1 (One) existing fully paid equity share(s) of Rs. 10/- each held by the members as on record date.

**RESOLVED FURTHER THAT** the bonus shares so allotted shall rank pari passu and shall carry the same right in all respects with the existing equity shares of the Company as on the record date and the same shall be subject to the terms and conditions contained in Memorandum of Association and the provision of Article 165 of Articles of Association of the Company and such shares shall be entitled to participate in full in any dividend(s) to be declared after the bonus shares are allotted.

**RESOLVED FURTHER THAT** the New Equity Shares will be credited in electronic form to the Demat accounts of the shareholders who hold the existing equity shares in electronic form within the period prescribed.

**RESOLVED FURTHER THAT** the allotment of equity bonus shares to the extent that they relate to non-resident including Non-Resident Indians (NRIs) Members of the Company, shall be subject to the approval, if any, of the Reserve Bank of India under the Foreign Exchange Management Act, 1999, as amended or any other Regulatory authority, if any, as may be necessary.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to take necessary steps for listing and trading approval of the aforesaid bonus equity shares so allotted on the BSE Ltd. where the equity shares of the Company are listed as per the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended from time to time and other applicable laws, rules, regulations and guidelines.

**RESOLVED FURTHER THAT** for the purpose of giving effect to the above, the Board of directors including a Committee thereof duly constituted by the Board (with power to delegate to any Officer of the Company), be and is hereby authorized on behalf of the Company to take all actions and do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, desirable or expedient to the issue or allotment of aforesaid Securities, filing of corporate action for addition of new equity shares for change in the capital structure with the Central Depository Services (India) Ltd. and/or National Security Depository Limited and incorporate lock in of the bonus equity shares if any, as may be required and seeking approval for listing and trading of the same from the stock exchange as may be required and to resolve and settle all questions and difficulties that may arise in the proposed issue, offer and allotment of the aforesaid Securities, and to do all acts, deeds and things in connection therewith and incidental thereto as the Board or Committee in its absolute discretion deem fit, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution.

Date: 22<sup>nd</sup> October, 2022

Place: Indore

**Commercial Syn Bags Limited**

CIN: L25202MP1984PLC002669

Regd. Office: Commercial House,

3-4, Jaora Compound, M.Y.H. Road

Indore (M.P.) 452001

**By order of the Board of Directors**

**Sd/-**

**Sandeep Patel**

**Company Secretary**

**ACS 54908**

**NOTES:**

**For e-voting and Joining Virtual meetings.**

1. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020. The forthcoming AGM/EGM will thus be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM/EGM through VC/OAVM.
2. Pursuant to the 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 SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020. The Company is providing facility of remote e-voting to its members in respect of the business to be transacted at the EGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means and independent agency for providing necessary platform for Video Conferencing/OAVM and necessary technical support as may be required. Therefore, the facility of casting votes by a member using remote e-voting system as well as e-voting on the day of EGM will be provided by CDSL.
3. The Members can join the EGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM through VC/OAVM will be made available to at least 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more Shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel and the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the EGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this EGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM/EGM through VC/OAVM and cast their votes through e-voting.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the EGM has been uploaded on the website of the Company at [www.comsyn.com](http://www.comsyn.com). The Notice can

also be accessed from the websites of the Stock Exchange i.e. BSE Ltd. at [www.bseindia.com](http://www.bseindia.com). The EGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the EGM) i.e. [www.evotingindia.com](http://www.evotingindia.com).

7. The EGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020, MCA Circular No. 20/2020 dated May 05, 2020.
8. The recorded transcript of the forthcoming EGM shall also be made available on the website of the Company [www.comsyn.com](http://www.comsyn.com) as soon as possible after the Meeting is over.
9. The remote e-voting facility will be available during the following period after which the portal shall forthwith be blocked and shall not be available for remote e-voting:-

<b>Commencement of remote e-voting</b>	<b>9.00 am (IST) on Saturday, 12<sup>th</sup> November, 2022</b>
<b>End of remote e-voting</b>	<b>5.00 pm (IST) on Monday, 14<sup>th</sup> November, 2022</b>

Once the vote on a resolution is casted by the member, the member shall not be allowed to change it subsequently.

10. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the **cut-off date i.e., Tuesday, 8<sup>th</sup> November 2022** only shall be entitled to avail the facility of remote e-voting as well as e- voting at the EGM.
11. The voting rights of members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the **cut-off date i.e., Tuesday, 8<sup>th</sup> November 2022**.
12. CS Ishan Jain, Company Secretary in Practice (F.R. No.: S2021MP802300, M. No. FCS 9978 & C.P. No. 13032), proprietor of M/s Ishan Jain & Co., Company Secretaries, Indore has been appointed as the Scrutinizer to scrutinize the e-voting at the EGM and remote e-voting process in a fair and transparent manner.
13. Members desirous of obtaining any information concerning Operations of the Company are requested to address their questions in writing to the Company at least 7(Seven) days before the date of the Meeting at its email id [investors@comsyn.com](mailto:investors@comsyn.com) so that the information required may be made available at the Meeting.
14. Relevant documents referred to in the accompanying Notice are open for inspection by the members at the registered office of the Company on all working days, except Saturday, between 2:00 P.M and 4:00 P.M up to the date of the meeting.
15. The Members are requested to:
  - a) Quote their ledger folio number in all their correspondence.
  - b) Send their Email address to RTA for prompt communication and update the same with their DP to receive softcopy of the Notice of the EGM.
  - c) Intimate changes, if any, in their registered addresses immediately.
16. Members are requested to notify immediately any change in their address and also intimate their active E-Mail ID to their respective Depository Participants (DPs) in case the shares are held in demat form and in respect of shares held in physical form to the Registrar and Share Transfer Agent Bigshare Services Pvt. Ltd, 1<sup>st</sup> Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road, Marol, Andheri (East), Mumbai, Maharashtra, 400059 having email Id [investor@bigshareonline.com](mailto:investor@bigshareonline.com) to receive the soft copy of all communication and notice of the meeting etc., of the company.
17. The Register of Directors and Key Managerial Personnel and their shareholding, and the Register of Contracts or Arrangements in which the directors are interested, maintained under the Companies Act, 2013 will be available for inspection by the Members electronically during the EGM. Members seeking to inspect such documents can send an email to [investors@comsyn.com](mailto:investors@comsyn.com).
18. As per SEBI Circular dated 20<sup>th</sup> April, 2018 such shareholders holding shares of the company in the physical form are required to provide details of the Income Tax Permanent Account No. and Bank Account Details to the Share Transfer Agent (RTA) of the Company, Bigshare Services Pvt. Ltd, 1<sup>st</sup> Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road, Marol, Andheri (East), Mumbai, Maharashtra, 400059 having email Id [investor@bigshareonline.com](mailto:investor@bigshareonline.com).
19. In compliance with the aforesaid MCA Circulars dated 5<sup>th</sup> May, 2020 and SEBI Circular dated May 12, 2020, followed by May 13, 2022, Notice of the EGM is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice of the EGM will also be available on the Company's website - [www.comsyn.com](http://www.comsyn.com), websites of the Stock Exchange i.e. BSE Ltd. at [www.bseindia.com](http://www.bseindia.com) and on the website of CDSL <https://www.evotingindia.com>.
20. Members joining the meeting through VC, who have not already cast their vote by means of remote e-voting, shall be able to exercise their right to vote through e-voting at the EGM. The Members who have cast their vote by remote e-voting prior to the EGM may also join the EGM through VC but shall not be entitled to cast their vote again.

21. SEBI has mandated submission of PAN by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN details to their depository participants. Members holding shares in physical form are requested to submit their PAN details to the company's RTA.
22. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile numbers, Permanent Account Number ('PAN'), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc.,
  - **For shares held in electronic form** to their Depository Participant only and not to the Company's RTA. Changes intimated to the Depository Participant will then be automatically reflected in the Company's records which will help the Company and its RTA provide efficient and better service to the Members.
23. Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/ MIRSD\_ RTAMB/ P/CIR/ 2022/8 dated January 25, 2022 has mandated the listed companies to issue securities in dematerialized form only while processing service requests, viz., Issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/ exchange of securities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR-4. The said form can be downloaded from the Standard documents for Investors available on the Company's website [www.comsyn.com](http://www.comsyn.com) and is also available on the website of the RTA. It may be noted that any service request can be processed only after the folio is KYC Compliant.
24. SEBI vide its notification dated January 24, 2022, has amended Regulation 40 of the SEBI Listing Regulations and has mandated that all requests for transfer of securities including transmission and transposition requests shall be processed only in dematerialized form. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialization, Members are advised to dematerialize the shares held by them in physical form. Members can contact the Company or RTA, for assistance in this regard.
25. The Explanatory Statement pursuant to section 102 of the Companies Act, 2013, which sets out details relating to special business at the meeting is annexed and forms part of the Notice.
26. As the EGM is being held through VC, the route map is not required to annexed to this Notice.
27. **Voting through Electronic Means:**
  - Step 1:** Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.
  - Step 2:** Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.
    - i. The voting period begins on **12<sup>th</sup> November, 2022 (Saturday) (I.S.T. 9.00 A.M.) and ends on 14<sup>th</sup> November, 2022 (Monday) (I.S.T. 5.00 P.M.)**. During this period shareholders of the Company, as on the cut-off date **8<sup>th</sup> November, 2022** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
    - ii. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
    - iii. Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of SEBI (LODR) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/ retail shareholders is at a negligible level. Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.  
In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

**Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.**

  - (iv) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020, on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with <b>CDSL Depository</b>	<ol style="list-style-type: none"> <li>Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.</li> <li>After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.</li> <li>If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a>.</li> <li>Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page or click on <a href="https://evoting.cdslindia.com/Evoting/EvotingLogin">https://evoting.cdslindia.com/Evoting/EvotingLogin</a>. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e voting is in progress and able to directly access the system of all e-Voting Service Providers.</li> </ol>
Individual Shareholders holding securities in demat mode with <b>NSDL Depository</b>	<ol style="list-style-type: none"> <li>If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "Register Online for IDeAS "Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting</li> </ol>
Individual Shareholders (holding securities in demat mode) login through	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider

their <b>Depository Participants</b>	website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
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**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

**Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL**

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800225533
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30

**Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.**

(v) Login method for e-Voting and joining virtual meetings for **Physical shareholders and shareholders other than individual holding in Demat form.**

- 1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- 2) Click on “Shareholders” module.
- 3) Now enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user, follow the steps given below:

	<b>For Physical shareholders and other than individual shareholders holding shares in Demat.</b>
PAN	Enter your 10-digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Shareholders who have not updated their PAN with the Company/ Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details <b>OR</b> Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> <li>• If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.</li> </ul>

- 7) After entering these details appropriately, click on “SUBMIT” tab.
- 8) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- 9) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- 10) Click on the EVSN for the relevant “**Commercial Syn Bags Limited**” on which you choose to vote.



- 11) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- 12) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- 13) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- 14) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- 15) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- 16) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- 17) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- 18) **Additional facility for non – individual shareholders and custodians –for remote voting only.**
  - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the “Corporate” module.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
  - It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
  - Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; [investors@comsyn.com](mailto:investors@comsyn.com) , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

**INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE EGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:**

1. The procedure for attending meeting & e-Voting on the day of the EGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the EGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast **7 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at [investors@comsyn.com](mailto:investors@comsyn.com). The shareholders who do not wish to speak during the EGM but have queries may send their queries in advance **7 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at [investors@comsyn.com](mailto:investors@comsyn.com). These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

9. Only those shareholders, who are present in the EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the EGM.
10. If any Votes are cast by the shareholders through the e-voting available during the EGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

**PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES**

- 1) **For Physical shareholders**- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to [investors@comsyn.com](mailto:investors@comsyn.com)/[investor@bigshareonline.com](mailto:investor@bigshareonline.com).
- 2) **For Demat shareholders** - please update your email id & mobile no. with your respective Depository Participant (DP)
- 3) **For Individual Demat shareholders** – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.If you have any queries or issues regarding attending EGM & e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at toll free no.1800225533.All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at toll free no.1800225533.
- 4) Members can also update your mobile number and email id in the user profile details of the folio which may be used for sending future communications. Any person, who acquires shares of the Company and become member of the Company after mailing of the notice and holding shares as on the cut-off date i.e., **Tuesday, 8<sup>th</sup> November, 2022** may obtain the login ID and password by sending a request at [investor@bigshareonline.com](mailto:investor@bigshareonline.com).
- 5) In the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date i.e. **Tuesday, 8<sup>th</sup> November, 2022** only shall be entitled to avail the facility of remote e-voting as well as e- voting at the EGM.
- 6) The Chairman shall, at the EGM at the end of discussion on the resolutions on which voting is to be held, allow e-voting to all those members who are present / logged in at the EGM but have not cast their votes by availing the remote e-voting facility.
- 7) The results of the voting on the resolutions along with the report of the scrutinizer shall be declared and placed on the website of the company <http://www.comsyn.com> and on the website of CDSL immediately after the declaration of the result by the chairman or a person authorized by him in writing. The result shall also be immediately forwarded to the BSE Ltd.
- 8) For any other queries relating to the shares of the Company, you may contact the RTA at the following address:
  - a. M/s. Bigshare Services Pvt. Ltd.
  - b. 1<sup>st</sup> Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road, Marol, Andheri (East),Mumbai,Maharashtra,400059
  - c. Tel:022-40430200/62638200 Email- [investor@bigshareonline.com](mailto:investor@bigshareonline.com).

**EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS**  
**PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**

**Item No. 1 & 2**

The Board of Directors at their meeting held on 22<sup>nd</sup> October, 2022 has decided to issue bonus shares in the ratio of 2(Two) Equity Shares of Rs. 10/- each for every 1 (One) share held by the members of the company as on the record date which will be declared by the Board of Director at a later stage.

In order to accommodate the issuance of new Bonus equity shares, the present Authorized Share Capital Base is inadequate, therefore, it is required to increase suitably to the Authorized Share Capital of the Company from Rs 15.00 Crores to Rs 40.00 Crores as per Item No.1 of the Notice by way of Ordinary Resolution by creation of additional 2.50 Crores equity shares of Rs. 10/- each.

To give effect of the increased Authorized capital it is required to alter the existing Clause V of the Memorandum by substitution with the new clause V as given in the Item No.2 of the Notice by way of Special Resolution.

A copy of the existing Memorandum of Association of the Company along with the draft of the proposed amendments, will be available for inspection by the Members at the Registered Office of the Company on all working days from 10 A.M. to 5 P.M., except on Holidays, up to the date of Extraordinary General Meeting.

The Board recommends the Ordinary and Special Resolution as set out in Item No. 1 & 2 respectively of the Notice for the approval of the members of the Company.

None of the Directors / KMPs or their relatives shall be deemed to be interested or concerned financially or otherwise in the aforesaid resolution except as a shareholder of the company.

**Item No. 3**

To capitalize a portion of Security Premium/general reserves and/or accumulated profits available for distribution among the shareholders of the Company as may be decided by the Board of directors, your Board at their meeting held on 22<sup>nd</sup> October, 2022, has recommended for issuance of Bonus Shares in proportion of 2 (Two) equity share for every 1 (One) existing equity shares held by the members on Record Date to be determined by the Company, in this regards by way of capitalizing a sum of Rs.26,63,48,000 (Rs. Twenty Six Crores Sixty Three Lakhs Forty Eight Thousand only) and the same is proposed to be applied for issuing 2,66,34,800 (Two Crores Sixty Six Lakhs Thirty Four Thousand Eight Hundred) fully paid-up bonus equity bonus shares of Rs. 10/- each.

The proposed issue of bonus shares will be made in accordance with the provisions of section 63 of the Companies Act, 2013 read with Rule, 14 of the Companies (Share Capital and Debenture) Rules, 2014, and the applicable SEBI Regulations and subject to such further approvals, if any as may be required, from the statutory authorities.

As per the provision of Article 165 Articles of Association of the Company, the company may issue bonus shares subject to the approval of the shareholders is required to be obtained for issuance of bonus shares by capitalization of reserves.

Therefore, it is necessary to authorize the Board of Directors/Committee of the Board of the Company to complete all the regulatory formalities as prescribed by the SEBI, RBI, the Stock Exchange (BSE Ltd.) on which the Company's securities are listed and any other regulatory authority in connection with issue and allotment of the Bonus Shares as the case may be.

Your directors further make the following Disclosures as per Regulation 293 of the SEBI (ICDR) Regulation, 2018:

- a) The aforesaid Bonus Issue is in accordance with the provisions of Article No. 165 of the Articles of Association of the Company;
- b) The company has not issued any Fixed Deposits or Debt Securities and has not defaulted in payment of interest or principal amount related to Fixed Deposits or Debt Securities;
- c) The company has not defaulted in payment of Statutory dues of the employees such as contribution to provident fund, Gratuity and Bonus;
- d) There are no outstanding partly paid-up shares or convertible securities pending for conversion;
- e) None of its Directors or Promoter is a fugitive economic offender as defined under the SEBI (ICDR) Regulations.

None of the Directors, Key Managerial Personnel and/or their relatives, is/are interested or concerned, financially or otherwise in the resolution, they may be deemed to be considered as interested in the capacity of members in the proposed resolution to the extent of their shareholding in the Company, and resulting bonus share entitlement, if any.

The Board of Directors of the Company recommends the special resolution as set out in the Item No. 3 of the accompanied notice for approval of the shareholders.

Date: 22<sup>nd</sup> October 2022

**By order of the Board of Director**

Place: Indore

**Commercial Syn Bags Limited**

CIN: L25202MP1984PLC002669

Registered Office: Commercial House,

3-4, Jaora Compound, M.Y.H. Road, Indore (M.P.) 452001

Sd/-

**Sandeep Patel**

**Company Secretary**

**ACS 54908**