



Overseas Synthetics Limited

7th January, 2020

To,
Corporate Relationship Department
The Bombay Stock Exchange Limited
Dalal Street, Mumbai - 400 001

Dear Sir/Madam,

Sub: - Proceedings of an Extra-Ordinary General Meeting of the Company

BSE Scrip code: 514330

With reference to the captioned subject matter, enclosed herewith please find the Proceedings of an Extra-Ordinary General Meeting of the Company held on Tuesday, 7th January, 2020.

Kindly take the same on record and oblige.

Thanking you.

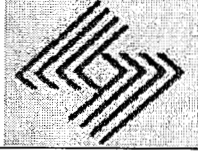
Yours faithfully,

For OVERSEAS SYNTHETICS LIMITED

Roshni Shah



Company Secretary & Compliance Officer



Overseas Synthetics Limited

PROCEEDINGS OF AN EXTRA-ORDINARY GENERAL MEETING OF MEMBERS OF OVERSEAS SYNTHETICS LIMITED HELD ON TUESDAY, 7TH JANUARY, 2020 AT 11.30 A.M. AT ITS REGISTERED OFFICE SITUATED AT BLOCK NO. 355, MANJUSAR KUMPAD ROAD, VILLAGE - MANJUSAR, TALUKA - SAVLI, DISTRICT - VADODARA - 391775, GUJARAT

PRESENT:

Mr. Kamal Aggarwal	- Managing Director & Chairman
Mr. Naresh V. Goyal	- Director
Mrs. Shubharangana N. Goyal	- Director
Mrs. Minal Kumar Aggarwal	- Director
Mr. Ashesh B. Sheth	- Chief Financial Officer
Ms. Roshni Jigar Shah	- Company Secretary & Compliance Officer

IN ATTENDANCE:

M/s. Shah Mehta & Bakshi Chartered Accountants	- Statutory Auditors
M/s. KH and Associates Practicing Company Secretaries	- Secretarial Auditor and Scrutinizer

INVITEES

Mr. Vijay Dhawangale	- Proposed Director
Mr. Sanjay Upadhaya	- Proposed Director
Mr. Sudhir Thakre	- Proposed Director

15 Members were present in Person.





Overseas Synthetics Limited

Mr. Kamal Aggarwal chaired the meeting and announced that since the requisite quorum for the meeting was present, the formal proceedings of the meeting could commence. He then extended a warm welcome to the members present.

The Chairman announced that the Company has not received any proxy form. He further stated that the Register of Proxies and the Register of Directors' Shareholding were open for inspection to the members during the meeting. He then introduced his colleagues on the Board to the members.

With the consent of the members present, the notice convening the Meeting was taken as read.

Thereafter, the following resolutions as set out in the Notice convening an Extra-Ordinary General Meeting were proposed and seconded by the Members:

Sr. No.	Particulars	Type of Resolution
1.	To consider Change of Name of the Company.	Special Resolution
2.	To consider Change of Object Clause of the Memorandum of Association of the Company and Adoption of Memorandum of Association as per the provisions of Companies Act, 2013.	Special Resolution
3.	To consider Adoption of new set of Articles of Association as per the provisions of the Companies Act, 2013.	Special Resolution
4.	To Shift the Registered Office of the Company from the State of Gujarat to the State of Maharashtra.	Special Resolution
5.	To consider Increase in Authorised Share Capital of the Company.	Ordinary Resolution
6.	To consider Appointment of Mr. Vijay D. Dhawangale (DIN: 01563661) as Managing Director of the Company for a period of Five years.	Ordinary Resolution
7.	To consider Appointment of Mr. Sanjay Lalbhadr Upadhaya (DIN:	Ordinary





Overseas Synthetics Limited

	07497306) as Director of the Company.	Resolution
8.	To consider Appointment of Mr. Sudhir Deomanrao Thakre (DIN: 02644072) as an Independent Director of the Company.	Ordinary Resolution

On the invitation of the Chairman, Members addressed the Meeting, gave their suggestions and sought clarifications on several matters. The Chairman responded to the queries of the Members and provided clarifications.

Thereafter, the Chairman announced voting to be taken and requested Mr. Hemant Valand, Company Secretary, the Scrutinizer for the orderly conduct of the voting.

The meeting concluded at 12.10 P.M. after the Members present at the meeting cast their votes. The meeting terminated with a vote of thanks to the Chair.

Post completion of the General Meeting, the Scrutinizer took the custody of the remote e-voting and ballot voting at the venue of the meeting. The Scrutinizer submitted their Report post verification of the votes. As per the report submitted by the Scrutinizer considering the results of the remote e-voting and ballot voting at the venue, all the resolutions embodied in the Notice of an Extra-Ordinary General Meeting dated 7th January, 2020 were passed with requisite majority.

Date: 7th January, 2020
Place: Vadodara



Roshni Shah
Company Secretary & Compliance Officer