



BSL/SEC/19

28th September, 2019

BSE Limited
Listing Deptt.
Floor 25, P.J. Towers
Dalal Street
MUMBAI - 400 001

National Stock Exchange of India Ltd.
Listing Department
Exchange Plaza Bandra-Kurla Complex
Bandra (East), MUMBAI - 400 051

Scrip Code No.503722

Symbol" BANSWRAS"

Sub; Compliance under Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015- Summary of the Proceedings of 43rd Annual General Meeting (AGM) of the Company held on 27th September, 2019.

Dear Sir,

This is to inform you that the 43rd AGM of the Company was held on 27th September, 2019 at Registered Office of the Company at Industrial Area, Dahod Road, Banswara-327001 (Rajasthan), We hereby submit Summary of the proceedings of the 43rd AGM of the Company held on 27th September, 2019 at 11:00 A.M. and same is enclosed herewith.

Thanking You,

Yours Faithfully
For BANSWARA SYNTEX LIMITED

(H.P. KHARWAL)
COMPANY SECRETARY AND COMPLIANCE OFFICER



Encl: a/a

Summary of proceedings of the 43rd Annual General Meeting

The 43rd Annual General Meeting (AGM) of the members of Banswara Syntex Limited (the company) was held on Friday, September 27, 2019 which commenced at 11.00 A.M. at Industrial Area, Dahod Road, Banswara-327001 (Rajasthan) and concluded at 12.30 P.M.. The following Directors were present:

1. Shri Rakesh Mehra, Chairman and Whole Time Director
2. Shri Shri Ravindra Kumar Toshniwal, Managing Director
3. Shri Shaleen Toshniwal, Joint Managing Director
4. Shri P. Kumar, Independent Director
(Chairman of Audit Committee, Nomination and Remuneration Committee & Stakeholder Relationship Committee)
5. Shri J.M. Mehta, Independent Director

Also, following KMP(S)/SMP(S) were present "In Attendance":

1. Shri J.K. Rathi, President
2. Shri J.K. Jain, Joint President & Chief Financial Officer
3. Shri H.P. Kharwal, Company Secretary

Further, following persons were present "By Invitation":

1. Shri Ashish Batta representing M/s K G. Somani & Co., Chartered Accountant, Statutory Auditors
2. Shri Vikas Mehta, representing M/s V.M. & Associates, Practicing Company Secretaries, Secretarial Auditors and Scrutinizer.

Members Present:

Total 44 Members were present in person (Including Authorised Representative of Corporate members) representing 5760997 shares and 2 members were present by proxy representing 833130 shares.

Shri J.K. Jain, Joint President & Chief Financial Officer of the Company welcomed to Members of Board, Statutory Auditors, Secretarial Auditors and Shareholders of the Company,

Shri Rakesh Mehra, Chairman of the Company, placed on record his deep appreciation for valuable services of Late Shri R.L. Toshniwal to the Company and requested to observe Two minutes silence in his remembrance.

Shri Rakesh Mehra, Chairman of the Company chaired the meeting. The Company Secretary informed that the requisite quorum was present the Chairman called the meeting to order, delivered his speech and gave overview of the financial performance of the Company for the financial year ended 31st March, 2019 and its future outlook.

The Chairman explained that Dr. S.B. Agarwal, Shri Kamal Kishore Kacholia, Shri Vijay Mehta, Shri D.P. Garg, Shri Vijay Kumar Agarwal and Dr. Vaijayanti Ajit Pandit, Directors who were not able to attend the Meeting due to their pre-occupancy.

He stated that the Annual Report for the year 2018-19 had been sent to the members by e-mail whose email Ids were registered with the Company/Depositories Participant(s) / Registrar and Share Transfer Agent of the Company for communication purpose and physical copy were sent to those who had not registered


BANSWARA SYNTEX LIMITED

CORPORATE OFFICE

5th Floor, Gopal Bhawan, 199, Princess Street, Mumbai - 400 002

Tel : +91 22 66336571-76 | Fax : +91 22 2206 4486

Email : info@banswarafabrics.com

REGISTERED OFFICE & MILLS

Industrial Area, Dahod Road, Banswara - 327 001 (Rajasthan)

Tel : +91 2962 240690 - 93, 257676 - 81

Email : info@banswarafabrics.com



their email addresses with the Company or Depositories Participant(s) /Registrar and Share Transfer Agent of the Company, and with the unanimous consent of the members present, the Notice convening the 43rd Annual General Meeting, Audited Financial Statements of the Company together with the Report of Auditors and Board of Directors of the Company for the financial year ended on 31st March, 2019 having already been circulated to the members of the Company were taken as read. The Annual Report along with the various Statutory Registers were available for inspection during the course of the Meeting.

The Company Secretary informed the members that the facility of remote e-voting for the members to cast their votes electronically on the resolutions as set out in the Notice of 43rd AGM were made available from 9:00 AM on 23rd September, 2019 till 5:00 PM on 26th September, 2019. The Chairman explained the implications of the resolutions in detail to the members and informed that the facility for voting through physical ballot had also been provided at the AGM venue for all members who had not cast their vote electronically.

The Chairman then invited the members to express their views, give suggestions and make inquiries on the operations and financial performers of the company and related matters.

The Company Secretary informed that Mr. Manoj Maheshwari (FCS-3355), partner of M/s V.M. & Associates, Company Secretaries was appointed as the scrutinizer by the Board of Directors to scrutinize the process of remote e-voting and physical ballot at AGM in a fair and transparent manner.

The following resolutions set out in the Notice convening the 43rd AGM were put before members. Items of the business as per the Notice of the Annual General Meeting dated 30th May, 2019, were transacted at the meeting:

Item No.	Agenda Items	Resolution Type
1	a. Adoption of the Audited Standalone Financial Statements of the Company for the financial year ended 31 st March, 2019 together with the reports of the Board of Directors and Auditors thereon, and b. Adoption of the Audited Consolidated Financial Statements of the Company for the financial year ended 31 st March, 2019 and Auditors' report thereon	Ordinary Resolution
2	Declaration of the payment of dividend for the year 2018-19 @ 1.00 per Equity Shares of face value Rs. 10/- each	Ordinary Resolution
3	Appointment of Shri Shaleen Toshniwal, Whole Time Director (DIN: 00246432), who retires by rotation and is eligible, offers himself for re-appointment	Ordinary Resolution
4	Confirmed the payment of Remuneration to the Cost Auditors for the Financial Year 2019-20	Ordinary Resolution
5	Appointment of Shri Rakesh Mehra as Chairman and Whole Time Director (DIN: 00467321) as an Independent Director.	Special Resolution
6	Re-appointment of Dr. Vaijayanti Ajit Pandit (DIN: 06742237) as an Independent Director.	Special Resolution

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The Chairman requested to the Members to cast their vote through Ballot paper for above mentioned Resolutions, the Members casted the votes and thereafter the Ballot Boxes was closed and sealed.

The Company Secretary informed that result of Remote E-Voting and polling at AGM would be declared within 48 hours from the conclusion of the meeting and the same would be submitted/ disclosed to the Stock Exchanges and also on the website of the company and CDSL.

The Chairman extended gratitude to all Shareholders for their presence and successfully conducting the meeting and declared the meeting closed.

Thereafter, the meeting ended with a vote of thanks to the chair.

Thanking You,

Yours faithfully
For BANSWARA SYNTEX LIMITED

(H.P. KHARWAL)
COMPANY SECRETARY & COMPLIANCE OFFICER
(Membership No. A28614)



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