



MAYUR UNIQUOTERS LIMITED

Manufacturers of Artificial Leather/PVC Vinyl

Annx C

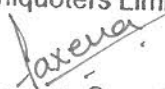
CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE EXTRAORDINARY GENERAL MEETING OF THE COMPANY HELD ON SATURDAY, THE 22ND DAY OF MARCH, 2014 AT THE REGISTERED OFFICE OF THE COMPANY

"RESOLVED THAT pursuant to the applicable provisions of the Companies Act, 1956 (including any statutory modifications or re-enactment thereof for the time being in force) and Article 207 of Articles of Association of the Company and on the recommendation of the Board of Directors (hereinafter referred to as *"the Board"* which term shall deem to include any Committee(s) constituted/ to be constituted by the Board to exercise the powers, including the powers conferred by this Resolution) and in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosures Requirements) Regulations, 2009, as amended (hereinafter referred to as *"SEBI (ICDR) Regulations"*) or any other rules, regulations, guidelines, notifications, circulars issued by the Securities and Exchange Board of India (SEBI) and in accordance with the rules, regulations, guidelines, notifications, circulars and clarifications issued thereon from time to time by Government of India(GOI), the Reserve Bank of India(RBI) or any other relevant authority from time to time and in terms of the provisions and the conditions, as prescribed under the Listing Agreement entered into by the Company with the Stock Exchanges on which the Company's shares are listed and subject to such conditions and modifications as may be prescribed or imposed by any of them while granting such approvals, consents, permissions and sanctions which the Board thinks fit, the consent of the members be and is hereby accorded to capitalize a sum of Rs. 10,82,64,000 (Rupees Ten Crores Eighty Two Lacs and Sixty Four Thousand Only) out of Reserves and Surplus Account and/or the Securities Premium Account or such other eligible accounts as are permissible to be utilized for the purpose, as per audited accounts of the company for the Financial year ended 31st March, 2013 for issue of fully paid Bonus Shares of Rs. 5/-(Rupees Five) each to the holders of the existing equity shares of the company on such Record Date as may be fixed by the Board in this regard in the proportion of 1(One) new equity share (*"Bonus Shares"*) of Rs. 5/-(Rupees Five) each for every 1 (One) existing fully paid up equity shares of Rs. 5/-(Rupees Five) each held and to which the shareholder is entitled and the said amount be transferred to the Share Capital Account and that the bonus shares so issued and allotted be treated for all purposes as an increase of the nominal amount of the equity capital of the Company held by each such member and not as income;

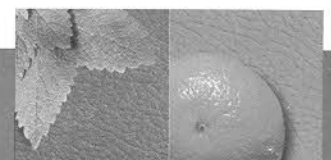
"RESOLVED FURTHER THAT the bonus shares of Rs. 5/- (Rupees Five) each shall be subject to the Memorandum and Articles of association of the Company and shall rank pari passu in all respects including Dividend with and shall carry the same rights as the existing fully paid up equity shares of the Company;

"RESOLVED FURTHER THAT No letter of allotment shall be issued, but the shares will be issued to the shareholders either by way of crediting their demat account in respect of existing shares held by them in dematerialized form or share certificates will be dispatched to persons entitled to the Bonus

For Mayur Uniquoters Limited


Company Secretary

A Texture For Every Idea



Correspondance Address:

28, 4th Floor, Lakshmi Complex, MI Road, Jaipur-302001 (Rajasthan) India • Tel: +91-141-2361132 • Fax: +91-141-2365423

Regd. Office & Works: Village Jaipur, Jaipur-Sikar Road, Jaipur-303704 (Rajasthan) India • Tel: +91-1423-224001 • Fax: +91-1423-224420

Email: info@mayur.biz • www.mayuruniquoters.com



MAYUR UNIQUOTERS LIMITED

Manufacturers of Artificial Leather/PVC Vinyl


Shares who are holding shares in physical mode as per the applicable guidelines, regulations and notifications in force;

"RESOLVED FURTHER THAT the allotment and issue of fully paid up new equity shares as Bonus Shares, to the extent that they relate to non-resident 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 and/or other applicable laws.

"RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board be and are hereby authorised to give such directions as may be necessary or desirable and to settle any questions or difficulties whatsoever that may arise with regard to the issue, allotment and distribution of the Bonus Shares and to accept on behalf of the Company, any conditions, modifications, alterations, changes, variations in this regard as prescribed by the statutory authority (ies) and which the Board in its discretion thinks fit and proper."

"RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorised to do all the such things required for issue and allotment of Bonus Shares and to list the equity shares on all the Stock Exchanges where the shares of the Company are listed and to do or cause to do all such acts, deeds, matters as may be necessary in the interest of the Company to give effect to this resolution, including but not limited to signing and execution of necessary forms, paper, writings, agreements and documents as may be deemed necessary and expedient in this regard."

Certified to be true copy
For Mayur Uniquoters Limited


Nikhil Saxena
(Company Secretary)



Date: March 22, 2014
Place: Jaitpura, Jaipur

A Texture For Every Idea

Correspondance Address:

28, 4th Floor, Lakshmi Complex, MI Road, Jaipur-302001 (Rajasthan) India • Tel: +91-141-2361132 • Fax: +91-141-2365423

Regd. Office & Works: Village Jaitpura, Jaipur-Sikar Road, Jaipur-303704 (Rajasthan) India • Tel: +91-1423-224001 • Fax: +91-1423-224420

Email: info@mayur.biz • www.mayuruniquoters.com

