

Date: 06.09.2016

To,
Department of Corporate Services,
Bombay Stock Exchange Limited,
P.J. Towers, Dalal Street,
Mumbai 400 001.

Dear Sirs,

Ref.: Scrip Code: 500192: PRAGBOS

Sub: Notice of 24th Annual General Meeting along with Book Closure and Evoting dates.

Pursuant to provisions of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed Notice of 24th Annual General Meeting of the Company scheduled to be held on Thursday, 29th September, 2016 at 11.30 a.m. at House No.4, Nilgiri Path, R.G.Barua Road, Near Doordarshan, Guwahati-781024.

The Register of Members and the Share Transfer Books of the Company will remain closed from Thursday, 22nd September, 2016 to Thursday, 29th September, 2016 (both days inclusive) for the purpose of Annual General Meeting of the Company.

The remote e-voting shall commence on Monday, 26th September, 2016 at 9.00 am and shall end on Wednesday, 28th September, 2016 at 5.00 pm. The cut-off date (record date) for determining the eligibility to vote through remote evoting or at the AGM will be Wednesday, 21st September, 2016

This is for your information and record
Thanking you,

Encl: As above.

Yours Faithfully
For Prag Bosimi Synthetics Limited


Shweta Mahajan
(Company Secretary & Compliance Officer)



NOTICE

Notice is hereby given that the 24th Annual General Meeting of Prag Bosimi Synthetics Limited will be held on Thursday, 29th September, 2016 at 11.30 am at House No.4, Nilgiri Path, R.G.Barua Road, Near Doordarshan, Guwahati-781024 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Profit and Loss Account for the year ended 31st March, 2016 and Balance Sheet as at that date together with the Reports of the Board of Directors and the Auditors thereon.
2. To appoint a Director in place of Shri Devang H Vyas (DIN 00076459), who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint Auditors and fix their remuneration and in this regard, to consider and if thought fit, pass the following resolution as an Ordinary Resolution:

“RESOLVED THAT M/s. Bharat Shroff & Company, Chartered Accountants (Registration No. 131026W) and M/s. A M D & Associates, Chartered Accountants (Registration No. 318191E) be re-appointed as the Joint Auditors of the Company and they together to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company at such remuneration as shall be fixed by the Board of Directors of the Company.”

SPECIAL BUSINESS:

4. To re-appoint Smt. Deepali Pathak (DIN 05217417) as an Independent Director and in this regard to

consider and if thought fit, to pass the following Resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 149 and 152, read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (the Act) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Smt. Deepali Pathak (DIN 05217417), a Non-Executive Director of the Company, who has submitted a declaration that she meets the criteria for independence as provided in section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company to hold office for a term of three years from the date of this Annual General Meeting “.

5. To appoint Shri Mukund Trivedi (DIN 07179964) as an Independent Director and in this regard to consider and if thought fit, to pass the following Resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 149 and 152, read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (the Act) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Shri. Mukund Trivedi (DIN 07179964), a Non-Executive Director of the Company, who has submitted a declaration that he meets the criteria for independence as provided in section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company to hold office for a term of three years from the date of this Annual General Meeting.”

By order of the Board of Directors

Date: 30th August, 2016

Place: Guwahati

Hemant B. Vyas

Managing Director

Devang Vyas

Director & CFO

Prag Bosimi Synthetics Limited

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.**
2. **THE INSTRUMENT APPOINTING PROXY DULY COMPLETED AND STAMPED, MUST REACH THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE TIME FOR HOLDING THE AFORESAID MEETING.**
3. The Register of Members and the Share Transfer Books of the Company will be closed from Thursday, 22nd September, 2016 to Thursday, 29th September, 2016 (both days inclusive).
4. Members who hold shares in dematerialized form are requested to write their Client ID and DP ID numbers and those who hold shares in physical form are requested to write their folio number in the attendance slip for attending the meeting.
5. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
6. In any correspondences with the Company, members are requested to quote their account/ folio numbers and in case their shares are held in the dematerialized form, they must quote their Client ID Number and their DP ID Number.
7. Members who hold shares in physical form can nominate a person in respect of all the shares held by them singly or jointly. Members who hold shares in single name are advised, in their own interest to avail of the nomination facility by filing Form 2B. Members holding shares in the dematerialized form may contact their Depository Participant for recording nomination in respect of their shares.
8. Members/ Proxies attending the meeting are requested to bring their Attendance Slip, sent herewith, duly filled in.
9. Shareholders are requested to register their e-mail addresses, in respect of electronic holding with their respective Depository Participants .
10. The EVSN Number for e-voting is 160831032.
The instructions for shareholders voting electronically are as under:
 - (i) The voting period begins on Monday, 26th September, 2016 at 9.00 am and ends on Wednesday, 28th September, 2016 at 5.00 pm. During this period, shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Wednesday, 21st September, 2016 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) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iv) Click on Shareholders.
- (v) 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) Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (viii) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form

PAN

Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)-

- Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field.
- In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters.

Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.

Dividend Bk Details OR 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.

- 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 as mentioned in instruction (iv).

- (ix) After entering these details appropriately, click on "SUBMIT" tab.
- (x) Members holding shares in physical form will then directly reach the Company selection screen. However, members 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.
- (xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xii) Click on the Electronic Voting Serial Number (EVSN) for Prag Bosimi Synthetics Limited on which you choose to vote.
- (xiii) 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.
- (xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xv) 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.
- (xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xviii) 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.
- (xix) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. iPhone and Windows phone users can download the app from the App Store and the Windows Phone Store respectively on or after 30th June 2016. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- (xx) Note for Non – Individual Shareholders and Custodians
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to 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 should be emailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - 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.

Prag Bosimi Synthetics Limited

Details of Directors seeking appointment or reappointment in the Annual General Meeting fixed on **29th September, 2016 (In pursuance to Regulation 34(3) read with Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (earlier Clause 49 to the Listing Agreement)**

Name of the Director	Shri Devang H. Vyas	Smt. Deepali Pathak	Shri. Mukund Trivedi
Date of Birth	12th May, 1969	02 nd April 1976	13 th December, 1949
Date of appointment	15 th May, 2014	08 th July 2015	14 th August 2015
Qualification	Chemical Engineer, MBA (Finance)	LLB	B Com
Expertise in specific functional area	Management Administration and Finance	Law and Finance	Business
List of Outside Directorships held	Bosimi Exports (India) Limited	0	0
Chairman or members of the Committee of the Board of Directors of other Companies*	NIL	Nil	Nil
Number of shares in the Company	3860 shares	Nil	3000 shares
Inter se Relationship with other Directors & KMP	Mr. Devang Vyas is the son of Mr. Hemant B Vyas (Managing Director)	NA	NA

***Note:** Excludes Chairmanship/Directorship in Private Limited Companies, Foreign Companies, Companies under Section 8 of the Companies Act, 2013 and excludes Committees formed by such Companies.

Explanatory Statement Pursuant to Section 102(1) of the Companies Act, 2013

The following Statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice.

Item No. 4

Smt Deepali Pathak was appointed on 31st March 2015 and had been regularized in the AGM held on 08th July 2015 for one year. In accordance with the provisions of Section 149 read with Schedule IV to the Act, appointment of an Independent Director requires approval of members.

Based on the recommendation of Nomination and Remuneration Committee, the Board of Directors have proposed that Smt. Deepali Pathak be further continued as an Independent Director of the Company for a period of three years.

The appointment of Smt. Deepali Pathak shall be effective upon approval by the members in the Meeting.

The Company has received a notice in writing from a member along with the deposit of requisite amount under Section 160 of the Act proposing the candidature of Smt. Deepali Pathak for the office of Director of the Company.

Smt. Deepali Pathak is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given her consent to act as a Director. The Company has received a declaration from Smt. Deepali Pathak that she meets the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Act and under SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015. In the opinion of the Board, Smt. Deepali Pathak fulfills the conditions for her appointment as an Independent Director as specified in the Act and under SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015. Smt. Deepali Pathak is independent of the management and possesses appropriate skills, experience and knowledge in the field of finance.

Item No. 5

Shri Mukund Trivedi was appointed in the Board meeting held on 14th August 2015. In accordance with the provisions of Section 149 read with Schedule IV to the Act, appointment of an Independent Director requires approval of members for its regularization. Based on the recommendation of Nomination and Remuneration Committee, the Board of Directors have proposed that Shri. Mukund Trivedi be regularized for a term of three years.

The appointment of Shri Mukund Trivedi shall be effective upon approval by the members in the Meeting.

The Company has received a notice in writing from a member along with the deposit of requisite amount under Section 160 of the Act proposing the candidature of Shri Mukund Trivedi for the office of Director of the Company .

Shri Mukund Trivedi is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director. The Company has received a declaration from Shri Mukund Trivedi that he meets the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Act and under SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015. In the opinion of the Board, Shri Mukund Trivedi fulfills the conditions for his appointment as an Independent Director as specified in the Act and SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015. Shri. Mukund Trivedi is independent of the management and has 30 years of rich experience and knowledge in the field of bank and finance.

By order of the Board of Directors

Date: 30th August, 2016

Hemant B. Vyas

Devang Vyas

Place: Guwahati

Managing Director

Director & CFO