

BSL/SEC/18

25<sup>th</sup> September, 2018

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 - 400 001

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 42<sup>nd</sup> Annual General Meeting (AGM) of the Company held on 24<sup>th</sup> September, 2018.

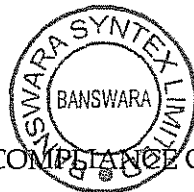
Dear Sir,

This is to inform you that the 42<sup>nd</sup> AGM of the Company was held on 24<sup>th</sup> September, 2018 at Registered Office of the Company at Industrial Area, Dahod Road, Banswara-327001 (Rajasthan), We hereby submit Summary of the proceedings of the 42<sup>nd</sup> AGM of the Company held on 24<sup>th</sup> September, 2018 at 4:00 P.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

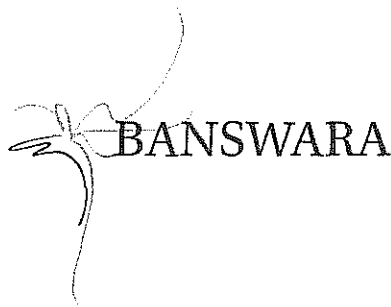
**BANSWARA SYNTEX LIMITED**  
**CORPORATE OFFICE**

5th Floor, Gopal Bhawan, 199, Princess Street, Mumbai - 400 002  
Tel : +91 22 66336571-76 | Fax : +91 22 2206 4406  
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

An ISO 9001:2008 Company | CIN : L24302RJ1976PLC001604 | www.banswarasynTEX.com



## **Summary of proceedings of the 42<sup>nd</sup> Annual General Meeting**

The 42<sup>nd</sup> Annual General Meeting (AGM) of the members of Banswara Syntex Limited (the company) was held on Monday, September 24, 2018 which commenced at 4.00 P.M. at Industrial Area, Dahod Road, Banswara-327001 (Rajasthan) and concluded at 5.30 PM. The following Directors/KMPs were present:

1. Shri. RL Toshniwal, Chairman and Whole Time Director
2. Shri Rakesh Mehra, Vice-Chairman and Whole Time Director
3. Shri P. Kumar, Independent Director  
(Chairman of Audit Committee, Nomination and Remuneration Committee & Stakeholder Relation Committee)
4. Dr. S. B. Agarwal, Independent Director
5. Shri J.M. Mehta, Independent Director
6. Smt. Vaijayanti Pandit, Independent Director
7. Shri J.K. Jain, Joint President & Chief Financial Officer
8. Shri H.P. Kharwal, Company Secretary

### **Further, following persons were present "In Attendance":**

1. Shri K.G. Somani 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 46 Members were present in person representing 2344752 shares and 8 members were present by proxy representing 450 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 R.L. Toshniwal, 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 31<sup>st</sup> March, 2018 and its future outlook.

The Chairman explained that Shri Ravindra Kumar Toshniwal, Managing Director Shri Shaleen Toshniwal, Whole Time Director and Shri Kamal Kishore Kacholia, Shri Vijay Mehta, Shri D.P. Garg and Shri Vijay Kumar Agarwal, Directors who were not able to attend the Meeting due to their pre-occupancy.

He stated that the Annual Report for the year 2017-18 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 their email addresses with the Company or Depositories Participant(s) /Registrar and Share Transfer Agent of the Company. The Annual Report along with the various Statutory Registers include Director's Register, Directors shareholding Register, Minutes Books and Proxy Register 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 42<sup>nd</sup> AGM were made available from

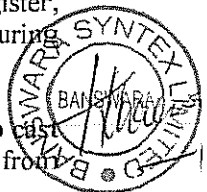
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**CORPORATE OFFICE**

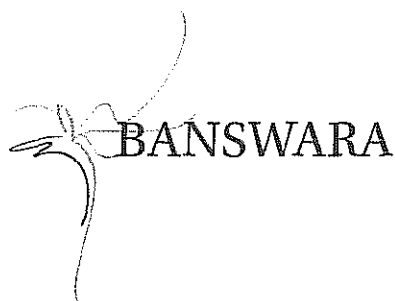
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9:00 AM on 20<sup>th</sup> September, 2018 till 5:00 PM on 23<sup>rd</sup> September, 2018. The Chairman explained the implications of the resolutions in detail to the members and informed that the facility for voting through physical ballot had also been provided at the AGM venue for all members who had not cast their vote electronically.

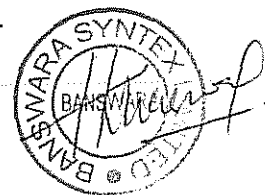
The Chairman then invited the members to express their views, give suggestions and make inquiries on the operations and financial performers of the company and related matters. The chairman responded to all the queries raised by members satisfactorily.

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

The following resolutions set out in the Notice convening the 42<sup>nd</sup> AGM were put before members. Items of the business as per the Notice of the Annual General Meeting dated 13<sup>th</sup> August, 2018, were transacted at the meeting:

Item No.	Agenda Items	Resolution Type
1	Adoption of the Audited Financial Statements of Company (both standalone and consolidated) together with Board's Report and also the Auditors Report thereon for the financial year ended March 31, 2018	Ordinary Resolution
2	Declaration of the payment of dividend for the year 2017-18 @ 1.00 per Equity Shares of face value Rs. 10/- each	Ordinary Resolution
3	Appointment of Shri Rakesh Mehra (holding DIN: 00467321) 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 2018-19	Ordinary Resolution
5	Re-appointment of Shri Kamal Kishore Kacholia as an Independent Director	Special Resolution
6	Re-appointment of Shri P. Kumar as an Independent Director	Special Resolution
7	Re-appointment of Shri D.P. Garg as an Independent Director	Special Resolution
8	Re-appointment of Shri Vijay Mehta as an Independent Director	Special Resolution
9	Re-appointment of Dr. S. B. Agarwal as an Independent Director	Special Resolution
10.	Re-appointment of Shri Vijay Kumar Agarwal as an Independent Director	Special Resolution

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.

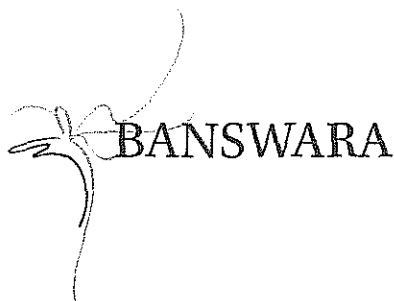


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The Company Secretary informed that result of Remote E-Voting and polling at AGM would be declared within 48 hours from the conclusion of the meeting and the same would be submitted/ disclosed to the Stock Exchanges and also on the website of the company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



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