

COMSYN

Manufacturer & Exporter of FIBC, PP Fabric, Woven Sacks, Tarpaulin & Flexible Packaging

COMSYN/BSE/2018-19

Date: 27th September 2018

Online Filing at: listing.bseindia.com

To,
The General Manager,
DCS-CRD
BSE Limited
PhirozeJeejeebhoy Towers
Dalal Street Mumbai- 400001(MH)

BSE Scrip ID: COMSYN

BSE Scrip Code: 539986

Subject: Submission of Postal Ballot Notice along with calendar of events pursuant to Regulation 30 of the SEBI (LODR) Regulations, 2015

Dear Sir/Madam,

Pursuant to Regulation 30 of SEBI (LODR) Regulations, 2015 please find enclosed Postal Ballot Notice dated 27th September, 2018 together with Explanatory Statement and the Postal Ballot Form to be sent to the Members of the Company for seeking approval by way of Special Resolution by way of Postal Ballot and Remote E-voting for the businesses mentioned in the enclosed notice.

Please also find enclosed herewith calendar of events for postal ballot and remote e-voting process for information of the investors/members of the Company.

You are requested to please take on record above said information for your reference.

For, **COMMERCIAL SYN BAGS LTD.**



ANIL CHOUDHARY
CHAIRMAN & MANAGING DIRECTOR
DIN: 00017913



Encl. 1. Notice of postal ballot along with explanatory statement
2. Calendar of Events

Commercial Syn Bags Limited

Formerly known as (Commercial Synbags Ltd.)

CIN : L25202MP1984PLC002669

Registered Office : Commercial House, 3-4, Jaora Compound, M.Y.H. Road, INDORE - 452 001, M.P. INDIA

Ph. +91-731-2704007, 4279525 Fax : +91-731-2704130 E-mail : mails@comsyn.com, Visit at : www.comsyn.com

Works : Plot No. "S-4/3, Sector 1, Pithampur Distt. Dhar M.P. INDIA Ph. +91-7292-415151

COMMERCIAL SYN BAGS LIMITED

(Formerly known as Commercial Synbags Ltd.)

CIN- L25202MP1984PLC002669

Regd. Office: Commercial House, 3-4, Jaora Compound, M.Y.H. Road, Indore (M.P.)-452001

Contact No.: 0731-4279525, Email ID: investors@comsyn.com, Website :www.comsyn.com

POSTAL BALLOT NOTICE

(Pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rule, 2014

Dear Member(s),

Notice is hereby given that pursuant to Section 110 and other applicable provisions, if any of the Companies Act, 2013 (the "Act") read with Rule 22 of the Companies (Management and Administration) Rules, 2014 (the "Rules") and Regulation 106U of the SEBI (ICDR) Regulations, 2009 as amended from time to time and other applicable laws and regulations, resolutions appended below proposed to be passed by the Members through postal ballot (the "Postal Ballot")/remote electronic voting ("E-voting"). Pursuant to Sections 102 and 110 of the Act, explanatory statement pertaining to the said resolution setting out the material facts and the reasons thereof is annexed to this Postal Ballot Notice, along with a Postal Ballot Form for your consideration.

The Board has appointed CS Ishan Jain (ICSI Membership No. ACS 29444 and CP No. 13032), Proprietor of M/s Ishan Jain & Co., Practicing Company Secretaries, as the scrutinizer ("Scrutinizer") for conducting the Postal Ballot and E-voting process in a fair and transparent manner.

Members have the option to vote either by Postal Ballot or through E-voting. Members are requested to read the instructions printed on the Postal Ballot Form carefully and return the same duly completed in the enclosed self-addressed Business Reply Envelope so as to reach the Scrutinizer not later than the close of working hours i.e. 5:00 p.m. (IST) on **Tuesday, 30th day of October, 2018**. Postal Ballot Form, if sent by courier or by registered post / speed post at the expense of the Member(s) will also be accepted.

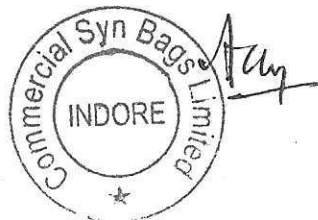
Postal Ballot Forms received after the close of working hours i.e. 5:00 p.m. (IST) on **Tuesday, 30th day of October, 2018** will be treated as no reply has been received from the Member. E-voting will be blocked by the Central Depository Services Limited ("CDSL") at 5:00 p.m. (IST) on **Tuesday, 30th day of October, 2018** and E-voting shall not be allowed beyond the said date and time.

Members desiring to opt for E-voting as per the facilities arranged by the Company are requested to read the notes to this Postal Ballot Notice.

Members can opt for only one mode of voting i.e. either by Postal Ballot or through Remote E-voting. In cases where members cast their votes through both modes, votes cast electronically (E-voting) shall be treated as valid and votes cast through Postal Ballot Form(s) will be treated as invalid.

The Scrutinizer will submit his report to the Chairman or any person authorized by him after the completion of scrutiny, and the result of the voting by Postal Ballot will be announced by the Chairman or any person authorized by him, on or before **Thursday, 1st November, 2018**. The results along with the report of the Scrutinizer shall be displayed on the Company's website: www.comsyn.com and on the website of CDSL: www.evotingindia.com and shall also be communicated to BSE Limited, where the shares of the Company are listed.

Members are requested to consider and approve following businesses by way of Postal Ballot or E-voting :



ITEM NO.1: To consider, and if thought fit, to pass the following resolution as a SPECIAL RESOLUTION:

APPROVAL FOR ALTERATION IN ARTICLE OF ASSOCIATION OF THE COMPANY FOR INCLUSION OF NEW ARTICLE 164A AFTER EXISTING ARTICLE 164 TO PROVIDE AN OPTION TO SHAREHOLDERS TO WAIVE/FORGO THEIR RIGHT TO RECEIVE DIVIDEND:

“RESOLVED THAT pursuant to the provisions of section 14 and other applicable provisions, if any, of the Companies Act, 2013 read with rules made thereunder the existing Articles of Association of the company be and is hereby altered in such manner and up to the extent as follows:

After the existing Article 164 of the Articles of Association of the company, following new Article being Article No 164A be and is hereby added:

164A “Notwithstanding anything contained in these Articles of Association of the Company, but subject to the provisions of the Act and all other applicable Rules of the statutory authorities and the Rules framed by the Board of Directors of the Company in this behalf as amended from time to time by the Board:

- (a) Shareholder’s can waive/forgo their right to receive the dividend (either final and/or interim) to which he/she is entitled, on some or all the Equity Shares held by him in the Company as on the Record Date/Book Closure Date fixed for determining the names of Members entitled for such dividend. However, the shareholders cannot waive/forgo the right to receive the dividend (either final and/or interim) for a part of percentage of dividend on share(s).
- (b) The Equity Shareholder(s) who wish to waive/forgo the right to receive the dividend shall inform the Company in the form prescribed by the Board of Directors of the Company.
- (c) In case of joint holders holding the Equity Shares of the Company, all the joint holders are required to intimate to the Company in the prescribed form their decision of waiving/forgoing their right to receive the dividend from the Company.
- (d) The Shareholder, who wishes to waive/forgo the right to receive the dividend for any year shall send his irrevocable instruction waiving/forgoing dividend so as to reach the Company before the Record Date /Book Closure Date fixed for the payment of such dividend. Under no circumstances, any instruction received for waiver/forgoing of the right to receive the dividend for any year after the Record Date /Book Closure Date fixed for the payment of such dividend for that year shall be given effect to.
- (e) The instruction once given by a Shareholder intimating his waiver/forgoing of the right to receive the dividend for any year for interim, final or both shall be irrevocable and can not be withdrawn for that particular year for such waived/forgone the right to receive the dividend. But in case, the relevant Shares are sold by the same Shareholder before the Record Date/Book Closure Date fixed for the payment of such dividend, the instruction once exercised by such earlier Shareholder intimating his waiver/forgoing the right to receive dividend will be invalid for the next succeeding Shareholder(s) unless such next succeeding Shareholder(s) intimates separately in the prescribed form, about his waiving/forgoing of the right to receive the dividend for the particular year.
- (f) The Equity Shareholder who wish to waive/forgo their right to receive the dividend for any year can inform the Company in the prescribed form only after the beginning of the relevant financial year for which the right to receive the dividend is being waived/forgone by him. The Company shall not be entitled to declare or pay and shall not declare or pay dividend on equity shares to such Shareholders who have waived/forgone his/their right to receive the dividend (interim or final) by him/ them under this Article.



- (g) The instruction by a Shareholder to the Company for waiving/ forgoing the right to receive dividend for any year is purely voluntary on the part of the Shareholder. There is a no interference with a Shareholder's Right to receive the dividend, if he does not wish to waive/forgo his right to receive the dividend. No action is required on the part of Shareholder who wishes to receive dividends as usual. Such Shareholder will automatically receive dividend as and when declared.
- (h) The decision of the Board of Directors of the Company or such person(s) as may be authorised by Board of Directors of the Company shall be final and binding on the concerned Shareholders on issues arising out of the interpretation and/or implementation of these Rules."

ITEM NO. 2: To consider, and if thought fit, to pass the following resolution as SPECIAL RESOLUTION:

Note: In accordance with the Regulation 106U(1) of the SEBI (ICDR) Regulations 2009, resolution appended below shall be acted upon if and only if the votes cast by shareholders, other than promoters in favour of the proposal amount to at least two times the number of votes cast by shareholders, other than promoters shareholders against the proposal.

APPROVAL FOR MIGRATION OF COMPANY'S EQUITY SHARES FROM SME PLATFORM OF BSE LIMITED TO MAIN BOARD OF BSE LIMITED.

"RESOLVED THAT pursuant Regulation 106U and other provisions laid down in Chapter XB of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulation, 2009 and other applicable provisions, if any, of the Companies Act 2013, Rules made thereunder, including any amendment, modification, variation or re-enactment thereof and subject to the approval of the BSE Ltd. the consent of the members of the Company be and is hereby accorded for purpose of migration of the Company's 1,18,17,400 equity shares of Rs.10/- which are presently listed with the SME Platform of BSE Limited to the Main Board of BSE Limited and fulfil all the requirements of the SEBI (Issue of Capital & Disclosure Requirements) Regulations, 2009 and the SEBI (LODR) Regulations, 2015 and other applicable regulations notified and applicable in this behalf and, as amended from time to time, to give effect to the above said resolution.

RESOLVED FURTHER THAT the Board of Directors of the Company, be and are hereby authorized to do all such acts and things as may be necessary and expedient to give effect to the above resolution on behalf of the Company and to deal with any Government or semi-government authorities or any other concerned intermediaries including but not limited to BSE Ltd., SEBI and to apply, modify, rectify and submit any application and/or related documents on behalf of the Company for the purpose of migration of the Company's equity shares from SME Platform of BSE Limited to the Main Board of BSE Limited.

Date: 27th September, 2018
Place: Indore

Commercial Syn Bags Limited
CIN: L25202MP1984PLC002669
Regd. Office: Commercial House,
3-4, Jaora Compound, M.Y.H. Road,
Indore-452001 (MP)



By Orders of the Board of Directors

A handwritten signature in black ink, appearing to read "Anil Choudhary".

Anil Choudhary
Chairman & Managing Director
DIN:00017913

Notes:

1. An Explanatory Statement pursuant to Section 102(1) read with Section 110 of the Companies Act, 2013 setting out the material facts and reasons for the proposed resolution above is appended herein below along with the Postal Ballot Form for your consideration.
2. The Postal Ballot Notice is being sent to the Members, whose names appeared in the Register of Members/ List of Beneficial Owners as received from RTA as on **Thursday, 27th September, 2018**. The voting rights shall also be reckoned on the paid-up value of shares registered in the name of the member(s) as on the said date.
3. Physical copies of this Postal Ballot Notice are being sent in permitted mode along with Postal Ballot Form and a postage-prepaid self-addressed business reply envelope. Alternatively, a Member may write to the company at invetors@comsyn.com or to the Registrar and Share transfer Agent of the company at investor@bigshareonline.com for obtaining duplicate Postal Ballot Form. Postal Ballot Notice alongwith Postal Ballot Form is also available on the Website of the Company www.comsyn.com.
4. Resolution passed by the Members through Postal Ballot is deemed to have been passed as if they are passed at a General Meeting of the Members and shall be deemed to have been passed on the last date of voting i.e. **Tuesday, 30th day of October, 2018**.
5. Members can opt for only one mode of voting i.e. either by Postal Ballot or through remote E-voting. In cases where members cast their votes through both modes, votes cast electronically (E-voting) shall be treated as valid and votes cast through Postal Ballot Forms will be treated as invalid.
6. Members who have not registered their e-mail ID are requested to register the same with the company's Registrar and Share transfer agent/depositories in order to receive the Company's Annual Report and other communications electronically in future.
7. The Scrutinizer will submit his report to the Chairman or any person authorized by him after the completion of scrutiny, and the result of the voting by Postal Ballot will be announced by the Chairman or any person authorized by him, on or before **Thursday, 1st November, 2018**. The result along with the report of the Scrutinizer shall be displayed on the Company's website: www.comsyn.com and on the website of CDSL: www.evotingindia.com and shall also be communicated to BSE Limited, where the shares of the company are listed.
8. This Postal Ballot Notice is also placed on the website of the Company: www.comsyn.com and on the website of CDSL: www.evotingindia.com.
9. **Voting through electronic means:**
In compliance with the provisions of Sections 108, 110 and other applicable provisions of the Act, read with (i) Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 as amended; and (ii) Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is offering remote E-voting facility to all the Members of the Company and the business may be transacted through electronic voting system. The Company has engaged the services of CDSL for facilitating E-voting to enable the Members to cast their votes electronically. A Member may avail of this facility at his/her discretion as per the instructions provided herein.

Members are requested to carefully read the below mentioned instructions for remote e-voting before casting their vote

Facility to exercise vote(s) by means of Postal Ballot, including voting through e-voting will be available during the following period:

| Commencement of voting | End of Voting |
|--|--|
| Monday, 1 st October, 2018 at 9:00 a.m. (IST) | Tuesday, 30 th October, 2018 at 5:00 p.m. (IST) |

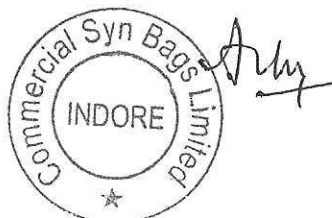
The voting will not be allowed beyond 5.00p.m.(IST) on Tuesday 30th October, 2018 and the e-voting module shall be disabled by CDSL upon expiry of the aforesaid date and time.



INSTRUCTIONS FOR POSTAL BALLOT

1. If a member exercises voting rights through voting by electronic means ("e-voting") the Postal Ballot Form need not be sent to the Company.
2. A member desirous for exercising vote by physical Postal Ballot may complete this Postal Ballot Form and send it to the Scrutinizer in the enclosed self-addressed postage pre-paid Business Reply Envelope (if posted in India). Postage will be borne by the Company. Member(s) residing outside India should stamp the envelope appropriately.
3. A member may vote through e-voting as per "The instructions for shareholders voting electronically" provided in the Postal Ballot Notice sent herewith.
4. The Postal Ballot Form should be completed and signed by the member as per the specimen signature registered with the Company. In case of joint holding, the same should be completed and signed by the first-named member and in his/her absence, by the next-named member.
5. Corporate/Institutional Members (that is, other than Individuals, HUF, NRI, etc.) opting for physical Postal Ballot are also required to send certified true copy of the Board Resolution/Power of Attorney/Authority Letter etc., together with attested specimen signature(s) of the duly authorized representative(s), to the Scrutinizer alongwith the Postal Ballot Form.
6. The consent must be accorded by recording the assent in the column "FOR" and dissent in the column "AGAINST" by placing a tickmark (✓) in the appropriate box.
7. The vote(s) of a member will be considered in valid interalia on any of the following grounds:
 - a) Postal Ballot Form other than one issued by the Company issued;
 - b) If the member's signature does not tally;
 - c) If the Postal Ballot Forms is unsigned, in complete or incorrectly filled;
 - d) If the member has made any amendment to the resolution or imposed any condition while exercising his vote;
 - e) If the Postal Ballot Form is received torn or defaced or mutilated;
 - f) Any competent authority has given directions in writing to the Company to freeze the voting rights of the member.
8. Duly completed Postal Ballot Forms should reach the Scrutinizer on or before 5:00 p.m. (IST) on Tuesday, 30th October, 2018. If any Postal Ballot Form is received after this date and time, it will be strictly treated as if reply from such member has not been received.
9. Voting rights shall be reckoned on the paid-up value of shares registered in the name of member/beneficial owner (in case of electronic shareholding) as on Thursday, 27th September, 2018.
10. In case a Member wishes to obtain a printed Postal Ballot Form or a duplicate, he or she may request for a Postal Ballot Form to Registrar and Share Transfer Agent Bigshare Services Private Limited, Tel.: 91 22-62638200 investor@bigshareonline.com and/or to the company at investors@comsyn.com Tel: 0731-4279525/26.

However, the duly filled-in duplicate Postal Ballot Forms should reach the Scrutinizer not later than 5:00p.m. on Tuesday, 30th October, 2018. Members are requested NOT to send any other paper alongwith the Postal Ballot Form in the enclosed self-addressed postage-prepaid Business Reply Envelope. Any extraneous paper found in such envelope would be destroyed by the Scrutinizer and the Company would not act on the same.



Particulars for e-voting

Members opting to vote through e-voting, instead of voting through the physical Postal Ballot, may access the e-voting facility through weblink www.evotingindia.com.

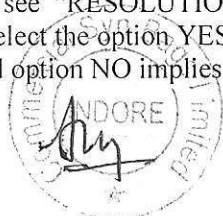
Note: - Please read the instructions given overleaf carefully before exercising your vote

The instructions for shareholders voting electronically are as under:

- i. The remote E-voting period shall commence on **Monday, 1st October, 2018 at 9:00 a.m. (IST)** and end on **Tuesday, 30th October, 2018 at 5:00 p.m. (IST)**. The e-voting module shall be disabled by CDSL for voting thereafter. During this period, Members of the Company holding shares either in physical or dematerialised form, as on the cut-off date, i.e. **Thursday, 27th September, 2018**, may cast their vote electronically.
- ii. Once the vote on the Resolution is cast by the Members, the Members shall not be allowed to change it subsequently.
- iii. The shareholders should log on to the e-voting website www.evotingindia.com.
Click on Shareholders / Members
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.
- iv. Next enter the Image Verification as displayed and Click on Login.
- v. 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.
- vi. 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) <ul style="list-style-type: none">• 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 Bank 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. <ul style="list-style-type: none">• 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 (iii). |

- vii. After entering these details appropriately, click on "SUBMIT" tab.
- viii. Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in de-mat 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 de-mat 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.
- ix. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- x. Click on the EVSN of COMMERCIAL SYN BAGS LTD.
- xi. 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.



- xii. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- xiii. 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.
- xiv. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- xv. You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- xvi. If a demat account holder has forgotten the changed 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.
- xvii. **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. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.**
- xviii. **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 mailed 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.
- xix. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.

EXPLANATORY STATEMENT PURSUANT TO SECTIONS 102(1) AND 110 OF THE COMPANIES ACT, 2013 (THE "ACT")

ITEM NO.: 1: APPROVAL FOR ALTERATION OF THE ARTICLE OF ASSOCIATION OF THE COMPANY FOR INCLUSION OF NEW ARTICLE 164A AFTER EXISTING ARTICLE 164 TO ENABLE SHAREHOLDERS TO WAIVE/FORGO THEIR RIGHT TO RECEIVE DIVIDEND:

Company is proposing to provide the shareholders an option to forego their right of receiving of dividend which includes interim dividend if any as may be declared by the company and for this purpose, the company is required to alter the existing Article of Association of the company and insert one new Article 164A after existing article No. 164 in which the company can provide option to any shareholder or its group to waive / forgo the dividend, whether interim or final, to be declared by the company at any point of time in the future.

Member willing to waive their rights to receive dividend will be required to approach the company whenever the company will proposes dividend/interim dividend each and every time. A suitable provision is required in the existing Articles of Association of the company in this relation by inclusion of New Article 164A after existing Article 164. Therefore Item No. 1 of this notice is circulated to the Members for their Approval for alteration in Article of Association.

None of the Director, Key Managerial Personnel and their relatives are in any way concerned or interested in the said resolution, except to the extent of their shareholding in the company.



The copy of proposed draft of the altered Article of Association is available for inspection by the members at the Registered Office of the company on all working days, except Saturday, between 11:00 A.M and 1:00 P.M. up to the date of closing of voting period.

The Board recommends the aforesaid resolution for approval by the members as *Special Resolution*.

ITEM NO. 2: APPROVAL FOR MIGRATION OF COMPANY'S EQUITY SHARES OF RS. 10/- EACH FROM SME PLATFORM OF BSE LIMITED TO MAIN BOARD OF BSE LIMITED.

The company's shares are presently listed on the SME Platform of BSE since 14th July, 2016 and is eligible for migration to the Main Board of BSE Limited as it has successfully completed two years of listing on BSE SME Platform, as per the guidelines specified by SEBI vide their circular dated May 18, 2010, therefore subject to the procedures laid down under Chapter XB of the SEBI ICDR Regulations, 2009, as amended from time to time, the company is eligible for Migration of present equity share capital of Rs. 11,81,74,000 divided into 1,18,17,400 equity shares of face value of Rs. 10/- each to the Main Board of BSE Limited.

The Board considered that the proposed migration of the company's shares to the Main Board will definitely provide the members more liquidity and built up the image of the company between the investors and will help in getting enhanced recognition, liquidity and increased participation by retail investors.

In accordance with the Regulation 106U(1) of the SEBI (ICDR) Regulations 2009, resolution mentioned in Item No. 2 of this notice shall be acted upon if and only if the votes cast by shareholders, other than promoters in favour of the proposal amount to at least two times the number of votes cast by shareholders, other than promoters shareholders against the proposal

None of Director, Key Managerial Personnel (KMP) and their relatives, is concerned or interested in the said resolution except being the shareholders to the extent of their shareholding.

The Board recommends the aforesaid resolution for approval by the members as *Special Resolution*.

Date: 27th September, 2018

Place: Indore

**Commercial Syn Bags Limited
CIN: L25202MP1984PLC002669
Regd. Office: Commercial House,
3-4, Jaora Compound, M.Y.H. Road,
Indore-452001 (MP)**



By Orders of the Board of Directors

A handwritten signature in black ink, appearing to read "Anil Choudhary".

**Anil Choudhary
Chairman & Managing Director
DIN:00017913**

Encl.:

1. Postal Ballot Form
2. Self-addressed postage pre-paid envelope

COMMERCIAL SYN BAGS LIMITED

CIN- L25202MP1984PLC002669

Regd. Office: Commercial House, 3-4, Jaora Compound, M.Y.H. Road, Indore (M.P.)-452001

Contact No.: 0731-4279525, Email ID: investors@comsyn.com, Website : www.comsyn.com

POSTAL BALLOT FORM

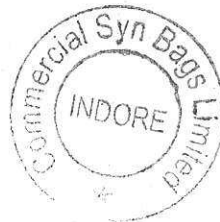
- 1 Name and the Registered Address of the Sole/First Named Member : Sr. No.
- 2 Name of the Joint Holder(s),if Any :
- 3 Registered Folio No./DPID No.*/Client ID No.* :
(*Applicable to investors holding Shares in dematerialized form).
- 4 Number of Equity Shares held :
5. I/We hereby exercise my/our vote(s) in respect of the following resolution(s) to be passed through Postal Ballot for the business stated in the Postal Ballot Notice dated 27/09/2018 issued by the Company, by conveying my/our assent or dissent to said resolution(s) by placing the tick mark(√) in the appropriate box below:

| S.N. | Description of Resolution(s) | Type of Resolution | No. of Equity Shares held by me/ us | I /We assent to the Resolution (FOR) | I/We dissent to the Resolution (AGAINST) |
|------|---|--------------------|-------------------------------------|--------------------------------------|--|
| 1. | Approval for alteration in Article of Association of the company for inclusion of new article 164A after existing article 164 to provide an option to shareholders to waive/forgo their right to receive dividend | Special | | | |
| 2. | Approval for migration of company's equity 11817400 shares of Rs. 10/- each from SME Platform of BSE Limited to Main Board of BSE Limited | Special | | | |

Place:

Date:

Signature of Member



A handwritten signature in black ink.

INSTRUCTIONS FOR POSTAL BALLOT

1. If a member exercises voting rights through voting by electronic means ("e-voting") the Postal Ballot Form need not be sent to the company.
2. A member desirous for exercising vote by physical Postal Ballot may complete this Postal Ballot Form and send it to the Scrutinizer in the enclosed self-addressed postage pre-paid Business Reply Envelope (if posted in India). Postage will be borne by the Company. Member(s) residing outside India should stamp the envelope appropriately.
3. A member may vote through e-voting as per "The instructions for shareholders voting electronically" provided in the Postal Ballot Notice sent herewith.
4. The Postal Ballot Form should be completed and signed by the member as per the specimen signature registered with the company. In case of joint holding, the same should be completed and signed by the first-named member and in his/her absence, by the next-named member.
5. Corporate/Institutional Members (that is, other than Individuals, HUF, NRI, etc.) opting for physical Postal Ballot are also required to send certified true copy of the Board Resolution/Power of Attorney/Authority Letter etc., together with attested specimen signature(s) of the duly authorized representative(s), to the Scrutinizer along with the Postal Ballot Form.
6. The consent must be accorded by recording the assent in the column "FOR" and dissent in the column "AGAINST" by placing a tickmark (✓) in the appropriate box.
7. The vote(s) of a member will be considered in valid interalia on any of the following grounds:
 - a. Postal Ballot Form other than one issued by the Company is used;
 - b. If the member's signature does not tally;
 - c. If the Postal Ballot Form is unsigned, incomplete or incorrectly filled;
 - d. If the member has made any amendment to the resolution or imposed any condition while exercising his vote;
 - e. If the Postal Ballot Form is received torn or defaced or mutilated;
 - f. Any competent authority has given directions in writing to the Company to freeze the voting rights of the member.
8. Duly completed Postal Ballot Forms should reach the Scrutinizer on or before 5:00 p.m. (IST) on Tuesday, 30th October, 2018. If any Postal Ballot Form is received after this date and time, it will be strictly treated as if reply from such member has not been received.
9. Voting rights shall be reckoned on the paid-up value of shares registered in the name of member/beneficial owner (in case of electronic shareholding) as on Thursday, 27th September, 2018.
10. In case a Member wishes to obtain a printed Postal Ballot Form or a duplicate, he or she may request for a Postal Ballot Form to Registrar and Share transfer Agent Bigshare Services Private Limited, Tel.: 91 22-62638200 investor@bigshareonline.com and/or to the company at investors@comsyn.com Tel: 0731-4279525/26.
11. However, the duly filled-in duplicate Postal Ballot Forms should reach the Scrutinizer not later than 5:00 p.m. on Tuesday, 30th October, 2018. Members are requested NOT to send any other paper along with the Postal Ballot Form in the enclosed self-addressed postage-prepaid Business Reply Envelope. Any extraneous paper found in such envelope would be destroyed by the Scrutinizer and the company would not act on the same.



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CALENDER OF EVENTS

| S. No. | Particulars | Date of event | Day |
|--------|--|--------------------------------|--------------------|
| 1. | Date on which consent was given by the Scrutinizer to act as such | 20/09/2018 | Thursday |
| 2. | Issuance of Notice of Board Meeting | 20/09/2018 | Thursday |
| 3. | Intimation to BSE for holding Board Meeting for alteration in AoA and migrate the Company from SME board to Main Board. | 20/09/2018 | Thursday |
| 4. | Trading Window Closure | 21/09/2018 to 29/09/2018 | Friday Saturday |
| 5. | Filing of Proposed Draft copy of AOA to BSE | 27/09/2018 | Thursday |
| 6. | Date of approval of the Board of directors for seeking approval for change in the AoA of the company and proposal to migrate the Company from SME Board to Main Board and other related items | 27/09/2018 | Thursday |
| 7. | Date of appointment of scrutinizer. | 27/09/2018 | Thursday |
| 8. | Date of BMR for authorizing functional directors and Officer to be responsible for the entire poll process | 27/09/2018 | Thursday |
| 9. | Cut-off date for ascertaining the entitlement for notice of the postal ballot | 27/09/2018 | Thursday |
| 10. | Cut-off date for ascertaining the right to vote on postal ballot resolution | 27/09/2018 | Thursday |
| 11. | Creation and activation of EVSN | 27/09/2018 | Thursday |
| 12. | Submission of outcome of Board Meeting to BSE | 27/09/2018 | Thursday |
| 13. | Submission of Copy of Postal Ballot Notice alongwith Explanatory Statement to BSE, RTA, CDSL/NSDL | 27/09/2018 | Thursday |
| 14. | Hosting of the Postal Ballot Notice alongwith Explanatory Statement on the Website of the company | 27/09/2018 | Thursday |
| 15. | Date of completion of dispatch of notice along with Postal Ballot Form. | 29/09/2018 | Saturday |
| 16. | Date of advertisement in newspaper. | 01/10/2018 | Monday |
| 17. | Submission of copy News paper clipping to the BSE. | 01/10/2018 | Monday |
| 18. | Date of Opening of voting through E-voting and Postal Ballot | 01/10/2018 (9.00 A.M) | Monday |
| 19. | Date of Closing of Voting through E-voting and Postal Ballot | 30/10/2018 (05.00 PM) | Tuesday |
| 20. | Last date of receipt of the Postal Ballot by the Scrutinizer | 30/10/2018 (05.00 PM) | Tuesday |
| 21. | Preparation of Postal Ballot Results by the Scrutinizer | 01/11/2018 | Thursday |
| 22. | Date of returning the Ballot papers, register required to be maintained by the scrutinizer under rule 5(e) of the Companies (passing of the resolutions by postal ballot) Rules, 2011 and other related papers to the Chairman by the Scrutinizer. | 01/11/2018 | Thursday |

