

KONARK SYNTHETIC LIMITED

Regd. Off.: Mittal Industrial Estate, Building No.7, Andheri-Kurla Road, Saki-Naka, Andheri (E), Mumbai 400 059

Tel: 4089 6300 * Fax No.4089 6322 Web.: www.konarkgroup.co.in Email : info@konarkgroup.co.in

CIN: L17200MH1984PLC033451

1st October, 2015

To,
The Manager - CRD
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400 001

Dear Sir,

Scrip Code: 514128

Sub.: Proceedings of the 31st Annual General Meeting held on 30th September, 2015.

Pursuant to the provisions of Clause 31 of the Listing Agreement, we hereby furnish the proceedings of the 31st Annual General Meeting of the Company held on Wednesday, 30th September, 2015 at 3.30 p.m. at Building No.7, Mittal Industrial Estate, Andheri Kurla Road, Sakinaka, Andheri (East), Mumbai - 400059.

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company provided remote e-voting facility to the members to vote on the matters to be transacted at the 31st Annual General Meeting as per Notice dated 14th August, 2015. Further, to facilitate those members who were present at the AGM, either personally or by proxy, who did not cast their vote earlier through remote e-voting, the Company provided polling papers to enable them to vote in respect of items of business as set out in the Notice of the Annual General Meeting. CS Manish L Ghia, Partner, M/s. Manish Ghia & Associates, Company Secretaries, Mumbai was appointed for the purpose of Scrutinizing the Remote E-Voting process and conducting poll through polling paper at the AGM.

The result of voting on each resolution were determined considering the aggregate of vote cast by the members on each resolution separately, through remote e-voting as well as poll on which the Scrutinizer issued Consolidated Scrutinizer's Report.

The Annual General Meeting was attended by requisite quorum and following businesses were passed:

1. APPROVAL OF ANNUAL FINANCIAL STATEMENTS:

The members received, considered and adopted the Standalone and Consolidated Audited Financial Statements for the financial year ended as at 31st March, 2015 together with Reports of the Board of Directors' and Auditors' thereon by passing Ordinary Resolution unanimously.

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2. RE-APPOINTMENT OF MR. AMITABH KEJRIWAL WHOLE TIME DIRECTOR OF THE COMPANY:

The members re-appointed Mr. Amitabh Kejriwal, Whole Time Director of the Company, who retired by rotation and being eligible offered himself for re-appointment by passing Ordinary Resolution unanimously.

3. RE-APPOINTMENT OF STATUTORY AUDITORS:

The members re-appointment of M/s. Bhuwania & Agrawal Associates, Chartered Accountants (having FRN 101483W), Mumbai as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of next Annual General Meeting and to fix their remuneration by passing Ordinary Resolution unanimously.

4. APPOINTMENT OF MS. KAVITA BHAT AS AN INDEPENDENT DIRECTOR OF THE COMPANY:

The members appointed Ms. Kavita Bhat as an Independent Director of the Company to hold office as such upto 30th March, 2020, who shall not be liable to retire by rotation by passing Ordinary Resolution unanimously.

5. RE-APPOINTMENT OF MR. AMITABH KEJRIWAL AS WHOLE-TIME DIRECTOR OF THE COMPANY FOR A PERIOD OF THREE YEARS W.E.F. 1ST APRIL, 2015.

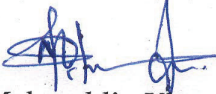
The members re-appointed Mr. Amitabh Kejriwal as Whole-Time Director of the Company for a period of three years w.e.f. 1st April, 2015 by passing Ordinary Resolution unanimously.

A copy of the Consolidated Scrutinizer's Report received from M/s. Manish Ghia & Associates, Company Secretaries, Mumbai is enclosed herewith for your records.

Kindly take the same on your records.

Thanking you,
Yours faithfully,

For Konark Synthetic Limited



Mehnuddin Khan
Company Secretary

ACS : A40156



Encl.: Consolidated Scrutinizer's Report

CONSOLIDATED SCRUTINIZER'S REPORT

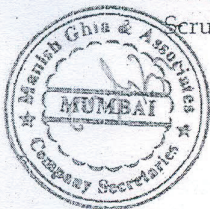
[Pursuant to Section 108 of the Companies Act, 2013 and
Rule 20 and 21 of Companies (Management and Administration) Rules, 2014]

To,
Mr. Prakashchand Dalmia
Chairman & Managing Director
Konark Synthetic Limited
Mittal Industrial Estate,
Building No: 7, Saki Naka,
Andheri (East), Mumbai-400 059

Respected Sir,

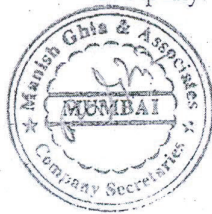
Sub.: Consolidated Scrutinizer's Report for passing of Resolutions through Remote E-Voting Process and on Voting by Polling Papers at 31st Annual General Meeting (AGM) of the Members of Konark Synthetic Limited (the Company) held on 30th September, 2015.

1. I, CS Manish L. Ghia, Partner, M/s. Manish Ghia & Associates, Company Secretaries, Mumbai, was appointed as Scrutinizer by the Board of Directors of the Company for the purpose of Scrutinizing the Remote E-Voting process and conducting poll through polling paper at the AGM, in terms of the provisions of Section 108 of the Companies Act, 2013 ('the Act') read with Rules 20 and 21 of the Companies (Management and Administration) Rules, 2014 and the relevant provisions of Clause 35B of the Listing Agreement, in a fair and transparent manner, for passing of the resolutions as mentioned under item numbers 1 to 5, as set out in the Notice of aforesaid AGM of the members of the Company dated 14th August, 2015.
2. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to Remote E-Voting and Voting by way of polling papers at the AGM, on the resolutions contained in the Notice of AGM of the members of the Company. My responsibility as a Scrutinizer for the Remote E-Voting process and Poll conducted at the AGM is restricted to make a Consolidated Scrutinizer's Report of the votes cast 'in favour' or 'against' the resolutions stated in the



said Notice, based on the reports generated from the Remote E-Voting system provided by Central Depository Services (India) Limited (CDSL), the agency engaged by the Company to provide Remote E-Voting facility and poll conducted at the AGM, in a fair and transparent manner.

3. As per the confirmation received from the Company:
 - (a) The Notice of the AGM dated 14th August, 2015 along with Statement setting out material facts under Section 102 of the Act was dispatched to the Shareholders through courier on 4th September, 2015.
 - (b) The said Notice was dispatched on the basis of Register of Members made available by M/s. Purva Sharegistry (India) Private Limited, the Registrar & Share Transfer Agents of the Company and the list of beneficial owners made available by the depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on Friday, 28th August, 2015.
 - (c) In terms of the aforesaid Notice, voting through electronic means was kept open for 3 (three) days from Sunday, 27th September, 2015 (9:00 a.m.) and ends on Tuesday, 29th September, 2015 (5:00 p.m.).
4. The voting rights of members was considered in proportion to the shares held by the members in the paid up equity share capital of the Company as on the Cut-Off date i.e. Wednesday, 23rd September, 2015.
5. As required under the said rules, after the closure of the physical voting by Polling Papers at the Annual General Meeting, the votes cast through poll were counted; thereafter the votes cast under Remote E-Voting facility were unblocked in the presence of CS Priyanka Goenka and Ms. Shweta Chheda, who are not in employment with the Company.



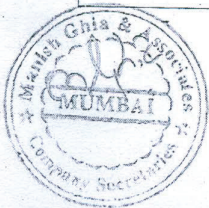
6. Summary of the Remote E-voting and poll at the AGM is as follows:

Resolution No. 1

Particulars	Ordinary Resolution: For adoption of Standalone and Consolidated Audited Financial Statements of the Company for the year ended 31 st March, 2015 and the Reports of the Directors' and the Auditors' thereon.					
	Number of members voted		Votes equivalent to number of shares held by members		Valid votes cast	
	Total received	Valid	Total	Valid	In favour	Against
Remote E-voting	11	11	4600455	4600455	4600455	0
Polling at the AGM	8	6	137	131	131	0
Total	19	17	4600592	4600586 (100.00%)	4600586 (100.00%)	0 (0.00%)
Result: The said resolution may be considered as passed unanimously.						

Resolution No. 2

Particulars	Ordinary Resolution: For appointment of Director in place of Mr. Amitabh Kejriwal, (DIN: 00005864) Whole Time Director, who retires by rotation and being eligible, offers himself for re-appointment.					
	Number of members voted		Votes equivalent to number of shares held by members		Valid votes cast	
	Total received	Valid	Total	Valid	In favour	Against
Remote E-voting	11	11	4600455	4600455	4600455	0
Polling at the AGM	8	6	137	131	131	0
Total	19	17	4600592	4600586 (100.00%)	4600586 (100.00%)	0 (0.00%)
Result: The said resolution may be considered as passed unanimously.						



Resolution No. 3

Particulars	Ordinary Resolution: For re-appointment of M/s. Bhuwania & Agrawal Associates, Chartered Accountants (having FRN 101483W), Mumbai as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of next Annual General Meeting and to fix their remuneration.					
	Number of members voted		Votes equivalent to number of shares held by members		Valid votes cast	
Voting pattern	Total received	Valid	Total	Valid	In favour	Against
Remote E-voting	11	11	4600455	4600455	4600455	0
E-voting	8	6	137	131	131	0
Total	19	17	4600592	4600586 (100.00%)	4600586 (100.00%)	0 (0.00%)
Result: The said resolution may be considered as passed unanimously.						

Resolution No. 4

Particulars	Ordinary Resolution: For appointment of Ms. Kavita Bhat (DIN: 07139828) as an Independent Director of the Company to hold office as such upto 30 th March, 2020.					
	Number of members voted		Votes equivalent to number of shares held by members		Valid votes cast	
Voting pattern	Total received	Valid	Total	Valid	In favour	Against
Remote E-voting	11	11	4600455	4600455	4600455	0
Polling at the AGM	8	6	137	131	131	0
Total	19	17	4600592	4600586 (100.00%)	4600586 (100.00%)	0 (0.00%)
Result: The said resolution may be considered as passed unanimously.						

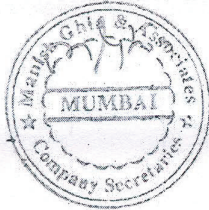


Resolution No. 5

Particulars	Ordinary Resolution: For re-appointment of Mr. Amitabh Kejriwal as Whole-Time Director of the Company for a period of three years w.e.f. 1 st April, 2015.					
	Number of members voted		Votes equivalent to number of shares held by members		Valid votes cast	
	Total received	Valid	Total	Valid	In favour	Against
Remote E-voting	11	11	4600455	4600455	4600455	0
Polling at the AGM	8	6	137	131	131	0
Total	19	17	4600592	4600586 (100.00%)	4600586 (100.00%)	0 (0.00%)
Result: The said resolution may be considered as passed unanimously.						

I, further report that:

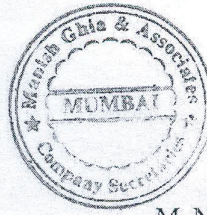
- a. I have received all the documents as mentioned in Sections 105 and 113 of the Companies Act, 2013 and such other applicable provisions under the relevant Rules made thereunder, together with Attendance Register and also the Ballot Box used at the venue of the AGM, duly sealed; and



Manish Ghia & Associates

- b. The Register/s, all other papers and relevant records relating to Remote E-Voting and Poll at the AGM, shall remain in my safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the Company Secretary of the Company for safe keeping.

For Manish Ghia & Associates
Company Secretaries



Manish Ghia

CS Manish L. Ghia
Partner

M. No. FCS 6252 C.P. No. 3531

Place: Mumbai
Date: 1st October, 2015

Countersigned by:

Prakashchand Dalmia



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Mr. Prakashchand Dalmia
Chairman & Managing Director
Konark Synthetic Limited