

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

29th September, 2018

To,

The Manager - CRD

BSE Limited

Phiroze Jeejeebhoy Towers,

Dalal Street, Mumbai - 400 001

Dear Sir,

Scrip Code: 514128

Sub.: Disclosure under Regulations 30 and 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the 34th Annual General Meeting (AGM) held on Friday, the 29th day of September, 2018.

Pursuant to the Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, we hereby submit the proceedings of the 34th Annual General Meeting of the Company held on Saturday, 29th September, 2018 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, as amended and the Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided remote e-voting facility to the members to vote on the matters to be transacted at the 34th Annual General Meeting. Further, to facilitate the voting at the AGM to the members present threat and did not cast their vote earlier through remote e-voting, the Company has provided polling papers to enable them to vote in respect of items of business as set out in the Notice of the 34th Annual General Meeting. CS Ketan R. Shirwadkar, Proprietor, M/s KRS AND CO. Practicing Company Secretaries, Mumbai, was appointed as Scrutinizer for the purpose of Scrutinizing the remote e-voting process and conducting poll by way of polling papers at the 34th AGM in fair and transparent manner.

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



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

Ordinary Business:

1. Ordinary Resolutions for adoption of Standalone Audited Financial Statements for the year ended 31st March, 2018 together with the Reports of the Directors and the Auditors thereon and the Consolidated Audited Financial Statements for the financial year ended 31st March, 2018 together with Report of Auditors' thereon;
2. Ordinary Resolution for appointment of director in place of Mr. Amitabh Kejriwal, Managing Director of the Company, who retires by rotation and being eligible offers himself for re-appointment;
3. Ordinary Resolution for appointment of M/s. Pansari & Dalmia, Chartered Accountants, Mumbai (having FRN: 107370W) as Statutory Auditors of the Company in place of retiring Statutory Auditors M/s. B. P. Kabra & Associates, Chartered Accountants to hold office for a period of consecutive 5 years from the conclusion of this 34th Annual General Meeting until the conclusion of 39th Annual General Meeting at such remuneration and out of pocket expenses, as may be mutually agreed between the Board of Directors of the Company and the Auditors."

The brief profile of M/s. Pansari & Dalmia, Chartered Accountants, Mumbai (having FRN: 107370W) hereunder:

- | | | |
|--|---|---|
| 1. Name of the Firm and Address | : | M/S PANSARI & DALMIA
Flat No.36, 2nd Floor,
Nityanand Nagar-III,
Swami Nityanand Road,
Andheri (E), Mumbai-400 069.
PH : 7738845501
E-mail : pansaridalmia@hotmail.com |
| 2. Date of Registration with ICAI | : | 1 st January, 1986 |
| 3. Firm Registration No. | : | 107370W |
| 4. I. Tax Permanent Account No. | : | AAAFP-1570-E |
| 5. Names of the Partner | : | 1. Mr. Purushottamlal Pansari
2. Mr. Naresh Dalmia |
| 6. Specialised Field/expertise
(Audit/Tax/Others) | : | Audit (Including Internal Audit),
Management Audit, Operational
Audit, Statutory Audit, Tax Audit)
Since Last 30 years. |



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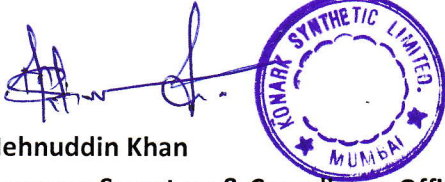
CIN: L17200MH1984PLC033451

The copy of the Consolidated Scrutinizers' Report and Voting Results are enclosed herewith for your reference.

Thanking you,

Yours faithfully,

For Konark Synthetic Limited



Mehnuddin Khan

Company Secretary & Compliance Officer

Membership No. : A40156

Encl.: As Above

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Date of the AGM	29.09.2018
Total number of shareholders on record date	1535
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	9 10
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public	None None
Mode of voting	Remote e-voting and through poll papers at the Annual General Meeting



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Resolution No. 1:

Resolution Required: (Ordinary/Special)			Ordinary Resolutions for adoption of (a) The Standalone Audited Financial Statements of the Company for the financial year ended 31 st March, 2018 together with Reports of the Directors' and of the Auditors' thereon; and (b) The Consolidated Audited Financial Statements of the Company for the financial year ended 31 st March, 2018 together with Report of the Auditors' thereon.					
Whether promoter/promoter group are interested in the agenda / resolution?			No					
Category	Mode of Voting	No. of Shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of votes – in favour	No. of votes-against	% of votes in favour on votes polled	% of Votes against on votes polled
Promoter and Promoter group	E-Voting	4355417	4355417	100.00	4355417	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	4355417	4355417	100.00	4355417	0	100.00	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	1452583	245001	16.86	245001	0	100.00	0
	Poll		635	0.04	635	0	100.00	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	1452583	245636	16.90	245636	0	100.00	0
Total		5808000	4601053	79.22	4601053	0	100.00	0

Invalid Votes: Public Non-Institutions -0

Result: The resolutions are passed unanimously.



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CIN: L17200MH1984PLC033451

Resolution No.2:

Resolution Required: (Ordinary/Special)			Ordinary Resolution for appointment of director in place of Mr. Amitabh Kejriwal, Managing Director of the Company, who retires by rotation and being eligible offers himself for re-appointment;					
Whether promoter/promoter group are interested in the agenda / resolution?			Yes					
Category	Mode of Voting	No. of Shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of votes – in favour	No. of votes-against	% of votes in favour on votes polled	% of Votes against on votes polled
Promoter and Promoter group	E-Voting	4355417	4355417	100.00	4355417	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	4355417	4355417	100.00	4355417	0	100.00	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	1452583	245001	16.86	245001	0	100.00	0
	Poll		635	0.04	635	0	100.00	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	1452583	245636	16.90	245636	0	100.00	0
Total		5808000	4601053	79.22	4601053	0	100.00	0

Invalid Votes: Public Non-Institutions -0

Result: The resolution is passed unanimously.



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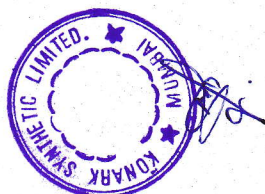
CIN: L17200MH1984PLC033451

Resolution No.3:

Resolution Required: (Ordinary/Special)			Ordinary Resolution for appointment of M/s. Pansari & Dalmia, Chartered Accountants, Mumbai (having FRN: 107370W) as Statutory Auditors of the Company in place of retiring Statutory Auditors M/s. B. P. Kabra & Associates, Chartered Accountants to hold office for a period of consecutive 5 years from the conclusion of this 34th Annual General Meeting until the conclusion of 39th Annual General Meeting at such remuneration and out of pocket expenses, as may be mutually agreed between the Board of Directors of the Company and the Auditors."					
Whether promoter/promoter group are interested in the agenda / resolution?			No					
Category	Mode of Voting	No. of Shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of votes – in favour	No. of votes-against	% of votes in favour on votes polled	% of Votes against on votes polled
Promoter and Promoter group	E-Voting	4355417	4355417	100.00	4355417	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	4355417	4355417	100.00	4355417	0	100.00	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	1452583	245001	16.86	245001	0	100.00	0
	Poll		635	0.04	635	0	100.00	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	1452583	245636	16.90	245636	0	100.00	0
Total		5808000	4601053	79.22	4601053	0	100.00	0

Invalid Votes: Public Non-Institutions -0

Result: The resolution is passed unanimously.





KRS AND CO.
Practicing Company Secretaries

FORM MGT-13

REPORT OF THE SCRUTINIZER

(Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of Companies (Management and Administration) Rules, 2014)

**To,
The Chairman,**

34th Annual General Meeting of Equity Shareholders of,
KONARK SYNTHETIC LIMITED,

Held on Saturday 29th September, 2018 at 3.30 P.M. at the Registered office of the Company at Building No. 7, Mittal Industrial Estate, Andheri-Kurla Road, Andheri (East), Mumbai - 400059, MH

Dear Sir,

I, C.S. Ketan Ravindra Shirwadkar, Proprietor **KRS AND CO.**, Practicing Company Secretaries, Mumbai, who have been appointed as Scrutinizer by the Board of Directors of **KONARK SYNTHETIC LIMITED** ("the Company") vide resolution dated 14th August, 2018, for the purpose of Scrutinizing the Remote e-voting and for conducting and scrutinizing the Poll process at the 34th Annual General Meeting ("34TH AGM"), and ascertaining the requisite majority on Remote e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 on the resolutions contained in the Notice of the 34th AGM of the Equity Shareholders of the Company held on Saturday 29th September 2018 at 3.30 P.M. at the registered office of the Company at Building No. 7, Mittal Industrial Estate, Andheri-Kurla Road, Andheri (East), Mumbai - 400059, MH state that:

1. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on resolutions contained in the Notice of the 34th AGM of the members of the Company. My responsibility as a scrutinizer is restricted to ensure that the voting process both through Remote e-voting and physical mode at the meeting are conducted in a fair and transparent manner and to make a consolidated Scrutinizer's Report of the vote cast "in favour" or "against" resolutions as stated in the notice, based on the reports generated from the e-voting system provided by Central



Depository Services (India) Ltd ("CDSL"), the authorizing agency providing e-voting facilities.

2. Further to the above I submit my Report as under:

- The Company has provided the Remote e-voting facility through CDSL on their website www.evotingindia.com . The Company had uploaded all the items of business to be transacted on the website of the Company and also its service provider to facilitate their shareholders to cast their votes through Remote e-voting.
- The notice was sent through physical form, contained the detailed procedure to be followed by the members who are desirous of casting their votes electronically as provided under Rule 20 of Companies (Management and Administration), Rules 2014.
- As prescribed in the said Rules, the Company has also published an advertisement on 6th September 2018 in Financial Express (English) and 'Mumbai Lakshadeep (Marathi), which carried the required information as specified in the said Rules.
- The Members holding shares or beneficial interest in the shares, as on 22nd September, 2018 ("cut-off date"), were entitled to vote on the resolutions stated in the 34th AGM of the Company.
- The Company has arranged the Poll papers and the same were distributed to members present at the meeting. In case of joint holders, the poll paper was given to the first named holder or in his/her absence to the joint holder attending the meeting as appearing in the chronological order in the folio.
- I have kept a record of the Poll papers received in response to the poll by initialling it. I have ensured that the empty ballot boxes were duly locked and sealed in my presence with due identification marks placed by me in the presence of members.
- The ballot boxes were opened in my presence and in the presence of two persons, Mr. Rohit Chandrakant Gawade and Ms. Trupti Prakash Parab , as witnesses, after the voting process was over. The poll papers were diligently scrutinized and reconciled with the records maintained by the Registrar and Share Transfer Agents of the Company and the authorizations/proxies lodged with the Company.
- There was no poll paper which was incomplete and/or which was otherwise found defective.
- The Remote e-voting commenced from Wednesday 26th September, 2018 at 10:00 AM and ended on Friday 28th September, 2018 at 5:00 PM.



- The votes cast were unblocked on 29th September 2018 at 4.14 P.M. in the presence of two witnesses, Mr. Rohit Chandrakant Gawade and Ms. Trupti Prakash Parab, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.



Mr. Rohit Chandrakant Gawade



Ms. Trupti Prakash Parab

- The Remote e-voting data was scrutinized by me for verification of vote cast in "favour", "against" the respective resolutions.
- Thereafter the details containing, inter alia, list of equity shareholders who voted "For", "Against" each of the resolutions that were put to vote, were generated from the e voting website of CDSL i.e., www.evotingindia.com.
- The consolidated result of the Remote e-voting exercised and the poll process held at the 34th AGM is as under:

ITEM 1:- AS AN ORDINARY RESOLUTION

To receive, consider and adopt (a) the Standalone Audited Financial Statements of the Company for the financial year ended 31st March, 2018 together with the reports of the Directors' and Auditors' thereon; and (b) the Consolidated Audited Financial Statements of the Company for the financial year ended 31st March, 2018 together with the reports of Auditors' thereon:

(1) Voted in favour of Resolution

Mode of Voting	Number of members present and voting (in person or in case of physical poll by proxy)	Number of votes cast by them	% of total number of valid vote cast
Remote e-voting	11	4600418	99.99%
Physical poll	9	635	00.01%
Total	20	4601053	100.00%

(2) Voted against the Resolution

Mode of Voting	Number of members present and voting (in person or in case of physical poll by proxy)	Number of votes cast by them	% of total number of valid vote cast
Remote e-voting	NIL	NIL	NIL



Physical poll	NIL	NIL	NIL
Total	NIL	NIL	NIL

(3) Invalid Votes

Mode of Voting	Number of members present and voting (in person or in case of physical poll by proxy)	Number of votes cast by them	% of total number of valid vote cast
Remote e-voting	NIL	NIL	NIL
Physical poll	NIL	NIL	NIL
Total	NIL	NIL	NIL

ITEM 2:- AS AN ORDINARY RESOLUTION

To appoint a Director in place of Mr. Amitabh Kejriwal, Managing Director (DIN: 00005864), who retires by rotation and being eligible, offers himself for re-appointment:

(1) Voted in favour of Resolution

Mode of Voting	Number of members present and voting (in person or in case of physical poll by proxy)	Number of votes cast by them	% of total number of valid vote cast
Remote e-voting	11	4600418	99.99%
Physical poll	9	635	00.01%
Total	20	4601053	100.00%

(2) Voted against the Resolution

Mode of Voting	Number of members present and voting (in person or in case of physical poll by proxy)	Number of votes cast by them	% of total number of valid vote cast
Remote e-voting	NIL	NIL	NIL
Physical poll	NIL	NIL	NIL
Total	NIL	NIL	NIL

(3) Invalid Votes

Mode of Voting	Number of members present and voting (in person or in case	Number of votes cast by them	% of total number of valid vote cast
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	of physical poll by proxy)		
Remote e-voting	NIL	NIL	NIL
Physical poll	NIL	NIL	NIL
Total	NIL	NIL	NIL

ITEM 3:- AS AN ORDINARY RESOLUTION

To appoint M/s, Pansari & Dalmia, Chartered Accountants, Mumbai (FRN: 107370W) as Statutory Auditors of the Company, in place of retiring Statutory Auditors M/s. B.P. Kabra & Associates, Chartered Accountants, to hold office for a period of 5 consecutive years from the conclusion of 34th Annual General Meeting until the conclusion of 39th Annual General Meeting at such remuneration and out of pocket expenses as may be mutually agreed between the Board of Directors of the company and the Auditors:

(1) Voted in favour of Resolution

Mode of Voting	Number of members present and voting (in person or in case of physical poll by proxy)	Number of votes cast by them	% of total number of valid vote cast
Remote e-voting	11	4600418	99.99%
Physical poll	9	635	00.01%
Total	20	4601053	100.00%

(2) Voted against the Resolution

Mode of Voting	Number of members present and voting (in person or in case of physical poll by proxy)	Number of votes cast by them	% of total number of valid vote cast
Remote e-voting	NIL	NIL	NIL
Physical poll(insta poll at AGM)	NIL	NIL	NIL
Total	NIL	NIL	NIL

(3) Invalid Votes

Mode of Voting	Number of members present and voting (in person or in case of physical poll by proxy)	Number of votes cast by them	% of total number of valid vote cast
Remote e-voting	NIL	NIL	NIL
Physical poll	NIL	NIL	NIL
Total	NIL	NIL	NIL




3. Register containing list of equity shareholder who voted "for", "against" and those whose votes were declared invalid under e-voting and ballot form is enclosed.
4. I shall hand over the poll papers and other related papers/registers and records for safe custody to Mr. Mehnuddin Khan, Company Secretary of the Company, who is authorized by the Board to supervise the entire voting process after the Chairman approves and signs the minutes of the meeting.
5. You may accordingly declare the results of the voting by Remote e-voting and poll form.
6. The above mentioned resolutions are deemed to be passed with requisite majority as on the date of the 34th AGM.

Thanking you,


**For KRS AND CO.
Practicing Company Secretaries**




**Mr. Ketan R Shirwadkar
Proprietor
Mem No. 37829
COP No.15386**

**Place: Mumbai
Date: 29th September, 2018**

Counter signed and received the report


**Mr. Prakashchand Dalmia
Chairman**
company Secretary & Compliance officer.

