

CHEMICO SYNTHETICS LIMITED

CIN: U17114DL1997PLC084759

Regd. Office: 206, Functional Industrial Area, Patparganj, Delhi – 110092

Tel: 91-11-22165633/2216 8135

Website: www.chemicosynthetics.com, E-mail: neeraj@cslmoly.com, india@cslmoly.com

NOTICE

Notice is hereby given that the Twentieth Annual General Meeting of the members of Chemico Synthetics Limited (“the Company”) will be held as under:

DAY : FRIDAY
DATE : 29TH SEPTEMBER, 2017
TIME : 03:00 P.M.
PLACE : 206, FUNCTIONAL
INDUSTRIAL ESTATE,
PATPARGANJ,
DELHI - 110092

To transact the following business:-

ORDINARY BUSINESSES

1. To receive, consider and adopt the Audited Financial Statement of the Company for the financial year ended on March 31, 2017 together with the reports of the Board of Directors and Auditors thereon.

To consider and if thought fit to pass with or without modification(s) the following resolution as an Ordinary Resolution:

“RESOLVED THAT the Audited Balance Sheet & Profit & statement of Profit and Loss Account and Cash Flow Statement for the financial year ended March 31, 2017 along with the Auditor’s Report and the Directors’ Report as circulated to the shareholders and laid before the meeting, be received, considered and adopted.

RESOLVED FURTHER THAT any one of the Directors of the Company be and are hereby severally authorized to do all the acts, deeds and things which are necessary to give effect to the above said resolution.”

2. To appoint a Director in place of Mr. Bimal Kumar Jain (DIN: 00204260), who retires by rotation and being eligible, offers himself for re-appointment.
3. To ratify the appointment of auditors and to fix their remuneration by passing the following resolution as an ordinary resolution with or without modification(s):-

“RESOLVED THAT pursuant to the provisions of Section 139 and all other applicable provisions, if any of the Companies Act, 2013 and the Rules framed thereunder (including any statutory modification(s) or re-enactment thereof), the appointment of M/s. K.K. Ghei & Co, Chartered Accountants (FRN: 01342N) which has been approved at Annual general meeting held on 25th September, 2015 for a term of 5 years, i.e. from the conclusion of 18th Annual general Meeting until the conclusion of 23rd Annual general Meeting, be and is hereby ratified from the conclusion of this 20th Annual General Meeting until the conclusion of 21st Annual General Meeting for auditing the financial statements of the Company for the financial year 2017-2018 and the Board of Directors/ Audit Committee be and is hereby authorized to fix their remuneration plus travelling and other out of pocket expenses incurred by them in connection with statutory audit/tax audit under Companies Act, 2013 and also such other remuneration, as may be decided to be paid by the Board/ Audit Committee, for performing other duties permissible under the Companies Act, 2013 other than those referred to herein above.

RESOLVED FURTHER THAT any one of the Directors of the Company be and are hereby severally authorized to file necessary forms/returns with Registrar of Companies in this regard.”

**BY ORDER OF THE BOARD
For Chemico Synthetics Limited**

Place: Delhi
Date: 11.08.2017

Sd/-
Akshita Seth
(Company Secretary)
Membership No. A47732
Address: H.No-40, Block 8A,
Geeta Colony, Gandhi Nagar,
S.O, East Delhi, New Delhi
110031

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON POLL INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.** The enclosed proxy form, if intended to be used, should reach the Registered Office of the Company duly completed before the scheduled time of the meeting.

A person can act as proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights:

Provided that a member holding more than ten percent, of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder.

2. Members/Proxies are requested to deposit the enclosed attendance slip duly filled in and signed for attending the meeting.
3. Members are requested to write their Folio Number in the attendance slip for attending the Meeting.
4. The necessary disclosures pursuant to the Secretarial Standards on General Meeting (SS - 2) in respect of Mr. Bimal Kumar Jain (DIN: 00204260), who retires by rotation and being eligible, offers himself for re-appointment are given as Annexure I to this notice.
5. The route map for the AGM venue is given as Annexure II to this notice.

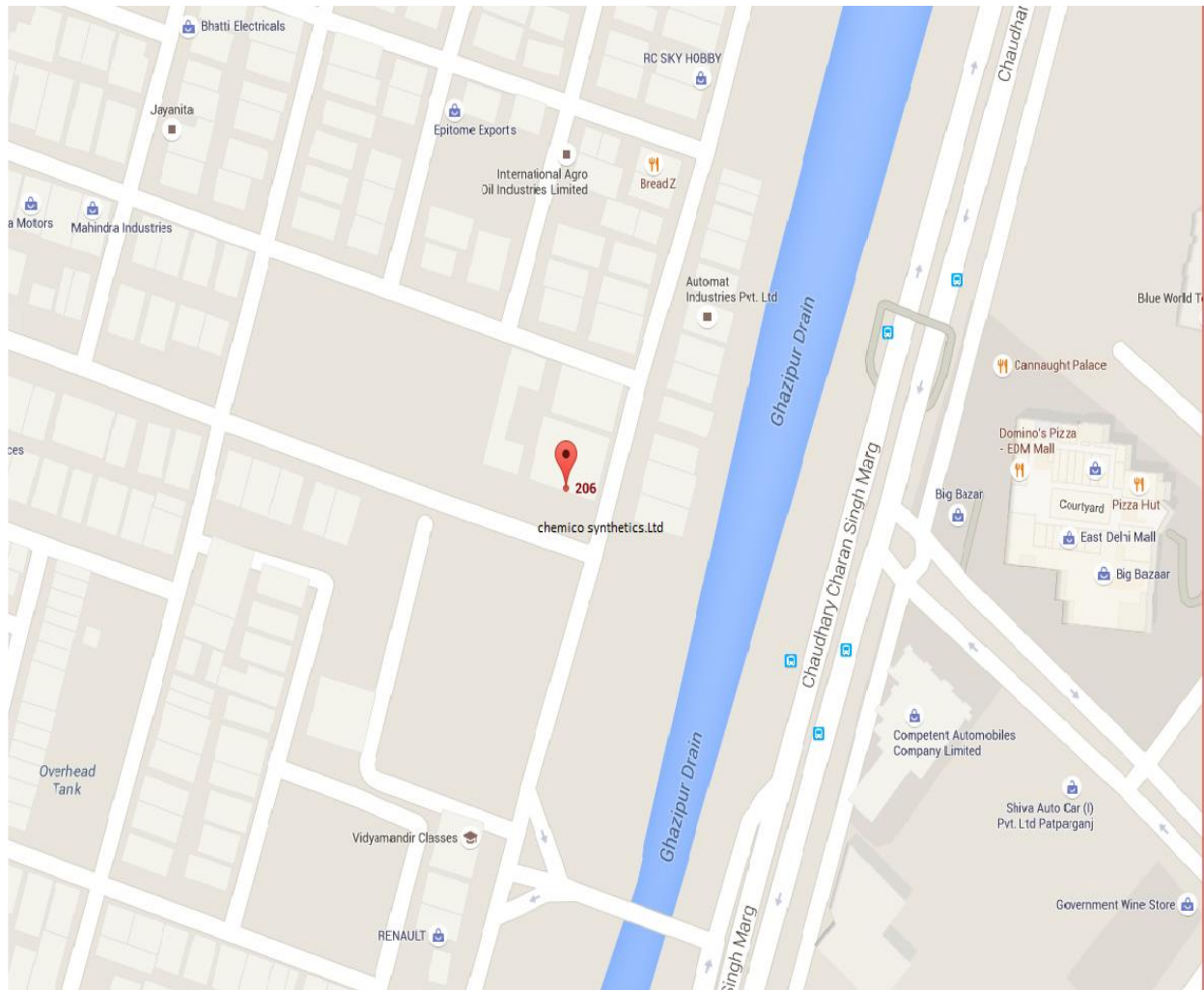
Annexure I

The necessary disclosures pursuant to the Secretarial Standards on General Meeting (SS - 2) are given below:

| S. NO. | PARTICULARS | DETAILS |
|---------------|--|--|
| 1 | Name | Mr. Bimal Kumar Jain |
| 2 | Age | 67 yrs |
| 3 | Qualifications | F.Sc. |
| 4 | Experience | 45yrs. |
| 5 | Terms and conditions of appointment or re-appointment | To be appointed as Director liable to retire by rotation. |
| 6 | Details of remuneration sought to be paid | As per the Provisions of Companies Act, 2013 |
| 7 | Remuneration drawn by such person for F/y 2016-2017 | Nil |
| 8 | Date of First appointment on the Board | 30 th January, 1997 |
| 9 | Shareholding with the Company | He is holding 25,97,640 equity shares in the Company (Including 4,32,940 Bonus Shares allotted on 11.08.2017). |
| 10 | Relationship with other Directors, Manager and Key Managerial Personnel of the Company | Save and except Mr. Neeraj Jain & Mrs. Kusum Jain he is not related to any of the Directors, Manager, Key Managerial Personnel of the Company |
| 11 | Number of the Board Meeting attended during the year | 9 (Nine) |
| 12 | Other Directorships, Membership/ Chairmanship of Committees of the other Boards | Other Directorship <ul style="list-style-type: none">• Elegant Cars Private Limited• Chemico Chemicals Pvt. Ltd. |

Annexure II

Route map of Annual General Meeting Venue: 206, Functional Industrial Estate, Patparganj, Delhi – 110092.



ATTENDANCE SLIP

(TWENTIETH ANNUAL GENERAL MEETING HELD ON 29TH SEPTEMBER, 2017)

(Please fill in the Attendance Slip and hand it over at the entrance of the meeting hall)

I/ we hereby record my presence in the Twentieth Annual General Meeting of Chemico Synthetics Limited

| | | | |
|---------------|---|---------------|------------|
| Date: | 29.09.2017 | Time : | 03:00 P.M. |
| Place: | 206, Functional Industrial Estate, Patparganj, Delhi-110092 | | |

Please (√) in the box and fill the necessary details.

Member Proxy

| | |
|---|--|
| Regd. Folio | |
| Name of the Shareholder | |
| Name of the Proxy, if applicable | |
| Address of the Shareholder | |
| Number of Shares | |

| | |
|---|--|
| Signature of the Shareholder/ Proxy/Representative present | |
|---|--|

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**FORM NO. MGT-11
PROXY FORM**

*[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies
(Management and Administration) Rules, 2014]*

CIN: U17114DL1997PLC084759

Name of the company: Chemico Synthetics Limited

Registered office: 206, Functional Industrial Estate, Patparganj, Delhi-110092

| | |
|-------------------------|--|
| Name of the Member(s) : | |
| Registered Address : | |
| E Mail Id : | |
| Folio No /Client Id: | |
| DP ID : | |

I/We, being the member(s) of shares of the above named company, hereby appoint

1. Name:
Address:
E-mail:
Signature: or failing him

2. Name:
Address:
E-mail Id:
Signature:, or failing him

3. Name:
Address:
E-mail Id
Signature:

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Twentieth Annual General Meeting of the Company, to be held on Friday, 29th day of September, 2017 at 03:00 P.M. at 206, Functional Industrial Estate, Patparganj, Delhi - 110092 and at any adjournment thereof in respect of such resolutions as are indicated below:

| Resolution No. | Resolutions |
|----------------------------|---|
| ORDINARY BUSINESSES | |
| 1 | To receive, consider and adopt the Audited Financial Statement of the Company for the financial year ended on March 31, 2017, and Reports of the Board and of the Auditors thereon. |
| 2 | Appointment of Mr. Bimal Kumar Jain (DIN: 00204260), who retires by rotation and being eligible, offers himself for re-appointment. |
| 3 | Ratification of Statutory Auditors. |

Signed this day of, 2017

Signature of shareholder:

Signature of Proxy holder(s)

| |
|---------------------------|
| Affix Revenue Stamp |
|---------------------------|

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.