

CHEMICO SYNTHETICS LTD

CIN: U17114DL1997PLC084759

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

Tel: 91-11-22165633/ 011-2216 8135

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

NOTICE

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

DAY : SATURDAY
DATE : 28TH SEPTEMBER, 2019
TIME : 04:00 P.M.
PLACE : 206, FUNCTIONAL
INDUSTRIAL ESTATE,
PATPARGANJ,
DELHI - 110092

To transact the following business:-

ORDINARY BUSINESSSES

1. To receive, consider and adopt the Audited Financial Statement of the Company for the financial year ended on March 31, 2019 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, 2019 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 Mrs. Kusum Jain (DIN: 00393673), who retires by rotation and being eligible, offers herself for re-appointment.

SPECIAL BUSINESSES

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

“RESOLVED THAT pursuant to the provisions of Sections 152, 160, 161 and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Naresh Kumar Jain (DIN: 08414559), who was appointed as an Additional (Independent) Director in the meeting of the Board of Directors held on 08th April, 2019, and holds office till the date of this Annual General Meeting, in terms of Section 161 of the Companies Act 2013, but who is eligible for appointment and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director of the Company, be and is hereby appointed as an Independent Director of the Company for a term of 5 yrs. commencing from the date of original appointment, whose office shall not be liable to retirement by rotation.

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.”

BY ORDER OF THE BOARD
For **CHEMICO SYNTHETICS LIMITED**

Place: Delhi
Date: 02nd September, 2019

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 requirement to place the matter relating to appointment of Auditors for ratification by members at every Annual General Meeting (Meeting) is done away with vide notification dated May 7th, 2018 issued by Ministry of Corporate Affairs, New Delhi. Accordingly, no resolution is proposed for ratification of appointment of Auditors.
5. The necessary disclosures pursuant to the Secretarial Standards on General Meeting (SS - 2) in respect of Mr. Kusum Jain (DIN: 00393673), who retires by rotation and being eligible, offers herself for re-appointment are given as Annexure I to this notice.
6. The route map for the AGM venue is given as Annexure II to this notice.

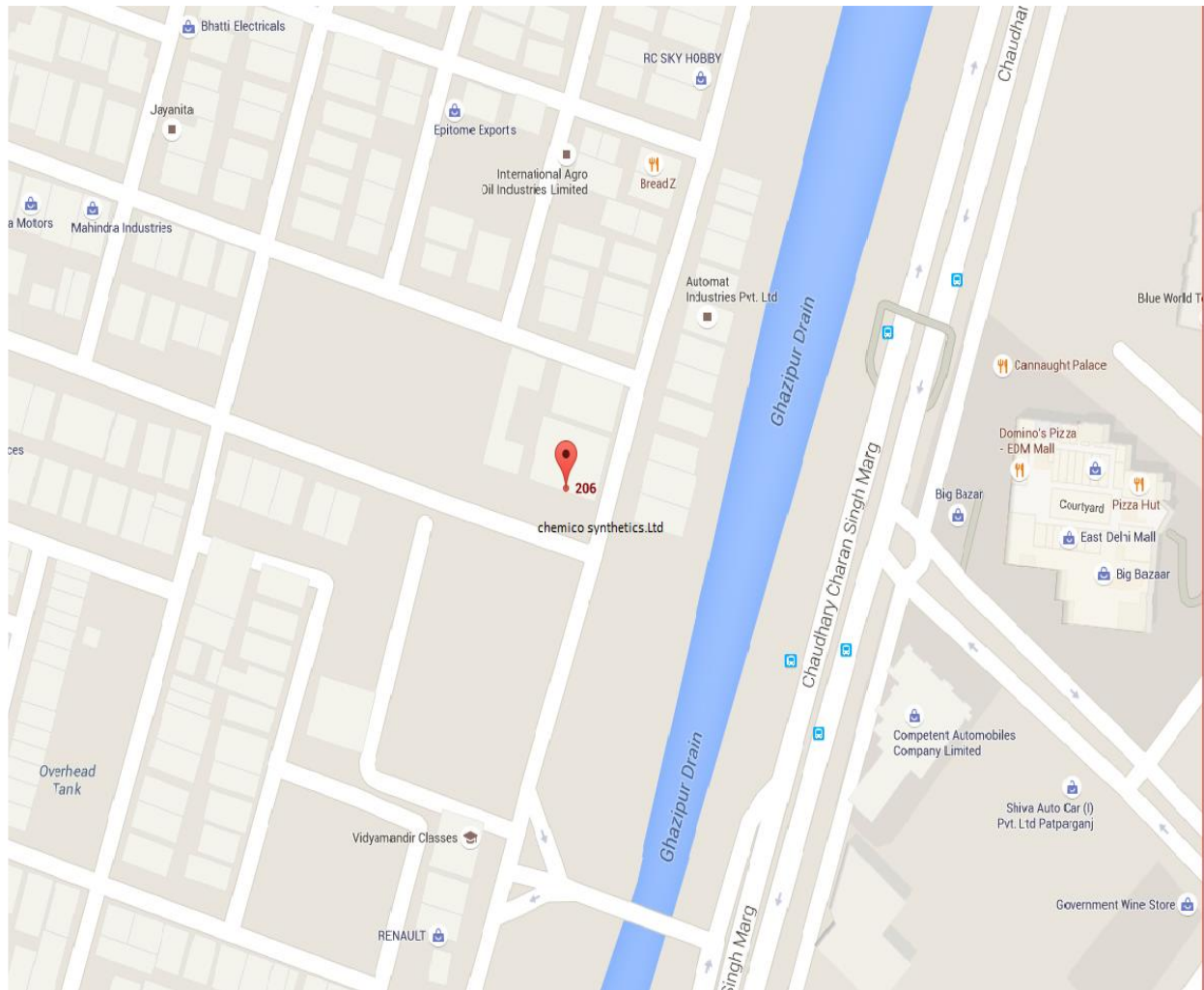
Annexure I

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

S. NO.	PARTICULARS	DETAILS
1	Name	Mrs. Kusum Jain
2	Age	64 yrs
3	Qualifications	Intermediate
4	Experience	41 yrs.
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 2018-2019	Rs. 72,00,000 /- p.a.
8	Date of First appointment on the Board	15 th November, 2010
9	Shareholding with the Company	She is holding 15,30,000 Equity shares in the Company.
10	Relationship with other Directors, Manager and Key Managerial Personnel of the Company	Save and except Mr. Bimal Kumar Jain (Husband) & Mr. Neeraj Jain (Son) she 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	10 (Ten)
12	Other Directorships, Membership/ Chairmanship of Committees of the other Boards	Other Directorship <ul style="list-style-type: none">• Elegant Cars Private Limited• Arhant Dye Chem Private Limited• Chemico Chemicals Pvt. Ltd.

Annexure II

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



ATTENDANCE SLIP

(TWENTY-SECOND ANNUAL GENERAL MEETING HELD ON 28TH SEPTEMBER, 2019)

(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 Twenty-Second Annual General Meeting of M/s. Chemico Synthetics Limited

Date:	28.09.2019	Time :	04:00 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:, or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Twenty-Second Annual General Meeting of the Company, to be held on Saturday, 28th day of September, 2019 at 04:00 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, 2019, and Reports of the Board and of the Auditors thereon.
2	Appointment of Mrs. Kusum Jain (DIN: 00393673), who retires by rotation and being eligible, offers herself for re-appointment.
SPECIAL BUSINESS	
3	Regularisation of Appointment of Mr. Naresh Kumar Jain, (DIN: 08414559)

Signed this day of, 2018

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.