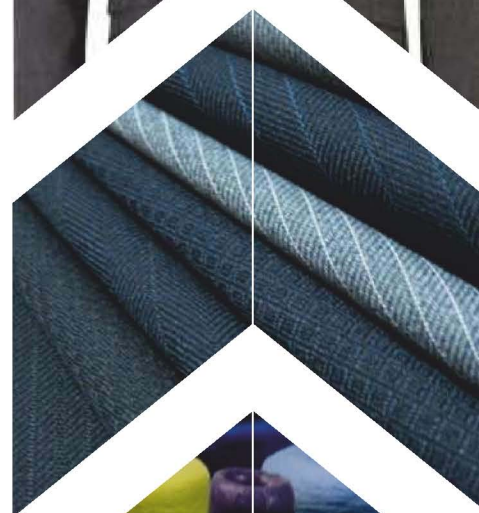
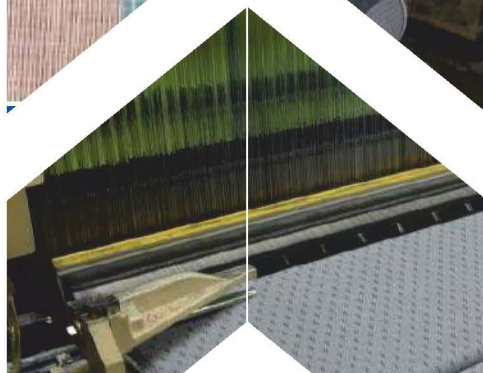
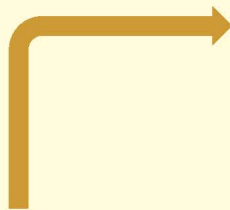
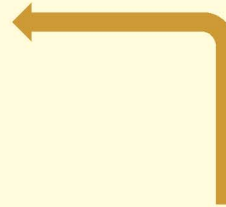


Banswara Syntex Limited

**42<sup>nd</sup>**  
Annual Report  
**2017-18**



# The Value Chain of Company's Products



**COMPANY INFORMATION**
**BOARD OF DIRECTORS**

Shri R.L.Toshniwal -	Chairman
Shri Ravindra Kumar Toshniwal -	Managing Director
Shri Rakesh Mehra -	Vice Chairman
Shri Shaleen Toshniwal -	Joint Managing Director
Shri P. Kumar -	Independent Director
Shri D. P. Garg -	Independent Director
Dr. S. B. Agarwal -	Independent Director
Shri Vijay Kumar Agarwal -	Independent Director
Shri Kamal Kishore Kacholia -	Independent Director
Shri Vijay Mehta -	Independent Director
Dr. Vaijayanti Ajit Pandit -	Independent Director
Shri J.M. Mehta -	Independent Director

**EXECUTIVES**

Shri J. K. Rath, President  
 Smt. Kavita Soni, Sr. Vice President (CSR)  
 Shri Prashant Joshi, Sr. Vice President (Fabrics)  
 Shri Rahul Bhaduria, Sr. Vice President (Garments)

**CHIEF FINANCIAL OFFICER**

Shri J. K. Jain, Joint President & CFO

**COMPANY SECRETARY & COMPLIANCE OFFICER**

Shri H.P. Kharwal

**AUDITORS**

M/s K. G. Somani & Co.  
 3/15, Asaf Ali Road, New Delhi - 110002

**BANKERS**

Punjab National Bank  
 Union Bank of India  
 Bank of Baroda  
 Bank of India

**REGISTRAR & SHARE TRANSFER AGENT**

M/s. Computech Sharecap Ltd.  
 147, Mahatma Gandhi Road, Fort, MUMBAI-400 001.  
 Email: helpdesk@computechsharecap.in  
 Website: www.computechsharecap.in  
 Phone No. (022)-22635000, 22635001  
 Fax: (022)-22635005

**OFFICES**
**REGISTERED OFFICE**

Industrial Area, Dahod Road, Post Box No. 21  
 BANSWARA-327 001 (Rajasthan)  
 CIN:L24302RJ1976PLC001684  
 Email : hpkharwal@banswarasyntex.com  
 Website : www.banswarasyntex.com  
 Phone No. (02962) 257676, 257679-681  
 Fax No. (02962) 240692

**HEAD/MARKETING OFFICE**

4<sup>th</sup>/5<sup>th</sup> Floor, Gopal Bhawan  
 199, Princess Street  
 MUMBAI-400 002

**DELHI OFFICE**

401, 4<sup>th</sup> Floor, 2E/23, Jhandewalan Extn.  
 NEW DELHI-110 055

**JAIPUR OFFICE**

Ankur Apartments, S-6, Jyoti Nagar Extension  
 JAIPUR-302 005 (Rajasthan)

**PLANTS**
**Banswara Unit**

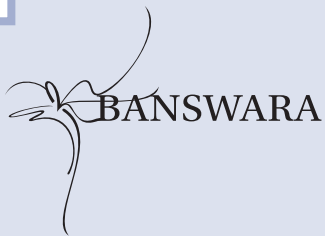
(Spinning, Weaving & Finishing),  
 Industrial Area, Dahod Road  
 BANSWARA -327001 (Rajasthan)

**Daman Unit (Garment)**

- 98/3,Village Kadaiya  
 Nani Daman  
 DAMAN -396 210 (U.T)
- Survey No. 713/1 ,713/2 ,713/3 ,725/2 &  
 725/1, Village Dabhel , Nani Daman,  
 DAMAN -396 210 (U.T)

**Surat Unit (Garment)**

Plot No. 5-6, G.I.D.C., Apparel Park, SEZ Sachin  
 SURAT - 394 230 (GUJARAT)



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## QUALITY POLICY

WE, BANSWARA SYNTEX LIMITED, WISH TO BE WORLD CLASS IN THE MANUFACTURE OF YARN & FABRIC. OUR ENDEAVOR IS TO ANTICIPATE & EXCEED CUSTOMER SATISFACTION BY UNDERSTANDING CUSTOMER'S NEED AND EXPECTATION AND THUS, ENSURING QUALITY AND TIMELY DELIVERY BY:-

- BEING IN CLOSE CONTACT WITH CUSTOMERS AND GETTING THEIR FEED BACK.
- CONTINUOUS INNOVATION IN PRODUCT DEVELOPMENT.
- CONTINUAL IMPROVEMENT IN QMS & QUALITY THROUGH H.R.D., UPGRADATION OF PLANT & MACHINERY AND IMPROVEMENT IN METHODS OF WORK.
- PARTICIPATION OF MANAGEMENT AND ALL EMPLOYEES AS ONE TEAM.



## NOTICE OF 42<sup>nd</sup> ANNUAL GENERAL MEETING

NOTICE is hereby given that 42<sup>nd</sup> Annual General Meeting ("AGM") of the shareholders of Banswara Syntex Limited will be held on Monday, the 24<sup>th</sup> day of September, 2018 at 4.00 P.M. at its Registered Office at Industrial Area, Dahod Road, Post Box No. 21, Banswara – 327001 (Rajasthan) to transact the following business:

### ORDINARY BUSINESS

1. To consider and adopt:
  - a) the Audited Standalone Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2018 together with the reports of the Board of Directors and Auditors thereon, and
  - b) the Audited Consolidated Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2018 and Auditors' report thereon.
2. To declare final dividend on Equity Share for the financial year ended 31<sup>st</sup> March, 2018.
3. To appoint a Director in place of Shri Rakesh Mehra, Whole Time Director (DIN: 00467321), who retires by rotation and being eligible, offers himself for reappointment.

### SPECIAL BUSINESS

#### 4. To ratify the payment of Remuneration to the Cost Auditors for the Financial Year 2018-19.

To consider and, if thought fit, to pass, the following resolution as an Ordinary Resolution:

**"RESOLVED THAT** pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and the Companies (Cost Records and Audit) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the payment of the remuneration of ₹ 2,00,000/- (Rupees Two Lakhs only) plus GST and reimbursement of actual out of pocket expenses to M/s. K.G. Goyal & Co., Cost Accountants (Firm Registration No.000017) who were appointed by the Board of Directors of the Company, as "Cost Auditors" to conduct the audit of the cost records maintained by the Company for Financial Year ending on 31<sup>st</sup> March, 2019, be and is hereby ratified.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things and to take all such steps as may be necessary, proper or expedient to give effect to this resolution."

#### 5. Re-appointment of Shri Kamal Kishore Kacholia (DIN: 00278897) as an Independent Director.

To consider and if thought fit, to pass the following resolution as a Special Resolution:

**"RESOLVED THAT** pursuant to the provisions of Sections 149, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualifications of Directors) Rules, 2014 and applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") (including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force), Shri Kamal Kishore Kacholia (DIN: 00278897), Independent Director of the Company who has submitted a declaration that he meets the criteria for independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations and being eligible for re-appointment, be and is hereby re-appointed as an Independent Director of the Company to hold office for further second term of 5 (five) years with effect from 1<sup>st</sup> April, 2019 to 31<sup>st</sup> March, 2024.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to do all such acts, things and to take all such steps as may be necessary, proper or expedient to give effect to this resolution."

#### 6. Re-appointment of Shri P. Kumar (DIN: 00179074) as an Independent Director.

To consider and if thought fit, to pass the following resolution as a Special Resolution:

**"RESOLVED THAT** pursuant to the provisions of Sections 149, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualifications of Directors) Rules, 2014 and applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") (including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force), Shri P. Kumar (DIN: 00179074), Independent Director of the Company who has submitted a declaration that he meets the criteria for independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations and being eligible for re-appointment, be and is hereby re-appointed

as an Independent Director of the Company to hold office for further term of 5 (five) years with effect from 1<sup>st</sup> April, 2019 to 31<sup>st</sup> March, 2024.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to do all such acts, things and to take all such steps as may be necessary, proper or expedient to give effect to this resolution."

**7. Re-appointment of Shri D. P. Garg (DIN: 00003068) as an Independent Director.**

To consider and if thought fit, to pass the following resolution as a Special Resolution:

**"RESOLVED THAT** pursuant to the provisions of Sections 149, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') and the Companies (Appointment and Qualifications of Directors) Rules, 2014 and applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") (including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force), Shri D. P. Garg (DIN: 00003068) Independent Director of the Company who has submitted a declaration that he meets the criteria for independence as provided under Section 149(6) of the Act and Regulation 16(1) (b) of the Listing Regulations and being eligible for re-appointment, be and is hereby re-appointed as an Independent Director of the Company to hold office for further term of 5 (five) years with effect from 1<sup>st</sup> April, 2019 to 31<sup>st</sup> March, 2024.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to do all such acts, things and to take all such steps as may be necessary, proper or expedient to give effect to this resolution."

**8. Re-appointment of Shri Vijay Mehta (DIN: 00057151) as an Independent Director.**

To consider and if thought fit, to pass the following resolution as a Special Resolution:

**"RESOLVED THAT** pursuant to the provisions of Sections 149, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') and the Companies (Appointment and Qualifications of Directors) Rules, 2014 and applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") (including any statutory modification(s) or amendment(s)

thereto or re-enactment(s) thereof for the time being in force), Shri Vijay Mehta (DIN: 00057151), Independent Director of the Company who has submitted a declaration that he meets the criteria for independence as provided under Section 149(6) of the Act and Regulation 16(1) (b) of the Listing Regulations and being eligible for re-appointment, be and is hereby re-appointed as an Independent Director of the Company to hold office for further term of 5 (five) years with effect from 1<sup>st</sup> April, 2019 to 31<sup>st</sup> March, 2024.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to do all such acts, things and to take all such steps as may be necessary, proper or expedient to give effect to this resolution."

**9. Re-appointment of Dr. S. B. Agarwal (DIN: 00524452) as an Independent Director.**

To consider and if thought fit, to pass the following resolution as a Special Resolution:

**"RESOLVED THAT** pursuant to the provisions of Sections 149, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') and the Companies (Appointment and Qualifications of Directors) Rules, 2014 and applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") (including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force), Dr. S. B. Agarwal (DIN: 00524452), Independent Director of the Company who has submitted a declaration that he meets the criteria for independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations and being eligible for re-appointment, be and is hereby re-appointed as an Independent Director of the Company to hold office for further term of 5 (five) years with effect from 1<sup>st</sup> April, 2019 to 31<sup>st</sup> March, 2024.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to do all such acts, things and to take all such steps as may be necessary, proper or expedient to give effect to this resolution."

**10. Re-appointment of Shri Vijay Kumar Agarwal (DIN: 00108710) as an Independent Director.**

To consider and if thought fit, to pass the following resolution as a Special Resolution:

**"RESOLVED THAT** pursuant to the provisions of Sections 149, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') and the Companies (Appointment and Qualifications of Directors) Rules, 2014 and applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') (including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force), Shri Vijay Kumar Agarwal (DIN: 00108710), Independent Director of the Company who has submitted a declaration that he meets the criteria for independence as provided under Section 149(6) of the Act and Regulation 16(1) (b) of the Listing Regulations and being eligible for re-appointment, be and is hereby re-appointed as an Independent Director of the Company to hold office for further term of 5 (five) years with effect from 1<sup>st</sup> April, 2019 to 31<sup>st</sup> March, 2024.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to do all such acts, things and to take all such steps as may be necessary, proper or expedient to give effect to this resolution."

By order of the Board

**Sd/-**

**(H.P. KHARWAL)**

COMPANY SECRETARY

Place: Mumbai

Dated: 13<sup>th</sup> August, 2018

**Registered Office**

Industrial Area, Dahod Road,  
Post Box No. 21,  
BANSWARA-327001 (Raj.)

**NOTES:**

1. An Explanatory Statement, pursuant to Section 102 of the Companies Act, 2013 relating to the Special Business to be transacted at the ensuing Annual General Meeting (Hereinafter referred to as "MEETING"/ "AGM") is appended hereto. The relevant details as required under Regulation 36(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") is annexed herewith.

2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM (IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.**

THE INSTRUMENT APPOINTING THE PROXY, IN ORDER TO BE EFFECTIVE, SHOULD BE DULY STAMPED, FILLED, SIGNED AND MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.

A PERSON CAN ACT AS A 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. 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 A PROXY FOR ANY OTHER PERSON OR SHAREHOLDER.

3. Corporate Members intending to send their authorized representatives to attend the Meeting, pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
4. A copy of Audited Financial Statements (standalone and consolidated) for the year ended 31<sup>st</sup> March, 2018 together with the Board's and Auditor's Report thereon are enclosed herewith and Members are requested to bring their copies of the Annual Report to the Meeting.
5. Members/ Proxies/ Authorize representatives attending the Meeting are requested to complete the enclosed attendance slip and deliver the same at the entrance of the Meeting's venue.
6. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts or Arrangements in which the Directors are interested maintained under Section 189 of the Companies Act, 2013 will be available for inspection by the members at the AGM.
7. The Register of Members and Shares Transfer Books of the Company shall remain closed from 18<sup>th</sup> September, 2018 to 24<sup>th</sup> September, 2018 (both days inclusive) in connection with the payment of dividend for the financial year 2017-18.

8. Members holding shares in physical form can avail the nomination facility as permitted under Section 72 of the Companies Act, 2013 by filing Form No. SH-13, if a member desires to cancel the earlier nomination and record fresh nomination, he may submit the same in Form No. SH-14. Members holding shares in physical form are requested to obtain the nomination forms from the Company's Registrar and Share Transfer Agents. Members holding shares in electronic form may obtain the nomination forms from their respective depository participants. Both the forms are also available on the website of the Company at [www.banswarasyntex.com](http://www.banswarasyntex.com) under 'Investors' section.
9. Members are requested to address all their correspondence including demat applications, request for share transfers, intimation of change of address and other correspondence to the Company's Registrar and Share Transfer Agent "RTA": -  
**Computech Sharecap Limited,**  
 147, Mahatma Gandhi Road, Fort,  
 Mumbai – 400001 (Maharashtra),  
 Phone: +91 22 22635000/01 Fax: +91 22 22635005  
 E-mail: [helpdesk@computechsharecap.in](mailto:helpdesk@computechsharecap.in);  
 Website: [www.computechsharecap.com](http://www.computechsharecap.com)  
 Members are requested to quote their Regd. Folio Number / DP and Client ID Nos. in all their correspondence with the Company or its RTA.
10. Non-Resident Indian Members are requested to inform RTA of the Company in case of any change in their residential status on return to India for permanent settlement, particulars of their bank account maintained in India with complete name, branch name, account type, account number and address of the bank with pin code number, if not furnished earlier.
11. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) and Bank Account Details by every participant in securities market. Members holding shares in electronic form are, therefore requested to submit the PAN and Bank Account Details to their Depository Participants with whom they are maintaining demat accounts. Members holding shares in physical form can submit their PAN and Bank Account details to the Company's RTA.
12. Members who hold shares in the physical form in the multiple folios in identical names or joint holdings in the same order of names are requested to send the Share Certificate to RTA, for consolidation into single folio and further requested to dematerialize their physical holdings.
13. To support the "Green initiative" and pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant Rules made there under, companies can serve Annual Reports and other communications through electronic mode to those Members who have registered their E-mail address either with the Company or with the Depository Participant(s) unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Annual Report for FY 2017-18 are being sent in the permitted mode. The Annual Report for the Financial Year 2017-18 alongwith AGM Notice is available at the website of the Company at [www.banswarasyntex.com](http://www.banswarasyntex.com) under 'Financials' Section.
14. The Securities and Exchange Board of India (SEBI), has mandated that - "except in case of transmission or transposition of securities, requests for effecting transfer of securities shall not be processed unless the securities are held in the dematerialized form with a depository, vide its notification no. SEBI/LAD-NRO/GN/2018/24 dated 8<sup>th</sup> June, 2018  
 Accordingly, the members are requested to note that request for transfer of shares held in physical form will not be processed w.e.f. 5<sup>th</sup> December, 2018 and it shall be mandatory to demat the securities for getting the shares transferred.  
 View of above context having regard to the difficulties experienced by the shareholder in disposing of the shares held in physical form and to mitigate hardship caused to them, the company is providing KYC Form for furnishing PAN and Bank details and procedure for mandatory dematerialization under notification as above mention.
15. Payment of dividend, upon declaration by the shareholders at the forthcoming Annual General Meeting, will be made within 30 days of the date of declaration i.e. 24<sup>th</sup> September, 2018 as under:-
  - a. To all those beneficial owner holding shares in electronics form, as per the beneficial ownership data as may be made available to the Company by National Securities Depository Ltd. (NSDL) and the Central Depository Services (India) Limited (CDSL) as on 17<sup>th</sup> September, 2018.
  - b. To all those shareholders holding shares in physical form, after giving effect to all the valid share transfers lodged with the Company, before the closing hours on 17<sup>th</sup> September, 2018.



16. Members holding shares in physical form are advised to furnish, on or before 17<sup>th</sup> September, 2018 particulars of their bank account, if changed, to the Company to incorporate the same in the dividend warrants. In case of payments to the shareholders holding shares in dematerialized form, particulars of bank account registered with their depository participants will be considered by the Company to incorporate the same in the dividend warrants.
17. The Company has declared dividends for the Financial Years 2009-10 to 2016-17. It has also declared interim dividends for the Financial years 2009-10 and 2010-11. The shareholders who have, so far, not encashed the dividend warrants for the year 2011-12 to 2016-17, are hereby informed to encash their dividend warrants by surrendering the same, in original, to the Company and getting demand drafts issued in lieu thereof/ get the same credited in their account by NEFT.

As per the provisions of the Companies Act, 1956 and 2013 respectively, the unpaid dividend after the expiry of seven years from the date of declaration will be transferred to Investors' Education and Protection Fund (IEPF).

As per Section 124(6) of the Act read with the IEPF Rules as amended, all the shares in respect of which dividend has remained unpaid/unclaimed for seven consecutive years or more are required to be transferred to an IEPF Demat Account.

In the event of transfer of shares and the unclaimed dividends to IEPF, members are entitled to claim the same from IEPF by submitting an online application in the prescribed Form IEPF-5 available on the website [www.iepf.gov.in](http://www.iepf.gov.in) and sending a physical copy of the same duly signed to the Company along with the requisite documents enumerated in the Form IEPF-5. Members can file only one consolidated claim in a financial year as per the IEPF Rules
18. National Automated Clearing House (NACH): To avoid loss of dividend warrants in transit and undue delay in receipt of dividend warrants, the Company has provided NACH facility to the members for the remittance of dividend. Members holding shares in physical form and desirous of availing this facility are requested to provide their latest bank account details (Core Banking Solutions Enabled Account Number, 9 digit MICR and 11 digit IFS Code), along with their Folio Number, to the Company's Registrar and Share Transfer Agents Computech Sharecap Limited in the form being forwarded with the Annual Report.
19. The documents referred to in the proposed resolutions are available for inspection by members at the Registered Office of the Company during working hours between 10.00 A.M. and 1.00 P.M. except on holidays up to the date of this AGM.
20. Queries, if any, on accounts and operations may please be sent to the Company at least 7 days in advance of the Annual General Meeting so that the answers can be made available at the meeting.
21. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
22. The voting rights of shareholders shall be in proportion to their shares in the paid up equity share capital of the Company as on 17<sup>th</sup> September, 2018.
23. CS Manoj Maheshwari, Practicing Company Secretary has been appointed as the Scrutinizer to scrutinize the remote e-voting and polling process to be carried out at this AGM in a fair and transparent manner.
24. In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 (As Amended) and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, "SEBI (LODR)" the Company is also offering remote e-voting facility to the Members to enable them to cast their votes electronically at the 42<sup>nd</sup> Annual General Meeting (AGM) from a place other than the venue of the AGM. Please note that remote e-voting is optional and not mandatory. The facility for voting through polling paper shall be made available at the AGM & members who have not cast their vote by remote e-voting shall be able to exercise their right at the AGM. Shareholders who have cast their votes by remote e-voting prior to the AGM may attend the AGM but shall not be entitled to cast their votes again.
25. The Scrutinizer, after scrutinizing the votes cast at the meeting through polling paper and remote e-voting, will, not later than 48 hours of conclusion of the Meeting, make a consolidated scrutinizer's report and submit the same to the Chairman. The results declared along with the consolidated scrutinizer's report shall be placed on the website of the Company, [www.banswarasyntex.com](http://www.banswarasyntex.com) and on the website of CDSL, [www.cdslindia.com](http://www.cdslindia.com). The results shall simultaneously be communicated to the Stock Exchanges.

## 26. E-voting Facility.

The business may be transacted through e-voting Services provided by Central Depository Services Limited (CDSL).

If you are holding shares in Demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and cast your vote earlier for EVSN of any Company, then your existing login id and password are to be used.

The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on 9:00 A.M. on 20<sup>th</sup> September, 2018 and ends at 5:00 P.M. on 23<sup>rd</sup> September, 2018. During this period, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. 17<sup>th</sup> September, 2018 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) The share holders should logon to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- (iv) Click on Shareholders.
- (v) 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.
- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any Company, then your existing password is to be used.

- viii) If you are a first time user, follow the steps given below

	<b>For Members holding shares in Demat Form and Physical Form</b>
<b>PAN *</b>	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"> <li>Members who have not updated their PAN with the Company/ Depository Participant are requested to use the code NPBSL alongwith the 5 digits of the sequence number mentioned on the attendance slip.</li> </ul>
<b>Dividend Bank Details OR Date of Birth (DOB)</b>	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.  If both the details are not recorded with the Depository or Company, please enter the member ID / Folio No. in the Dividend Bank details field as mentioned in instruction (v).

- ix) After entering these details appropriately, click on "SUBMIT" tab.
- x) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat 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 demat 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.
- xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- xii) Click on the EVSN for Banswara Syntex Ltd. on which you choose to vote.