



30<sup>th</sup> September, 2022

To,

<b>BSE Limited</b> Department of Corporate Services, P. J. Towers, Dalal Street, Mumbai – 400 001 (Scrip Code-508933)	<b>National Stock Exchange of India Limited</b> Exchange Plaza, Bandra-Kurla Complex, Bandra (E), Mumbai – 400 051 (Symbol : AYMSYNTEX)
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**Sub: Proceedings of the 39<sup>th</sup> Annual General Meeting of the Company**

Dear Sir,

Pursuant to Regulation 30(6) read with Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed summary of the proceedings of the 39<sup>th</sup> Annual General Meeting ('AGM') of the shareholders of the Company held Today i.e Wednesday, 28<sup>th</sup> September, 2022 at 12.00 noon through Video Conference ('VC')/ Other Audio Visual Means ('OAVM'). The meeting concluded at 12.36 p.m.

The following were in attendance:

1	Mr. Atul Desai	Independent Director, Chairman of Audit Committee, Stakeholders Relationship Committee and Nomination and Remuneration committee
2	Mr. Abhishek Mandawewala	Managing Director & CEO
3	Mr. K H Viswanathan	Independent Director
4	Mr. Mohan Tandon	Independent Director
5	Mrs. Khushboo Mandawewala	Whole time Director
6	Mr. Himanshu Dhadha	Chief Financial Officer
7	Mr. Ashitosh Sheth	Company Secretary
8	Mr. Nayan Jain	Representative of Statutory Auditor
9	Mr. Hitesh Gupta	Secretarial Auditor & Scrutinizer

Members Present: **45**

**Brief summary of proceedings of the 39<sup>th</sup> Annual General Meeting of AYM Syntex Limited held on Wednesday, 28<sup>th</sup> September, 2022 are as under :**

The 39<sup>th</sup> Annual General Meeting ('AGM') of AYM Syntex Limited was held on Wednesday, 28<sup>th</sup> September, 2022 at 12.00 noon through Video Conference ('VC')/ Other Audio Visual Means ('OAVM'). Due to other business commitments Mr. Rajesh Mandawewala, Chairman & Non Executive Director of the Company could not attend the meeting. Leave of absence was granted to him. Directors present at the meeting elected Mr. Atul Desai, Independent Director, as Chairman of the meeting in terms of Article 55 of the Articles of Association of the Company. Mr. Atul Desai, Chairman, chaired the meeting.

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Mr. Ashitosh Sheth, Company Secretary & Compliance Officer confirmed that the requisite quorum was present and the Chairman called the Meeting to order.

The Chairman informed that due to the Coronavirus outbreak and the resulting social distancing guidelines, the AGM was being conducted through VC/OAVM in accordance with circulars issued by Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020, May 05, 2020, January 13, 2021 and May 5, 2022.

The Chairman asked all the Directors present through VC from their respective locations, to introduce themselves and conveyed regrets on behalf of Mr. Rajesh Mandawewala, Chairman & Non-executive Director, had expressed his inability to attend the meeting. The Chairman informed that the representative of Statutory Auditor and the Secretarial Auditor were also present through VC from their respective locations.

The Chairman informed the Members that the relevant Registers were available for inspection, electronically, during the Meeting.

With the consent of the Members present, the Notice convening the 39<sup>th</sup> AGM was taken as read. The Chairman informed the Members, that as there were no qualifications in the Audit Report, it was not required to be read. There were no qualification in the secretarial Audit Report.

The Chairman then addressed to the members and briefly explained the performance of the Company and current scenario.

The queries raised by the members were responded by the Mr. Abhishek Mandawewala, Managing Director & CEO of the Company. The Members were informed that live proceedings of the AGM were also being webcast on the e-voting website of National Securities Depository Limited ('NSDL').

The Members were also informed that in accordance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ['SEBI (LODR)'] the Company had provided remote e-voting facility to its Members for casting of the votes through electronic means. The remote e-voting commenced at **9:00 a.m. on Sunday, 25<sup>th</sup> September 2022 and ended at 5.00 p.m. on Tuesday, 27<sup>th</sup> September 2022.** The facility for e-voting was also made available during the AGM, in accordance with the provisions on e-voting framed under the Companies Act, 2013, for Members who had not cast their vote through remote e-voting.

The Company had appointed Mr. Hitesh Gupta, Practicing Company Secretary, as the Scrutinizer for the purpose of scrutinizing the process of remote e-voting and e-voting during the AGM.

The Resolutions as mentioned in the Notice of AGM were transacted at the meeting as follows:

#### **Ordinary Business**

- 1) Members by an Ordinary Resolution have approved and adopted the Audited financial statements of the Company for the financial year ended March 31, 2022 together with the Auditors' Report and the Directors' Report thereon.

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- 2) Members by an Ordinary Resolution have approved the Re-appointment of Mr. Rajesh Mandawewala (DIN:00007179) liable to retire by rotation.
- 3) Members by an Ordinary Resolution have approved the Re-appointment of M/s Price Waterhouse Chartered Accountants LLP (FRN 012754N / N500016), as the Statutory Auditors of the Company for a period of five years commencing from the conclusion of this 39<sup>th</sup> Annual General Meeting to the conclusion of 44<sup>th</sup> Annual General Meeting , on such remuneration as recommended by the Audit Committee and as may be mutually agreed between the Board of Directors of the Company and the Statutory Auditors from time to time.

#### **Special Business**

- 4) Members by an Ordinary Resolution have ratified the remuneration to M/s. Kiran J. Mehta & Co., Cost Accountants as Cost Auditors of the Company for the financial year 2022- 23.
- 5) Members by an Ordinary Resolution have approved Re-appointment of Mrs. Khushboo Mandawewala (DIN: 06942156), as the Whole-Time Director of the Company for the period of five years, with effect from 29<sup>th</sup> July 2022 to 28<sup>th</sup> July, 2027 and Fixing of her Remuneration

The Chairman then thanked the Members and other attendees for participating in the meeting and informed that combined results of e-voting and voting during the AGM will be announced and made available on the website of the Company and will also be submitted to the stock exchanges as per the requirements under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

#### **For AYM Syntex Limited**

**Ashitosh Sheth**  
**Company Secretary**  
**ACS-25997**

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