

Minutes of the 34th Annual General Meeting of Rajkamal Synthetics Limited held on Wednesday the 30th day of September, 2015 at Diamond Plaza, 5th Floor 391, Dr. D. B. Marg, Mumbai- 400 004 at 11.00 am.

1. The following Directors were present :

- (i) Shri Sheodutt Sanghai
- (ii) Shri Sushil S Sanghai
- (iii) Shri Rajendra R Nangalia
- (iv) Shri Ashok H Jakhotia and
- (v) Shri Jagdish B Ladha.

32 Other Members were present in person and Proxy.

2. Shri Sheodutt Sanghai the Chairman welcomed the Members and the Directors on the Board. He further informed the Members that the Register of Director's Shareholdings, Proxy Register and other Statutory Registers are open for inspection of the Members. He informed the Members that the Company had received 2 Proxy forms for 485 Equity Shares of the Company and 6 Representations for 1851724 Equity Shares of the Company. He declared that the Meeting is open and is in order.

3. The Chairman informed the Members that Shri A.L. Makhija was appointed by the Board of Directors at their Meeting held on 29th May, 2015 Scrutinizer for E Voting and for the Poll to be conducted at the Meeting for those Members who could not vote by E Voting who could now vote at Annual General Meeting Venue.

4. The Chairman informed the Members that the Notice convening the Meeting and Directors Report were with the consent of Members taken as read.

5. Thereafter the Chairman stated that under the Companies Act, 2013 the Auditors Report was only to be read when there were Qualifications or Adverse observations or comments in the Report .As there were no such qualifications , observations or comments, the Auditors Report was not read out at the Meeting .

6. The Chairman Shri Sheodutt Sanghai informed the Members that Ballot Papers had been given to the Members attending the Annual General Meeting by which the Members who could not vote by E Voting could vote at the Annual General Meeting the Combined Results of Both E voting and Poll would be displayed on Company's Website and also informed to Mumbai Stock Exchange within 3 Working days on their Website.

The Chairman thereafter appraised the Members on the Current working of the Company.

7. The Chairman Shri Sheodutt B Sanghai thereafter moved the following Resolution as an Ordinary Resolution:

“ Resolved that the Audited Balance Sheet as at 31st March, 2015 and Profit and Loss Account for the year ended on that date together with the Director’s Report and Audited Report thereon be and the same are hereby received and adopted.”

Shri H M Sanghavi (Client ID 0120644000000835) seconded the Resolution.

The Chairman thereafter invited queries, if any on the Accounts and Balance Sheet for the year ended 31st March, 2015. There were no queries from the Members present .

Combined Results for E voting and Poll conducted at the Annual General Meeting .

Total Numbers of Members who cast their votes by e voting : 7
Total Number of Shares held by them : 2300020.
Total Number of Valid Votes : 2300020.
Resolution : Ordinary.

| Particulars of Business | Votes in favor of Resolution-Nos | Percentage. | Votes against the Resolution Nos | Percentage | Invalid votes -Nos | Percentage |
|-------------------------|----------------------------------|-------------|----------------------------------|------------|--------------------|------------|
| E-voting | 230020 | 35.38 | 0.00 | 0.00 | 0.00 | 0.00 |
| Poll | 15 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| Total | 230035 | 35.38 | 0.00 | 0.00 | 0.00 | 0.00 |

8. The Chairman Shri Sheodutt B Sanghai thereafter moved Item No.2 of the Agenda of the Meeting pertaining to re-appointment of Shri Sushil Sanghai as Director as an Ordinary Resolution:

“ Resolved that Shri Sushil S Sanghai (Din No:00048872) who is retiring by rotation and being eligible for reappointment be and is hereby re-appointed as a Director of the Company”

Shri U Y Raje (Folio No 00138029) proposed the Resolution.

Shri H M Sanghavi (Client ID 0120644000000835) seconded the Resolution.

Combined Results for E voting and Poll conducted at the Annual General Meeting .

Total Numbers of Members who cast their votes by e voting: 7
 Total Number of Shares held by them : 2300020.
 Total Number of Valid Votes : 2300020.
 Resolution : Ordinary.

| Particulars of Business | Votes in favor of Resolution-Nos | Percentage. | Votes against the Resolution Nos | Percentage | Invalid votes -Nos | Percentage |
|-------------------------|----------------------------------|-------------|----------------------------------|------------|--------------------|------------|
| E-voting | 230020 | 35.38 | 0.00 | 0.00 | 0.00 | 0.00 |
| Poll | 15 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| Total | 230035 | 35.38 | 0.00 | 0.00 | 0.00 | 0.00 |

9. The Chairman Shri Sheodutt B Sanghai thereafter moved Item No.3 of the Agenda of the Meeting pertaining to re-appointment of Shri Jagdish Ladha as a Director of the Company and moved the Resolution as an Ordinary Resolution.

“Resolved that Shri Jagdish Ladha (Din No 05169667) who is retiring by rotation and being eligible for reappointment be and is hereby re-appointed as a Director of the Company”

Shri Chetan Mehta (Client I D : IN: 30269 -333883973) proposed the Resolution.

Shri U Y Raje (Folio No 00138029) seconded the Resolution.

Combined Results for E voting and Poll conducted at the Annual General Meeting .

Total Numbers of Members who cast their votes by e voting : 7
 Total Number of Shares held by them : 2300020.
 Total Number of Valid Votes : 2300020.
 Resolution : Ordinary.

| Particulars of Business | Votes in favor of Resolution-Nos | Percentage. | Votes against the Resolution Nos | Percentage | Invalid votes -Nos | Percentage |
|-------------------------|----------------------------------|-------------|----------------------------------|------------|--------------------|------------|
| E-voting | 230020 | 35.38 | 0.00 | 0.00 | 0.00 | 0.00 |
| Poll | 15 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| Total | 230035 | 35.38 | 0.00 | 0.00 | 0.00 | 0.00 |

10. The Chairman Shri Sheodutt B. Sanghai, thereafter moved Item No 4 of the Agenda of the Meeting pertaining to Re-appointment of M/s N K Jalan & Co. as Auditors of the Company as an Ordinary Resolution.

“Resolved that M/s N.K. Jalan & Co. Chartered Accountants Mumbai (Registration No 104019 W) be and are hereby appointed as Statutory Auditors of the Company for the Financial Year commencing from 1st April 2015 to hold office as such from the conclusion of this Annual General Meeting till the conclusion of next Annual General Meeting, and that the Board of Directors be and are hereby authorized to fix the Auditors Remuneration apart from Out of Pocket expenses to be reimbursed to them for the purposes of Audit”

Shri Chetan Mehta (Client I D : IN: 30269 -333883973) proposed the Resolution.

Shri U Y Raje (Folio No 00138029) seconded the Resolution.

Combined Results for E voting and Poll conducted at the Annual General Meeting .

Total Numbers of Members who cast their votes by e voting : 7
Total Number of Shares held by them : 2300020.
Total Number of Valid Votes : 2300020.
Resolution : Ordinary.

| Particulars of Business | Votes in favor of Resolution-Nos | Percentage. | Votes against the Resolution Nos | Percentage | Invalid votes -Nos | Percentage |
|-------------------------|----------------------------------|-------------|----------------------------------|------------|--------------------|------------|
| E-voting | 230020 | 35.38 | 0.00 | 0.00 | 0.00 | 0.00 |
| Poll | 15 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| Total | 230035 | 35.38 | 0.00 | 0.00 | 0.00 | 0.00 |

The Chairman then invited Queries and any other connected matters from the Members. There being no other business to transact the Meeting was concluded with a vote of thanks to the Chair.

Date:

(Chairman)