



RAJ RAYON INDUSTRIES LIMITED

(A Government Recognised Star Export House)



Corporate Off. : 5C/196 & 197, AKSHAY MITTAL INDUSTRIAL ESTATE, SAKINAKA, ANDHERI (E), MUMBAI-400 059 (INDIA)
☎ : +91 - 22 - 4034 3434 • Fax : +91 - 22 - 4034 3400 • E-mail : mumbai@rajrayon.com • Website : www.rajrayon.com
CIN NO. : L17120DN1993PLC000368

Date: 18/01/2016

BOMBAY STOCK EXCHANGE LIMITED NATIONAL STOCK EXCHANGE OF INDIA LTD.

Corporate Relationship Department
1st Floor, P J Towers, Dalal Street,
Mumbai-400023
Scrip Code:530699

Exchange Plaza, 5th Floor, Plot No.C/1
G-Block, Bandra-Kurla Complex,
Bandra (E), Mumbai-400051
Scrip Code: EQ Symbol:RAJRAYAON

Dear Sir,

Sub:- Proceedings and Outcome of the Extraordinary General Meeting

Pursuant to Regulation 30(2) and 30 (6) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 this is to be inform you that at the Extraordinary General Meeting of the company was held on 17th January, 2016 at Hotel Chakra Restaurant, Sakinaka Junction, Andheri Kurla Road, Near Sakinaka Metro Station Mumbai-400 059, Maharashtra, India, at 11.30 a.m. and Concluded at 1.35 p.m.

The detailed Proceedings and Outcome of Extraordinary General Meeting of the Company is enclosed herewith.

Kindly take the same on your records and do the needful.

For Raj Rayon Industries Limited

Sushil Kumar Kanodia
CEO & CFO



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Raj Rayon Industries Limited

Proceedings & Outcome of the Extraordinary General Meeting

Date: 18/01/2016

Time: 11.30 a.m.

Venue: Hotel Chakra Restaurant, Sakinaka
Junction, Andheri Kurla Road, Near
Sakinaka Metro Station Mumbai-400 059,
Maharashtra, India

DIRECTORS PRESENT:

Rajkumari Sushilkumar Kanodia

Naval Babulal Kanodia

Suresh Gupta

Prahlad Rai Jajodia

Sushil Kumar Kanodia

Deepa Gheani
Auditors

Chairman & Non-Executive Director

Whole-Time Director

Independent Director

Independent Director & Audit Committee
Chairman

CEO & CFO

Company Secretary
K.M. Garg & Co.



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1. CHAIRMAN OF THE MEETING

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Ms. Rajkumari Kanodia, Chairman of the Meeting took the Chair.

2. INTRODUCTION

The Chairman introduced the Directors, Statutory Auditor present at the meeting to the Members.

The Chairman further informed the Members that the proceeding of the Meeting shall now be conducted by Deepa Gehani, Company Secretary of the Company.

3. QUORUM

The Company Secretary noted that the requisite quorum of thirty Members as stipulated under Section 103 of the Companies Act, 2013 as applicable to the Company was personally present, with the permission of the Chairman she called the meeting to order and welcomed the Members present. The meeting commenced at 11.30 a.m.

4. REGISTERS

The Statutory registers were kept open for Members at the AGM venue, as required under the provision of Companies Act 2013.

5. CHAIRMAN OF THE COMMITTEE

The Company Secretary informed the members that Mr. Prahlad Rai Jajodia, Chairman of the Audit Committee and Mr. Suresh Gupta Chairman of Nomination and Remuneration Committee and Stakeholder Relationship Committee was also present at the meeting.

6. NOTICE

The Notice for the EOGM was taken as read with the permission of the Members present.

7. BRIEF OF VOTING

The Company Secretary briefed the Members that the e-voting facility was provided to the members of the Company from 14/01/2016 to 16/01/2016 (both days inclusive). The Company had engaged the service of Central Depository Services Limited. He further informed that the members, present at the EOGM, who were unable to cast their vote through e-voting, may cast their vote through Poll.

8. SCRUTINIZERS

The Company Secretary informed the Members that the Ms. Amisha Shah, Practicing Company Secretary, Mumbai as the Scrutinizer, failing her Mr. Manik Makwana of Mumbai or Mr Bhavesh Chheda has been appointed as Scrutinizer for e-voting and the poll to conduct the process in fair and transparent manner. The Scrutinizer would furnish individual as well as combined report in respect of votes cast for the Resolutions proposed at this meeting.



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9. INTRODUCTION TO RESOLUTION

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Reg. : *91-22-40343434 • Fax : 91-22-40343400

The Company Secretary informed the members that there were six Special Resolutions proposed to be passed at the Meeting. She briefly narrated the purpose and the background of the each Resolution.

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The following resolutions were transacted at the Meeting:

- 1) Approval of adoption of new set of Article of Association.
- 2) Increased in authorised share capital of the company from ₹50,00,00,000/- (Rupees Fifty Crore) divided into 35,00,00,000 (Thirty Five Crore) Equity shares of ₹1/- (Re. One) each and 1,50,00,000 (One Crore Fifty Lacs) Preference shares of ₹10/- (Rupees Ten) each to ₹86,00,00,000/- (Rupees Eighty Six Crore) divided into 71,00,00,000 (Seventy One Crore) Equity shares of ₹1/- (Re. One) each and 1,50,00,000 (One Crore Fifty Lacs) Preference shares of ₹10/- (Rupees Ten) each by creation of additional 36,00,00,000 (Thirty Six Crores) Equity Shares of ₹1/- each ranking pari passu in all respect with the existing Equity Shares.
- 3) Alteration of capital clause in Memorandum of Association of the company.
- 4) Approval of Strategic Debt Restructuring scheme in relation to company's Debt.
- 5) Conversion of Debt into equity shares of the company pursuant to Strategic Debt Restructuring package.
- 6) Issue of equity shares to SDR Lenders.

10. ORDERING POLL

With the permission of the Chairman the Poll was ordered. The Company Secretary informed the members that instruction for voting should be carefully read before casting of votes. There upon the voting commenced.

11. COMPLETION OF POLL

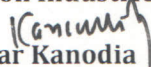
The voting on poll was completed by the Members of the Company. It was informed to the Members that the combined Results of the E-voting and Poll at this EOGM, along with the Scrutinizers' Report(s) will be available on the Company's website i.e. www.rajrayon.com within 48 Hours from the conclusion of the EOGM.

The combine result of the E-voting and Poll at this EOGM shall be made available once the same is been received from the Scrutinizers.

12. CONCLUSION OF MEETING

The Company Secretary expressed the gratitude to the Members, on behalf of the management and a vote of thanks was given to Ms Rajkumari Kanodia, Chairman of the meeting. Thereafter the Company Secretary declared the meeting closed by 1.35 pm.

For Raj Rayon Industries Limited


Sushil Kumar Kanodia
CEO & CFO