

COMMERCIAL SYN BAGS LIMITED

CIN- L25202MP1984PLC002669

Regd. Office: Commercial House, 3-4, Jaora Compound, M.Y.H. Road, Indore (M.P.)-452001

Contact No.: 0731-4279525, Email ID: investors@comsyn.com, Website :www.comsyn.com

CSBL/BM/2024-25

Date: 21st May, 2024

By Hand/Email

To,

S.No.	Name	Designation/Status
1.	Shri Anil Choudhary	Chairman & Managing Director
2.	Smt. Ranjana Choudhary	Whole Time Director
3.	Shri Virendra Singh Pamecha	Whole Time Director
4.	Shri Hitesh Mehta	Independent Director
5.	Shri Vijay Kumar Bansal	Independent Director
6.	Shri Milind Mahajan	Independent Director
7.	Shri Ravindra Choudhary	CEO (Special Invitee)
8.	Shri Pramal Choudhary	COO (Special Invitee)
9.	M/s Avinash Agrawal & Co., Chartered Accountants	Statutory Auditors (Special Invitee)
10.	M/s Dilip Rathor & Co., Chartered Accountants	Internal Auditors (Special Invitee)
11.	Shri Abhishek Jain	CFO (For Assistance)
12.	Shri G.S. Agrawal	General Manager-Accounts (For Assistance)
13.	CS Pooja Choukse	Company Secretary and Compliance Officer (For Assistance)

Directors and Invitees of Commercial Syn Bags Limited at their registered E-Mail IDs or residential addresses.

SUBJECT: NOTICE FOR THE 1/2024-25 BOARD MEETING.

Dear Sir(s)/ Madam,

You are cordially invited to attend the **1/2024-25** Meeting of Board of Directors of the Company to be held on shorter notice on **Wednesday, 29th May, 2024 at 12:15 P.M.** at the Registered Office of the Company situated at Commercial House, 3-4, Jaora Compound, M.Y.H. Road, Indore-452001 (M.P), to transact the businesses as mentioned in the Agenda enclosed herewith.

If any director who is interested in attending the meeting through Video Conferencing Mode is requested to please send a confirmation in this regard to Ms. Pooja Choukse, Company Secretary, email: cs@comsyn.com, Tel No.0731-4279525.

You are requested to please make it convenient to attend the Meeting and acknowledge the receipt of the notice and detailed notes on the agenda items and relevant working papers along with the details notes and relevant documents. Further, please provide the consent for calling this meeting on shorter notice before commencement of the meeting.

Further, it must be noted that, the company is in Top 2000 companies of the both the Stock Exchanges as per the Market Capitalisation of the both exchanges and it is mandatorily required to have at least one independent Director to fulfil the requirement of the Quorum.

Please also communicate your request for leave of absence, if any, to the Company Secretary at her E-Mail Id: cs@comsyn.com.

Issued by the Orders of the Chairman.

Thanking you
Yours faithfully

FOR, COMMERCIAL SYN BAGS LIMITED

POOJA CHOUKSE
COMPANY SECRETARY & COMPLIANCE OFFICER

Encl.: 1. *Agenda, Notes to the Agenda Items and Draft of the Resolutions for Board Meeting and DIR-8, MBP-1 and Declaration of Independency.*

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Please sign and acknowledge the Receipt of the Notice of the 1/2024-25 Board Meeting to be held on Wednesday, 29th May, 2024 at 12:15P.M.

S.No.	Name	Designation/Status	Signature
1.	Shri Anil Choudhary	Chairman & Managing Director	
2.	Smt. Ranjana Choudhary	Whole Time Director	
3.	Shri Virendra Singh Pamecha	Whole Time Director	
4.	Shri Hitesh Mehta	Independent Director	
5.	Shri Vijay Kumar Bansal	Independent Director	
6.	Shri Milind Mahajan	Independent Director	
7.	Shri Ravindra Choudhary	CEO (Special Invitee)	
8.	Shri Pramal Choudhary	COO (Special Invitee)	
9.	M/s Avinash Agrawal & Co., Chartered Accountants	Statutory Auditor (Special Invitee)	
10.	Shri G.S. Agrawal	General Manager-Accounts (For Assistance)	
11.	M/s Dilip Rathor & Co., Chartered Accountants	Internal Auditor (Special Invitee)	
12.	Shri Abhishek Jain	CFO (For Assistance)	
13.	Ms. Pooja Choukse	Company Secretary (For Assistance)	

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AGENDA & NOTES TO THE AGENDA ITEMS

For the 1/2024-25 Meeting of the Board of Directors of the Company to be held on

Wednesday, the 29th day of May, 2024 at 12:15 P.M.

Agenda Item No.	Particulars	Nature of business	Annexure
1.	To consider the request to grant leave of absence to the Directors from attending the Meeting, as may be requested by the directors if any.	General	-
2.	To confirm the Minutes of previous 06/2023-24 Board Meeting held on 13 th February, 2024. <i>(Minutes shall be placed on the table)</i>	General	Annexure 1
3.	To Confirm the Minutes of a. 1/2024-25 Board Meeting of Comsyn India Private Limited 100% Wholly Owned Subsidiary of the company held on 29 th May, 2024. b. 1/2024-25 Audit Committee Meeting held on 29 th May, 2024. c. 1/2024-25 Corporate Compliance Committee held on 29 th May, 2024. d. 1/2024-25 CSR Committee held on 29 th May, 2024. <i>(Draft Minutes shall be placed before the table)</i>	General	Annexure 2
4.	To consider and review the working progress of the Company.	General	-
5.	To give authority to file forms to ROC.	General	Annexure 3
6.	To consider and take on record the declaration obtained for their independence from all the independent directors as per section 149(6) of Companies Act, 2013. <i>(Copy of the Declaration from the Independent Directors shall be placed before the table)</i>	Significant	Annexure 4
7.	To consider and take on record the status of disqualification by the Directors pursuant to section 164(2) of the Companies Act, 2013 in the Form DIR-8. <i>(Copy of the Form DIR-8 received from All the Directors shall be placed before the table)</i>	Significant	Annexure 5
8.	To consider and take note on Disclosure for change in interest in the Form MBP-1 received from Shri Ravindra Kumar Choudhary, CEO and Shri Abhishek Jain, CFO pursuant to Section 184 of the Companies Act, 2013. <i>(Copy of the Form MBP-1 and details of transactions shall be placed before the table)</i>	General	Annexure 6
9.	To consider and take note on Disclosure for change in interest if any in the Form MBP-1 pursuant to Section 184 of the Companies Act, 2013, if any. <i>(Copy of the Form MBP-1 and details of transactions shall be placed before the table)</i>	General	Annexure 7
10.	To consider and approve the Remuneration of the Statutory Auditor for financial year 2023-24.	Significant	Annexure 8
11.	To consider and approve the provisions/entry for Bad Debts in the year 2023-24, if any.	Significant	Annexure 9
12.	To consider and approve the transfer of profits to the general reserves of the Company, if any.	Significant	Annexure 10
13.	To consider and take on record non-acceptance of any deposits u/s 73-76 of the Companies Act, 2013 including no credit balances of the debtors exceeding 365 days during the year 2023-24.	Significant	Annexure 11
14.	To consider and confirm for no material and reportable fraud committed by or against the Company by any employee and no complaint received or pending before the Vigil Mechanism	Significant	-

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	during the year 2023-24.		
15.	To take on record declaration given by Managing Director and CFO for Standalone and Consolidated Audited Financial Results of the Company as per requirement of Regulation 33(2)(a) of SEBI (LODR) Regulation, 2015 (Declaration to be placed before the Board at the Meeting.)	Significant	-
16.	To consider and approve the Standalone Un-audited Financial Statement of Smartlift Bulk Packaging Limited (foreign Company) for the period ended on 31 st March, 2024.	Significant	<i>Annexure 12</i>
17.	To consider and approve the Standalone Audited Financial Statement of Comsyn India Pvt. Ltd. (Wholly Owned Subsidiary of the company) for the Year ended 31 st March, 2024.	Significant	<i>Annexure 13</i>
18.	To consider and approve the Standalone & Consolidated Audited Financial Results prepared as per Companies (Indian Accounting Standard) Rules, 2015 in terms of regulation 33(3)(d) of SEBI (LODR) Regulations, 2015 for the year ended 31 st March, 2024 and deliver the same to the Stock Exchanges in terms of the SEBI (LODR) Regulations, 2015 and related compliances along with the Audit Report, 2024 and to approve the text of the advertisement to be published in the Newspapers and deliver the same to the Stock Exchanges in terms of the SEBI (LODR) Regulations, 2015 (<i>Audited Financial Results and Copy of the Audit Report shall be placed at the Meeting</i>)	Significant	<i>Annexure 14</i>
19.	To consider and take on record declaration in compliance of regulation 33(3)(d) of SEBI (LODR) (Amendment) Regulation, 2016 for audit report with unmodified opinion.(to be placed at the meeting)	Significant	-
20.	To consider and approve Standalone and Consolidated Audited Financial Statements i.e. Balance Sheet as at 31 st March, 2024 and the Statement of Profit and Loss and Cash Flow etc. for the year ended 31 st March, 2024 and authorise Directors, CEO, Company Secretary and CFO to sign and deliver the same to the Statutory Auditors for their certification and Report thereon. (To be placed on the table)	Significant	<i>Annexure 15</i>
21.	To consider and re-appoint the Secretarial Auditors of the Company for the year 2024-25. (Copy of the Consent & Eligibility letter from the Secretarial Auditors will be placed before the table)	Significant	<i>Annexure 16</i>
22.	To consider and appoint the Internal Auditors of the Company for the year 2024-25. (Copy of the Consent & Eligibility letter from the Internal Auditors to be placed before the table)	Significant	<i>Annexure 17</i>
23.	To consider and take on record the Internal Audit Report for the Year 2023-24. (Copy of the Internal Auditor's Report will be placed before the table)	Significant	-
24.	To consider and take on record the Statutory Auditor's Report on Standalone and Consolidated Audited Financial Statements for Financial Year 2023-24. (Copy of the Statutory Auditor's Report will be placed before the table)	Significant	-
25.	To consider and approve the Related Parties Transaction u/s 188 of the Companies Act, 2013. (Register of Related Party Transactions to be placed before the table). <i>Interested Directors shall not participate in this matter in any manner.</i>	General	<i>Annexure 18</i>

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26.	To consider and take on record the contribution made under CSR activities to various trust & society.	Significant	-
27.	To consider and review the status of CSR activities and actual expenses incurred towards the CSR activities for the financial year 2023-24.	Significant	-
28.	To consider and take on record the certificate under Rule 4 (5) of the Companies (CSR Policy) Rules, 2014	Significant	-
29.	To consider and take on record the Annual Report on CSR for financial year 2023-24 as approved and forwarded by CSR Committee for inclusion in the board report.	Significant	-
30.	To Consider and Approve the Budget for the CSR Activities for the year 2024-25.		
31.	To consider and review the activity and financial budget and capital budget for the Financial year 2024-25. (Budget shall be placed before the table)	Significant	-
32.	To Consider and take on records the statements of compliance for various rules and regulations along with the compliance certificate by CS (<i>shall be placed before the table</i>)	General	<i>Annexure 19</i>
33.	To consider and take on record quarterly and half yearly compliance report as submitted to the BSE & NSE: 1. Compliance Report on Corporate Governance for the quarter ended on 31 st March, 2024 in XBRL Mode. 2. Statement of number of Investor Complaints for the quarter ended 31 st March, 2024. 3. Certificate for compliance under Regulation 7(2) & 7(3) of SEBI (LODR) Regulations, 2015 for the year ended 31 st March, 2024. 4. Certificate for Compliance under Regulation 40(9) of the SEBI (LODR) Regulations, 2015 for the year ended 31 st March, 2024. 5. Certificate under Regulation 74(5) of SEBI (Depositories and Participants) Regulations, 2018 for the quarter/half year ended on 31 st March, 2024. 6. Reconciliation of Share Capital Audit Report by PCS for the quarter ended 31 st March, 2024 filed in PDF and XBRL Format. 7. Shareholding Pattern filed for the half year ended on 31 st March, 2024 in XBRL Format. 8. Intimation filed pursuant to SEBI Circular Ref.: SEBI/HO/DDHS/CIR/P/2018/144 dated 26 th November 2018 regarding borrowing by Large Corporate. 9. Disclosures filed to BSE & NSE under Regulation 30 of the SEBI (LODR) Regulations, 2015, if any. 10. Annual Secretarial compliance Report for the year ended 31 st March, 2024. 11. SDD certificate for the quarter ended 31 st March, 2024.	General	-
34.	To consider and take on record the statements of compliance for various rules and regulations along with the compliance certificate by MD/WTD. (<i>Will be placed before the table.</i>)	General	<i>Annexure 20</i>
35.	To consider and take on record the report given by compliance officer under SEBI (LODR) Regulations 2015, SEBI (SAST) Regulations 2011 and SEBI (PIT) Regulations 2015.	General	-
36.	To consider and take on record the status of legal matters.	General	-

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37.	To consider and take on record the consent of the directors for receiving of the information, relating to price sensitive information on shorter notice and/ or place before the board or committee meetings only.	General	<i>Annexure 21</i>
38.	To consider and review the Policy for Preservation of Documents & Archival Policy	General	-
39.	To consider and review the Policy on Preservation of Documents Policy and Policy for Determination of Materiality as required under the SEBI (LODR) Regulations, 2015	General	-
40.	To take on record the list of amendments in the applicable laws to the company from the previous board meeting till in progress board meeting	General	-
41.	To deal in any other businesses, if any, which may be placed before the Board with the permission of the Majority of the Directors and permission of atleast 1 Independent Director.	-	-
42.	To circulate minutes of the Meeting to the Board members and take their comments to finalise the same. (Minutes will be circulated after end of discussion on agenda items.)	General	-

FOR, COMMERCIAL SYN BAGS LIMITED

**POOJA CHOUKSE
COMPANY SECRETARY &
COMPLIANCE OFFICER**

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DETAILED AGENDA ITEMS, ITS ANNEXURES AND DRAFT RESOLUTIONS THERETO, IF ANY, TO BE PASSED BY THE BOARD

At the 1/2024-25 Meeting of the Board of Directors of the Company to be held on
Wednesday, the 29th day of May, 2024 at 12:15 P.M.

ITEM NO.1: TO CONSIDER THE REQUEST TO GRANT LEAVE OF ABSENCE TO THE DIRECTORS FROM ATTENDING THE MEETING, IF ANY:

The request for providing leave of absence asked by the directors if any shall be placed before the Board for consideration.

Annexure 1

ITEM NO.2: TO CONFIRM THE MINUTES OF PREVIOUS 06/2023-24 BOARD MEETING HELD ON 13TH FEBRUARY, 2024.

Note: Copy of the Minutes of 06/2023-24 Board Meeting held on 13th February, 2024 will be placed before the Board.

The CS shall place on the table the Minutes of the previous 06/2023-24 meeting of the Board held on 13th February, 2024, which were circulated and approved and then recorded in the Minute Book as required under SS-1 and which shall be read and confirmed by the Board, in token whereof the following resolution may be passed with or without modification:

“**RESOLVED THAT** the Minutes of the previous 06/2023-24 Meeting of the Board, held on 13th February, 2024, as circulated, confirmed and recorded in the Minute Book on 13th February, 2024 as required under the SS-1 and further read out at this Meeting be and are hereby confirmed and taken on record.”

Annexure 2

ITEM NO.3 (a): TO CONFIRM THE MINUTES OF PREVIOUS 1/2024-25 BOARD MEETING OF COMSYN INDIA PRIVATE LIMITED 100% WHOLLY OWNED SUBSIDIARY OF THE COMPANY HELD ON 29TH MAY, 2024.

Note: Copy of the Minutes of 1/2024-25 Board Meeting of Comsyn India Pvt. Ltd. 100% Wholly Owned Subsidiary of the company held on 29th May, 2024 will be placed before the Board.

The CS shall place on the table the Minutes of the previous 1/2024-25 meeting of the Board of Comsyn India Pvt. Ltd held on 29th May, 2024 and circulate to the members of the board and which shall be read and confirmed by the Board, in token whereof the following resolution may be passed with or without modification:

“**RESOLVED THAT** the Minutes of the previous 1/2024-25 Meeting of the Board, of Comsyn India Pvt. Ltd held on 29th May, 2024, as circulated, approved and recorded in the minute book on 29th May, 2024 and as placed & read out at this meeting be and are hereby confirmed and taken on record.”

TO ITEM NO.3(b): CONFIRM THE MINUTES OF 1/2024-25 AUDIT COMMITTEE MEETING HELD ON 29TH MAY, 2024.

Note: Copy of the Minutes of 1/2024-25 Audit Committee Meeting held on 29th May, 2024 will be placed before the Board.

The CS shall place on table the Minutes of 1/2024-25 Audit Committee Meeting to be held on 29th May, 2024 and circulate to the members of the board and which shall be read and confirmed by the Board, in token whereof the following resolution may be passed with or without modification:

“**RESOLVED THAT** the minutes of the 1/2024-25 Audit Committee Meeting held on 29th May, 2024, as circulated, approved and recorded in the minute book on 29th May, 2024 and as placed & read out at this meeting be and are hereby confirmed and taken on record.”

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ITEM NO.3(c): TO CONFIRM THE MINUTES OF 1/2024-25 CSR COMMITTEE MEETING TO BE HELD ON 29TH MAY, 2024:

Note: Copy of the Minutes of 1/2024-25 CSR Committee Meeting held on 29th May, 2024 will be placed before the Board.

The CS shall place on table the Minutes of the 1/2024-25 CSR Committee Meeting to be held on 29th May, 2024 and circulate to the members of the board and which shall be read and confirmed by the Board, in token whereof the following resolution may be passed with or without modification:

“RESOLVED THAT, the Minutes of the 1/2024-25 CSR Committee Meeting held on 29th May, 2024 as circulated among the members of the Board and as read out at this meeting be and are hereby confirmed and taken on record.”

ITEM NO.3(d): TO CONFIRM THE MINUTES OF 1/2024-25 CORPORATE COMPLIANCE COMMITTEE MEETING TO BE HELD ON 29TH MAY, 2024:

Note: Copy of the Minutes of 1/2024-25 Corporate Compliance Committee Meeting held on 29th May, 2024 will be placed before the Board.

The CS shall place on table the Minutes of the 1/2024-25 Corporate Compliance Committee Meeting to be held on 29th May, 2024 and circulate to the members of the board and which shall be read and confirmed by the Board, in token whereof the following resolution may be pass with or without modification:

“RESOLVED THAT the Minutes of the 1/2024-25 Corporate Compliance Committee Meeting held on 29th May, 2024 as circulated among the members of the Board and as read out at this meeting be and are hereby confirmed and taken on record.”

ITEM NO. 4: TO CONSIDER AND REVIEW THE WORKING OF THE COMPANY:

The Chairman/CFO shall inform the Board about progress of the Company in the half year/year ended 31st March, 2024 as well up to current working. He may place before the Board statements of Sales & Purchase, Debtors & Creditors position and stock in trade for detailed discussion.

Annexure 3

ITEM NO.5: TO GIVE AUTHORITY TO FILE FORMS AND RETURNS WITH ROC.

The Chairman shall inform the Board that the company has to authorize Managing Director or any Director of the company to digitally sign and file necessary e-forms and other necessary papers and certification thereof by the practicing company secretary as may be required on behalf of the Company. The Board after discussion may pass following resolution with or without modification:

“RESOLVED THAT, Shri Anil Choudhary, Chairman & Managing Director (DIN: 00017913) or Mrs. Ranjana Choudhary, Whole Time Director (DIN: 03349699) of the Company be and is hereby authorized to sign various e-Forms digitally by their digital signature for and on behalf of the Company and further Ms. Isha Garg and/or Pratima Jain, PCS, be and are hereby severally requested to certify all the said forms as may be required to be filed by the Company with the ROC/on the MCA Portal, for and on behalf of the Company from time to time.”

Annexure 4

ITEM NO.6: TO CONSIDER AND TAKE ON RECORD THE DECLARATION OBTAINED FOR THEIR INDEPENDENCE FROM ALL THE INDEPENDENT DIRECTORS AS PER SECTION 149(6) OF COMPANIES ACT, 2013:

The Company Secretary shall place before the Board declaration received from the Independent Directors Mr. Hitesh Mehta, Mr. Milind Mahajan, Mr. Vijay Kumar Bansal for their independence as per section 149 of Companies Act, 2013 which shall be considered and taken on record by the Board and pass the following resolution with or without modification:-.

“RESOLVED THAT, pursuant to the provisions of section 149(6) of the Companies Act, 2013 the declaration received from the Independent Directors Mr. Hitesh Mehta, Mr. Milind

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Mahajan, Mr. Vijay Kumar Bansal for their independence as per section 149 of Companies Act, 2013 be and is hereby considered and after satisfying their independency, the same was taken on record by the Board.”

Annexure 5

ITEM NO. 7: TO CONSIDER AND TAKE ON RECORD THE STATUS OF DISQUALIFICATION BY THE DIRECTORS PURSUANT TO SECTION 164(2) OF THE COMPANIES ACT, 2013 IN THE FORM DIR-8:

(Copy of the form DIR-8 received from all the Directors to be placed before the table)

The Company Secretary shall place before the Board confirmation received from all the directors of the company in prescribed Form-DIR-8 confirming that they are not disqualified from being appointed as a Director/Managing Director/ Whole-Time-Director of any other company pursuant to the provisions of section 164(2) of the Companies Act, 2013 and rules made there under, the same shall be read out & taken on record by the Board and pass the following resolution with or without modification:

“**RESOLVED THAT**, the confirmation received from all the directors of the Company in prescribed Form-DIR-8 regarding their non-disqualification pursuant to section 164(2) of the Companies Act, 2013 and rules made there under from being appointed as director of the company as placed before and read out at this meeting be and are hereby taken on record and that is hereby declared and confirmed that none of the directors of the Company is disqualified in terms of section 164(2) of the Companies Act, 2013 as at 31st March, 2024 and that this confirmation be forwarded to the Auditors of the company for the purpose of inclusion in their audit report.”

Annexure 6

ITEM NO.8: CONSIDER AND TAKE ON NOTE DISCLOSURE OF INTEREST IN FORM MBP-1 RECEIVED FROM SHRI ANIL CHOUDHARY, CHAIRMAN AND MANAGING DIRECTOR, SHRI RAVINDRA KUMAR CHOUDHARY, CEO AND SHRI ABHISHEK JAIN, CFO IN ACCORDANCE TO THE SECTION 184 OF THE COMPANIES ACT, 2013:

(Copy of the Form MBP-1 received from Shri Anil Choudhary, Chairman and Managing Director, Shri Ravindra Kumar Choudhary, CEO and Shri Abhishek Jain, CFO to be placed before the table)

Company Secretary shall place before the Board disclosure of interest received from Shri Anil Choudhary, Chairman and Managing Director, Shri Ravindra Kumar Choudhary, CEO and Shri Abhishek Jain, CFO in the prescribed Form MBP-1 to take the same on record for their changes in the interest. The Board shall consider and pass the following resolution with or without modification.

“**RESOLVED THAT**, the Board takes note of Notices received in the Form MBP-1 from the following for change in the interest;

- (1) ANIL CHOUDHARY Chairman & Managing Director
- (2) RAVINDRA KUMAR CHOUDHARY, CEO
- (3) ABHISHEK KUMAR JAIN , CFO

of the Company for disclosing their interest in other concerns as required under section 184 of the Companies Act, 2013 and decided to enter the details in the relevant register and that the original copy of the aforesaid Form MBP-1 be kept in the safe custody of CS Pooja Choukse, Company Secretary of the Company;

“**FURTHER RESOLVED THAT**, the Register of the disclosure by the Related Party as placed before the Board in the Form MBP-4 be authenticated and signed by CS Pooja Choukse, Company Secretary of the Company.”

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Annexure 7

ITEM NO.9: CONSIDER AND TAKE ON NOTE DISCLOSURE OF INTEREST IN FORM MBP-1, IN ACCORDANCE TO THE SECTION 184 OF THE COMPANIES ACT, 2013:

(Copy of the Form MBP-1 received from all the directors to be placed before the table)

Company Secretary shall place before the Board disclosure of interest received from all the directors and KMPs in the prescribed Form MBP-1 to take the same on record. The Board shall consider and pass the following resolution with or without modification.

“RESOLVED THAT, the Board takes note of Notices received in the Form MBP-1 from the following Directors for change in the interest;

- (1) ANIL CHOUDHARY Chairman & Managing Director
- (2) RANJANA CHOUDHARY Whole time Director
- (3) VIRENDRA SINGH PAMECHA Whole Time Director
- (4) MILIND MAHAJAN Independent Director
- (5) HITESH MEHTA Independent Director
- (6) VIJAY KUMAR BANSAL Independent Director
- (7) ABHISHEK KUMAR JAIN , CFO
- (8) POOJA CHOUKSE Company Secretary

of the Company for disclosing their interest in other concerns as required under section 184 of the Companies Act, 2013 and decided to enter the details in the relevant register and that the original copy of the aforesaid Form MBP-1 be kept in the safe custody of CS Pooja Choukse, Company Secretary of the Company;

“FURTHER RESOLVED THAT, the Register of the disclosure by the Related Party as placed before the Board in the Form MBP-4 be authenticated and signed by CS Pooja Choukse, Company Secretary of the Company.”

Annexure 8

ITEM NO.10: TO CONSIDER AND APPROVE THE REMUNERATION OF THE STATUTORY AUDITOR FOR THE YEAR 2023-24:

The CFO/Chairman shall place before the Board, recommendation provided by the Audit Committee for remuneration of M/s Avinash Agrawal & Co., Chartered Accountants, Statutory Auditors for the year 2023-24 as provided in the books of accounts.

The Board shall discuss the matter and decide to give remuneration of Rs ----- for the year 2023-24 as under:

For Audit Fee	: Rs.....
For Tax Audit Fee	: Rs.....
For Certification & Other Services	: Rs.....
Reimbursement of Pocket Expenses	: Rs.....

TOTAL : Rs.....

The Board shall required to consider and approve the same and pass the resolution with or without modification.

“RESOLVED THAT on the recommendation of the Audit Committee the consent of the Board of directors of the Company be and is hereby granted to approve the Remuneration of M/s Avinash Agrawal & Co., Chartered Accountants, the Statutory Auditors of the Company for the year 2023-24 as under:

For Audit Fee	: Rs.....
For Tax Audit Fee	: Rs.....
For Certification & Other Services	: Rs.....
Reimbursement of Pocket Expenses	: Rs.....

TOTAL : Rs.....

COMMERCIAL SYN BAGS LIMITED

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Regd. Office: Commercial House, 3-4, Jaora Compound, M.Y.H. Road, Indore (M.P.)-452001
Contact No.: 0731-4279525, Email ID: investors@comsyn.com, Website :www.comsyn.com

Annexure 9

ITEM NO.11: TO CONSIDER AND APPROVE THE PROVISIONS/ENTRY FOR BAD DEBTS IN THE YEAR 2023-24, IF ANY:

The CFO shall place before the Board the statement of the doubtful/bad debts of the company which are due for a period exceeding years and he will further inform that the Company has made all the efforts to realize the amount but looking into the circumstance, chances for recovery thereof is very negligible or nil, therefore to give proper presentation of the Financial Statements, it would be appropriate to make provisions for doubtful/bad debts in the books of Accounts for the year 2023-24.

The Board may also note that none of the party is directly or indirectly related with any director or KMPs of the Company. The Chairman shall further inform that Audit Committee has also recommended to write off the said amount after detailed analysis. The Board may consider and after detailed discussion on various aspects may pass the following resolution with or without modification:

“RESOLVED THAT, on the recommendation of the Audit Committee, the consent of the Board of Directors of the Company be and is hereby granted for making provisions for doubtful/bad debts for Rs..... due against various parties as per the statement placed before the Board duly initialed by the Chairman for the purpose of identification and that the necessary provisions be made in the books of Accounts of the company for the year ended 31st March, 2024;

“RESOLVED FURTHER THAT, the certified copy of the above said resolution be furnished to the Auditors for their verification and further needful.”

Annexure 10

ITEM NO.12: TO CONSIDER AND APPROVE THE TRANSFER OF PROFITS TO THE GENERAL RESERVES OF THE COMPANY, IF ANY:

The CFO shall inform that the company may voluntarily transfer a certain amount to the General Reserve of the company for strengthening the financial status of the Company. Therefore, the Board of Directors upon the recommendation of the Audit committee may consider pass the following resolution with or without modification:

“RESOLVED THAT, a sum of Rs./- out of the profits of the Company for the year 2023-24 be and is hereby transferred to the General Reserve account of the company and necessary accounting treatment to that effect be given in the Books of accounts of the Company.”

Annexure 11

ITEM NO.13: TO CONSIDER AND TAKE ON RECORD FOR NON-ACCEPTANCE OF ANY DEPOSITS U/S 73-76 OF THE COMPANIES ACT, 2013 INCLUDING NO CREDIT BALANCES OF THE DEBTORS EXCEEDING 365 DAYS DURING THE YEAR 2023-24.

The CS/CFO shall place before the Board the declaration under section 73 of the Companies Act, 2013 read with Rule 2(c)(viii) of the Companies (Acceptance of Deposits) Rules 2014 from all the directors. The Board may consider and pass the following resolution with or without modification:

“RESOLVED THAT, the Board of Directors of the Company do hereby declare and confirm that the Company has not received any amount of loans or otherwise under section 73 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules 2014 and there is no outstanding credit balance of sundry creditors exceeding 365 days as on 31st March, 2024 as well as during the year 2023-24 which may be classified as the Deposits;

“RESOLVED FURTHER THAT, the aforesaid Board resolution may also be furnished by the CFO to the Auditors and Secretarial Auditors of the Company.”

ITEM NO. 14: TO CONSIDER AND CONFIRM FOR NO MATERIAL AND REPORTABLE FRAUD COMMITTED BY OR AGAINST THE COMPANY BY ANY EMPLOYEE AND NO COMPLAINT RECEIVED OR PENDING UNDER THE VIGIL MECHANISM DURING THE YEAR 2023-24:

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The Board shall consider the fraud reported by the Auditors and internal auditors in their reports, if any, as well as no complaints received through Vigil Mechanism during the financial year 2023-24.

ITEM NO.15: TO TAKE ON RECORD DECLARATION GIVEN BY MANAGING DIRECTOR AND CFO FOR AUDITED FINANCIAL RESULTS OF THE COMPANY AS PER REQUIREMENT OF REGULATION 33(2)(a) OF SEBI (LODR) REGULATION, 2015.

(Declaration to be placed on the Table)

The CFO shall place before the Board the Certificate regarding Audited Financial Results for the half year/year ended on 31st March, 2024 as per the requirement of Regulation (33)(2)(a) of SEBI (LODR) Regulations, 2015, which is certified by the MD and CFO of the company that the Financial Results do not contain any false or misleading statement or figures and do not omit any material fact which may make the statements or figures contained therein misleading. The Board shall consider and take on record the same.

Annexure 12

ITEM NO.16: TO CONSIDER AND APPROVE THE STANDALONE UN-AUDITED FINANCIAL STATEMENT OF SMARTLIFT BULK PACKAGING LIMITED (FOREIGN COMPANY) FOR THE PERIOD ENDED ON 31ST MARCH, 2024:

{Note: Price Sensitive Information: Necessary details shall be provided and placed on table at the meeting.}

The Chairman shall inform the board that, during the year, the company has made an investment in Smartlift Bulk Packaging Limited (foreign Company) and has acquired 49% equity shares of the foreign company as a result, the Foreign company is not a Joint Venture of Commercial Syn Bags Limited and the company is required to consolidate the Profit figure in the Financials of the Commercial Syn Bags Limited.

The Board shall discuss the same and after detailed discussions may pass the following resolution with or without modification:

“**RESOLVED THAT**, pursuant to the applicable provisions of the Companies Act, 2013 and the SEBI (LODR) Regulations, 2015 consent of the Board be and is hereby accorded to adopt un-audited financial statements for the period ended on 31st March, 2024 of Smartlift Bulk Packaging Limited.”

Annexure 13

ITEM NO.17: TO CONSIDER AND APPROVE THE STANDALONE AUDITED FINANCIAL STATEMENT OF THE COMPANY FOR THE YEAR ENDED ON 31ST MARCH, 2024 OF COMSYN INDIA PVT. LTD. (100% WHOLLY OWNED SUBSIDIARY OF THE COMPANY):

{Note: Price Sensitive Information: Necessary details shall be provided and placed on table at the Board meeting.}

The Chairman shall inform the board that the company is having one Wholly Owned Subsidiary in the name and style of Comsyn India Pvt. Ltd. and as per the requirement of the Companies Act, 2013 and the SEBI (LODR) Regulations, 2015, the company is required to consolidate the financials of the subsidiary company also.

The Board shall discuss the same and after detailed discussions may pass the following resolution with or without modification:

“**RESOLVED THAT**, pursuant to the applicable provisions of the Companies Act, 2013 and the SEBI (LODR) Regulations, 2015 consent of the Board be and is hereby accorded to adopt audited financial statements for the year ended 31st March, 2024 of Comsyn India Pvt. Ltd. (Wholly Owned Subsidiary).”

Annexure 14

ITEM NO. 18: TO CONSIDER AND APPROVE THE STANDALONE & CONSOLIDATED AUDITED FINANCIAL RESULTS PREPARED AS PER COMPANIES (INDIAN ACCOUNTING STANDARD) RULES, 2015 IN TERMS OF REGULATION 33(3)(D) OF SEBI (LODR) REGULATIONS, 2015 FOR THE YEAR ENDED 31ST MARCH, 2024 AND

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DELIVER THE SAME TO THE STOCK EXCHANGES IN TERMS OF THE SEBI (LODR) REGULATIONS, 2015 AND RELATED COMPLIANCES ALONG WITH THE AUDIT REPORT, 2024 AND TO APPROVE THE TEXT OF THE ADVERTISEMENT TO BE PUBLISHED IN THE NEWSPAPERS AND DELIVER THE SAME TO THE STOCK EXCHANGES IN TERMS OF THE SEBI (LODR) REGULATIONS, 2015 (AUDITED FINANCIAL RESULTS AND COPY OF THE AUDIT REPORT SHALL BE PLACED AT THE MEETING)

(Results and Copy of the audit report shall be placed at the Meeting)

Note: Price Sensitive Information necessary details shall be provided and placed on table at the Meeting.

The CFO shall inform that the Audit Committee has approved and recommended the Audited (Standalone and Consolidated) Financial Results for the quarter/year ended on 31st March, 2024 and a copy of the same shall be placed on the table. The Board may consider and pass the following resolution with or without modification:

“RESOLVED THAT, the Standalone and Consolidated Audited Financial Results for the quarter / year ended 31st March, 2024 as approved by the Audit Committee and placed before the Board duly initialed by the Chairman for the purpose of identification be and are hereby approved for submission to the Stock Exchange as per requirement of the SEBI (LODR) Regulations, 2015 and Shri Anil Choudhary, Chairman & Managing Director of the Company, be and is hereby authorized to sign and issue the same for and on behalf of the Board;

“RESOLVED FURTHER THAT, the text for the Press Release for the above said Standalone & Consolidated Audited Financial Results for the quarter & year ended 31st March, 2024 as placed before the Board duly initialed by the Chairman for the purpose of identification be and is hereby approved for publication in the daily Hindi and English Newspapers as per the requirements of the SEBI (LODR) Regulations, 2015 and Shri Anil Choudhary, Chairman & Managing Director of the Company be and is hereby authorized to sign and issue the same for and on behalf of the Board;

“RESOLVED FURTHER THAT, the Auditors Report as received from M/s Avinash Agrawal & Co., Chartered Accountants, Statutory Auditors of the Company which was also taken on record by the Audit Committee at their meeting held on 27th May, 2024 pursuant to the Regulation 33(3)(d) of the SEBI (LODR) Regulation, 2015 be and is hereby approved and the same be forwarded by the Managing Director and/or Company Secretary to the BSE Ltd. and National Stock Exchange Limited for and on behalf of the Company.”

ITEM NO.19: TO CONSIDER AND TAKE ON RECORD DECLARATION IN COMPLIANCE OF REGULATION 33(3)(d) OF SEBI (LODR) (AMENDMENT) REGULATION, 2016 FOR AUDIT REPORT WITH UNMODIFIED OPINION:

The CS shall inform the Board that Regulation 33(3)(d) SEBI (LODR) Regulation, 2015 requires a declaration from Managing Director and CFO that Auditor has issued an Audit Report with unmodified Opinion on Audited Financial Results for the year ended on 31st March, 2024 which shall be submitted to the Stock Exchange along with financial results and audit report.

Further, she shall inform the Board that audit report has been placed on the table and there is no qualification in the report therefore, Company is required to submit declaration for unmodified Opinion to the BSE & NSE. The declaration shall be placed on table for consideration and approval by the Board.

Annexure 15

ITEM NO.20: TO CONSIDER AND APPROVE STANDALONE AND CONSOLIDATED AUDITED FINANCIAL STATEMENTS i.e. BALANCE SHEET AS AT 31ST MARCH, 2024 AND THE STATEMENT OF PROFIT & LOSS AND CASH FLOW STATEMENT AND STATEMENT OF CHANGE IN EQUITY, ETC. FOR THE YEAR ENDED 31ST MARCH, 2024 AND AUTHORISE DIRECTORS, CEO, COMPANY SECRETARY AND CFO TO SIGN AND DELIVER THE SAME TO THE STATUTORY AUDITORS FOR THEIR CERTIFICATION AND REPORT THEREON:

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Note: *Price Sensitive Information: Details and relevant documents to be placed before the Board at the time of Meeting*

The Chairman shall inform that the Audit Committee has approved the Audited (Standalone and Consolidated) Financial Statements of the Company for the year 2023-24 and a copy of the same shall be placed on table. The Board may consider the same and pass the following resolution with or without modification:

“RESOLVED THAT, the Standalone and Consolidated Audited Financial Statements containing the Audited Balance Sheet as at 31st March, 2024 and Statement of Profit & Loss and Cash Flow Statement, Statement for Change in the Equity, Notes forming to part of the Accounts for the for the period of 1st April, 2023 to 31st March, 2024 as approved by the Audit Committee and placed before the Board duly initialed by the Chairman for the purpose of identification be and are hereby approved and pursuant to the provisions of section 134 of the Companies Act, 2013 and Shri Anil Choudhary, Chairman & Managing Director, Smt. Ranjana Choudhary, Whole-time Director, CS Pooja Choukse, Company Secretary, Shri Abhishek Jain, Chief Financial Officer and Shri Ravindra Choudhary, CEO of the Company be and are hereby authorized to authenticate and sign thereon for and on behalf of the Board of Directors of the Company;

“RESOLVED FURTHER THAT, Shri Abhishek Jain, CFO of the Company be and is hereby instructed to submit the same to the Auditors for their certification and Report thereon.”

Annexure 16

ITEM NO. 21: TO CONSIDER AND RE-APPOINT THE SECRETARIAL AUDITORS OF THE COMPANY FOR THE YEAR 2024-25:

(Copy of the Consent & Eligibility letter from the Secretarial Auditors will be placed before the table)

The CS shall apprise the Board that pursuant to Section 204 of the Companies Act, 2013, the Company is required to appoint Secretarial Auditors for the financial year 2024-25. The CS shall further inform the Board that the Audit Committee has approved the re-appointment of the existing Secretarial Auditor, M/s Ishan Jain & Co., Company Secretaries as the Secretarial Auditors for the year 2024-25. The Secretarial Auditor has also given their eligibility letter and acceptance for their appointment. The Board may discuss the matter and pass the following resolution with or without modification:

“RESOLVED THAT pursuant to section 204 of the Companies Act, 2013 M/s Ishan Jain & Co., Company Secretaries (FCS: 9978 C.P. No.: 13032) be and is hereby re-appointed as Secretarial Auditors of the Company for the year 2024-25 under provisions of the Section 204 of the Companies Act, 2013 and rules made there under, on such remuneration as may be mutually agreed between Management and Secretarial Auditor;

“RESOLVED FURTHER THAT Shri Anil Choudhary, Chairman and Managing Director be and is hereby authorized to do all acts, deeds and things as may be required in this regard.”

Annexure 17

ITEM NO.22: TO CONSIDER AND APPOINT THE INTERNAL AUDITOR OF THE COMPANY FOR THE YEAR 2024-25:

(Copy of the Consent & Eligibility letter from the Internal Auditors to be placed before the table):

The CS shall inform the Board that pursuant to section 138 of the Companies Act, 2013, the Company is required to appoint Internal Auditor for the financial year 2024-25. She will further inform the Board that the Audit Committee has approved the re-appointment of the existing Internal Auditor M/s Dilip Rathor & Co., Chartered Accountants as the Internal Auditor for financial year 2024-25. The Internal Auditor has also given their eligibility & consent letter for their appointment. The Board may discuss the matter and the following resolution may be passed with or without modification:

“RESOLVED THAT pursuant to Section 138 of the Companies Act, 2013 M/s Dilip Rathor & Co., Chartered Accountants be and are hereby re-appointed as Internal Auditor of the Company for the year 2024-25 under provisions of the Section 138 of the Companies Act, 2013

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and rules made their under on such remuneration as may be mutually agreed between Management and Internal Auditor;

“RESOLVED FURTHER THAT Shri Anil Choudhary, Chairman & Managing Director, of the Company be and are hereby severally authorized to do all acts, deeds and things as may be required in this regard.”

ITEM NO. 23: TO CONSIDER AND TAKE ON RECORD THE INTERNAL AUDIT REPORT FOR THE YEAR 2023-24:

(Copy of the Internal Audit Report will be placed before the table)

The CFO shall place on table the Internal Audit Report for the year ended 31st March, 2024 for consideration of the Board and ask the statutory auditors for its efficiency. The Internal auditor if available shall place comments on his observation, if any.

ITEM NO. 24: TO CONSIDER AND TAKE ON RECORD THE STATUTORY AUDIT REPORT ON AUDITED FINANCIAL STATEMENT OF THE COMPANY FOR FINANCIAL YEAR 2023-24:

(Copy of the Statutory Audit Report will be placed before the table)

The CFO shall place on table the Statutory Auditors' Report on Audited Financial Statements of the company for financial year ended 31st March, 2024 for consideration of the Board. The Board shall consider and take on record the same. The Board may also discuss qualification or reservation, if any in the Report and Management's Comments thereon.

Annexure 18

ITEM NO. 25: TO CONSIDER AND APPROVE THE RELATED PARTY TRANSACTIONS UNDER SECTION 188 OF THE COMPANIES ACT, 2013:

(Register of Related Party Transactions to be placed before the table)

The CFO shall place before the Board the statement of the transactions entered into by the Company with the promoters, directors, KMPs, their relatives and associates for the quarter ended 31st March, 2024 along with the Register in the Form MBP-4.

He shall further inform that all the transactions were approved by the Audit Committee and Board and the same are in the ordinary course of business/Arm's length price, and the Company is not required to seek any approval of the members of the Company. The Board may consider and pass the following resolution with or without modification;

“RESOLVED THAT transactions entered by the Company during the quarter ended 31st March 2024 as covered under section 188 of the Companies Act, 2013 and as approved by the Audit Committee of the Board which are with the parties related to the directors and KMPs, and their relatives and associates as covered under section 184/188 of the Companies Act, 2013 which are on not material and are in the ordinary course of business/Arm's length price, as approved by the Audit Committee and the Company is not required to seek any approval of the members of the Company and it is be and is hereby considered and approved;

“RESOLVED FURTHER THAT, the Register of the Related Party Transaction as placed before the Board in the Form MBP-4 be authenticated and signed by the members of the Board.”

ITEM NO.26: TO CONSIDER AND TAKE ON RECORD THE CONTRIBUTION MADE UNDER CSR ACTIVITIES TO VARIOUS TRUST & SOCIETY FOR THE YEAR ENDED 31st MARCH, 2024:

The Company Secretary shall inform the Board that the Company has made contribution under its CSR activities to the following trust and society:-

Sr. No	Name of the Trust/Society	CSR-1 Registration Number	Area	Amount (Rs.)	Payment details
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					Cheque No. Drawn on Bank of India dated
1	Gokulam Seva Nyaas		Public Welfare	15000	PYMT/23-24/01044
2	Sri Ahilya Mata Goshalageevdaya Mandal	CSR00001246	Animal welfare	110000	PYMT/23-24/01727
3	Sri Ahilya Mata Goshalageevdaya Mandal	CSR00001246	Animal welfare	110000	PYMT/23-24/01995
4	Friends of Tribal Society	CSR00001898	Reducing of in-equility	242000	YMT/23-24/0528 (Unit II)
5	Comsyn Foundation	CSR00019945	Public Welfare	112000	JV/23-24/1248
6	Shree Sewa Bharti Shiksha Samiti	CSR00005939	Promoting education	71000	PYMT/23-24/04165
7	Sri Ahilya Mata Goshalageevdaya Mandal	CSR00001246	Animal welfare	275000	PYMT/23-24/04370
8	Sri Ahilya Mata Goshalageevdaya Mandal	CSR00001246	Animal welfare	165000	PYMT/23-24/04534
9	Ujjaini Varishta Nagarik Sangathan		Public Welfare	21000	PYMT/23-24/04985
10	Maharashtra Shikshan Prasarak Mandal		Promoting education	21000	PYMT/23-24/04986

The aforesaid contributions were made under the provision of Companies Act, 2013, Rules made there under, Schedule VII and Company's CSR Policy as amended time to time.

The Board shall take on record the same.

ITEM NO.27: TO CONSIDER AND REVIEW THE STATUS OF CSR ACTIVITIES AND ACTUAL EXPENSES INCURRED TOWARDS THE CSR ACTIVITIES FOR THE FINANCIAL YEAR 2023-24:

The CS shall place before the Board CSR Activities done in the financial year 2023-24 and reason(s) for not spending the required amount, if any.

The CS shall place before the Committee, the CSR status for the year 2023-24:

Sr. No.	Details	Amount (in Lacs)	Amount (in Lacs)
1	Budget for the CSR Expenses 2023-24		Rs. 29.96 Lacs
2	Actual amount expended upto 31.03.2024		Rs 11.42 Lacs
	a. Contribution to Gokulam Seva Nyaas AGST	Rs. 15000	
	b. Contribution Sri Ahilya Mata Goshalageevdaya Mandal	Rs.110000	
	c. Contribution to Sri Ahilya Mata Goshalageevdaya Mandal	Rs. 110000	
	d. Contribution to Friends of Tribal Society	Rs. 242000	
	e. Contribution to Comsyn Foundation	Rs. 112000	
	f. Contribution to Seva Bharti	Rs. 71000	
	g. Contribution to Sri Ahilya Mata Goshalageevdaya Mandal	Rs. 275000	
		Rs. 165000	

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	h. Contribution to Sri Ahilya Mata Goshalageevdaya Mandal i. Contribution to Ujjaini Varishta j. Contribution to Maharashtra	Rs. 21000 Rs. 21000 _____	
3	Remaining balance as on 31.03.2024		Rs. 18.54 Lacs
4	Excess CSR Contribution		Nil

The Board may further discuss about the CSR contribution done in the financial year.

ITEM NO.28: TO CONSIDER AND TAKE ON RECORD THE CERTIFICATE UNDER RULE 4 (5) OF THE COMPANIES (CSR POLICY) RULES, 2014:

The CS shall place before the Board a certificate from the CFO for the confirmation that the fund so disbursed have been utilized for the purposes and in the manner as approved by the Board and as per the CSR Policy of the Company.

The Board shall take on record the same.

ITEM NO.29: TO CONSIDER AND TAKE ON RECORD THE ANNUAL REPORT ON CSR FOR FINANCIAL YEAR 2023-24 AS APPROVED AND FORWARDED BY CSR COMMITTEE FOR INCLUSION IN THE BOARD REPORT:

The CS shall place before the Board a copy of CSR Report for the year 2023-24, as required under the Corporate Social Responsibility Rules, 2014 for inclusion in the Board's Report. The Company secretary shall further inform the Board that the same was approved by the CSR Committee. The Board shall consider, discuss and take on record the same.

ITEM NO.30: TO CONSIDER AND APPROVE THE BUDGET FOR THE CSR ACTIVITIES FOR THE YEAR 2024-25:

The CS/CFO shall inform that as per section 135 of the Companies Act, 2013 and the applicable provisions of the Act, the Company is required to spend at least 2% of the average net profits of the previous three financial years towards the CSR activities and budget for which is to be formulated by the CSR committee. The Board shall consider and discuss proposed budget for the year 2024-25.

Company is having profits as per section 198 of Rs. 946.65Lakhs for the year 2022-23 and Rs. 2088.23Lakhs for the year 2021-22 and Rs. 1460.32 Lakhs for the year 2020-21 and average of the same is Rs. 1498.4 of which 2% is Rs. 29.968 Lakhs that need to be expended by the Company for the CSR activities.

The Board shall consider the CSR Budget for the year 2024-25 and discuss the work in progress of ongoing CSR project.

ITEM NO. 31: TO CONSIDER AND REVIEW THE ACTIVITY AND FINANCIAL BUDGET AND CAPITAL BUDGET FOR THE YEAR 2023-24:

The CFO shall place before the Board the operating plan and financial budget for the financial year 2023-24 and the Capital Budget for the financial year 2023-24 for approval of the Board.

Annexure 19

ITEM NO. 32: TO CONSIDER AND TAKE ON RECORD THE STATEMENTS OF COMPLIANCE FOR VARIOUS RULES AND REGULATIONS ALONG WITH THE COMPLIANCE CERTIFICATE BY CS:

CS Pooja Chouksey, shall place before the Board, the Certificate and Statement of Compliance which will be considered by the Board and pass the following resolution with or without modification:

“RESOLVED THAT, the statement of compliances under the Companies Act, 2013, SEBI (LODR) Regulations, 2015 and other SEBI Regulations as applicable to the Company and all other industrial, commercial and labour laws, taxation laws up to the quarter/year ended 31st

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March, 2023 as considered by the Audit Committee and placed before the Board be and is hereby confirmed and taken on record.”

ITEM NO. 33: TO CONSIDER AND TAKE ON RECORD QUARTERLY AND HALF YEARLY COMPLIANCE REPORT AS SUBMITTED TO THE BSE and NSE:

- a) Quarterly compliance report on Corporate Governance for the quarter ended 31st March, 2024 under Regulation 17(3) of the SEBI (LODR) Regulations, 2015, as filed in the XBRL Format with the BSE Ltd and National Stock Exchange of India.
- b) Statement of number of investor complaints for the quarter ended 31st March, 2024.
- c) Certificate for compliance under Regulation 7(2) & 7(3) of SEBI (LODR) Regulations, 2015 for the year ended 31st March, 2024.
- d) Certificate for Compliance under Regulation 40(9) of the SEBI (LODR) Regulations, 2015 for the year ended 31st March, 2024.
- e) Certificate for compliance under Regulation 74(5) of the SEBI (Depositories and Participants) Regulations, 2018 for the quarter/half year ended on 31st March, 2024.
- f) Reconciliation of Share Capital Audit Report by PCS for the quarter ended 31st March, 2024 filed in PDF and XBRL Format.
- g) Shareholding Pattern filed for the half year ended on 31st March, 2024 in XBRL Format.
- h) Intimation submitted to BSE pursuant to SEBI Circular Ref: SEBI/HO/DDHS/CIR/P/2018/144 dated 26th November, 2018 regarding borrowing by Large Corporate.
- i) Disclosures filed to BSE & NSE under Regulation 30 of the SEBI (LODR) Regulations, 2015.
- j) Secretarial compliance Report under Regulation 24A of SEBI (LODR) Regulations, 2015 for the year ended 31st March, 2024.
- k) SDD certificate for the quarter ended 31st March, 2024.

Annexure 17

ITEM NO. 34: TO CONSIDER AND TAKE ON RECORD THE STATEMENTS OF COMPLIANCE FOR VARIOUS RULES AND REGULATIONS ALONG WITH THE COMPLIANCE CERTIFICATE BY MD/WTD:

(Compliance Certificate will be placed on the table)

The CS shall place before the Board the Certificate and statement of compliance which will be considered by the Board and pass the following resolution with or without modification:

“**RESOLVED THAT**, the statement of compliances under the Companies Act, 2013, various SEBI Regulations as applicable to the Company and all other industrial, commercial and labor laws, taxation laws up to the month/year ended 31st March 2024 as considered by the Audit Committee and placed before the Board be and is hereby confirmed and taken on record by the Board.”

ITEM NO. 35: TO CONSIDER AND TAKE ON RECORD THE REPORT GIVEN BY COMPLIANCE OFFICER UNDER SEBI (LODR) REGULATIONS 2015, SEBI (SAST) REGULATIONS 2011 AND SEBI (PIT) REGULATIONS 2015:

The CS shall place before the Board the Report for the year 2023-24 for Compliance of Listing Agreement/SEBI (LODR) Regulations 2015, SEBI (SAST) Regulations 2011 and SEBI (PIT) Regulations 2015 and shall inform that the Company has complied with all the requirements well in time and there is no non compliances or the observations, raised by the BSE or NSE or SEBI and the Company's equity shares are regularly being traded at the floor of the BSE and NSE.

She shall further inform that all the disclosures made by the Company are disseminated by the BSE and NSE at their portal as well as all the information, documents, policies etc. as may be required to be hosted at the website of the Company under the Listing Agreement/SEBI (LODR) Regulations, SEBI (PIT) Regulations, 2015, and the Companies Act, 2013 and the rules made their under has been timely hosted at the website of the Company and being reviewed the same from time to time.

The Board shall consider and take on record the same and may appreciate the efforts of the CS for

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smooth compliance and safeguard to the Company and its entire management.

ITEM NO. 36: TO CONSIDER AND TAKE ON RECORD THE STATUS OF LEGAL MATTERS:

The CFO shall place before the Board the Compliance Report and legal cases status upto 31st March, 2024 under the various laws, including Labor, Taxation, etc. for consideration of the Board. The Board shall take on record the status of Legal matters and discuss about the various aspects and future course of action.

Annexure 18

ITEM NO. 37: TO CONSIDER AND TAKE ON RECORD THE CONSENT OF THE DIRECTORS FOR RECEIVING PRICE SENSITIVE INFORMATION ON SHORTER NOTICE AND/ OR PLACE BEFORE THE BOARD OR COMMITTEE MEETINGS ONLY:

The CS shall inform the Board that, as per SS-1, the Company needs to take consent of the majority of directors including at least one Independent director for dispense off the requirement for circulation of the Price Sensitive Information along with the agenda items. The Board may consider and pass following resolution with or without modification:

“**RESOLVED THAT**, upon the consent of the majority of the Directors including independent directors, the Board do hereby provide consent for circulation of the price sensitive information apart from the agenda Items and papers and such information and documents be placed on table at the Board and Committee Meetings only.”

ITEM NO. 38: TO REVIEW OF THE POLICY FOR PRESERVATION OF DOCUMENTS & ARCHIVAL POLICY:

The Chairman shall inform the Board about Preservation of Documents & Archival Policy required to review by the Board of Directors of the company on annual basis, The Board of Directors reviewed the policy and authorized person have provided the regular assurance to Board of Directors on the effectiveness of the Policy.

ITEM NO. 39: TO CONSIDER AND REVIEW THE POLICY ON PRESERVATION OF DOCUMENTS POLICY AND POLICY FOR DETERMINATION OF MATERIALITY AS REQUIRED UNDER THE SEBI (LODR) REGULATIONS, 2015:

The Chairman shall inform the Board that, in the policy for determination of materiality KMP is authorised for the purpose of determination of materiality of an event or information and for making disclosure to the Stock Exchange and it is advisable to revise the same by replacing the name Mr. Anil Choudhary, Mr. Abhishek Jain and Ms. Pooja Choukse by their designation of Managing Director, Chief Financial Officer, Company Secretary and Compliance Officer and review the other items if required to amend the policy accordingly.

CS shall inform the Board that, there is no need to amend the policy except change in the details of officer by replacing the name of officer with the designation of officer for determination of materiality of an event or information and for making disclosure to the Stock Exchange.

The Board may consider the matter and may take it on record the same.

ITEM NO. 40: TO TAKE ON RECORD THE LIST OF AMENDMENTS IN THE APPLICABLE LAWS TO THE COMPANY FROM THE PREVIOUS BOARD MEETING TILL IN PROGRESS BOARD MEETING:

The Company Secretary shall place before the Board a list of Regulatory changes in laws applicable to the Company for the updating of Board in tabular format from the previous board meeting upto the present board meeting.

The Board shall discuss the regulatory amendments and shall take on record.

ITEM NO. 41: TO DEAL IN ANY OTHER BUSINESSES, IF ANY, WHICH MAY BE PLACED BEFORE THE BOARD WITH THE PERMISSION OF THE MAJORITY OF THE DIRECTORS:

COMMERCIAL SYN BAGS LIMITED

CIN- L25202MP1984PLC002669

Regd. Office: Commercial House, 3-4, Jaora Compound, M.Y.H. Road, Indore (M.P.)-452001

Contact No.: 0731-4279525, Email ID: investors@comsyn.com, Website :www.comsyn.com

If any business other than the agenda items needs to be considered, the items shall be placed before the meeting with the consent of the Chairman, majority of the directors and with the consent of at least 1 Independent Director present at the meeting.

ITEM NO. 42: CIRCULATION OF THE DRAFT MINUTES OF THE BOARD MEETING AND TAKING OBSERVATIONS OF THE MEMBERS ON THE DRAFT MINUTES:

The CS shall circulate the draft of the Board Meeting Minutes to all the directors of the Company and ask for their comments and request to the directors to read and confirm for finalizing of the same. Thereafter, the Chairman shall approve the Minutes of the Board Meeting and record in the Minute Book and sign the same.
