

September 30, 2013

To

The Manager, Listing Department, The National Stock Exchange of India Ltd., Exchange Plaza, NSE Building Bandra Kurla Complex, Bandra East, Mumbai 400 051 Fax : 022-26598237, 022-26598238 Email : cmlist@nse.co.in	The General Manager - Listing Department, BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400 001 Fax : 022-22722041, 022-22723719 Email : corp.compliance@bseindia.com
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Dear Sir,

Sub : **Clause 31(d)** – Furnishing of copy of proceedings of Annual General Meeting (AGM) held on September 30, 2013

This is to inform you that 28th Annual General Meeting of the members of the Company was held on Monday, September 30, 2013 at 11.00 a.m. at the Registered Office of the Company at which the requisite quorum was present.

The meeting was chaired by Shri Sanjiv Saraf, Chairman of the Company. In addition, following Directors were also present at the meeting viz.

Shri Pranay Kothari, Executive Director,
Shri Jitender Balakrishnan, Independent Director; and
Shri Rakesh Awasthi, Independent Director and Member of Audit Committee

At the aforesaid AGM following business was transacted:

Ordinary Business:

1. Adoption of Audited Balance Sheet as at March 31, 2013 and the Profit & Loss Statement for the year ended on that date together with the Reports of the Directors' and Auditors' thereon, by way of Ordinary Resolution
2. Declaration of Dividend @ 30% (Rs.3/- on each equity share of the face value of Rs.10/-), by way of Ordinary Resolution.
3. Appointment of Shri Brij Kishore Soni as Director liable to retire by rotation, by way of Ordinary Resolution.
4. Appointment of Shri Jitender Balakrishnan as Director liable to retire by rotation by way of Ordinary Resolution.
5. Appointment of M/s. Lodha & Co., Chartered Accountants, as Auditors of the Company from the conclusion of 28th Annual General Meeting to the conclusion of next Annual General Meeting with the authority to the Board of Directors to fix their remuneration by way of Ordinary Resolution.

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Polyplex Corporation Limited

Special Business :

6. Consent to the remuneration paid to Shri Ranjit Singh, Whole Time Director for the period April 1, 2012 to October 31, 2012, by way of Special Resolution.
7. Consent for the waiver of recovery of excess remuneration paid to Shri Pranay Kothari, Whole Time Director designated as Executive Director during the financial year 2012-13 by way of Special Resolution and subject to approval of the Central Government.
8. Consent to the revision in the remuneration payable to Shri Pranay Kothari, Whole Time Director designated as Executive Director from April 1, 2013 to September 6, 2015 by way of Special Resolution and subject to the approval of the Central Government.
9. Approval to the Board of Directors to contribute, donate or otherwise provide assistance to Polyplex Foundation upto Rs.22.00 Crores by way of Ordinary Resolution.

Thanking you,

Yours faithfully,
For Polyplex Corporation Limited



A.K. Gurnani
Company Secretary

Email : akgurnani@polyplex.com