



AMINES & PLASTICIZERS LIMITED

(ISO 9001:2008, ISO 14001:2004, OHSAS 18001:2007 CERTIFIED COMPANY)

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE ANNUAL GENERAL MEETING OF THE COMPANY HELD ON SEPTEMBER 23, 2015 AT GUWAHATI

APPROVAL FOR THE ISSUE OF BONUS EQUITY SHARES -ITEM NO. 7

"RESOLVED THAT in accordance with Section 63 and other applicable provisions, if any, of the Companies Act, 2013 read with rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), in accordance with the regulations and guidelines issued by the Securities and Exchange Board of India (SEBI), including the Securities and Exchange Board of

India (Issue of Capital and Disclosure Requirements) Regulations, 2009 (as amended from time to time), the relevant provisions of the Memorandum and Articles of Association of the Company and subject to such permissions, sanctions and approvals as may be required in this regard and subject to such terms and modifications as may be specified while granting such approvals, consent of the Members be and is hereby accorded to the Board for capitalization of such sum as may be decided by the Board which is standing to the credit of the free reserves of the Company or any other permitted reserve / surplus, as may be considered necessary by the Board for the purpose of issue of Bonus Shares of Rs. 2/- (Rupees Two) each, credited as fully paid up shares to the holders of the existing equity shares of the Company, whose name appear in the Register of Members maintained by the Company's Registrars and Transfer Agents / List of Beneficial owners, as received from the National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), on the record date (to be determined by the Board) for the purpose, in the proportion of One equity share for every One existing equity share held by the Members and that the Bonus Shares so issued shall for all purposes be treated as an increase in the paid-up capital of the Company held by each such member and not an income."

"RESOLVED FURTHER THAT the Bonus Shares so allotted shall rank pari passu in all respects with the fully paid up equity shares of the Company as existing on the 'record date' (as determined by the Board) and shall always be subject to the terms and conditions contained in the Memorandum and Articles of Association of the Company".



CORPORATE OFFICE : 'D' BUILDING, 6TH FLOOR, SHIV SAGAR ESTATE, DR. ANNIE BESANT ROAD, WORLI, MUMBAI - 400 018.

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REGD. OFFICE : POAL & ENCLAVE, C/o. PRANATI BUILDERS PVT. LTD., PRINCIPAL J.B. ROAD, CHENIKUTHI, GUWAHATI - 781 003, ASSAM.



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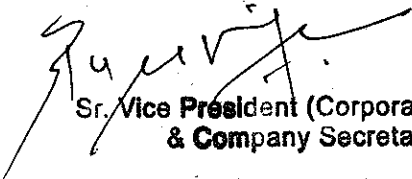
"RESOLVED FURTHER THAT the share certificate(s) in respect of the new equity Bonus shares shall be issued and dispatched to the allottees thereof within the period prescribed or that may be prescribed in this behalf, from time to time, except that the new equity Bonus shares in dematerialized form will be credited to the demat account of the allottees, who are holding the existing equity shares in electronic form and in case of Members who hold equity shares in physical form, the share certificates in respect of the Bonus shares shall be dispatched, within such time as prescribed by law and the relevant authorities."

"RESOLVED FURTHER THAT the allotment of the new equity Bonus shares to the extent that relate to non-resident members, if any, of the Company; shall be subject to such approval, of the Reserve Bank of India under the Foreign Exchange Management Act, 1999 as amended from time to time or rules made thereunder, as may be deemed necessary."

"RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to take necessary steps for listing of such shares on Stock Exchanges where the securities of the Company are listed as per the provisions of listing agreements with the respective stock exchange and other applicable guidelines, rules and regulations."

"RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to take all other steps as may be necessary to give effect to the aforesaid resolution and determine all other terms and conditions of the issue / allotment of bonus shares as the Board may in its absolute discretion deem fit."

For Amines & Plasticizers Limited


Sr. Vice President (Corporate Affairs)
& Company Secretary.

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