



# **SHREE RAJASTHAN SYNTEX LIMITED**

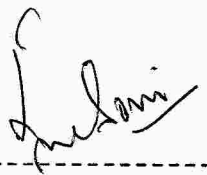
## **CHARTER OF SUB-COMMITTEE**

### **PREFACE -**

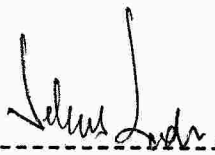
S. No.	Particulars	Details
1.	Title	Charter of Sub- Committee
2.	Effective Date	14.09.2017
3.	Version Number	2.00
4.	Approved by	Board of Directors in meeting dated 14.09.2017
5.	Number of Revision(s)	1
6.	Last Revised Date	-
7.	Date of it's First Approval by Board and it's effective date	Board Approval received on 11.02.2016 Effective date - 11.02.2016

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 Company Secretary

  
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 Executive Director

  
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 Managing Director

14<sup>th</sup> September, 2017

**1. ROLE OF THE COMMITTEE****➤ BORROW MONEY**

- ✓ Exercise all powers to borrow monies (otherwise than by issue of shares & debentures) within the limits approved by the Board and taking necessary actions connected therewith including refinancing for optimisation of borrowing costs.
- ✓ Borrow monies by way of loan for the purpose of financing debt, refinancing the existing debt, capital expenditure, general corporate purposes including working capital requirements and possible strategic investments within the limits approved by the Board.
- ✓ Carry out, rescind or vary/modify all or any of the financial arrangement with / assistance from Banks, Institutions, companies, corporations, societies, firms, person or persons on behalf of the Company within the prescribed limits.

**➤ TO INVEST THE FUNDS OF THE COMPANY**

- ✓ Invest the funds of the Company within the limit approved by the Board.

**➤ TO GRANT LOANS OR GIVE GUARANTEE OR PROVIDE THE SECURITY IN RESPECT OF LOANS**

- ✓ Giving of loans / guarantees / issuing letters of comfort / providing securities in respect of loans within the limits approved by the Board.
- ✓ Provide corporate guarantee/performance guarantee by the Company within the limits approved by the Board.

**➤ TO CARRY OUT THE BANKING FUNCTIONS**

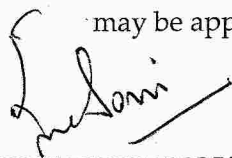
- ✓ Approve opening, closing and operation of Accounts (including internet banking facilities) with banks and delegate authority to directors / executives / officers to operate the bank accounts.

**➤ DELEGATION OF AUTHORITIES**

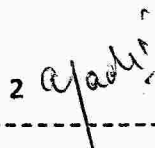
- ✓ Delegate authorities from time to time to the directors / executives / authorised persons to implement the decisions of the Committee.
- ✓ Delegate the authority in part or in full to the directors/ executives/ officers of the Company to deal with the Court, any State/Central Government Office, any Executive, Quasi Judiciary, Judiciary and/or other Government authorities and to deal with such other authorities / department necessary to carry out the functioning of the Company.
- ✓ Delegate authority to director / executives / officers of the Company to deal with any specific matter.

**➤ OTHERS**

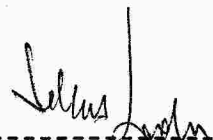
- ✓ Carry out any other function as is mandated by the Board from time to time and/or enforced by any statutory notification, amendment or modification as may be applicable.



Company Secretary



Executive Director



Managing Director

14<sup>th</sup> September, 2017

**2. COMPOSITION OF THE COMMITTEE**

- 1) The Constitution of the committee shall be done by the Board of Directors.
- 2) The Committee shall comprise of at least 3 (three) members out of which the Chairman and Managing Director of the Company shall be the members of the Committee. The Key Managerial Personnel and Senior Management may be appointed by the Board as the member of the Committee.
- 3) The Committee shall choose one amongst them to act as Chairman of the meeting.
- 4) The Board shall reconstitute the Committee as and when required to comply with the provisions of the Companies Act, 2013 and applicable statutory requirement.
- 5) Membership of the Committee shall be disclosed in the Annual Report.
- 6) Term of the Committee shall be continued unless terminated by the Board of Directors.

**3. QUORUM AND FREQUENCY OF THE MEETINGS OF THE COMMITTEE**

- 1) The meeting of the Committee shall be held at such regular intervals as may be required.
- 2) Minimum 2 (two) members shall constitute a quorum for the Committee meeting.

**4. VOTING AT THE MEETING**

- Matters arising for consideration at Committee meetings shall be decided by a majority of votes of Members present and eligible to vote. Any such decision shall for all purposes be deemed a decision of the Committee.
- In the case of equality of votes, the Chairman of the meeting will have a casting vote.

**5. MINUTES OF THE MEETING**

Proceedings of all meetings must be minuted and signed by the Chairman of the said meeting or the Chairman of the next succeeding meeting. Minutes of the Committee meeting will be tabled at the subsequent Board and Committee Meeting.


**6. DISCLOSURE**

The Company shall disclose the Charter of Sub-Committee on its website.

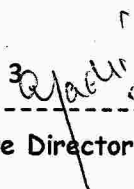
**7. AMENDMENT**

The Board of Directors may review or amend this Charter, in whole or in part, from time to time, as may be required.

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Company Secretary



Executive Director



Managing Director

14<sup>th</sup> September, 2017