



COMPANY INFORMATION

BOARD OF DIRECTORS

Mr. Dhirajbhai Koradiya	Chairman & Managing Director
Mr. Shwet Koradiya	Non-Executive Director (Ceased as CFO w.e.f. 31.05.2016)
Ms. Surbhi Mudgal	Independent Director
Mr. Rameshkumar Mehta	Independent Director (Ceased w.e.f. 10.07.2017)
Mr. Mukesh Patel	Independent Director (Ceased w.e.f. 10.07.2017)
Mr. Jayeshkumar Pandav	Additional Independent Director (Appointed w.e.f. 11.07.2017)
Mr. Hitesh Patel	Additional Independent Director (Appointed w.e.f. 11.07.2017)

CHIEF FINANCIAL OFFICER

Mr. Nikunj Maniya (Appointed w.e.f. 01.06.2016)

COMPANY SECRETARY & COMPLIANCE OFFICER

Ms. Priyanka Vadnere

STATUTORY AUDITORS

M/s. Rajesh Shantilal Jain & Co.
Chartered Accountants
101-A, Press House,
22, Press Complex, A. B. Road,
Indore – 452 008,
Madhya Pradesh.

BANKERS

Kotak Mahindra Bank
YES Bank
ICICI Bank
Axis Bank

REGISTERED OFFICE

404, Navneet Plaza,
5/2, Old Palasia,
Indore – 452001,
Madhya Pradesh.
Tel/Fax: 0731 – 4202337

CORPORATE OFFICE

Plot - 828/829, 4th Floor, Office - 4,
Shree Kuberji Complex,
Athugar Street, Nanpura Main Road,
Surat-395001, Gujarat.
Tel: 0261-3066688

Email: synergybizcon@gmail.com / info@sbcl.co.in

Website: www.sbcl.co.in

REGISTRAR & SHARE TRANSFER AGENT

Purva Sharegistry (India) Private Limited
9, Shiv Shakti Ind. Estates, J R Boricha Marg,
Lower Parel (E), Mumbai - 400 011, Maharashtra
Tel.: (022) 2301 6761, Fax: (022) 2301 2517
Email: busicomp@vsnl.com
Website: www.purvashare.com



NOTICE

Notice is hereby given that the **24th ANNUAL GENERAL MEETING** of the members of **SYNERGY BIZCON LIMITED** will be held on Thursday, 21st September, 2017 at 12:30 p.m. at Hotel President, 163, R.N.T. Marg, Indore-452001, Madhya Pradesh, to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2017 together with the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Shwet Koradiya (DIN: 03489858), who retires by rotation and being eligible, offers himself for re-appointment.
3. **Appointment of Statutory Auditors of the Company:**

To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution:**

“RESOLVED THAT pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), as may be applicable and pursuant to the recommendations of the Audit Committee, M/s. A Biyani & Co., Chartered Accountants (FRN: 140489W), Mumbai, be and are hereby appointed as the Statutory Auditors of the Company, (in place of M/s. Rajesh Shantilal Jain & Co., Chartered Accountants, Indore, retiring auditor) for a term of five years commencing from the financial year 2017-18, to hold office from the conclusion of the 24th Annual General Meeting until the conclusion of the 29th Annual General Meeting, to be held in 2022 (subject to ratification of their appointment by the Members at every intervening Annual General Meeting held after this Annual General Meeting) and that the Board of Directors of the Company in consultation with the Audit Committee be and are hereby authorized to fix their remuneration in addition to the reimbursement of travelling and other out-of-pocket expenses incurred incidental to their functions”.

SPECIAL BUSINESS:

4. **Appointment of Mr. Jayeshkumar Pandav as an Independent Director:**

To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution:**

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Jayeshkumar Pandav (DIN: 07864617) who was appointed by the Board of Directors as an Additional Director in the capacity of Independent Director of the Company w.e.f. 11th July, 2017 and who holds office upto the date of the forthcoming Annual General Meeting of the Company in terms of Section 161 of the Companies Act, 2013 and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director of the Company, be and is hereby appointed as a Director of the Company in the capacity of Independent Director to hold office for a term of 5 (five) consecutive years w.e.f. 11th July, 2017 and not liable to retire by rotation.”



5. Appointment of Mr. Hitesh Patel as an Independent Director:

To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Hitesh Patel (DIN: 07851008) who was appointed by the Board of Directors as an Additional Director in the capacity of Independent Director of the Company w.e.f. 11th July, 2017 and who holds office upto the date of the forthcoming Annual General Meeting of the Company in terms of Section 161 of the Companies Act, 2013 and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director of the Company, be and is hereby appointed as a Director of the Company in the capacity of Independent Director to hold office for a term of 5 (five) consecutive years w.e.f. 11th July, 2017 and not liable to retire by rotation.”

6. Alteration in Memorandum of Association of the Company as per Companies Act, 2013:

To consider and, if thought fit, to pass the following resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 4, 13 and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and in accordance with the Table A of the Schedule I of the Act, consent of the Shareholders be and is hereby accorded for alteration in the Memorandum of Association of the Company by deleting Clause III (C) – Other Objects and accordingly Memorandum of Association will no longer carry other objects.

RESOLVED FURTHER THAT in accordance with the Table A of the Schedule I of the Act, the Clause III (A), III (B) and Clause IV of the Memorandum of Association of the Company, be renamed and read as under:

Clause III (A) - The objects to be pursued by the Company on its incorporation are:

Clause III (B) - Matters which are necessary for furtherance of the objects specified in Clause III (A) are:

Clause IV - The liability of the member(s) is limited and this liability is limited to the amount unpaid, if any, on the shares held by them.

RESOLVED FURTHER THAT the words “Companies Act, 1956” be substituted with the words “Companies Act, 2013” whenever appears in the existing Memorandum of Association of the Company.

RESOLVED FURTHER THAT under the sub-clause 13 of Clause III(B) of the Memorandum of Association of the Company, the words “Section 58A and other relevant sections of” be deleted after the words “provisions of” and before the words “the Companies Act”.

RESOLVED FURTHER THAT under the sub-clause 22 of Clause III(B) of the Memorandum of Association of the Company, the words “Section 293-A of” be deleted after the words “provisions of” and before the words “the Companies Act”.

By order of the Board of Directors
For SYNERGY BIZCON LIMITED

Place: Surat
Date: 18.08.2017

PRIYANKA VADNERE
Company Secretary & Compliance Officer
ACS-40499



REGISTERED OFFICE:

404, Navneet Plaza,
5/2, Old Palasia,
Indore – 452001,
Madhya Pradesh.

NOTES:-

1. The relevant Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (“Act”) setting out material facts, concerning the businesses under Item Nos. 4 to 6 of the notice, annexed hereto. The relevant details as required under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, of the person seeking appointment/ re-appointment as Director under Item No. 2, 4 and 5 of the Notice, are also annexed.

2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (AGM) IS ENTITLED TO APPOINT PROXY/ PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF. SUCH PROXY/PROXIES NEED NOT BE A MEMBER OF THE COMPANY.**

A person can act as proxy on behalf of not more than fifty (50) members and holding in the aggregate not more than ten percent (10%) of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy for his entire shareholding and such person shall not act as a proxy for another person or shareholder. If a proxy is appointed for more than fifty members, he shall choose any fifty Members and confirm the same to the Company before the commencement of the specified period for inspection. In case the proxy fails to do so, the Company shall consider only the first fifty proxies received as valid. Proxies submitted on behalf of the Companies, Societies etc. must be supported by an appropriate resolution/authority letter as applicable, on behalf of the nominating organization.

THE INSTRUMENT OF PROXY IN ORDER TO BE EFFECTIVE, SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY, DULY COMPLETED AND SIGNED NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING. A PROXY FORM IS ANNEXED HEREWITH.

3. Corporate Members (i.e. other than Individuals, HUF, NRI, etc.) shall send certified true copy of the Board Resolution / Authority Letter, etc., together with attested specimen signature(s) of the duly authorized representative(s), to the Company to attend the AGM.
4. The Register of Members and Share Transfer Books of the Company will remain closed from 14th September, 2017 to 21st September, 2017 (both days inclusive).
5. Members may please note that no gifts, gift coupons, or cash in lieu of gifts will be distributed at meeting, in compliance with Section 118(10) of the Companies Act, 2013 and the Secretarial Standards issued by Institute of Company Secretaries of India.
6. Members are requested to:
 - a. Intimate to the Company’s Registrar & Share Transfer Agent, M/s. Purva Sharegistry (India) Pvt. Ltd., situated at 9 Shiv Shakti Ind. Estate, J R Boricha Marg, Lower Parel (E), Mumbai-400011, their Depository Participant (“DP”), regarding changes if any, in their registered address and their E-mail ID at an early date.



- b. Quote their Registered Folio Numbers and/or DP Identity and Client Identity Number in their correspondence.
 - c. Bring their copy of Annual Report and the Attendance Slip which is duly completed and signed, mentioning therein details of their DP ID and Client ID / Folio No. with them at the Annual General Meeting. As a measure of economy, extra copies of the Annual Report will not be provided at the meeting.
 - d. Affix their signatures at the space provided on the attendance slip annexed to the proxy form and hand over the slip at the entrance of the meeting hall.
7. Members holding shares in dematerialized form are requested to intimate all changes pertaining to their bank details such as bank account number, name of the bank and branch details, MICR code and IFSC code, mandates, nominations, power of attorney, change of address, change of name, e-mail address, contact numbers, etc. to their depository participant (DP). Changes intimated to the DP will then be automatically reflected in the Company's records which will help the Company and the Company's Registrar and Transfer Agent, Purva Shareregistry (India) Pvt. Ltd. to provide efficient and better services. Members holding shares in physical form are requested to intimate such changes to Purva Shareregistry (India) Pvt. Ltd.
- The Securities and Exchange Board of India ("SEBI") has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their depository participants with whom they are maintaining their Demat accounts. Members holding Shares in physical form can submit their PAN details to Purva Shareregistry (India) Pvt. Ltd.
8. Members are requested to convert their Share(s) lying in physical form to the Demat form for easy transferability of Shares. For any help, the shareholders may contact to the Registrar & Transfer Agent at email id busicomp@vsnl.com and to Company Secretary at email id. synergybizcon@gmail.com.
 9. Pursuant to provisions of Section 72 of the Companies Act, 2013 members holding Shares in physical mode are advised to file a Nomination Form in respect of their Shareholding. Any Member wishing to avail this facility may submit the prescribed statutory form SH-13 to the Company's Share transfer agent.
 10. A Member desirous of getting any information on the accounts or operations of the Company is requested to forward his/her queries to the Company at least seven days prior to the meeting so that the required information can be made available at the Meeting.
 11. SEBI & Ministry of Corporate Affairs (MCA) is promoting electronic communication as a contribution to greener environment. Accordingly, as a part of green initiative soft copy of the Notice of the AGM along with the Annual Report 2016-17 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company/ Depositories, unless any Member has requested for a physical copy of the same. Further, in accordance with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 136 of the Companies Act, 2013 including Rules made there under for Members who have not registered their E-mail addresses, physical copies are being sent by the permitted mode. Members may note that this Notice and the Annual Report 2016-17 will also be available on the Company's website viz. www.sbcl.co.in.
 12. Members who have not registered their E-mail address so far are requested to register their E-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company, electronically.



13. The route map showing directions to reach the venue of the 24th AGM is annexed hereto.
- 14. Voting through electronic means (i.e. remote e-voting):**
- I. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015, the Company is pleased to provide the members, a facility to exercise their right to vote on resolutions proposed to be considered at the 24th Annual General Meeting (AGM) by electronic means and the business may be transacted through E-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM (“remote E-voting”) will be provided by National Securities Depository Limited (NSDL).
- II. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote E-voting will be able to exercise their right at the meeting through ballot paper.
- III. The members who have cast their vote by remote E-voting prior to the AGM may also attend the AGM but will not be entitled to cast their vote again.
- IV. The remote e-voting period commences on Monday, 18th September, 2017 (9:00 a.m.) and ends on Wednesday, 20th September, 2017 (5:00 p.m.). During this period, members of the Company holding shares either in physical form or in dematerialized form as on the cut-off date of Thursday, 14th September, 2017 may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, he/she shall not be allowed to change it subsequently.
- V. The process and manner for remote e-voting are as under:
- A. In case a Member receives an E-mail from NSDL [for members whose E-mail id are registered with the Company/Depository Participants(s)] :
- (i) Open E-mail and open PDF file viz; “SBCL remote e-voting.pdf” with your Client ID or Folio No. (in case you are holding shares in physical mode) as password. The said PDF file contains your User ID and Password/PIN for remote E-voting. Please note that the password is an initial password.
 - (ii) Launch internet browser by typing the following URL: <https://www.evoting.nsdl.com/>
 - (iii) Click on Shareholder – “Login”
 - (iv) Put User ID and Password as initial password/PIN noted in step (i) above. Click Login.
 - (v) Password change menu will appear. Change the password/PIN with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
 - (vi) Home page of remote E-voting opens. Click on remote E-voting: Active Voting Cycles.
 - (vii) Select “EVEN” of “Synergy Bizcon Limited”.
 - (viii) Now you are ready for remote e-voting on appears of Cast Vote page.
 - (ix) Cast your vote by selecting appropriate option then click on “Submit” and also “Confirm” when prompted.
 - (x) After confirmation, the message “Vote cast successfully” will be displayed.



- (xi) Once you have voted on the resolution, you will not be allowed to modify your vote.
- (xii) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through E-mail to csmanshipatel@gmail.com with a copy marked to evoting@nsdl.co.in.

B. In case a Member receives physical copy of the Notice of AGM [for members whose E-mail IDs are not registered with the Company/Depository Participants(s) or requesting physical copy]:

- (i) Initial password is provided as below/at the bottom of the Attendance Slip for the AGM:

EVEN (Remote E-voting Event Number)	USER ID	PASSWORD/PIN

- (ii) Please follow all steps from Sr. No. (ii) to Sr. No. (xii) above, to cast vote.

- VI. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990.
- VII. If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password/PIN for casting your vote.
- VIII. You can also update your mobile number and E-mail id in the user profile details of the folio which may be used for sending future communication(s).
- IX. The voting rights of members shall be in proportion to their Shares of the paid up Equity Share capital of the Company as on the cut-off date of 14th September, 2017.
- X. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding Shares as of the cut-off date i.e. 14th September, 2017, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or Issuer/RTA.

However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using “Forgot User Details/Password” option available on www.evoting.nsdl.com or contact NSDL at the following toll free no.: 1800-222-990.

- XI. A member may participate in the AGM even after exercising his right to vote through remote E-voting but shall not be allowed to vote again at the AGM.
- XII. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date shall only be entitled to avail the facility of remote E-voting as well as voting at the AGM through ballot paper.



- XIII. Mr. Manish Patel, Company Secretary in Practice (COP No. 9360) has been appointed as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting and remote E-voting process in a fair and transparent manner.
- XIV. The Chairman shall, at the end of discussion on the resolutions in AGM on which voting is to be held, allow voting with the assistance of Scrutinizer, by use of “Ballot Paper” for all those members who are present at the AGM but have not cast their votes by availing the remote E-voting facility.
- XV. The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote E-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated Scrutinizer’s report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- XVI. The Results declared alongwith the report of the Scrutinizer shall be placed on the website of the Company www.sbcl.co.in and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the Stock Exchanges where the shares of the Company are listed.
15. All relevant documents and Registers referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company between 9.30 a.m. to 11.30 a.m. on all working days, up to and including the date of the Annual General Meeting of the Company.

ANNEXURES TO THE NOTICE:

(I) EXPLANATORY STATEMENTS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013.

ITEM NO. 4

Mr. Jayeshkumar Pandav (DIN: 07864617) has been appointed as an Additional Director in the capacity of Independent Director of the Company by the Board of Directors pursuant to Section 161 of the Companies Act, 2013 with effect from 11th July, 2017. He will hold office only up to the date of the ensuing Annual General Meeting.

The Company has received a notice in writing under Section 160 of the Companies Act, 2013, signifying one of the member’s intention to propose Mr. Jayeshkumar Pandav as a candidate for the office of an Independent Director of the Company to hold office for five consecutive years w.e.f. 11th July, 2017 as mentioned in the resolution and shall not retire by rotation.

Mr. Jayeshkumar Pandav is not disqualified from being appointed as an Independent Director in terms of Section 164 of the Companies Act, 2013 and has given his consent to act as a Director.

As per the Section 149 of the Companies Act, 2013, an Independent Director can hold office for a term up to 5 (five) consecutive years on the Board of Company and he shall not be included in the total number of Directors for retirement by rotation.

The Company has also received a declaration from Mr. Jayeshkumar Pandav that he meets the criteria of independence as prescribed under Section 149 (6) of the Companies Act, 2013 and under Regulation 25



of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Mr. Jayeshkumar Pandav possesses appropriate skills, experience and knowledge.

In the opinion of the Board, Mr. Jayeshkumar Pandav fulfils the conditions for his appointment as an Independent Director as specified in the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Copy of the draft letter of Appointment of Mr. Jayeshkumar Pandav as an Independent Director setting out the terms and conditions is available for inspection by members at the Registered Office of the Company.

The Board recommends the resolution for your approval.

None of the Directors or Key Managerial Personnel of the Company or their relatives except Mr. Jayeshkumar Pandav is considered to be interested or concerned in the above resolution.

ITEM NO. 5

Mr. Hitesh Patel (DIN: 07851008) has been appointed as an Additional Director in the capacity of Independent Director of the Company by the Board of Directors pursuant to Section 161 of the Companies Act, 2013 with effect from 11th July, 2017. He will hold office only up to the date of the ensuing Annual General Meeting.

The Company has received a notice in writing under Section 160 of the Companies Act, 2013, signifying one of the member's intention to propose Mr. Hitesh Patel as a candidate for the office of an Independent Director of the Company to hold office for five consecutive years w.e.f. 11th July, 2017 as mentioned in the resolution and shall not retire by rotation.

Mr. Hitesh Patel is not disqualified from being appointed as an Independent Director in terms of Section 164 of the Companies Act, 2013 and has given his consent to act as a Director.

As per the Section 149 of the Companies Act, 2013, an Independent Director can hold office for a term up to 5 (five) consecutive years on the Board of Company and he shall not be included in the total number of Directors for retirement by rotation.

The Company has also received a declaration from Mr. Hitesh Patel that he meets the criteria of independence as prescribed under Section 149 (6) of the Companies Act, 2013 and under Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Mr. Hitesh Patel possesses appropriate skills, experience and knowledge.

In the opinion of the Board, Mr. Hitesh Patel fulfils the conditions for his appointment as an Independent Director as specified in the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Copy of the draft letter of Appointment of Mr. Hitesh Patel as an Independent Director setting out the terms and conditions is available for inspection by members at the Registered Office of the Company.

The Board recommends the resolution for your approval.

None of the Directors or Key Managerial Personnel of the Company or their relatives except Mr. Hitesh Patel is considered to be interested or concerned in the above resolution.

ITEM NO. 6

The Companies Act, 2013 has prescribed a new format of Memorandum of Association ("MOA") for Company limited by shares. Accordingly, with a view to align existing MOA of the Company with Table A of Schedule I of the Act and in accordance with Section 4 and 13 of the Act, it is proposed to alter



MOA of the Company by deleting Clause III (C) – Other Objects and also to rename the Clause III (A), III (B) and Clause IV of the Memorandum of Association.

The words “Companies Act, 1956” in the existing Memorandum of Association is substituted with the words “Companies Act, 2013” wherever required under the applicable provisions. Under the sub-clause 13 of Clause III(B) of the Memorandum of Association of the Company,

The words “Section 58A and other relevant sections of” be deleted after the words “provisions of” and before the words “the Companies Act” and under the sub-clause 22 of Clause III(B) of the Memorandum of Association of the Company, the words “Section 293-A be deleted after the words “provisions of” and before the words “the Companies Act”.

Accordingly, your Directors recommend the Special Resolution mentioned in Item no. 6 for approval of the shareholders.

None of the Directors or their relatives are, in any way, concerned or interested, financial or otherwise, in the Special Resolution set out at item no. 6 of the notice except to the extent of their shareholding in the Company.

(II) DETAILS OF DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT AT THE FORTHCOMING ANNUAL GENERAL MEETING PURSUANT TO REGULATION 36(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARD – 2 ON “GENERAL MEETING”:

A.

Name of the Director	Mr. Shwet Koradiya (DIN:03489858)
Designation/Category	Non-Executive Director/Promoter
Date of Birth	23/07/1988
Age	29 Years
Nationality	Indian
Qualification	M.B.A (Finance) from University of Technology Sydney (UTS), Australia.
Date of first appointment on the Board of the Company.	11/01/2013
Terms and conditions of appointment or re-appointment	Mr. Shwet Koradiya retires by rotation at the ensuing Annual General Meeting and being eligible, seeks re-appointment. The terms and conditions of Mr. Shwet Koradiya are in accordance with the provisions of Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable laws, as may be applicable.
Remuneration last drawn	Nil
Shareholding in the Company	9,32,000 Equity Shares
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	Son of Mr. Dhirajbhai Koradiya, Chairman and Managing Director.
Number of Meetings of the Board attended during the year	4 (Four)



Directorship in the other Companies	1. Koradiya Mile Stone Private Limited 2. Dtex Multiproject Diamond Private Limited 3. Pure Giftcarat Limited 4. Pure Personal Care Limited
Membership / Chairmanship in Committees (Other than Synergy Bizcon Limited)	Nil
Brief Profile	Mr. Shwet Koradiya has completed his M.B.A (Finance) from University of Technology Sydney (UTS), Australia and He has been very much instrumental in the field of Finance and Accounts. He has more than 7 years of experience in the field of Diamond and Construction.

B.

Name of the Director	Mr. Jayeshkumar Pandav (DIN: 07864617)
Designation/Category	Additional - Non Executive Independent Director
Date of Birth	15/11/1991
Age	25 Years
Nationality	Indian
Qualification	B.Com
Date of first appointment on the Board of the Company.	11/07/2017
Terms and conditions of appointment or re-appointment	As per explanatory statement No. 4
Remuneration last drawn	Nil
Shareholding in the Company	Nil
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	Not related to other Directors
Number of Meetings of the Board attended during the year	Nil
Directorship in the other Companies	Nil
Membership/Chairmanship in Committees (Other than Synergy Bizcon Ltd.)	Nil
Justification for choosing the appointees for appointment as Independent Directors	For seeking expertise in Accountancy and related Services.
Expertise in specific functional area	Experience in providing Consultancy Services of Accounting, Income Tax, Sales Tax and Services Tax - Planning and Execution.
Brief Profile	Mr. Jayeshkumar Pandav has completed Bachelor of Commerce from J.Z Shah Arts & H.P Desai Commerce College, Amroli, Surat, Gujarat and has passed Intermediate level of The Institute of Cost Accountants of India. He is associated in providing Consultancy Services of Accounting, Income Tax, Sales Tax and Services Tax- Planning and Execution. He is having 8 years of experience in Accounts, statutory compliance of Custom, Excise, VAT and Costing of finished and semi-finished goods.



C.

Name of the Director	Mr. Hitesh Shivilal Patel (DIN: 07851008)
Designation/Category	Additional - Non Executive Independent Director
Date of Birth	01/08/1989
Age	28 Years
Nationality	Indian
Qualification	MCA
Date of first appointment on the Board of the Company.	11/07/2017
Terms and conditions of appointment or re-appointment	As per explanatory statement No. 5
Remuneration last drawn	Nil
Shareholding in the Company	Nil
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	Not related to other Directors
Number of Meetings of the Board attended during the year	Nil
Directorship in the other Companies	Nil
Membership/Chairmanship in Committees (Other than Synergy Bizcon Limited)	Nil
Justification for choosing the appointees for appointment as Independent Directors	For seeking expertise in Web Technologies, IT Solutions and Services.
Expertise in specific functional area	Experience in the field of Web Technologies, Database Skills, Operating System and Programming Skills.
Brief Profile	<p>Mr. Hitesh Patel has completed Masters in Computer Applications from Anand Institute of Information Science, Anand. He has more than 4 years of experience and good quality background in:</p> <p>(a) Web Technologies such as C# MVC 4.6/4.5/4/3, ASP.NET (3 Tier Architecture), Multilingual Web Application, LINQ, Entity Framework, Dapper ORM, XHR, AJAX, Web API, Web-Service, REST API, JavaScript, j Query, HTML, CSS, Bootstrap, Kendo UI, jqWidget UI (Beginner), Microsoft Power BI (Beginner), Angular JS (Beginner), Development using VSS, TFS, SVN, etc.</p> <p>(b) Database skills such as SQL Server Management Studio, SSRS Report – SQL Server 2008 Business Intelligence, Mongo DB, PostgreSQL (Beginners), Oracle 8i/9i/10G, PL-SQL (Basic), MS Access 2007.</p> <p>(c) Operating System such as 10/8/7/XP, Android, Linux/Ubuntu &</p> <p>(d) Other Programming Skills such as C, C++, C#, VB, JavaScript, Java (Beginner) and Android (Beginner).</p>



By order of the Board of Directors
For SYNERGY BIZCON LIMITED

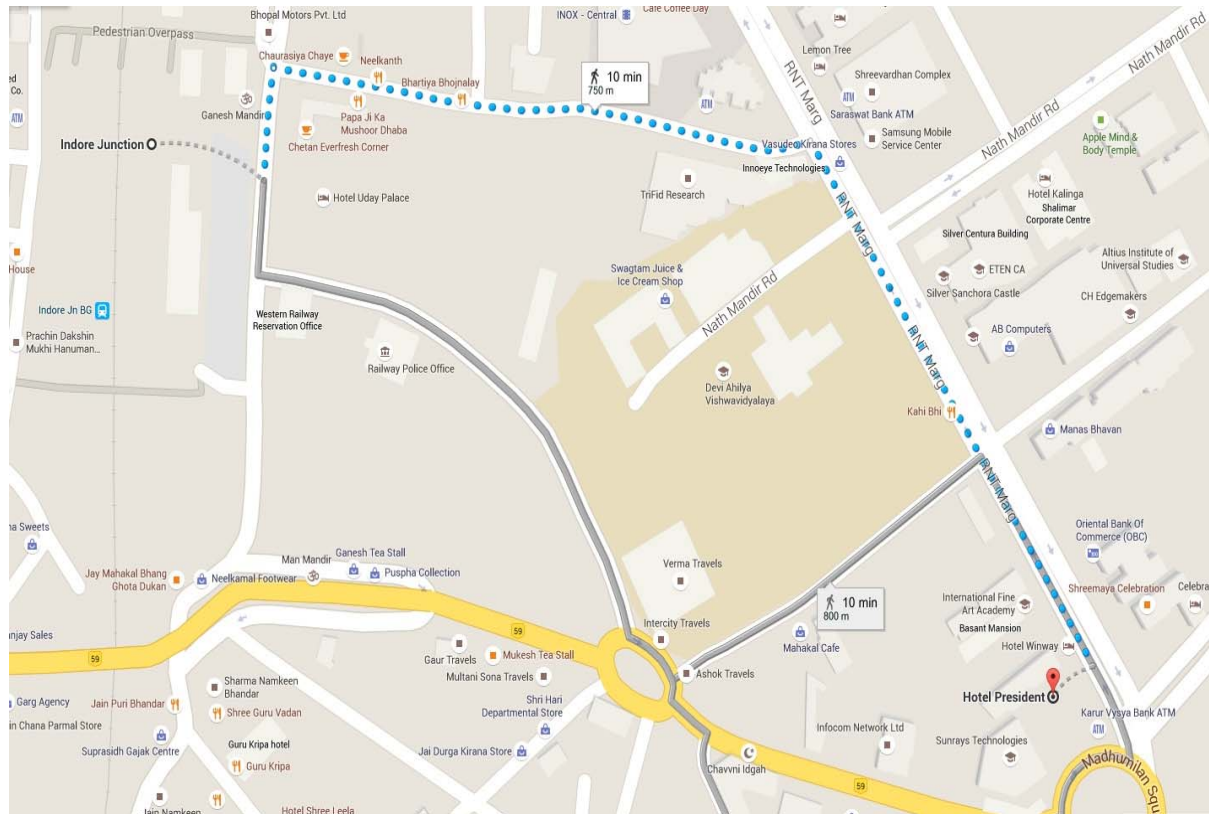
Place: Surat
Date: 18.08.2017

PRIYANKA VADNERE
Company Secretary & Compliance Officer
ACS-40499

REGISTERED OFFICE

404, Navneet Plaza,
5/2, Old Palasia,
Indore – 452001,
Madhya Pradesh.

Route Map of 24th AGM Venue of SYNERGY BIZCON LIMITED



**SYNERGY BIZCON LIMITED**

(CIN: L45201MP1993PLC007647)

Reg. Off.: 404, Navneet Plaza, 5/2, Old Palasia, Indore – 452001, Madhya Pradesh,
Tel/fax.: 0731 – 4202337, Email: synergybizcon@gmail.com, Website: www.sbcl.co.in**ATTENDANCE SLIP**

PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL

(Joint shareholders may obtain additional Slip at the venue of the meeting.)

DP. Id		Name & Address Of The Registered Shareholder /Proxy
Regd. Folio No		
No. of Share(s) held		

I certify that I am a registered shareholder/proxy for the registered shareholder of the Company.

I hereby record my presence at the 24th ANNUAL GENERAL MEETING of the Company held on Thursday, 21st September, 2017 at 12:30 p.m. at Hotel President, 163, R.N.T. Marg, Indore - 452001, Madhya Pradesh.

Name of Shareholder/Proxy _____ Signature of Shareholder/Proxy _____

ELECTRONIC VOTING PARTICULARS

EVEN (Electronic Voting Event Number)	USER ID	PASSWORD
107035		

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BALLOT FORM

(To be returned to Scrutinizer appointed by the Company)

Name	
Address	
DP Id*	
Client Id*	
Folio No.	
No. of Share(s) held	

*Applicable for investors holding Shares in an Electronic form.

I/ We hereby exercise my/our vote in respect of the following resolution(s) to be passed at the 24th Annual General Meeting of the Company, to be held on Thursday, 21st September, 2017 at 12.30 p.m. at Hotel President, 163, R.N.T. Marg, Indore - 452001, Madhya Pradesh in respect of businesses as stated in the Notice dated 18th August, 2017 by conveying my/our assent/dissent to the said resolutions(s) by placing the tick (√) mark at the box against the respective matters:

Item No.	Description of Resolutions	No. of Equity Shares Held	I/We assent to the Resolution (FOR)	I/We dissent to the Resolution (AGAINST)
	Ordinary Business			
1	Adoption of Audited Financial Statements			
2	Appointment of Mr. Shwet Koradiya as a Director			
3	Appointment of Statutory Auditors			
	Special Business			
4	Appointment of Mr. Jayeshkumar Pandav as an Independent Director			
5	Appointment of Mr. Hitesh Patel as an Independent Director			
6	Adoption of new set of Memorandum of Association of the Company as per Companies act, 2013.			

Place:

Date:

Signature of the Member/ Beneficial Owner**INSTRUCTIONS FOR FILLING THE BALLOT FORM**

1. A member desiring to vote by ballot form may complete this ballot form and send it to the Scrutinizer, appointed by the Company viz: Mr. Manish R. Patel, Practicing Company Secretary, C/o. Synergy Bizcon Limited, 404, Navneet Plaza, 5/2, Old Palasia, Indore – 452001, Madhya Pradesh.
2. In case of Companies, trusts, societies, etc. the duly completed ballot form should be accompanied by a certified true copy of Board Resolution/ Authority.
3. Unsigned Ballot Forms will be rejected.
4. A Member need not cast all the votes in the same way.
5. Duly completed Ballot Form should reach the Scrutinizer not later than 5.00 p.m. on Wednesday, the 20th September, 2017 at the address mentioned in point no.1 above.
6. The Scrutinizer's decision on the validity of Ballot Form will be final.



SYNERGY BIZCON LIMITED

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Reg. Off.: 404, Navneet Plaza, 5/2, Old Palasia, Indore – 452001, Madhya Pradesh,
Tel/fax.: 0731 – 4202337, Email: synergybizcon@gmail.com, Website: www.sbcl.co.in

Dear Shareholder(s),

This is to inform you that the company is in process of updation of records of the shareholders in order to reduce the physical documentation as far as possible.

With new BSE listing agreement, it is mandatory for all the investors including transferors to complete their KYC information. Hence, we have to update your PAN No., phone no. and e-mail id in our records. We would also like to update your current signature records in our system.

To achieve this we solicit your co-operation in providing the following details to us :

1. If you are holding the shares in dematerialized form you may update all your records with your Depository Participant (DP).
2. If you are holding shares in physical form, you may provide the following :

Folio No. : _____

Pan No. : _____

E-mail ID : _____

Telephone No. : _____

Name and Signatures : i. _____
ii. _____
iii. _____

Thanking you,

For, **SYNERGY BIZCON LIMITED**

Authorized Signatory

**SYNERGY BIZCON LIMITED**

(CIN: L45201MP1993PLC007647)

Reg. Off.: 404, Navneet Plaza, 5/2, Old Palasia, Indore – 452001, Madhya Pradesh,
Tel/fax.: 0731 – 4202337, Email: synergybizcon@gmail.com, Website: www.sbcl.co.in**Form No. MGT-11****PROXY FORM***[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]*

Name of Member(s) :	
Registered Address :	
E-Mail ID :	
Folio No/ Client ID :	
DP ID No. :	

I/We, being the member (s) of shares of the above named Company, hereby appoint.

1. Name			
Address			
E-mail Id		Signature	
	or failing him/her		
2. Name			
Address			
E-mail Id		Signature	
	or failing him/her		
3. Name			
Address			
E-mail Id		Signature	

as my/our proxy to attend and vote for me/us and on my/our behalf at the 24th Annual General Meeting of the Company to be held on Thursday, the 21st September, 2017 at 12.30 p.m. at Hotel President, 163, R.N.T. Marg, Indore-452001, Madhya Pradesh and at any adjournment thereof in respect of such Resolutions as are indicated below.

Resolution No.	Resolutions
Ordinary Business	
1	Adoption of financial statement.
2	Appointment of Mr. Shwet Koradiya as a Director.
3	Appointment of Statutory Auditors.
Special Business	
4	Appointment of Mr. Jayeshkumar Pandav as an Independent Director.
5	Appointment of Mr. Hitesh Patel as an Independent Director.
6	Alteration in Memorandum of Association of the Company as per Companies Act, 2013

Affix a Rs. 1/- Revenue Stamp
--

As witness my / our hand(s) this _____ day of _____ 2017

Signature of Shareholder: ----- Signature of Proxy: -----

NOTE:**The proxy form duly stamped, completed and signed must be deposited at the Registered Office of the Company not less than 48 hours before the time for holding of the aforesaid meeting. The Proxy need not be a member of the Company.**