



NOTICE FOR THE 27th ANNUAL GENERAL MEETING

Notice is hereby given that 27th Annual General Meeting of the members of SYNCOM FORMULATIONS (INDIA) LIMITED will be held on Friday the 25th day of September, 2015 at 2.00 p.m. at Ginger Hotel, Ground Floor, Bindra Corporate Centre, Mahakali Caves Road, Andheri (E), Mumbai-400093 to transact the following businesses:

ORDINARY BUSINESSSES:

1. To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements containing the Balance Sheet as at March 31, 2015, the Statement of Profit & Loss and Cash Flow Statement for the financial year ended March 31, 2015 and the Reports of the Boards' and Auditors thereon.
2. To declare dividend on equity shares of the Company for the financial year ended 31st March, 2015.
3. To appoint a director in place of Shri Vijay Shankarlal Bankda (DIN00023027) who is liable to retire by rotation and being eligible, offers himself for re-appointment.
4. To ratify the appointment of statutory auditors of the Company, and to fix their remuneration and to pass the following resolution as an **Ordinary Resolution** thereof:

RESOLVED THAT pursuant to section 139, 142 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder and pursuant to the resolution passed by the members at the 26th Annual General Meeting held on 22nd day of September, 2014 for the appointment of M/s S.P. Moondra & Co. Chartered Accountants (Firm Registration No. 004879C) as the Auditors of the Company to hold office till the conclusion of the 29th Annual General Meeting of the Company to be held in the year 2017 be and is hereby ratified their re-appointment for the year 2015-16 and the Board of Directors be and is hereby authorized to fix the remuneration payable to them as may be determined by the Audit Committee in consultation with the Auditors.

SPECIAL BUSINESS :

5. To consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

RESOLVED THAT pursuant to section 148 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder, pursuant to recommendations of the Audit Committee of the Board of Directors and pursuant to the resolution passed by the Board of Directors at their meeting held on 30th May, 2015, M/s M. Goyal & Co., is appointed as the Cost Auditors for conducting Cost Audit for the financial year 2015-16 on a remuneration of Rs. 25,000/- be and is hereby ratified for the Financial year 2015-16.

Place: Indore

Date : 13th August, 2015

Registered Office :

CIN: L24239MH1988PLC047759

7, Niraj Industrial Estate,
Off Mahakali Caves Road,
Andheri (East), Mumbai (MH) 400093

By order of the Board of Director

PRANITI PORWAL
Company Secretary
ACS : 35282

NOTES :

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself. The proxy need not be a member of the company. A blank form of proxy is attached herewith and, if intended to be used, it should be returned duly completed at the registered office of the company not less than 48 hours before the scheduled time of the commencement of 27th Annual General Meeting.
2. A person can act as a proxy on behalf of members not exceeding 50 in numbers and holding in aggregating not more than 10% of the total share capital of the company carrying voting rights. However, a member holding more than 10% of the total share capital of the company carrying voting rights may appoint a single person as a proxy and such person shall not act as a proxy for any other person or member.
3. The explanatory statement pursuant to section 102 of the Companies Act, 2013 is annexed and forms part of the notice.
4. The Company's Register of Members and Share Transfer books shall remain closed from Saturday the September, 19th 2015 to Friday, the September 25th 2015 (both days inclusive) for the purpose of the Annual General Meeting

and ascertainment for entitlement of payment of dividend to the members whose names appear in the Register of members and the records of the beneficiaries of the CDSL and NSDL on the date of the Annual General Meeting.

5. The Members are requested to:

- a) Intimate changes, if any, in their registered addresses immediately.
- b) Quote their ledger folio number in all their correspondence.
- c) Hand over the enclosed attendance slip, duly signed in accordance with their specimen registered with the Company for admission to the meeting place.
- d) Bring their Annual Report and Attendance Slips with them at the AGM venue.
- e) Send their Email address to us for prompt communication and update the same with their D.P to receive softcopy of the Annual Report of the Company.

6. The report on the Corporate Governance and Management Discussion and Analysis also form part to the report of the Board.

7. Members seeking any information are requested to write to the Company by email at finance@sfil.in at least 7 (seven) days before the date of the AGM to enable the management to reply appropriately at the AGM.

8. Members are requested to notify immediately any change in their address and E-Mail ID to their respective Depository Participants (DPs) in respect of their electronic share accounts and to the Registrar and Share Transfer Agent of the Company at Ankit Consultancy Pvt. Ltd. Plot No. 60, Electronic Complex, Pardeshipura, Indore (M.P.).

9. Electronic copy of the Annual report is being sent to the members whose email IDs are registered with the Company / Depository Participants unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Annual report is being sent in the permitted mode.

10. Members may also note that the Annual Report for FY 2014-15 will be hosted on Company's website www.sfil.com.

11. Corporate Members intending to send their authorized representatives to attend the Annual General Meeting needs to send a duly certified copy of the Board Resolution authorizing their representatives to attend and vote at the Meeting.

12. Relevant documents referred to in the accompanying Notice are open for inspection by the members at the registered office of the Company on all working days, except Saturday, between 11:00 A.M and 1:00 P.M up to the date of the meeting

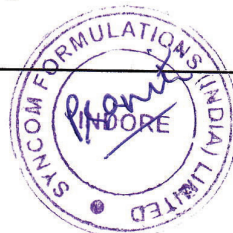
13. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Companies Act, 2013 will be available for inspection by the members at the AGM.

14. Members who has not received the dividend for the year 2007-08 to 2013-14 are requested to please approach to the Company for obtaining duplicate dividend warrants/ cheque, please note that the amount remained unpaid or unclaimed for the year 2013-14 for a period upto 7 years, .i.e. 28th Nov., 2015 shall be transferred to the IEPF of the Central Government and no claim in respect thereof shall be entertained by the Company thereafter.

15. Voting through electronic means:

In compliance with the provisions of Section 108 of the Companies Act, 2013 and the Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, the Company is pleased to provide its members the facility to exercise their right to vote at the 27th Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services provided by National Securities Depository Limited (NSDL). The Company shall provide facility for voting through polling paper which shall be available at the meeting and members attending the meeting who have not already casted their vote by remote e-voting shall be able to exercise their right to vote at the meeting.

The Members who have casted their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.





The cut-off date for the purpose of voting (including remote e-voting) is Friday, the 18th Sept., 2015

The remote e-voting facility will be available during the following period after which the portal shall forthwith be blocked and shall not be available:-

Commencement of remote e-voting	09.00 am (IST) on Tuesday 22nd Sept., 2015
End of remote e-voting	05.00 pm (IST) on Thursday, 24th Sept., 2015

Once the vote on a resolution is casted by the member, the member shall not be allowed to change it subsequently.

Members are requested to carefully read the below mentioned instructions for remote e-voting before casting their vote.

A. In case a Member receives an email from NSDL: [for members whose email IDs are registered with the Depository Participants(s)]

- (i) Open email and open PDF file viz: (File Name) The said PDF file contains your user ID and password/ PIN for e-voting.
- (ii) Launch internet browser by typing the following URL: <https://www.evoting.nsd.com>
- (iii) Click on Shareholder – Login
- (iv) Put user ID and password as initial password/PIN noted in step (i) above. Click Login.
- (v) If you login first time, Password change menu appears. Change the password/PIN with new password of your choice with minimum 8 digits/characters or a combination thereof. 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 e-voting opens. Click on e-Voting: Active Voting Cycles.
- (vii) Select "EVEN"(E-voting Event Number) of Syncom Formulations (India) Ltd.
- (viii) Now you are ready for e-voting as Cast Vote page opens.
- (ix) Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
- (x) Upon 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 & Corporate 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 finance@sfil.in with a copy marked to evoting@nsdl.co.in

B. In case Email ID of the member is not registered with the depository participant and members holding shares in Physical Form:

(i) Initial password will be provided/ Intimated through Letter from our Registrar:

EVEN (E Voting Event Number)	USER ID	PASSWORD/PIN

- (ii) Please follow all steps from Sl. No. (ii) to Sl. No. (xii) above, to cast vote.
- I. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the Downloads section of www.evoting.nsd.com
- II. If you are already registered with NSDL for e-voting then you can use your existing user ID and password/PIN for casting your vote.
- III. 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).
- IV. 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 Friday, date of 18th Sept., 2015.
- V. CS Anish Gupta, Practicing Company Secretary (FCS No.5733, CP-4092) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- VI. The scrutinizer shall after the conclusion of voting at the meeting, first count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two (2) witnesses not in the employment of the Company and make, not later than three days of conclusion of the meeting a Consolidated Scrutinizer's Report of the total votes cast in favor or against, if

any, forthwith to the Chairman of the Company.

VII. The results of e-voting, and poll, if any, shall be aggregated and declared on or after the AGM of the Company by the Chairman or by any other person duly authorized in this regard. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.sfil.in and on the website of NSDL within three days of passing of the resolutions at the AGM of the Company and communicated to the BSE Ltd within 48 hours as per listing agreement norms.

VIII. For any other queries relating to the shares of the Company, you may contact the Share Transfer Agents Ankit Consultancy Pvt. Ltd. at the address; Plot No. 60, Electronic Complex, Pardeshipura Indore (M.P.) 452010 Tel- 0731- 3198601, 3198602 Fax-0731-40657 98 Email id: ankit_4321@yahoo.com

EXPLANATORY STATEMENT IN TERMS OF SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 5

The Company is covered under section 148 of the Companies Act, 2013 and as per the Notification No.1(E) dated 31st December, 2014 on the Cost Audit Rules specified by the MCA, your company is required to have the Cost Audit for the Financial Year 2015-16 and for that purpose your Board of directors at their meeting held on 30th May, 2015 has appointed M/s M. Goyal & Co., Cost Accountants for conducting Cost Audit for the financial year 2015-16 on a remuneration of Rs.25,000/- the existing Cost Auditors and as per the requirement of the Companies Act, 2013 the remuneration payable to them is required to be ratified by the members at their Annual Meeting.

Your directors recommend to pass necessary resolution as set out in the Item No. 5 of the notice. None of the directors or Key Managerial Personnel (KMP) or their relatives are concerned or interested in the Resolution.

Place: Indore

By order of the Board of Director

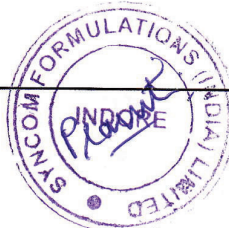
Date : 13th August, 2015

Registered Office :

CIN: L24239MH1988PLC047759

7, Niraj Industrial Estate,
Off Mahakali Caves Road,
Andheri (East), Mumbai (MH) 400093

PRANITI PORWAL
Company Secretary
ACS : 35282





**PROXY FORM
FORM MGT- 11**

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name : SYNCOM FORMULATIONS (INDIA) LIMITED
 CIN : L24239MH1988PLC047759
 Regd. office : 7, Niraj Industrial Estate, Off Mahakali Caves Road, Andheri (E), Mumbai (MS) 400093

Name of the member (s) : _____
 Registered address : _____
 E-mail Id : _____
 Folio No/ Client Id/ DP ID : _____

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

2. Name : _____
 Address : _____
 E-mail Id : _____
 Signature : _____ or failing him

3. Name : _____
 Address : _____
 E-mail Id : _____
 Signature : _____ or failing him

As my/our proxy to attend and vote on a poll for me/us and on my/our behalf at the 27th Annual General Meeting of the company, to be held on the 25th September, 2015 at Ginger Hotel, Ground Floor, Bindra Corporate Centre, Mahakali Caves Road, Andheri (E), Mumbai 400093 at 2.00 P.M. and at any adjournment thereof in respect of such resolutions as are indicated below:

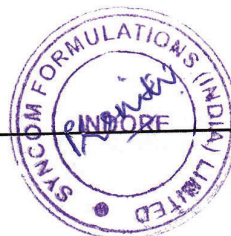
Resolutions	
1.	Consider and adopt Audited Financial Statement, reports of the Board of directors and Auditor for the year ended 31st March, 2015.
2.	Approval of dividend on the equity shares
3.	Re-Appointment of Shri Vijay Bankda who is liable to retire by rotation
4.	Re-Appointment of Auditor and fixing their remuneration.
5.	Appointment of Cost Auditors of the Company

Signed this _____ day of _____ 2015

Signature of shareholder

Signature of Proxy holder(s)

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.





ATTENDANCE SLIP

27th Annual General Meeting of Syncom Formulations (India) Ltd. held on 25th Sept., 2015
held at Ginger Hotel, Ground Floor, Bindra Corporate Centre, Mahakali Caves Road, Andheri (E), Mumbai 400093

R.F. No.

Mr./Mrs./Miss _____

(Shareholders' name in block letters)

I/We certify that I/We am/are registered shareholder / proxy for the registered shareholder of the company.

I/We hereby record my/our presence at the 27th Annual General meeting of the company at the Ginger Hotel, Ground Floor, Bindra Corporate Centre, Mahakali Caves Road, Andheri (E), Mumbai 400093 on 25th September, 2015.

(If signed by proxy, his name should be written in block letters)

Note:

(Shareholders/proxy's Signature)

1. Shareholders/proxy holders are requested to bring the attendance slips with them when they come to the meeting and hand over them at the entrance after affixing their signatures on them.
2. If it is intended to appoint a proxy, the form of proxy should be completed and deposited at the Registered Office of the Company at least 48 hours before the Meeting.

