



Date: February 04, 2020

To,
Department of Corporate Service
BSE Limited
P. J. Tower, Dalal Street,
Fort,
Mumbai-400 001

Dear Sir/Madam,

BSE SCRIP CODE: 509835

Sub: Notice of Extra Ordinary General Meeting of the Company

With reference to the captioned subject, please find enclosed herewith the Notice of Extra Ordinary General Meeting of the Company which will be held on Thursday, 05th March, 2020 at 03:00 p.m. at the Registered Office of the Company at the Surana House, B/h. Klassic Chambers, Swastik X Road, Opp. Narnarayan Complex, Navrangpura, Ahmedabad – 380009.

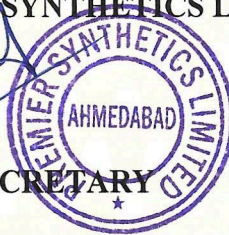
Please take note of the same.

Thanking you,

Yours truly,

For PREMIER SYNTHETICS LIMITED


VINOD RANA
COMPANY SECRETARY



Encl: as stated

Regd. Off. : Surana House, B/h. Klassic Chambers, Swastik X Road, Opp. Narnarayan Complex, Navrangpura, Ahmedabad-380009, Gujarat.

Phone / Fax : 079-26430946, 079-26431558 **E-mail** : premiersynthetics@gmail.com **Website** : www.premiersyntheticsltd.com

Factory Add. : Plot No. 835-837, Nr. Rakanpur Chowkadi, Rakanpur, Tal. Kalol. Dist. : Gandhinagar - 382721, Gujarat.

Phone / Fax : 02764-286761

E-mail : premiersynthetics18@gmail.com

NOTICE OF EXTRA ORDINARY GENERAL MEETING

Notice is hereby given that an Extra Ordinary General Meeting of Members of Premier Synthetics Limited will be held on Thursday, 05th March, 2020 at 03:00 p.m. at the Registered Office of the Company at the Surana House, B/h. Klassic Chambers, Swastik X Road, Opp. Narnarayan Complex, Navrangpura, Ahmedabad - 380009 to transact the following business:

SPECIAL BUSINESS:

ITEM NO. 1:

TO INSERT ADDITIONAL BUSINESS ACTIVITY IN MAIN OBJECT CLAUSE OF THE MEMORANDUM OF ASSOCIATION

To consider and, if thought fit, to pass with or without modification/s, the following Resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 13 of the Companies Act, 2013 ("the Act") including any modification or re-enactment thereof and other applicable provisions thereof, the Main Object clause of the Memorandum of Association of the Company be and is hereby altered and amended as follows:

Clause III (A) of the Objects clause of the Memorandum of Association of the Company be titled as 'THE OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION' and after para 1 and 2 of Clause III (A), following 3 (three) new para's shall be added:

3. To develop and construct on all or any part of the property of the Company as building, structures, godowns, residential house, warehouse, industrial sheds and to use, sell, lease, mortgage said developed property and develop any land or building acquired by the company or in which the company may for the time being be interested for the purpose of its business.
4. To perform and undertake activities and carry on business pertaining to leasing and warehousing and to provide facilities for storage of commodities, articles and things, and for the purpose to act as C & F agent, custodian, warehouseman, transportation and distribution agent, stockist, financier, auctioneer, importer, exporter, or otherwise to do such activities.
5. To carry on the business of trading in all kind of agro products, industrial products, metals, textiles, chemicals, polymers, plastics, paper and other commodities.

ITEM NO. 2:

TO CONSIDER RESOLUTION ON THE MATTERS SPECIFIED UNDER SECTION 180 (1) (a) OF THE COMPANIES ACT, 2013

To consider and, if thought fit, to pass with or without modification/s, the following Resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013, and the relevant Rules framed there under (including any statutory modification(s) or re-enactment thereof, for the time being in force), and the enabling provisions in the Memorandum of Association and Articles of Association of the Company, approval and consent of the members of the Company be and is hereby granted to the Board of Directors (hereinafter referred as the "Board" which term shall be deemed to include any duly constituted Committee of the Board) to sell and transfer the movable fixed assets of industrial unit of Company consisting plant and machinery, electrical, furniture and fixtures and other movable assets erected at Plot No. 835, 836 and 837, at Village Rakanpur, Dist. Gandhinagar, Gujarat by negotiation to any party, at a fair value, which in aggregate shall not be less than ₹ 3.00 Crores (Rupees Three Crores).

RESOLVED FURTHER THAT the Board be and is hereby authorized to finalize sale and transfer and to execute necessary documents, deeds, undertaking, agreements and to do all such other acts, deeds, matters and things as may be deemed necessary and/or expedient to give effect to the above resolution and resolve any questions, difficulties or doubts that may arise in this regard as they may in their absolute discretion deem fit in the interest of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers herein conferred, to any Committee of Directors or any one or more Directors or to the Chief Financial Officer or to the Company Secretary of the Company, as may be deemed necessary to give effect to this resolution."

ITEM NO. 3:

TO CONSIDER RESOLUTION ON THE MATTERS SPECIFIED UNDER SECTION 180 (1) (c) OF THE COMPANIES ACT, 2013

To consider, and if thought fit, to pass, with or without modifications, the following resolution as a **Special Resolution**:

"RESOLVED THAT in supersession of all the earlier resolutions passed in this regard and subject to the provisions of Section 180 (1) (c) and other applicable provisions, if any, of the Companies Act, 2013 and relevant rules made thereto including any statutory modifications or re-enactments thereof, the consent of the shareholders of the Company be and is hereby accorded to the Board of Directors to borrow money, as and when required, from, including without limitation, any Bank and/or other Financial Institution and/or foreign lender and/or any body corporate/ entity/entities and/or authority/authorities, either in rupees or in such other foreign currencies as may be permitted by law from time to time, as may be deemed appropriate by the Board for an aggregate amount not exceeding a sum of ₹ 20.00 crores (Rupees Twenty Crores only), notwithstanding that money so borrowed together with the monies already borrowed by the Company, if any (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) may exceed the aggregate of the paid-up share capital of the Company and its free reserves and Securities Premium.

PREMIER SYNTHETICS LIMITED

RESOLVED FURTHER THAT in supersession of all the earlier resolutions passed in this regard and subject to provisions of Section 180(1)(a) and other applicable provisions if any, of the Companies Act, 2013 and relevant rules made thereto including any statutory modifications or re-enactments thereof, consent of the shareholders of the company be and is hereby accorded, to the Board of Directors of the Company to pledge, mortgage, hypothecate and/or charge all or any part of the moveable or immovable properties of the Company and the whole or part of the undertaking of the Company of every nature and kind whatsoever and/or creating a floating charge in all or any movable or immovable properties of the Company and the whole of the undertaking of the Company to or in favour of banks, financial institutions, investors and any other lenders to secure the amount borrowed by the Company or any third party from time to time for the due payment of the principal and/or together with interest, charges, costs, expenses and all other monies payable by the Company or any third party in respect of such borrowings provided that the aggregate indebtedness secured by the assets of the Company does not exceed a sum of ₹ 20.00 crores (Rupees Twenty Crores only) for the Company at any time.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto, and to sign and to execute deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution.”

ITEM NO. 4:

TO ADOPT FRESH ARTICLES OF ASSOCIATION AS PER THE COMPANIES ACT, 2013

To consider and, if thought fit, to pass with or without modification/s, the following Resolution as a **Special Resolution**:

“**RESOLVED THAT** pursuant to the provisions of section 14 of the Companies Act, 2013, and other applicable provisions read with the rules and regulations made there under including any amendment, re-enactment or statutory modification thereof, the new set of Articles of Association be and are hereby approved and adopted in substitution for and to the exclusion, of the existing Articles of Association of the Company.

RESOLVED FURTHER THAT the Managing Director / Executive Director / Chief Financial Officer / Company Secretary of the Company be and are hereby severally authorized to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds, matters and things, including delegate such authority, as may be considered necessary, proper or expedient in order to give effect to the above resolution.

For, **Premier Synthetics Limited**
By order of the Board of Directors

Place: Ahmedabad

Date: 27th January, 2020

Vinod Rana
Company Secretary

Notes:

1. An Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 (the Act) relating to the Business to be transacted at the Meeting is annexed hereto.
2. A Member entitled to attend and vote at the Extraordinary General Meeting (EGM) is entitled to appoint a proxy to attend and vote on a poll instead of himself and such proxy need not be a Member of the Company. The instrument appointing a proxy duly completed, stamped and signed should, however, be deposited at the registered office of the Company, not less than forty eight hours before the commencement of the Meeting. Blank proxy form is enclosed and can also be obtained free of charge from the registered office of the Company. Proxy so appointed shall not have any right to speak at the meeting.
3. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other shareholder.
4. Every member entitled to vote at the meeting or on any resolution to be moved there at, shall be entitled during the period beginning twenty four hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, to inspect the proxies lodged, at any time during the business hours of the company, provided not less than three days' notice in writing of the intention to inspect is given to the company.
5. In compliance with provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as well as Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is offering Remote E-voting facility to all the Shareholders of the Company in respect of the item to be transacted at this Meeting.
6. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by RTA / Depositories as on the cut-off date shall be only entitled to avail the facility of remote e-voting or poll facility at the EGM, as the case may be.
7. Corporate members are requested to send a duly certified copy of the Board Resolution/POA authorizing their representative(s) to attend and vote on their behalf at the Meeting.

8. Members/Proxies should fill the Attendance Slip (as attached) for attending the Meeting and bring their Attendance Slips along with their copy of the EGM Notice to the Meeting.
9. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote at the Meeting.
10. Members are requested to dematerialize their physical shareholding at the earliest. Your Company has dematerialization connectivity with both NSDL & CDSL and the ISIN of the Company is INE940N01012.
11. A route map showing directions to reach the venue of the Extra Ordinary General Meeting (EGM) is given along with this Notice as per the requirement of the Secretarial Standards-2 on General Meeting.
12. Electronic copy of Notice along with the Explanatory Statement of the Extra Ordinary General Meeting (EGM) of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form will be sent to all the members whose email IDs are registered with the Company / Depository Participant(s) / Registrar and Transfer Agents for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email addresses, physical copies of the Notice along with the Explanatory Statement of the Extra Ordinary General Meeting (EGM) of the Company inter alia indicating the process and manner of e-voting along with the Attendance Slip and Proxy Form will be sent in the permitted mode.
13. The Company has appointed M/s. K. Jatin & Co. (COP: 12043), a firm of Practicing Company Secretaries to act as Scrutinizer, to scrutinize the remote e-voting process and electronic voting system/ ballot or polling paper voting process at the meeting in a fair and transparent manner.

VOTING THROUGH ELECTRONIC MEANS:**The instructions for shareholders voting electronically are as under:**

- (i) The voting period begins on 09:00 A.M. IST on Monday, 02nd March, 2020 and ends on 05:00 P.M. IST on Wednesday, 04th March, 2020. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) which is Friday, 28th February, 2020 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iii) Click on Shareholders / Members
- (iv) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> • Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. • In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> • If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

PREMIER SYNTHETICS LIMITED

- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant <PREMIER SYNTHETICS LIMITED> on which you choose to vote.
- (xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xvii) If a demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) **Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.**
- (xix) **Note for Non – Individual Shareholders and Custodians**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xx) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.
- (xxi) The facility for voting through ballot paper shall also be made available at the EGM and the members attending the meeting shall be able to exercise their right to vote at the meeting through ballot paper in case they have not casted their vote by remote e-voting.
- (xxii) The members who have cast 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.
- (xxiii) The Company has appointed M/s. K. Jatin & Co., Practicing Company Secretaries, (Certificate of Practice No. 12043) as the scrutinizer for conducting the e-voting process as well as the Ballot process at the Extra Ordinary General Meeting (EGM) in a fair and transparent manner and submits a report thereon.
- (xxiv) The Scrutinizer shall, after the conclusion of voting at the Extra Ordinary General Meeting (EGM), 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 two days of the conclusion of the Extra Ordinary General Meeting (EGM), a consolidated scrutinizer's report of the total votes cast to the Chairman of the Extra Ordinary General Meeting (EGM) who shall countersign the same and declare the results of the voting forthwith.
- (xxv) The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.premiersyntheticsltd.com and shall also be communicated to the BSE Limited, on which shares of the Company are listed.

For, **Premier Synthetics Limited**
By order of the Board of Directors

Place: Ahmedabad
Date: 27th January, 2020

Vinod Rana
Company Secretary

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 FORMING PART OF THE NOTICE**ITEM NO. 1:**

In order to make the main object clause of the Memorandum of Association (MOA) comprehensive and to include other activities to be undertaken by Company i.e. Development of Property, Warehousing and Trading, it is proposed to include additional objects in the main object clause of the Memorandum of Association of the Company.

The principal business of the Company at present is of textiles and looking to unfavorable business conditions in the textile industry, the Board feels that Company should widen its activities by undertaking activities in new sectors as stated in the above resolution.

To enable the Company to commence the aforesaid business, it is proposed to amend the Main Objects under the Objects Clause of the Memorandum of Association of the Company as stated in the Resolution in the annexed notice. The above amendment would be subject to the approval of the Statutory or Regulatory Authority, as may be necessary.

The Board at its meeting held on 27th January, 2020 has approved alteration of the object clause of MOA of the Company and the Board now seeks Members' approval for the same.

The proposed change of object clause requires the approval of shareholders through Special Resolution pursuant to the provisions of Section 13 of the Companies Act, 2013.

A copy of the amended MOA of the Company would be available for inspection for the Members at the Registered Office of the Company during the period beginning twenty four hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting.

None of the Directors or Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the Special Resolution except to the extent of their shareholding in the Company.

The Board recommends the Special Resolution set forth in Item No. 1 of the Notice for approval of the Members.

ITEM NO. 2:

Members of the Company are requested to note that Section 180 (1)(a) of the Companies Act, 2013 mandates that the Board of Directors of a company shall exercise the power to sell, lease or otherwise dispose of the whole or substantially the whole of any undertaking(s) of the company, only with the approval of the members of the Company by way of a special resolution. Explanation (i) to Section 180(1) (a) of the Companies Act, 2013 states that the meaning of an 'undertaking' for the purposes of Section 180(1)(a) of the Companies Act, 2013 is an undertaking in which the investment of the company exceeds twenty percent of its net worth as per the audited balance sheet of the preceding financial year or an undertaking which generates twenty percent of the total income of the company during the previous financial year. Explanation (ii) to Section 180 (1)(a) of the Companies Act, 2013 states that the meaning of 'substantially the whole of the undertaking' for the purposes of Section 180(1)(a) is in any financial year, twenty percent or more of the value of the undertaking as per the audited balance sheet of the preceding financial year.

The Board is of the opinion that the existing operations of Yarn Manufacturing will not result in improved working since the products of the Company are mainly used by the Textile denim manufacturers and the present market conditions of Textile Denim Manufacturers are not good. In addition to this, the Company's plant is of old technology which results in higher cost of production in comparison to new technology plants. The cost of production is also higher due to higher rate of electricity in comparison to Electricity rate in the State of Maharashtra for textile units at present and also higher cost of manpower. In these circumstances, the Board is of the view that Company should dispose off existing movable assets and should develop the existing land of the Company for commercial / industrial / residential purpose since the location of the land is very near to Ahmedabad.

Accordingly, pursuant to Section 180(1)(a) of the Companies Act, 2013, members of the Company are requested to note that their consent to the Board is being sought by way of a Special Resolution to sell and transfer the movable fixed assets consisting plant and machinery, electricals, furniture and fixtures and other movable assets erected at Plot No. 835, 836 and 837, at Village Rakanpur, Dist. Gandhinagar, Gujarat by negotiation to any party, at a fair value, which in aggregate shall not be less than ₹ 3.00 Crores (Rupees Three Crores).

None of the Directors or Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the Special Resolution except to the extent of their shareholding in the Company.

The Board recommends the Special Resolution set forth in Item No. 2 of the Notice for approval of the Members.

ITEM NO. 3:

Keeping in view the existing and future financial requirements to support its business operations, the Company may need additional funds. For this purpose, the Company may, from time to time, raise finance from various Banks and/or Financial Institutions and/ or any other lending institutions and/or Bodies Corporate and/or such other persons/ individuals as may be considered fit, which, together with the moneys already borrowed by the Company (apart from temporary loans obtained from the Company's bankers in ordinary course of business) may exceed the aggregate of the paid-up capital, free reserves and Securities Premium of the Company. Hence it is proposed to fix the maximum borrowing limits of ₹ 20 crores for the Company.

PREMIER SYNTHETICS LIMITED

Pursuant to Section 180(1)(c) of the Companies Act, 2013, the Board of Directors cannot borrow more than the aggregate amount of the paid-up capital of the Company, free reserves and Securities Premium except with the consent of the members of the Company in a general meeting.

In view of the provisions of Section 180 (1)(a) of the Companies Act, 2013 and in order to facilitate securing the borrowing made by the Company, it would be necessary to create, pledge, mortgage, hypothecate and/or charge all or any part of the moveable or immovable properties of the Company and the whole or part of the undertaking of the Company for the borrowings up to ₹ 20.00 Crores (Rupees Twenty Crores).

Hence, the Special Resolution at Item No.3 of the Notice is being proposed, since the same exceeds the limits provided under Section 180(1)(c) of the Companies Act, 2013.

None of the Directors or Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the Special Resolution except to the extent of their shareholding in the Company.

The Board recommends the Special Resolution set forth in Item No. 3 of the Notice for approval of the Members.

ITEM NO. 4:

Upon enactment of the Companies Act, 2013, various provisions of the Companies Act, 1956 have been repealed and in view of the same the Articles of Association of the Company needs to be re-aligned as per the provisions of the new Act. The Board of Directors in its meeting held on 27th January, 2020 decided (subject to the approval of members) to adopt a new set of Articles of Association in place of and to the exclusion of existing Articles of Association of the Company.

A copy of the new set of Articles of Association of the Company would be available for inspection for the Members at the Registered Office of the Company during the period beginning twenty four hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting. Further the same is also available on the website of the company i.e. www.premiersyntheticsltd.com.

In terms of Section 14 of the Companies Act, 2013, the consent of the Members by way of special resolution is required for adoption of new set of Articles of Association of the Company.

None of the Directors or Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the Special Resolution except to the extent of their shareholding in the Company.

The Board recommends the Special Resolution set forth in Item No. 4 of the Notice for approval of the Members.

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PREMIER SYNTHETICS LIMITED

(CIN: L99999GJ1970PLC100829)

Registered Office: Surana House, B/h. Kassic Chambers, Near Swastik X Road,
Opp. Narnarayan Complex, Navrangpura, Ahmedabad – 380009
Telephone No.: (079) 2643 0946, 2643 1558
Email: premiersynthetics@gmail.com • **Website:** www.premiersyntheticsltd.com

ATTENDANCE SLIP

For the Extra Ordinary General Meeting of the PREMIER SYNTHETICS LIMITED on **Thursday, March 05, 2020 at 03:00 P.M** at the registered office of the Company i.e. Surana House, B/h. Kassic Chambers, Opp. Narnarayan Complex, Near Swastik X Road, Navrangpura, Ahmedabad – 380009.

(to be handed over at the Registration Counter at the venue of the Meeting)

Name and Registered Address of the Share Holder / Proxy (in Block Letters)	
Registered Folio No. / DP ID – Client ID No.	
No. of Shares	

I certify that I am a Member / Proxy / Authorized Representative for the Member of the Company (Stike off whichever is not applicable). I hereby record my presence at the Extra Ordinary General Meeting of the Company.

Signature of the Member / Proxy



NOTES

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PROXY FORM

Extra Ordinary General Meeting on Thursday 05th March, 2020

(Pursuant to section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rule 2014)

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

I / we, being the member(s) of the above named company, hereby appoint:

- (1) Name : _____ Address: _____
 Email ID: _____ Signature: _____ or Failing him / her:
- (2) Name : _____ Address: _____
 Email ID: _____ Signature: _____ or Failing him / her:
- (3) Name : _____ Address: _____
 Email ID: _____ Signature: _____ or Failing him / her:

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extra Ordinary General Meeting of the Company, to be held on Thursday 05th March, 2020 at the registered office of the Company at Surana House, B/h. Klassic Chamber, Opp. Narnarayan Complex, Near Swastik X Road, Navrangpura, Ahmedabad - 380009, and at any adjournment thereof in respect of such resolutions as are indicated below:

Sr. No.	Particulars of Resolution	Please mention No. of Shares (Optional)	
		For	Against
1	To insert additional business activity in main Object Clause of the Memorandum of Association		
2	To consider resolution on the matter specified under Section 180 (1) (a) of the Companies Act, 2013s		
3	To consider resolution on the matter specified under Section 180 (1) (c) of the Companies Act, 2013		
4	To adopt fresh Articles of Association as per the Companies Act, 2013		

Signed on this _____ day of _____, 2020

Signature of the Share Holder: _____

Signature of 1st Proxy holder: _____

Signature of 2nd Proxy holder: _____

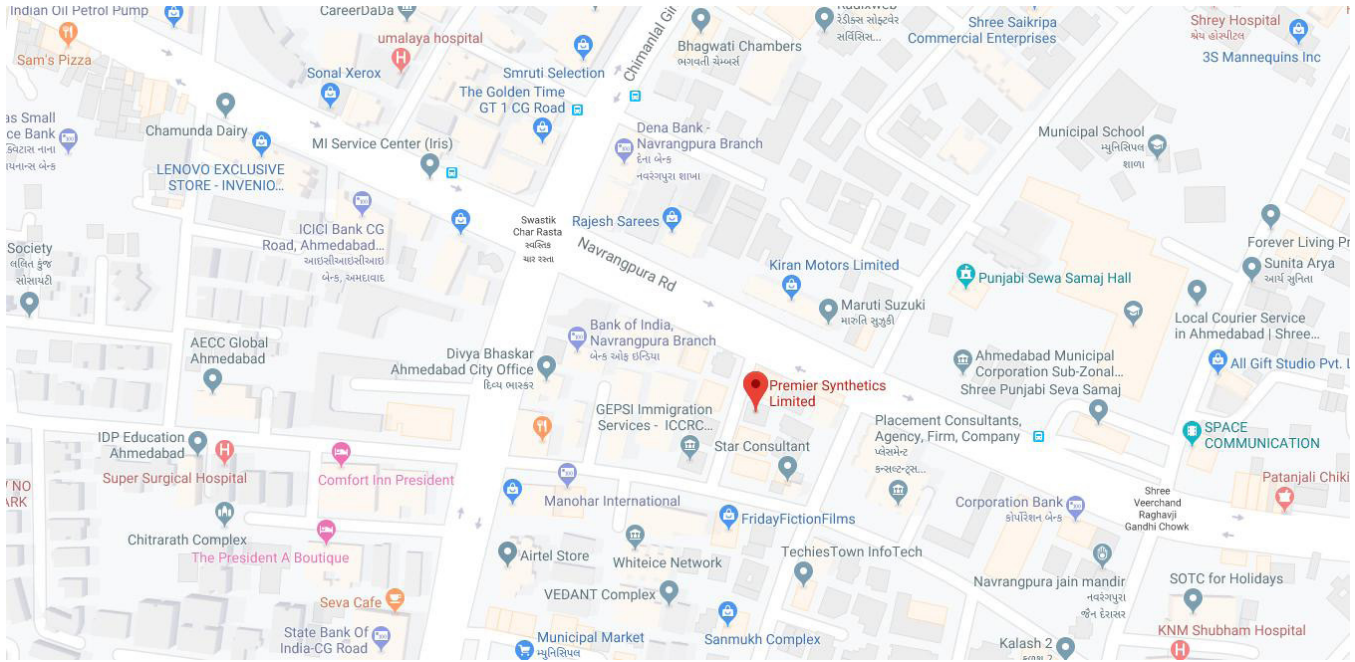
Signature of 3rd Proxy holder: _____



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.

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ROUTE MAP TO THE VENUE OF EGM



PREMIER SYNTHETICS LIMITED

Surana House, B/h. Klassic Chambers, Near Swastik X Road,
Opp. Narnarayan Complex, Navrangpura, Ahmedabad – 380009

Telephone No.: (079) 2643 0946, 2643 1558

Email: premiersynthetics@gmail.com

Website: www.premiersyntheticsltd.com

If undelivered, please return to:

PREMIER SYNTHETICS LIMITED

Surana House, B/h. Klassic Chambers, Near Swastik X Road,
Opp. Narnarayan Complex, Navrangpura, Ahmedabad – 380009

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