

ADVANCE SYNTEX LIMITED

Formerly known as ADVANCE SYNTEX PRIVATE LIMITED

Reg. off. : 233/2 & 238/2, POR G.I.D.C. RAMANGAMDI, VADODARA - 391243

Tel No. : +91-265-2831 400 / 6534 463, Fax No. : +91 265 2831 848

E-mail : midas1002003@hotmail.com , Website : www.midasglitter.com

CIN No. : U17119GJ1990PLC014406

Date: 1st March, 2018

To,

BSE Limited,

P.J.Towers,

Dalal Street,

Mumbai- 400 001

Sub: - Submission of Notice of Extra Ordinary General Meeting

Dear Sir/Madam,

In terms of Regulation 30 of the SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith a copy of the Notice of Extra Ordinary General Meeting (EGM) which is scheduled to be held on Friday, 23rd March, 2018 at 10.00 A.M. at the Administrative Office of the Company at 107, GIDC, Industrial Estate, Por- Ramangamdi GIDC, Dist. Vadodara, PIN: 391243, to transact the business as set out in the Notice of the EGM.

You are requested to take the same on record.

Thanking You,

For Advance Syntex Limited

Bhavan Vora

Managing Director

DIN: 01613974





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NOTICE OF EXTRA ORDINARY GENERAL MEETING

Notice is hereby given that the Extra Ordinary General Meeting of the Members of Advance Syntex Limited is scheduled to be held on Friday, 23rd March, 2018 at 10.00 A.M. at the administrative office of the Company at 107, GIDC, Industrial Estate, Por – Ramangamdi GIDC, Dist. Vadodara, Pin: 391243, to transact the following business:

Special Business:

1. **Item No. 1:** Increase in authorized share capital of the company:

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

“RESOLVED THAT pursuant to Sections 13, 61 and 64 of the Companies Act, 2013, and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made there under, the authorized share capital of the company be and is hereby increased from Rs.9,25,00,000/- (Rupees Nine Crores Twenty Five Lakhs only) divided into 92,50,000 (Ninety Two Lakhs Fifty Thousand only) equity shares of Rs.10/- (Rupees Ten only) each to Rs.11,50,00,000/- (Rupees Eleven Crore Fifty Lakhs only) divided into 1,15,00,000 (One Crore Fifteen Lakhs) equity shares of Rs 10/- (Rupees Ten only) each.

RESOLVED FURTHER THAT the Clause V of the Memorandum of Association of the Company as to share capital be and is substituted with the following:

“The Authorised share capital of the company is Rs.11,50,00,000 (Rupees Eleven Crores Fifty Lakhs only) divided into 1,15,00,000 (One Crore Fifteen Lakhs) equity shares of Rs.10/- (Rupees Ten only) each.”

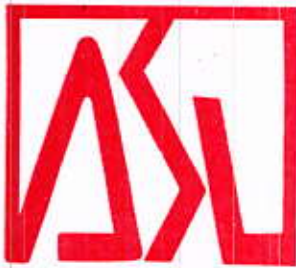
RESOLVED FURTHER THAT the Board of Directors or its committee thereof be and is hereby authorized to take all such necessary steps / actions and to execute and/or file necessary forms with the authorities including the relevant registrar of companies and do all such other acts, deeds and things as may be required to give effect to the foregoing.”

2. **Item No. 2:** Issue of equity shares on a preferential allotment basis:

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

“RESOLVED THAT pursuant to (i) the provisions of Sections 23, 42 and 62(1)(c) of the Companies Act, 2013 and all other applicable provisions, if any read with the Companies (Share Capital and Debentures) Rules, 2014 and the Companies (Prospectus and Allotment of Securities) Rules, 2014 (collectively, the “Companies Act”); (including any statutory modification(s) or re-enactments thereof for the time being in force) and in accordance with the provisions of the Memorandum and Articles of Association of the Company, (ii) Securities and Exchange Board of





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India (Issue of Capital and Disclosures Requirements) Regulations 2009, (the "ICDR Regulations"), (iii) the Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations 2015, (iv) any other rules / regulations/ guidelines, if any, prescribed by the Securities and Exchange Board of India, Reserve Bank of India, relevant stock exchanges and/or any other statutory / regulatory authority; (v) Listing Agreements entered into by the Company with the relevant stock exchanges where the securities of the Company are listed and subject to the approval(s), consent(s), permission(s) and/or sanction(s), if any, of the appropriate authorities, institutions or bodies as may be required, and subject to such conditions as may be prescribed by any of them while granting any such approval(s), consent(s), permission(s), and/or sanction(s), as may be considered appropriate by the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall include any committee thereof for the time being to which all or any of the powers hereby conferred on the Board by this resolution, have been delegated), the consent of the members of the company be and is hereby accorded to the Board to offer, issue, and allot in one or more tranches up to 19,95,250 (Nineteen Lakhs Ninety Five Thousand Two Hundred Fifty) equity shares of Rs.10/- each (Rupees Ten only) at Rs.25/- each (Rupees Twenty Five only) ("Subscription Shares") to the proposed allottees of the Subscription Shares (the "Proposed Allottees") in accordance with applicable laws including the ICDR Regulations and the Companies Act ("Preferential Issue").

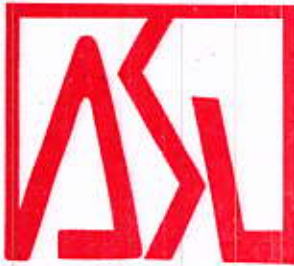
RESOLVED FURTHER THAT in accordance with the provisions of ICDR Regulations, the "Relevant Date" for the purpose of determination of pricing of the Subscription Shares proposed to be issued pursuant to the Preferential Issue as above shall be 20th February, 2018, being the date falling 30 days prior to the date on which this Extraordinary General Meeting ("EGM") is proposed to be held, which is 23rd March, 2018, to approve the said Preferential Issue.

RESOLVED FURTHER THAT the Subscription Shares issued shall rank pari-passu with the existing equity shares of the Company in all respects and that the Subscription Shares so allotted during the financial year shall be entitled to the dividend, if any, declared including other corporate benefits, if any, for which the book closure or the Record Date falls subsequent to the allotment of Subscription Shares.

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution, the Board, and each of the Directors be and are hereby severally authorized to agree and accept all such condition(s), modification(s) and alteration(s) as may be stipulated by any relevant authorities while according approval or consent to the Preferential Issue as may be considered necessary, proper or expedient and give effect to such modification(s) and to resolve and settle all questions, difficulties or doubts that may arise in this regard in the implementation of this Resolution and/or the issue and allotment of Subscription Shares and to do all acts, deeds and things in connection therewith and incidental thereto without being required to seek any further consent or approval of the members of the Company to the intent that the members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT the Company does apply for listing of the Subscription Shares and does make an application to the Depositories for admission of the Subscription Shares.





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RESOLVED FURTHER THAT Mr. Bhavan Vora, Managing Director of the Company and Ms. Darshana Vora, Director be and are hereby severally authorised, on behalf of the Company, to do all acts, deeds, matters and things as deem necessary, proper or desirable and to sign and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolutions along with filing of necessary e-forms with the Registrar of Companies and also to do all acts and take necessary actions to fulfill all other statutory compliances and compliances of the relevant stock exchanges.

RESOLVED FURTHER THAT all actions taken by the Board or committee(s) duly constituted for this purpose in connection with any matter(s) referred to or contemplated in the foregoing resolutions be and are hereby approved, ratified and confirmed in all respects."

Date: 1st March, 2018

Place: Vadodara

For and on behalf of the Board
Advance Syntex Limited

Bhavan Vora
Managing Director
DIN: 01613974





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NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE EXTRA ORDINARY GENERAL MEETING (THE "MEETING") IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING THE PROXY SHOULD, HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING.

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 person or Shareholder.
2. Corporate members intending to send their authorized representatives to attend the Meeting pursuant to section 113 of the Companies Act, 2013 are requested to send to the Company, a certified copy of the board resolution together with specimen signatures of those representative(s) authorized under said resolution to attend and vote on their behalf at the Meeting.
3. Members are requested to:
 - (a) bring the copy of the Notice of this Extra Ordinary General Meeting and Attendance Slip with them at the Meeting.
 - (b) quote their Regd. Folio Number/DP and Client ID Nos. in all their correspondence with the Company or its Registrar and Share Transfer Agent.
4. 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.
5. The Notice is being sent to all the shareholders, whose names appear on the Register of Members / list of Beneficial Owners, as received from National Securities Depository Limited (NSDL) / Central Depository Services (India) Limited (CDSL) as at close of business hours on 23rd February, 2018.
6. For the purpose of determining the name of the shareholders who will be entitled to attend and vote at the Meeting, the record date is 16th March, 2018.





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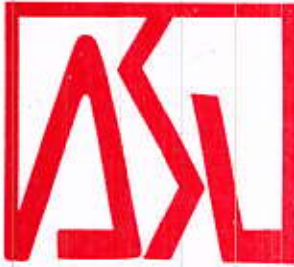
7. Notice of this Extra Ordinary General Meeting is available at the website of the Company at www.midasglitter.com.
8. Relevant documents referred to in the accompanying Notice and the Statement are kept open for inspection by the members at the Registered Office of the Company on all working days, except Saturdays, during business hours up to the date of the Meeting.
9. The Securities and Exchange Board of India ("SEBI") has mandated the submission of Permanent Account Number (PAN) by every participant in the 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 the Company or to the Registrar and Share Transfer Agent.
10. SEBI has also mandated that for registration of transfer of securities, the transferee(s) as well as transferor(s) shall furnish a copy of their PAN card to the Company for registration of transfer of securities.
11. The Notice of the Meeting 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. For Members who have not registered their e-mail addresses, physical copies are being sent by the permitted mode.
12. The route map showing directions to reach the Meeting is annexed.
13. Members desiring any information relating to the accounts, are requested to write to the Company at an early date so as to enable the management to keep the information ready.

Contact Details

Company : **Advance Syntex Limited**
Regd. Office: 233/2 & 238/2, GIDC, Por Ramangamdi,
Vadodara, Gujarat – 391243
Telephone: (0265) 2831850, Tel. Fax : (0265) 2831848
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Registrar of Share Transfer Agent : Sharex Dynamic (India) Private Limited
Unit - 1, Luthra Industrial Premises, Safed Pool, Andheri
Kurla Road, Andheri (East), Mumbai - 400 072.
Tel. No.: +91 - 22 - 2851 5606 / 44
Fax No.: +91 - 22 - 2851 2885
Website: www.sharexindia.com

Explanatory Statement pursuant to Section 102 of the Companies Act, 2013:

Item No-1:

The Company due to its funding requirements has been contemplating various options for raising funds for its normal business purposes. Any further investment into the Company in the form of further issue of shares would require the authorized share capital of the Company to be increased.

The present authorized share capital of the company is Rs.9,25,00,000/- (Rupees Nine Crores Twenty Five Lakhs only) divided into 92,50,000 (Ninety Two Lakhs Fifty Thousand only) equity shares of Rs.10/- (Rupees Ten only) each. The company is proposing to issue new equity shares on a preferential basis to facilitate the raising of additional funds as required. Considering the same, the Board has approved, subject to the shareholders approval, an increase in the authorized share capital to Rs.11,50,00,000/- (Rupees Eleven Crores Fifty Lakhs only) divided into 1,15,00,000 (One Crore Fifteen Lakhs) equity shares of Rs.10/- (Rupees Ten only) each.

The increase in the authorized share capital of the Company will also require consequential amendments to Clause 5 of the Memorandum of Association of the Company

Pursuant to provisions of Sections 13 and 61 of the Companies Act, 2013, an increase in authorized share capital and consequent amendments in the capital clause of the Memorandum of Association of the company requires approval of the members.

Approval of the members is, therefore, sought in terms of the said sections. Your directors recommend the above special resolution for your approval.

None of the Directors, key managerial personnel and their relatives are concerned or interested in the above said resolution.





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Item No-2:

The special resolution as mentioned under item 2 proposes to authorize the Board of directors to issue and allot up to 19,95,250 (Nineteen Lakhs Ninety Five Thousand Two Hundred Fifty) equity shares to Proposed Allottees on a preferential allotment basis in such manner and on such terms of conditions as prescribed under SEBI (ICDR) Regulations and in compliance with Sections 42 and 62 and other applicable provisions of the Companies Act, 2013, the companies (Prospectus and Allotment of Securities) Rules, 2014 and the Companies (Share Capital and Debentures) Rules, 2014.

(I) **The object of the preferential issue**

The proceeds of the preferential issue will be *inter alia* utilized for meeting the current working capital requirements and for partial repayment of Company's debts.

(II) **Pricing of the Issue and Relevant Date**

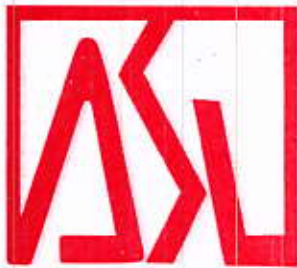
Details of Subscription Shares: 19,95,250 (Nineteen Lakhs Ninety Five Thousand Two Hundred Fifty) equity shares of Rs.10/- each (Rupees Ten only) at Rs.25/- each (Rupees Twenty Five only)

"Relevant Date" in relation to the issue of equity shares in accordance with the ICDR Regulations, would be 20th February, 2018 being the date 30 days prior to the date of shareholders' approval for the proposed Preferential Issue.

(III) **The proposal of the promoters/ directors / key management personnel of the issuer i.e. the Company to subscribe to the offer**

None of the promoters, directors or key management personnel of the issuer i.e. the Company has proposed to subscribe to the offer.





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(IV) Shareholding pattern before and after the Preferential Issue

	Category	Pre-Preferential issue Shareholding (as of 23/02/2018)		Post-Preferential issue Shareholding (after allotment of equity shares)	
		No.	%	No.	%
A	Promoter's Holding				
1.	Indian:				
	Individual /HUF	6545948	71.919	6545948	58.988
	Bodies Corporate	0	-	0	-
2.	Foreign Promoters	0	-	0	-
	Sub Total (A)	6545948	71.919	6545948	58.988
B	Non Promoters Holding	0	-	0	-
1.	Institutional Investors	0	-	0	-
2.	Non-Institution:	0	-	0	-
	Bodies Corporate	72750	0.799	118750	1.070
	Directors and Relatives	0	-	0	-
	Indian Public	2371161	26.051	4320411	38.932
	Hindu Undivided Families	0	-	0	-
	NRI - Repat	100500	1.104	100500	0.906
	Clearing Members	11500	0.126	11500	0.104
	Sub Total (B)	2555911	28.081	4551161	41.012
	Grand Total (A+ B)	9101859	100	11097109	100

(V) Proposed time limit within which the allotment shall be complete

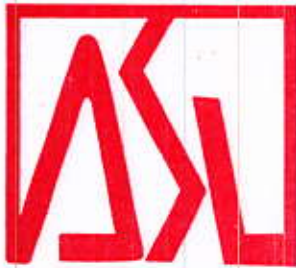
As per Regulation 74 of Securities and Exchange Board of India (Issue of Capital and Disclosures Requirements) Regulations 2009, the allotment of Subscription Shares is proposed to be completed within a maximum period of 15 days from the date of passing of this resolution or where the approval of any statutory authority is pending or required, the allotment will be completed within 15 days from date of such approval.

(VI) Identity of the natural persons who are ultimate beneficial owners of the shares proposed to be allotted and/or who ultimately control the Proposed Allottee

The Beneficial Owners for two proposed allottees which are companies would be as follows:

1. For Krimish Infotech Pvt Ltd – Ms. Gopi Shah
2. For Khushboo Markfin Pvt Ltd- Mr. Bipin Shah
3. For Rest of the Proposed allottees, they are individual natural persons and so they themselves would be the beneficial owners in their personal capacity.





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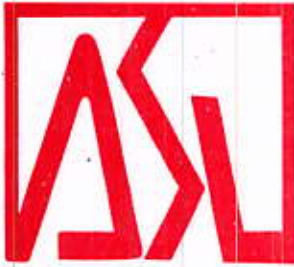
- (VII) Names of the Proposed Allottees and the percentage of the post preferential issue that may be held by them

Name of Proposed Allottee	Pre-Preferential issue Shareholding (as of 01/03/2018)		Post-Preferential issue Shareholding (after allotment of equity shares)	
	No.	%	No.	%
Nikhil Vora	0	-	902750	8.14
Chaitali Nikhil Vora	0	-	575000	5.18
Nehal Vora	0	-	57500	0.52
Bipin Sheth	0	-	46000	0.41
Manish Vora	0	-	28750	0.26
Rupa Sheth	0	-	28750	0.26
Nimisha Nagarsekar	0	-	28750	0.26
Kamlesh Hathi	0	-	23000	0.20
Harshad Dholakia	0	-	23000	0.20
Mihir Adani	0	-	23000	0.20
Amit Shah	0	-	23000	0.20
Hetal Dedhia	0	-	23000	0.20
Amol Doshi	0	-	23000	0.20
Kavita Gada	0	-	23000	0.20
Mehul Shah	0	-	23000	0.20
Nirav Mehta	0	-	23000	0.20
Sameer Kothari	0	-	23000	0.20
Meenakshi Bhalerao	0	-	11500	0.10
Krimish Infotech Pvt. Ltd.	0	-	28750	0.26
Khushboo Markfin Pvt. Ltd.	0	-	17250	0.16
Sapan Kadakia	0	-	11500	0.10
Vrita Kadakia	0	-	11500	0.10
Paras Rashmikant Shah	0	-	17250	0.16
Total			1995250	17.98

- (VIII) Change in control, if any, in the Company that would occur consequent to the preferential issue

There is no change in the control.





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(IX) **Lock in**

The Subscription Shares shall be locked in for such period as may be specified under the Securities and Exchange Board of India (Issue of Capital and Disclosures Requirements) Regulations 2009.

(X) **The number of persons to whom allotment on preferential basis have already been made during the year, in terms of number of securities as well as price**

No preferential allotment is done to any of the Proposed Allottees during the year.

(XI) **Undertaking(s) under the Securities and Exchange Board of India (Issue of Capital and Disclosures Requirements) Regulations 2009**

The Company undertakes –

- a) To recompute the price of the specified securities in terms of the Securities and Exchange Board of India (Issue of Capital and Disclosures Requirements) Regulations, 2009 where it is required to do so; and
- b) That if the amount payable on account of the re-computation of issue price is not paid within the time stipulated in the Securities and Exchange Board of India (Issue of Capital and Disclosures Requirements) Regulations 2009, the Subscription Shares issued pursuant to the Preferential Issue shall continue to be locked-in till the time such amount is paid by the Proposed Allottees.

Date: 1st March, 2018

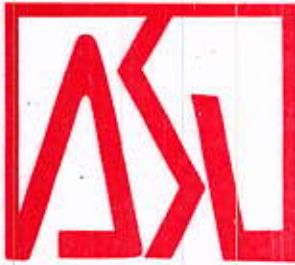
Place: Vadodara

For and on behalf of the Board

Advance Syntex Limited

Bhavan Vora
Managing Director
DIN: 01613974





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ATTENDENCE SLIP

PLEASE FILL THE ATTENDENCE SLIP AND HAND OVER AT THE ENTRANCE OF THE MEETING VENUE.

Joint shareholders may obtain additional Attendance Slip on request.

L.F.No / D.P.Id & Client Id :

No. of Share(s) held :

Name of Members and :

Address of Member(s) :

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

I hereby record my presence at the Extra Ordinary General Meeting of the Members of M/s. Advance Syntex Limited is scheduled to be on Friday, 23rd March, 2018 at 10.00 A.M at the Administrative office of the Company at 107, GIDC, Industrial Estate, Por – Ramangamdi GIDC, Dist. Vadodara, PIN: 391243.

Name of the Member/Proxy

Signature of the Member/Proxy

Notes:

1. Members/Proxy holders are requested to bring the copies of the Notice of the Meeting at the Meeting.
2. Please carry with you this Attendance Slip and hand over the same duly signed at the space provided at the entrance of the Meeting Hall.



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 Phone: (0265) 2831850, E-mail id: info@midasglitter.com, Website: www.midasglitter.com

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 the members	
Registered Address	
Email ID	
Folio No. / Client ID	
DP ID / L.F.No.	

- I / We being a member / members of _____ shares of the above named company, hereby appoint
- 1)of.....having email idor failing him
 - 2)of.....having email idor failing him
 - 3)of.....having email id

and whose signature(s) are appended below 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 Members of Advance Syntex Limited scheduled to be held on Friday, 23rd March, 2018 at 10.00 A.M at the Administrative office of the Company at 107, GIDC, Industrial Estate, Por – Ramangamdi GIDC, Dist. Vadodara, PIN: 391243 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolutions		For	Against
1.	Increase in authorized share capital of the company		
2.	Issue of equity shares on a preferential allotment basis		

Signed..... Day of 2018

Affix
 Re.1
 Revenue
 Stamp



ADVANCE SYNTEX LIMITED

Formerly known as ADVANCE SYNTEX PRIVATE LIMITED

Reg. off. : 233/2 & 238/2, POR G.I.D.C. RAMANGAMDI, VADODARA - 391243

Tel No. : +91-265-2831 400 / 6534 463, Fax No. : +91 265 2831 848

E-mail : midas1002003@hotmail.com , Website : www.midasglitter.com

CIN No. : U17119GJ1990PLC014406

Signature of shareholder

Signature of shareholder

Signature of shareholder

Signature of first proxy holder

Signature of second proxy holder

Signature of third proxy holder

Note:

1. The proxy form 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.
2. It is optional to indicate your preference. If you leave the "For" or "Against" column blank against any or all resolutions, your proxy will be entitled to vote in the manner as he/she may deem appropriate.
3. Your proxy will be entitled to vote in the manner as he/she may deem appropriate at Extra Ordinary General Meeting of the Members of Advance Syntex Limited scheduled on Friday, 23rd March, 2018 at 10.00 A.M at the administrative office of the Company at 107, GIDC, Industrial Estate, Por – Ramangamdi GIDC, Dist. Vadodara, PIN: 391243 or at any adjournment thereof.



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