

# Advance Syntax Limited

CIN: U17119GJ1990PLC014406

**Regd. Office:** 233/2 & 238/2, GIDC, Por Ramangamdi, Vadodara, Gujarat – 391243

Telephone: (0265) 2831850, Tel. Fax : (0265) 2831848

E-mail: [info@midasglitter.com](mailto:info@midasglitter.com)

Website: [www.midasglitter.com](http://www.midasglitter.com)

## Board of Directors:

Mr. Bhavan Dhirendra Vora	-	Managing Director
Mrs. Darshana Devang Vora	-	Whole Time Director
Mr. Sanjeev Manikchand Rakhecha	-	Non Executive Independent Director
Mr. Rajesh Asalraj Jain	-	Non Executive Independent Director
Mr. Himesh Ochhavlal Shah	-	Non Executive Independent Director
Mr. Nandishkumar Vinodray Gandhi	-	Non Executive Director
Mr. Bhasker Pranjivanbhai Parekh	-	Non Executive Director
Mr. Praful Ramanlal Pandya	-	Non Executive Director

## Company Secretary

-	Ms. Lakshita Sabnani
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## Statutory Auditors

-	C.J. Patel & Co. Chartered Accountants The Patel Saw Mill Compound, Near Railway Over Bridge, Chhani, Vadodara, Gujarat
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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: <a href="http://www.sharexindia.com">www.sharexindia.com</a>
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**NOTICE OF 26<sup>TH</sup> ANNUAL GENERAL MEETING**

Notice is hereby given that the 26<sup>th</sup> Annual General Meeting of the Members of Advance Syntax Limited will be held on Friday, the 30<sup>th</sup> September, 2016 at 3.00 p.m. at Por-ramangamdi Industrial Estate Association, Plot No. 137, 1<sup>st</sup> Floor, GIDC Industrial Estate, Por – Ramangamdi GIDC, Dist. Vadodara, PIN: 391243, 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 March 31, 2016, together with the reports of the Board of Director and Auditors thereon.
2. To appoint a Director in place of Mr. Nandishkumar Vinodray Gandhi (DIN: 00284688) who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint a Director in place of Mr. Praful Ramanlal Pandya (DIN: 03381212) who retires by rotation and being eligible, offers himself for re-appointment.
3. Appointment of Auditors.  
To consider and if thought fit, to pass with or without modification(s) 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 and the Companies (Audit & Auditors) Rules, 2014 including any amendment, modification, or variation thereof, the Company hereby make the appointment of M/s. C J Patel & Co., Chartered Accountants (FRN 130418W) as the Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of the next Annual General Meeting of the Company to be held in the year 2017, to examine and audit the financial statements of the Company for the Financial Year 2016-17 at such remuneration as may be mutually agreed between the Board of Directors of the Company and the Auditors.”

**Date: 06-09-2016**  
**Place: Vadodara**

**For and On Behalf of the Board,**

**Sd/-**  
**Bhavan Vora**  
**Managing Director**  
**DIN: 01613974**

**NOTES:**

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL 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) authorised under said resolution to attend and vote on their behalf at the Meeting.
3. Brief resume of Directors including those proposed to be appointed / re-appointed, nature of their expertise in specific functional areas, names of companies in which they hold directorships and memberships / chairmanships of Board Committees, shareholding and relationships between directors inter-se as stipulated under Regulation 36(3) Securities and Exchange Board of India (Listing Obligation and Disclosure Requirement) Regulation 2015 with the Stock Exchange, are provided separately.
4. Members are requested to:
  - (a) bring their copy of the Annual Report and Attendance Slip with them at the Annual General 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.
5. 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.
6. **The Register of Members and Share Transfer Books of the Company will remain closed from Saturday, the 24<sup>th</sup> September, 2016 to Friday, the 30<sup>th</sup> September, 2016 (both days inclusive) for the purpose of Annual General Meeting.**
7. Annual Report and AGM Notice is available at the website of the Company at [www.midasglitter.com](http://www.midasglitter.com).
8. Relevant documents referred to in the accompanying Notice and the Statement is 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. Members desirous of obtaining any information in respect of Accounts of the Company are requested to send their queries in writing to the company at its Registered Office so as to reach at least seven days before the date of the meeting.
10. 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 the Company or to the Registrar and Share Transfer Agent.
11. 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.
12. The Notice of the AGM along with the Annual Report 2015-16 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.
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.

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#### Contact Details

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<b>Company</b>	:	<b>Advance Syntax Limited</b> Regd. Office: 233/2 & 238/2, GIDC, Por Ramangamdi, Vadodara, Gujarat – 391243 Telephone: (0265) 2831850, Tel. Fax : (0265) 2831848 E-mail: info@midasglitter.com Website: www.midasglitter.com
<b>CIN</b>	:	U17119GJ1990PLC014406
<b>Registrar of Share Transfer Agent</b>	:	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: <a href="http://www.sharexindia.com">www.sharexindia.com</a>

#### Important Communication to Members.

Pursuant to Section 101 and 136 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, and under regulation 36 of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulation 2015, Annual Report of the Company has been sent through email to those members whose email ID is registered with the Company / Depository. In case any member wants a physical copy of the Annual Report he may write to the Company Secretary / RTA.

MEMBERS WHO HAVE NOT YET REGISTERED THEIR EMAIL ADDRESS ARE REQUESTED TO REGISTER THEIR EMAIL ADDRESS EITHER WITH THE DEPOSITORIES OR WITH THE COMPANY.

**Details of Directors Seeking Appointment / Re-Appointment at the Annual General Meeting**  
**(Pursuant to SEBI (LODR) Regulation, 2015 and Secretarial Standard – 2 (SS-2) on General Meeting)**

Name	Mr. Nandishkumar Vinodray Gandhi	Mr. Praful Ramanlal Pandya
DIN	DIN: 00284688	DIN: 03381212
Date of Birth	17 <sup>th</sup> September, 1950	21 <sup>st</sup> July, 1969
Date of Appointment	15 <sup>th</sup> December, 2010	15 <sup>th</sup> December, 2010
Qualifications	Bachelor of Engineering (Metallurgy)	Senior Secondary (12th)
Expertise in specific functional areas	Possesses wide experience in field of engineering and has played vital advisory role in engineering and structural designing of our Manufacturing facilities.	Possesses 15 years of experience in field of marketing.
Directorships held in other public companies (excluding foreign companies and Section 8 companies)	Nil	Nil
Memberships / Chairmanships of committees of other public companies (includes only Audit Committee and Stakeholders' Relationship Committee).	Nil	Nil
Number of shares held in the Company	40,500	7,515

**Date: 06-09-2016**  
**Place: Vadodara**

**For and On Behalf of the Board,**

**Sd/-**  
**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 26th Annual General Meeting of the Members of Advance Syntax Limited will be held on Friday, the 30th September, 2016 at 3.00 p.m. at Por-ramangamdi Industrial Estate Association, Plot No. 137, 1st Floor, GIDC Industrial Estate, Por – Ramangamdi GIDC, Dist. Vadodara, PIN: 391243

**Name of the Member/Proxy**

**Signature of the Member/Proxy**

**Notes:**

1. Members/Proxy holder are requested to bring their copies of the Annual Report with 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.

**Advance Syntax Limited**

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Website: [www.midasglitter.com](http://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 id .....or failing him  
 2) .....of.....having email id .....or 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 26<sup>th</sup> Annual General Meeting of the Members of Advance Syntax Limited will be held on Friday, the 30<sup>th</sup> September, 2016 at 3.00 p.m. at Por-ramangamdi Industrial Estate Association, Plot No. 137, 1<sup>st</sup> Floor, 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.	To adopt Audited Financial Statements of the Company for the year ended March 31, 2016 together with the Reports of the Board of Directors and Auditors thereon.		
2.	To appoint a Director in place of Mr. Nandishkumar Vinodray Gandhi (DIN: 00284688) who retires by rotation and being eligible, offers himself for re-appointment.		
3.	To appoint a Director in place of Mr. Praful Ramanlal Pandya (DIN: 03381212) who retires by rotation and being eligible, offers himself for re-appointment.		
4.	Appointment of Auditors.		

Signed..... Day of September 2016

\_\_\_\_\_  
Signature of shareholder\_\_\_\_\_  
Signature of shareholder\_\_\_\_\_  
Signature of shareholder

Affix  
Re.1  
Revenue  
Stamp

\_\_\_\_\_  
Signature of first proxy holder  
holder\_\_\_\_\_  
Signature of second proxy holder\_\_\_\_\_  
Signature of third proxy

**Notes:**

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, you 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 26<sup>th</sup> Annual General Meeting of the Members of Advance Syntax Limited will be held on Friday, the 30<sup>th</sup> September, 2016 at 3.00 p.m. at Por-ramangamdi Industrial Estate Association, Plot No. 137, 1<sup>st</sup> Floor, GIDC Industrial Estate, Por – Ramangamdi GIDC, Dist. Vadodara, PIN: 391243 or at any adjournment thereof.



## Board's Report

To  
The Members,  
**Advance Syntex Limited**

Your Board of Director's are pleased to present the 26<sup>th</sup> Annual Report and the Company's audited financial statement for the financial year ended March 31, 2016.

**1. Financial Results:**

(Amt. In Rs.)

Particulars	Year ended 31.03.2016	Year ended 31.03.2015
Total Revenue	48,30,79,644	47,38,71,129
Total Expenses	47,06,39,389	45,47,99,610
<b>Profit before Tax</b>	<b>1,47,89,205</b>	<b>1,90,71,519</b>
Exceptional Items –Add. Dep.	16,56,223	1,82,88,317
Tax Expense	74,61,563	51,38,290
Deferred Tax Liability /(Assets)	(4,42,738)	(46,51,595)
<b>Profit for the Year</b>	<b>61,14,157</b>	<b>2,96,508</b>

**2. Dividend:**

During the year under review, the Company has decided to plough back the profit for the ongoing expansion and modernization activities of the Company. The Board therefore, does not recommend payment of any dividend for the year under review.

**3. Transfer to Reserves:**

The Company does not propose to transfer any sum to the General Reserve of the Company

**4. Financial Performance and Operational Review :**

During the financial year 2015- 2016,

In spite of poor market condition prevailing in the industry and occurrence of causality by broking out of fire of the Company's plant located at 233/2, Por-Ramangamdi GIDC, in the month of November-2015, the Company due to its effective production planning and process, managed to enhance its revenue by 2.44% as compared to previous year's revenue.

The rise in revenue also contributed to the overall increase in profitability of the Company and the net profit for the year reached to Rs. 61,14,157, compared with previous year's profit of Rs. 2,96,508, registering growth by 20 times.

The Company has been putting its best endeavors to continue to stabilize its quality of the Products manufactured and to bring efficiency, at all the level of operations, by minimizing operational cost, to the extent possible.

**5. Future Prospect:**

**ACHIEVEMENTS DURING 2015-16.**

- The Company has been selected as one of the SME100 winners by SME FORUM.

- The Company has been selected as one of forty India small Giants who changed processes, life style, or national saving by their projects.

***Business Expansion:***

- During the year under review, the company has developed Cosmetic Glitters, a high value product with a good value addition which is used in India for nail polish, nail art, henna, tattoo, etc. This development is in just beginning stage and the Company is in discussion with few cosmetic products vendors to whom this product can be sold. The Company is also focusing on exporting these Glitters which may be in a good volume as there is more application and trend to consume. Presently, the Company is facing competition from Chinese imports in unorganized sector; however the Company is working hard to establish notable position in the market place.
- The Company is in process of negotiation with a leading chain store in USA for supplying Glitter Powder in a Big way in small packing. This may end up in la high jump in export business and consequent revenue generation. This business is expected to grow at level gradually that we may appoint a representative in USA, then a liaison office and ultimately a stock carrying office to a small manufacturing unit. This may be in a time frame of 4/5 years a gradual and profitable exchange earning business.
- In Europe and USA, the Garments for children and women mainly need glitter printing with chemically approved Glitter Powder which has a high value and good value addition. The Company has taken a step in this direction and looking for a sourcing chemicals to produce it.
- Through outsourcing of glitter glue for craft and fabrics, the market in export business to also expected to add county's export contribution, enhancing thereby revenue and profit.
- The Company is in a process of developing our glitter powder product mix by adding Shaped Glitters as well as glitter paper made on machine in bulk which has a growing demand in western countries as well as in India.
- In Financial year 2015-16, the Company expanded its footprints in South India by appointing a distributor in who is taking care of our business interest thereat. The Company expects to have more business opportunity with better value creation.
- **Major expansion in Metallising:** The Company is in negotiation with original supplier BOBBST. to supply us a different type metalliser for specific customers in metallic yarn industry, produce packaging material for large size MNC customers and overseas customers.
- The envisages future prospects also requires significant capital investment whether by way pf debt, equity and good buying terms. The Company is taking active steps in in this direction.
- The Company anticipate its valuable shareholders and other stakeholders to cooperate, stay longer for better future, and expansion of their wealth invested in the Company.

**6. Transfer of unclaimed dividend to investor education and protection fund:**

No amount has become due for transfer of Unclaimed Dividend to Investor Education and Protection Fund, in terms of the provisions of Section 125 of the Companies Act, 2013.