

NOTICE OF THE 8TH ANNUAL GENERAL MEETING

NOTICE is hereby given that 08th Annual General Meeting of the Members of SYSCO INDUSTRIES LIMITED will be held on Wednesday, 27th September, 2017 at 02:00 p.m. at Maharaja Agrasen Bhavan, Vardhman Mahaveer Marg, City Light Town, Athwa, Surat-395007 Gujarat to transact the following business:-

ORDINARY BUSINESS:

1. Adoption of Financial Statement

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2017, together with the Reports of the Board of Directors and the Auditors thereon,

2. Appointment of a Director retiring by rotation

To reappoint Mr. Saurabh B. Jain who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment

3. Ratification of 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 Section 139 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment (s) thereof for the time being in force), appointment of M/s Adukia and Company, Chartered Accountants, (ICAI Registration No. 125096W), which has been approved at the Annual General Meeting held on 30th September 2014 for a term of five years i.e from the conclusion of the 5th Annual General Meeting until the conclusion of the 10th Annual General Meeting, be and is hereby ratified to be Statutory Auditor by the Company, to hold office from the conclusion of this Annual General Meeting until the conclusion of the Next Annual General Meeting to examine and audit the accounts of the Company for the financial year 2017-2018, at such remuneration as may be agreed upon between the Board of Directors of the Company and the Statutory Auditors.”

DATE: 10TH JULY, 2017
PLACE: SURAT

BY ORDER OF THE BOARD OF DIRECTORS
FOR SYSCO INDUSTRIES LIMITED
RAJEEV RANJAN
COMPANY SECRETARY

NOTES

1. The Company got listed with BSE on SME platform on 13th April 2016.
2. A member entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of him/herself and proxy need not be a member. The proxies to be effective should be deposited at the Registered Office of the Company not later than 48 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.

3. In compliance with the provisions of Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, and Regulation 44 of the Listing Regulation (Including any Statutory Modification or re-enactment thereof for the time being in force), the Company is not providing e-Voting facility as per Provisions of Companies Act, 2013. SME listed Company is not Mandatory to provide E-voting Facility.
4. Corporate Members intending to send their authorized representatives are requested to send a duly certified copy of the Board Resolution authorizing their representatives to attend and vote at the Annual General Meeting.
5. Pursuant to SEBI (LODR) Regulations, 2015, details of directors seeking appointment/reappointment at the Meeting are given in detail, is annexed hereto.
6. A statement pursuant to Section 102 of the Companies Act, 2013 relating to the Special Business to be transacted at the meeting is annexed hereto.
7. Shareholders are requested to bring their copy of Annual Report to the meeting.
8. Members/Proxies should fill Attendance Slip for attending the meeting.
9. The Register of Members and Share Transfer Books of the Company will remain closed from **Friday the 22nd September, 2017 to Wednesday the 27th September, 2017 (both days inclusive)**. The Record date / Cut-off date to determine the eligibility of members for the purpose of voting at the 8th Annual General Meeting is **Friday the 22nd September, 2017**.
10. Members seeking any information or clarification on Accounts are requested to send written queries to the Company, at least one week before the date of the meeting. Replies will be provided in respect of such written queries received only at the meeting.
11. Relevant documents referred to in the accompanying Notice and the Statement is open for inspection by the members at the administrative office of the Company on all working days, except Saturdays, during business hours up to the date of the Meeting.
12. 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 their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company or its Share registrars and Transfer Agents.

13. Members holding shares in physical form and who have not registered their email IDs are requested to register their email IDs with the Company's Share Registrars and Transfer Agents.
14. The Notice of the Annual General Meeting and Annual Report of the Company for the year ended 31st March, 2017 is uploaded on the Company's website www.syscogroup.in and may be accessed by the members and also on the website of the Bombay Stock Exchange Ltd. www.bseindia.com.
15. Electronic copy of the Annual Report for 2016-17 is being sent to all the members whose email IDs are registered with the Company / Depository Participants(s) for communication purposes unless any member has requested for a physical copy of the same. For members who have not registered their email address, a physical copy of the Annual Report for 2016 -17 is being sent in the permitted mode.

NOTE: **E-voting Facility** shall not apply to companies referred to in Chapter XB or Chapter XC of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009 (the "ICDR regulations") along with companies with less than 1000 members. Chapter XB of the ICDR regulations deals with the issue of specified securities by small and medium enterprises and Chapter XC of the ICDR regulations relates to listing on the exchange made possible without bringing an initial public offer by small-and-medium enterprises ("SMEs").

DATE: 10TH JULY, 2017
PLACE: SURAT

BY ORDER OF THE BOARD OF DIRECTORS
FOR SYSCO INDUSTRIES LIMITED
RAJEEV RANJAN
COMPANY SECRETARY

DETAILS OF THE DIRECTORS SEEKING APPOINTMENT / RE-APPOINTMENT IN THE 08TH ANNUAL GENERAL MEETING OF THE COMPANY PURSUANT TO SEBI LISTING REGULATIONS

Name of Director	SAURABH B. JAIN
Director Identification Number	02441361
Date of Birth	23/09/1975
Date of Appointment	01/12/2015
Relationship with other Directors Inter se	Son of Mr. Bharatbhushan Jain (Whole Time Director) Brother of Mr. Sidharth Jain (Joint Managing Director)
Profile & Expertise in Specific functional Areas	Around 11 years experience in textiles industry including 2 years in packaging industry
Qualification	B. Com.
No. of Equity Shares held in the Company	12,60,582
List of other Companies in which Directorships are held	NIL
List of committees of Board of Directors (across all other Companies) in which Chairmanship/Membership is held	NIL



Speciality Systems & Coatings

SYSCO INDUSTRIES LIMITED

CIN: L51101GJ2009PLC057954

206, RAJHANS COMPLEX, CIVIL CHAR RASTA NEAR NIRMAL CHILDREN HOSPITAL, RING ROAD, SURAT GJ 395002

Website: www.syscogroup.in

E-mail: mail@syscogroup.in

Ph: +91 261 2340069

ATTENDANCE SLIP

DP ID*

Client ID*

Folio

No. of Shares

NAME AND ADDRESS OF THE SHAREHOLDER

I hereby record my presence at the **08TH ANNUAL GENERAL MEETING** of the Company held on Wednesday, 27th September, 2017 at 02:00 P.M. at Maharaja Agrasen Bhavan, Vardhman Mahaveer Marg, City Light Town, Athwa, Surat-395007.

Signature of the Shareholder | Proxy

* Applicable for investors holding shares in electronic form.

Notes:

Shareholders attending the meeting in person or by proxy are requested to complete the attendance slip and hand it over at the entrance of the meeting venue. For route map of the meeting venue, please see overleaf.



Speciality Systems & Coatings

SYSCO INDUSTRIES LIMITED

CIN: L51101GJ2009PLC057954

206, RAJHANS COMPLEX, CIVIL CHAR RASTA NEAR NIRMAL CHILDREN HOSPITAL, RING ROAD, SURAT GJ 395002

Website: www.syscogroup.in

E-mail: mail@syscogroup.in

Ph: +91 261 2340069

Affix
Revenue
Stamp

Form No. MGT- 11 [PROXY FORM]

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

Name of Members: _____
Registered Address: _____
E-mail Address: _____
Folio No. | Client ID: _____ DP Id: _____

I/we, being the member(s) of Sysco Industries Limited, holding _____ shares, hereby appoint:

1) Name: _____ E-mail Id: _____
Address: _____
Signature: _____ or failing him/her

2) Name: _____ E-mail Id: _____
Address: _____
Signature: _____ or failing him/her

3) Name: _____ E-mail Id: _____
Address: _____
Signature: _____

as my / our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the **08th ANNUAL GENERAL MEETING** of the Company, to be held on Wednesday, 27th September, 2017 at 02:00 P.M. at Maharaja Agrasen Bhavan, Vardhman Mahaveer Marg, City Light Town, Athwa, Surat-395007 and at any adjournment thereof in respect of such resolutions as are indicated below:

S.NO	ORDINARY RESOLUTIONS
1	Adoption of financial statements for the year ended on March 31, 2017
2	Reappoint Mr. Saurabh Bharatbhushan Jain as a Director
3	Ratification of appointment of M/s. Adukia & Company as Statutory Auditor

Signed this day of 2017

Signature of the Shareholder(s):

Signature of the Proxyholder(s):

Note:

1. This form of proxy in order to be effective should be duly stamped, completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.
2. Those Members who have multiple folios with different jointholders may use copies of this Attendance Slip/Proxy.
3. Proxy need not be a member of the Company.
4. A person can act as Proxy on behalf of not more than fifty (50) members and holding in aggregate not more than ten percent of total share capital of the Company. Members holding more than ten percent of total share capital of the Company may appoint a single person as proxy, who shall not act as proxy for any other member.