






FORM A

Covering Letter of the Annual Audit Report for the period 01.07.2014 to
31.03.2015 to be filed with the Stock Exchange

1	Name of the Company	SYNERGY BIZCON LIMITED
2	Annual Financial Statements for the Period ended	31.03.2015
3	Type of Audit Observation	Un-qualified
4	Frequency of Observation	Not Applicable
5	To be signed by	
	(a) CEO / Managing Director	 DHIRAJBHAI KORADIYA Managing Director DIN : 03371017
	(b) CFO	 SHWET KORADIYA CFO DIN : 03489858
	(c) Auditor of the Company	For Rajesh Shantilal Jain & Co. Chartered Accountants  Dr. R. K. S. JAIN Proprietor Membership No. 071697 Firm Reg. No. 012940C 
	(d) Audit Committee Chairman	 RAMESHKUMAR MEHTA Director DIN : 03362341



22nd

ANNUAL REPORT

2014-15

Empowering Values Together

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COMPANY INFORMATION

BOARD OF DIRECTORS

Dhirajbhai Koradiya	Chairman & Managing Director
Shwet Koradiya	Director & Chief Financial Officer
Rameshkumar Mehta	Independent and Non-Executive Director
Chetnaben Adani	Independent and Non-Executive Director
Paras Doshi	Independent and Non-Executive Director (Ceased w.e.f. 14.11.2014)
Dipeshkumar Adani	Independent and Non-Executive Director (Ceased w.e.f. 19.06.2015)
Mukeshkumar Patel	Additional Director (Appointed w.e.f. 19.06.2015)

COMPANY SECRETARY & COMPLIANCE OFFICER

Priyanka Vadhere

AUDITORS

M/s. Rajesh Shantilal Jain & Co.
Chartered Accountants
101-A, Press House,
22, Press Complex, A. B. Road,
Indore – 452 008, M.P.

BANKERS

Kotak Mahindra Bank
Ghod Dhod Road,
Surat-395007, Gujarat

REGISTERED OFFICE

404, Navneet Plaza,
5/2, Old Palasia,
Indore – 452001,
Madhya Pradesh
Tel/fax: 0731 – 4202337
Email: – synergybizcon@gmail.com , info@sbcl.co.in
Website: – www.sbcl.co.in

REGISTRAR & SHARE TRANSFER AGENT

Purva Sharegistry (India) Private Limited
9, Shiv Shakti Ind. Estates, J R Boricha Marg,
Lower Parel (E), Mumbai - 400 011, Maharashtra
Tel. – (022) 2301 6761, Fax – (022) 2301 2517
Email: – busicomp@vsnl.com
Website: – www.purvashare.com



NOTICE

Notice is hereby given that the **22nd ANNUAL GENERAL MEETING** of **SYNERGY BIZCON LIMITED** will be held at Hotel President, 163, R.N.T. Marg, Indore – 452 001, Madhya Pradesh on Tuesday, the 29th September, 2015 at 11.00 a.m. 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 31st March, 2015 and the reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Shwet Koradiya (DIN: 03489858) who retires by rotation and being eligible, offers himself for reappointment.
3. To appoint M/s. Rajesh Shantilal Jain & Co., Chartered Accountants, Indore as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company on such remuneration as may be fixed by the Board of Directors of the Company.

SPECIAL BUSINESS:

4. Appointment of Mr. Mukesh Kishorbhai Patel as an Independent Director:

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 149, 152 read with Schedule IV and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement, Mr. Mukesh Kishorbhai Patel (DIN: 07195302) who was appointed by the Board of Directors as an Additional Director of the Company w.e.f. 19th June, 2015 and who holds office upto the date of the forthcoming Annual General Meeting of the Company in terms of Section 161(1) of the Companies Act, 2013 and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director of the Company, be and is hereby appointed as an Independent Director of the Company to hold office for a term of 5 (five) consecutive years with effect from 19th June, 2015 and not liable to retire by rotation.”

By order of the Board of Directors
For SYNERGY BIZCON LTD.

Place: Surat
Date: 13/08/2015

PRIYANKA VADNERE
Company Secretary
ACS- 40499

REGISTERED OFFICE

404, Navneet Plaza,
5/2, Old Palasia,
Indore – 452001,
Madhya Pradesh.

**Notes:-**

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT PROXY/PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF. SUCH PROXY/PROXIES NEED NOT BE A MEMBER OF THE COMPANY.

A PERSON CAN ACT AS PROXY ON BEHALF OF NOT MORE THAN FIFTY (50) MEMBERS AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT (10%) OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. THE INSTRUMENT OF PROXY IN ORDER TO BE EFFECTIVE, SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY, DULY COMPLETED AND SIGNED NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING. A PROXY FORM IS ANNEXED HEREWITH. PROXIES SUBMITTED ON BEHALF OF THE COMPANIES, SOCIETIES ETC. MUST BE SUPPORTED BY AN APPROPRIATE RESOLUTION/ AUTHORITY AS APPLICABLE.

2. The Register of Members and Share Transfer books of the Company will remain closed from 22nd September, 2015 to 29th September, 2015 (both days inclusive).
3. Members may please note that no gifts will be distributed at meeting, in compliance with Section 118(10) of the Companies Act, 2013 and the Secretarial Standards issued by Institute of Company Secretaries of India.
4. Members are requested to:
 - a. Intimate to the Company's Registrar & Share Transfer Agent M/s. Purva Sharegistry (India) Pvt. Ltd., 9 Shiv Shakti Ind. Estate, J R Boricha Marg, Lower Parel (E), Mumbai – 400011, their Depository Participant ("DP"), regarding changes if any, in their registered address and their E-mail ID at an early date.
 - b. Quote their Registered Folio Numbers and/or DP Identity and Client Identity Number in their correspondence.
 - c. Bring their copy of Annual Report and the Attendance Slip with them at the Annual General Meeting. As a measure of economy, extra copies of the annual Report will not be provided at the meeting.
5. Members are requested to convert their share(s) lying in physical form to the Demat form for easy transferability of shares. For any help, the shareholders may contact to the Registrar & Share Transfer Agent at email id. busicomp@vsnl.com and Company Secretary at email id. synergybizcon@gmail.com.
6. Members are requested to affix their signatures at the space provided on the attendance slip annexed to the proxy form and hand over the slip at the entrance of the meeting hall.
7. A Member desirous of getting any information on the accounts or operations of the Company is required to forward his/her queries to the Company at least seven days prior to the meeting so that the required information can be made available at the Meeting.
8. 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 their PAN to their Depository Participants with whom they maintain their demat accounts. Members holding shares in physical form can submit their PAN to the Company/ Purva Shareregistry (India) Pvt. Ltd.

9. Pursuant to provisions of Section 72 of the companies Act, 2013 members holding shares in physical mode are advised to file a Nomination Form in respect of their shareholding. Any Member wishing to avail this facility may submit the prescribed statutory form SH-13 to the company share transfer agent.
10. Pursuant to Clause 49 of the Listing Agreement, the particulars of Directors seeking appointment and re-appointment at the meeting are annexed herewith this report.
11. Members who have not register their e-mail address so far are requested to register their e-mail address or receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.

12. **Voting through electronic means (i.e. remote e-voting):**

- I. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Clause 35B of the Listing Agreement, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the 22nd Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM through “remote e-voting” services provided by National Securities Depository Limited (NSDL).
- II. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting will be able to exercise their right at the meeting through ballot paper.
- III. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but will not be entitled to cast their vote again.
- IV. The remote e-voting period commences on **26th September, 2015** (9:00 am) and ends on **28th September, 2015** (5:00 pm). During this period, members of the Company holding shares either in physical form or in dematerialized form as on the cut-off date of 22nd September, 2015 may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
- V. The process and manner for remote e-voting are as under:
 - A. In case a Member receives an email from NSDL [for members whose email id are registered with the Company/Depository Participants(s)] :
 - (i) Open email and open PDF file viz; “SBCL remote e-voting.pdf” with your Client ID or Folio No. (in case you are holding shares in physical mode) and password. The said PDF



file contains your User ID and Password/PIN for remote e-voting. Please note that the password is an initial password.

- (ii) Launch internet browser by typing the following URL: <https://www.evoting.nsdl.com/>
- (iii) Click on Shareholder – “Login”
- (iv) Put User ID and Password as initial password/PIN noted in step (i) above. Click Login.
- (v) Password change menu will appear. Change the password/PIN with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. 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 remote e-voting will appear. Click on remote e-voting: Active Voting Cycles.
- (vii) Select “EVEN” of “Synergy Bizcon Limited”.
- (viii) Now you are ready for remote e-voting on appears of Cast Vote page.
- (ix) Cast your vote by selecting appropriate option then click on “Submit” and also “Confirm” when prompted.
- (x) After 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 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 csmanishpatel@gmail.com with a copy marked to evoting@nsdl.co.in.

B. In case a Member receives physical copy of the Notice of AGM [for members whose email IDs are not registered with the Company/Depository Participants(s) or requesting physical copy] :

- (i) Initial password is provided as below/at the bottom of the Attendance Slip for the AGM:

EVEN (Remote e-voting Event Number)	USER ID	PASSWORD/PIN

- (ii) Please follow all steps from Sr. No. (ii) to Sr. No. (xii) above, to cast vote.

VI. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990.



- VII. If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password/PIN for casting your vote.
- VIII. 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).
- IX. 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 date of 22nd September, 2015.
- X. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. 22nd September, 2015, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or Issuer/RTA.

However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using “Forgot User Details/Password” option available on www.evoting.nsdl.com or contact NSDL at the following toll free no.: 1800-222-990.

- XI. A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.
- XII. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date shall only be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.
- XIII. Mr. Manish R. Patel, Company Secretary in Practice (COP. No. 9360) has been appointed as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting and remote e-voting process in a fair and transparent manner.
- XIV. The Chairman shall, at the end of discussion on the resolutions in AGM on which voting is to be held, allow voting with the assistance of scrutinizer, by use of “Ballot Paper” for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
- XV. The Scrutinizer shall after the conclusion of voting at the general meeting, will 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 three days of the conclusion of the AGM, a consolidated scrutinizer’s report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- XVI. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company www.sbcl.co.in and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the Stock Exchanges where the shares of the Company are listed.



13. All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company between 9.00 a.m. to 11.00 a.m. on all working days, up to and including the date of the Annual General Meeting of the Company.

(I) EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO. 4

Mr. Mukesh Kishorbhai Patel (DIN: 07195302) was appointed as an Additional Director of the Company by the Board of Directors pursuant to Section 161 (1) of the Companies Act, 2013 with effect from 19th June, 2015. He will hold office only up to the date of the ensuing Annual General Meeting.

The Company has received a notice in writing under Section 160 of the Companies Act, 2013, signifying one of the member's intention to propose Mr. Mukesh Kishorbhai Patel as a candidate for the office of an Independent Director of the Company to hold office for five consecutive years w.e.f. 19th June, 2015 as mentioned in the resolution and shall not retire by rotation.

Mr. Mukesh Kishorbhai Patel is not disqualified from being appointed as an Independent Director in terms of Section 164 of the Companies Act, 2013 and has given his consent to act as a Director.

As per the said Section 149 of the Companies Act, 2013, an Independent Director can hold office for a term up to 5 (five) consecutive years on the Board of Company and he shall not be included in the total number of Directors for retirement by rotation.

The Company has also received a declaration from Mr. Mukesh Kishorbhai Patel that he meets the criteria of independence as prescribed under Section 149 (6) of the Companies Act, 2013 and under Clause 49 of the Listing Agreement. Mr. Mukesh Kishorbhai Patel possesses appropriate skills, experience and knowledge.

In the opinion of the Board, Mr. Mukesh Kishorbhai Patel fulfils the conditions for his appointment as an Independent Director as specified in the Companies Act, 2013 and the Listing Agreement.

Copy of the draft letter of appointment of Mr. Mukesh Kishorbhai Patel as an Independent Director setting out the terms and conditions is available for inspection by members at the Registered Office of the Company.

The Board recommends the resolution for your approval.

None of the Directors or Key Managerial Personnel of the Company or their relatives except Mr. Mukesh Kishorbhai Patel is considered to be interested or concerned in the above resolution.



(II) DETAILS OF DIRECTORS SEEKING APPONTMENT/RE-APPOINTMENT AS REQUIRED UNDER CLAUSE 49 OF THE LISTING AGREEMENT WITH THE STOCK-EXCHANGE:

A.

Name of the Director	Mr. Shwet Koradiya (DIN: 03489858)
Designation/Category	Promoter Director / CFO
Age	27 Years
Nationality	Indian
Qualification	M.B.A (Finance) from University of Technology Sydney (UTS), Australia
Expertise in specific functional area	Mr. Shwet Koradiya has been very much instrumental in the field of Finance and Accounts. He has 5 years of experience in Diamond and Construction Industry.
Shareholding in Company	9,32,000 Equity shares
Directorship in the Company	1. L'avance Dirays Limited 2. Koradiya Mile Stone Private Limited
Membership/Chairmanship in Committees (Other than Synergy Bizcon Ltd.)	Nil
Relationship with other Director	Son of Mr. Dhirajbhai Koradiya, Chairman and Managing Director.

B.

Name of the Director	Mr. Mukesh Patel (DIN: 07195302)
Designation/Category	Non Executive Independent Director
Age	30 Years
Nationality	Indian
Qualification	B.Com, C.A., DISA.
Expertise in specific functional area	Mr. Mukesh Patel is a practicing Chartered Accountant of Surat having expertise mainly in Taxation, Management and Finance.
Shareholding in Company	Nil
Directorship in the Company	Nil
Membership/Chairmanship in Committees Other than Synergy Bizcon Ltd.)	Nil
Relationship with other Director	Not related to other Directors

By order of the Board of Directors
For SYNERGY BIZCON LTD.

Place: Surat
Date: 13/08/2015

PRIYANKA VADNERE
Company Secretary
ACS-40499

REGISTERED OFFICE

404, Navneet Plaza,
5/2, Old Palasia,
Indore – 452001,
Madhya Pradesh.



DIRECTORS' REPORT

To
The Members,

Your Directors are pleased to present the 22nd Annual Report of your Company together with the Audited Financial Statements and Auditors' Report for the Period ended on 31st March, 2015.

1. FINANCIAL PERFORMANCE:-

The financial performance of the Company for the year ended 31st March, 2015 is summarized below:

(Amount in Rs.)

Particulars	2014-15 (9 months)	2013-14 (9 months)
Revenue From Operations	16,46,52,460	5,16,12,045
Other Income	63	2,01,772
Profit/(Loss) before tax & Exceptional/extraordinary Items	(4,96,289)	(1,21,86,348)
Less:		
Exceptional/Extraordinary items	--	--
Profit/(Loss) Before Tax	(4,96,289)	(1,21,86,348)
Less:		
Tax Expense	(7,034)	1,70,614
Deferred Tax	(19123)	0
Net Profit/(Loss) After Tax	(5,22,446)	(1,23,56,962)

2. REVIEW OF OPERATIONS:-

The Net Income of your Company for the year 2014-15 was increased to Rs.1646.53 Lakh as against Rs. 518.14 Lakh of the previous year. However, the Company has made a Net Loss after tax of Rs. 5.22 Lakh for the year 2014-15 as against the net loss after tax of Rs. 123.57 Lakh of the previous year.

There were no material changes and commitments affecting the financial position of the Company from the end of the financial year till the date of the Directors' Report.

3. FINANCIAL YEAR OF THE COMPANY:-

As per definition of the "Financial Year" given in Section 2(41) of the new Companies Act, 2013, financial year of the Company must be ended on 31st March of following year, in respective whereof financial statement of the Company is made up. Further, every existing Company shall within a period of 2 years align its financial year as per the provisions of this act.

In order to align current financial year of the Company as per the new definition of the Financial Year, Board of Directors of your Company has decided in their meeting held on 14th November, 2014 to reduce Current financial year by 3 months and financial year 2014-15 shall remain of 9 months i.e. commence from 1st July, 2014 and ended on 31st March, 2015.

**4. DIVIDEND:-**

The Directors have not recommended any dividend on equity shares of the Company.

5. BOARD OF DIRECTORS:-

- Mr. Paras Doshi, Independent Director of the Company had resigned from the Directorship of the Company w.e.f. 14th November, 2014. The Board of Directors places on record its feeling of appreciation for the valuable contribution made by him during his tenure as Director.
- Mr. Shwet Koradiya, Director of the Company liable to retire by rotation has been reappointed in 21st Annual General Meeting of the Company held on 31st December, 2014.
- As per the provisions of the Companies act, 2013, Mr. Shwet Koradiya, Director of the Company retires by rotation at the ensuing Annual General Meeting and being eligible, seeks re-appointment. The Board recommends his re-appointment.
- Mr. Dipesh Adani, Independent Director of the Company had resigned from the Directorship of the Company w.e.f. 19th June, 2015. The Board of Directors places on record its feeling of appreciation for the valuable contribution made by him during his tenure as Director.
- Mr. Mukesh Patel, after recommendation by the Nomination and Remuneration Committee, was appointed by the Board as an Additional Director of the Company w.e.f. 19th June, 2015 who hold office only upto the date of ensuing AGM. Notice has been received together with necessary deposit propose his candidature for appointment of Independent Director w.e.f. 19th June, 2015. Further, he is qualified to be appointed as an Independent Director of the Company.
- Mr. Mukesh Patel has appointed as member of Audit Committee, Nomination and Remuneration Committee, Stakeholder Relationship Committee and Independent Director Committee.

6. INDEPENDENT DIRECTORS:-

During the year under review, the members approved the appointments of Mr. Dipeshkumar Adani, Mr. Rameshkumar Mehta and Mrs. Chetnaben Adani as an Independent Directors for a period of 5 years and they are not liable to retire by rotation under Section 149(7) of the Companies Act, 2013.

The Company has received necessary declaration from each Independent Directors under Section 149(7) of the Companies Act, 2013, that he/she meets the criteria of independence as laid down in Section 149(6) of the Companies Act, 2013 and Clause 49 of the Listing Agreement.

The Company has also carried out Familiarisation Program for the Independent Directors, a detail of which is posted on Company's website www.sbcl.co.in.

7. KEY MANAGERIAL PERSONNEL:-

During the year, following persons act as KMP of the Company.

- | | |
|-----------------------------|---------------------|
| (i) Mr. Dhirajbhai Koradiya | - Managing Director |
| (ii) Mr. Shwet Koradiya | - Director/CFO |
| (iii) Mr. Dipesh Mistry | - Company Secretary |
| (iv) Mr. Vishal Dholiya | - Company Secretary |



Reappointment of Mr. Dhirajbhai Koradiya as Managing Director for a further period of 5 years w.e.f. 11th January, 2014 has been confirmed by the shareholders of the Company in 21st Annual General Meeting held on 31st December, 2014.

Mr. Dipesh Mistry has resigned from the post of Company Secretary w.e.f. 28th August, 2014 and Mr. Vishal Dholiya has been appointed as Company secretary w.e.f. 28th August, 2014.

However, Mr. Vishal Dholiya has resigned from the post of Company Secretary w.e.f. 19th June, 2015.

The Board has appointed Ms. Priyanka Vadnere as a Compliance Officer w.e.f. 19th June, 2015 and Company Secretary w.e.f. 13th August, 2015. At present, she is acting as Company Secretary and Compliance Officer of the Company.

8. DIRECTORS' RESPONSIBILITY STATEMENT:-

Pursuant to the provisions of Section 134 of the Companies Act, 2013, the Directors confirm that-

- (i) in the preparation of the annual accounts for the year ended 31st March, 2015, the applicable accounting standards have been followed and no material departures have been made for the same;
- (ii) appropriate accounting policies had been selected and applied them consistently and judgments and estimates have been made that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year 31st March, 2015 and of the loss of the company for that period;
- (iii) proper and sufficient care have been taken for maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (iv) the annual accounts had been prepared on a "going concern" basis;
- (v) the proper internal financial controls are laid down and are adequate and operating effectively.
- (vi) the proper systems to ensure compliance with the provisions of all applicable laws have been devised and such systems were adequate and operating effectively.

9. LISTING ON THE STOCK EXCHANGES:-

At present, the Company's equity shares are listed with the Bombay Stock Exchange Limited and the Calcutta Stock Exchange Limited for which the Company has paid necessary listing fees for the Financial Year 2015-16.

10. FIXED DEPOSITS:-

The Company has not accepted or renewed any Fixed Deposit within the meaning of Section 73 of the Companies Act, 2013.

11. PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS:-

Particulars of Investments are provided in the notes to the financial statements of the Company.

**12. PARTICULARS OF EMPLOYEES:-**

Particulars of employees as required under Section 197(12) of the Companies Act, 2013 read with Rule 5(2) of the Companies (Appointment and remuneration of Managerial Personnel) Rules, 2014 are not annexed since there are no employees drawing remuneration of more than Rs. 60,00,000/- per annum during the year under review, if employed for full year or more than Rs. 5,00,000/- per month, if employed for part of the year.

13. MEETINGS:-

Financial year of the Company was Commenced from 01-07-2014 and ending on 31-03-2015. Hence, during the said financial year, 3 (Three) Board Meetings and 3 (Three) Audit Committee Meetings were convened and held. The details of which are given in the Corporate Governance Report. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

Besides the above, several Committee Meetings of the Board were held during the financial year 2014-15, the detailed information of which is also included in the Corporate Governance Report.

14. AUDIT COMMITTEE:-

The details of the composition of the Audit Committee are given in the Corporate Governance Report. During the year, all the recommendations of the Audit Committee were accepted by the Board.

15. BOARD EVALUATION:-

Pursuant to the provisions of the Companies Act, 2013 and Clause 49 of the Listing Agreement, the Board has carried out an Annual Performance Evaluation of its own, the Directors individually and the various Committees. The Performance evaluation of the Chairman, Non Independent Directors and the Board as a whole was also carried out by the Independent Directors. The manner in which the evaluation has been carried out has been explained in the Corporate Governance Report.

16. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNING AND OUTGO:-

The particulars required to be included in terms of section 134(3)(m) of the Companies Act, 2013 with regard to Conservation of Energy, Technology absorption, Foreign Exchange earnings and outgo are given below:-

A. Conservation of Energy:

The Company is not engaged in any type of production. Hence, there is no extra steps taken for energy saving. Regular steps have been taken to improve energy consumption.

B. Technology Absorption:

The project of your Company has no technology absorption. Hence, no particulars are offered.

C. Foreign Exchange Earning and Outgo:

The foreign Exchange earnings and expenditures of the company is NIL.

**17. EXTRACT OF ANNUAL RETURN:-**

As provided under Section 92(3) of the Companies Act, 2013, the extract of the Annual Return in form MGT-9 is attached to this report as “**Annexure-1**”.

18. INTERNAL FINANCIAL CONTROL:-

The Company has adequate Internal Financial Control System, that commensurate with the size, scale and complexity of its operations. The Management evaluates the efficiency and adequacy of internal control system in the Company, its compliance with operating systems, accounting procedures and policies of the Company on ongoing basis.

19. POLICY:-**❖ RISK MANAGEMENT POLICY:-**

A Risk Management policy was framed and approved by the Board. The Objective of this policy is to minimize the adverse impact of various risks to business goals and objectives and to enhance the value of stakeholders.

❖ VIGIL MECHANISM (WHISTLE BLOWER POLICY):-

The Vigil Mechanism of the company incorporates a Whistle Blower Policy in terms of provisions of the Companies Act, 2013 and listing agreement with stock Exchanges. It aims to provide an avenue for employees through this policy to raise their concerns on any violation of legal or regulatory requirements, suspicious fraud, misfeasance, misrepresentation of any financial statements and reports.

❖ REMUNERATION POLICY:-

On recommendation of the Nomination & Remuneration Committee, the Board has adopted a policy for selection and appointment of Directors, Senior Management and their remuneration. The details of Remuneration Policy are stated in the Corporate Governance Report.

20. JOINT VENTURES, SUBSIDIARIES AND ASSOCIATES:-

Pursuant to Section 129(3) of the Companies Act, 2013 read with Rule 5 of the Companies (Accounts) Rules 2014, the statement containing salient features of the financial statements of the Company's Associates in form AOC-1 is attached to this Report as “**Annexure- 2**”.

21. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTY:-

All related party transactions that were entered during the financial year were on the arm's length basis and were in the ordinary course of business. There were no materially significant related party transactions entered into by the Company with promoters, Directors, Key Managerial Personnel conflict with the interest of the Company at large.

All Related Party Transactions are placed before the Audit Committee and the Board for approval. A policy on the related party Transactions was framed, approved by the Board and posted on the Company's website www.sbcl.co.in and the particulars of every contracts or arrangements entered into by the Company with related parties referred to in Section 188(1) of the Companies Act, 2013 including



arm's length transactions under third proviso thereto in prescribed Form AOC-2 is attached to this report as "Annexure-3".

22. RATIO OF DIRECTORS' REMUNERATION TO MEDIAN EMPLOYEES' REMUNERATION AND OTHER DISCLOSURES:-

The table containing the names and other particulars of ratio of Directors' Remuneration to Median Employees' Remuneration in accordance with the provisions of Section 197(12) of the Companies Act, 2013, read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is attached to this report as "Annexure-4".

23. OBLIGATION OF COMPANY UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:-

In order to prevent sexual harassment of women at work place, a new act The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 has been notified on 9th December, 2013. Under the said Act every company is required to set up an Internal Complaints Committee to look into complaints relating to sexual harassment at work place of any women employee.

The Company has adopted a policy for prevention of Sexual Harassment of Women at workplace. During the year, no complaints were received by the Company relating to sexual harassment.

24. SECRETARIAL AUDIT REPORT:-

Pursuant to the provisions of Section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rule, 2014, the Company has appointed Mr. Manish R. Patel, Company Secretary in Practice as Secretarial Auditor to undertake the secretarial audit of the Company. The Secretarial Audit Report in form MR-3 is attached to this report as "Annexure-5".

25. MANAGEMENT DISCUSSION AND ANALYSIS:-

The Management Discussion and Analysis Report is attached to this report as "Annexure – 6".

26. CORPORATE GOVERNANCE:-

Your Company continues to imbibe and emulate the best corporate governance practices aimed at building trust among all stakeholders - shareholders, employees, customers, suppliers and others. Your Company believes that Fairness, Transparency, Responsibility and Accountability are the four key elements of corporate governance. The Corporate Governance Report along with requisite certificate from the Auditors of the Company confirming Compliance with the conditions of corporate governance is attached to this report as "Annexure – 7".

27. STATUTORY AUDITORS:-

The Auditors, M/s. Rajesh Shantilal Jain & Co., Chartered Accountants, Indore retire at the ensuing Annual General Meeting and being eligible; offer themselves for reappointment for a period of this Annual General Meeting till the conclusion of next Annual General Meeting. Further, as required under the provisions of Section 139 and Section 141 of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014, M/s. Rajesh Shantilal Jain & Co., have confirmed their consent as well as eligibility to act as Auditor of the Company.



The Auditors' Report does not contain any qualification. Notes to Accounts and Auditors remarks in their report are self-explanatory and do not call for any further comments.

28. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE:-

There were no significant material orders passed by the regulations/Courts which would impact the going concern status of the Company and its future operation.

However, during the year, the Company has received SEBI notice no. EAD – 6/AK/VG/35168/2014 dated 10th December, 2014 regarding adjudication Proceedings in the matter of “*Synergy Infrastructures Ltd.*” for non compliance or delayed compliance of SEBI Takeover Code by previous promoters of the Company. In this regard, the Board has appointed Mr. Mukesh Agarwal, Practising Chartered Accountant of Mumbai to appear before the SEBI on behalf of the Company and filed appropriate reply in this regard. The matter is pending with SEBI.

29. HUMAN RESOURCES:-

The Company treats its “Human Resources” as one of its most important assets.

Your Company continuously invests in attraction, retention and development of talent on an ongoing basis. A number of programs that provide focused people attention are currently underway. The Company thrust is on the promotion of talent internally through job rotation and job enlargement.

30. ACKNOWLEDGEMENTS:-

Your Directors would like to express their sincere appreciation for the assistance and cooperation received from our bankers, employees, auditors and consultants during the period under review. The Directors sincerely appreciate the high degree of professionalism, commitment and dedication displayed by employees at all levels.

The Directors also place on record their gratitude to the Members for their continued support and confidence.

By order of the Board of Directors
For SYNERGY BIZCON LTD.

Place: Surat
Date: 13.08.2015

DHIRAJBHAI KORADIYA
Chairman & Managing Director
(DIN: 03371017)

REGISTERED OFFICE

404, Navneet Plaza, 5/2,
Old Palasia, Indore – 452001,
Madhya Pradesh.

**“ANNEXURE-1” TO THE DIRECTORS’ REPORT****FORM NO. MGT 9****EXTRACT OF ANNUAL RETURN****as on financial year ended on 31st March, 2015**

[Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management & Administration) Rules, 2014.]

I. REGISTRATION & OTHER DETAILS:

i	CIN	L45201MP1993PLC007647
ii	Registration Date	29/04/1993
iii	Name of the Company	SYNERGY BIZCON LIMITED
iv	Category/Sub-category of the Company	Public Company /Limited by Shares
v	Address of the Registered office & contact details	404, Navneet Plaza, 5/2, Old Palasia, Indore-452001, Madhya Pradesh. Tel. & Fax:- (0731) – 4202337 Email:- synergybizcon@gmail.com , info@sbcl.co.in Website:- www.sbcl.co.in
vi	Whether listed company	Yes
vii	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Purva Sharegistry (India)Private Limited 9, Shiv Shakti Ind. Estates, J. R. Boricha Marg, Lower Parel (E), Mumbai - 400 011, Maharashtra. Tel:- (022) 2301 6761/8261, Fax:- (022) 2301 2517, Email:- busicomp@vsnl.com Website:- www.purvashare.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY:

All the business activities contributing 10% or more of the total turnover of the company shall be stated:-

Sr. No.	Name & Description of main products/services	NIC Code of the Product /service	% to total turnover of the company
1	Diamond Trading	3211	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY & ASSOCIATE COMPANIES:

Sr. No.	Name & Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of Shares Held	Applicable Section
1	Mehta Polytex Private Limited 23, Vrundavan Shopping Centre, Ratan Pole, Golwad, Ahmedabad- 380001, Gujarat.	U17120GJ2012PTC072376	Associate	27.79	2(6)



IV. SHAREHOLDING PATTERN (Equity Share Capital Break up as % to Total Equity):

(i) CATEGORY-WISE SHARE HOLDING:

Category of Share holders	No. of Shares held at the beginning of the year (As on 01-07-2014)			No. of Shares held at the end of the year (As on 31-03-2015)			% change during the year
	Demat	Physical	Total	Demat	Physical	Total	
A. PROMOTERS							
(1) Indian							
a) Individual/HUF	972000	0	972000	972000	0	972000	7.89
b) Central Govt. or State Govt.	0	0	0	0	0	0	0.00
c) Bodies Corporates	4022000	0	4022000	4022000	0	4022000	32.63
d) Bank/FI	0	0	0	0	0	0	0.00
e) Any other	0	0	0	0	0	0	0.00
SUB TOTAL (A) (1)	4994000	0	4994000	4994000	0	4994000	40.52
(2) Foreign							
a) NRI- Individuals	0	0	0	0	0	0	0.00
b) Other Individuals	0	0	0	0	0	0	0.00
c) Bodies Corp.	0	0	0	0	0	0	0.00
d) Banks/FI	0	0	0	0	0	0	0.00
e) Any other...	0	0	0	0	0	0	0.00
SUB TOTAL (A) (2)	0	0	0	0	0	0	0.00
Total Shareholding of Promoter (A) = (A)(1) + (A)(2)	4994000	0	4994000	4994000	0	4994000	40.52
B. PUBLIC SHAREHOLDING							
(1) Institutions							
a) Mutual Funds	0	0	0	0	0	0	0.00
b) Banks/FI	0	0	0	0	0	0	0.00



c) Central Govt.	0	0	0	0	0.00	0	0	0	0.00	0	0	0.00	0.00
d) State Govt.	0	0	0	0	0.00	0	0	0	0.00	0	0	0.00	0.00
e) Venture Capital Fund	0	0	0	0	0.00	0	0	0	0.00	0	0	0.00	0.00
f) Insurance Companies	0	0	0	0	0.00	0	0	0	0.00	0	0	0.00	0.00
g) FIIs	0	0	0	0	0.00	0	0	0	0.00	0	0	0.00	0.00
h) Foreign Venture Capital Funds	0	0	0	0	0.00	0	0	0	0.00	0	0	0.00	0.00
i) Others (specify)	0	0	0	0	0.00	0	0	0	0.00	0	0	0.00	0.00
SUB TOTAL (B)(1):	0	0	0	0	0.00	0	0	0	0.00	0	0	0.00	0.00
(2) Non Institutions													
a) Bodies corporates	0	0	0	0	0.00	0	0	0	0.00	0	0	0.00	0.00
i) Indian	0	0	0	0	0.00	0	0	0	0.00	0	0	0.00	0.00
ii) Overseas	0	0	0	0	0.00	0	0	0	0.00	0	0	0.00	0.00
b) Individuals	0	0	0	0	0.00	0	0	0	0.00	0	0	0.00	0.00
i) Individual shareholders holding nominal share capital upto Rs.1 lakhs	0	387500	387500	6803500	3.14	0	531500	531500	4.31	531500	531500	4.31	1.17
ii) Individuals shareholders holding nominal share capital in excess of Rs. 1 lakhs	3862800	2940700	6803500		55.20	4045600	2593900	6639500	53.87				-1.33
c) Others (specify)													
i) HUF	140000	0	140000		1.14	160000	0	160000	1.30	0	160000	1.30	0.16
SUB TOTAL (B)(2):	4002800	3328200	7331000		59.48	4205600	3125400	7331000	59.48	3125400	7331000	59.48	0.00
Total Public Share holding (B)= (B)(1)+(B)(2)	4002800	3328200	7331000		59.48	4205600	3125400	7331000	59.48			59.48	0.00
C. Shares held by Custodian for GDRs & ADRs	0	0	0		0.00	0	0	0	0.00	0	0	0.00	0.00
Grand Total (A+B+C)	8996800	3328200	12325000		100.00	9199600	3125400	12325000	100.00	3125400	12325000	100.00	0.00

(ii) SHARE HOLDING OF PROMOTERS:

Sr. No.	Shareholder's Name	Share holding at the beginning of the year (As on 01-07-2014)			Share holding at the end of the year (As on 31-03-2015)			% change in share holding during the year
		No. of shares	% of total shares of the company	% of shares pledged/encumbered to total shares	No. of shares	% of total shares of the company	% of shares pledged/encumbered to total shares	
1	Koradiya Mile Stone Private Limited	4022000	32.63	N.A.	4022000	32.63	N.A.	0.00
2	Shwet Dhirajbhai Koradiya	932000	7.56	N.A.	932000	7.56	N.A.	0.00
3	Varshaben Dhirajlal Koradiya	40000	0.32	N.A.	40000	0.32	N.A.	0.00
	Total	4994000	40.52	N.A.	4994000	40.52	N.A.	0.00

(iii) CHANGE IN PROMOTERS' SHAREHOLDING (Specify, If there is no Change):

Sr. No.	Particulars	Share holding at the beginning of the Year (01-07-2014)		Cumulative Shareholding during the year (01-07-2014 to 31-03-2015)	
		No. of Shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	4994000	40.52	4994000	40.52
	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/ transfer/bonus/sweat equity etc)	0	0.00	0	0.00
	At the end of the year	4994000	40.52	4994000	40.52

(iv) SHAREHOLDING PATTERN OF TOP TEN SHAREHOLDERS (Other than Directors, Promoters & Holders of GDRs & ADRs):

Sr. No	For each of the Top 10 Shareholders	Shareholding at the beginning of the year (01-07-2014)		Date	Increase/ Decrease in the Shareholding	Reason	Cumulative Share holding during the year (01-07-2014 to 31-03-2015)	
		No. of shares	% of total shares of the company				No. of shares	% of total shares of the company
1	Priyanka Vikrambhai Mehta	190200	1.54	--	Nil	No Change	190200	1.54
2	Rahul V. Mehta	97000	0.79	--	Nil	No Change	97000	0.79
3	Dipeshkumar Mohanlal Shah	70000	0.57	--	Nil	No Change	70000	0.57
4	Mamta Rajeshkumar Shah	70000	0.57	--	Nil	No Change	70000	0.57
5	Rajeshkumar Mohanlal Shah	60000	0.49	--	Nil	No Change	60000	0.49
6	Pritiben H. Sadhani	50000	0.41	--	Nil	No Change	50000	0.41
7	Rasilaaben Mahendrakumar Doshi	49000	0.40	--	Nil	No Change	49000	0.40
8	Bindya Mahendra Doshi	45000	0.37	--	Nil	No Change	45000	0.37
9	Anita V. Doshi	45000	0.37	--	Nil	No Change	45000	0.37
10	Sonal R. Mehta	45000	0.37	--	Nil	No Change	45000	0.37

(v) SHAREHOLDING OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

Sr. No.	For Each of the Directors & KMP	Share holding at the beginning of the year (01-07-2014)		Date	Increase/ Decrease in the Share holding	Reason	Cumulative Share holding during the year (01-07-2014 to 31-03-2015)	
		No. of shares	% of total shares of the company				No. of shares	% of total shares of the company
1	Dhirajbhai Koradiya, Managing Director	0	0	--	Nil	No Change	0	0
2	Shwet Koradiya, Director & CFO	932000	7.56	--	Nil	No Change	932000	7.56
3	Rameshkumar Mehta, Independent & Non-Executive Director	0	0	--	Nil	No Change	0	0
4	Chetnaaben Adani, Independent & Non-Executive Director	0	0	--	Nil	No Change	0	0
5	Dipesh Adani, Independent & Non-Executive Director	0	0	--	Nil	No Change	0	0
6	Paras Doshi, Independent & Non-Executive Director	0	0	--	Nil	No Change	0	0
7	Dipesh Mistry, Company Secretary (Resigned w.e.f. 28-08-2014)	0	0	--	Nil	No Change	0	0
8	Vishal Dholiya, Company Secretary, (Appointed w.e.f. 28-08-2014)	NA	NA	--	Nil	No Change	0	0

**V. INDEBTEDNESS:**

Indebtedness of the Company including interest outstanding/accrued but not due for payment:

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtness at the beginning of the financial year				
(i) Principal Amount	Nil	Nil	Nil	Nil
(ii) Interest due but not paid	Nil	Nil	Nil	Nil
(iii) Interest accrued but not due	Nil	Nil	Nil	Nil
Total (i+ii+iii)	Nil	Nil	Nil	Nil
Change in Indebtedness during the financial year				
• Additions	Nil	Nil	Nil	Nil
• Reduction	Nil	Nil	Nil	Nil
Net Change	Nil	Nil	Nil	Nil
Indebtedness at the end of the financial year				
(i) Principal Amount	Nil	Nil	Nil	Nil
(ii) Interest due but not paid	Nil	Nil	Nil	Nil
(iii) Interest accrued but not due	Nil	Nil	Nil	Nil
Total (i+ii+iii)	Nil	Nil	Nil	Nil

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:**A. Remuneration to Managing Director, Whole time director and/or Manager:**

Sr. No.	Particulars of Remuneration	Name of the MD/WTD/Manager	Total Amount
		Mr. Dhirajbhai Koradiya, Managing Director	
1	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.	Nil	Nil
	(b) Value of perquisites u/s 17(2) of the Income tax Act, 1961.	Nil	Nil
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961.	Nil	Nil
2	Stock option	Nil	Nil
3	Sweat Equity	Nil	Nil
4	Commission		
	- as % of profit	Nil	Nil
	- others (specify)	Nil	Nil
5	Others, please specify	Nil	Nil
	Total (A)	Nil	Nil

B. Remuneration to other directors:

Sr. No.	Particulars of Remuneration	Name of the Directors				Total Amount
		Mr. Rameshkumar Mehta	Mr. Dipeshkumar Adani	Mr. Paras Doshi	Mrs. Chetnaben Adani	
1	Independent Directors					
	(a) Fee for attending board committee meetings	Nil	Nil	Nil	Nil	Nil
	(b) Commission	Nil	Nil	Nil	Nil	Nil
	(c) Others, please specify	Nil	Nil	Nil	Nil	Nil
	Total (1)	Nil	Nil	Nil	Nil	Nil
2	Other Non Executive Directors					
	(a) Fee for attending board committee meetings	-	-	-	-	-
	(b) Commission	-	-	-	-	-
	(c) Others, please specify.	-	-	-	-	-
	Total (2)	-	-	-	-	-
	Total (B)=(1+2)	Nil	Nil	Nil	Nil	Nil
	Total Managerial Remuneration	Nil	Nil	Nil	Nil	Nil

**C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD:**

Sr. No.	Particulars of Remuneration	Key Managerial Personnel			
		Mr. Dipesh Mistry, Company Secretary (Ceased w.e.f. 28/08/2014)	Mr. Vishal Dholiya, Company Secretary (Appointed w.e.f. 28/08/2014)	Mr. shwet Koradiya, Director / CFO	Total
1	Gross Salary				
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.	26250	140000	Nil	166250
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	Nil	Nil	Nil	Nil
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	Nil	Nil	Nil	Nil
2	Stock Option	Nil	Nil	Nil	Nil
3	Sweat Equity	Nil	Nil	Nil	Nil
4	Commission				
	- as % of profit	Nil	Nil	Nil	Nil
	- others, specify	Nil	Nil	Nil	Nil
5	Others, please specify	Nil	Nil	Nil	Nil
	Total	26250	140000	Nil	166250

VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority (RD/NCLT/ Court)	Appeal made if any (give details)
A. COMPANY					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil
B. DIRECTORS					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil
C. OTHER OFFICERS IN DEFAULT					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil



“ANNEXURE-2” TO THE DIRECTORS’ REPORT
Form AOC-1

**Statement containing salient features of the financial statement of
Subsidiaries/ associate companies/ joint ventures**

[Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of the Companies (Accounts) Rules, 2014]

Part “A”: Subsidiaries: - Not Applicable

Part “B”: Associates and Joint Ventures:

Name of Associates/ Joint Venture	Latest Audited Balance Sheet date	Shares of Associate/ Joint Venture held by the Company on the year end			Description of how there is significant influence	Reason why the Associates/ Joint Venture is not consolidated	Net worth attributable to shareholding as per latest audited Balance sheet (only holding % considered)	Profit/(Loss) for the year	
		No. of Shares	Amount of Investment in Associates/ Joint Venture	Extend of Holding %				Considered in consolidation	Not considered in Consolidation (only holding % considered)
Mehra Polytex Private Limited	31/03/2014	34,640	Rs. 43.30 Lakh	27.79%	Voting Power	Not Applicable	Rs. 37.99 Lakh	--	Rs. 0.48 Lakh

For and on behalf of the Board of Directors

DHIRAJBHAI KORADIA
Chairman & Managing Director
DIN: 03371017

Place: Surat
Date: 13.08.2015

**“ANNEXURE-3” TO THE DIRECTORS’ REPORT****FORM AOC -2**

Form for disclosure of particulars of contracts/arrangements entered into by the Company with related parties referred to in sub-section (1) of Section 188 of the Companies Act, 2013 including certain arms length transactions under third proviso thereto

[Pursuant to clause (h) of sub-section (3) of Section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014]

I. Details of contracts or arrangements or transactions not at arm’s length basis:

There were no contracts or arrangements or transactions entered into during the financial year ended 31st March, 2015, which were not at arm’s length basis.

II. Details of material contracts or arrangement or transactions at arm’s length basis:

The details of material contracts or arrangement or transactions at arm’s length basis for the year ended 31st March, 2015 are as follows:

Name (s) of the related party & nature of relationship	Nature of contracts/ arrangements/ transactions.	Duration of the contracts/ arrangements/ transactions	Salient terms of the contracts or arrangements or transaction including the value, if any	Date(s) of approval by the Board	Amount paid as advances, if any.
Dhirajbhai Vaghjibhai Koradiya	Sale Agreement	Ordinary Course of Business	Purchase of various properties total admeasuring 6845.54 sqft aggregate amount of Rs.4,77,300/-	14/11/2014	Nil
Shwet Dhirajbhai Koradiya	Sale Agreement	Ordinary Course of Business	Purchase of various propertiestotal admeasuring 20763.23 sqft aggregate amount of Rs.6,99,900/-	14/11/2014	Nil
Varshaben Dhirajbhai Koradiya	Sale Agreement	Ordinary Course of Business	Purchase of various properties total admeasuring 26326.92 sqft aggregate amount of Rs.27,65,900/-	14/11/2014	Nil

- Above mentioned transactions are based on transfer pricing guidelines of the Company.
- Appropriate approvals have been taken for related party transactions.

By order of the Board of Directors
For SYNERGY BIZCON LTD.

Place: Surat
Date: 13.08.2015

DHIRAJBHAI KORADIYA
Chairman & Managing Director
DIN: 03371017

**“ANNEXURE – 4” TO THE DIRECTORS’ REPORT****RATIO OF DIRECTORS’ REMUNERATION TO MEDIAN EMPLOYEES’
REMUNERATION AND OTHER DISCLOSURE**

[Pursuant to Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

- (i) The Ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year: During the year, the Company has not paid any remuneration to any Directors.
- (ii) The percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary or manager, if any, in the financial year: During the year, the Company has not paid any remuneration to any Directors and KMPs except Company Secretary. No increment in remuneration paid to Company Secretary.
- (iii) The Percentage increase in the median remuneration of employees in the financial year: the percentage of median remuneration of employee was not increased as compared to previous year. However, the total salary paid during the year was increased by 80% compared to total salary paid last year.
- (iv) The number of permanent employees on the rolls of Company: 5 employees as on 31st March, 2015.
- (v) The explanation on the relationship between average increase in remuneration and the Company Performance: The average increase in remuneration is largely dependent on market movements with the view to achieve higher retention of our employees. The Company decides percentage of increase in remuneration, depending on salaries in comparable profiles in similar industry and performance of the employee during the year. The increase in the remuneration is done considering the overall performance of the Company. Total revenue of the Company increased by 217.78% compared to previous year total revenue.
- (vi) Comparison of the remuneration of the Key Managerial Personnel against the performance of the Company: The remuneration of KMP as compared to revenue for the year is 0.10%.
- (vii) Variation in the market capitalisation of the Company, price earnings ratio as at the closing date of the current financial year and previous financial year and percentage increase over decrease in the market quotations of the shares of the Company in comparison to the rate at which the Company came out with the last public offer in case of listed Companies: There is no trading in equity shares of the Company in both current and previous financial year as the shares of the Company are listed on regional stock exchange. Hence, figure relating to variation in market capitalisation, price earnings ratio and market quotation of shares are not possible to be derived.
- (viii) Average percentile increase already made in the salaries of the employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration: Not applicable since there was no increment in the salary of Employees.



- (ix) Comparison of the each remuneration of the Key Managerial Personnel against the performance of the Company: Key Managerial Personnel were paid remuneration of approximately 0.10% of the total revenue of the Company.
- (x) The key parameters for any variable component of remuneration availed by the Directors: Not applicable since Company has not paid any remuneration to the Directors.
- (xi) The ratio of the remuneration of the highest paid Director to that of the employees who are not Directors but receive remuneration in excess of the highest paid Director during the year: Not comparable since Company has not paid any remuneration to the Directors.
- (xii) Affirmation, that the remuneration is as per the remuneration policy of the Company: Yes

**“ANNEXURE – 5” TO THE DIRECTORS’ REPORT****FORM NO. MR-3****SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2015**

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
Synergy Bizcon Limited
(CIN: L45201MP1993PLC007647)
404, Navneet Plaza,
5/2, Old Palasia,
Indore – 452001,
Madhya Pradesh

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Synergy Bizcon Limited** (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company’s books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on **31st March, 2015**, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on **31st March, 2015** according to the provisions of:

1. The Companies Act, 2013 (the Act) and the Rules made thereunder;
2. The Securities Contracts (Regulation) Act, 1956 (‘SCRA’) and the Rules made thereunder;
3. The Depositories Act, 1996 and the Regulations and bye-laws framed thereunder;
4. Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
5. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (‘SEBI Act’) to the extent applicable to the Company :-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;



- (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
- (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure requirements) Regulations, 2009;
- (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; **(Not applicable to the Company during Audit period)**;
- (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not applicable to the Company during Audit period)**;
- (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993, regarding the Companies Act and dealing with client;
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **(Not applicable to the Company during Audit period)**; and
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998. **(Not applicable to the Company during Audit period)**.

I have also examined compliance with the applicable clauses of the following:

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India. **(Not applicable to the Company during the audit period)**.
- (ii) The Listing Agreement entered into by the Company with Stock Exchanges.

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

I further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

I further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.



I further report that during the audit period, the Company has taken following specific actions/decisions having major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, etc. referred to above:

- (a) During the year, the Company has received SEBI notice no. EAD – 6/AK/VG/35168/2014 dated 10th December, 2014 regarding adjudication Proceedings in the matter of “Synergy Infrastructures Ltd.” for non compliance or delayed compliance of SEBI Takeover Code by previous promoters of the Company. In this regard, the Company has filed appropriate reply with the Court of SEBI through its duly appointed representative. The matter is pending with SEBI.
- (b) In order to align current financial year of the Company as per the new definition of the Financial Year, Board of Directors of the Company has decided in their meeting held on 14th November, 2014 to reduce Current financial year by 3 months. So, the financial year 2014-15 of the Company comprises of 9 months only i.e. commence from 1st July, 2014 and ended on 31st March, 2015.

Date: 13/08/2015

Place: Surat

MANISH R. PATEL

Company Secretary

ACS No: 19885

COP No.: 9360

This report is to be read with our letter of even date which is annexed as **Annexure A** and forms an integral part of this report.



Annexure A of Secretarial Audit Report

To,
The Members,
Synergy Bizcon Limited
(CIN: L45201MP1993PLC007647)
404, Navneet Plaza,
5/2, Old Palasia,
Indore – 452001,
Madhya Pradesh

Our report of even date is to be read along with this letter.

1. Maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events, etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Date: 13/08/2015
Place: Surat

MANISH R. PATEL
Company Secretary
ACS No: 19885
COP No.: 9360

**“ANNEXURE – 6” TO DIRECTORS’ REPORT****MANAGEMENT DISCUSSION AND ANALYSIS REPORT****a. Industry structure and developments**

The Company is Currently Engaged in Business of Diamond, Precious Metals and Stones Trading and Real Estate. The Company expects that these businesses will surge in the coming years.

Reflecting the trends of the overall economy, this year was not favorable for the Real Estate Sector. It was received with a cautious sentiment amongst end-users and investors alike in the first half of the year, albeit with some momentum that began to build up in the third quarter with higher transactions in the commercial office sector while in the residential sector saw more projects being launched and the retail sector witnessed the introduction of 51.00 % FDI in multi-brand retail. Developers found it difficult to raise debt from banks in India due to the tightening of the credit policy. Compounding their troubles, their cash flows were adversely affected due to slow off-takes on one hand and increase in input costs on the other.

The industry is battling feeble demand of polished diamonds in the diamond markets globally. Industry sources said that the rough diamond prices have appreciated by 65% in the last three years, while the polished diamond prices are either stagnant or reduced by 15% to 20%. The government has rationalised basic customs duty for all kinds of diamonds at 2.5 %.

b. Opportunity and threats**• Opportunities**

The increase in local demand for polished diamonds in India is providing some relief to the Indian diamond industry. Demand for diamond in India recorded a 7% to 8% growth in the year 2014-15. The Gems and Jewellery Export Promotion Council (GJEPC) is expecting through its reports that even global demand will increase in the forthcoming period.

India is the largest hub for diamond processing in the world. India dominates rough mined diamond processing and the country traditionally accounts for at least 70% of annual processing of rough mined diamonds. Indian market is having key role to be played for the global diamond industry.

The Company is also planning to enter into the arena of expanding its business exposure of diamonds & jewellery through selling them online by launching its Online Portal. This will take the Company to the path of Success.

• Threats

Synthetics diamonds creates new threats in high-tech and industrial applications as jewellery inputs. They can coexist with natural stones. Currently there is no indication that consumer preferences are shifting from natural diamonds to synthetics, but synthetic diamond can lose customer’s confidence if sold undisclosed. The two major industry initiatives aimed at mitigating this risk, are to increase use of synthetics detection technologies and more frequent certification.



By comparing the result of previous year/s, it highlights the impact of continuing economic uncertainty on the diamond market. Even during the current year, due to the fluctuations in the USD rates, the company's business exposure may get suffered.

c. Segment-wise or products-wise performance

The Company has only three business segment i.e. Construction, Diamond trading, and Share Investment.

During the year Company has earned revenue from Diamond trading business of Rs. 1646.53 Lakh and there was no revenue in Share & Commodities trading business and the construction activity. Further, the Company has made Net Loss after tax from Diamond trading business of Rs. 5.22 Lakh. During the year, Company has not earned any income from Construction and Share Investment.

d. Outlook on Risk and concerns

Your Company is exposed to a number of risks such as economic, regulatory, taxation and environmental risks and also towards the investment outlook towards Indian Real Estate Sector. Some of the risks that may arise in its normal course of its business and impact its ability for future developments include inter-alia, credit risk, liquidity risk, counterparty risk, regulatory risk, commodity inflation risk and market risk. Your Company has chosen business strategy of focusing on certain key products and geographical segments are also exposed to the overall economic and market conditions. Accordingly, your Company has established a framework and process to monitor the exposures to implement appropriate measures in a timely and effective manner.

e. Internal Control System and their adequacy

The company has an elaborate system of internal control to ensure optimal utilization of its resources and protection thereof, facilitating accurate and speedy compilation of accounts and management information reports and compliance with laws and regulations. The Internal Auditors and company's Internal Audit Department conduct regular audits to ensure adequacy of internal control system, adherence to management instruction and compliance with laws and regulations of the country as well as to suggest improvements.

f. Discussion on financial performance with respect to operational performance

The Net Income of your Company for the year 2014-15 was increased to Rs. 1646.53 Lakh as against Rs. 518.14 Lakh of the previous year. However, the Company has made a Net loss after tax of Rs 5.22 Lakh in the current year as against the net loss after tax of Rs 123.57 Lakh of the previous year.

g. Human Resources

The company firmly believes that Human Resources and knowledge capital are vital for business success and creating value for stakeholders. The Company recognizes the fact that people drive business success, strengthening its efforts to build leadership at all levels. The Industrial Relationship at both the units has remained quite cordial with total dedicated efforts from employees.

The total numbers of employees as on 31-03-2015 were Five.

**h. Cautionary Statement**

Certain statements made in the Management Discussion and Analysis Report describing the Company's objectives, projections, estimates, predictions and expectations may be forward looking statements, within the meaning of applicable securities law and regulations and actual results may differ materially from those expressed or implied. Significant factors that make differences to Company's operations include competition, change in Government policies and regulations, tax regimes and economic development within India. The Company assumes no responsibility to publicly amend, modify or revise any forward looking statement, on the basis of any subsequent development, information or events or otherwise.

For and on behalf of the Board of Directors

Dated: 13/08/2015
Place: Surat

DHIRAJBHAI KORADIYA
Chairman & Managing Director
DIN: 03371017

**“ANNEXURE – 7” TO THE DIRECTORS’ REPORT****CORPORATE GOVERNANCE REPORT**

Pursuant to Clause 49 of the Listing Agreement, given below is a report on the Corporate Governance in the Company.

A. COMPANY’S GOVERNANCE PHILOSOPHY : -

Your Company strongly believes in adopting and adhering to good corporate governance practices. Company’s philosophy of Corporate Governance is to ensure:

- (i) that the Board and top management of the company are fully appraised of the affairs of the company that is aimed at assisting them in the efficient conduct of the company so as to meet company’s obligation to the shareholders.
- (ii) that the Board exercise its fiduciary responsibilities towards shareholders and creditors so as to ensure high accountability.
- (iii) that all disclosure of information to present and potential investors are maximized.
- (iv) that the decision making process in the organization is transparent and are backed by documentary evidence.

B. BOARD OF DIRECTORS:-**(i) Composition:**

The present strength of the Board of Directors of the Company is 5 Directors, of which 2 Directors are Executive Promoter Directors and 3 Directors are Non Executive Independent Directors including 1 Women Director, with the Chairman as an Executive Promoter Director. The numbers of Non Executive/Independent Directors are more than 50% of the total number of the Directors.

The Independent Directors of the Company have been appointed as per the provisions of the Companies Act, 2013. Formal letters of appointment are issued to the Independent Directors and the terms and conditions of their appointment are disclosed on the Company’s website. None of the Directors on the Board is a member of more than ten committees and Chairman of more than five committees (committees being Audit Committee and Stakeholders Relationship Committee as per Clause 49 II (D)(2) of the Listing Agreement), across all the Companies in which he/she is a Director. The necessary disclosures regarding their committee positions have been made by all the Directors. None of the Directors holds office in more than twenty Companies and in more than ten Public Companies.

(ii) Meeting of the Board of Directors:

3 (Three) Board Meetings were held during the financial period 2014-15. In order to align financial year as per financial year definition, the financial year of the Company comprised of 9 months. The dates on which the said meetings were held are as follows:

1.	28 th August, 2014	2.	14 th November, 2014	3.	14 th February, 2015
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The 21st Annual General Meeting was held on 31st December, 2014.

(iii) Details of attendance at the Board Meetings, Last Annual General Meeting and Shareholding of each Director are as follows:

Name	Designation	Category	Attendance Particulars		No. of Equity Shares Held
			Board Meetings	Last AGM	
Mr. Dhirajbhai Koradiya	Chairman & Managing Director	EPD	3	Yes	Nil
Mr. Shwet Koradiya	Director & CFO	EPD	3	Yes	9,32,000
Mr. Rameshkumar Mehta	Director	NEID	3	Yes	Nil
Mr. Paras Doshi@	Director	NEID	1	N.A.	Nil
Mr. Dipeshkumar Adani#	Director	NEID	3	Yes	Nil
Mrs. Chetnaben Adani	Director	NEID	3	No	Nil
Mr. Mukesh Patel*	Additional Director	NEID	N.A.	N.A.	Nil

EPD – Executive Promoter Director

NEID – Non Executive Independent Director

(iv) Number of other Companies or Committees of which the Director is a Director/Member/Chairman:

Name of the Director	No. of other Public Limited Company in which Director	No. of other Private Limited Company in which Director	No. of Committees in which Member (other than Synergy Bizcon Ltd.)	No. of Committees in which Chairman (other than Synergy Bizcon Ltd.)
Mr. Dhirajbhai Koradiya	1	--	--	--
Mr. Shwet Koradiya	1	1	--	--
Mr. Rameshkumar Mehta	--	--	--	--
Mr. Paras Doshi@	--	--	--	--
Mr. Dipeshkumar Adani#	--	1	--	--
Mrs. Chetnaben Adani	--	1	--	--
Mr. Mukesh Patel*	--	--	--	--

@ Ceased as Director w.e.f. 14/11/2014.

Ceased as Director w.e.f. 19/06/2015.

* Appointed as an Additional Director w.e.f. 19/06/2015.

(v) Board Procedure:

The agenda of the Board meetings is circulated in advance to the Board members along with the appropriate supporting documents and papers to enable the Board to arrive at appropriate decisions. The information as required under Annexure X to Clause 49 is made available to the Board. The Board also reviews the declarations made by the Managing Director and Chief Financial Officer regarding compliance of all applicable laws, on a quarterly basis.

**(vi) Code of Conduct:**

The Board has laid down a code of conduct for Board Members and senior management staff of the Company. The Board Members and senior management staff have affirmed compliance with the said Code of Conduct. The Board has also approved a Code of Conduct for the Non-Executive Directors of the Company, which incorporates the duties of Independent Directors as laid down in the Companies Act, 2013. Both the Codes are posted on the Company's website.

All Board members and senior management personnel (as per Clause 49 of the Listing Agreement) have affirmed compliance with the applicable Code of Conduct. A declaration to this effect, signed by the Managing Director/CEO forms part of this report.

Directors and Senior Management of the Company have made disclosures to the Board confirming that there are no material financial and/or commercial transactions between them and the Company that could have potential conflict of interest with the Company at large.

(vii) Note on Directors seeking appointment/re-appointment:

The Notes on Directors seeking appointment/re-appointment are provided in the Notice convening the 22nd Annual General Meeting of the Company.

(viii) Separate Meeting of Independent Directors:

Two Separate meetings of Independent Directors of the Company were held on 14th November, 2014 and 14th February, 2015. At the meetings, the Independent Directors reviewed the performance of Non-Independent Directors, the Board and the Chairman of the Company.

(ix) Board and Director's Evaluation and Criteria for evaluation:

During the year, the Board has carried out an annual evaluation of its own performance, performance of the Directors, as well as the evaluation of the working of its Committees.

The Nomination and Remuneration Committee has defined the evaluation criteria and procedure for the performance evaluation process for the Board, its Committees and Directors. The criteria for Board evaluation include inter alia, degree of fulfillment of key responsibilities, Board structure and composition, establishment and delineation of responsibilities to various Committees, effectiveness of Board processes, information and functioning.

The criteria for evaluation of individual Directors include aspects such as attendance and contribution at Board/Committee Meetings and guidance/support to the management outside Board/Committee Meetings. In addition, the Chairman has also evaluated on key aspects of his role, including setting the strategic agenda of the Board, encouraging active engagement by all Board members and motivating and providing guidance to KMPs.

The criteria for evaluation of the Committees of the Board include degree of fulfillment of key responsibilities, adequacy of Committee composition and effectiveness of meetings.

**(x) Familiarization Program for Independent Directors:**

The Company familiarizes its Independent Directors with the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, etc. through various program. These include orientation program upon induction of new Directors, as well as other initiatives to update the Directors on a continuing basis. The familiarization program for Independent Directors is disclosed on the Company's website at the following web link <http://sbcl.co.in/wp-content/uploads/2015/08/Familiarization-Program-for-Independent-Directors.pdf>

C. COMMITTEES OF THE BOARD:-**(i) Audit Committee:**

The audit Committee acts as a link between the management, the statutory and internal auditors and the Board of Directors and oversees the financial reporting process.

During the financial period 2014-15, the Audit Committee met 3 (Three) times on 28th August, 2014, 14th November, 2014 and 14th February, 2015. The Audit Committee, at these meetings reviewed the key financial reporting system, risk mitigation plan covering key risks affecting the Company, which were presented to the Committee.

The details of composition of the Committee and their attendance at the meetings are given below:

Name	Designation	Category	No. of Meeting attended
Mr. Rameshkumar Mehta	Chairman	NEID	3
Mr. Paras Doshi@	Member	NEID	1
Mr. Dhirajbhai Koradiya	Member	EPD	3
Mr. Dipeshkumar Adani#	Member	NEID	2
Mr. Mukesh Patel*	Member	NEID	N.A.

@ Ceased as Member w.e.f. 14/11/2014.

Appointed as Member w.e.f. 14/11/2014 and ceased as Member w.e.f. 19/06/2015.

* Appointed as Member w.e.f. 19/06/2015.

The Company Secretary acts as a Secretary of the Audit Committee.

(ii) Stakeholder's Relationship Committee:

The nomenclature of the erstwhile 'Shareholders'/Investors' Grievance Committee' has been changed to 'Stakeholders Relationship Committee' while retaining the existing terms of reference which meets the regulatory requirements of the provisions of Section 178 of the Companies Act, 2013 read with Clause 49 of the listing agreement. The Stakeholder's Relationship Committee (formerly Shareholders'/ Investors' Grievance Committee) was constituted for the redressal of Shareholders'/Investors' complaints like transfer of shares, non-receipt of annual report, non-receipt of dividend, etc.

During the financial period 2014-15, 2 (Two) Stakeholders Relationship Committee meeting was held on 28th August, 2014 and 14th November, 2014. The necessary quorum was present in all the meetings.



The composition of the Committee and their attendance at the meetings are given below:

Name	Designation	Category	No. of Meeting attended
Mr. Paras Doshi @	Chairman	NEID	1
Mr. Rameshkumar Mehta *	Member/Chairman	NEID	2
Mr. Dipesh Adani #	Member	NEID	2
Mrs. Chetnaben Adani \$	Member	NEID	1
Mr. Mukesh Patel %	Member	NEID	N.A.

@ Ceased as Member w.e.f. 14.11.2014.

* Appointed as Chairman w.e.f. 14.11.2014.

Ceased as Member w.e.f. 19.06.2015.

\$ Appointed as Member w.e.f. 14.11.2014.

% Appointed as Member w.e.f. 19.06.2015.

The Company Secretary acts as a Secretary to the Committee.

During the year, the Company has not received any complaint from the Shareholders of the Company. There was no outstanding complaint as on 31.03.2015.

(iii) Nomination & Remuneration Committee:

The Nomination and Remuneration Committee was formed with the responsibility for determining the remuneration for all Executive Director and Key Managerial Personnel, including any compensation payments, such as retirement benefits or stock options and also to determine principles, criteria and the basis of remuneration policy of the Company and shall also recommended the appointment/removal and monitor the level and structure of pay for senior management, i.e. one level below the Board.

During the financial period, 2 (Two) meetings of the Nomination and Remuneration Committee were held on 28th August, 2014 and 14th November, 2014.

The composition of the Committee and their attendance at the meetings are given below:

Name	Designation	Category	No. of Meeting attended
Mrs. Chetnaben Adani	Chairman	NEID	2
Mr. Rameshkumar Mehta	Member	NEID	2
Mr. Paras Doshi @	Member	NEID	1
Mr. Dipesh Adani *	Member	NEID	1
Mr. Mukesh Patel %	Member	NEID	N.A.

@ Ceased as member w.e.f. 14.11.2014.

* Appointed as member w.e.f. 14.11.2014 and Ceased as member w.e.f. 19.06.2015.

% Appointed as Member w.e.f. 19.06.2015.

Presently, the Company is not paying sitting fees to its Non-Executive Directors for attending meetings of the Board and Others Committees. The Company is also not paying any remuneration to its Executive Directors.



The key principles governing the Company's Remuneration Policy are as follow:

Managing Director/(s), Whole time Director, Non – Executive and Independent Directors:

Nomination and Remuneration Committee shall recommend the remuneration, including the commission based on the net profits of the Company for the Executive and Non - Executive Directors. This will be then approved by the Board and shareholders. Prior approval of shareholders will be obtained wherever applicable.

The Company pays remuneration by way of salary, perquisites and allowances (fixed component) to Managing Director(s), whole time Director. Remuneration is paid within the ceiling approved by the Shareholders.

The remuneration paid to Executive Directors is determined keeping in view the industry benchmark and the relative performance of the Company to the industry performance. Perquisites and retirement benefits are paid according to the Company policy as applicable to all employees.

Independent Non-Executive Directors are appointed for their professional expertise in their individual capacity as independent professionals. Independent Non- Executive Directors receive sitting fees for attending the meeting of the Board and Board Committees.

CEO, COO, CFO, CS and Senior management personnel

The remuneration of CEO, COO, CFO, CS and senior management largely consists of basic salary, perquisites, allowances and performance incentives. Perquisites and retirement benefits are paid according to the Company policy, subject to prescribed statutory ceiling.

The components of the total remuneration vary for different grades and are governed by the industry pattern, qualification & experience/merits, performance of each employee. The Company while deciding the remuneration package takes into consideration current employment scenario and remuneration package of the industry.

(iv) Risk Management Committee:

The Board of Directors has constituted Risk Management Committee and during the year, 1 (One) meeting of the Risk Management Committee were held on 14th November, 2014.

The composition of the Committee and their attendance at the meetings are given below:

Name	Designation	Category	No. of Meeting attended
Mr. Shwet Koradiya	Chairman	EPD	1
Mr. Rameshkumar Mehta	Member	NEID	1
Mrs. Chetnaben Adani	Member	NEID	1

The Company Secretary acts as a Secretary to the Committee.

**D. GENERAL BODY MEETING: -****(i) Date, Time and Venue where last three Annual General Meetings were held:**

AGM for the financial year ended	Date	Time	Venue
30-09-2012	31-12-2012	11.00 A.M.	ST-3, Press Complex, A. B. Road, Indore – 452001, MP
30-09-2013	31-12-2013	11.00 A.M.	404, Navneet Plaza, 5/2, Old Palasia, Indore-452001, MP.
30-06-2014	31-12-2014	11.00 A.M.	Hotel President, 163, R.N.T. Marg, Indore - 452001, MP.

(ii) Extra-ordinary General Meeting:

During the year, No Extra-ordinary General Meeting was held by the Company.

(iii) Postal Ballot

During the year, No Postal Ballot was conducted.

E. DISCLOSURES: -

- (i) Disclosures on materially significant related party transactions that may have potential conflict with the interests of the company at large: NIL

Transactions with the related parties are in ordinary course of business which are disclosed in the notes to the accounts forming part of the accounts.

- (ii) Details of non-compliance by the Company, penalties, strictures imposed on the Company by SEBI, ROC, Stock Exchange or any statutory authority, on any matter related to capital markets, during the last 3 financial years: NIL

However, during the year, the Company has received SEBI notice no. EAD – 6/AK/VG/35168/2014 dated 10th December, 2014 regarding Adjudication Proceedings in the matter of “Synergy Infrastructures Ltd.” for non compliance or delayed compliance of SEBI Takeover Code by previous promoters of the Company. In this regard, the Company has filed appropriate reply with the Court of SEBI through its duly appointed representative. The matter is pending with SEBI.

- (iii) Vigil Mechanism Policy for its Directors and Employees to report genuine concerns has been disclosed on the Company’s website www.sbcl.co.in. During the year under review, no employee was denied access to the Audit Committee.
- (iv) The Company has complied with all mandatory requirements of Corporate Governance under Clause 49 of the Listing Agreement.
- (v) Pursuant to Clause 49(IX) of the Listing Agreement, the Board has received CEO/CFO certificate for the Financial Year ended 31st March, 2015.

**F. MEANS OF COMMUNICATIONS: -**

The Quarterly and Annual Financial Results of the Company are e-mailed/ faxed/couriered to the Stock Exchanges in accordance with the Listing Agreement. The Results are displayed on the website of the Stock Exchanges. The Results are also published in leading English and Madhya Pradesh Newspapers and posted on the Company's website "www.sbcl.co.in". In terms of clause 47(f) of the Listing Agreement, the Company has designated a separate email ID for entertaining investor complaints viz., synergybizcon@gmail.com.

All the periodical compliances like Shareholding Pattern, Quarterly Compliance Report on Corporate Governance, Share Reconciliation Audit Report, etc. are also being filed electronically on new portal "listing.bseindia.com" launched by BSE Limited.

G. GENERAL SHAREHOLDERS INFORMATION: -**(i) Annual General Meeting:-**

Day, date and time	:	Tuesday, 29 th September 2015, 11:00 a.m.
Venue	:	Hotel President, 163, R.N.T. Marg, Indore-452001, Madhya Pradesh

(ii) Financial Calendar:-

Calendar of events for the financial year ended: 31st March, 2016.

Un-audited /Audited results for the period 01-04-2015 to 31-03-2016

First Quarter Results (2015-16)	:	Mid of August, 2015
Second Quarter Results (2015-16)	:	Mid of November, 2015
Third Quarter Results (2015-16)	:	Mid of February, 2016
Fourth Quarter Results (2015-16)	:	Mid of May, 2016
Annual General Meeting for 2015-16	:	Month of September, 2016

(iii) Date of Book Closure: -

The Company's Register of Members and Share Transfer Books shall remain closed from 22th September, 2015 to 29th September, 2015 (both days inclusive).

(iv) Share Transfer System: -

The Company has entered into an Agreement with M/s. Purva Shareregistry (India) Pvt. Ltd. on 16th October, 2011 appointing it as Registrar & Share Transfer Agent of the Company. Members are requested to contact R&T Agent of the Company for transfer of shares, change of address and other related works.

(v) Investor Services – queries / complaints during the period ended.

During the period from 01-07-2014 to 31-03-2015, no queries / complaints / requests were received by the Company from the shareholders and investors.

**(vi) Listing on Stock Exchange:-**

The Company's Equity Shares are listed in the following stock exchanges:

Bombay Stock Exchange Limited

Phiroze Jeejhabhoy Towers, Dalal Street, Mumbai – 400 001.

Calcutta Stock Exchange Limited.

7, Lyons Range, Kolkata-700001.

(vii) Stock Code:-

BSE Limited: 539143, CSE Limited: 30010

(viii) Market Price data (At BSE & CSE):-

Not traded during the year. Equity Shares of the Company are listed on BSE Limited on 22-05-2015 under Direct Listing Application.

(ix) Distribution of Shareholding as on 31-03-2015:-

Category	No. of Shareholders	% of total Shareholders	Total Holding (in Rs.)	% of Shareholding
Upto 5000	749	71.13	3745000	3.04
5001 – 10000	2	0.19	16000	0.01
10001 – 20000	6	0.57	99000	0.08
40001 – 50000	1	0.09	43000	0.03
50001 – 100000	16	1.52	1412000	1.15
100001 and above	279	26.50	117935000	95.69
Total	1053	100.00	123250000	100.00

(x) Shareholding Pattern as on 31-03-2015:-

Category	No. of shareholders	No. of shares	% of total Share capital
Indian Promoters	3	4994000	40.52
Individuals	1044	7171000	58.18
Hindu Undivided Family	6	160000	1.30
TOTAL	1053	12325000	100.00

(xi) Dematerialization of Shares: -

Your Company has established electronic connectivity with NSDL and CDSL for dematerialization of shares. Demat ISIN Number of the Company is INE945O01019. As on 31st March, 2015, 91,99,600 equity shares constituting 74.64% of the total paid up equity capital of the Company have been dematerialized.

(xii) Address for Correspondence for Shareholders: -

Registered Office Address of the Company	:	Synergy Bizcon Limited 404, Navneet Plaza, 5/2, Old Palasia, Indore – 452001, Madhya Pradesh Telfax: 0731 - 4202337 Email: info@sbcl.co.in
Corporate Office Address of the Company	:	101, Siddh Chambers, Taratiya Hanuman Street, Gurjar Falia, Haripura, Surat-395003, Gujarat. Phone: 0261 - 2608086 Fax no: 0261 - 6699868 Email: synergybizcon@gmail.com
Address of R & T Agent	:	Purva Sharegistry Private Limited 9 Shiv Shakti Ind. Estate, J R Boricha Marg, Lower Parel (E), Mumbai - 400 011, Maharashtra Tel.: 022 - 23016761 Fax: 022 - 23012517 Email: busicomp@vsnl.com

(xiii) Outstanding GDRs/ADRs/Warrants or any Convertible Instruments:-

The Company has not issued GDRs/ADRs as on 31st March, 2015. No Warrants/Convertible Instruments were outstanding for conversion as on 31st March, 2015.

(xiv) Reconciliation of Share Capital Audit:-

In keeping with the requirement of the SEBI, an audit by a Qualified Practicing Company Secretary have been carried out to reconcile the total admitted capital with NSDL and CDSL and the total issued and listed capital. The said audit confirms that the total issued/ paid up capital tallies with the total number of shares in physical form and the total number of dematerialized shares held with NSDL and CDSL.

(xx) Observance of Secretarial Standards Issued by Institute of Company Secretary of India:-

The Institute of Company Secretaries of India (ICSI), one of the premier professional bodies in India, has issued Secretarial Standards on important aspects like Board meetings, Payment of Dividend, Maintenance of Registers and Records, Minutes of meetings, Transmission of shares and Debentures, Passing of Resolutions by Circulation, Affixing of Common Seal and Board's Report. Although these Standards are recommendatory in nature, the Company substantially adheres to the standards voluntarily.



DECLARATION REGARDING COMPLIANCE WITH THE CODE OF CONDUCT

To,
The Members of
Synergy Bizcon Limited

It is hereby certified and confirmed that as provided in clause 49 II(E) of the Listing Agreement with the Stock Exchanges, the Board members and the Senior Management personnel of the Company have affirmed compliance with the Code of Conduct of the Company for the Financial Year ended 31st March, 2015.

For SYNERGY BIZCON LIMITED

Place: Surat
Date: 13.08.2015

DHIRAJBHAI KORADIYA
Managing Director
DIN: 03371017

CEO / CFO CERTIFICATION

To,
The Board of Directors of
Synergy Bizcon Limited

We hereby certify that:

- a) We have reviewed financial statements and the cash flow statement of the Company for the financial year ended 31st March, 2015 and that to the best of our knowledge and belief:
 - (i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - (ii) these statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- b) There are, to the best of our knowledge and belief, no transactions entered into by the company during the years which are fraudulent, illegal or violative of the company's code of conduct.
- c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps have taken or propose to take to rectify these deficiencies.
- d) We have indicated to the auditors and the Audit committee:
 - (i) significant changes, if any, in internal control over financial reporting during the year;
 - (ii) significant changes, if any, in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - (iii) instances of significant fraud of which they have become aware and the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system over financial reporting.

For SYNERGY BIZCON LIMITED

Place: Surat
Date: 13.08.2015

DHIRAJBHAI KORADIYA
Managing Director
DIN: 03371017

SHWET KORADIYA
Director/CFO
DIN: 03489858



AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE

To
The Members of
Synergy Bizcon Limited

We have examined the compliance of conditions of Corporate Governance procedures implemented by **Synergy Bizcon Limited** for the period ended 31st March, 2015 as stipulated in Clause 49 of the Listing Agreement of the said Company with Stock Exchanges.

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examinations have been limited to the procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, and the representations made by the Directors and Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above-mentioned Listing Agreement.

We state that in respect of investor grievances received during the period ended 31st March, 2015, no investor grievances are pending for a period exceeding one month against the company as per the records maintained by the Company.

We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For Rajesh Shantilal Jain & Co.
Chartered Accountants
Firm's Registration No.012940C

Place: Indore
Date: 13.08.2015

CA. Rajesh K. Jain
Proprietor
M. No. 071697



INDEPENDENT AUDITOR'S REPORT

To
The Members of Synergy Bizcon Limited
(Formerly known as “Synergy Infrastructures Limited”)

Report on the Standalone Financial Statements

We have audited the accompanying standalone financial statements of Synergy Bizcon Limited (Formerly known as “Synergy Infrastructures Limited”) (“the Company”), which comprise the Balance Sheet as at 31st March, 2015, the Statement of Profit and Loss, the Cash Flow Statement for the period then ended, and a summary of the significant accounting policies and other explanatory information.

Management’s Responsibility for the Financial Statements

The Company’s Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 (“the Act”) with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor’s Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

We have conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor’s judgment,



including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments; the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2015, and its profit and its cash flows for the period ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2015 ('the Order') issued by the Central Government of India in terms of sub section (11) of section 143 of the Act, we give in the Annexure a statement on the matters specified in the paragraph 3 and 4 of the Order.
2. As required by Section 143 (3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e) On the basis of the written representations received from the directors as on 31st March, 2015 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2015 from being appointed as a director in terms of Section 164 (2) of the Act.



- f) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. There was no pending litigations which could impact financial position in its financial statements;
 - ii. The Company did not have any long term contracts including derivative contracts for which there were any material foreseeable losses;
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For Rajesh Shantilal Jain & Co.

Chartered Accountants

Firm's Registration No. 012940C

Place: Indore
Date: 30.05.2015

CA. Rajesh K. Jain

Proprietor

M. No. 071697

**ANNEXURE TO THE INDEPENDENT AUDITORS' REPORT**

(The Annexure referred to in paragraph 1 under “Report on other Legal and Regulatory Requirements” Section of our report of even Date)

In terms of the information and explanations given to us and books and records examined by us in the normal course of audit and to the best of our knowledge we state that:

1. a. The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
b. All the fixed assets have been physically verified by the management during the period, which in our opinion is reasonable having regard to the size of the company and the nature of its assets. As per information and explanations given to us, no material discrepancies were noticed.
2. a. The inventories have been physical verified during the period under consideration by the management. In our opinion, the frequency of verification is reasonable.
b. In our opinion and according to the information and explanations given to us, the procedures of physical verification of inventory followed by the management were reasonable and adequate in relation to the size of the company & nature of its business.
c. The company has maintained proper records of inventory. As per the information and explanation given to us, no material discrepancies were noticed on physical verification.
3. a. The Company had not granted any secured or unsecured loan to any Companies, firms or other parties covered in register maintained under Section 189 of the Companies Act, 2013. Hence sub clause (b) to (c) is not applicable to the company.
4. In our opinion and according to information and explanation given to us there are adequate internal control systems commensurate with the size of the company and nature of its business for the purchase of inventory, fixed assets and for the sale of goods. During the course of our audit we have not observed any continuing failure to correct major weakness in internal control system.
5. According to information and explanations given to us, the company has not accepted any deposits from public during the period in accordance with provision of sections 73 to 76 of the Companies Act, 2013 and the rules made there under hence clause not applicable to the Company.



6. We are informed that the Central Government has not prescribed maintenance of cost records U/s 148(1) of the Companies Act, 2013 for the products traded and other activities carried by the Company.
7. a. According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted / accrued in the books of account in respect of undisputed statutory dues including provident fund, income tax, sales tax, wealth tax, service tax, duty of customs, value added tax, cess and other material statutory dues have been regularly deposited during the period by the Company with the appropriate authorities. As explained to us, the Company did not have any dues on account of employees' state insurance and duty of excise.

According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, income tax, sales tax, wealth tax, service tax, duty of customs, value added tax, cess and other material statutory dues were in arrears as at 31st March, 2015 for a period of more than six months from the date they became payable.
- b. According to records of the company examined by us and the information & explanations given to us, there are no dues of sales tax, income tax, custom duty, entry tax, wealth tax, service tax, excise duty and cess which have not been deposited on account of any dispute.
- c. According to the information and explanations given to us the Company does not have any amount outstanding which required to be transferred to the investor education and protection fund in accordance with the relevant provisions of the Companies Act, 1956 (1 of 1956) and rules made there under.
8. The Company has accumulated losses of Rs. 9.17 lacs at the end of the financial year and incurred cash losses of Rs. 4.47lacs in the current period and Rs. 123.56 lacs in immediately preceding financial period and accumulated losses does not exceed 50% net worth of the company.
9. The Company has not taken any borrowings from banks, financial institutions or by way of debentures. Accordingly, the provisions of clause 3(9) of the Order are not applicable to the Company.
10. According to the information and explanations given to us and the records of the Company examined by us, the Company has not given any guarantees for loans taken by others from banks or financial institutions. Accordingly, the provisions of clause 3(10) of the Order are not applicable to the Company.



11. The Company has not taken any term loans during the period. Accordingly the provisions of clause 3(11) of the Order are not applicable to the Company.
12. During the course of our examination of books & records of the company carried out in accordance with the generally accepted auditing practice in India, we have neither come across any instance of fraud on or by company, noticed or reported during the period, nor we have been informed of such case by the management.

For Rajesh Shantilal Jain & Co.

Chartered Accountants

Firm's Registration No.: 012940C

Place: Indore
Date: 30.05.2015

CA. Rajesh K. Jain

Proprietor

M. No. 071697

**BALANCE SHEET AS AT 31ST MARCH, 2015**

(Amount in Rs.)

Particulars	Note No.	As at 31.03.2015	As at 30.06.2014
I. EQUITY AND LIABILITIES:			
(1) Shareholders' Funds			
(a) Share Capital	3	123,250,000	123,250,000
(b) Reserve & Surplus	4	79,082,880	79,605,326
(2) Non-Current Liabilities			
(a) Long-term borrowings		-	-
(b) Deferred tax liabilities (Net)	5	19,123	-
(c) Other Long term liabilities		-	-
(d) Long-term provisions		-	-
(3) Current Liabilities			
(a) Short-term borrowings		-	-
(b) Trade payables		-	-
(c) Other current liabilities	6	317,156	120,000
(d) Short-term provisions	7	9,020	170,614
Total		202,678,179	203,145,940
II. ASSETS:			
(1) Non-current assets			
(a) Fixed assets			
(i) Tangible Assets	8	2,641,180	153,850
(b) Non-current investments	9	17,183,093	5,330,000
(c) Deferred tax assets(net)		-	-
(d) Long term loans and advances	10	-	34,879,653
(e) Other non-current assets		-	-
(2) Current assets			
(a) Current Investments		-	-
(b) Inventories	11	127,082,149	138,045,836
(c) Trade Receivables	12	34,960,629	23,858,675
(d) Cash and cash equivalents	13	20,811,128	877,926
(e) Short-term loans and advances		-	-
(f) Other current assets		-	-
Total		202,678,179	203,145,940

See accompanying notes forming part of the financial statements

As per our report of even date attached

For Rajesh Shantilal Jain & Co.,
Chartered Accountants
FRN.: 012940C

For and on behalf of the Board of Directors

CA. Rajesh K. Jain
Proprietor
M.No.: 071697

Dhirajbhai Koradiya
Managing Director
DIN:03371017

Shwet Koradiya
Director/CFO
DIN: 03489858

Place: Indore
Date: 30.05.2015

Place: Surat
Date: 30.05.2015

Vishal Dholiya
Company Secretary
ACS No.:36465

**STATEMENT OF PROFIT AND LOSS FOR THE PERIOD ENDED 31ST MARCH, 2015**

(Amount in Rs.)

	PARTICULARS	Note No.	For the Period ended 31.03.2015	For the Period ended 30.06.2014
I.	Revenue from Operations(Gross)	14	164,652,460	51,612,045
	Add: other operating Revenue		-	-
	Revenue from operations (net)		164,652,460	51,612,045
II.	Other Income	15	63	201,772
III.	Total Revenue (I + II)		164,652,523	51,813,817
IV.	<u>Expenses:</u>			
	Cost of materials consumed			-
	Purchase of Traded Goods	16	152,218,069	150,520,596
	Changes in inventories of finished goods, work-in-progress and stock in trade	17	10,963,687	(88,017,236)
	Employee benefit expense	18	463,750	128,013
	Financial costs		-	-
	Depreciation and amortization expense	8	75,760	11,750
	Other expenses	19	1,427,546	1,357,042
	Total Expenses		165,148,812	64,000,165
V.	Profit/(Loss) before exceptional and extraordinary items and tax (III - IV)		(496,289)	(12,186,348)
VI.	Exceptional Items		-	-
VII.	Profit/(Loss) before extraordinary items and tax (V - VI)		(496,289)	(12,186,348)
VIII.	Extraordinary Items		-	-
IX.	Profit/(Loss) before tax (VII - VIII)		(496,289)	(12,186,348)
X.	Tax expense:			
	(1) Current tax expense for current period		7,034	170,614
	(2) Deferred tax		19,123	-
XI.	Profit/(Loss) from the period from continuing operations (IX - X)		(522,446)	(12,356,962)
XII.	Profit/(Loss) from discontinuing operations		-	-
XIII.	Tax expense of discontinuing operations		-	-
XIV.	Profit/(Loss) from Discontinuing operations (XII - XIII)		-	-
XV.	Profit/(Loss) for the period (XI + XIV)		(522,446)	(12,356,962)
XVI.	Earning per equity share:	20		
	(1) Basic		(0.04)	(1.06)
	(2) Diluted		(0.04)	(1.06)

See accompanying notes forming part of the financial statements
As per our report of even date attached

For Rajesh Shantilal Jain & Co.,
Chartered Accountants
FRN.: 012940C

For and on behalf of the Board of Directors

CA. Rajesh K. Jain
Proprietor
M.No.: 071697

Dhirajbhai Koradiya
Managing Director
DIN:03371017

Shwet Koradiya
Director/CFO
DIN: 03489858

Place: Indore
Date: 30.05.2015

Place: Surat
Date: 30.05.2015

Vishal Dholiya
Company Secretary
ACS No.:36465

**CASH FLOW STATEMENT FOR THE PERIOD ENDED 31ST MARCH, 2015**

(Amount in Rs.)

	PARTICULARS	For the Period ended 31.03.2015	For the Period ended 30.06.2014
A	Cash flow from Operating Activities		
	Net Profit before tax and Extraordinary items	(496,289)	(12,186,348)
	Adjustment for :	-	-
	Depreciation	75,760	11,750
	Income Tax Paid	(170,614)	-
	Operative Profit before change in assets & liabilities:	(591,142)	(12,174,598)
	(Increase)/Decrease in Trade & others receivable	(11,101,954)	1,691,326
	(Increase)/Decrease in Inventories	10,963,687	(88,017,236)
	Increase/(Decrease) in other current liability	197,156	46,500
	Increase/(Decrease) in Short-term provision	1,986	(11,500)
	(Increase)/Decrease in loan & advances	34,879,653	(6,020,243)
	Net Cash flow from Operating Activities	34,349,385	(104,485,751)
B	Cash Flow From Investing Activities	(14,416,183)	(4,495,600)
	Purchase of Fixed Assets	(2,563,090)	(165,600)
	Investment in Non-Current Investments	(11,853,093)	(4,330,000)
C	Net Cash Flow from Financing Activities	-	100,000,000
	Proceed from issue of Share Capital	-	20,000,000
	Proceed from Securities Premium	-	80,000,000
	Net Increase/(Decrease) in Cash & Cash Equivalent (A+B+C)	19,933,202	(8,981,351)
	Add:- Cash & Cash Equivalent as at 30th June, 2014	877,926	9,859,277
	Cash & Cash Equivalent as at 31st March, 2015	20,811,128	877,926
Notes : Figure in bracket represent cash out flow and cash flow statement has prepared as per the indirect method defined in "Accounting Standard-3" issued by ICAI. Previous year figures have been recast/restated where necessary.			

As per our report of even date attached

For Rajesh Shantilal Jain & Co.,
Chartered Accountants
FRN.: 012940C

For and on behalf of the Board of Directors

CA. Rajesh K. Jain
Proprietor
M.No.: 071697

Dhirajbhai Koradiya
Managing Director
DIN:03371017

Shwet Koradiya
Director/CFO
DIN: 03489858

Place: Indore
Date: 30.05.2015

Place: Surat
Date: 30.05.2015

Vishal Dholiya
Company Secretary
ACS No.:36465

**Notes forming part of the Financial Statements****Note Particulars****1 Corporate information**

Synergy Bizcon Limited is a Public company incorporated on 29th April, 1993 under Companies Act 1956. The Registered Office of the company is situated at 404, Navneet Plaza, 5/2, Old Palasia, Indore (M.P.)-452001 and having Corporate Office-101, Siddh Chambers, Taratiya Hanuman Street, Gurjar Falia, Haripura, Surat-395003, Gujarat. Its shares are listed on Bombay Stock Exchange in India. The Company is Currently Engaged in Business of Diamond, precious Metals and Stones Trading and Real Estate.

2 Accounting Policies**2.1 Basis of accounting and preparation of financial statements**

These financial statements are prepared in accordance with Indian Generally Accepted Accounting Principles (GAAP) under the historical cost convention on the accrual. GAAP comprises mandatory accounting standards as prescribed under Section 133 of the Companies Act, 2013 ('the Act') read with Rule 7 of the Companies (Accounts) Rules, 2014, the provisions of the Act (to the extent notified). Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy here thereto in use except company has considered accounting period from 01-07-2014 to 31.03.2015 i.e. company prepared these financial statement for the period of nine month for the alignment of the Companies Act, 2013.

2.2 Use of Estimates

The preparation of financial statements requires the management to make estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) as on the date of the financial statements and the reported income and expenses during the reporting period. The estimates and assumptions used in the financial statements are based upon the Management's evaluation of the relevant facts and circumstances as on the date of financial statements. Management believes that the estimates used in the preparation of the financial statements are prudent and reasonable. Future results may vary from these estimates.

2.3 Fixed Assets and Depreciation

Fixed assets are stated at acquisition cost less accumulated depreciation. The cost of fixed assets comprises its purchase price including duties and other non-refundable taxes or levies and any directly, attributable cost of bringing the asset to the working condition for its intended use. Depreciation on Fixed Assets (tangible assets) has been provided on the written down value (WDV) method as per the useful life of the asset in the manner prescribed in Schedule II to the Companies Act, 2013.

2.4 Investment

Long-term Investments made by the Company are stated at cost and provision for diminution in the value of long-term investments is made only if such a decline is other than temporary. In Note-9, The Investment of Equity Instrument in Sita Shree Food Product Ltd. of Rs 93.41 lacs and Shree Kaytex Processors Pvt. Ltd. of Rs. 25.00 lacs which were shown in earlier reportable period in the other loans and advances (Note-10) because company had given amount as shares application money to the investee companies but shares were not allotted and no intimation received up to the end of previous reportable period. In current reportable period Investee Companies have provided shares allotment details to the Company hence it has reclassified as Non-Current Investment instead of Non-Current Loans and Advances.

**2.5 Inventories**

Inventories are valued at lower of cost and net realizable value, including necessary provision for obsolescence. Cost of Inventory comprises of Cost of Purchase, Cost of Conversion/process and other Costs incurred to bring them to their respective present location and condition. Finished goods and work-in-progress include all costs of purchases, conversion costs and other costs incurred in bringing the inventories to their present location and condition.

2.6 Cash and cash equivalents:-

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

2.7 Revenue recognition

- Sale of goods

Sales are recognized, net of returns and trade discounts, on transfer of significant risks and rewards of ownership to the buyer, which generally coincides with the delivery of goods to customers.

- Other Income

Dividend income recognized when the right to receive payment is established and Interest income is recognized on a time proportion basis taking into account the amount outstanding and the rate applicable.

2.8 'Provisions and contingencies

A provision is recognized when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation estimate can be made. Provisions are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates.

2.9 Tax Expenses

Tax expenses for the current year comprises of current tax and deferred tax. Current tax is the amount of tax payable on the taxable income for the year as determined in accordance with the provisions of Income Tax Act 1961.

2.10 Earnings per share

Basic and diluted earnings per share are computed by dividing the net profit attributable to equity shareholders for the year, by the weighted average number of equity shares outstanding during the period.

2.11 Operating Cycle

Based on the nature of products / activities of the Company and the normal time between acquisition of assets and their realization in cash or cash equivalents, the Company has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities as current and non-current

**NOTES TO THE FINANCIAL STATEMENT**

Note No	Particular	As at 31.03.2015	As at 30.06.2014
3	Share Capital		
	Equity Share Capital :		
	Authorized Share capital 20000000 (Previous year 20000000) Equity Shares of Rs.10/- Each	20,00,00,000	20,00,00,000
		20,00,00,000	20,00,00,000
	Issued, subscribed & fully paid share capital 12325000(Previous year 12325000) Equity Shares of Rs. 10/- each fully paid	12,32,50,000	12,32,50,000
	Total	12,32,50,000	12,32,50,000
3(i)	Terms/Rights attached to equity Shares		
	Equity Shares: The company has only one class of equity shares having par value of Rs.10 per share. Each share holder is eligible for one vote per share held. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding. The distribution will be in proportion to the number of equity shares held by the shareholders.		
3(ii)	Reconciliation of Number of Shares: Equity Shares	As at 31.03.2015	As at 30.06.2014
	Balance as at the beginning of the year	1,23,25,000	1,03,25,000
	Add: Issued During the year	-	20,00,000
	Balance As at the end of the year	1,23,25,000	1,23,25,000
3(iii)	Detail of shares held by shareholders holding more than 5% of the aggregating shares in the company		
	Equity Shares :	No. of Shares	No. of Shares
	1. Koradiya Mile Stone Private Limited	40,22,000	40,22,000
	% of Holding	32.63%	32.63%
	2. Shwet Koradiya	9,32,000	9,32,000
	% of Holding	7.56%	7.56%



4	Reserve & Surplus	As at 31.03.2015	As at 30.06.2014
(i)	Securities Premium Reserve		
	Balance as per last financial statements	8,00,00,000	8,00,00,000
	Add : received during the period	-	-
	Balance as at the end of the period	8,00,00,000	8,00,00,000
(ii)	Surplus in the statement of Profit and loss		
	Balance as per last financial statements	(3,94,674)	1,19,62,288
	Add: Profit for the period	(5,22,446)	(1,23,56,962)
	Balance as at the end of the period	(9,17,120)	(3,94,674)
	Total	7,90,82,880	7,96,05,326

5	Deferred Tax Liability (Net)		
	Particulars	As at 31.03.2015	As at 30.06.2014
	Deferred Tax Liability on account of timing difference in Depreciation charges for the period	19,123	-
	Deferred Tax Assets	-	-
	Deferred Tax Liability (Net)	19,123	-

6	Other Current Liabilities	As at 31.03.2015	As at 30.06.2014
	Other Payables		
	Payable to Auditor	1,43,000	65,000
	Expense Payable	12,000	53,500
	TDS Payable	1,24,656	1,500
	Employee benefit Payable	37,500	-
	Total	3,17,156	1,20,000

7	Short-term provisions	As at 31.03.2015	As at 30.06.2014
	Provision- Others		
	Provision for income tax	7,034	1,70,614
	Provision for electricity expenses	1,986	-
	Total	9,020	1,70,614



Note-8 Fixed Assets

PARTICULARS	Gross Block			Depreciation				Net Block		
	As at 01.07.2014	Additions during the period	Dedu- ctions	As at 31.03.2015	As at 01.07.2014	for the period	On sale/ Adjustment	As at 31.03.2015	As at 30.06.2014	As at 31.03.2015
Tangible assets										
Building (Other than Factory Building)	-	1,790,000	-	1,790,000	-	5,493	-	5,493	-	1,784,507
Building(Shop)	-	476,850	-	476,850	-	191	-	191	-	476,659
Air conditioner	74,600	-	-	74,600	2,743	13,966	-	16,709	71,857	57,891
Computers	67,000	19,800	-	86,800	8,114	37,307	-	45,421	58,886	41,379
Office Equipments	24,000	76,440	-	100,440	893	17,952	-	18,845	23,107	81,595
Furniture	-	200,000	-	200,000	-	851	-	851	-	199,149
Total tangible assets	165,600	2,563,090	-	2,728,690	11,750	75,760	-	87,510	153,850	2,641,180
Previous Year	-	165,600	-	165,600	-	11,750	-	11,750	-	153,850

9	Non-Current Investments	As at 31.03.2015	As at 30.06.2014
	Investment in Equity Instrument (at cost) Associate Company: (Unquoted fully paid up) Mehta Polytex Pvt. Ltd. (34,640 Equity Shares of Rs. 10/- each)	43,30,000	43,30,000
	Others: (Unquoted fully paid up) Acqua Green Realty Pvt. Ltd. (10000 equity shares of Rs. 10/-) Shree Kaytex Processors Pvt. Ltd. (1,25,000 Equity Shares of Rs. 10/- each) (refer Note 2.4)	10,00,000 25,00,000	10,00,000 -
	Investment in Equity Instrument (at cost) Others: (Quoted fully paid up) Sita Shree Food Products Ltd. (2,66,666 equity shares of Rs. 10/- each) (refer Note 2.4) Dabur India Limited (50 equity shares of Re. 1/- each)	93,41,250 11,843	- -
	Total	1,71,83,093	53,30,000
	Details of Non-Current Investment		
9(i)	Aggregate amount of Unquoted Investments	78,30,000	53,30,000
9(ii)	Aggregate amount of Quoted Investments	93,53,093	-
9(iii)	Aggregate Market Value of Quoted Investments	51,99,926	-

10	Long term loans and Advances	As at 31.03.2015	As at 30.06.2014
	Other loans and advances unsecured considered good	-	3,48,59,410
	TDS Receivable	-	20,243
	Total	-	3,48,79,653

11	Inventories	As at 31.03.2015	As at 30.06.2014
	Stock-in-trade(acquired for trading)		
	Polished Diamond (Pointed)	-	91,51,150
	Polished Diamond Stock	11,98,95,029	12,88,94,686
	Land (acquired for trading)	71,87,120	-
	Total	12,70,82,149	13,80,45,836



12	Trade Receivables	As at 31.03.2015	As at 30.06.2014
	Unsecured, Considered Good		
	Trade receivables outstanding for a period exceeding six months from the date of transaction	-	
	Other trade Receivables (not exceeding six months)	3,49,60,629	2,38,58,675
		3,49,60,629	2,38,58,675

13	Cash and cash equivalents	As at 31.03.2015	As at 30.06.2014
	a) Cash on hand	3,99,665	2,86,784
	b) Balances with banks		
	(i) In current accounts	2,04,11,463	5,91,142
	Total	2,08,11,128	8,77,926

14	Revenue from Operations (Gross)	For the period ended 31.03.2015	For the period ended 30.06.2014
	Sale of Products (Refer Note No. 14.1)	16,46,52,460	5,16,12,045
	Total	16,46,52,460	5,16,12,045
14.1	Sale of Products Comprises		
	Traded Goods		
	Sale of Polished Diamond	16,46,52,460	1,42,43,828
	Sale of Shares	-	3,73,68,217
	Total	16,46,52,460	5,16,12,045

15	Other Income	For the period ended 31.03.2015	For the period ended 30.06.2014
	Interest Income	-	2,01,772
	Dividend Income	63	-
	Total	63	2,01,772



16	Purchase of Traded Goods	For the period ended 31.03.2015	For the period ended 30.06.2014
	Polished Diamonds	14,50,30,949	14,13,69,446
	Polished Diamonds Pointed	-	91,51,150
	Land (acquired for trading)	71,87,120	-
	Total	15,22,18,069	15,05,20,596

17	Changes in inventories of stock-in-trade	For the period ended 31.03.2015	For the period ended 30.06.2014
	Inventory at the end of the period		
	Stock-in-trade: (aquired for trading)		
	Land	71,87,120	-
	Polished Diamond(Pointed)	-	91,51,150
	Polished Diamond Stock	11,98,95,029	12,88,94,686
		12,70,82,149	13,80,45,836
	Inventory at the beginning of the period		
	Stock-in-trade: (aquired for trading)		
	Shares stock	-	5,00,28,600
	Polished Diamond(Pointed)	91,51,149	-
	Polished Diamond Stock	12,88,94,686	-
		13,80,45,836	5,00,28,600
	Net (Increase)/Decrease	1,09,63,687	(8,80,17,236)

18	Employee Benefit Expenses	For the period ended 31.03.2015	For the period ended 30.06.2014
	Salary & wages	4,63,750	1,28,013
	Total	4,63,750	1,28,013

18.1	<p>As per Accounting Standard 15 “Employee benefits”, the disclosures as defined in the Accounting Standard are given below :</p> <p>All employee benefits payable wholly within twelve/operating cycle months of rendering the service are classified as short-term employee benefits. Benefits such as salaries, wages, and short term compensated absences, etc. are recognized in the period in which the employee renders the related services. There is no defined benefit plans during the period. No managerial remuneration has been paid during the period to the director.(Previous year Nil.)</p>		
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19	Other Expenses	For the period ended 31.03.2015	For the period ended 30.06.2014
	Stock Exchange Fees	-	7,31,466
	Account Fees	-	1,25,000
	Advertisement Expenditure	44,468	16,102
	Payment to Auditor	1,50,000	1,05,000
	Professional Fees	9,34,160	80,000
	Demat Charges Fees	-	11,942
	Printing & Stationary Expenses	50,834	49,805
	Share Transfer Fees	23,920	2,603
	Registrar Agent Fees	23,758	11,798
	Rent Expenses	67,500	67,500
	Roc Filing Fees	13,800	1,32,224
	Misc. Expenses	1,19,106	23,602
	Total	14,27,546	13,57,042
19.1	Payment to Auditor		
	As Auditor- Statutory Audit Fees	60,000	50,000
	As Tax Audit Fees	30,000	15,000
	For Taxation Matters	15,000	40,000
	For Company Law Matter & Others	45,000	-
	Total	1,50,000	1,05,000

20	Earning Per Share	For the period ended 31.03.2015	For the period ended 30.06.2014
i	Net Profit after tax as per Statement of Profit and Loss attributable to Equity Shareholders	(5,22,446)	(1,23,56,962)
ii	Weighted No. of Equity Shares	1,23,25,000	1,16,51,007
iii	Basic earning per share	(0.04)	(1.06)
iv	Diluted earning per share	(0.04)	(1.06)
v	Face Value per equity share	10.00	10.00



21	<p>Related Party Disclosures</p> <p>In accordance with accounting standard 18 “ Related Party Disclosure” issued by the Institute of Chartered Accountant of India, the Company has compiled the required information is as under :-</p> <p>Key Managerial Personnel Mr. Dhirajbhai Vaghjibhai Koradiya (Managing Director) Mr. Shwet Dhirajbhai Koradiya (Director/ Chief Financial Officer)</p> <p>Note: Related parties have been identified by the Management.</p> <p>Transactions with Related Parties: There are following transaction with related parties during the period ended on 31.03.2015.</p>		
	Nature of Transactions with parties	Current period ended 31st March, 2015	Previous period ended 30th June, 2014
	Key Management Personnel and relative of KMP		
	Fixed assets acquired ¹	17,90,000	-
	Land bought for trading ²	21,53,100	-
	Outstanding Balances as at 31.03.2015	-	-
	Note:-1. Represent transaction with Varshaben D. Koradiya, relative of KMP.		
	2. Represent transaction with above mentioned KMP and Varshaben D. Koradiya, relative of KMP.		

22	<p>Segment Reporting: The Company has identified business segments as its primary segment and geographic segments as its secondary segment. The segment reporting policies complies with the accounting policies adopted for preparation and presentation of financial statements of the company and in conformity with accounting standard-17 on segment reporting issued by ICAI.</p>
	<p>a) Business Segment :</p>
	<p>The Company is operates in three segments namely in the business of diamonds trading, real estate business & shares trading business. Hence the entire revenue and expenses pertains to these segments. Assets and liabilities that are directly attributable or allocable to segments are disclosed under each reportable segment. All other assets and liabilities are disclosed as unallocable.</p>

**b) Geographical Segment:**

Since all the operations of the Company are conducted within India as such there is no separate reportable geographical segment.

(Amount in Lacs)

Particulars	For the period ended 31.03.2015	For the period ended 30.06.2014
Segment Revenue		
(a) Trading Diamond	1646.52	142.44
(b) Share & Commodity Trading	0.00	373.68
(c) Real Estate	0.00	0.00
Total	1646.52	516.12
Less: Inter segment revenue	0.00	0.00
Net Sales/Income From Operation	1646.52	516.12
Segment Results		
(Profit)(+) / Loss (-) before tax and interest from each segment		
(a) Real Estate	0.00	0.00
(b) Trading Diamond	(4.96)	11.40
(c) Share & Commodity Trading	0.00	(135.28)
(d) Unallocated	0.00	2.02
Total	(4.96)	(121.86)
Less: (i) Interest	0.00	0.00
(ii) Other Un-allocable Expenditures Net off	0.00	0.00
(iii) Un-allocable income	0.00	0.00
Profit Before Tax	(4.96)	(121.86)
Tax Expenses	(0.26)	(1.71)
Total Profit After Tax	(5.22)	(123.57)
Segment Capital Employed		
(Segment assets - Segment Liabilities)		
(a) Real Estate	71.87	0.00
(b) Trading Diamond	1548.56	1966.47
(c) Share & Commodity Trading	171.83	53.30
(d) Unallocated	231.07	8.78
Total	2023.33	2028.55
Capital Expenditures	25.63	1.65
Depreciation	0.76	0.12
Non-Cash Expenses other than depreciation	0.00	0.00



23	In the opinion of the Board of Directors of the Company, the other Current Assets, Loans and Advances have a value realizable in the ordinary course of business at least equal to the amount at which they are stated and provisions for all known liabilities are adequate and not in excess of the amount reasonably necessary.
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24	Value of Imports on(CIF Basis)		
i	Raw Material	Nil	Nil
ii	Capital Goods	Nil	Nil
iii	Trading Goods	Nil	Nil

25	Expenditure in foreign exchange	Nil	Nil
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26	Earning in foreign exchange	Nil	Nil
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27	These financial statements have been prepared in the format prescribed by the revised Schedule III to the Companies Act, 2013. Previous period figures have been recasted/ restated to confirm to the current period. Figures have been rounded off to the nearest Rupee.
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As per our report of even date attached

For Rajesh Shantilal Jain & Co.

Chartered Accountants

FRN.: 012940C

For on behalf of the board of directors

CA. Rajesh K. Jain

Proprietor

M.No.: 071697

Dhirajbhai Koradiya

Managing Director

DIN: 03371017

Shwet Koradiya

Director/CFO

DIN: 03489858

Vishal Dholiya

Company Secretary

ACS No.: 36465

Place: Indore

Date: 30.05.2015

Place: Surat

Date: 30.05.2015

**SYNERGY BIZCON LIMITED**

(CIN: L45201MP1993PLC007647)

Reg. Off.: 404, Navneet Plaza, 5/2, Old Palasia, Indore – 452001, Madhya Pradesh,
Tel/fax.: 0731 – 4202337, Email: synergybizcon@gmail.com, Website: www.sbcl.co.in

ATTENDANCE SLIP

(Please complete this Attendance slip and hand it over at the entrance of the Meeting Hall)

DPID _____

CLIENT ID _____

Regd. Folio No. _____

I hereby record my presence at the 22nd ANNUAL GENERAL MEETING of the Company held on Tuesday, 29th September, 2015 at 11.00 a.m. at Hotel President, 163, R.N.T. Marg, Indore - 452001, Madhya Pradesh.

Name of Shareholder/Proxy _____ Signature of Shareholder/Proxy _____

-----cut here-----

BALLOT FORM

(To be returned to Scrutinizer appointed by the Company)

Name(s) of the First Named Shareholder (In Block Letters).....

Postal Address:

Registered Folio No. /D.P ID No. and Client ID*:

Number of Equity Shares held:

I/ We hereby exercise my/our vote in respect of the following resolution(s) to be passed at the 22nd Annual General Meeting of the Company, to be held on Tuesday, 29th September, 2015 at 11.00a.m at Hotel President, 163, R.N.T. Marg, Indore - 452001, Madhya Pradesh in respect of businesses as stated in the Notice dated 13th August, 2015 by conveying my/our assent/dissent to the said resolutions(s) by placing the tick (✓) mark at the box against the respective matters:

Item No.	Description of Resolutions	No. of Equity Shares Held	I/We assent to the Resolution (FOR)	I/We dissent to the Resolution (AGAINST)
1	Adoption of financial statement			
2	Appointment of Director			
3	Appointment of Auditor			
4	Appointment of Mr. Mukesh Patel as an Independent Director			

*Applicable to investors holding shares in Electronic Form.

Place:

Date:

Signature of the Member/ Beneficial Owner**INSTRUCTIONS FOR FILLING THE BALLOT FORM**

1. A member desiring to vote by ballot form may complete this ballot form and send it to the Scrutinizer, appointed by the Company viz: Mr. Manish R. Patel, Practicing Company Secretary, C/o. Synergy Bizcon Limited, 404, Navneet Plaza, 5/2, Old Palasia, Indore – 452001, Madhya Pradesh.
2. In case of Companies, trusts, societies etc the duly completed ballot form should be accompanied by a certified true copy of Board Resolution/ Authority.
3. Unsigned Ballot Forms will be rejected.
4. A Member need not cast all the votes in the same way.
5. Duly completed Ballot Form should reach the Scrutinizer not later than 5.00 p.m. on Thursday, the 28th September, 2015 at the address mentioned in point no. 1 above.
6. The Scrutinizer's decision on the validity of Ballot Form will be final.

**SYNERGY BIZCON LIMITED**

(CIN: L45201MP1993PLC 007647)

Reg. Off.: 404, Navneet Plaza, 5/2, Old Palasia, Indore – 452001, Madhya Pradesh,
 Tel/fax.: 0731 – 4202337, Email: synergybizcon@gmail.com, Website: www.sbcl.co.in

FORM NO. MGT-11
PROXY FORM

DPID:-----

CLIENT ID:-----

Regd. Folio No.-----

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/her
2. Name:-----
 Address:-----
 -----E-mail Id: -----
 Signature: ----- or failing him/her
3. Name:-----
 Address:-----
 -----E-mail Id: -----
 Signature: ----- or failing him/her

as my/our proxy to attend and vote for me/us and on my/our behalf at the 22nd Annual General Meeting of the Company to be held on Tuesday, the 29th September, 2015 at 11.00 a.m. and any adjournment thereof in respect of such Resolutions as are indicated below.

Resolution No.	Resolutions
Ordinary Business	
1	Adoption of financial statement
2	Appointment of Director
3	Appointment of auditor
Special Business	
4	Appointment of Mr. Mukesh Patel as an Independent Director

As witness my / our hand(s) this _____ day of _____ 2015

Signature of Shareholder:----- Signature of Proxy:-----

Affix a Rs.
1/-
Revenue
Stamp

NOTE:

The proxy form duly stamped, completed and signed must be deposited at the Registered Office of the Company not less than 48 hours before the time for holding of the aforesaid meeting. The Proxy need not be a member of the Company.



Route Map to the Venue of the AGM

Hotel President, 163,
R.N.T. Marg, Indore – 452 001,
Madhya Pradesh.



BOOK POST



If undelivered, Please return to:
SYNERGY BIZCON LIMITED
404, Navneet Plaza, 5/2,
Old Palasia, Indore - 452001,
Madhya Pradesh
Telfax : 0731-4202337

www.sbcl.co.in