

GPIL/2023-2024 November 02, 2023

BSE Limited National Stock Exchange of India Limited

Phiroze Jeejeebhoy Towers

Exchange Plaza, 5th Floor,
Dalal Street

Plot no. C/1, G Block

Mumbai – 400001 Bandra – Kurla Complex , Bandra (E),

 Scrip Code: 542857
 Mumbai – 400051

 Symbol: GREENPANEL

Dear Sir/Madam,

Sub.: Intimation regarding change of registered office of the company

Pursuant to regulation 30 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, and in continuation to our earlier letter dated April 7, 2023, kindly be informed that the shifting of registered office of the company from the state of Assam to the state of West Bengal at Thapar House, 2nd Floor, 163, S.P. Mukherjee Road, Kolkata – 700026, has been approved by the Ministry of Corporate Affairs vide issuing a certificate of registration of Regional Director Order for change of state, dated November 2, 2023.

A copy of the above-mentioned certificate dated November 2, 2023, along with amended Memorandum of associations are enclosed.

Kindly take the above on records.

Thanking You,

Yours faithfully,

For Greenpanel Industries Limited

(Lawkush Prasad) Company Secretary & VP - Legal

Encl.: As above

Greenpanel Industries Limited

West Bengal – 700026 Tel No: + 91 33 4084 0600 Website: www.greenpanel.com **Business office:**

3rd Floor, Plot No. 68,

Sector -44, Gurugram -122003, Haryana,

Tel No: +91 124 4784600 Email: <u>info@greenpanel.com</u> CIN: L20100WB2017PLC265977



GOVERNMENT OF INDIA MINISTRY OF CORPORATE AFFAIRS

Registrar of Companies

2nd Floor, 2ND MSO BUILDING, Kolkata, Nizam Palace 2nd MSO Building, 2nd Floor, West Bengal, 700020, India

Corporate Identity Number: L20100WB2017PLC265977

SECTION 13(5) OF THE COMPANIES ACT, 2013

Certificate of Registration of Regional Director order for Change of State

M/s GREENPANEL INDUSTRIES LIMITED having by special resolution altered the provisions of its Memorandum of Association with respect to the place of the Registered Office by changing it from the state of Assam to the West Bengal outside the jurisdiction of existing RoC ROC Shillong to the ROC Kolkata and such alteration having been confirmed by an order of Regional Director bearing the date 31/03/2023

I hereby certify that a certified copy of the said order has this day been registered.

Given under my hand at Kolkata this SECOND day of NOVEMBER TWO THOUSAND TWENTY THREE

Digitally signed by *.mca.gov.in

Date: 2023.11.02 15:57:42 IST

Mrinal Barua

Assistant Registrar of Companies/ Deputy Registrar of Companies Registrar of Companies

Registrar of Companies

ROC Kolkata

Mailing Address as per record available in Registrar of Companies office:

GREENPANEL INDUSTRIES LIMITED

Thapar House, 2nd Floor, 163, S.P. Mukherjee Road, Kalighat, Kolkata, Kolkata-700026, West Bengal, India



THE COMPANIES ACT, 2013

(COMPANY LIMITED BY SHARES)

MEMORANDUM

AND

ARTICLES OF ASSOCIATION
OF

GREENPANEL INDUSTRIES LIMITED

For Greenpanel Industries Limited



GOVERNMENT OF INDIA MINISTRY OF CORPORATE AFFAIRS

Central Registration Centre

Certificate of Incorporation

[Pursuant to sub-section (2) of section 7 of the Companies Act, 2013 (18 of 2013) and rule 18 of the Companies (Incorporation) Rules, 2014]

I hereby certify that GREENPANEL INDUSTRIES LIMITED is incorporated on this Thirteenth day of December Two thousand seventeen under the Companies Act, 2013 (18 of 2013) and that the company is limited by shares.

The Corporate Identity Number of the company is U20100AS2017PLC018272.

The Permanent Account Number (PAN) of the company is AAHCG 1211B *

 $Given \, under \, my \, hand \, at \, Manesar \, this \, Twentieth \, day \, of \, December \, Two \, thousand \, seventeen \, .$

DS Ministry of Corporate Affairs 01

Digital Signature Certificate
Mr MUKESH KUMAR SONI

For and on behalf of the Jurisdictional Registrar of Companies Registrar of Companies

Central Registration Centre

Disclaimer: This certificate only evidences incorporation of the company on the basis of documents and declarations of the applicant(s). This certificate is neither a license nor permission to conduct business or solicit deposits or funds from public. Permission of sector regulator is necessary wherever required. Registration status and other details of the company can be verified on www.mca.gov. in

Mailing Address as per record available in Registrar of Companies office:
GREENPANEL INDUSTRIES LIMITED
MAKUM ROAD, TINSUKIA, TINSUKIA, Tinsukia, Assam. India, 786125



* as issued by the Income Tax Department

For Greenpanel Industries Limited

Lawkush Prasad

Company Secretary & Assistant Vice President-Legal [Pursuant to Schedule I (see Sections 4 and 5) to the Companies Act, 2013] FORM NO. INC-33

SPICE MOA

(e-Memorandum of Association)

MOA language: • English	Hindi		
SRN of form INC-1	G55486088	Pre-fill	
	any as notified under schedule I of		A
1. The Name of the Company is	GREENPANEL INDUSTRIES LIMITED)	
2. The Registered office of the co	mpany will be situated in the state of	West Bengal-WB	

- 3.(a) The objects to be pursued by the company on its incorporation are
- 1. To carry on business as manufacturers, traders, exporters, importers, dealers, wholesalers, retailers, service providers, commission agents, of medium density fibreboard (MDF), high density fibreboard (HDF), wooden flooring plywood, particle board, doors, laminated wooden flooring, laminates of all sizes and descriptions, veneers, pre-laminated board, decorative laminates, decorative laminated sheets, high pressure laminates post forming laminates, decorative veneers, ready to install doors, high-end doors, High-end Veneered Engineering Flooring and Pre-laminated Particle Board of all kinds and descriptions and other paper based, wood based and plastic based products of all kinds and descriptions and industrial laminated sheets compact laminates of every descriptions, post formed panels, whether laminated or not, restroom cubicles, lockers and every type of partition systems and to act decorators and manufacturers and deal in housing furniture and fittings, interior decorators, commercial and industrial furniture and fittings and implements and tools of all descriptions and provide consultancy in total interior and exterior decoration and furniture solution.
- 3.b) Matters which are necessary for furtherance of the objects Specified In clause 3(a) are

1 CONSTRUCT AND SUPERINTEND BUILDINGS OFFICES STRUCTURES

To purchase, acquire, build, construct, alter, maintain, enlarge, equip, pull-down, remove or replace and manage and control any buildings, offices, factories, mills, laboratories, shops, machinery equipments, apparatus, engines, roadways, trolley ways, reservoirs, water-courses, electric works and other works and conveniences, which may seem calculated directly or indirectly to advance the main objects of the Company, and to join with any other person or body corporate in doing of these things.

2 IMPORT AND PURCHASE OF MACHINERY

To import and purchase any machinery, instrument, apparatus, equipments, materials, articles and stores and to do all things for attaining the main objects of the company.

3. PURCHASE, LEASE, EXCHANGE, OF PROPERTY ETC.

To purchase, take on lease, or tenancy or exchange, hire, take options over or otherwise acquire for any estate or interest whatsoever and to hold, develop, plan, improve, work, cultivate and turn to account concessions, grants. decrees, licenses, privileges, claims, options, objects of the Company and to purchase, charter, hire, build or otherwise acquire crafts, aircrafts, cars, vans or vehicles of any description and to employ the same in the business of the company.

4. TECHNICAL INFORMATION AND KNOW-HOW

To acquire from any person, firm, body corporate or others whether in India or elsewhere, technical Information, know-how processes, patents, designs, engineering and operating data, plants, layouts and blue prints useful for the design, erection and operation of plants, machineries, apparatus or marketing of its products required for attaining the main objects of the company and to acquire any grant or

For Greenpanel Industries Limited

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licence and other rights and benefits in connection therewith.

5. PAYMENT OF SALARIES & GRATUITIES

To grant allowances, salaries, gratuities, pensions and bonuses to employees of the Company or dependents of such persons, and to support and to subscribe to any charitable or other institutions, and to create and subscribe to any Provident or Benefit Fund or any Insurers for the employees of the Company or of any subsidiary or associate Company.

6. DISPOSAL OF UNDERTAKING AND PROPERTY OF COMPANY

To sell, exchange, mortgage, let on lease, royalty or tribute, grant, licences, easements, options and other rights over and in any other manner deal with or dispose of the whole or any part of the undertaking, property, assets, rights and effects or the Company for such consideration as may be thought fit and in particular for stocks, shares, whether fully or partly paid-up, or securities of any other Company.

7. PAYMENT FOR PROPERTY AND SERVICES

To pay for any rights or property acquired by the company and to remunerate any person, firm or body corporate rendering services to the company either by cash payment or by allotment to him or them of shares or securities of the company as paid up in full or in

8. ADVANCE DEPOSITS AND LOANS

To lend and advance money, out of surplus fund of the Company not immediately required, either with or without security and give credit to any person and upon such terms and conditions as the Company may think fit but not amounting to Banking business as defined under the Banking Regulation Act, 1949.

9. COMMERCIAL OBLIGATIONS

To undertake financial and commercial obligations, transactions and operation for achievement of the main objects of the company.

10. GUARANTEE AND SURETY

To guarantee the performance of any contract or obligation of and the payment of money unsecured or secured and interest on, any debentures, debenture stock or securities of any company, corporation, Firm or Person when the guarantee may be considered likely, directly or indirectly, to further the main objects of the company and also to provide corporate guarantee and security to banks or financial institutions or others in respect of loans or credit facility availed by subsidiary or associate or joint venture companies.

11. INVESTMENT

To invest and deal with the funds of the Company not immediately required in such investments in such manner including investment in shares, securities, mutual funds or debt instruments as may be thought proper and to deal with shares and securities otherwise.

12. BORROWING

Subject to the provisions of law in force and the rules framed thereunder and directives issued by Reserve Bank of India for the time being, to receive money as loan, accept deposits and borrow or raise money in such manner as the Company shall think fit, and in particular by the issue of debentures or debenture stock perpetual or otherwise and to secure the payment of any money borrowed, raised or owing by mortgage, charge or lien upon all or any of the property or assets of the company (both present and future), including its uncalled capital, and also by a similar mortgage charge or lien to secure and guarantee the performance by the Company or any other person or Company as the case may be but not amounting to Banking business as defined under the Banking Regulation Act, 1949.

13. NEGOTIABLE INSTRUMENT

To open bank account and to draw, make, accept, endorse, discount, negotiate, execute and issue bills of exchange, promissory notes, bills of lending, warrants and other negotiable or transferable instruments or securities.

14. PATENTS ETC

To apply for purchase or otherwise acquire, transfer, and renew in any part or the world, any patents, patent rights, invention, trade mark, copy rights, designs, brevets, licenses, protections, concessions and the like conferring an exclusive or non-exclusive or limited rights to their use or any secret or other information as to any invention, process or privilege which may seem capable or being used for any of the purpose of the company or the acquisition of which may seem calculated directly or indirectly to benefit the Company and to use, exercise, develop, grant licenses or privileges in respect of or otherwise turn to account the property, rights and information acquired.

15. IMPROVEMENT OF PATENTS AND OTHER RIGHTS

To expend money in experimenting on and testing and in Improving or seeking to improve any patents, rights, invention, discoveries, process or information of the company or which the company may acquire or propose to acquire.

16. RESEARCH LABORATORIES COLLEGES AND PROVISION OF LECTURES

To establish, provide, maintain and conduct research and other laboratories, framing colleges, schools and other institutions for the training, education and instruction of students and others who may desire to avail themselves of the same and to provide for the delivery

For Greenpanel Industries Limited

Lawkush Prasad

Company Secretary & Assistant Vice President-Legal and holding of lectures, demonstrations, exhibitions classes, meetings and conferences in connections therewith.

17. ACQUIRE AND UNDERTAKE BUSINESS

To acquire, takeover and undertake any part of business, property, assets and liabilities of any person or company/body corporate carrying on or proposing to carry on any business which this Company is authorised to carry on or possession of movable or immovable property suitable for the purposes of the company or which can be carried on in conjunction therewith or which is capable or otherwise.

18. REGISTRATION OF COMPANY OUTSIDE INDIA

To procure the registration or recognition of the Company in or under the laws of any place outside India and to open or establish agencies, branches and offices of the Company at any place whether in India or outside India to transact and manage the affairs of the company and to appoint manager, administrator or office bearers and to remunerate them.

19. PROMOTION

To form, incorporate, acquire, manage, take over or promote any company/body corporate or business, whether in India or outside India having amongst its or their objects the acquisition of all or any of the assets or control or development of the Company or any carrying out of its business activities or otherwise prove advantageous to the Company and to pay all of the costs and expense think fit for services rendered or to be rendered including any services incurred for incorporation of this company and conduct of its business and reimbursement of various expenses.

20. AMALGAMATION AND PARTNERSHIP

Subject to the provisions of the Companies Act, 2013 and other applicable laws to amalgamate, merge or to enter into partnership or into any arrangement for sharing profits, de-merger of undertaking, union of interests, co-operation, joint venture or reciprocal concession with any person, firm, corporation or company in or outside India carrying on or engaged in any business or transaction which the Company is authorized or engaged in or which can be carried on in conjunction with the business or transaction which the conducted so as directly or indirectly to benefit the Company and further to enter into any arrangement or contracts with any person, association or body corporate or government or local authorities whether in India or outside for such purposes that may be beneficial

21. GOVERNMENT AND OTHER CONCESSIONS AND TO PROMOTE AND OPPOSE LEGISLATION

To enter into any arrangements and to take all necessary or proper steps with government or with other authorities supreme, national, local, municipal or otherwise of any place to which the Company may have interest and to carry on any negotiations or operations for the purpose directly or Indirectly carrying out the objects of the Company or effecting any modification in the constitution of the Company or furthering the interest of its members and to oppose any such steps taken by any other company, firm or person which may be considered likely directly or indirectly to prejudice the interests of the Company or its members, promoter and to promote or assist the promotion, whether directly or indirectly, of any legislation which may appear to be in the interest of the Company and to oppose and resist whether directly or indirectly any legislation which may seem disadvantageous to the Company to obtain from any such government authority or any company by lawful means any charters, contracts, decrees, rights, grant, loans, privileges or concessions which the company may think fit desirable to obtain and carry out, exercise and comply with any such arrangement, charter, decree, right, privilege of concessions.

22 PUBLICITY

To adopt such means of making known the products of the Company as may seem expedient and in particular by advertising in the press or any other media by purchase, exhibition or reproduction of works of arts or interest, by publication of books, pictures and periodicals and by granting prizes, award and donations, or in such other manner as the Company may deem desirable.

23. TRUSTS

To undertake and execute any trust the undertaking of which may seem to the Company desirable and either gratuitously, or otherwise and vest any real or personal property, rights or interests acquired by or belonging to the Company in any person or Company on behalf of or for the benefit of the Company and without any declared Trust in favour of the Company

24 ESTABLISHMENT OF ASSOCIATION CONNECTED WITH COMPANY OR FOR BENEFITS OF EMPLOYEES OF COMPANY

To apply the assets of the Company in any way in or towards the establishment, maintenance or extension, of any association, institution or fund in anyway connected with any particular trade or business or with trade or commerce generally and particularly with the trade, including an association, institution or fund for the protection of the interest of masters, owners and employees against loss by bad debts, strikes combinations, fire, accidents otherwise or for the benefit of any clerks, workman or others at any time employed by the Company or any of its predecessors in business or their families of dependents and whether or not in common with other persons or classes of persons and in particular or friendly, co-operative and their societies, reading rooms, libraries, educational and charitable institutions, refectories dining and recreation rooms, churches, chapels, temples, schools and hospitals and to grant gratuities, pensions and allowances and to contribute to any funds raised by public or local subscription for any purpose whatsoever.

25. AID TO LABOUR AND OTHER INDUSTRIAL ASSOCIATION

For Greenpanel Industries Limited

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To aid, pecuniarily or otherwise any association, body or movement having an object the solution, settlement or surmounting of industrial or labour problems or troubles or the promotion to industry or trade.

26. DONATION AND CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES

Subject to the provisions of the Companies Act 2013, to subscribe or guarantee money for any national, charitable, CSR, benevolent, public, general or useful object or for any exhibitions subject of the compliance of Central and Stale laws. To incorporate a Trust for carrying out CSR activities as per the Companies Act, 2013 and applicable laws.

27. PROVIDENT FUND INSTITUTIONS

To establish and maintain or procure the establishment and maintenance of any contributory or non-contributory pension or superannuation funds for the benefit of and give or procure the giving of donations, gratuities, pensions, allowances of emoluments to any persons who is or was at any time in the employment or service of the company, or of any Company which is a subsidiary of the Company or is allied to or associated with the Company or with any such subsidiary Company, or who are or were at any time directors or officers of the Company or for any such other Company as aforesaid, and the wives, widows, clubs considered to be for the benefit of or to advance the interest and well-being of the Company or of any such other Company as aforesaid, and make payments to or towards the insurance or any such person as aforesaid and do any of the matter aforesaid either alone or in combination with any such other Company as aforesaid subject to the compliance of Central and state laws.

28. DISTRIBUTION IN SPECIE

Subject to the provisions of any law for the time being in force distribute amongst the members in specie any property of the Company, or any proceeds of sale or disposal of any property of the company in the event of winding up.

29. PROGRAMMES FOR RURAL DEVELOPMENT, SOCIAL AND ECONOMICAL WELFARE

To undertake, carry out promote and sponsor rural development including programme for promoting the social and economic welfare of or the upliftment of the people in any rural area and to include any expenditure or/ any programme of rural development and to assist in the execution and promotion (hereof either directly or through an independent agency or in any other manner. Without prejudice to the generality of the foregoing, "Programme of rural development" shall also include any programme for promotion of the social and economic welfare of or the upliftment of the people in any rural area which the directors consider it likely to promote and assist rural development and that the words "rural area" shall include such area as may be regarded as rural areas under the Income Tax Act 1961 or any other law relating to rural development for the time being in force or as may be regarded by the directors as rural areas and the director may at their discretion, in order to implement any of the above mentioned objects or purposes, transfer without consideration or at such fair or concessional value as the directors may think fit and divert the ownership of any property of the company to or in favour of any public or local body or Authority or Central or State Government or any Public Institution or Trust or Funds as the Directors may approve.

30. PROMOTION AND GROWTH OF NATIONAL ECONOMY ETC.

To undertake, carry out, promote and sponsor or assist any activity for the promotion and growth of the national economy and for discharging what the Director consider to be social and moral responsibilities of the company to the public or any section of the public and also any activity which the Directors consider likely to promote national welfare or social economic or moral upliftment of the people or any section of the people and in such manner and by such means as the Directors may think fit and directors may without prejudice to the generality of the foregoing, undertake, carry out, promote and sponsor any activity for publication of any books, literature, newspaper etc or for organising lectures or seminars likely to advance these objects or for giving merit awards, scholarship, loans or any other assistance to deserving students or other scholars or persons lo enable them to pursue their studies for academic pursuits or researches and for establishing conducting or assisting any institution, fund, trust etc. having any one of the aforesaid objects or purposes transfer without consideration or at such fair or concessional value as the directors may think fit and divert the ownership of any property of the company to or in favour of any Public or Local Body or Authority or Central or State Government or any Public Institutions or Trust or Fund as the Directors may approve.

31. TO DO ALL THINGS INCIDENTAL

To buy, sell, purchase, repair, alter, improve, exchange, let out on hire import, export and deal in all factories, works, plant, machinery, tools, appliances, apparatus, products, materials, substances, articles and things capable of being used in any business which this Company is competent to carry or which may seem capable of being profitable to deal with in connection therewith and to, experiment with, render marketable and deal in all products or residual and by-products incidental or to obtained in any of the business carried on by the Company and to do all such other things as may be deemed incidental or conducive to the attainment of the main objects of the Company or any of them and also to carry on the business of manufacturer, fabricators, importer, exporter, in phenol, formaldehyde, melamine and other synthetic chemicals and other raw materials, by-products, joint products and to carry out all such activities relating to forward and back ward integration of its final product, raw materiel, by-products and allied products.

4. The liability of the member(s) is limited and this liability is limited to the amount unpaid	if any	, on the shares	held by them
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5. The share capital of the company is	150,000,000.00	rupees, divided into.

For Greenpanel Industries Limited

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roi dieenpanei industries Limited

Lawkush Prasad Company Secretary & Assistant Vice President-Legal

cumpend

150,000,000.00	Equity	shares of	1.00		
			1.00	rupees each	

6. We, the several persons, whose names and addresses are subscribed, are desirous of being formed into a company in pursuance of this memorandum of association, and we respectively agree to take the number of shares in the capital of the company set against our respective names:

Clause 5 of the Memorandum of Association of the Company as to Share Capital was amended vide Special resolution passed by the shareholders of the Company at the Extra Ordinary General Meeting held on February 25,2019 wherein the Authorised Share Capital of the Company was increased from Rs.1,00,00,000.00 (Rupees One Crore only) divided into 1,00,00,000 (One Crore) equity shares of Rs. 1.00 (Rupees One) each to Rs.15,00,00,000.00 (Rupees Fifteen Crore only) divided into 15,00,00,000 (Fifteen Crore) equity shares of Rs.1.00 (Rupees One only) each.

For Greenpanel Industries Limited

S.No.		Subscriber Detail	S			
	Name, Address, Description and Occupation	DIN/PAN/Passport Number	No. of	shares	DSC	Dated
1	KAUSHAL KUMAR AGARWAL					
	R/o. DIAMOND CITY WEST, TOWER-1, FLAT-4E, 18 HC CHI MINH SARANI, BEHALA, BAKULTALA, KOLKATA - 700 061 S/o. MR. SANWAR MAL AGARWAL OCCUPATION - SERVICE	ADIPA7161R	999994	Equity	KAUSHAL RUHAR AGRAWAL	12/12/17
i i	For and on behalf of: GREENPLY INDUSTRIES LIMITED MAKUM ROAD, TINSUKIA, ASSAM - 786125 PAN - AAACG7284R SHIV PRAKASH MITTAL					
S	No. FLAT NO. 2NW, 5 QUEENS PARK, KOLKATA - 700 019 6/o. LATE SANWARMAL PALRIWAL OCCUPATION - BUSINESS	00237242	1	Equity	SHIV PRAKA SH MITTAL	12/12/17
R	ANTOSH MITTAL Vo. FLAT NO. 2NW, 5 QUEENS PARK, KOLKATA - 700 119 D/o. LATE BISWANATH MODI DCCUPATION - BUSINESS	00241121	1	Equity	SANT OSH MITTA	12/12/17
R	HOBHAN MITTAL /o. HOUSE NO5, CHERRY LANE, DLF FARMS, HATTAR PUR, SOUTH DELHI, DELHI - 110074 /o. MR. SHIV PRAKASH MITTAL CCUPATION - BUSINESS	00347517	1	Equity	SHOB HAN MITTA	12/12/17
R.C.	HITWAN MITTAL /o. HOUSE NO5, CHERRY LANE, DLF CHATTAR PUR, HATTAR PUR, SOUTH DELHI, DELHI - 110074 /o. MR. SHARAD JAIPURIA CCUPATION - BUSINESS	02073497		Equity	CHITW AN MITTA	12/12/17
R/	AJESH MITTAL '0. 13, RAJA SANTOSH ROAD, KOLKATA - 700 027 '0. LATE SANWARMAL PALRIWAL CCUPATION - BUSINESS	00240900 1		Equity	RAJES MITTA	12/12/17
R/ KC S/	NIDHYA MITTAL O. 13, RAJA SANTOSH ROAD, FLAT NO. 3A & 3B, DLKATA - 700 027 O. MR. RAJESH MITTAL CCUPATION - BUSINESS	06579890 1		Equity	SANID HAYA MITTA METERS AND MITTA METERS AND MITTA METERS AND METE	12/12/17
	Total Shares taken	1,	.000,00	Equity		
	Service Services		-	Preference		
	Si	gned before Me				
	3	g. log belofe Me				T
			DIN/PA	N/Passpor	+	

For Greenpanel Industries Limited

Name		Address, Description and Occupation	Number/ Membership Number	DSC	Dated
ACS	MURARI PASAYAT	41, B.B.GANGULY STREET, KOLKATA-700012, WEST BENGAL S/O - MR. SARAT CHANDRA PASAYAT OCCUPATION - PRACTICING COMPANY SECRETARY	32664	MUR ARI	12/12/17

Modify

Check Form

For Greenpanel Industries Limited