Hatsun Agro Product Ltd. Registered Office: Domaine, Door No: 1/20A. Rajiv Gandhi Salai (OMR). Karapakkam: Chennai - 97. India. P: +91 44 2450 1622 F. +91 44 2450 1422 E: info@hatsun.com | www.hap.in CIN: L15499TN 1986PLC012747

#### 08-September-2018

National Stock Exchange of India Ltd. Exchange Plaza, 5<sup>th</sup> Floor, Plot No.C/1, G Block, Bandra Kurla Complex, Bandra (E), Mumbai 400 051.

BSE Limited,
Corporate Relationship Department,
2<sup>nd</sup> Floor, New Trading Ring,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400 001.

HAPL\SEC\619\2018-19

Stock Code: BSE: 531531 NSE: HATSUN

Dear Sir,

### Sub: Outcome of 33<sup>rd</sup> Annual General Meeting (AGM) held on September 07, 2018 Ref: Voting Results – Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We wish to inform you that the 33<sup>rd</sup> AGM of the Company was held on September 07, 2018 at JD Mahal, Ground Floor, No.300, 200 Feet Radial Road, Kovilambakkam, Chennai 600 117 at 10.00 A.M. and the business mentioned in the Notice dated 19<sup>th</sup> July 2018 were considered and approved by the shareholders. We wish to submit the following details for your records.

# (A) Summary of Proceedings of the 33<sup>rd</sup> Annual General Meeting of the Company under Regulation 30, Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:-

The 33<sup>rd</sup> Annual General Meeting of the Members of Hatsun Agro Product Limited was held on Friday, September 07, 2018 at 10.00 AM IST at JD Mahal, Ground Floor, No.300, 200 Feet Radial Road, Kovilambakkam, Chennai 600 117. Mr. R.G.Chandramogan, Managing Director, Chaired the Meeting. The requisite quorum being present, the Chairman called the meeting to order. The Chairman introduced the Director on the dais. All the Directors of the Company attended the meeting. The Chairman delivered his speech by highlighting the performance of the Company in the financial year 2017-18.

The Chairman informed that the Company had provided the members the remote e-voting facility to cast their vote electronically on all resolutions set forth in the Notice. The remote e-voting facility was kept open between September 03, 2018 (9.30 AM) and September 06, 2018 (5.00 PM). The members who were present at the Annual General Meeting and had not cast their votes electronically were provided an opportunity to cast their votes through ballot papers distributed at the venue of the Meeting. Mr.N.Ramanathan, Scrutinizer was present at the Venue of the meeting to supervise the ballot voting process. The Chairman informed that the Voting results will be announced, within forty eight hours of the conclusion of this Annual General Meeting.



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The following items of business, as per the Notice of Annual General Meeting dated 19<sup>th</sup> July, 2018 were transacted at the meeting.

- 1. Adoption of Balance Sheet, Statement of Profit and Loss, Report of the Board of Directors and Auditors for the financial year ended 31st March, 2018.
- 2. Ratification and confirmation of payment of two Interim Dividends on equity shares aggregating to INR 4 per equity share for the financial year 2017-2018.
- 3. Appointment of a director in place of Shri. R.G.Chandramogan, who retires by rotation and being eligible, offers himself for re-appointment.
- 4. To fix the remuneration of Auditors.
- 5. Ratification of remuneration of Cost Auditors.

Clarifications were provided to the queries raised by the members. The meeting was concluded with the vote of thanks.

## (B) (i) Attendance of members:

SI. No.	Description			Particulars				
Α	Date of AGM			eptember 07, 2018				
В	Total number of shareholders of date (Cut-off date) (31.08.2018		15894					
С	No. of Shareholders present in	the meeting	eitl	her in person or throu	ugh proxy			
	Category of Shareholders	Present in person	1	Present through Proxy	Total			
	Promoter & Promoter Group		6	0	6			
	Public	49	8	0	498			
	Total	50	4	0	504			
D	No. of Shareholders attended t	he meeting t	hro	ugh Video Conferen	cing			
	No Video Conferencing facili	ity was mad	e a	vailable				



<u>(R)</u>	Voting by members:	Hatsun Agro Product Ltd. Registered Office Domaine. Door No: 1/20A. Rajiv Gandhi Salai (OMR). Karapakkam. Chennai - 97. India P: +91 44 2450 1622 F. +91 44 2450 1422 - E. info@hatsun.com/ www.hap.in		
No.	Details of Agenda	Resolution required (Ordinary/ Special)	Mode of Voting: (Show of hands /Poll/Postal Ballot/ E- Voting)	CIN <b>Remarks</b> I1986PLC012747
1.	Adoption of Balance Sheet, Statement of Profit and Loss, Report of the Board of Directors and Auditors for the financial year ended 31st March, 2018	Ordinary	E-Voting & Poll	Passed unanimously
2.	Ratification and confirmation of payment of two Interim Dividends on equity shares aggregating INR 4 per equity share for the financial year 2017-2018.	Ordinary	E-Voting & Poll	Passed unanimously
3.	Appointment of a director in place of Shri. R.G.Chandramogan, who retires by rotation and being eligible, offers himself for re-appointment	Ordinary	E-Voting & Poll	Passed unanimously
4.	To fix the remuneration of Auditors.	Ordinary	E-Voting & Poll	Passed unanimously
5.	Ratification of remuneration of Cost Auditors	Ordinary	E-Voting & Poll	Passed unanimously

### (B) (iii) Results of Poll / postal ballot / E-voting by members:

The mode of voting for all resolutions was:

(v)e-voting; and

(vi)Poll conducted at the AGM to facilitate the shareholders who attended the AGM personally and did not participate in the e-voting process.

Result of voting in the prescribed format under clause 35A of the listing agreement is given below:



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#### AGM Voting Results (As per Regulation 44 of SEBI LODR 2015)

1. Details of the Agenda: Adoption of Balance Sheet, Statement of Profit and Loss, Report of the Board of Directors and Auditors for the financial year ended 31st March, 2018

#### **Resolution required: Ordinary Resolution**

#### Manner of voting: E-voting and Poll conducted at the AGM (Fully Paid Equity Shares)

Promoter/	Mode of	No of	No. of	% of	No. of votes	No.	% of	% of	Invalid
Public	Voting	shares	votes	votes	in favour	of	votes in	votes	Votes
		held <sup>#</sup>	polled*	polled	(4)	votes	favour	against	
		(1)	(2)	on o/s		again	on votes	on votes	
				shares		st	polled	polled	
				(3)=[(2		(5)	(6) = [(4)]	(7)=[(5)/	
				)/(1)]*			/(2)]*10	(2)]*100	
				100			0		
Promoter	E-Voting		117387341	100.00	117387341	0	100.00	0.00	0
&	Poll	117387341	0	0.00	0	0	0.00	0.00	0
Promoter	Total		117387341	100.00	117387341	-	100.00	0.00	0
Group									
Public –	E-Voting		6816276	100.00	6816276	0	100.00	0.00	0
Institution	Poll	6816276	0	0.00	0	0	0.00	0.00	0
al	Total	1	6816276	100.00	6816276	0	100.00	0.00	0
Holders**									
Public -	E-Voting		2193121	98.92	2193107	14	100.00	0.00	0
Others	Poll	2217129	24008	1.08	24008	0	0.00	0.00	0
	Total	1	2217129	100.00	2217115	14	100.00	0.00	0
Total		126420746	126420746	100.00	126420732	14	100.00	0.00	0

# It includes the partly paid shares with voting rights in proportion to the paid up value of shares held as on 31<sup>st</sup> August, 2018.

\* Under this column, the valid votes polled are mentioned. \*\* Includes Body Corporates

The number of votes polled in favour of the Ordinary Resolution is 100% (100% of the total valid votes). Thus, the Ordinary Resolution has therefore been approved by the shareholders unanimously.



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2. Details of the Agenda: Ratification and confirmation of payment of two Interim Dividends on equity shares aggregating INR 4 per equity share for the financial year 2017-2018. Resolution required: Ordinary Resolution

Manner of voting: E-voting and Poll conducted at the AGM (Fully Paid Equity Shares).

Promoter/	Mode of	No of	No. of	% of	No. of votes	No.	% of	% of	Invali
Public	Voting	shares	votes	votes	in favour	of	votes in	votes	d
		held <sup>#</sup>	polled*	polled	(4)	votes	favour	against	Vote
		(1)	(2)	on o/s		again	on votes	on votes	S
				shares		st	polled	polled	
				(3)=[(2		(5)	(6) = [(4)	(7)=[(5)/	
				)/(1)]*			/(2)]*10	(2)]*100	
				100			0		
Promoter	E-Voting		117387341	100.00	117387341	0	100.00	0.00	0
&	Poll	117387341	0	0.00	0	0	0.00	0.00	0
Promoter	Total		117387341	100.00	117387341	-	100.00	0.00	0
Group									
Public –	E-Voting		6816276	100.00	6816276	0	100.00	0.00	0
Institution	Poll	6816276	0	0.00	0	0	0.00	0.00	0
al	Total	]	6816276	100.00	6816276	0	100.00	0.00	0
Holders**									
Public -	E-Voting		2193134	98.92	2193122	12	100.00	0.00	0
Others	Poll	2217142	24008	1.08	24008	0	0.00	0.00	0
	Total	]	2217142	100.00	2217130	12	100.00	0.00	0
Total		126420759	126420759	100.00	126420747	12	100.00	0.00	0

# It includes the partly paid shares with voting rights in proportion to the paid up value of shares held as on 31<sup>st</sup> August, 2018.

\* Under this column, the valid votes polled are mentioned. \*\* Includes Body Corporates

The number of votes polled in favour of the Ordinary Resolution is 100% (100% of the total valid votes).

Thus, the Ordinary Resolution has therefore been approved by the shareholders unanimously.



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## 3. Details of the Agenda: Appointment of a director in place of Shri. R.G.Chandramogan, who retires by rotation and being eligible, offers himself for re-appointment

Promoter/	Mode of	No of	No. of	% of	No. of votes	No. of	% of	% of	Invalid
Public	Voting	shares	votes	votes	in favour	votes	votes	votes	Votes
	_	held <sup>#</sup>	polled*	polled	(4)	against	in	against	
		(1)	(2)	on o/s		(5)	favour	on	
				shares			on	votes	
				(3)=[(2			votes	polled	
				)/(1)]*			polled	(7)=[(5	
				100			(6)=[(4	)/	
							)/(2)]*	(2)]*1	
							100	00	
Promoter	E-Voting		117387341	100.00	117387341	0	100.00	0.00	0
&	Poll	117387341	0	0.00	0	0	0.00	0.00	0
Promoter	Total		117387341	100.00	117387341	-	100.00	0.00	0
Group									
Public –	E-Voting		6816276	100.00	6588074	228202	96.65	3.35	0
Institution	Poll	6816276	0	0.00	0	0	0.00	0.00	0
al	Total		6816276	100.00	6816276	228202	96.65	3.35	0
Holders**									
Public -	E-Voting		2193121	98.92	2193009	112	99.99	0.00	0
Others	Poll	2217129	24008	1.08	24008	0	0.00	0.00	0
	Total	]	2217129	100.00	2217017	112	99.99	0.00	0
Total		126420746	126420746	100.00	126192432	228314	99.82	0.18	0

#### **Resolution required: Ordinary Resolution**

# It includes the partly paid shares with voting rights in proportion to the paid up value of shares held as on 31<sup>st</sup> August, 2018.

\* Under this column, the valid votes polled are mentioned. \*\* Includes Body Corporates

The number of votes polled in favour of the Ordinary Resolution is 99.82% (100% of the total valid votes). Thus, the Ordinary Resolution has therefore been approved by the shareholders unanimously.



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#### 4. Details of the Agenda: To fix the remuneration of Auditors.

#### **Resolution required: Ordinary Resolution**

Promoter/ Public	Mode of Voting	No of shares held <sup>#</sup> (1)	No. of votes polled* (2)	% of votes polled on o/s shares (3)=[(2 )/(1)]* 100	No. of votes in favour (4)	No. of votes against (5)	% of votes in favour on votes polled (6)=[(4) /(2)]*10 0	% of votes again st on votes polled (7)=[( 5)/ (2)]*1 00	Invalid Votes
Promoter	E-Voting		117387341	100.00	117387341	0	100.00	0.00	0
&	Poll	117387341	0	0.00	0	0	0.00	0.00	0
Promoter Group	Total		117387341	100.00	117387341	-	100.00	0.00	0
Public -	E-Voting		6816276	100.00	6588074	228202	96.65	3.35	0
Institution	Poll	6816276	0	0.00	0	0	0.00	0.00	0
al Holders**	Total		6816276	100.00	6816276	228202	96.65	3.35	0
Public -	E-Voting		2193121	98.92	2193107	14	99.99	0.00	0
Others	Poll	2217129	24008	1.08	22529	1479	93.84	6.16	0
	Total	1	2217129	100.00	2215636	1493	99.93	0.07	0
Total		126420746	126420746	100.00	126191051	229695	99.82	0.18	0

# It includes the partly paid shares with voting rights in proportion to the paid up value of shares held as on 31<sup>st</sup> August, 2018.

\* Under this column, the valid votes polled are mentioned. \*\* Includes Body Corporates

The number of votes polled in favour of the Ordinary Resolution is 99.82% (100% of the total valid votes).

Thus, the Ordinary Resolution has therefore been approved by the shareholders unanimously.



#### Hatsun Agro Product Ltd.

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### 5. Details of the Agenda: Ratification of remuneration of Cost Auditors Resolution required: Ordinary Resolution

Manner of voting: E-voting and Poll conducted at the AGM (Fully paid Equity Shares)

Promoter/	Mode of	No of	No. of	% of	No. of votes	No.	% of	% of	Invalid
Public	Voting	shares	votes	votes	in favour	of	votes in	votes	Votes
	0	held <sup>#</sup>	polled*	polled	(4)	votes	favour	against	
		(1)	. (2)	on o/s		again	on votes	on votes	
				shares		st	polled	polled	
				(3)=[(2		(5)	(6)=[(4)	(7)=[(5)/	
				)/(1)]*			/(2)]*10	(2)]*100	
				100			0		
Promoter	E-Voting		117387341	100.00	117387341	0	100.00	0.00	0
&	Poll	117387341	0	0.00	0	0	0.00	0.00	0
Promoter	Total		117387341	100.00	117387341	-	100.00	0.00	0
Group									
Public –	E-Voting		6816276	100.00	6816276	0	100.00	0.00	0
Institution	Poll	6816276	0	0.00	0	0	0.00	0.00	0
al	Total		6816276	100.00	6816276	0	100.00	0.00	0
Holders**									
Public -	E-Voting		2193121	98.92	2190718	2403	99.89	0.11	0
Others	Poll	2217129	24008	1.08	24008	0	100.00	0.00	0
	Total		2217129	100.00	2214726	2403	99.89	0.11	0
Total		126420759	126420746	100.00	126418343	2403	100.00	0.00	0

# voting rights are in proportion to the paid up value of shares held as on 31<sup>st</sup> August, 2018. It includes the proportionate voting rights as available to the partly paid shares also.

\* Under this column, the valid votes polled are mentioned. \*\* Includes Body Corporates

The number of votes polled in favour of the Ordinary Resolution is 100% (100% of the total valid votes).

Thus, the Ordinary Resolution has therefore been approved by the shareholders unanimously.

Kindly take note of the same.

Thanking you,

Yours faithfully, For Hatsun Agro Product Limited

S.Narayan Company Secretary



Solits No. 103, First Floor, Kaveri Complex No. 96/104, Nongambakkam High Road (Next to NABARD & ICICI Beak) Nungambakkam, Chennai - 600 034 Phone No. 044 - 4553 0256 4353 0257 / 4265 2127 L-mail: cidbanapal@gmail.com website www.cidhinspil.com

## S Dhanapal & Associates

**Practising Company Secretaries** 

Partners S. Dhampal, B.Com., B.A.B.L., FC.S. N. Ramanathan, B.Com , F.C.S. Similar Chiringar, M. Com., F.C.S, DICKRCSL R. Pratheopa, B.C.S., A.C.S.

### Report of Scrutinizer

/Pursuant to Section 108& 109of the Companies Act, 2013 and Rules20 and21of the Companies (Management and Administration) Rules, 2014)

To.

The Chairman 33rdAnnual General Meeting of the Equity Shareholders of M/s. Hatsun Agro ProductLimited Chennai

#### Dear Sir,

I, N.Ramanathan, Partner of M/s. S Dhanapal & Associates, a firm of Practising Company Secretaries, appointed as Scrutinizer by the Board of Directors of M/s. Hatsun Agro Product Limited ("the Company") for the purpose of scrutinizing evoting process (remote e-voting)andvoting through ballot paperin connection with the 33rdAnnual General Meeting of the Company pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended, in respect of the below mentioned resolutions proposed at the 33rdAnnual General meeting of the Equity Shareholders of M/s. Hatsun Agro Product Limited, held on Friday, the 7thday of September ,2018 at 10.00 A.M. at JD Mahal, Ground Floor, No. 300, 200 Feet Radial Road, Kovilambakkam, Chennai - 600 117, submit the combined results of voting by electronic means (remote e-voting) &voting through ballot paper as

The Compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by remote evoting) and voting through ballot paperby the shareholders on the resolutions proposed in the Notice of the33rd Annual General Meeting of the Company is the responsibility of the Company. My responsibility as a Scrutinizer is to ensure that the voting process, through electronic meansand voting through ballot paper at the meeting are conducted in a fair and transparent manner and render consolidated scruitinizer's report of the total votes case in lewour or against if any to the Chairman on the resolutions, based on the reports generated from the electronic voting system provided by National Securities Depository Limited (NSDL) and voting through ballot paperat the meeting.



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Continuation Sheet

## S Dhanapal & Associates

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The voting rights of members shall be in proportion to their share of paid up equity share capital of the company as on cut-off date i.e31<sup>st</sup> August 2018 and as per Register of members of the company.

The consolidated results of the voting are as under:

Resolution No. 1 - Adoption of the Audited Financial Statements for the year ended 31st March, 2018 together with the Reports of the Directors and Auditors thereon

Type of Equity share	No. of Members voted	No. of valid votes cast by them	% of total number of valid votes cast
Fully paid Equity shares	88	119972520	94.90
Partly Paid Equity shares	56	6448212	5.10
Total	144	126420732	100.00 (rounded off)

#### i) Voted in favour of the Resolution

#### ii) Voted against the Resolution

Type of Equity share	No. of Members voted	No. of valid votes cast by them	% of total number of valid votes cast
Fully paid Equity shares	4	11	
Partly Paid Equity shares	3	3	
Total	7	14	0.00

#### iii) Invalid Votes

No. of Members voted whose votes are declared invalid	Number of Invalid votes cast by them
NII	Nil
NII	MD
NI	NH

% of total valid votes cast in favour of the resolution: 100% % of total valid votes cast against the resolution: Nil

## S Dhanapal & Associates

Practising Company Secretaries

### Resolution No. 2 – Ratification and confirmation of payment of two Interim Dividends on equity shares for the financial year 2017-18

### i) Voted in favour of the Resolution

Type of Equity share	No. of Members voted	No. of valid votes cast by them	% of total number of valid votes cast
Fully paid Equity shares	89	119972522	94.90
Partly Paid Equity shares	57	6448225	5.10
Total	146	126420747	100.00 (rounded off)

#### ii) Voted against the Resolution

Type of Equity share	No. of Members voted	No. of valid votes cast by them	% of total number of valid votes cast
Fully paid Equity shares	3	9	
Partly Paid Equity shares		3.000	
Total	6		0.00

### iii) Invalid Votes

Type of Equity share	No. of Members voted whose votes are declared invalid	Number of Invalid votes cast by them
Fully paid Equity shares	NIL	Nil
Partly Paid Equity shares	Nil	Nil
Total		
inda more e − − − * * − annen man brukk sammen en 700 menne (*80 en gere anne sam sam sam sam sam sam sam sam s	Barana menger antalah daraharan - 1. Aparta daran generala anang mengerakan saka dara dara dara dara dara dara B	n na

## % of total valid votes cast in favour of the resolution: 100%



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**Continuation Sheet** 

# S Dhanapal & Associates

Practising Company Secretaries

## Resolution No. 3 – Appointment of Director in place of retiring Director Shri. R.G.Chandramogan who being eligible, offers himself for reappointment

#### i) Voted in favour of the Resolution

Type of Equity share	No. of Members voted	No. of valid votes cast by them	% of total number of valid votes cast
Fully paid Equity shares	85	119752215	94.72
Partly Paid Equity shares	54	6440217	5.10
Total	139	126192432	99.82

#### ii) Voted against the Resolution

Type of Equity share	No. of Members voted	No. of valid votes cast by them	% of total number of valid votes cast
Fully paid Equity shares	7	220316	0.17
Partly Paid Equity shares	5	7998	0.01
Total	12	228314	0.18

#### iii) Invalid Votes

Type of Equity share	No. of Members voted whose votes are declared invalid	Number of Invalid votes cast by them
Fully paid Equity shares	Nil	nnor « «««««»»»»»»»»»»»»»»»»»»»»»»»»»»»»»»
Partly Paid Equity shares		Nite
		N 100

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% of total valid votes cast in favour of the resolution: 99.82% % of total valid votes cast against the resolution: 0.18%

Company Secr

# S Dhanapal & Associates

Practising Company Secretaries Resolution No. 4 – To fix remuneration of Auditors

#### i) Voted in favour of the Resolution

Type of Equity share	No. of Members voted	No. of valid votes cast by them	% of total number of valid votes cast
Fully paid Equity shares	86	119750910	94.72
Partly Paid Equity shares	54	6440141	5.10
Total	140	126191051	99.82

#### ii) Voted against the Resolution

Type of Equity share	No. of Members voted	No. of valid votes cast by them	% of total number of valid votes cast
Fully paid Equity shares	; 6	221621	0.17
Partly Paid Equity shares	5	8074	0.01
Total	1	229695	0.18

#### iii) Invalid Votes

Type of Equity share	No. of Members voted whose votes are declared invalid	Number of Invalid votes cast by them
Fully paid Equity shares	Nil	NII
Partly Paid Equity shares	NII	NII
Total	NII	NII

% of total valid votes cast in favour of the resolution: 99.82% % of total valid votes cast against the resolution: 0.18%



Company Secretar

# S Dhanapal & Associates

Practising Company Secretaries

## Resolution No. 5-Ratification of remuneration of Cost Auditors i) Voted in favour of the Resolution

Type of Equity share	No. of Members voted	No. of valid votes cast by them	% of total number of valid votes cast
Fully paid Equity shares	86	119970370	94.90
Partly Paid Equity shares	53	6447973	5.10
Total	139	126418343	100.00 (rounded off)

#### ii) Voted against the Resolution

Type of Equity share	No. of Members voted	No. of valid votes cast by them	% of total number of valid votes cast
Fully paid Equity shares	6	2161	
Partly Paid Equity shares	5	242	ning (SALan Wana Anina), Suggerrana Anina Anina Suggerrana Anina - Ani
Total		2403	0.00

#### iii) Invalid Votes

Type of Equity share	No. of Members voted whose votes are declared invalid	Number of Invalid votes cast by them
Fully paid Equity shares	NII	Nil
Partly Paid Equity		
shares	NII	Nil
Total	Nil	Nil

% of total valid votes cast in favour of the resolution: 100.00% % of total valid votes cast against the resolution: Nil

Thanking you,

Yours faithfully, Dated :08.09.2018

For S Dhanapal & Associates (A firm of Practising Company Secretarie

N.Ramanathan Partner Membership # F6665 CP # 11084

Company Secretary