SHREE GANESH FORGINGS LIMITED
CIN: -L17200MH1972PLC016008
SHREE GANESH FORGINGS LIMITED

BOARD OF DIRECTORS

Mr. Deepak Balkrishan Sekhri - Director
Mrs. Anita Deepak Sekhri - Director
Mr. Manoj Bhaulal Chaudhari - Non-Executive Director
Mr. Sharad Yashwant Dighe - Non-Executive Director
Mr. Gian Prakash Sadhu Singh - Independent Director (resigned w.e.f 07.01.2019)
Mr. Pronab Kumar Chakravarty - Chief Financial Officer

AUDITORS

M/s. R. K. Chaudhary, Chartered Accountants

SECRETARIAL AUDITOR

Mr. Madhukar Apte, Practising Company Secretary

REGISTERED OFFICE

412, EMCA House,
S.B.S. Road,
Fort, Mumbai – 400001
Tel No : 022-66311054 / 66311055
Email id : shreeganeshforgings@vsnl.com, website : www.shreeganeshforgings.com

BANKERS

The HDFC Bank Limited

SHARE TRANSFER AGENT

M/s Bigshare Services Private Limited,
E-2/3, Ansa Industrial Estate,
Sakivihar Road, Saki NakaAndheri-East
Mumbai–400072.

CONTENT :

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Directors Report
Management Discussion And Analysis
Corporate Governance Report
CEO Certification
Independent Auditors Report
Balance Sheet as at March 31, 2019
Profit And Loss as at March 31, 2019
Notes on Financial Statement
Cash Flow Statement
Attendance Slip
Proxy Form
NOTICE

Notice is hereby given that the 46th Annual General Meeting of the shareholders of M/s Shree Ganesh Forgings Limited shall be held on Tuesday, 24th day of September, 2019 at Babasaheb Dahanukar Sabhagriha, Maharashtra Chamber of Commerce, MCC Path, Fort, Mumbai-400001 at 12.00 p.m. to transact the following business as:

ORDINARY BUSINESS:

1. To consider and adopt the audited financial statements of the Company for the year ended March 31, 2019 together with the Reports of Directors and Auditors thereon.

2. To appoint a Director in place of Mr. Sharad Dighe (DIN: 08177368) who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

3. To consider and, if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 180(1)(a) and all other applicable provisions of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof, for the time being in force), the rules notified thereunder and the Articles of Association of the Company and such other approvals as may be necessary, approval of the shareholders’ be and is hereby accorded to the Board of Directors to sell, lease or otherwise dispose of, to mortgage, charge, hypothecate, pledge or otherwise, encumber from time to time moveable / immovable properties of the Company, both present and future and /or whole or any part of undertaking(s) of the Company in favor of the Lender(s), Agent(s) and Trustee(s), for securing the borrowings of the Company availed / to be availed by way of loan(s) in foreign currency and/or rupee currency and Securities (comprising fully / partly Convertible Debentures and/or Non-Convertible Debentures, on all or any of the above, with or without detachable or non-detachable warrants and/or secured premium notes and/or floating rates notes/ bonds or other debt instruments) issued / to be issued by the Company, from time to time, subject to the limits approved under Section 180(1)(c) of the Companies Act, 2013, together with interest at the respective agreed rates, additional interest, compound interest, in case of default accumulated interest, liquidated damages, commitment charges premium on prepayments, remuneration of the Agent(s) / Trustee(s), premium (if any) on redemption, all other costs, charges and expenses as a result of devaluation / revaluation / fluctuation in the rates of exchange and all other monies payable by the Company in terms of the Loan Agreement(s) / Heads of Agreement(s), Trust Deed(s) or any other document, entered into / to be entered into between the Company and the Lender(s) / Agent(s) / Trustee(s), in respect of the said loans / borrowings / debentures / bonds or other securities and containing such specific terms and conditions covenants in respect of enforcement of security as may be stipulated in that behalf.
and agreed to between the Board of Directors or Committee thereof and the Lender(s) / Agent(s) / Trustee(s).

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolutions, the Board / Committee of the Board or officers authorized by them in this regard be and are hereby authorized to finalize, settle and execute such documents / deeds / writings / papers / agreements as may be required and do all such acts, deeds, matters and things, as it may in its absolute discretion deem necessary, proper or desirable and to settle any question, difficulties or doubts that may arise with regard to borrowings and creating mortgages / charges as aforesaid.”

Registered Office:
412,EMCA House,
S.B.S Road,Fort ,
Mumbai- 400 001.

Place : Mumbai
Date:13thAugust, 2019

By order of the Board of Directors
For SHREE GANESH FORGINGS LIMITED

DEEPAK BALKRISHAN SEKHRI
Chairman
DIN : 00054671
Notes:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (THE ‘MEETING’) IS ENTITLED TO APPOINT PROXY/PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.

THE INSTRUMENT APPOINTING A PROXY SHOULD, HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING. A PROXY FORM FOR THE MEETING IS ATTACHED TO THIS NOTICE.

2. A person can act as proxy on behalf of, not exceeding, fifty (50) Members and holding in the aggregate not more than ten (10) per cent of the total share capital of the company carrying voting rights. A member, holding more than ten (10) percent of the total share capital of the Company carrying voting rights, may appoint a single person as proxy and such person shall not act as proxy for any other member.

If a person is appointed as Proxy for more than 50 Members, he shall choose any 50 Members and confirm the same to the Company 24 hours before the commencement of the Meeting. In case, the Proxy fails to do so, the Company shall consider only the first 50 proxies received in respect of such person as valid.

3. During the period, beginning 24 hours before the time fixed for the commencement of the Meeting and ending with the conclusion of the Meeting, a Member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided that not less than 3 days of notice in writing is given to the Company.

4. Corporate Members are requested to send a duly certified copy of the Board Resolution pursuant to Section 113 of the Companies Act, 2013/ Power of Attorney authorizing their representative(s) to attend and vote on their behalf at the Meeting.

5. The Company’s Statutory Auditors M/s. R. K. Chaudhary& Associates (Firm Registration No. 133512W) Chartered Accountant, were appointed as the Statutory Auditors of the Company for a period of 5 years, at the Annual General Meeting (AGM) held on 26th September, 2017.

Pursuant to Companies (Amendment) Act, 2017, effective from 7th May, 2018, the requirement of seeking ratification of the Members for the appointment of the Statutory Auditors has been withdrawn from Section 139 of the Companies Act, 2013.

In view of the above, no resolution is proposed for ratification of appointment of the Statutory Auditors. As authorised by the Shareholders, at the 44th AGM, the
Board of Directors (the Board), as recommended by the Audit Committee, has ratified the appointment of the Statutory Auditors for their respective remaining terms, at such remuneration as may be mutually agreed between the Board and the Statutory Auditors, from time to time. The Statutory Auditors have given a confirmation to the effect that they are eligible to continue with their appointment and that they have not been disqualified in any manner from continuing as the Statutory Auditors.

6. Only registered Members of the Company or any proxy appointed by such registered Member may attend and vote at the Meeting as provided under the provisions of the Companies Act, 2013. In case any shareholder has voted electronically, then he/she can participate in the Meeting but shall not have a right to vote.

7. Members seeking any information with regard to the Accounts are requested to write to the Company at an early date, so as to enable the Management to keep the information ready at the meeting. The members are requested to get their shares dematerialized. The company's ISIN Code No. INE883G01018.

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, irrespective of the amount of such transactions. Members holding shares in electronic form are, therefore, requested to submit their PAN to the Depository Participants with whom they maintain their demat accounts. Members may further note that SEBI has also made it mandatory for submission of PAN in the following cases, viz., (i) deletion of name of the deceased shareholder(s), (ii) transmission of shares to the legal heir(s) and (iii) transposition of shares.


10. In the general interest of the Members, it is requested of them to update their bank mandate / NECS / Direct credit details / name / address / power of attorney and update their Core Banking Solutions enabled account number:
   • For shares held in physical form: with the Registrar and Transfer Agent of the Company.
   • For shares held in dematerialized form: with the depository participant with whom they maintain their demat account.

11. (a) Members are requested to notify immediately any change of address:
   1. to their Depository Participants ("DPs") in respect of the shares held in electronic form;
   2. to the Company; and
   3. Registrar and Transfer Agents viz. Bigshare ServicesPrivate Limited ("....."), in respect of the shares held in physical form together with a proof of address viz. electricity bill, telephone bill, adhar card, voter IDcard, passport, etc.
(b) In case the mailing address mentioned on this Annual Report is without the PIN code, Members are requested to kindly inform their PIN code immediately.

12. Non-resident Indian Members are requested to inform the Company or RTA or to the concerned DPs, as the case may be, immediately:

(a) the change in the residential status on return to India for permanent settlement;
(b) the particulars of the NRE/NRO Account with a Banking India, if not furnished earlier.

13. The Register of Members and Share Transfer Books of the Company shall remain closed from Saturday 21st September, 2019 to Tuesday 24th September, 2019 (both days inclusive) for the purpose of Annual General Meeting.

14. Members holding shares in physical form and wishing to make / change in a nomination in respect of their shareholding in the Company, as permitted under Section 72 of the Companies Act, 2013 may submit the prescribed particulars in Form No. SH-13 (Nomination Form) or SH-14 (Cancellation or Variation of Nomination), to the Company.

15. Members holding shares in physical mode are requested to register their e-mail address with RTA/Company and Members holding shares in demat mode are requested to register their e-mail address with their respective DPs, incase the same is still not registered.

16. If there is any change in the e-mail address already registered with the Company, Members are requested to immediately notify such change to RTA, in respect of shares held in physical form, and to their DPs in respect of shares held in electronic form.

17. The Company has entered into necessary arrangement with National Security Depository Limited NSDL to enable the Shareholders to dematerialize their shareholding in the Company for which they may contact the Depository Participant.

18. Electronic copy of the Annual Report, Notice of the Meeting of the Company inter-alia indicating the process and manner of remote e-voting along with Attendance Slip and Proxy Form is being sent to all the members whose email IDs are registered with the Company / Depository Participants for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Notice of the Meeting of the Company inter-alia indicating the process and manner of remote e-voting along with Attendance Slip and Proxy Form is being sent in the permitted mode.

19. In view of Go Green initiative being undertaken by the Company, Members who have not yet registered their e-mail address so far are requested to register/update their e-mail addresses with the Company's RTA or with the Company. Shareholders holding shares in dematerialized form are requested to register their e-mail addresses and changes therein with the concerned Depositories through their Depository Participant.
20. Members are requested to bring their copy of Annual Report to the Meeting. A member desirous of getting any information with regard to Accounts of the Company is requested to send the queries to the Company at least 10 days before the meeting to the Company at the Registered Office of the Company.

21. Members are requested to mention their Folio Number/ Client ID/DP ID Number (in case of shares held in dematerialized form) in all their correspondence with the Company / Depository Participant in order to facilitate response to their queries promptly.

22. Members are requested to produce the enclosed attendance slip duly signed as per the specimen signature recorded with the Company/Depository Participant for admission at the entrance to the place of the meeting.

23. Members who are holding shares of the Company in physical form through multiple folios in identical order of names are requested to write to the Company, enclosing their share certificates, to enable the Company to consolidate their holdings in one folio.

24. In case of joint holders attending the meeting, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote, whether in person or by proxy.

25. Members are requested to contact the Company's RTA for reply to their queries/redressal of complaints.

BIGSHARE SERVICES PRIVATE LIMITED
E-2/3,Ansa Industrial Estate, Sakivihar Road,
Saki Naka,Andheri (E),Mumbai-400 072
Tel no: 2852 3474,2856 0652/53,2690 1335, Fax-2852 5207
Email ID: bigshare@bom7.vsnl.net.in.

26. A brief profile of Directors seeking appointment / re-appointment pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 on General Meeting, are provided as below;
27. The Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013, the Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013 read with Rules made thereunder will be available for inspection by the members at the Annual General Meeting.

28. The relevant documents referred to in this Notice are open for inspection at the Meeting and such documents will also be available for inspection in physical or in electronic form at the registered office and copies thereof shall also be available for inspection in physical or electronic form at the registered office from the date of dispatch of the Notice till the date of the Meeting on all working days, from 10:00 a.m to 12:00 noon, except Sunday.

29. Pursuant to amendment to Regulation 40 of SEBI (LODR) Regulations read along with BSE Circular dated 5th July, 2018 and dated 1st February, 2019, wherein with effect from 1st April, 2019 request for effecting transfer of securities shall not be processed unless the securities are held in the Dematerialised form with the depository. Therefore, the RTA of the Company will not be accepting any request for transfer of shares in physical form with effect from 1st April, 2019 except in case of request received for transmission or transposition of physical shares. The shareholders are therefore requested to dematerialize the said shares at the earliest to avoid any inconvenience in future for transferring those shares.

30. Voting through electronic means:

In Compliance with the provisions of section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management & Administration) Amendment Rules, 2015("Amendment Rules") and the regulation 44 of SEBI Listing Regulations, 2015, and Secretarial Standard, on General Meetings (SS2) issued by the Institute of Company Secretaries of India, the Company is pleased to provide its members facility to exercise their right to vote on resolutions proposed to be considered at
the 45th 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 (“remote e-voting”) will be provided by Central Depository Services (India) Limited (CDSL).

i. The facility of voting through ballot or polling paper shall also be made available for the members at the Meeting who have not been able to vote electronically and who are attending the Meeting. The members who have casted their vote electronically would be entitled to attend the Meeting but would not be permitted to cast their vote again at the Meeting. The facility to vote by electronic voting system will not be provided at the Meeting.

I. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

<table>
<thead>
<tr>
<th>Commencement of e-voting</th>
<th>From (09.00 a.m.) on 21.09.2019</th>
</tr>
</thead>
<tbody>
<tr>
<td>End of e-voting</td>
<td>Upto (05.00 p.m.) on 23.09.2019</td>
</tr>
<tr>
<td>Cut-off Date</td>
<td>17.09.2019</td>
</tr>
</tbody>
</table>

II. A person who is not a member as on the cut-off date should treat this Notice for information purpose only.

III. The company has engaged the services of Central Depository Services (India) Limited (CDSL) as the Authorized Agency to provide e-voting facilities.

IV. The login ID and password for e-voting are being sent to the members, who have not registered their e-mail IDs with the company, along with a physical copy of the notice. Those members who have registered their e-mail IDs with the company / their respective Depository Participants are being forwarded the login ID and password for e-voting by e-mail.

V. “Voting by electronic means” or “electronic voting system” means a ‘secured system’ based process of display of electronic ballots, recording of votes of the members and the number of votes polled in favour or against, such that the entire voting exercise by way of electronic means gets registered and counted in an electronic registry in the centralized server with adequate ‘cyber security’. It also helps the shareholders to cast their vote from anywhere and at any time during E-voting period. A separate communication containing all necessary instructions and relevant information is enclosed separately in the Annual Report.

The instructions for shareholders voting electronically are as under:
(i) The voting period begins on Saturday, 21st September, 2019 (9.00 A.M. IST) and ends on Monday, 23rd September, 2019 (5.00 P.M. IST). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) on Tuesday, 17th September, 2018 may cast their vote electronically.

The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

(iii) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).

(iv) Click on Shareholders.
    Now Enter your User ID
    a. For CDSL: 16 digits beneficiary ID,
    b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
    c. Members holding shares in Physical Form should enter Folio Number registered with the Company.

(v) Next enter the Image Verification as displayed and Click on Login.

(vi) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.

<table>
<thead>
<tr>
<th>For Members holding shares in Demat Form and Physical Form</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>PAN</strong></td>
</tr>
<tr>
<td>Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field.</td>
</tr>
<tr>
<td>In case the sequence number is less than 8 digits enter the applicable number of 0’s before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.</td>
</tr>
<tr>
<td><strong>Dividend Bank Details OR Date of Birth (D) of Birth</strong></td>
</tr>
<tr>
<td>If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).</td>
</tr>
</tbody>
</table>

(vii) After entering these details appropriately, click on “SUBMIT” tab.

(viii) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
(ix) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(x) Click on the EVSN for the relevant <SHREE GANESH FORGINGS LIMITED> on which you choose to vote.

(xi) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.

(xiii) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.

(xiv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.

(xv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.

(xvi) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xvii) **Note for Non - Individual Shareholders and Custodians**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.

(i) The Board of Directors has appointed Mr. Anish Gupta, Practising Company Secretary (FCS 5733, CP 4092) as Scrutinizer for conducting the remote electronic voting process in a fair and transparent manner.
(ii) The Scrutinizer shall submit his report, to the Chairman, on the votes cast in favour or against, if any, within a period of three working days from the date of conclusion of the e-voting period.

(iii) The results declared along with the Consolidated Scrutinizer's report shall be placed on the website of the Company www.sicl.in. The results shall simultaneously be communicated to the Stock Exchanges.

(iv) Route map giving directions to the venue of the meeting is annexed to the Notice.

By order of the Board of Directors
For SHREE GANESH FORGINGS LIMITED

Registered Office:
412,EMCA House,
S.B.S Road, Fort,
Mumbai-400 001.

Place: Mumbai
Date: 13th August, 2019

DEEPAK BALKRISHAN SEKHRI
Chairman
DIN: 00054671
EXPLANATORY STATEMENT

PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 AND OTHER APPLICABLE PROVISIONS

Pursuant to the provisions of Section 180(1)(a) of the Companies Act 2013 the approval of shareholders is required by way of Special resolution, to sell, lease or otherwise dispose of the plant, machinery, undertaking of the Company or to mortgage, charge, hypothecate, pledge or otherwise, encumber from time to time, movable and/or immovable, tangible and/or intangible properties/assets, both present and future and/or whole or substantially the whole of the undertaking(s) of the Company in favour of the lender or other necessary dues of the parties in such manner as may be deemed fit by the Board of Directors in the best interest of the Company.

The mortgage and/or charge by the Company on its moveable and/or immovable properties and/or the whole or any part of the undertaking(s) of the Company in favour of the Lender(s), may be regarded as disposal of the Company’s undertaking(s) within the meaning of section 180(1)(a) of the Companies Act 2013 which provides for approval of shareholders by a Special Resolution.

Approval of the shareholders is solicited vide Resolution No. 03 to authorize Board of directors to take the required action as may be necessary. Hence, the Board of Directors of your Company recommends the Special Resolutions as set out in Item No. 03 in the accompanied notice for approval of the Shareholders.

None of the Directors, Key Managerial Personnel and their relatives are, in any way, concerned or interested in the said resolutions either financially or otherwise, except to the extent of their equity holding in the Company.

By order of the Board of Directors
For SHREE GANESH FORGINGS LIMITED

Registered Office:
412,EMCA House,
S.B.S Road, Fort,
Mumbai- 400 001.

Place : Mumbai
Date:13th August, 2019

DEEPAK BALKRISHAN SEKHRI
Chairman
DIN : 00054671
ATTENDANCE SLIP

<table>
<thead>
<tr>
<th>DP ID.*</th>
<th>Client ID*</th>
<th>Folio No.</th>
<th>No. of Share(s) held</th>
</tr>
</thead>
</table>

* Applicable for members who are holding shares in dematerialized form

I hereby record my presence at the 46th Annual General Meeting of the Company on Tuesday, 24th September, 2019 at 12:00 p.m. at Babasaheb Dahanukar Sabhagriha, Maharashtra Chamber of Commerce, MCC Path, Fort, Mumbai – 400 001.

<table>
<thead>
<tr>
<th>Name of the Member(s)</th>
<th>Signature of the Member</th>
</tr>
</thead>
<tbody>
<tr>
<td>Name of the Proxy</td>
<td>Signature of the Proxy</td>
</tr>
</tbody>
</table>

*Note: Please fill up this attendance slip and hand it over at the entrance of the meeting hall. Members are requested to bring their copies of the Annual Report to the AGM.*
PROXY FORM NO. MGT-11

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

Name of the Member:

<table>
<thead>
<tr>
<th>Name of the Member(s)</th>
<th>Registered Address</th>
<th>Email Id</th>
</tr>
</thead>
<tbody>
<tr>
<td>CLIENT ID/Folio No.</td>
<td>DP ID:</td>
<td></td>
</tr>
</tbody>
</table>

I/We, being the member(s) of ___________________________ shares of the above named company, hereby appoint:

1. Name: ___________________ Address: ________________________________
   Email Id: ________________________________
   or failing him
2. Name: ___________________ Address: ________________________________
   Email Id: ________________________________
   or failing him
3. Name: ___________________ Address: ________________________________
   Email Id: ________________________________
   or failing him

and whose signature(s) are appended below as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 46th Annual General Meeting of the company to be held on Tuesday, 24th September, 2019 at 12.00 p.m. at Babasaheb Dahanukar Sabhagriha, Maharashtra Chamber of Commerce, MCC Path, Fort, Mumbai – 400 001 or at any adjournment thereof in respect of such resolutions as are indicated below.

<table>
<thead>
<tr>
<th>Resolution No.</th>
<th>Resolutions</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>Adoption of the Audited Financial Statement for the financial year ended 31st March, 2019 together with the Auditor’s and Director’s Report thereon</td>
</tr>
<tr>
<td>2</td>
<td>To appoint a Director in place of Mr. Sharad Dighe (DIN: 08177368) who retires by rotation and being eligible, offers himself for re-appointment.</td>
</tr>
</tbody>
</table>

Signed this……………………day of ………………….2019.
Signature of Shareholder:...........................................

Signature of the Proxy Holder(s) (1) ....................(2) ............(3) ..........

Note: The proxy form must be deposited at the Registered office of the company not less than 48 hours before the time of the holding the meeting. The proxy need not be a member of the company.
BALLOT FORM

(To be returned to Scrutinizer appointed by the Company)

Name and Registered Address of the sole/First named Member:

Name (s) of the Joint Holder (s) (if any):

Registered Folio No./DP ID No. and Client ID No.:

Number of share(s) held:

EVEN (e-voting EVEN Number):

User ID & Password: If you are registered with CDSL on e-voting system, please use your existing used ID and password. If you are a first time user follow the steps given in Note No. 5BAnnexure to the AGM Notice.

I / We hereby exercise my / our vote(s) in respect of the Resolutions set out in the Notice of the Forty Sixth Annual General Meeting (AGM) of the Company to be held at Babasaheb Dahanukar Sabhagriha, Maharashtra Chamber of Commerce, MCC Path, Fort, Mumbai-400001 on Tuesday, September 24, 2019 at 12.00 p.m. and at any adjournment thereof by sending my / our assent or dissent to the said Resolutions by placing the tick (√) mark at the appropriate box below:

<table>
<thead>
<tr>
<th>Item No.</th>
<th>Resolution</th>
<th>No. of Shares</th>
<th>For (√)</th>
<th>Against (X)</th>
</tr>
</thead>
<tbody>
<tr>
<td>1.</td>
<td>Adoption of the Audited Financial Statement for the financial year ended 31st March, 2019 together with the Auditor’s and Director’s Report thereon</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>2.</td>
<td>To appoint a Director in place of Mr. Sharad Dighe (DIN: 08177368) who retires by rotation and being eligible, offers himself for re-appointment.</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Place:

Date: ____________________________ (Signature of Member)

Note: Please read the instructions carefully before exercising your vote.
ROAD MAP TO REACH VENUE OF AGM

Landmark: