

**Emphasis of Matter:**

We draw attention to the Note 32 to the financial statements which describes that on March 1, 2015, there was a fire in the packing department of Vijay Farm Unit of the company resulting into loss of finished goods, Work in Progress, Plant & Machinery, Factory Building, Furniture & Fixtures and other Miscellaneous items. The company has the insurance policies of all the affected assets, so the Company has lodged claims with the insurance companies which claims include claim towards loss of the above stated assets and the Management believes that the amount of the claim has been ascertained as per the terms of the insurance policies and related discussions with the representatives of the insurance companies at the time of putting up the claim. The carrying value of the assets destroyed in fire is estimated by the management at Rs.1,732.21 lacs. The loss has been accounted for in the books of the Company and the amount of the insurance claims of Rs. 1,477.64 lacs has been recognized as revenue in the statement of Profit & Loss.

Our opinion is not modified in respect of this matter.

<p>To be signed by-</p> <ul style="list-style-type: none"> <li>- Managing Director</li> <li>- CFO</li> <li>- Audit Committee Chairman</li> <li>- Auditors of the Company</li> </ul>	<p>Ashish V. Shah <i>Ashish V. Shah</i> (DIN: 00007201)</p> <p>Utsav Pandwar <i>Utsav Pandwar</i></p> <p>Sanjay S. Majmudar <i>Sanjay S. Majmudar</i> (DIN: 00091305)</p> <p>Refer our Audit Report dated May 29, 2015 on the stand alone financial statements of the Company. <b>For DELOITTE HASKINS &amp; SELLS</b> Chartered Accountants (Firm's Registration No 117365W) <i>Gaurav J. Shah</i> <b>(Gaurav J. Shah)</b> (Partner) (Membership No. 35701)</p> <p><b>For N. C. SHAH &amp; ASSOCIATES</b> Chartered Accountants (Firm's Registration No. 109692W) <i>Nitin C. Shah</i> <b>(Nitin C. Shah)</b> (Proprietor) (Membership No. 34633)</p>
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AHMEDABAD, 29<sup>th</sup> May, 2015



**TWENTY SIXTH**  
**ANNUAL REPORT**  
**2 0 1 4 - 2 0 1 5**



### **IMPORTANT COMMUNICATION TO MEMBERS**

The Ministry of Corporate Affairs has taken a “Green Initiative in the Corporate Governance” by allowing paperless compliances by the companies and has issued circulars stating that service of notice / documents including Annual Report can be sent by e-mail to its members. To support this green initiative of the Government in full measure, members who have not registered their e-mail addresses, so far, are requested to register their e-mail addresses, in respects of electronic holding with the Depository through their concerned Depository Participants.

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**26<sup>th</sup> ANNUAL REPORT - 2014-2015**

Corporate Identification Number (CIN) : L17110GJ1988PLC010504

**BOARD OF DIRECTORS**

Shri Vinod P. Arora	Chairman & Managing Director
Shri Ashish V. Shah	Managing Director
Shri Kalpesh V. Shah	Whole Time Director
Shri Parmanand T. Arora	Director
Shri Rajesh P. Arora	Director
Shri Sanjay S. Majmudar	Independent Director
Shri Ashok C. Gandhi	Independent Director
Shri Arvind D. Sanghvi	Independent Director
Shri Tilakraj Kapoor	Independent Director (up to 14 <sup>th</sup> August, 2014)
Shri Amol R. Dalal	Independent Director
Smt Komal S. Majmudar	Independent Director (w.e.f. 30.09.2014 and up to 29.05.2015)

**AUDIT COMMITTEE**

Shri Sanjay S. Majmudar	Chairman
Shri Ashok C. Gandhi	Member
Shri Amol R. Dalal	Member

**SENIOR EXECUTIVES**

Shri Nipun V.Arora	Vice President (Administration)
Shri Pankaj V.Arora	Vice President (Marketing)
Shri Pankil K.Shah	Vice President (Garment)
Shri K. K. Mohale	Chief Executive (up to 31.12.2014)
Shri Suketu Shah	CEO (w.e.f. 06.04.2015)
Shri Utsav Pandwar	CFO (up to 30.05.2015)
Shri Amish Shah	Company Secretary (up to 30.09.2014)
Shri Hardik Modi	Company Secretary (w.e.f. 08.10.2014)

**BANKERS**

Bank of Baroda  
State Bank of India  
IDBI Bank Ltd  
Standard Chartered Bank  
Bank of India

**AUDITORS**

Deloitte Haskins & Sells	Joint Statutory Auditors
N.C. Shah & Associates	Joint Statutory Auditors

**REGISTERED OFFICE & MILLS****Unit I**

188/2, Ranipur Village.  
Opp. CNI Church, Narol.  
Ahmedabad 382 405.

**UNIT IV**

S. No. 212/2 - 212/4,  
Village Sari,  
Sarkhej Bavla Highway,  
Ta. Sanand, Dist. Ahmedabad.

**Unit II**

S .No. 215-217, Village Sari.  
Sarkhej Bavla Highway,  
Ta. Sanand, Dist. Ahmedabad.

**DELHI OFFICE**

11-A/2, Court Road,  
Civil Lines, Delhi – 110 054.

**REGISTERED OFFICE UNIT- III**

191, Moje Shahwadi.  
Narol- Sarkhej Highway.  
Ahmedabad – 382 405.

**MUMBAI OFFICE**

102, Techno Residency, Plot No.84,  
Junction of L.N Road and Hindu Colony  
Road No.2, Dadar (E), Mumbai – 400014

**SHARE TRANSFER AGENT**

Mr. Navin Mahavar,  
**Sharepro Services (India) Pvt Ltd.**  
416-420, 4th Floor Devnandan Mall,  
Opp. Sanyash Ashram, Ellisbridge,  
Ahmedabad -380006 , Gujarat,  
Tel. Nos.079 26582381 to 84,  
Fax No 079 26582385  
Email sharepro@shareproservices.com

**ANNUAL GENERAL MEETING**

Monday, 28<sup>th</sup> September, 2015

**TIME**

10.00 A.M.

**VENUE**

191, Shahwadi, Nr. Old Octroi Naka,  
Narol, Sarkhej Highway, Narol,  
Ahmedabad-382 405

**NOTICE OF 26<sup>TH</sup> ANNUAL GENERAL MEETING**

(CIN: L17110GJ1988PLC010504)

Notice is hereby given that the 26<sup>th</sup> Annual General Meeting of the Members of **AARVEE DENIMS AND EXPORTS LIMITED** will be held on Monday, 28<sup>th</sup> day of September, 2015 at 10.00 a.m. at Registered office of the Company situated at 191, Shahwadi, Nr. Old Octroi Naka, Narol Sarkhej Highway, Narol, Ahmedabad - 382 405 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 together with the Reports of the Board of Directors and Auditors thereon;
2. To appoint a Director in place of Mr. Kalpesh V. Shah (DIN: 00007262), who retires by rotation and being eligible, offers himself for reappointment; and
3. To ratify the Appointment of Statutory Auditors

To consider and if thought fit, to pass with or without modification(s), following resolution as an **Ordinary Resolution:**

**"RESOLVED THAT** pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder, the appointment of M/s. Deloitte Haskins & Sells, Chartered Accountants, Ahmedabad (Registration No. 117365W) and M/s N.C. Shah & Associates, Chartered Accountants, Ahmedabad (Registration No. 109692W), as Joint Auditors of the Company, by resolution passed at the 25<sup>th</sup> Annual General Meeting of the Company, to hold office from the conclusion of the 25<sup>th</sup> Annual General Meeting until the conclusion of the 28<sup>th</sup> Annual General Meeting, be and is hereby ratified in this Annual General Meeting until the conclusion of the next Annual General Meeting on such remuneration plus applicable service tax and out of pocket expenses incurred by them for the purpose of audit of the company, as may be decided by the Board of Directors."

**SPECIAL BUSINESS:-****4. TO APPOINT MS. SHIVANI SHAH (DIN 06693408) AS AN INDEPENDENT DIRECTOR**

To consider and, if thought fit, to pass, with or without modification(s), following resolution as **Ordinary Resolution:**

**"RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") and rules made thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force), read with Schedule IV of the Act, as amended from time to time, Ms. Shivani Shah (DIN: 06693408), who was appointed as an Additional Director pursuant to the provisions of Section 161(1) of the Act and Articles of Association of the Company and who holds office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing her candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for a period of 5 (five) consecutive years up to conclusion of 31<sup>st</sup> AGM of the Company."

**5. TO APPROVE COST AUDITORS' REMUNERATION**

To consider and if thought fit, to pass, with or without modification(s), following resolution as an **Ordinary Resolution:**

**"RESOLVED THAT** pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), M/s. N D. Birla & Co., Cost Accountants (Firm Registration Number - 000028), appointed by the Board of Directors of the Company to conduct the audit of the cost records of the Company for the financial year ending 31<sup>st</sup> March, 2016, be paid the remuneration of Rs. 50,000/- plus service tax and out of pocket expenses, if any, incurred during the course of above audit."

**6. RELATED PARTY TRANSACTIONS**

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

**“RESOLVED THAT** pursuant to Section 188 of the Companies Act, 2013 and other applicable provisions, if any, of the Companies Act, 2013 read with applicable Rules Under Companies ( Meetings of Board and its Powers) Rules, 2014 and in terms of applicable provisions of Listing Agreement executed with the Stock Exchanges (Including any amendment, modification or re-enactment thereof), and pursuant to the consent of the Audit Committee and the Board of Directors vide resolution passed in their respective meetings held on 13<sup>th</sup> August, 2015, the consent of the members of the Company be and is hereby accorded to the proposed transactions between the Company and related entities of Mr. Ashish V. Shah, Managing Director and Mr. Kalpesh V. Shah, Whole-time Director for entering into contract or arrangement with the related parties as defined under the Act and the Rules made thereunder, as per details and on terms & conditions as set out under Item nos. 6 to 8 of the Explanatory Statement annexed to this Notice.

**RESOLVED FURTHER THAT** the Board of Directors be and is hereby severally authorized to perform and execute all such acts, deeds, matters and things including delegate such authority, as may be deemed necessary, proper or expedient to give effect to this resolution and for the matters connected herewith or incidental hereto.”

**7. RELATED PARTY TRANSACTIONS**

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

**“RESOLVED THAT** pursuant to Section 188 of the Companies Act, 2013 and other applicable provisions, if any, of the Companies Act, 2013 read with applicable Rules Under Companies ( Meetings of Board and its Powers) Rules, 2014 and in terms of applicable provisions of Listing Agreement executed with the Stock Exchanges (Including any amendment, modification or re-enactment thereof), and pursuant to the consent of the Audit Committee and the Board of Directors vide resolution passed in their respective meetings held on 13<sup>th</sup> August, 2015, the consent of the members of the Company be and is hereby accorded to the proposed transactions between the Company and related entities of Mr. Vinod P. Arora, Chairman & Managing Director, Mr. Rajesh P. Arora and Mr. Parmanand T. Arora, Directors for entering into contract or arrangement with the related parties as defined under the Act and the Rules made thereunder, as per details and on terms & conditions as set out under Item nos. 6 to 8 of the Explanatory Statement annexed to this Notice.

**RESOLVED FURTHER THAT** the Board of Directors be and is hereby severally authorized to perform and execute all such acts, deeds, matters and things including delegate such authority, as may be deemed necessary, proper or expedient to give effect to this resolution and for the matters connected herewith or incidental hereto.”

**8. RELATED PARTY TRANSACTIONS**

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

**“RESOLVED THAT** pursuant to Section 188 of the Companies Act, 2013 and other applicable provisions, if any, of the Companies Act, 2013 read with applicable Rules Under Companies ( Meetings of Board and its Powers) Rules, 2014 and in terms of applicable provisions of Listing Agreement executed with the Stock Exchanges (Including any amendment, modification or re-enactment thereof), and pursuant to the consent of the Audit Committee and the Board of Directors vide resolution passed in their respective meetings held on 13<sup>th</sup> August, 2015, the consent of the members of the Company be and is hereby accorded to the proposed transactions between the Company and relatives of Mr. Vinod P. Arora, Chairman & Managing Director, Mr. Ashish V. Shah, Managing Director, Mr. Kalpesh V. Shah, Whole-time Director, Mr. Rajesh P. Arora and Mr. Parmanand T. Arora, Directors for entering into contract or arrangement with the related parties as defined under the Act and the Rules made thereunder, as per details and on terms & conditions as set out under Item nos. 6 to 8 of the Explanatory Statement annexed to this Notice.

**RESOLVED FURTHER THAT** the Board of Directors be and is hereby severally authorized to perform and execute all such acts, deeds, matters and things including delegate such authority, as may be deemed necessary, proper or expedient to give effect to this resolution and for the matters connected herewith or incidental hereto."

**9. ACCEPTANCE OF UNSECURED DEPOSITS UNDER THE COMPANIES (ACCEPTANCE OF DEPOSITS) RULES, 2014**

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

**"RESOLVED THAT** pursuant to the provisions of section 73 and 76 of the Companies Act, 2013 (the Act) read with the Companies (Acceptance of Deposits) Rules, 2014 (the Rules) and other applicable provisions, if any, and subject to such conditions, approvals, permissions, as may be necessary, consent of the members be and is hereby accorded to the Company inviting/accepting/renewing unsecured deposits from its members and from public.

**FURTHER RESOLVED THAT** board of directors of the company be and is hereby authorised to prepare a circular or a circular in the form of advertisement in the form prescribed under the Companies (Acceptance of Deposits) Rules, 2014 for inviting and accepting the deposits from general public and members of the company and file the same with the office of the registrar of companies for registration thereof duly signed by the majority of the directors of the company pursuant to the Rules, and to publish the same in an English newspaper (in English language) and in a vernacular newspaper (in a vernacular language) having wide circulation in the state of Gujarat wherein the Registered Office of the Company is situated.

**RESOLVED FURTHER THAT** for the purpose of giving effect to this Resolution, the Board of Director be and is hereby authorised to do such acts, deeds, matters and things as they may in their absolute discretion consider necessary, proper, expedient, desirable or appropriate and take all necessary and desirable steps for the aforesaid purpose and matters incidental thereto."

**Notes:-**

1. **A member entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of him/her self and proxy need not be a member. The proxies to be effective should be deposited at the Registered Office of the Company not later than 48 hours before the commencement of the meeting.**  
**A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.**
2. Corporate Members intending to send their authorized representatives are requested to send a duly certified copy of the Board Resolution authorizing their representatives to attend and vote at the Annual General Meeting.
3. The Register of Members and Share Transfer Books of the Company will remain closed from Monday, 21<sup>st</sup> September, 2015 to Monday, 28<sup>th</sup> September, 2015 (both day inclusive).
4. Pursuant to Clause 49 of the Listing Agreement, details of the directors seeking appointment/reappointment at the Meeting are given in detail, is annexed hereto.
5. A Statement pursuant to Section 102(1) of the Companies Act, 2013, relating to the Special Business to be transacted at the Meeting is annexed hereto.
6. Shareholders are requested to bring their copy of Annual Report to the meeting.
7. Members/Proxies should fill Attendance Slip for attending meeting.
8. Members, who hold shares in Physical/Dematerialised Form, are requested to bring their Folio No./ Depository Account Number and Client I.D. Number for identification.

9. Members seeking any information with regard to accounts of the Company are requested to write to Company at its Registered Office, so as to reach at least 10 days before the date of Meeting to enable Management to keep information ready.
10. Relevant documents referred to in accompanying Notice and Statement are open for inspection by members at Registered office of the Company on all working days, except Saturdays, during business hours up to the date of the Meeting.
11. Members are requested to notify immediately change of address, if any, to their Depository Participants (DPs) in respect of their shareholding in Demat Accounts and to the Company's Registrar & Share Transfer Agent in respect of their shareholding in physical segment by mentioning folio nos., etc.

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 the Company Secretary at mail id. [cs@aarvee-denims.com](mailto:cs@aarvee-denims.com) & Sharepro Services (India) Pvt Ltd.

12. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company or its Share registrars and Transfer Agents.
13. The Ministry of Corporate Affairs has taken 'Green Initiative in the Corporate Governance' by allowing paperless compliances by the Companies and has issued circulars stating that service of notice/documents including Annual Report can be sent by e-mail to its members. In this regard we solicit your co-operation to update our databank. Members who have not registered so far, are requested to register their e-mail address, contact telephone number, PAN and Bank Account details, ECS Mandate in respect of electronic holdings with the Depository through their concerned Depository Participants PAN and Bank Account details.

Members who hold shares in physical form are requested to intimate their e-mail address, contact telephone number, PAN and Bank Account details at our e-mail address [cs@aarvee-denims.com](mailto:cs@aarvee-denims.com).

14. The Register of Directors & Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013 will be made available for inspection at venue of the meeting by members attending meeting.
15. Voting Through electronic means

In terms of Sections 107 and 108 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, the Company is providing its members facility to exercise their right to vote at the meeting by electronic means on any or all of the businesses specified in the accompanying Notice. Necessary arrangements have been made by the Company with CDSL to facilitate e-voting. E-voting is optional and members shall have the option to vote either through e-voting or in person at the General Meeting.

In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, Clause 35B of the Listing Agreement and any other applicable provisions, the Company is pleased to provide members the facility to exercise their right to vote at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services provided by Central Depository Services (India) Limited (CDSL).

**The procedure and instructions for voting through electronic means are as follows**

#### **SECTION A - E-VOTING PROCESS**

**Step 1** - Open your web browser during the voting period and log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com)

**Step 2** - Click on "Shareholders" to cast your vote(s)



- Step 3** - Now, select the “COMPANY NAME” from the drop down menu and click on “SUBMIT”
- Step 4** - Please enter User ID
- For account holders in CDSL :- Your 16 digits beneficiary ID
  - For account holders in NSDL :- Your 8 Character DP ID followed by 8 Digits Client ID
  - Members holding shares in Physical Form should enter Folio Number registered with the Company.
- Step 5** - Enter the image Verification as displayed and Click on Login.
- Step 6** - 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.
- Step 7** - If you are a first time user follow the steps given below
- Enter your 10 digit alpha-numeric PAN issued by Income Tax Department
 

For members who have not updated their PAN with the Depository Participant are requested to use the first two letters of their name and the last 8 digits of the demat account/folio number in the PAN field. In case the folio 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 Ajay with folio number 100 then enter AJ00000100 in the PAN field
  - Enter the date of birth recorded in the demat account or registered with the company for the demat account in DD/MM/YYYY format\*
  - Enter your dividend bank details (Account Number) recorded in the demat account or registered with the company for the demat account\*
 

\* Any one of the details i.e. DOB or Dividend bank details should be entered for logging in to the account. If Dividend Bank details and Date of Birth are not recorded with the Depository or Company please enter the number of shares held by you as on the cut off date (record date) i.e. 21<sup>st</sup> September, 2015 in the Dividend Bank details field.
- Step 8** - After entering these details appropriately, click on “SUBMIT” tab.
- Step 9** - First time user holding shares in Demat form will now reach Password Generation menu wherein they are required to create their login password in the password field. Kindly note that this password is to be also used by the Demat holders for voting for resolution 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. The password has to be minimum eight characters consisting of one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character.
- Members holding shares in physical form will then directly reach the Company selection screen.
- Step 10** - Click on the EVSN of Aarvee Denims and Exports Ltd.
- Step 11** - On the voting page, you will see RESOLUTION DESCRIPTION and against the same the option ‘YES/NO’ for voting.
- Select the relevant option as desired YES or NO and click on submit. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- Step 12** - Click on the “RESOLUTION FILE LINK” if you wish to view the Notice.
- Step 13** - 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.

**Step 14 -** Once you 'CONFIRM' your vote on the resolution, you will not be allowed to modify your vote.

**Step 15 -** You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.

**Step 16 -** Note for Non – Individual Members and Custodians:

- Non-Individual Members (i.e. other than Individuals, HUF, NRI, etc.) and Custodian are required to log on to [www.evotingindia.com](http://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](mailto: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 should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts, they would be able to cast their vote.
- A scan 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.

## **SECTION B - COMMENCEMENT OF E-VOTING PERIOD AND OTHER E-VOTING INSTRUCTIONS**

- i. A member may exercise his vote at any general meeting by electronic means and the business may be transacted through such voting. Company may pass any resolution by electronic voting system in accordance with the Rule 20 of the Companies (Management and Administration) Rules, 2014.
- ii. The facility for voting, either through electronic voting system or polling paper, as may be decided by Chairman of the meeting, shall also be made available at the meeting and members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their right at the meeting. The members who have cast their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.
- iii. The e-voting period commences on Friday, 25<sup>th</sup> September, 2015 (9.00 a.m. IST) and ends on Sunday, 27<sup>th</sup> September, 2015 (5.00 p.m. IST). During this period, Members holding shares either in physical form or in dematerialized form, as on 21<sup>st</sup> September, 2015 i.e. cut-off date, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the Member, he / she shall not be allowed to change it subsequently or cast vote again.
- iv. The voting rights of shareholders shall be in proportion to their shares in the paid up equity share capital of the Company as on the cut-off date. As per Explanation (ii) of Rule 20 of the Companies (Management and Administration) Rules, 2014, cut-off date means a date not earlier than 7 days before the date of general meeting.
- v. Any person, who acquires shares of the Company and becomes a member of the Company after dispatch of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com). However, if you are already registered with CDSL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forget your password, you can reset your password by using "Forgot User Details / Password" option available on [www.evotingindia.com](http://www.evotingindia.com).
- vi. CS Tapan R. Shah, Practicing Company Secretary (Membership No.: FCS 4476; CP No: 2839) (816-818, Anand Mangal-3, Opp. Core House, Nr. Doctor House, Ellisbridge, Ahmedabad - 380006) has been appointed as the Scrutinizer to scrutinize the voting and remote e-voting process in a fair and transparent manner. The Board has also authorised Chairman to appoint one or more scrutinisers in addition to and/or in place of CS Tapan Shah.