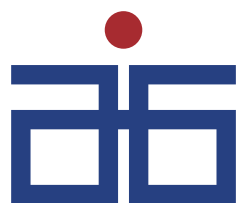


25<sup>th</sup>

*Annual Report*  
2016-17



**Ashok Alco-Chem Limited**



# Ashok Alco-Chem Limited

## Board of Directors

Mr. Purab Shah (DIN : 07490952)	Executive Director & CEO (Appointed w.e.f. April 19, 2016)
Mr. Manoj Ganatra (DIN : 00568914)	Independent Director
Mr. Sunil Shah (DIN : 03567415)	Non - Executive Director
Mrs. Neeta Shah (DIN : 07134947)	Non - Executive Director
Dr. Umesh Kulkarni (DIN : 00394291)	Independent Director (Resigned w.e.f. May 12, 2017)
Mr. Shekhaar Shetty (DIN : 07824778)	Independent Director (Appointed w.e.f. May 17, 2017)

## Chief Financial Officer

Mr. V. Shashidharan  
(Resigned w.e.f. May 1, 2017)

## Company Secretary & Compliance Officer

Ms. Seema Gangawat

## Auditors

M/s. R. A. Kuvadia & Co.  
Chartered Accountants, Mumbai

## Registered Office

104, Venkatesh Chambers, 1st Floor,  
Ghanshyam Talwatkar Marg, Fort, Mumbai – 400 001.  
CIN: L24110MH1992PLC069615  
Tel. No.: 022-61446900 / 01, Fax No.: 022-66104355  
Email: [info@ashokalcochem.com](mailto:info@ashokalcochem.com)  
Website : <http://www.ashokalcochem.com>

## Plant

Plot No. A-22/2/1, Mahad Industrial Area,  
Village Kamble, Mahad - 402 301.  
Dist :Raigad, Maharashtra.

## Registrar & Share Transfer Agent

LINK INTIME INDIA PVT. LTD.  
C 101, 247 Park, L. B. S. Marg, Vikhroli (West), Mumbai 400 083  
Tel No: +91 22 49186000 Fax: +91 22 49186060  
Email: [rnt.helpdesk@linkintime.co.in](mailto:rnt.helpdesk@linkintime.co.in)

## Bankers

IDBI Bank

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## NOTICE

**NOTICE** is hereby given that the Twenty Fifth Annual General Meeting of the Members of Ashok Alco-Chem Limited will be held on Friday, September 22, 2017 at 11.00 a.m. at Babasaheb Dahanukar Sabhagriha, Maharashtra Chamber of Commerce, Orion House, 6<sup>th</sup> Floor, 12, K. Dubhash Marg, Kala Ghoda, Fort, Mumbai – 400 001, to transact the following business:

### ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Standalone & Consolidated Financial Statements of the Company for the financial year ended March 31, 2017 together with the Reports of the Board of Directors (“the Board”) and the Auditors' thereon.
2. To declare dividend of Re. 1 per Equity Share for the financial year ended March 31, 2017.
3. To appoint a Director in place of Mrs. Neeta Shah (DIN: 07134947) who retires by rotation and being eligible, offers herself for re-appointment.
4. To appoint M/s. R A Maru & Associates, Chartered Accountants, as Statutory Auditors of the Company and to fix their remuneration and in this regard, to consider and if thought fit, to pass the 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, read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), M/s R A Maru & Associates, Chartered Accountants (Firm Registration No. 141914W) be and is hereby appointed as Statutory Auditors of the Company, in place of retiring Auditors, M/s R. A. Kuvadia & Co., Chartered Accountants (Firm Registration No. 105487W), for a term of five years, to hold office from the conclusion of the 25<sup>th</sup> Annual General Meeting (AGM) until the conclusion of the 30<sup>th</sup> AGM, subject to ratification of their appointment by the Members at every AGM, at such remuneration as may be mutually agreed between the Board of Directors and the said Auditors of the Company.”

### SPECIAL BUSINESS:

5. **Appointment of Mr. Shekhaar Shetty (DIN: 07824778) as an Independent Director**

To consider and if thought fit, to pass the following Resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** pursuant to the provisions of section 149, 150 and 152 read with schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mr. Shekhaar Shetty (DIN : 07824778) who was appointed as an Additional Director (Category - Non - Executive, Independent) of the Company by the Board of Directors effective May 17, 2017 and in respect of whom the Company has received a notice under section 160 of the Act proposing his candidature for the office of Director, be and is hereby appointed as a Non-Executive, Independent Director of the Company, not liable to retire by rotation, for a period of three consecutive years with effect from May 17, 2017.

**RESOLVED FURTHER THAT** Mr. Purab Shah - Executive Director & CEO and/or Ms. Seema Gangawat – Company Secretary & Compliance Officer, be and are hereby severally authorised to sign and submit necessary forms / returns with the Registrar of Companies, Mumbai and to do all such acts, deeds and things as may be necessary to give effect to this resolution.”

6. **Appointment and Payment of Remuneration to Cost Auditors**

To consider and if thought fit, to pass the following Resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** pursuant to the provisions of section 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Company ratifies the appointment of M/s. N. Ritesh & Associates, Cost Accountants (Firm Registration No. R100675), as the Cost Auditors of the Company at the remuneration of Rs. 50,000/- (Rupees Fifty Thousand only) plus applicable taxes and out-of-pocket expenses payable at actual, to conduct the audit of cost records

## ASHOK ALCO-CHEM LIMITED

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maintained by the Company relating to “Chemicals” for the financial year 2017-18.”

### 7. Approval for charging fees for service of documents through specified mode

To consider and if thought fit, to pass the following Resolution as an **Ordinary Resolution**:

**“RESOLVED THAT** pursuant to the provisions of section 20 and other applicable provisions, if any, of the Companies Act, 2013 and relevant Rules prescribed thereunder, approval of the Members be and is hereby accorded for charging fees of Rs. 50/- (Rupees Fifty only) per document plus applicable taxes and reimbursement of actual expenses being incurred by the Company, for service of any document to the Member through a particular mode of delivery as specified by the respective Member.

**RESOLVED FURTHER THAT** the said fees for delivery of the document shall be paid by the respective Member in advance to the Company, before dispatch of the document.

**RESOLVED FURTHER THAT** any Director and/or Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as may be necessary to give effect to this resolution.”

**For and on behalf of the Board**

**Sd/-  
Seema Gangawat  
Company Secretary & Compliance Officer**

**Place : Mumbai**

**Date : August 11, 2017**

### **Registered Office :**

CIN: L24110MH1992PLC069615

104, Venkatesh Chambers,

1<sup>st</sup> Floor, Ghanshyam Talwatkar Marg,

Fort, Mumbai – 400 001

Tel: 022-61446900/01 Fax: 022-66104355

Email : [info@ashokalcochem.com](mailto:info@ashokalcochem.com)

Website : <http://www.ashokalcochem.com>

### **NOTES:**

- 1) The relevant explanatory statement pursuant to section 102 of the Act, in respect of Special Business including Item no. 4 is annexed hereto. The relevant details as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 (“SEBI Listing Regulations”) and Secretarial Standard on General Meetings, for the person seeking appointment/re-appointment as Director(s) are also annexed as Annexure-1.
- 2) **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (“AGM”) IS ENTITLED TO APPOINT A PROXY (IES) TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.**

A person can act as proxy on behalf of Members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.

The instrument appointing the proxy, in order to be effective, must be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the AGM.



- 3) Corporate Members intending to send their authorized representatives to attend the meeting pursuant to section 113 of the Companies Act, 2013 are requested to send to the Company, a certified copy of the relevant Board Resolution together with the specimen signature(s) of the representative(s) who are authorized to attend and vote on their behalf at the AGM.
- 4) The Register of Members and Share Transfer Books will remain closed from Monday, September 18, 2017 to Friday, September 22, 2017 (both days inclusive).
- 5) The dividend, if declared, at the AGM, will be paid on or after Saturday, September 23, 2017, to those Members holding shares in physical form, whose names appear on the register of Members of the Company on close of business hours on Saturday, September 16, 2017 (Record Date); in respect of the shares held in dematerialized form, the dividend will be paid to the Members whose names are furnished by the National Securities Depository Limited and the Central Depository Services (India) Limited as the beneficial owners as at the close of business hours on Saturday, September 16, 2017. In terms of the directives of Securities and Exchange Board of India (SEBI), shares issued by the Company should rank pari-passu in all respects, including dividend entitlement.
- 6) The Company will disburse the dividend vide ECS/NECS to those shareholders whose requisite particulars are available and to other shareholders vide dividend warrants/cheques. The intimation of dividend payout/dispatch will be sent within the statutory period.
- 7) Members holding shares in physical form are requested to notify any changes, if any, in their registered address, E-mail IDs, Bank mandate etc. to the Company's RTA.

The address of Company's RTA Link Intime India Pvt. Ltd has been changed w.e.f. February 25, 2017, new address is as follows:

**M/s. Link Intime India Pvt. Ltd.,**

C-101, 247 Park,

L. B. S. Marg, Vikhroli (West),

Mumbai-400 083.

Phone: Tel – 022-49186000 Fax- 022-49186060

E-mail: [rnt.helpdesk@linkintime.co.in](mailto:rnt.helpdesk@linkintime.co.in)

Further, Members holding shares in dematerialized/electronic form are requested to notify any changes, if any, in their registered address, E-mail IDs, Bank mandate etc. to their respective Depository Participants at the earliest.

- 8) Members, Proxies and Authorized Representatives are requested to hand over/submit, the attendance slip enclosed herewith, duly completed and signed, mentioning therein details of their DP ID and Client ID/Folio No., for admission to the venue of the Meeting. Members are requested to bring their copy of Annual Report for their reference.
- 9) Members desirous of seeking any information with regard to the accounts and operations of the Company, are requested to address their queries to the Company at least seven days in advance of the Meeting so that the information required can be readily available at the Meeting.
- 10) Pursuant to SEBI Circular No. D&CC/FITTC/CIR-15/2002 dated 27.12.2002 all the work related to share registry in terms of both physical and electronic are being done by the Company's R&T Agents M/s. Link Intime India Pvt. Ltd. Therefore, Members are requested to send their communication directly to them in future.
- 11) All documents referred to in the accompanying Notice and Explanatory Statement are open for inspection at the Registered Office of the Company on all working days between 11 a.m. to 4.00 p.m. except Saturday, Sunday and public holidays upto the date of the AGM.
- 12) The Notice of the AGM along with the Annual Report 2016-17 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories, unless any Member has requested for a physical copy of the same. For Members, who have not registered their e-mail addresses, physical copies are being sent by the permitted mode.

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To support the 'Green Initiative', the Members who have not registered their e-mail addresses are requested to register the same with the Company's RTA/Depository Participant.

Members may please note that notices, annual reports etc. will also be available on the Company's website viz. [www.ashokalcochem.com](http://www.ashokalcochem.com).

- 13) In case of joint holders attending the AGM, the Member whose name appears as the first in the order of names as per the Register of Members of the Company will be entitled to vote.
- 14) As per the provisions of section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. Members holding shares in physical form may submit the same to M/s. Link Intime India Pvt. Ltd., Members holding shares in electronic form may submit the same to their respective depository participant.
- 15) Unclaimed Dividend – details are available on website - <http://www.ashokalcochem.com/InvestorUpdate.html>.
- 16) The route map showing directions to reach the venue of the twenty-fifth AGM is annexed.
- 17) Voting through electronic means:
  - I. In compliance with provisions of section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, the Company is pleased to provide Members facility to exercise their right to vote on resolutions proposed to be considered at the 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 National Securities Depository Limited (NSDL).
  - II. The facility for voting through ballot paper shall be made available at the venue of the AGM and the Members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.
  - III. The Members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
  - IV. The remote e-voting period commences on Tuesday, September 19, 2017 (9:00 am) and ends on Thursday, September 21, 2017(5:00 pm). During this period Members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of Saturday, September 16, 2017, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently.
  - V. The process and manner for remote e-voting are as under:
    - A. In case a Member receives an email from NSDL [for Members whose email IDs are registered with the Company/Depository Participants(s)] :
      - (i) Open email and open PDF file viz; "AACL remote e-voting.pdf" with your Client ID or Folio No. as password. The said PDF file contains your user ID and password/PIN for remote e-voting. Please note that the password is an initial password.

NOTE: Shareholders already registered with NSDL for e-voting will not receive the PDF file "AACL remote e-voting.pdf".
      - (ii) Open the internet browser by typing the following URL: <https://www.evoting.nsdl.com/>
      - (iii) Click on Shareholder –Login

- (iv) Put your user ID and password. Click Login.
  - (v) Password change menu appears. Change the password/PIN with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
  - (vi) Home page of remote e-voting opens. Click on remote e-voting: Active Voting Cycles.
  - (vii) Select “EVEN” of “Ashok Alco-Chem Limited”.
  - (viii) Now you are ready for remote e-voting as Cast Vote page opens.
  - (ix) Cast your vote by selecting appropriate option and click on “Submit” and also “Confirm” when prompted.
  - (x) Upon confirmation, the message “Vote cast successfully” will be displayed.
  - (xi) Once you have voted on the resolution, you will not be allowed to modify your vote.
  - (xii) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to [jaymehtaandassociates@gmail.com](mailto:jaymehtaandassociates@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)
- B . In case a Member receives physical copy of the Notice of AGM [for Members whose email IDs are not registered with the Company/Depository Participants(s) or requesting physical copy] :
- (i) Initial password is provided at the bottom of the Attendance Slip for the AGM.
  - (iii) Please follow all steps from Sl. No. (ii) to Sl. No. (xii) above, to cast vote.
- VI . In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for Members available at the downloads section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800-222-990.
- VII . If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password/PIN for casting your vote.
- NOTE: Shareholders who forgot the User Details/Password can use “Forgot User Details/Password” or Physical User Reset Password” option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).*
- In case Shareholders are holding shares in demat mode, USER-ID is the combination of (DPID+ClientID).*
- In case Shareholders are holding shares in physical mode, USER-ID is the combination of (Even No+Folio No)*
- VIII. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
- IX . The voting rights of Members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of Saturday, September 16, 2017.
- X . Any person, who acquires shares of the Company and become Member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. Saturday, September 16, 2017, may obtain the login ID and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or RTA.
- However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using “[Forgot User Details/Password](#)” or “[Physical User Reset Password](#)” option available on or contact NSDL at the following toll free no.: 1800-222-990.

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- XI . A person, whose name is recorded in the Register of Members or in the register of beneficial owners maintained by the depositories as on the cut-off date shall only be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.
- XII . M/s Jay Mehta & Associates, Practicing Company Secretaries (Certificate of Practice No. 8694) has been appointed as the Scrutinizer to scrutinize the voting and remote e-voting process in a fair and transparent manner.
- XIII . The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of "remote e-voting" or "Ballot Paper" or "Poling Paper" for all those Members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
- XIV . The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- XV . The Results declared alongwith the report of the Scrutinizer shall be placed on the website of the Company [www.ashokalcochem.com](http://www.ashokalcochem.com) and on the website of NSDL [www.evoting.nsdl.com](http://www.evoting.nsdl.com) immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Limited, Mumbai.

## Ashok Alco-Chem Limited-Route Map for the 25<sup>th</sup> AGM



***Prominent Land Mark: Rhythm House, Kala Ghoda.***



## **ANNEXURE TO THE NOTICE**

### **EXPLANATORY STATEMENT IN RESPECT OF ITEM NO. 4 AND THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 (“the Act”) IS GIVEN BELOW:**

#### **Item No. 4:**

The provisions of section 139 of the Act and Rule 6 of the Companies (Audit and Auditors) Rules, 2014, *inter alia*, provides that no listed Company can appoint or re-appoint an audit firm as auditor for more than two terms of five consecutive years and an audit firm which has completed its term shall not be eligible for re-appointment as Auditor in the same Company.

M/s. R. A. Kuvadia & Co., Chartered Accountants (Firm registration No. 105487W), were appointed as the Auditors of the Company at the 22<sup>nd</sup> Annual General Meeting (AGM) of the Company held on September 26, 2014 for a term of three years to hold office till the conclusion of 25<sup>th</sup> AGM. M/s R A Kudadia has been associated with the Company since financial year 2008-09, as auditor of the Company. Hence, not eligible for re-appointment as Statutory Auditor of the Company for the next term.

Accordingly, the Board of Directors, has based on the recommendation of the Audit Committee, at its meeting held on August 11, 2017 proposed the appointment of M/s. R A Maru & Associates (Firm Registration No. 141914W) as the Statutory Auditors of the Company for a period of 5 years, to hold office from the conclusion of this AGM till the conclusion of the 30<sup>th</sup> AGM, (subject to ratification of their appointment by the Members at every AGM) at such remuneration as may be mutually agreed between the Board of Directors and the Auditors of the Company.

M/s. R A Maru & Associates, Chartered Accountants, have consented to the said appointment as Statutory Auditors and have confirmed that if appointed, their appointment will be in accordance with section 139 read with section 141 of the Act. They have also confirmed that as required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), they hold a valid certificate issued by the Peer Review Board of the Institute of Chartered Accountants of India.

The Board of Directors recommends the Ordinary Resolution as set out at Item No. 4 for approval of the Members.

None of the Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested financially or otherwise, in the proposed resolution.

#### **Item No. 5:**

Consequent to cessation of Dr. Umesh Kulkarni, Independent Director w.e.f. May 12, 2017 and in order to comply with the various provisions of the Act and SEBI Listing Regulations, the Company was required to appoint an Independent Director.

The Board of Directors of the Company on May 17, 2017 by passing circular resolution, appointed Mr. Shekhaar Shetty (DIN: 07824778) as an Additional Director (Category – Non - Executive, Independent) of the Company effective May 17, 2017 pursuant to section 161 of the Act.

Mr. Shekhaar Shetty is not disqualified from being appointed as Director in terms of section 164 of the Act. In terms of section 160 of the Act, the Company has received notice in writing from a Member along with a deposit of Rs. 1 Lakh proposing his candidature to be appointed as an Independent Director as per the provisions of section 149 and 152 of the Act.

Mr. Shekhaar Shetty has given a declaration to the Board of Directors of the Company that he meets criteria of Independence as required under section 149 of the Companies Act, 2013. In the opinion of the Board of Directors, Mr. Shekhaar Shetty fulfills the conditions specified in the SEBI Listing Regulations and the Act and rules made thereunder for his appointment as an Independent Director of the Company and he is Independent of the Management of the Company.

#### **Brief Profile**

Mr. Shekhaar Shetty is a commerce graduate from University of Mumbai and also holds a LLB degree from renowned Government Law College. He is an Independent lawyer by profession and has 17 years of vast experience of practice in Criminal & Family Courts. He is a panel Member of Lok-Adalat and advisory Member and panel advocate for legal aid cases. He has actively

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participated and attended various Legal Seminars held by the legal fraternity and Bar Councils of Maharashtra & Goa.

Mr. Shekhaar Shetty was the Joint Secretary of Borivali Advocates Bar Association from 2012-13 and was the Secretary of Borivali Advocates Bar Association from 2013-2014 and 2014-2015. He has attended various Mediation Seminars held in Metropolitan Centre of Courts, Borivali.

Brief resume of Mr. Shekhaar Shetty, nature of his expertise in specific functional areas and names of companies in which he holds Directorships and Memberships / chairmanships of Board Committees, as required under Regulation 36 of the SEBI Listing Regulations and Secretarial Standards are as below:

Name of Director	Mr. Shekhaar Shetty
Director Identification Number (DIN)	07824778
Date of Birth (Age)	September 5, 1974 (42 years)
Nationality	Indian
Date of Appointment	May 17, 2017
Qualifications	LLB & B.com
Expertise in specific functional areas	Vast experience of practice in Criminal & Family Courts
Shareholding in Ashok Alco-Chem Limited	Nil
Directorships held in other Companies (excluding foreign, private and section 8 Companies)	Nil
Membership/Chairmanships of Audit and Stakeholders Relationship Committees across public Companies including Ashok Alco - Chem Limited	Audit Committee - Member Stakeholder Relationship Committee - Member
Number of Meetings of the Board attended during the year ended March 31, 2017	NA
Remuneration Details	Will be entitled to receive sitting fee for attending the Board and Committee Meetings.
Relationship with other Directors / Managers/ Key Managerial Personnel	Nil

The Board of Directors recommends the Ordinary Resolution as set out at Item No. 5 for approval of the Members.

Except Mr. Shekhaar Shetty, being the appointee, none of the Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested financially or otherwise, in the proposed resolution.

### Item No. 6:

In terms of the provisions of section 148 of the Act, the Company is required to have its cost records audited by cost accountant in practice.

The Company had received the unwillingness letter from M/s V. J. Talati & Co., Cost Accountants, an existing Cost Auditors of the Company to act as a Cost Auditors for the financial year 2017-18 and accordingly to comply with the provisions of the section 148 of the Act, the Board of Directors of the Company, on the recommendation of the Audit Committee, approved the appointment of M/s. N. Ritesh & Associates, Cost Accountants, as Cost Auditors of the Company to conduct audit of the cost records maintained by the Company relating to "Chemicals" for the financial year 2017-18, at remuneration of Rs. 50,000 plus applicable taxes and out-of-pocket expenses incurred by them in connection with the aforesaid audit.

M/s. N. Ritesh & Associates, Cost Accountants, have consented to the said appointment and have furnished a certificate regarding their eligibility for appointment as Cost Auditors of the Company.

In terms of the provisions of section 148(3) of the Act, read with Rule 14(a)(ii) of the Companies (Audit and Auditors) Rules, 2014,