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# **FAZE THREE**

# **Autofab Limited**

**23rd Annual Report**  
**2019-20**

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**BOARD OF DIRECTORS AND MANAGEMENT TEAM**

Mr. Ajay Anand  
Mrs. Rashmi Anand  
Mr. Viswanathan Sivakumar  
Mr. Akram Sati

Chairman & Managing Director  
Non-Executive Director  
Chief Financial Officer  
Company Secretary

**INDEPENDENT DIRECTORS**

Mr. Vinit Rathod

Mr. Manan Shah

**BANKER**

The Saraswat Co-operative Bank Ltd.

**ADVOCATES & SOLICITORS**

M/s. Vikram Philip & Associates

**STATUTORY AUDITORS**

M/s. Thakur Vaidyanath Aiyar & Co.  
Chartered Accountants, Mumbai.

**SECRETARIAL AUDITORS**

M/s. Sanjay Dholakia & Associates.  
Practicing Company Secretary

**BOARD COMMITTEES****Audit Committee**

Mr. Vinit Rathod	<i>Chairman</i>
Mr. Ajay Anand	<i>Member</i>
Mr. Manan Shah	<i>Member</i>

**Nomination & Remuneration Committee**

Mr. Vinit Rathod	<i>Chairman</i>
Mr. Manan Shah	<i>Member</i>
Mrs. Rashmi Anand	<i>Member</i>

**Stakeholders Relationship Committee**

Mr. Vinit Rathod	<i>Chairman</i>
Mr. Ajay Anand	<i>Member</i>
Mr. Manan Shah	<i>Member</i>

**REGISTERED OFFICE**

Plot No. 146,  
Waghdhara Village Road,  
Dadra - 396193  
Union Territory of Dadra & Nagar  
Haveli.  
Ph: 0260 2668539  
Fax: 0260 2668501

**CORPORATE OFFICE**

63, Mittal court,  
C Wing, Nariman Point,  
Mumbai - 400 021  
Phone : 022 62421313  
/ 4351 4444  
Fax : 022 2493 6811  
Email: [investors@fazethreeautofab.com](mailto:investors@fazethreeautofab.com)  
Website: [www.fazethreeautofab.com](http://www.fazethreeautofab.com)

**REGISTRAR & TRANSFER AGENTS**

Sharex Dynamic (India) Pvt. Ltd.  
C- 101, 247 Park,  
LBS Marg,  
Vikroli (West)  
Mumbai - 400 083.  
Phone: 022 2851 5606 / 5644  
Website: [www.sharexindia.com](http://www.sharexindia.com)  
Email: [support@sharexindia.com](mailto:support@sharexindia.com)

**FAZE THREE Autofab Limited**  
**(Formerly known as AUNDE FAZE THREE Autofab Limited and AUNDE India Limited) 23<sup>RD</sup> ANNUAL REPORT FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2020**

1. Date of Annual General Meeting : 30th September, 2020
2. Time and Venue : 12.00 Noon.  
through Video Conferencing ("VC")
3. Book Closure : Thursday, 24th September, 2020  
to Wednesday, 30th September, 2020  
(both days inclusive)

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NOTICE is hereby given that the 23<sup>rd</sup> Annual General Meeting of the Shareholders of Faze Three Autofab Limited will be held on Wednesday 30<sup>th</sup> September, 2020 at 12.00 Noon. through Video Conferencing ("VC") to transact the following business:

**ORDINARY BUSINESS:**

**No.1 - Adoption of Financial Statements.**

To receive, consider and adopt the Audited Financial Statements for the year ended 31<sup>st</sup> March, 2020, together with the Report of Auditors and Directors thereon and to consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

**"RESOLVED THAT** the Financial Statements of the Company including Audited Balance Sheet as at 31<sup>st</sup> March, 2020, the Statement of Profit and Loss of the Company for the year ended as on that date together with the Auditors' Report and Directors' Report thereon be and are hereby received, considered and adopted."

**No.2 - Appointment of a Director in place of Mrs. Rashmi Anand (DIN: 00366258), who retires by rotation.**

To consider appointment of Director in place of Mrs. Rashmi Anand (DIN: 00366258), who retires by rotation and being eligible, offers herself for re-appointment and if, thought fit, to pass the following resolution as an **Ordinary Resolution**:

**"RESOLVED THAT** Mrs. Rashmi Anand (DIN : 00366258), who retires by rotation and being eligible, offers herself for re-appointment, be and is hereby re-appointed as Director of the Company."

**SPECIAL BUSINESS:**

**No.3 - Approval of Related Party Transactions.**

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

**"RESOLVED THAT** pursuant to provisions of Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 188 of the Companies Act, 2013 and the rules framed thereunder, approval of the Members be and is hereby accorded to the Material Related Party transactions entered into and proposed to be entered into and carried out in ordinary course of business with Faze Three Limited (CIN: L99999DN1985PLC000197), a "Related Party" as defined under Section 2(76) of the Companies Act, 2013 and Regulation 2 (1) (zb) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in financial year 2020-2021"

BY ORDER OF THE BOARD OF DIRECTORS  
For FAZE THREE Autofab Limited

Date: 04<sup>th</sup> September, 2020  
Place: Mumbai

Akram Sati  
Company Secretary

**Notes:**

1. In view of the outbreak of COVID pandemic early in the year 2020 and the restrictions on movement of people and social distancing norms which followed and which are still in place, the Ministry of Corporate Affairs allowed conducting Annual General Meetings (hereinafter referred to as 'AGM') through Video Conference (VC) or Other Audio Visual Means (OAVM) during the calendar year 2020. The Ministry vide Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020, prescribed the guidelines and manner of conducting the Annual General Meeting through VC/OAVM. Complying with the said circulars of MCA, SEBI and applicable provisions of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), the 23<sup>rd</sup> Annual general meeting (AGM) of the members of the Company is to be held through Video Conference (VC) where the Members can attend and participate in the AGM through the provided VC facility. National Securities Depositories Limited ('NSDL') will be providing facility for voting

through remote e-voting, for participation in the AGM through VC facility and e-voting during the AGM. The detailed procedure for participating in the meeting through AVM is annexed herewith (Refer serial no. 19) and available at the Company's website at [www.fazethreeautofab.com](http://www.fazethreeautofab.com). The deemed venue for the 23<sup>rd</sup> AGM shall be the Registered Office of the Company.

2. The helpline number regarding any query/assistance for participation in the AGM through VC is 1800- 222- 990.
3. As the AGM shall be conducted through VC, the facility for appointment of Proxy by the Members is not available for this AGM and hence the Proxy Form and Attendance Slip including Route Map are not annexed to this Notice. The Notice of AGM along with Annual Report for the financial year 2019-20, is available on the website of the Company at [www.fazethreeautofab.com](http://www.fazethreeautofab.com), on the website of Stock Exchanges i.e. BSE Limited and on the website of NSDL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
4. Members will be eligible to participate on first come first serve basis, as participation through VC is limited and will be closed on expiry of 15 minutes from the scheduled time of the AGM. However, the participation of large shareholders (i.e. shareholders holding 2% or more shareholding), promoters, institutional investors, directors, key managerial personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, auditors, etc. can attend the 23<sup>rd</sup> AGM without any restriction on account of first-come first- served principle. Members can login and join 15 (fifteen) minutes prior to the scheduled time of the meeting and window for joining shall be kept open till the expiry of 15 (fifteen) minutes after the scheduled time. Participation is restricted upto 1000 members only. The attendance of the Members attending the AGM through VC will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. Members can raise questions during the meeting or in advance at [investors@fazethreeautofab.com](mailto:investors@fazethreeautofab.com). However, it is requested to raise the queries precisely and in short at the time of meeting to enable to answer the same.
6. Corporate members are requested to send at [support@sharexindia.com](mailto:support@sharexindia.com) or [sanjayrd65@gmail.com](mailto:sanjayrd65@gmail.com) before e-voting/ attending Annual General Meeting, a duly certified copy of the Board Resolution authorizing their representative to attend and vote at the Annual General Meeting, pursuant to Section 113 of the Companies Act, 2013.
7. An Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, in respect of the Special Business to be transacted at the Annual General Meeting is annexed hereto.
8. The Register of Members and Share transfer books of the Company will remain closed from Thursday, 24th September, 2020 to Wednesday, 30th September, 2020 (both days inclusive).
9. Shareholders holding shares in identical order of names in more than one folio, are requested to write to the Company or to the office of the Registrar & Share Transfer Agent, M/s Sharex Dynamic (India) Private Limited, C 101, 247 Park, LBS Marg, Vikhroli West, 400083 (RTA) enclosing their share certificate(s) to enable the Company to consolidate their holdings in one single folio. In case of joint holders, the Member whose name appears as the first holder in the order of the names as per the Register of Members of the Company will be entitled to vote at the AGM.
10. Members holding shares in physical form are requested to notify immediately any change in their address/ mandate/ bank details to the Company or to the office of the RTA, quoting the folio number. The Members updation form forms a part of the Annual Report and is available on the website of the Company.
11. Pursuant to the provisions of Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016('The Rules') notified by the Ministry of Corporate Affairs effective September 7, 2016, all shares in respect of which dividend has not been paid or claimed by the shareholders for seven consecutive years or more are to be transferred to the Investor Education and Protection Fund (IEPF) Suspense Account. As on the date of this notice, the Company has no such shares on which dividend has not been claimed or paid for a consecutive period of seven years.
12. In accordance with, the General Circular No. 20/2020 dated 5<sup>th</sup> May, 2020 issued by MCA and Circular No. SEBI/HO/CFD/ CMD1/CIR/P/2020/79 dated 12<sup>th</sup> May, 2020 issued by SEBI, owing to the difficulties involved in dispatching of physical copies of the financial statements (including Report of Board of

Directors, Auditor's report or other documents required to be attached therewith), such statements including the Notice of AGM are being sent in electronic mode to Members whose e-mail address is registered with the Company or the Depository Participant(s). Members (Physical / Demat) who have not registered their email addresses with the Company can get the same registered with the Company by requesting in member updation form by sending an email to [support@sharexindia.com](mailto:support@sharexindia.com) or [investors@fazethreeautofab.com](mailto:investors@fazethreeautofab.com). Please submit duly filled and signed member updation form to the abovementioned email. Upon verification of the Form the email will be registered with the Company.

13. The Register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of Contracts or arrangements in which the Directors are interested under Section 189 of the Companies Act, 2013 and all other documents referred to in the Notice will be available for inspection in electronic mode. Members can inspect the same by sending an email to [investors@fazethreeautofab.com](mailto:investors@fazethreeautofab.com)
14. Pursuant to Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of Listing Regulations, the Company is pleased to provide the facility to Members to exercise their right to vote on the resolutions proposed to be passed at AGM by electronic means. The Members, whose names appear in the Register of Members / list of Beneficial Owners as on Wednesday, 23<sup>rd</sup> September, 2020, i.e. the date prior to the commencement of book closure, being the cut-off date, are entitled to vote on the Resolutions set forth in this Notice. Members may cast their votes on electronic voting system from any place other than the venue of the meeting (remote e-voting). The remote e-voting period will commence at 9.00 Hours (IST) on Sunday, 27<sup>th</sup> September, 2020 and will end at 17.00 Hours (IST) on Tuesday, 29<sup>th</sup> September, 2020. In addition, the facility for voting through electronic voting system shall also be made available at the AGM and the Members attending the AGM who have not cast their vote by remote e-voting shall be eligible to vote at the AGM (Refer Serial no. 16 for detailed procedure to vote through e-voting). The Company has appointed Mr. Sanjay Dholakia -Practicing Company Secretary, to act as the Scrutinizer, to scrutinize the entire e-voting process in a fair and transparent manner. The Members desiring to vote through remote e-voting are requested to refer to the detailed procedure given at Serial no.16. Members whose email ids are not registered with the depositories for procuring user id and password and registration of email ids for e-voting for the resolutions are requested to refer the instructions provided at Serial no. 18.
15. Members who are present in meeting through video conferencing facility and have not casted their vote on resolutions through remote e-voting, shall be allowed to vote through e-voting system during the meeting. **Members attending the AGM through VC shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.**
16. **The details of the process and manner for remote e-voting before and during the AGM are explained herein below:**

Step 1: Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>

Step 2: Cast your vote electronically on NSDL e-Voting system.

**Details on Step 1 are mentioned below:**

How to Log-in to NSDL e-voting website?

1. Visit the e-voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-voting system is launched, click on the icon "Login" which is available under 'Shareholders' section.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-voting and you can proceed to Step 2 i.e. cast your vote electronically.

## 4. Your User ID details are given below:

Manner of holding Shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
For Members who hold shares in demat account with NSDL	8 Character DP ID followed by 8 Digit Client ID For example: if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****
For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example: if your Beneficiary ID is 12***** then your user ID is 12*****
For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the Company. For example: if EVEN is 101456 and folio number is 001*** then your user ID is 101456001***

## 5. Your password details are given below:

- a. If you are already registered for e-voting, then you can use your existing password to login and cast your vote.
- b. If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c. How to retrieve your 'initial password'?
  - i. If your email ID is registered in your demat account or with the Company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
  - ii. If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

## 6. If you are unable to retrieve or have not received the “initial password” or have forgotten your password:

- a. Click on “Forgot User Details/Password?” (If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- b. “Physical User Reset Password?” (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com)
- c. If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address.
- d. Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

## 7. After entering your password, click on Agree to “Terms and Conditions” by selecting on the check box.

## 8. Now, you will have to click on “Login” button.

9. After you click on the “Login” button, Home page of e-voting will open.

**Details on Step 2 are mentioned below:**

How to cast your vote electronically on NSDL e-voting system?

1. After successful login at Step 1, you will be able to see the Home page of e-Voting.  
**Click on e-voting. Then, click on Active Voting Cycles.**
2. After click on Active Voting Cycles, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle is in active status.
3. Select ‘EVEN’ of Company for which you wish to cast your vote.
4. Now you are ready for e-Voting as the Voting page opens.
5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and **click on “Submit”** and also **“Confirm”** when prompted.
6. Upon confirmation, the message “Vote cast successfully” will be displayed.
7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.
9. Only those Members/ shareholders, who will be present in the meeting through AVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system during the AGM.
10. Members who have cast their vote through remote e-voting prior to 23<sup>rd</sup> AGM may also participate in the 23<sup>rd</sup> AGM through VC facility but shall not be entitled to caste vote again.

#### **17. General Guidelines for shareholders**

- a) It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
  - b) In case of any queries, you may refer to the Frequently Asked Questions (FAQs) for Shareholders and e- voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800-222-990 or send a request at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - c) The results of the electronic voting shall be declared to the Stock Exchanges after the conclusion of AGM. The results along with the Scrutinizer’s Report, shall also be placed on the website of the Company at [www.fazethreeautofab.com](http://www.fazethreeautofab.com).
- 18. Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:**
- a) In case shares are held in physical mode please provide the copy of the signed request letter mentioning the name and address of the Member, self-attested copy of the PAN card, self-attested copy of any document (e.g.: Driving License, Election Identity Card, Passport) in support of the address of the Member, Folio No. and scanned copy of the share certificate (front and back) by email to [investors@fazethreeautofab.com](mailto:investors@fazethreeautofab.com) or [support@sharexindia.com](mailto:support@sharexindia.com).
  - b) In case shares are held in dematerialised mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, self-attested copy of the PAN card, self-attested copy of any document (e.g.: Driving License, Election Identity



Card, Passport) in support of the address of the Member to [investors@fazethreeautofab.com](mailto:investors@fazethreeautofab.com) or [support@sharexindia.com](mailto:support@sharexindia.com).

- c) Alternatively member may send an e-mail request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for obtaining User ID and Password by proving the details mentioned in Point (1) or (2) as the case may be.

**19. The details of the process and manner for participating in Annual General Meeting through Video conferencing are explained herein below:**

- a) Member will be provided with a facility to attend the AGM through VC through the NSDL e-Voting system. Members may access the same at <https://www.evoting.nsdl.com> under shareholders/members login by using the remote e-voting credentials. The link for VC will be available in shareholder/members login where the EVEN of Company will be displayed.
- b) Please note that the members who do not have the User ID and Password for e-voting or have forgotten the User ID and Password may retrieve the same by following the remote e-voting instructions mentioned at point no. 16 in the notice to avoid last minute rush. Further members can also use the OTP based login for logging into the e-voting system of NSDL.
- c) Members who need assistance before or during the AGM with use of technology, can: - Send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or use Toll free no.: 1800-222-990; or
- d) Institutional Members are encouraged to attend and vote at the AGM through VC. In case any Institutional Members, facing issues for participating in AGM can write to [www.fazethreeautofab.com](http://www.fazethreeautofab.com).
- e) Members can participate in AGM through smart phone/laptop, however, for better experience and smooth participation it is advisable to join the Meeting through Laptops connected through broadband.
- f) Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- g) Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- h) For ease of conduct, members who would like to ask questions / express their views may send their questions in advance atleast 48 hours before the start of AGM mentioning their name demat account number/folio number, email id, mobile number at [investors@fazethreeautofab.com](mailto:investors@fazethreeautofab.com). The same will be replied by the Company suitably. The Company reserves the right to restrict the number of questions as appropriate for smooth conduct of the AGM.

**20. Others:**

- a) Members of the Company had approved the appointment of M/s. Thakur Vaidyanath Aiyar & Co., Chartered Accountants, Mumbai (Firm Rgn. No. 000038N) as the Statutory Auditors for a period of 5 years from the conclusion of 20<sup>th</sup> AGM of the Company which is valid till 25<sup>th</sup> AGM of the Company. In accordance with the Act, the appointment of Statutory Auditors is not required to be ratified at every AGM.
- b) As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialised form with effect from, 1<sup>st</sup> April, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialised form.
- c) The Securities and Exchange Board of India (SEBI) vide its circular dated 20<sup>th</sup> April, 2018 has mandated registration of Permanent Account Number (PAN) and Bank Account Details for all securities holders. Members holding shares in physical form are therefore, requested to submit their PAN and Bank Account Details to sharex Dynamic (India) Private Limited / Investor Services Department of the Company by sending a duly signed letter along with self-attested copy of PAN Card

and original cancelled cheque through email at [investors@fazethreeautofab.com](mailto:investors@fazethreeautofab.com). The original cancelled cheque should bear the name of the Member. In the alternative Members are requested to submit a copy of bank passbook / statement attested by the bank. Members holding shares in demat form are requested to submit the aforesaid information to their respective Depository Participant.

- d) Pursuant to Finance Act, 2020, dividend income will be taxable in the hands of the shareholders w.e.f. 1<sup>st</sup> April 2020 and the Company is required to deduct tax at source ("TDS") from dividend paid to the Members at prescribed rates in the Income Tax Act, 1961 ("the IT Act"). In general, to enable compliance with TDS requirements, Members are requested to complete and / or update their Residential Status, PAN, Category as per the IT Act with their Depository Participants or in case shares are held in physical form, with the Company by sending email to the Company's email address at [investors@fazethreeautofab.com](mailto:investors@fazethreeautofab.com).
  - e) During the 23<sup>rd</sup> AGM, the Chairman shall, after response to the questions raised by the Members in advance at the 23<sup>rd</sup> AGM, formally propose to the Members participating through VC Facility to vote on the resolutions as set out in the Notice of the 23<sup>rd</sup> AGM and announce the start of the casting of vote through the e-voting system. After the Members participating through VC Facility, eligible and interested to cast votes, have cast the votes, the e-voting will be closed with the formal announcement of closure of the 23<sup>rd</sup> AGM.
  - f) The Scrutinizer shall after the conclusion of e-Voting at the 23<sup>rd</sup> AGM, first download the votes cast at the AGM and thereafter unblock the votes cast through remote e-voting and shall make a consolidated scrutinizer's report of the total votes cast in favour or against, invalid votes, if any, and whether the resolution has been carried or not, and such Report shall then be sent to the Chairman or a person authorized by him, within 48 (forty eight) hours from the conclusion of the 23<sup>rd</sup> AGM, who shall then countersign and declare the result of the voting forthwith.
1. Pursuant to Secretarial Standard 2 issued by the Institute of Company Secretaries of India and Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, the required details of the Directors proposed to be appointed/ re-appointed and the terms of proposed remuneration of the Directors are given herein below:

Sr. No.	Particulars	Mrs. Rashmi Anand
1.	Director Identification Number	00366258
2.	Age	61
3.	Date of Appointment on Board	August 21, 2019
4.	Qualifications	BA, LLB
5.	Experience/Nature of expertise in functional areas	More than 25 years of experience in policy making and strategic decision making, setting up of textile business, social activities.
6.	Terms and Conditions of Appointment or re-appointment along with remuneration	Mrs. Rashmi Anand (DIN: 00366258) appointed as Additional Director with effect from 21 <sup>st</sup> August, 2019 and designated as Non-Executive Director on 30 <sup>th</sup> September 2019 whose office shall be liable to retire by rotation. She shall not be paid any remuneration by the Board during her entire tenure.
7.	The last drawn remuneration	NIL
8.	Shareholding in the Company	Equity shares - 213750 - 1.99%
9.	Relationship with Other Directors, Manager and other Key Managerial Personnel of the Company	Mrs. Rashmi Anand is wife of Mr. Ajay Anand, Managing Director of the Company
10.	The Number of Meetings of the Board attended during the year	4
11.	Other Directorships	Faze Three Limited
12.	Memberships/Chairmanship of Committees of other companies	Member of Nomination and Remuneration Committee of Faze Three Limited
13.	Brief Profile	Mrs. Rashmi Anand, a Law Graduate is designated as Non-Executive Non-Independent Director. She has vast experience in policy making and strategic decision making. A socially active person, she has been instrumental in