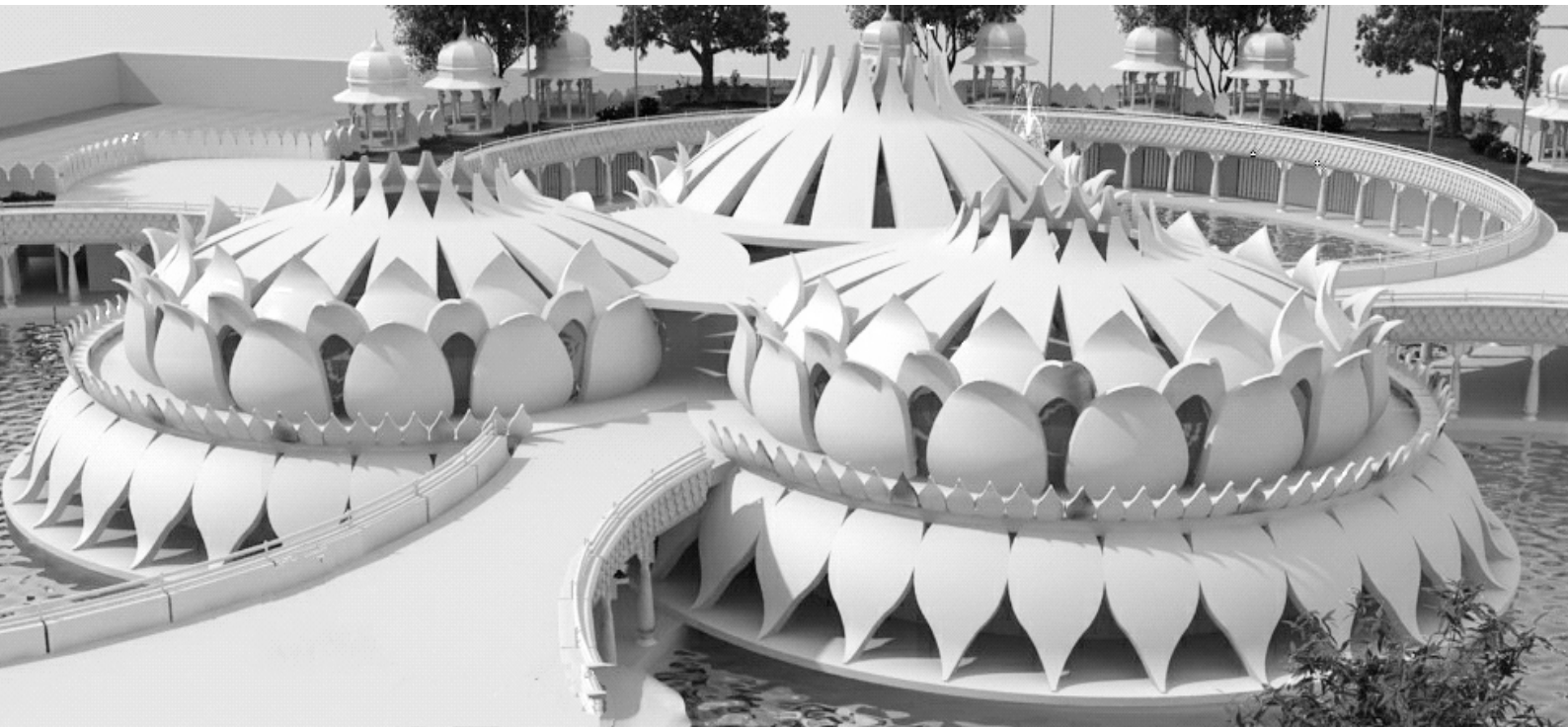


CONSOLIDATED
CONSTRUCTION
CONSORTIUM LTD

23rd

ANNUAL REPORT 2019-2020



Pushtidham Temple for M/s Jayantilala Chand Charitable Trust at Gujarat

► CREATIVE ► COMMITTED ► CUSTOMER FOCUSED

We build relationship



Necklace Pride Mall for M/s Rajlaxmi Griha Nirman Pvt Ltd at Hyderabad



MS Global Factory Building for M/s SCL(Motherson Group) at Chennai

BOARD OF DIRECTORS

R Sarabeswar

Chairman & Chief Executive Officer

S Sivaramakrishnan

Managing Director

V G Janarthanam

Director(Operations)

R Varadharajan

Independent Director

Mrs. Hema Gopal

Independent Director

Mani

Independent Director

CHIEF FINANCIAL OFFICER and COMPANY SECRETARY

R. Siddharth

SECRETARIAL AUDITOR

N. Balachandran

AUDITORS

Sundar Sridhar

Chartered Accountants, Chennai

BANKERS

State Bank of India,

Bank of Baroda,

ICICI Bank, IDBI Bank

REGISTERED OFFICE

No.8/33, Padmavathiyar Road,

Jeypore Colony, Gopalapuram,

Chennai - 600086.

Phone: 2345 4500 Fax: 2499 0225

REGISTRARS:

KFin Technologies Private Limited

Selenium Tower B, Plot 31-32, Gachibowli,

Financial District, Nanakramguda,

Hyderabad - 500 032

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NOTICE OF TWENTY THIRD ANNUAL GENERAL MEETING OF CONSOLIDATED CONSTRUCTION CONSORTIUM LIMITED

Notice is hereby given that Twenty Third Annual General Meeting (AGM) of the members of M/s. Consolidated Construction Consortium Limited will be held on Thursday, the November 26, 2020 at 2.45 PM at **Hotel Gokulam Park Sabari, No.33, Rajiv Gandhi Salai (OMR), Navalur, Chennai-603103** to transact the following businesses:

ORDINARY BUSINESS:

1. Adoption of Standalone Financial Statements

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

“RESOLVED THAT the audited financial statements of the Company for the financial year ended March 31, 2020 and the reports of the Board of Directors and Auditors thereon be and are hereby received, considered and adopted.”

2. Adoption of Consolidated Financial Statements

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

“RESOLVED THAT the audited consolidated financial statements of the Company for the financial year ended March 31, 2020 and the report of the Auditors thereon be and are hereby received, considered and adopted.”

3. Re-Appointment of Mr. S. Sivaramakrishnan - Director

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

“RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013, Shri. S. Sivaramakrishnan (holding DIN 00431791) who retires by rotation and being eligible for re-appointment, be and is hereby re-appointed as a Director of the Company liable to retire by rotation.

SPECIAL BUSINESS:

4. Appointment of Independent Director - Mr. R. Varadharajan (DIN: 01196442)

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

“RESOLVED THAT Mr. R. Varadharajan who was appointed by the Board of Directors, as an Additional Director with effect from May 18, 2020 and who holds office up to the date of this Annual General Meeting in terms of Section 161(1) of the Companies Act, 2013 (“Act”) and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of Director of the Company, be and is hereby appointed as a Director of the Company.”

“RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Act and the Companies (Appointment and Qualifications of Directors) Rules, 2014, read with Schedule IV to the Act, as amended from time to time, the appointment of Mr. Varadharajan (DIN: 01196442), who meets the criteria for independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations,

2015 and who has submitted a declaration to that effect, and who is eligible for appointment as an Independent Director of the Company, not liable to retire by rotation, for a term of five years commencing 18th May, 2020 to 17th May 2025, be and is hereby approved.”

5. Appointment of Independent Director – Mrs. Hema Gopal (DIN: 08732183)

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

“RESOLVED THAT Mrs. Hema Gopal who was appointed by the Board of Directors, as an Additional Director with effect from May 13, 2020 and who holds office up to the date of this Annual General Meeting in terms of Section 161(1) of the Companies Act, 2013 (“Act”) and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of Director of the Company, be and is hereby appointed as a Director of the Company.”

“RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Act and the Companies (Appointment and Qualifications of Directors) Rules, 2014, read with Schedule IV to the Act, as amended from time to time, the appointment of Mrs. Hema Gopal (DIN: 08732183, who meets the criteria for independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and who has submitted a declaration to that effect, and who is eligible for appointment as an Independent Director of the Company, not liable to retire by rotation, for a term of five years commencing 13th May, 2020 to 12th May 2025, be and is hereby approved.”

6. Approval for appointment of Independent Director who is aged 78yrs- Mr. Mani (DIN: 02577983)

To consider and if deemed fit, to pass, the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to provisions of Sections 149, 152 and other applicable provisions, if any, of Companies Act, 2013 (“Act”) and Companies (Appointment & Qualification of Directors) Rules, 2014 (“Rules”), including any statutory modification(s) or re-enactment thereof read with Schedule IV of the Act and Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, (“LODR”), and based on the recommendation of the Nomination and Remuneration Committee, Mr. Mani (DIN: 02577983), was appointed as an Additional Director with effect from October 28, 2020 by the Board pursuant to Section 161(1) of the Act and who holds office up to the date of this AGM and who has already attained the age of 75 years and who qualifies for being appointed as an Independent Director and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director, be and is hereby appointed as Non-Executive Independent Director of the Company to hold office for a term of five consecutive years with effect from October 28, 2020 to till October 27, 2025 and that he shall not be liable to retire by rotation.”

7. Ratification of Remuneration of Cost Auditors

To consider and if deemed 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 remuneration of Rs 75,000/- (Rupees Seventy Five Thousand Only) plus applicable taxes and out of pocket expenses payable to M/s. SS Associates, Cost Accountants, Chennai (Firm Registration No.: 000513) for audit of the cost records of the Company for the financial year ending March 31, 2021 as approved by the Board of Directors of the Company, be and is hereby ratified and confirmed.”

8. Borrowing the money

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

“RESOLVED THAT pursuant to Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013, as amended from time to time, the consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the “Board” which term shall include any committee thereof for the time being exercising the powers conferred on the Board by this Resolution), to borrow from time to time, any sum or sums of monies, which together with the monies already borrowed by the Company (apart from temporary loans obtained or to be obtained from the Company’s bankers in the ordinary course of business), may exceed the aggregate of the paid-up capital of the Company and its free reserves, that is to say, reserves not set apart for any specific purpose, provided that the total outstanding amount so borrowed including guarantees shall not at any time exceed the limit of Rs. 4500 Crores (Rupees Four Thousand Five Hundred Crores Only) (Both funded and non-funded) at any one point of time”

RESOLVED FURTHER THAT the Board of Director be and is hereby authorized to negotiate limits with the Bankers/other financial institutions for availing the funded and non-funded bank limits (including guarantees facilities), determine the terms and conditions including fixing the rate of interest, tenor etc. for each borrowing and for such purpose create and place fixed deposits as collateral execute loan agreement, Demand promissory Notes, Pledge/ Hypothecation agreement, and other documents and deeds, receipts, acknowledgements and discharge in connection with the borrowings of the

Company within the funded and non-funded borrowing limits as prescribed above.

RESOLVED FURTHER THAT the authority be and is hereby granted to issue short term and long term debt instruments of the Company, including by way of issue of Debentures or such other instruments like commercial papers etc. in one or more tranches, such that the total outstanding borrowing by way of issue of such instruments outstanding at any one point of time shall not exceed aforesaid limit.

RESOLVED FURTHER THAT Board of Directors of the company be and is hereby authorized to do all such acts deeds and things as may be necessary in this regard including but not limited to the delegation of powers to any director or committee of directors or any others person as it may deem fit subject to the provision of the Companies Act, 2013.”

9. Issue of Non-Convertible Debentures

To consider and if deemed fit, to pass, the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 42, 71 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Prospectus and Allotment of Securities) Rules, 2014 and the Companies (Share Capital and Debentures) Rules, 2014 (including any statutory modification(s) or reenactment(s) thereof, for the time being in force) and subject to the provisions of the Articles of Association of the Company and such other rules/regulations, as may be applicable, consent be and is hereby accorded to the Board of Directors of the Company to offer, invite and issue secured / unsecured redeemable non-convertible debentures, aggregating up to Rs 2000 Crores (Rupees Two Thousand crores only), on private placement basis to Nationalised Banks/Indian Private Banks/Foreign Banks/Other Banks/Financial Institutions/Foreign portfolio investors/Foreign Institutional investors and Other eligible investors in one or more tranches during a period of one year from the date of passing of this resolution within the overall borrowings limits of the Company as approved by the members from time to time and on such terms and conditions as the Board of Directors of the Company may determine and consider proper and most beneficial to the Company including, without limitation, as to when the said Debentures are to be issued, coupon rate, redemption period, utilization of the issue proceeds and all matters connected therewith or incidental thereto.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof), be and is hereby authorised to do all such acts, deeds and things and give such directions as may be deemed necessary or expedient, to give effect to this resolution.”

By Order of the Board

Place: Chennai
Date : October 28, 2020

R.Siddharth
CFO cum Company Secretary

NOTES

1. A member entitled to attend and vote, is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member. Proxy forms, in order to be valid should be deposited at the registered office of the company not less than 48 hours before the commencement of the meeting.
2. 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.
3. Members/Proxies should bring the Attendance slip duly filed in for attending the meeting along with their copy of the Annual Report.
4. Corporate Members intending to send their authorized representative(s) to attend the meeting are requested to send a certified copy of Board Resolution authorizing such representative(s) to attend and vote on their behalf at the Meeting.
5. Details under Regulation of the SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015 in respect of the Directors seeking appointment/reappointment at the Annual General Meeting are enclosed and form an integral part of the notice. The Directors have furnished the requisite declarations for their appointment/re-appointment
6. 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.
7. Members are advised to quote the Registered Folio Numbers/ DPID & client ID Number in all correspondence with the company.
8. All documents referred to in the above notice and statement is open for inspection at the Registered Office of the company between 10.30 a.m. to 1.00 P.M on all working days.
9. The Register of Members and Share Transfer books of the company shall remain closed from 20th November 2020 to 26th November 2020 (both days inclusive).
10. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.
11. Members are requested to contact the Registrar and Transfer Agent (RTA) for all matters relating to Company's shares at:
M/s. KFin Technologies Private Limited,
Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad – 500 032.
12. Members holding shares in physical form are requested to notify/send the following to the Company's Registrar and Share Transfer Agents to facilitate better services:
 - (i) Any change in their address, mandates, and Bank details.
 - (ii) Share certificates held in multiple accounts names or joint names in the same order of names for consolidation of such shareholding into one account.
13. Non-Resident Indian Members are requested to inform the Registrar and Share Transfer Agent of the Company, immediately on the change in their residential status on return to India for Permanent settlement together with the particulars of their Bank Account maintained in India with complete Name, Branch, Account type, account number and address of the Bank with PIN code number if not furnished earlier.
14. 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 / RTA.
15. Members who hold shares in physical form in multiple folios in identical names or joint holding in the same order of names are requested to send the share certificates to RTA, for consolidation into a single folio.
16. Members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.
17. We propose to send all documents including Annual Reports in electronic form to the Members on the email address provided by them to the Company/ RTA / Depositories. The Members holding shares in physical form are requested to intimate/update the email address to the Company/RTA, while those holding in demat form can intimate/update their email address to their respective Depository Participants.
18. Full version of the Annual Report and the Notice of the AGM are available in the Company's website viz., www.ccclindia.com.
19. Pursuant to the stipulations in Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015 read with Section 108 of the Companies Act 2013 and the relevant Rules, the Company is pleased to offer e-voting facility, for all the Shareholders of the Company. For this purpose, the Company has entered into an agreement with M/s KFin Technologies Private Limited for facilitating e-voting to enable the Shareholders to cast their votes electronically.
20. The Company has appointed Mr. N. Balachandran, Company Secretary in Practice [M.No .5113], as Scrutinizer for conducting the e-voting process in a transparent manner.

21. In terms of the Listing Regulations, the Company is pleased to provide the facility to Members to exercise their right to vote by electronic means. The Members, whose names appear in the Register of Members / list of Beneficial Owners as on Friday, November 20, 2020 i.e. the cut-off date taken by the Company for the purpose of e-voting.
22. A person who has participated in e-voting is not debarred from participating in the meeting physically though he shall not be able to vote in the meeting again and his earlier vote cast electronically shall be treated as final. In terms of the provisions of Section 107 read with Section 109, there will be no voting by show of hands at the meeting and hence the provisions relating to demand for poll by the Members is irrelevant. The Chairman of the meeting will regulate the meeting and voting on the resolutions in accordance with the provisions of the Act and the applicable Rules.
23. **Members may note that due to the current financial strained situation of the Company, the practice of distribution of packed items is being discontinued.**
24. **The information relating to E-voting along with event number, user ID and password is enclosed as a separate form to the Notice.**
25. **In view of the prevailing situation across the country due to outbreak of the COVID-19 pandemic and restrictions on the movement apart from social distancing, the Ministry of Corporate Affairs ("MCA") has vide its circular dated May 5, 2020 read together with circulars dated April 8, 2020, April 13, 2020 and September 28, 2020 and any other circulars in this context (collectively referred to as "MCA Circulars") and SEBI Circular dated May 12, 2020, Notice of the Annual General Meeting along with the Annual Report 2019-20 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice and Annual Report will also be available on the websites of the Company, the Stock Exchanges, i.e., BSE Limited and National Stock Exchange of India Limited and that of the Registrar and Transfer Agent, KFin Technologies Private Limited ("KFinTech") at <https://evoting.kfintech.com>.**
26. **Shareholders who have not registered their e-mail address and in consequence the Annual Report and Notice of AGM could not be serviced, may temporarily get their email address and mobile number provided with KFinTech, by clicking the link: <https://ris.kfintech.com/clientservices/mobileereg/mobileemailreg.aspx?uc=BC45DB41-F1D4-47BD-BF4E-AA6AC3386A21> for sending the same. Shareholders are requested to follow the process as guided to capture the email address and mobile number for sending the soft copy of the notice and e-voting instructions along with the User ID and Password. In case of any queries, shareholder may write to einward.ris@kfintech.com.**

By Order of the Board

Place: Chennai
Date : October 28, 2020

R.Siddharth
CFO cum Company Secretary

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

The following statements sets out all material facts relating to the special business mentioned in the accompanying notice:

ITEM NO.4:

Mr. R. Varadharajan (DIN: 01196442) was appointed as Independent Director by the Board of Directors on May 18, 2020 Pursuant to Section 161 of the Companies Act, 2013, he holds office up to the date of this annual general meeting. Notice has been received from member proposing Mr. R. Varadharajan as candidate for the office of Director of the Company.

Mr. R. Varadharajan has given declaration to the Board that he meets the criteria of independence as provided under Section 149(6) of the Act. In the opinion of the Board, he fulfills the conditions specified in the Act and the Rules framed thereunder for appointment as Independent Director and is independent of the management.

The Board recommends the appointment of Mr. R. Varadharajan as an Independent Director of the Company not liable to retire by rotation for a term of five consecutive years from the date of their appointment.

The terms and conditions of the appointment of Mr. R. Varadharajan as an Independent Director would be available for inspection without any fee by the members at the Registered Office of the Company during normal business hours on any working day excluding Saturday and Sunday and public holidays. Notice has been received from members proposing Mr. R. Varadharajan as candidate for the office of Director of the Company. The disclosure under Regulation 36 of the SEBI (LODR) Regulations and SS-2 is annexed to this Notice. The Board recommends the Ordinary Resolutions at Item No. 4 for approval by the Members.

Except Mr. R. Varadharajan, being the appointee, none of the other Directors or Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise in the resolution set out at Item Nos. 4 of the Notice.

A brief profile of **Mr. R. Varadharajan (DIN: 01196442)** to be appointed as Independent Director of the Company is given below:

Mr.R. Varadharajan had completed his B.Tech degree from MIT Madras in the year 1979. He had a illustrious career in SPIC and its group for more than 30yrs both in India and abroad. He was heading a Company called GULF SPIC , a engineering contracting company in Kuwait for 14yrs. Subsequently he was heading EDAC – Chennai as Managing Director from 2006-2012. He took Voluntary Retirement and is pursuing consultancy services. He has wide experience in power, oil and gas and other industrial areas.

Name	Mr. R. Varadharajan
Father's Name	Shri Ramaswamy
Age	64Years
Qualification	B.Tech
Expertise in Specific functional area	Engineering
Terms and Conditions of Appointment or Re-appointment	As per the resolution at Item No. 5 of the Notice convening 23rd Annual General Meeting read with explanatory statement thereto, Mr.R. Varadharajan is proposed to be appointed as an Independent Director of the Company not liable to retire by rotation for a term of five consecutive years from 18th May, 2020 to 17th May, 2025.
Other Company Directorship	1. CEEL EPC Private Limited 2. Encore Engineering Contracting and Trading Private Limited
Membership of Board & Committees	Member of Audit Committee Member of Nomination and Remuneration Committee Member of Stake Holders Relationship Committee Member of Share Transfer Committee Member of Risk Management Committee Member of Corporate Social Responsibility Committee
No of Shares	Nil
Relationship with other Directors	No

ITEM NO.5:

Mrs. Hema Gopal (DIN: 08732183) was appointed as an Independent Director by the Board of Directors on May 13, 2020 Pursuant to Section 161 of the Companies Act, 2013, he holds office up to the date of this annual general meeting. Notice has been received from member proposing Mrs. Hema Gopal as candidate for the office of Director of the Company.

Mrs. Hema Gopal has given declaration to the Board that she meets the criteria of independence as provided under Section 149(6) of the Act. In the opinion of the Board, they fulfill the conditions specified in the Act and the Rules framed thereunder for appointment as Independent Director and is independent of the management.

The Board recommends the appointment of Mrs. Hema Gopal as an Independent Director of the Company not liable to retire by rotation for a term of five consecutive years from the date of her appointment.

The terms and conditions of the appointment of Mrs. Hema Gopal as Independent Director would be available for inspection without any fee by the members at the Registered Office of the Company during normal business hours on any working day excluding Saturday and Sunday and public holidays. Notice has been received from members proposing Mrs. Hema Gopal as candidate for the office of Director of the Company. The disclosure under Regulation 36 of the SEBI (LODR) Regulations and SS-2 is annexed to this Notice. The Board recommends the Ordinary Resolutions at Item No. 5 for approval by the Members.

Except Mrs. Hema Gopal, being the appointee, none of the other Directors or Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise in the resolution set out at Item Nos. 5 of the Notice.

A brief profile of Mrs. Hema Gopal (DIN: 08732183) to be appointed as Independent Director of the Company is given below:

Mrs.Hema Gopal ,former Vice President, Tata Consultancy Services has over 32+ years of experience , has led several large transformational engagements and outsourcing for TCS' Banking and Financial services customers. She has been part of the Business Strategy, Transformation Initiatives for many large customers across the globe. Starting her career in 1985 she has donned various roles in IT outsourcing, Relationship Management and P&L Ownership, Outstanding track record in Delivery Management across multiple business verticals and Platforms, global Pre-sales and Sales owning very large deals, Strategic Initiatives , learning and development, Alliance and Technology Excellence, Academic Interface/Campus Connect and Recruitment programs and other corporate responsibilities.

She is currently the Global Head for TCS IBM Center of Excellence across all IBM platforms having 70,000 associates across 45 countries serving huge number of customer base. Highly Passionate about competency development both within the organization and academia. Has been showcased as a role model in multiple forums as a woman technical leader having mentored and groomed many leaders for industry. She has been seen as ambassador of technical knowledge across Academia having delivered many programs for more than 120+ engineering institutions within India and Overseas.

She has been managing large teams across multiple development centers in India and Overseas. She has handled many mission critical Transformational engagements for clients for their M&A initiatives.

She has been in the leadership team of senior Executives and carved out many niche opportunities to start the outsourcing services way back in late 90s.She has built large teams and delivered high quality deliverables. She pioneered platform migration projects in 80s. She was a leader in Transformation engagements for many customers in the 90s. She was first to lead the "Testing Services", "Large outsourcing engagements" in early 2000. Her contribution went on bring strategic initiatives including merger and acquisitions, convergence and end-to-end management of large customers.

She is keen on spearheading the competency development within the organization and works closely with Academia to enhance the entry level skills. She is closely associated with various bodies like NASSCOM, IEEE, CII, IETE. She is a life member at the Computer society of India (CSI). She is an active Alumni of Anna University and IIT Madras. She has been part of curriculum advisory board, Governing councils for several Institutions and conceptualized many Faculty Development Programs for Academia and technology programs for Students. She is a Key Advisory Board Member for the Prestigious Marist College in U.S.A. She has been a faculty for ME in Information Systems for CEG, Chennai and has been teaching the students. She is the Task force member of Anna University of Technology Council representing the Industry. She is a core member in PALS(Pan IIT Leadership Series) and has been associated with Pals since 2011 as an Industry speaker. She has been showcased as a TOP WOMEN IN IT by DATAQUEST for 2 consecutive years.

She has been appointed by the Governor, chancellor of Anna University to be the Academic council member of Anna University for a period of 3 years, She is also in the syllabus sub committee of ICT, AU. She designed a course Professional Practice and teaching the ME students since 2013. She has visited close to 120 engineering colleges and conducted many programs for Academia.

Name	Mrs. Hema Gopal
Father's Name	Shri Swaminathan Subramaniam Mahadevan
Age	63Years
Qualification	B.Sc Mathematics, B.Tech Electronics Engineering, M.S Computer Science
Expertise in Specific functional area	Information Technology.
Terms and Conditions of Appointment or Re-appointment	As per the resolution at Item No. 5 of the Notice convening 23rd Annual General Meeting read with explanatory statement thereto, Mrs. Hema Gopal is proposed to be appointed as an Independent Director of the Company not liable to retire by rotation for a term of five consecutive years from May 13, 2020 to May 12, 2025
Other Company Directorship	NIL
Membership of Board & Committees	Member of Audit Committee Member of Nomination and Remuneration Committee Member of Share Transfer Committee Member of Stake Holders Relationship Committee Member of Internal Complaints Committee Member of Risk Management Committee Member of Corporate Social Responsibility Committee Member of Executive Committee
No of Shares	Nil
Relationship with other Directors	No

ITEM NO.6:

Further, as per Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('LODR'), as amended vide SEBI LODR (Amendment) Regulations, 2018 w.e.f. April 1, 2019, no listed entity shall appoint a person or continue the directorship of any person as a non-executive director who has attained the age of seventy five years unless a special resolution is passed to that effect and justification thereof is indicated in the explanatory statement annexed to the notice for such appointment.

Accordingly, special resolutions are proposed to take shareholders' approval for appointment of Mr. Mani,

Mr. Mani (DIN: 02577983), aged 78 years has graduated as BSc..Chemistry from University of Madras and with a postgraduate diploma in business management and over 40 years of experience in many disciplines of industrial production and marketing covering manufacture and sale of HT conductors and cables, Industrial chemicals, Paper and paper boards, plastic extrusion—films, component s, plastic woven bags, roofing sheets in Red Mud plastic, pyrolysis of bio mass for power production, waste conversion to power etc. Specialist in Business Modeling to tailor make a project for an entrepreneur and management of projects as CEO under a BOOT /BOO basis and also business consultant specialized in the business of conversion of waste to wealth. He has worked extensively on pyrolysis of waste tire to liquid fuel /carbon black, waste plastics to hydrocarbon oils. Has extensively traveled to several countries and witnessed the current technology in this area .Countries visited in this connection are : Korea/Malaysia/Indonesia/China/EUROPE/USA

Currently he is also working on conversion of Municipal Solid waste (MSW) to CHP

integrating waste heat to produce water from air. The process guarantees zero pollution and non-formation of toxins as the unique process converts in the first phase MSW into gas in an 'air free' environment to obtain re-usable solid wastes fully sanitized. The high energy gas free from toxins is combusted to produce heat and power. The flue is filtered through a novel filter bag to capture any fugitive gas and answers the strict US emission standards. Meets fully all regulations relating to MSW handling. Presently involved in setting up two plants for recycling old junk tyres to fuel oil And also working on a project to produce MGO boards and roofing sheets with Chinese technology.

Currently promoting integrated coconut processing mainly to produce Coconut fibre and fire products like ropes etc/grow bags with coconut pith/virgin coconut oil with latest air-conditioning ozone circulation technology/activated carbon from coconut shells/and