

28 th
Annual
Report
2014-2015



GUJARAT APOLLO INDUSTRIES LIMITED

BOARD OF DIRECTORS

MR. ANIL T. PATEL	- DIRECTOR
MR. MANIBHAI V. PATEL	- DIRECTOR
MR. ASIT A. PATEL	- MANAGING DIRECTOR
MR. ANAND A. PATEL	- WHOLE-TIME DIRECTOR
MR. UGRABHAI V. PATEL	- INDEPENDENT DIRECTOR
MR. NAVINCHANDRA V. SHAH	- INDEPENDENT DIRECTOR
MRS. KAPILABEN A. PATEL	- INDEPENDENT DIRECTOR

COMPANY SECRETARY
CS NEHA CHIKANI SHAH

STATUTORY AUDITORS
M/s. DJNV & CO.,
Chartered Accountants,
Ahmedabad

BANKERS
HDFC BANK LTD.
KOTAK MAHINDRA BANK LTD.

REGISTERED OFFICE
Block No. 486, 487, 488,
Mouje Dholasan,
Taluka and District : Mehsana - 382 732

CORPORATE OFFICE
"Parishram", 5-B, Rashmi Society,
Near Mithakhali Six Roads,
Navrangpura, Ahmedabad- 380009

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GUJARAT APOLLO INDUSTRIES LIMITED

NOTICE

NOTICE is hereby given that the TWENTY EIGHTH Annual General Meeting of the members of GUJARAT APOLLO INDUSTRIES LIMITED will be held on Saturday, the 26th day of September, 2015 at 11.00 A.M at the registered office of the Company at Block No. 486, 487, 488, Mouje Dholasan, Taluka and District: Mehsana – 382732 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt
 - a. Audited Balance Sheet as at 31st March, 2015 and Profit and Loss Account for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.
 - b. the Audited consolidated Financial Statements of the Company for the financial year ended March 31, 2015, together with the Report of the Auditors thereon.
2. To declare dividend on equity shares.
3. To appoint a Director in place of Mr. Anilkumar T. Patel (DIN:00096307), who retires by rotation and being eligible offers himself for re- appointment.
4. To appoint a Director in place of Mr. Manibhai V. Patel (DIN:00115717), who retires by rotation and being eligible offers himself for re- appointment.
5. To appoint Statutory Auditors and fix their remuneration and for that purpose to consider and, if thought fit to pass the following resolution as an Ordinary Resolution:

“RESOLVED that pursuant to the provisions of section 139 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed there under, as amended from time to time, M/s. DJNV & Co., Chartered Accountants (ICAI Registration No. 115145W), be and is hereby re-appointed as Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of Annual General Meeting to be held for the financial year 2019-20 of the Company (subject to ratification of their appointment at every AGM), at such remuneration plus service tax, out-of-pocket, travelling and living expenses, etc., as may be mutually agreed between the Board of Directors of the Company and the Auditors.”

SPECIAL BUSINESS:

6. To consider and if thought fit to pass with or without modification the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 including any statutory modification(s) or re-enactment(s) thereof, for the time being in force Mr. P.D. Modh & Associates, Cost Accountants, be and is hereby appointed as Cost Auditor for the financial year ending on 31st March, 2016, at a remuneration of ₹ 75,000/- plus applicable Service Tax, p.a. and reimbursement of all reasonable out of Pocket expenses incurred, if any.

RESOLVED FURTHER THAT any one of the Directors of the Company and/or Company Secretary be and are hereby severally authorized to take all such steps as may be necessary to implement this resolution.”

7. To consider and if thought fit to pass with or without modification the following resolution as an Ordinary Resolution:

“RESOLVED THAT Mrs. Nayna Asit Patel (DIN 05199350), who was appointed by the Board of Directors as an Additional Director of the Company with effect from 1st April, 2015 and who holds office up to the date of this Annual General Meeting of the Company 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 proposing her candidature for the office of Director of the Company, be and is hereby appointed as a Director of the Company, whose term of appointment will be liable to retire by rotation.”

8. To consider and if thought fit to pass with or without modification the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modifications or re-enactments thereof for the time being in force) read with Schedule IV of the Companies Act, 2013 and clause 49 of the listing Agreement Mrs. Kapilaben Ashokbhai Patel (DIN 06959916), who was appointed by the Board of Directors as an Additional Director of the Company with effect from 14th February, 2015 and who holds office up to the date of this Annual General Meeting of the Company in terms of Section 161(1) of the Act, who has submitted a declaration that she meets the criteria for independence as provided in Section 149(6) of the Act, and who is eligible for appointment be and is hereby appointed an Independent, Non Executive women Director of the Company and shall hold office as independent director not liable to retire by rotation till 13th February, 2020."

9. To consider and if thought fit to pass with or without modification the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modifications or re-enactments thereof for the time being in force) read with Schedule IV of the Companies Act, 2013 and clause 49 of the listing Agreement Mr. Naman Madhav Patel (DIN 05143261), who was appointed by the Board of Directors as an Additional Director of the Company with effect from 1st April, 2015 and who holds office up to the date of this Annual General Meeting of the Company in terms of Section 161(1) of the Act, who has submitted a declaration that she meets the criteria for independence as provided in Section 149(6) of the Act, and who is eligible for appointment be and is hereby appointed an Non Executive Independent Director of the Company and shall hold office as independent director not liable to retire by rotation till 31st March, 2020."

10. To consider and if thought fit to pass with or without modification the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 (the "Companies Act") read with the applicable provisions of the Companies (Meetings of Board and its Powers) Rules, 2014 and all other provisions of applicable law, consent of the Company be and is hereby accorded to the Board of Directors of the Company which term shall include any committee constituted by the Board of Directors of the Company or any person(s) authorized by the Board to exercise the powers conferred on the Board of Directors of the Company by this Resolution for entering into supply agreement for a period of 3 years with Ammann Apollo India Private Limited for supply of Assemblies, sub-assemblies, components & Spare parts for various equipment not exceeding ` 75 crores p.a. (Rupees Seventy Five Crores only)

RESOLVED FURTHER THAT the Board be and is hereby authorized to take from time to time all decisions and steps necessary or expedient or proper in respect of the above related party transaction including the timing, the amount and other terms and conditions of such transactions and further including variation in terms and conditions as it may, in its absolute discretion, deem appropriate for the purpose of giving effect to this Resolution."

By order of the Board of Directors

Place : Ahmedabad
Dated : 13th August, 2015

Neha Chikani Shah
Company Secretary
Membership No. A25420

GUJARAT APOLLO INDUSTRIES LIMITED

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE ON A POLE INSTEAD OF HIM/HERSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING PROXY SHOULD HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LATER THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.
2. The relative Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, setting out the material facts in respect of business under item No. 6 to 10 is annexed hereto. The relevant details as required under clause 49 of the Listing Agreement, of the person seeking appointment/re-appointment as directors under item No. 3,4,7,8 and 9 of the notice is also annexed hereto.
3. The Register of Members and Share Transfer Book of the Company will remain closed from 21st September, 2015 to 26th September, 2015 (both days inclusive) for the purpose of AGM and Dividend to be declared.
4. Pursuant to Section 124 of the Companies Act, 2013, the Company is required to transfer the amount of dividend remaining unpaid or unclaimed for a period of seven years to the Investors Education and Protection Fund established by the Central Government. It may be noted that no claims will lie against the Company or the Investors Education and Protection Fund in respect of the said unclaimed dividend amount transferred to the Fund. The members who have not claimed their dividend for the financial year ended 31st March, 2008 and onwards are requested to lodge their claim with the Company.
5. Members are requested to notify immediately the change in address, if any, to the Company or to the Registrar and Transfer Agents (R&TA) or with their respective Depository Participants in case the shares are in electronic form.
6. Members desirous of obtaining any information concerning accounts and operations of the Company are requested to address their questions in writing to the Company at least 7 days before the date of the meeting so that the information required may be made available at the meeting.
7. As per Securities and Exchange Board of India (SEBI) Circular, submission of Permanent Account Number (PAN) is compulsorily required for participating in the securities market, deletion of name of deceased shareholder or transmission/transposition of shares. Members holding shares in dematerialized mode are requested to submit the PAN details to their Depository Participant, whereas Members holding shares in physical form are requested to submit the PAN details to the Company's R&TAs.
8. 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 R&TA for consolidating their holdings in single folio. The share certificates will be returned to the members after making requisite changes thereon.
9. As an austerity measure, copies of the Annual Report will not be distributed at the Annual General Meeting. Members are requested to bring their copies to the meeting.

10. Details of the Directors seeking Appointment/Re-Appointment at the Annual General Meeting(Pursuant to Clause 49 of the Listing Agreement with Stock Exchanges):

Particulars	Mr. Anilkumar T. Patel	Mr. Manibhai V. Patel	Mrs. Nayna Asit Patel	Mr. Naman Madhav Patel	Mrs. Kapilaben Ashokbhai Patel
DIN No.	00096307	00115717	05199350	05143261	06959916
Date of Birth	08.03.1944	05.01.1933	28.11.1970	15.10.1988	05.10.1953
Date of Appointment	07.10.1986	07.10.1986	01.04.2015	01.04.2015	14.02.2015
Qualifications	M.S. (Industrial Engineering) B.E.	Matriculate	BBA	B.S. (Business Administration), IB (International Baccalaureate)	B.Com
No. of Shares held in Company	6,84,125	2,02,639	27,100	2,500	NIL
List of outside Directorship(s) held on 31 st March, 2015	1. Apollo Earthmovers Ltd 2. Gujarat Credo Mineral Industries Ltd 3. Apollo Fbc Crushing Equipments Limited. 4. Credo Mineral Industries Limited 5. Youth Empowerment Sansthan 6. Ganpat Global Educorp Pvt Ltd 7. Ammann Apollo India Pvt Ltd	1. Apollo Earthmovers Ltd 2. Neptune Infrastructure Pvt Ltd	1. Sunrise Technologies Pvt Ltd 2. Anaar Corporation Pvt Ltd	1. Hester Bioscience Limited 2. Kamdhenu Intertrade Pvt Ltd 3. Reminco Resources Pvt Ltd 4. Omkareshwar Mines & Minerals Pvt Ltd 5. Noble Tradelink Pvt Ltd	1. Looklike Infra-properties Pvt Ltd 2. Midnight Infracon Pvt Ltd

11. E-Voting Instructions

The Business transacted as set out in the Notice may be transacted through e-voting system and Company will provide a facility for voting by electronic means. In compliance with the provisions of section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to offer the facility of voting through electronic means. Please note that the voting through electronic means is optional for shareholders.

The members, whose names appear in the Register of members/list of Beneficial Owners as on Saturday, September 19, 2015 i.e. on the Cut-off date are entitled to vote on the resolutions set forth in this Notice.

The voting through electronic means will commence on 23.09.2015 at 9.00 a.m. and will end on 25.09.2015 at 5.00 p.m. The members will not be able to cast their vote electronically envisaged herein above beyond the date and time mentioned above.

The Company has appointed Mr. Ashish Shah, Practicing Company Secretary (Membership No. F5974) from M/s. Ashish Shah & Associates, to act as the scrutinizer for conducting the electronic voting process in a fair and transparent manner.

The instructions for members for voting electronically are as under:-

In case of members receiving e-mail:

- The voting period begins on <23.09.2015 @ 9.00 a.m.> and ends on <25.09.2015 @5.00 p.m. >. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date <19.09.2015>, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- Log on to the e-voting website www.evotingindia.com
- Click on "Shareholders" tab.

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- (iv) Now Enter your User ID
- For CDSL: 16 digits beneficiary ID,
 - For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN*	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none">Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the last 8 digits of the demat account/folio number in the PAN Field.
DOB#	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio. <ul style="list-style-type: none">Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the Demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant <Gujarat Apollo Industries Limited> on which you choose to vote.
- (xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xvii) If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) Note for Non – Individual Shareholders and Custodians
- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.co.in> and register themselves as Corporates.

- They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to helpdesk.evoting@cdslindia.com.
- After receiving the login details they have to create a user who would be able to link the account(s) which they wish to vote on.
- The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same.

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

Green Initiative – An Important Communication to Members

Ministry of Corporate Affairs has taken a green initiative by permitting companies to send various documents like notices, annual reports including annual accounts etc. to its Members through electronic mode. Keeping in spirit with the said initiative, we request you to update your email ID with your respective DP's in case of shares held in electronic form and with Registrar & Share Transfer Agent - M/s Link Intime India Private Limited in case of shares held in physical form. Email is a better method to receive the communications quickly, with least cost implications and have longer shelf life. Company proposes to send all permitted communications electronically to the email id's of Members unless specific request is received for a physical copy from Member. Please act and contribute to preserve environment for our better future.

EXPLANATORY STATEMENT UNDER SECTION 102 OF THE COMPANIES ACT, 2013 ("THE ACT")

Item No. 6

The Board of Directors at its meeting held on 30th May, 2015 appointed M/s. P.D. Modh & Associates, Cost Accountants, as the Cost Auditor for audit of the cost accounting records of the Company for the financial year ending 31st March, 2015, at a remuneration amounting to Rs. 75,000/- (Rupees Seventy Five Thousand only) plus applicable Service Tax, p.a. and reimbursement of all reasonable out of Pocket expenses incurred, if any. In terms of the provisions of Section 148(3) of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to Cost Auditor shall be ratified by the shareholders of the Company.

Accordingly, consent of the members is sought for approving the Ordinary Resolution as set out in Item No. 6 for ratification by the shareholders at the ensuing Annual General Meeting of the Company.

None of the Directors, Key Managerial Personnel, relatives of Directors and Key Managerial Personnel of the Company is directly/ indirectly interested in the above resolution. The Board of Directors recommend the resolution for your approval.

Item No. 7

Mrs. Nayna Asit Patel was appointed as an Additional Non Executive Woman Director with effect from April 01, 2015 by the Board pursuant to the relevant provisions of Section 161 of the Companies Act, 2013 read with amended Listing Agreement. She will hold office up to the date of the ensuing Annual General Meeting. The Company has received notices from the members, along with the deposit of requisite amount under Section 160 of the Companies Act, 2013, proposing the candidature of Mrs. Nayna Patel for the office of Directors of the Company.

Mrs. Nayna Patel is having rich experience in overall management of the Company. She is socially connected with many educational Institutions and Educational Trusts.

Keeping in view her experience and knowledge, the Board considers that the proposed appointment of Mrs. Nayna Patel would be of immense benefit to the Company. Accordingly, the Board recommends the resolution in relation to the appointment of Mrs. Nayna Patel as a Director of the Company. In compliance with the applicable provisions of the Act, the said appointment is now being placed before the Members for their approval.

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Further, the Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India requires certain additional disclosures with respect to appointment of Independent Director, which are mentioned below :

Age	44 years
Date of Appointment on Board	April 01, 2015
Functional Expertise	Finance, management assurance in diverse industries
Qualifications	BBA
Terms and Conditions of appointment	Subject to approval of shareholders at its meeting
Remuneration Paid	NIL
Directorship in other Companies	1. Sunrise Technologies Pvt Ltd 2. Anaar Corporation Pvt. Ltd.
Chairman/ Member of Committee in other Companies	Nil
No. of Equity Shares held in the Company	27100
Relationship with other directors, Manager and other KMP of the Company	- Wife of Mr. Asit A. Patel, Managing Director of the Company-Daughter-in-law of Mr. Anilkumar T. Patel, Director of the Company
No. of Meetings of the Board attended during the year	NIL
Shareholding in the Company	0.18%

Except Mrs. Nayna Patel, the appointee and Mr. Asit A. Patel and Mr. Anilkumar T. Patel, Directors of the Company, none of the other Directors and Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the above resolution.

Item No. 8

Mrs. Kapilaben Ashokbhai Patel was appointed as an Additional Independent Women Director with effect from February 14, 2015 by the Board. The said appointment was made in compliance with the provisions of Section 149(6) and Section 161 of the Companies Act, 2013.

Mrs. Kapilaben Patel is having rich experience in the field of Administration and Advisory. She is also connected with many educational Institutions.

Keeping in view her experience and knowledge, the Board considers that the proposed appointment of Mrs. Kapilaben Patel would be of benefit to the Company. She has given a 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, she fulfills the conditions specified in the Act and the Rules framed there under for appointment as an Independent Director and she is independent of the management.

In compliance with the provisions of section 149 read with Schedule IV of the Act, the appointment of Independent Director is now being placed before the Members for their approval.

Further, the Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India requires certain additional disclosures with respect to appointment of Independent Director, which are mentioned below:

Age	62 years
Date of Appointment on Board	14.02.2015
Functional Expertise	Administration and Advisory
Qualifications	B.Com
Terms and Conditions of appointment	5 years (till 13.02.2020)
Remuneration Paid	N.A.
Directorship in other Companies	1. Looklike Infraproperties Pvt Ltd 2. Midnight Infracon Pvt Ltd
Chairman/ Member of Committee in other Companies	Nil
No. of Equity Shares held in the Company	Nil
Relationship with other directors, Manager and other KMP of the Company	None
No. of Meetings of the Board attended during the year	NIL
Shareholding in the Company	N.A.

Except Mrs. Kapilaben Patel, being an appointee, none of the Directors, Key Managerial Personnel, relatives of Directors and Key Managerial Personnel of the Company is directly/ indirectly interested in the above resolution except to the extent of their respective interest as shareholders of the Company.

Item No. 9

Mr. Naman Madhav Patel was appointed as an Additional Director (Independent) with effect from April 01, 2015 by the Board. The said appointment was made in compliance with the provisions of Section 149(6) and Section 161 of the Companies Act, 2013.

Mr. Naman Patel is young and dynamic technocrat having rich experience in the field of Corporate Banking, Finance, Advisory etc gained mainly with overseas institutions. He is also connected with many educational Institutions.

Keeping in view his experience and knowledge, the Board considers that the proposed appointment of Mr. Naman Patel would be of immense benefit to the Company. He has given a 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 there under for appointment as Independent Director and he is independent of the management.

In compliance with the provisions of section 149 read with Schedule IV of the Act, the appointment of Independent Director is now being placed before the Members for their approval.

Further, the Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India requires certain additional disclosures with respect to appointment of Independent Director, which are mentioned below:

Age	27 years
Date of Appointment on Board	01.04.2015
Functional Expertise	Finance and Accounts, management assurance in diverse industries
Qualifications	B.S. (Business Administration), IB (International Baccalaureate)
Terms and Conditions of appointment	5 years (till 31.03.2020)
Remuneration Paid	N.A.
Directorship in other Companies	1. Hester Bioscience Limited 2. Kamdhenu Intertrade Pvt Ltd 3. Reminco Resources Pvt Ltd 4. Omkareshwar Mines & Minerals Pvt Ltd 5. Noble Tradelink Pvt Ltd
Chairman/ Member of Committee in other Companies	NIL
No. of Equity Shares held in the Company	2,500
Relationship with other directors, Manager and other KMP of the Company	None
No. of Meetings of the Board attended during the year	NIL
Shareholding in the Company	0.01%

Except Mr. Naman Patel, being an appointee, none of the Directors, Key Managerial Personnel, relatives of Directors and Key Managerial Personnel of the Company is directly/ indirectly interested in the above resolution except to the extent of their respective interest as shareholders of the Company.

Item No. 10

Pursuant to provisions of Section 188(1) of the Companies Act, 2013 and rules framed there under, prior approval of share holders is required for entering into related parties transaction, if related party transaction for sale, purchase of goods or for obtaining or providing any services or any kind of related party transactions prescribed under the Companies Act, 2013 and value of such transaction exceeding the limit prescribed under the rule.

As existing supply agreement with Ammann Apollo India Private Limited (hereinafter referred to as "Ammann") , is valid till March, 2016 and your directors are of the view that once the existing supply agreement gets expire, it will be beneficial for the Company to re-enter supply agreement with Ammann.