Haldyn Glass Limited

[Formerly Haldyn Glass Gujarat Limited]

Registered Office: Village Gavasad, Taluka Padra, District Vadodara 391 430

NOTICE

NOTICE is hereby given that the Twenty-first Annual General Meeting of the Members of **HALDYN GLASS LIMITED** will be held on Friday, September 28, 2012 at 03.00 p.m. at the Registered Office of the Company at Village Gavasad, Taluka Padra, Dist. Vadodara 391 430, to transact the following business:-

ORDINARY BUSINESS:

- 1. To receive, consider and adopt the Audited Statement of Profit and Loss for the year ended March 31, 2012 and the Balance Sheet as at that date together with the Report of the Board of Directors and the Auditors thereon.
- 2. To declare a Dividend on Equity Shares.
- 3. To appoint a Director in place of Mr. F. S. Broacha, who retires by rotation and, being eligible, offers himself for reappointment.
- 4. To appoint a Director in place of Mr. Sikandar Talwar, who retires by rotation and being eligible, offers himself for reappointment.
- 5. To consider and, if thought fit, to pass the following Resolution, with or without modification, as an Ordinary Resolution:
 - "To appoint Auditors to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and to fix their remuneration. M/s Chatturvedi Sohan & Co., the retiring Auditors, are eligible for reappointment".

SPECIAL BUSINESS:

- 6. To consider and, if thought fit, to pass the following Resolution, with or without modification, as an Ordinary Resolution:
 - "RESOLVED that M/s. Mukund M. Chitale & Co., Chartered Accountants, [Registration Number 106655W] in respect of whom a notice in writing from a member of the Company signifying his intention to appoint them as Auditors of the Company has been received pursuant to Section 225 of the Companies Act, 1956, be and are hereby appointed as Auditors of the Company in place of M/s.Chaturvedi Sohan & Co., Chartered Accountants, the retiring Auditors, to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting on a remuneration to be decided by the Board of Directors of the Company in consultation with them."
- 7. To consider and, if thought fit, to pass the following Resolution, with or without modification, as a Special Resolution:
 - "RESOLVED that consent of the members be and is hereby accorded, pursuant to the provisions of Sections 198, 269, 309, 310 and all other applicable provisions, if any, of the Companies Act, 1956 ["the Act"] read with Schedule XIII of the Act, to the appointment of Mr. N. D. Shetty as Executive Chairman of the Company for a period of 5 [five] years with effect from August 16, 2012 on the terms and conditions, including expressly the remuneration payable to him as Executive Chairman and the minimum remuneration payable to him in case of absence or inadequacy of profits in any year, as set out in the draft Agreement between the Company and Mr. Shetty produced at this Meeting and, for the purpose of identification, initialed by the Chairman hereof;
 - RESOLVED FURTHER that the Board of Directors ["the Board"] be and is hereby authorized to execute the Agreement in terms of the said draft with such alterations, changes and or variations, if any, in the remuneration payable to Mr. Shetty as may be agreed between the Board and Mr. Shetty provided that the said remuneration as altered, changed and or varied shall be in accordance with the limits prescribed therefor under Schedule XIII of the Act for the time being and from time to time in force;
 - AND RESOLVED FURTHER that for the purpose of giving effect to this Resolution, the Board be and is hereby authorized to execute all such documents and to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, expedient or proper."
- 8. To consider and, if thought fit, to pass the following Resolution, with or without modification, as an Ordinary Resolution:
 - "RESOLVED that consent of the members be and is hereby accorded, pursuant to the provisions of Sections 198, 269, 309, 310 and all other applicable provisions, if any, of the Companies Act, 1956 ["the Act"] read with Schedule XIII of the Act, to the appointment of Mr. T. N. Shetty as Managing Director of the Company for a period of 5 [five] years with effect from August 16, 2012 on the terms and conditions, including expressly the remuneration payable to him as Managing Director and the minimum remuneration payable to him in case of absence or inadequacy of profits in any year, as set out in the draft Agreement between the Company and Mr. Shetty produced at this Meeting and, for the purpose of identification, initialed by the Chairman hereof;
 - RESOLVED FURTHER that the Board of Directors ["the Board"] be and is hereby authorized to execute the Agreement in terms of the said draft with such alterations, changes and or variations, if any, in the remuneration payable to Mr. Shetty as may be

agreed between the Board and Mr. Shetty provided that the said remuneration as altered, changed and or varied shall be in accordance with the limits prescribed therefor under Schedule XIII of the Act for the time being and from time to time in force;

AND RESOLVED FURTHER that for the purpose of giving effect to this Resolution, the Board be and is hereby authorized to execute all such documents and to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, expedient or proper."

By Order of the Board

Place: Mumbai

A. A. Lambay Date: August 28, 2012 Company Secretary

Registered Office:

Village Gavasad, Taluka Padra Dist. Vadodara 391 430

NOTES:

- [a] The Explanatory Statements pursuant to Section 173[2] of the Companies Act, 1956, in respect of the special business under Item Nos. 6 to 8 set out above and the relevant details in respect of Item Nos. 3, 4, 7 and 8 set out above, pursuant to Clause 49 of the Listing Agreement with BSE, are annexed hereto.
- [b] A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER. THE INSTRUMENT OF PROXY DULY COMPLETED AND SIGNED SHOULD. HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING.
- [c] Members / Proxies should bring the enclosed Attendance Slip duly filled in, along with the Annual Report for attending the Meeting.
- [d] The Register of Members and the Share Transfer Books of the Company will remain closed from Tuesday, September 18, 2012 to Friday, September 28, 2012 [both days inclusive].
- [e] The dividend as recommended by the Board of Directors if approved at the Annual General Meeting, will be paid on or after September, 29, 2012 to those Shareholders whose names appear in the Register of Members of the Company after giving effect to valid share transfers in physical form lodged with the Company / its Registrar and Transfer Agent on or before September 17, 2012 and whose names appear as beneficial owners in the list of Beneficial Owners to be furnished by the National Securities Depository Limited and the Central Depository Services [India] Limited in respect of the shares held in Demat form for this purpose.
- [f] Members are requested to notify any change in their address:
 - [i] to their Depository Participants [DPs] in respect of shares held in Demat form; and
 - [ii] to the Registrar and Transfer Agents of the Company, Universal Capital Securities Pvt. Ltd, 21, Shakil Niwas, Mahakali Caves Road, Andheri [East], Mumbai 400 093, in respect of shares held in physical form, quoting their folio numbers.

As per SEBI Circular No.MRD/DOP/Cir-05/2009 dated May 29, 2009, it is mandatory to quote PAN No. for transfer of shares in physical form. Therefore, the transferee[s] is required to submit the self attested PAN card copy to the Registrar and Share Transfer Agents of the Company for registration of transfer of shares.

- [g] Members desiring any information on accounts or operations of the Company are requested to forward their gueries to the Company at least eight days prior to the date of the Meeting so that the required information is made available at the Meeting.
- [h] Members who have not encashed their dividend warrant in respect of any previous year are requested to write to the Company Secretary, for revalidation of dividend warrants.
- The Ministry of Corporate Affairs has taken a Green Initiative in Corporate Governance by issuing Circulars allowing paperless compliances by Companies through electronic mode. The Shareholders can now receive various notices and documents through electronic mode by registering their e-mail addresses with the Company. Shareholders who have not registered their e-mail address with the Company can now register the same by submitting duly filled in E Communication Registration Form enclosed at the end of this report. Members holding shares in electronic form are requested to register their e-mail addresses with their Depository Participants only. Even after registering for E communication the shareholders of the Company are entitled to receive such communication in physical form upon request.

By Order of the Board

Place: Mumbai

Date: August 28, 2012 Registered Office:

Village Gavasad, Taluka Padra Dist. Vadodara 391 430

A. A. Lambay Company Secretary

EXPLANATORY STATEMENTS

The Explanatory Statements pursuant to Section 173 of the Companies Act, 1956, in respect of the special business under Item Nos. 6 to 8 set out above.

Item No. 6:

The accounts of the Company are presently being audited by M/s. Chaturvedi Sohan & Co., Chartered Accountants. The Company has received a Special Notice from a shareholder under Section 190 read with Section 188 of the Companies Act, 1956 [the Act] proposing the appointment of M/s. Mukund M. Chitale & Co., Chartered Accountants pursuant to Section 225 of the Act as Statutory Auditors of the Company in place of M/s. Chaturvedi Sohan & Co., Chartered Accountants, the retiring Auditors of the Company, to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and to examine and audit the accounts of the Company for the financial year 2012-13, on a remuneration to be decided by the Board of Directors of the Company in consultation with them. M/s. Mukund M. Chitale & Co. has also expressed their willingness to act as Auditors of the Company, if appointed, and have confirmed that their appointment would be in conformity with the provisions of Section 224[1B] of the Act.

M/s. Mukund M. Chitale & Co., have vast and varied experience in the field of accounting, taxation and audit.

Approval of the members is being sought to the appointment of M/s. Mukund M. Chitale & Co., as Statutory Auditors and to authorize the Board of Directors to determine the remuneration payable to them.

None of the Directors of the Company is concerned or interested in the passing of this Resolution.

The Board commends the Resolution at Item No. 6 of the Notice for acceptance by the members.

Item Nos. 7 and 8:

During the tenure of Mr. N. D. Shetty as Managing Director upto May 31, 2011 and thereafter as Executive Chairman, and the tenure of Mr. T. N. Shetty as Whole-time Director upto May 31, 2011 and thereafter as Managing Director, the Company has shown remarkable growth and progress. Through trying times and difficulties, Mr. N. D. Shetty and Mr. T. N. Shetty have successfully steered the Company through losses of ₹ 66.33 lakhs and ₹ 24.96 lakhs in the years ended March 31, 2002 and 2003 to profits [before tax] of ₹ 1968.18 lakhs and ₹ 3380.99 lakhs and net profits [after depreciation and tax] of ₹ 1585.17 lakhs and ₹ 2425.56 lakhs respectively for the years ended March 31, 2011 and March 31, 2012. The Company has also achieved a total income of ₹ 176.93 crores for the year ended March 31, 2012 as against ₹ 152.77 crores for the previous year, thereby registering a handsome growth of 15.82% over the previous year. The improved working results of the Company and its present profitable position are in very large measure due to the expertise and dedicated efforts expended by Mr. N. D. Shetty and Mr. T. N. Shetty in the service of the Company. Having regard to inter alia the improved growth and profitability of the Company, the greater duties and responsibilities they require to shoulder in order to meet challenges in the highly competitive and growing packaging industry, and other material factors, the Remuneration Committee of the Company recommended that the remuneration payable to Mr. N. D. Shetty and Mr. T. N. Shetty be suitably increased. Accordingly, and as a matter of administrative convenience, your Directors have at their meeting held on May 30, 2012 re-appointed Mr. N. D. Shetty as Executive Chairman and Mr. T. N. Shetty as Managing Director respectively of the Company, subject to approval of members in general meeting, for a period of 5 years from August 16, 2012 on terms and conditions [including remuneration] respectively set out in the draft Agreements referred to in the Resolutions at items 7 and 8 of the Notice.

The material terms, including remuneration, of Mr. N. D. Shetty and Mr. T. N. Shetty as contained in the said draft Agreements are as follows:

A. Period: 5 years from August 16, 2012

B. Remuneration:

	Mr.	N. D. Shetty – Executive Chairman	Mr.	T. N. Shetty – Managing Director
Salary	[i]	A salary of ₹ 8 lakhs per month [inclusive of d.a.] with liberty to the Board to withhold or grant yearly increments based on merit and the Company's performance,	[i]	A salary of ₹ 10 lakhs per month [inclusive of d.a.] with liberty to the Board to withhold or grant yearly increments based on merit and the Company's performance,
Commission	[ii]	Commission @ 0.5% on annual net profits, subject to the condition that the commission shall not exceed 25% his annual salary,	[ii]	Commission @ 1.0% on annual net profits, subject to the condition that the commission shall not exceed 25% of his annual salary,
Performance Award	[iii]	Annual Performance Award as may be decided by the Board,	[iii]	Annual Performance Award as may be decided by the Board,
Accommodation	[iv]	Use of fully furnished residential accommodation or, in lieu thereof, a house rent allowance $@$ 25% of monthly salary,	[iv]	Use of fully furnished residential accommodation or, in lieu thereof, a house rent allowance $@$ 25% of monthly salary,
Reimbursement	[v]	Reimbursement of gas, electricity and water charges evaluated as provided for in the Income-tax Rules, 1962,	[v]	Reimbursement of gas, electricity and water charges evaluated as provided for in the Income-tax Rules, 1962,
Motor car	[vi]	Use of a motor car of the Company, with driver, for the Company's business,	[vi]	Use of a motor car of the Company, with driver, for the Company's business,
Provident fund and other funds	[vii]	Benefit of the Company's Provident Fund and Superannuation Schemes together with the benefit of any Retirement Fund or Scheme which the Company may introduce in future	[vii]	Benefit of the Company's Provident Fund and Superannuation Schemes together with the benefit of any Retirement Fund or Scheme which the Company may introduce in future,
Gratuity	[viii]	Gratuity in accordance with the Rules of the Company but not exceeding one month's salary for each completed year of service,	[viii]	Gratuity in accordance with the Rules of the Company but not exceeding one month's salary for each completed year of service,
Medical Expenses	[ix]	Reimbursement of actual medical [including hospitalization] expenses for self and family,	[ix]	Reimbursement of actual medical [including hospitalization] expenses for self and family
Leave	[x]	Benefit of sick leave in accordance with the Rules of the Company,	[x]	Benefit of sick leave in accordance with the Rules of the Company,
	[xi]	30 [thirty] days privilege leave with full pay and allowances for each completed year of service, the said leave being accummulatable and encashable in accordance with the Rules of the Company,	[xi]	30 [thirty] days privilege leave with full pay and allow- ances for each completed year of service, the said leave being accummulatable and encashable in accordance with the Rules of the Company,
Conveyance	[xii]	Benefit of 1st class air / air conditioned train and or such other mode of conveyance as the Executive Chairman may opt for, for self and family, while proceeding on privilege leave, together with reasonable hotel / boarding and lodging expenses incurred at actuals,	[xii]	Benefit of 1st class air / air conditioned train and or such other mode of conveyance as the Managing Director may opt for, for self and family, while proceeding on privilege leave, together with reasonable hotel / boarding and lodging expenses incurred at actuals,
Personal Insurance	[xiii]	Personal accident insurance cover at the cost of the Company provided the actual premium thereof does not exceed ₹ 5000 per year or such other amount as the Board thinks fit.	[xiii]	Personal accident insurance cover at the cost of the Company provided the actual premium thereof does not exceed ₹ 5000 per year or such other amount as the Board thinks fit.
Perquisites	[xiv]	Use of a landline telephone for the Company's business at the Executive Chairman's residence, provided that the cost of personal long distance calls, if any, shall be reimbursed by him to the Company, and	[xiv]	Use of a landline telephone for the Company's business at the Managing Director's residence, provided that the cost of personal long distance calls, if any, shall be reimbursed by him to the Company, and
Club	[xv]	Fees [including entrance and subscription] of Clubs of which the Executive Chairman is, or may become, a member of [subject to a maximum of 2 clubs] together with the benefit of reimbursement of all expenses incurred thereat in or towards the business of the Company.	[xv]	Fees [including entrance and subscription] of Clubs of which the Managing Director is, or may become, a member of [subject to a maximum of 2 clubs] together with the benefit of reimbursement of all expenses incurred thereat in or towards the business of the Company.

The above remuneration including the perquisites and benefits aforesaid, but save and except commission, shall, be paid and allowed to Mr. N. D. Shetty and Mr. T. N. Shetty as minimum remuneration for any financial year in case of absence or inadequacy of profits for such year.

C. OTHER TERMS:

Mr. N. D. Shetty and Mr. T. N. Shetty shall not be liable to retire by rotation.

They shall not, without Board approval, engage themselves in any other business, occupation or employment competing with the Company's business.

They shall not divulge or disclose any confidential information or knowledge as to the business or affairs of the Company.

In case of death of Mr. N. D. Shetty and or Mr. T. N. Shetty during the course of their employment, the Company shall pay to their legal personal heirs, the salary and other emoluments payable hereunder for the then current month and for three months thereafter.

The respective appointments may be terminated by either party giving 90 days' notice in writing to the other.

The appointment and payment of remuneration as abovestated will not require approval of the Central Government in terms of the provisions of Sections 198, 269, 309 and other applicable provisions, if any, read with Schedule XIII to the Companies Act, 1956, as amended upto date.

Your Directors are of the view that in view of, inter alia, their experience, knowledge, business acumen, expertise and proven performance, the appointments of Mr. N. D. Shetty and Mr. T. N. Shetty will be in the interest of the Company and its shareholders and, accordingly, commend the Resolutions at item Nos. 7 and 8 for your acceptance.

The draft Agreement between the Company and Mr. N. D. Shetty and the draft Agreement between the Company and Mr. T. N. Shetty, referred to in the Resolutions, are available for inspection of members at the Registered office of the Company during the Company's normal business hours on all working days [except Saturdays].

Mr. N. D. Shetty and Mr. T. N. Shetty are concerned or interested in the Resolutions at items 7 and 8 since it concerns their own appointments. Ms. V. R. Ajila, Director, and Mr. R. Y. Ajila, alternate to Ms. V. R. Ajila are related to Mr. N. D. Shetty and Mr. T. N. Shetty and may be deemed concerned or interested in the passing of the Resolutions. None of the other Directors is concerned or interested in the Resolutions at item Nos. 7 and 8 of the Notice.

This Explanation, together with the accompanying Notice, is and shall be treated as an abstract of the terms of contract and memorandum of interest under Section 302 of the Companies Act, 1956.

By Order of the Board

Place: Mumbai

Date: August 28, 2012

A. A. Lambay
Company Secretary

Registered Office:

Village Gavasad, Taluka Padra Dist. Vadodara 391 430

DETAILS OF THE DIRECTORS SEEKING APPOINTMENT/ REAPPOINTMENT AT THE TWENTY-FIRST ANNUAL GENERAL MEETING.

[In pursuance of Clause 49 IV[g] of the Listing Agreement]

Name of the Director	Mr. F. S. Broacha	Mr. Sikandar Talwar	Mr. N. D. Shetty	Mr. T. N. Shetty
Date of Birth	June 14, 1938	June 25, 1945	August 12, 1940	May 06, 1974
Date of Appointment	April 25, 1991	October 31, 2008	April 25, 1991	October 31, 2006
Relationships between Directors' Inter-se	Not related to any Director of the Company	Not related to any Director of the Company	Promoter - Director related to Mr. T. N. Shetty and Mrs. V. R. Ajila	Promoter - Director related to Mr. N. D. Shetty and Mrs. V. R. Ajila
Qualification and Expertise	& Co.	M.A. Taxation Adviser Indian Revenue Service [Retd]. Has worked in various Departments of Government of India Expertise in Tax Law, Finance and Management	Experience of nearly five decades in the Glass Industry	B.Com, from Mumbai University, MBA from Australian Graduate School of Management, Australia. Has training cum working experience with American Glass Technologies, Inc; Florida, USA Worked in Glass Industry for over 15 years. Expertise in Management
Directorship held in other public companies	Haldyn Corporation Ltd The Rubber Products Ltd RAS Propack Lamipack Ltd Fouress Engineering India Ltd	Nil	Haldyn Corporation Ltd	Nil
Membership / Chairmanship of Committees across other public companies, if any	1. Haldyn Corporation Ltd Member - Share Transfer Committee, Chairman - Remuneration Committee 2. The Rubber Products Ltd. Member - Audit Committee, Member - Remuneration Committee 3. RAS Propack Lamipack Ltd. Member - Audit Committee 4. Fouress Engineering India Ltd Member - Audit Committee	Nil	Haldyn Corporation Ltd - Chairman Share Transfer Committee	Nil
Number of Equity shares of ₹1 each held	Nil	Nil	7,53,960	2,54,100

Haldyn Glass Limited

[Formerly Haldyn Glass Gujarat Limited]

Registered Office: Village Gavasad, Taluka Padra, District Vadodara, Pin - 391 430

ATTENDANCE SLIP

PLEASE COMPLET	E THIS ATTENDANCE SLIP AN	ND HAND IT OVER AT THE ENTRA	ANCE OF THE MEETING HALL.	
Folio No	DP ID No	Client ID No	No. of Shares held	
E –mail ID:				
Name / s:				
		[1st Holder]		
		[Joint Holder]		
	•	Annual General Meeting of the Cra, Pin - 391 430 on Friday, Septe	Company at the Registered Office of the Company mber 28, 2012 at 3.00 p.m.	
Signature[s] of the	Shareholder[s] / Proxy:			
Note: Only Shareh Meeting.	olders of the Company or their	Proxies whose names are register	red with the Company will be allowed to attend the	
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	Haid	dyn Glass Lim	itea	
	Registered Office: Village	ge Gavasad, Taluka Padra, District	Vadodara, Pin - 391 430	
		FORM OF PROXY		
Folio No	DP ID No	Client ID No	No. of Shares held	
I/We				
of			or failing him	
			or failing him	
			as	
			General Meeting of the Company, to be held on	
	28, 2012 at 3.00 p.m. and at a	-	• • • • • • • • • • • • • • • • • • • •	
			Affix Revenue Stamp	
			Signature[s] Shareholder[s]	
Signed this	day of	2012		

- Notes:1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER.
 - 2. This form, duly completed and signed across the stamp, should reach the Registered Office of the Company not less than 48 hours before the commencement of the Meeting.

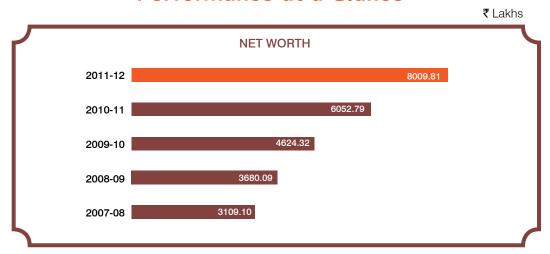


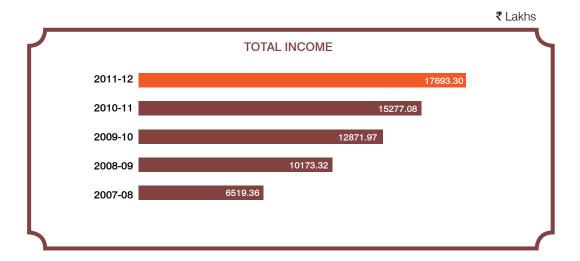
So natural. So safe.

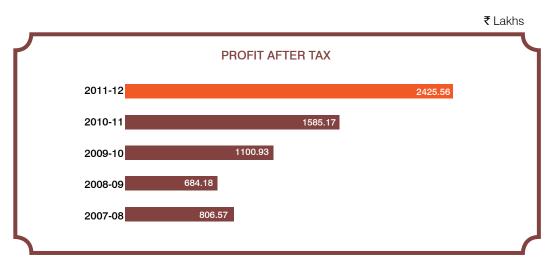




Performance at a Glance









BOARD OF DIRECTORS

Mr. N. D. Shetty Executive Chairman
Mr. T. N. Shetty Managing Director

Mr. F. S. Broacha Mrs. K. J. Udeshi Mr. Rolf E. von Bueren

Mr. L. Rajagopalan

Mr. Sikandar Talwar Mrs. V. R. Ajila

Mr. R. Y. Ajila

Alternate to Mr. Rolf E. von Bueren

Alternate to Mrs. V. R. Ajila

Company Secretary

Mr. A. A. Lambay

Audit Committee

Mr. L. Rajagopalan Mr. F. S. Broacha

Mrs. K. J. Udeshi

Chairman

Remuneration Committee

Mr. F. S. Broacha

Mr. L. Rajagopalan Mrs. K. J. Udeshi Chairman

Shareholders Grievance Committee

Mr. F. S. Broacha

Chairman

Mr. L. Rajagopalan

Share Transfer Committee

Mr. N. D. Shetty Chairman

Mr. F. S. Broacha

Mr. L. Rajagopalan

Auditors

M/s Chaturvedi Sohan & Co.

Chartered Accountants

Registered Office & Works

Village Gavasad, Taluka Padra District Vadodara 391 430 e-mail: baroda@haldyn.com Website: www.haldynglass.com

Administrative Office

9, Gayatri Commercial Complex, Marol Naka, Andheri Kurla Road, Andheri [East], Mumbai 400 059. E-mail: bombay@haldyn.com

Bankers

State Bank of India HDFC Bank Limited

Registrar & Share Transfer Agents

Universal Capital Securities Pvt. Ltd

Unit: Haldyn Glass Limited

21, Shakil Niwas, Mahakali Caves Road, Andheri [East], Mumbai - 400 093

E-mail: info@unisec.in

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TWENTY-FIRST ANNUAL GENERAL MEETING

Day : Friday

Date: September 28, 2012

Time : 3.00 p.m.

Venue : Registered Office situated at

Village Gavasad, Taluka Padra, District: Vadodara – 391 430