



**IKF Technologies Limited**

**12th ANNUAL REPORT  
2010-2011**



**Dr. R.P. Singh**, a Ph.D. in Agricultural Extension from Indian Agricultural Research Institute, Pusa, New Delhi has worked with various Institutions of India, viz. Indian Council of Agricultural Research, Indian Agricultural Research Institute (IARI) etc. during his career of over 45 years. Besides teaching, research and extension work, Dr. Singh's major responsibility had been on planning, organizing, coordinating and conducting training programmes for senior level officers, subject matter specialists and others. Dr. R.P Singh has been associated with the Company since August 2005 and is the Chairman of IKF Technologies Limited and also Director in a Public Limited Company. Dr. R.P Singh is the Non Executive Director and holds no shares in the Company.

**Dr. B.B.L. Madhukar**, M.A. (Econ), LL.B., Ph.D., CAIIB, FIE, FICA, winner of Udyog Ratna as best Chief Executive of the year who is also the member of Indian Council of Arbitration, International Centre for Alternative Dispute Resolution has vast knowledge and experience in fields of treasury, Investment, risk management function, International Business and leadership. During his career he worked with MMTC Ltd., Mica Trading Corporation of India, MMTC Transnational Pte Limited - Singapore, HMT Ltd., Eagle Flask Industries Limited. He is holding a directorship in the Company since March 30, 2010 as a Non Executive Director. He is the member of Audit Committee, Remuneration Committee and Share Holders' Grievance Committee.



**Mr. N.V. Simhadri** is an LL.B. and M.Com. from Nagpur University. He is an expert in various fields like legal, financial and taxation. Mr. Simhadri has held senior positions for over 25 years in the companies like SAIL, Ballarpur, Karvy, TCS, Aditya Birla group. He is also associated with Institute of Company Secretaries of India, Institute of Cost and Work Accountants of India and Institute of Bankers. He is holding the directorship of the Company since October, 2010 as a Non-Executive Director. He is the member of Audit Committee, Remuneration Committee and Share Holders' Grievance Committee.

**Mr. Gajanand Gupta** is a Chartered Accountant with 20 years experience . He possesses much knowledge and expertise in the field of finance, taxation and law related matters. He is well versed with the various industries scenario. He is holding a directorship in the Company since October 31st, 2006 as a Non Executive Director. He is the member of Audit Committee and Remuneration Committee.



**Ms. Uma Iyer Rawla**, B.A. (Psychology), M.A. (Psychology), M.Phil. (Psychology) has an experience of over 12 years working with New India Assurance Company, Bhopal. After that she became a media consultant and has anchored various programmes in India and abroad. She is holding a directorship in the Company since January 31, 2011 as a Non Executive Director.

**Mr. Pradeep Dutta** holds a Masters of Economics with specialization in Industrial Economics. He worked as the General Manager (Corporate Planning, Development & Consultancy Service). Mr. Dutta, with his deep insight and varied experience provides guidance in the overall activities of the company. Mr. Dutta was associated with IKF Technologies as an Executive Director till January 24, 2011. He is a Director in Tech DNA Solutions Limited. He does not hold any shares in the Company.



**Mr. Mukesh Goyal** is a commerce graduate and has completed his graduation from Delhi University in the year 1999. He is a Chartered Accountant by profession and completed the same in year 2003. He possesses much knowledge and expertise in the field of finance, taxation and law related matters. He joined as Director on the board of IKF Technologies Limited since 4<sup>th</sup> April 2009. He is a member of Shareholders grievance committee.

**Mr. Manoj Rungta** is a commerce graduate from Calcutta University. He has started his career as an Entrepreneur in Media and Distribution industry. Prior to joining the Company, he had been heading the Administration and Commercial vertical for Essar Group in Kolkata. From last 10 years he has been associated with IT & ITES and BPO industries.. His core expertise lies in commercial and infrastructure development and has a total work experience of 15 years. He has also worked with Aegis BPO and Customer First. Mr. Rungta is associated with IKF Technologies Limited since 2006. He was the Chief Operating Officer of the Company. He is holding the directorship since 31<sup>st</sup> January, 2011.





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## Board of Directors

### Chairman

Dr. R.P. Singh

### Non-Executive Director

Dr. B.B.L. Madhukar  
Mr. N.V. Simhadri  
Mr. Gajanand Gupta  
Ms. Uma Iyer Rawla  
Mr. Pradeep Dutta

### Executive Director

Mr. Manoj Rungta  
Mr. Mukesh Goyal

### Senior Management

Mr. C.S. Jalan	Head- e-Shiksha
Mr. Debarat Biswas	National Head- BPO
Mr. Mahendra V. Vyas	Head - e-Governance
Mr. Shankho Chowdhury	Adviser - BPO
Mr. Susobhan Chattopadhyay	Adviser - Telecom
Mr. Anirban Das	Head - IT
Mr. S. Bhattacharya	Company Secretary

### Listing

The Bombay Stock Exchange  
The Calcutta Stock Exchange  
The Luxembourg Stock Exchange

### Registered Office

Rashmi Building Main Block  
2<sup>nd</sup> Floor, Plot No. XI-16,  
Block EP & GP  
Salt Lake Electronics Complex  
Sector V, Kolkata 700091  
Tel : +91 33 2357 6540  
e-mail : info@ikftech.in  
website : www.ikftech.in

### Registrar & Share Transfer Agent

Big Share Services Pvt. Ltd.  
E-2/3, Ansa Industrial Estate  
Sakivihar Road, Sakinaka  
Andheri (East), Mumbai - 400072  
Tel : +91 22 2847 0652, 4043 0200  
Fax : +91 22 2847 5207  
email : info@bigshareonline.com

## Board Committee

### Audit Committee

Mr. Gajanand Gupta  
(Chairman)  
Dr. B.B.L. Madhukar  
Mr. N.V. Simhadri

### Remuneration Committee

Mr. N.V. Simhadri  
(Chairman)  
Dr. B.B.L. Madhukar  
Mr. Gajanand Gupta

### Shareholders/Investors Grievance Committee

Dr. B.B.L. Madhukar (Chairman)  
Mr. Mukesh Goyal  
Mr. N.V. Simhadri

### Statutory Auditor

M/s. Agarwal Vishwanath & Associates  
Chartered Accountants  
7-B, Dacers Lane  
Kolkata - 700069

### Bankers

Axis Bank Limited  
Corporation Bank Limited  
Kotak Mahindra Bank Limited

### Corporate Office

IKF House  
A-56, Sector 16  
Noida – 201301  
U.P.

### Regional & Administrative Office

Sugam Business Park  
3rd Floor, Plot - J6  
Block EP & GP  
Salt Lake  
Sector V, Kolkata 700091  
Tel : +91 33 2357 2610/11,  
Fax : +91 33 2357 2612

### Annual General Meeting

Date : 27th May 2011  
Time : 03:00 PM  
Day : Friday  
Venue : Royal Bengal Room,  
City Centre  
Block DC, Salt Lake,  
Sector I, Kolkata 700064



## Message from Chairman



Dear Esteemed Shareholders,

I am glad to welcome all of you at the 12th Annual General Meeting of your company. Your continuous support, trust and encouragement have led us to another year of robust growth and outstanding performance encompassing all the business segments of your company.

IKF is uniquely positioned, to take advantage of the market trend. Our deep process expertise across industries, coupled with our global delivery platform, superior execution, thoughtful leadership and ability to create customize solutions will make us the clear partner for new clients in the market. Our reputation for excellence and integrity – earned through the consistent delivery of quality solutions and by adhering the highest standard of business conduct through principles

of Corporate Governance – continues to be our most valuable assets. As we position ourselves for the future and our standard of excellence, integrity and accountability will serve us well.

### Financial Highlights for the year ended 31<sup>st</sup> March, 2011

NET REVENUE	EBITDA	SHARE CAPITAL	EPS
2425 Million	494 Million	430,581,440	1.01

### ABOUT COMPANY

IKF Technologies Ltd. is a company, with authorized share capital of '100 Crores, engaged in the business of software development, call center, BPO, production of Bio-Diesel and plantation of Jatropha. IKF Technologies Ltd. was incorporated on 22<sup>nd</sup> February 2000 as a Public Limited Company under the Companies Act, 1956. The Company, at present, is listed on the Bombay Stock Exchange (BSE), the Calcutta Stock Exchange and the Luxembourg Stock Exchange.

The Group's principal activity is to provide information technology and business process outsourcing service delivered to clients operating globally. The Group operates in the field of Bio-Diesel, telecom and information technology software development and business process outsource and application maintenance services linking e-business with core information systems for companies worldwide.

### DIVERSIFICATION

The Company has been diversified into various segment like BPO, Telecom, IT, e-Governance.

#### IT & BPO:

As the main operation of your company, which generates the highest portion of total revenue, has proved

to be a success of the Company. As the days are passing by, more and more businesses are coming up with huge capacity of generating future revenue which can be utilized for further expansion of your Company. New contracts with the leading organizations in India and outside India like Airtel, Vodafone, Aircel etc. has helped in the advancement of the business of your Company. I am proud to state that this division has acquired the prominent place in the BPO business in India.

#### Telecom:

Telecom section of your company has contributed to a large extent to the world telecom business. We have now products like high speed Broadband Internet Access and VOIP (Voice Over Internet Protocol), Wi-Fi solutions for housing complex, Point to Point Fiber connectivity.

#### Bio-Fuel:

Rudolph Diesel had said, "The use of vegetable oils for engine fuel may seem insignificant today. But such oils may become in course of time as important as petroleum and coal tar products of the present time." Mr. Diesel's foresight has been proved to be the factual truth of today.

We are working on the growth of operation of bio fuel division which is looked after through our SPV viz. IKF Green Fuel Limited. The operation

includes plantation of Jatropha in the states like Meghalaya, Jharkhand, Rajasthan, Madhya Pradesh, Gujarat and Karnataka and also producing the diesel in Udaipur, Rajasthan. We are planning for increasing the capacity of production to 100 tons per day.

#### E-Governance:

We have furthered our endeavor in developing the operations of e-governance in the state of

Rajasthan under the brand of IKF (initially under R2R Seva). Our focus is on spreading the services of e-governance in all the 33 districts of Rajasthan by establishing kiosks in the districts of Rajasthan.

### OUR SECTOR FOCUS

As you all aware that our company has been diversified into various segment like BPO, Telecom, IT, e-Governance. For each segment we have thought some different strategy. For BPO segment we are focusing on telecom and insurance industry. In 2011 we will focus on MT (medical transcription), Hospitality industry, etc. As you know that next 10 years will be for Hospitality Industries. Again maximum companies are migrating from online platforms to knowledge driven decision support systems. As part of this migration, they're redefining core competencies and notions of value-addition,





resulting in greater business opportunity for us in new, more complex and more profitable offerings, especially in KPO.

### **2011 OUTLOOK**

*I believe 2011 will be a strong year for IKF Technologies. We expect a record revenue year, with improved profitability for the year overall.*

*So in an economy where “flat is the new growth”, we are able to express confidence and optimism because we’ve made some good strategies choices along the way, e.g. we’ve built competencies in high-end, hard to execute outsourcing. Unlike typical business process outsourcing- a crowded, undifferentiated sector that often involves back office tasks – we’ve developed an ability to take on complex analytical processes and reinvent them as a series of sub-processes that can be performed in a global assembly line.*

*We have built a business that is further differentiated in its global reach, its embrace of technology and its consultative depth. Our Solution teams apply sophisticated technologies to our production operations, which enhance both our margins and our clients’ immediate and future savings. Our consultants*

*help our client companies develop and align business and technology strategies and redesign business processes to drive internal efficiency and effectiveness.*

### **FORESIGHT**

*In 2011, we will continue to invest in the business. As you know that in the present age, everything is happening through telemedia i.e. through telecommunication and internet. As we have hold Category “A” License from DOT. Now we are in the process expanding our own network set up by way of laying Fiber all over India. As the telecom business is profitable business but due to more dependency on other ISP holders, we are unable to attract more clients, as we haven’t any own network like Reliance, Airtel, Tulip, etc and last but not the least that we want to create our own path by creating our own International Gateway. But it will take some time. To further our progress, we want to lay the fiber all over India, so that we can create our own presence and can easily catch more Clients and also we are focusing for Wi-Fi Zone in all over India.*

*Similarly In BPO Industry, we are also exploring some more avenues where we can grow faster, for that we*

*are searching some foreign company with whom we can make some tie up. We’ll enhance our ability to deliver a progressively wider array of end-to-end content work streams that include high-end editorial capabilities, product engineering and operation re engineering. In addition, we will seek to exploit other opportunities that we see in this economy, including accretive acquisitions at more reasonable valuations and talent acquisition.*

*Even in the instability of the economy, we’re going to stay attuned to possible disruptions and prepared to adjust for them swiftly. We will manage the business with an emphasis on free cash flow even as we strive for growth and increased profits*

### **OUR ESTEEMED CLIENTS**



*I would conclude by thanking you for being a part of IKF Technology story, my management team and I appreciate your support and encouragement. We look forward to pursuing continuing improved performance- for our clients and shareholders- 2011.*

*With best wishes to all of you.*

*Sd/-*

*R. P. Singh*

*Chairman*

*Kolkata*

*27<sup>th</sup> April, 2011*

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## NOTICE

Notice is hereby given that the 12<sup>th</sup> Annual General Meeting of the Members of the Company will be held on Friday, the 27<sup>th</sup> day of May 2011 at 3:00 P.M. at Royal Bengal Room, Block DC, Sector-I, City Centre, Salt Lake City, Kolkata - 700064 to transact the following businesses:

### ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet of the Company as at 31<sup>st</sup> March, 2011 and Profit and Loss Account for the year ended on that date together with the Reports of the Auditors' and Directors' thereon.
2. To resolve that the vacancy caused by the retirement of Dr. R. P. Singh, be not filled up at this AGM and any adjournment there on and to pass the following resolution as an Ordinary Resolution:  
**"RESOLVED THAT** Dr. R. P. Singh, who retires by rotation does not seek re-election, is not reappointed as a Director of the Company."  
**"RESOLVED FURTHER THAT** The vacancy so created on the Board by the retirement of Dr. R. P. Singh, be not filled up at this Annual General Meeting and any adjournment there on."
3. To appoint a Director in place of Dr. B.B.L. Madhukar, who retires by rotation and, being eligible, offers himself for re-appointment.
4. To appoint the Statutory 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 authorize the Board to fix their remuneration.

The outgoing Statutory Auditor M/s Agarwal Vishwanath & Associates, Chartered Accountants is eligible and offer themselves for re-appointment.

### SPECIAL BUSINESS:

5. To consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:  
**"RESOLVED THAT** Mr. N.V. Simhadri, who was appointed as an Additional Director of the Company with effect from 19.10.2010 to hold office till the date of ensuing Annual General

Meeting, be and is hereby appointed as a director of the Company whose office shall be liable to determination through retirement by rotation."

**"RESOLVED FURTHER THAT** Mr. Soumyabrata Bhattacharya, Company Secretary of the Company, be and is hereby authorized to sign and file necessary forms and documents with appropriate authority in this regard."

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

**"RESOLVED THAT** Ms. Uma Iyer Rawla, who was appointed as an Additional Director of the Company with effect from 31.01.2011 to hold office till the date of Annual General Meeting, be and is hereby appointed as a director of the Company whose office shall be liable to determination through retirement by rotation."

**"RESOLVED FURTHER THAT** Mr. Soumyabrata Bhattacharya, Company Secretary of the Company, be and is hereby authorized to sign and file necessary forms and documents with appropriate authority in this regard."

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

**"RESOLVED THAT** Mr. Manoj Rungta, who was appointed as an Additional Director of the Company with effect from 31.01.2011 to hold office till the date of Annual General Meeting, be and is hereby appointed as a director of the Company whose office shall be liable to determination through retirement by rotation."

**"RESOLVED FURTHER THAT** Mr. Soumyabrata Bhattacharya, Company Secretary of the Company, be and is hereby authorized to sign and file necessary forms and documents with appropriate authority in this regard."

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

**"RESOLVED THAT** pursuant to the provisions of sections 198, 309, 269 and Schedule XIII of the Companies Act, 1956, and other applicable provisions, if any, consent of the members be and is hereby given for appointment of Mr. Manoj Rungta as Executive Director of the Company, for a period of 3 years with effect



from 31<sup>st</sup> January, 2011 on a monthly remuneration not exceeding Rs. 1,25,000 (Rupees One Lacs Twenty Five Thousand only) payable by way of salary or perquisites or a combination thereof, excluding the reimbursement of expenses as may be decided by the Board from time to time.

**RESOLVED FURTHER THAT** in the event of loss or inadequacy of profit in any year during the period of incumbency, the aforesaid remuneration shall be payable as the minimum remuneration.

**“RESOLVED FURTHER THAT** the Board of Directors of the Company (including any committee/sub-committee of the Board) be and is hereby authorized to fix the terms and conditions of the appointment of Mr. Manoj Rungta as Executive Director of the Company and to vary the same from time to time, including those pertaining to the remuneration payable to him, within the aforesaid limit.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (including any committee/sub-committee of the Board) be and is hereby authorized to take all necessary steps to give effect to the aforesaid resolution.”

9. To Consider and, if thought fit, to pass, with or without modification (s), the following resolution as a special Resolution :

**“RESOLVED THAT** pursuant to the provisions of the Memorandum and Articles of Association of the Company, Section 81(1A) of the Companies Act, 1956, guidelines issued by the Securities & Exchange Board of India (SEBI), the Foreign Exchange Management Act, 1999, and other applicable provisions, if any, and subject to such consents and approvals as may be required and subject further to such conditions and modifications as may be prescribed in granting such consents, approvals and subject to such conditions as may be imposed by the SEBI or any other authority, which may be agreed to by the Board of Directors of the Company at its sole discretion (hereinafter referred to as “the Board” which term shall be deemed to include any Committee thereof for the time being exercising the powers conferred on the Board by this resolution), the consent of the Company be and is hereby accorded to the Board to create, offer, issue and allot, in one

or more tranches, equity shares, debentures, bonds, instrument which are fully or partly convertible into Equity Shares, warrants or any other whether in Indian Rupee or any foreign currency (hereinafter collectively referred to as “Securities”), secured or unsecured, or any other instruments, to any person, whether or not the members of the Company, including the Promoters of the Company, their Friends, Relatives & Associates, Business Associates, Employees (including directors & workers) of the Company and its group companies, Corporate Bodies, Mutual Funds, Financial Institutions, Banks, Foreign Institutional Investors, Non Resident Indians, Foreign Nationals, Insurance Companies, Pension Funds, Portfolio Managers, etc., by way of public issue, right issue, issue of Foreign Currency convertible Bonds (FCCB), Global Depository Receipts (GDR), American Depository Receipts (ADR) reservation on competitive basis, reservation on firm allotment basis, private placement, preferential allotment basis or a combination thereof at such price or prices so however that the total amount raised through the aforesaid Securities should not exceed INR 500 crores (Rupees Five Hundred crores only) including premium when converted into Indian Rupees at the current prevailing market conversion rate of US Dollars or any foreign currency to Indian Rupee and on such terms and conditions or in such manner as the Board may in its absolute discretion think fit, in consultation with the Lead Managers, Advisors and/ or such other persons and on such terms and conditions including the ratio in which such Securities may be offered, issued and allotted to the existing shareholders, the number of Securities to be issued, face value of the Securities, rate of interest, premium, number of equity shares to be allotted on conversion, exercise of rights attached with warrants, ratio of exchange of shares and/ or warrants and/ or any other financial instruments, period of conversion, fixing of record date or book closure and other related or incidental matters.

**RESOLVED FURTHER THAT** in case of any Equity Linked Securities Issue/ Offer, the Board be authorized to issue and allot such number of Equity Shares as may be required to be issued and allotted upon conversion of any such Securities referred to above or as may be in





accordance with the terms of the offer, all such shares would rank pari passu inter-se, with the then existing Equity Shares of the Company in all respects.

**RESOLVED FURTHER THAT** for the purpose of giving effect to the above, the Board be and is hereby authorized to determine the form, terms and timing of the issue(s) including the class of investors to whom the Securities are to be allotted, number of Securities to be allotted, issue price, face value, premium amount on issue/ conversion of securities / exercise of warrants/ redemption of Securities, rate of interest, redemption period, listings on one or more stock exchanges in India and/ or abroad as the Board in its absolute discretion deems fit and to make and accept any modifications in the proposal as may be required by the authorities involved in such issues in India and/ or abroad, to do all acts, deeds, matters and things and to settle any questions or difficulties that may arise in regard to the issue(s).

**RESOLVED FURTHER THAT** the Board of Directors or Committee thereof be and is hereby authorized to fix differential pricing on different mode of issue.

**RESOLVED FURTHER THAT** for the purpose of giving effect to the above resolution the Board and the committee thereof be and is hereby authorized on behalf of the Company to do all or any of such acts, deeds, matters and things as it may in its discretion deem necessary or desirable for such purpose including but without limitation to enter into under-writing, marketing, depository, custodian and any other arrangements or agreements and to remunerate all other agencies by way of commission, Brokerage, fees or the like and also to seek the listing of such securities in any one or more of the International/ Indian Stock Exchanges including Bombay Stock Exchange (BSE) with power to act on behalf of the Company and to settle such questions, difficulties or doubts that may arise in regard to any such issue or allotment as it may in its discretion deem fit.

**RESOLVED FURTHER THAT** in case of any over subscription of the issue, the Board, be and is hereby authorized to retain such of the amount and issue and allot Securities, as may be permitted in accordance with applicable

laws, rules, and provisions in consultation with the Stock Exchanges.

**RESOLVED FURTHER THAT** the Board be entitled to vary, modify alter any of the foregoing terms and conditions to conform with those as may be approved by SEBI, RBI or any other appropriate authorities and department.

**RESOLVED FURTHER THAT** for the purpose of giving effect to the above the Board be and is hereby authorized to do all things necessary for the purpose of giving effects to the issue and allotment of said Securities / Equity Shares and to take such action or give such directions as may be necessary or desirable and to accept any modifications in the proposal and terms of the issue including the price of the Equity Shares to be so issued or to be issued against or conversion of such Securities or the ratio or number in which the New Equity Shares or Securities are to be offered which may result in a change in the total amount of the issue as may be considered necessary by the Board or as may be prescribed in granting approvals to the issue and which may be acceptable to the Board and to decide the Basis of Allotment and to settle any question or difficulty that may arise in regard to the Issue and Allotment of the New Equity Shares or Securities or on conversion of said Securities into Shares or on issue of Shares against such Securities.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to take all necessary actions to give effect to this resolution and to delegate to a Committee of Directors or any one of the Director, all or any of its powers and authorities vested in it in terms of this resolution as may be permitted by Law."

**By Order of the Board of Directors  
For IKF Technologies Ltd**

Sd/-

Soumyabrata Bhattacharya

**Registered Office** Company Secretary

Rashmi Building Main Block  
2<sup>nd</sup> Floor, Plot No. XI-16,  
Block EP & GP  
Salt Lake Electronics Complex  
Sector V, Kolkata 700091  
Kolkata  
27th April, 2011



**NOTES:**

**A. APPOINTMENT OF PROXY:** A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE PROXY FORM IN ORDER TO BE EFFECTIVE MUST BE DEPOSITED WITH THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE TIME FIXED FOR COMMENCEMENT OF THE MEETING.

**B. CORPORATE MEMBERS:** Corporate Members intending to send their authorized representatives are requested to send a duly certified copy of the Board Resolution authorizing the representatives to attend and vote at the Annual General Meeting.

**C.** Members/Proxies attending the meeting are requested to bring their copy of AGM Notice to the Meeting.

**D.** In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.

**E.** The Register of Members and Share Transfer Books of the Company will remain closed from Wednesday, 25<sup>th</sup> day of May, 2011 to Friday, 27<sup>th</sup> day of May, 2011 (both days inclusive).

**F. QUERIES AT THE AGM:** Queries proposed to be raised at the Annual General Meeting may be sent to the company at its registered office at least seven days prior to the date of AGM to enable the management to compile the relevant information to reply the same in the meeting.

**G. EXPLANATORY STATEMENT:** The relative Explanatory Statements, pursuant to Section 173 of the Companies Act, 1956, in respect of the business under Item Nos. 2, 5, 6, 7, 8 and 9 above, are annexed hereto.

**H. INSPECTION OF DOCUMENTS:** Documents referred to in the notice etc., are open for inspection at the registered office of the Company at all working days except Saturday between 11 A.M. and 2 P. M. up to the 27<sup>th</sup> May,

2011, day of the Annual General Meeting. Copies of the Memorandum and Articles of Association of the Company and the documents referred to in the Notice etc., shall be open for inspection at the Registered Office of the Company on any working day between 11 A.M. and 2 P.M. up to the date of the AGM and also at the general meeting venue during the meeting.

**I.** The Register of Directors' Shareholdings, maintained under Section 307 of the Companies Act, 1956, shall be available for inspection by the members at the AGM venue during the meeting.

**J.** Members/ proxies are requested to produce the enclosed attendance slips duly filled and signed as per the specimen signature recorded with the company for admission to the Meeting Hall. Members who hold shares in dematerialized form are requested to bring their client ID and DP ID Numbers for easier identification of their attendance at the meeting.

**K.** Members wishing to claim dividends, which remain unclaimed, are requested to correspond with Company Secretary, at the Company's registered office. Members are requested to note that dividends not encashed or claimed within seven years from the date of transfer to the Company's Unpaid Dividend Account, will, as per Section 205A of the Companies Act, 1956, be transferred to the Investor Education and Protection Fund.

**L. ADDRESS CHANGE INTIMATION:** Members are requested to notify immediately any change in their address to the company or its share transfer agent. In case their shares are held in dematerialized form, this information should be passed on to their respective Depository Participants without any delay.

**M.** In all correspondence with the Company, members are requested to quote their Account/ folio numbers and in case their shares are held in the dematerialized form, their client ID Numbers and their DP ID Numbers.

**N.** The Register of contracts, maintained under Section 301 of the Companies Act, 1956, will be available for inspection by the members at the Registered Office of the Company