

**BOARD OF DIRECTORS**

Mr. SHRIGOPAL INANI	<i>Chairman</i>
Mr. LAKSHMIKANTH INANI	<i>Managing Director</i>
Mr. RAMAKANTH INANI	<i>Whole Time Director</i>
Mr. VISHNUKANTH INANI	<i>Whole Time Director</i>
Mr. SURESH JANAKIRAM KABRA	<i>Director</i>
Mr. RAMESH ATHASNIYA	<i>Director</i>
Mr. ANAND RAMESHCHANDRA CHANDAK	<i>Director</i>

**AUDITORS**

**M/s. G.D. UPADHYAY & CO.**  
Chartered Accountants  
15-1-53, II<sup>nd</sup> Floor,  
Opp. Goshamahal High School,  
Siddiamber Bazar,  
Hyderabad - 500 012.

**DEMAT & PHYSICAL SHARE REGISTRARS :**  
**Venture Capital & Corporate Investments Pvt Limited**  
MIG - 167, Bharat Nagar Colony  
Hyderabad - 500 018.  
SEBI Regn. No. INR 00001203

**PRINCIPAL BANKERS**

HDFC Bank Limited  
Lakdi-ka-pool,  
Hyderabad - 500 004.

**LEGAL ADVISOR :**

**Mr. Shyamsunder Lahoti**, Advocate  
# 15-9-49, Maharajgunj,  
Hyderabad - 500 012.

TAMILAND MERCANTILE  
BANK LIMITED  
Siddiamber Bazar,  
Hyderabad - 500 012.

**REGISTERED OFFICE**

G-15, Raghava Ratna Towers,  
5-8-352/14 & 15,  
Chirag Ali Lane,  
Hyderabad - 500 001.  
E-mail : info@inanisec.in

**CORPORATE OFFICE**

B/23, 2nd Floor, Plot No. 13,  
Wadala Sriram Industrial Estate,  
G.D. Ambekar Marg, Wadala (W)  
Mumbai - 400 031.  
E-mail : bby@inanisec.in

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**NOTICE**

NOTICE IS HEREBY GIVEN THAT THE 16<sup>TH</sup> ANNUAL GENERAL MEETING OF THE MEMBERS OF **INANI SECURITIES LTD** WILL BE HELD ON **FRIDAY, THE 27<sup>TH</sup> DAY OF AUGUST, 2010** AT 4.00 P.M, AT THE PREMISES OF THE COMPANY SITUATED AT 901 & 902, 9<sup>th</sup> FLOOR, RAGHAVA RATNA TOWERS, CHIRAG ALI LANE, ABIDS, HYDERABAD - 500 001 TO TRANSACT THE FOLLOWING BUSINESS:

**ORDINARY BUSINESS:**

- To receive, consider and adopt
  - The Audited Balance Sheet of the Company as at 31<sup>st</sup> March, 2010,
  - The Profit & Loss Account for the year ended as on that date,
  - The auditor's report there on: and
  - The directors report.
- To appoint a Director in place of Mr. Shrigopal Inani, who retires by rotation and being eligible, offers himself for re-appointment.
- To appoint a Director in place of Mr. Anand Rameshchandra Chandak, who retires by rotation and being eligible, offers himself for re-appointment.
- To appoint auditors and fix their remuneration.

**SPECIAL BUSINESS:****Item No.5 To Re-appoint Mr. Lakshmikanth Inani as Managing Director of the Company**

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 198, 269, 309 and other applicable provisions, if any, of the Companies Act, 1956 ("Act"), as re-enacted from time to time, read with Schedule XIII to the Act, the Company hereby approves of the re- appointment and terms of remuneration of Mr. Lakshmikanth Inani as Managing Director of the Company for a period of five years with effect from 1<sup>st</sup> April, 2010 upon the terms and conditions set out in the Explanatory Statement annexed to the Notice convening this Annual General Meeting, including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year, with liberty to the Board of Directors to alter and vary the terms and conditions of the said re - appointment in such manner as may be agreed to between the Board of Directors and Mr. Lakshmikanth Inani."

**Item No.6 To Re - Appoint Mr. Ramakanth Inani as Whole Time Director of the Company**

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 198, 269, 309 and other applicable provisions, if any, of the Companies Act, 1956 ("Act"), as re-enacted from time to time, read with Schedule XIII to the Act, the Company hereby approves of the re - appointment and terms of remuneration of Mr. Ramakanth Inani as Whole Time Director of the Company for a period of five years with effect from 1<sup>st</sup> April, 2010 upon the terms and conditions set out in the Explanatory Statement annexed to the Notice convening this Annual General Meeting, including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year, with liberty to the Board of Directors to alter and vary the terms and conditions of the said re - appointment in such manner as may be agreed to between the Board of Directors and Mr. Ramakanth Inani."

### Item No.7 To Re - Appoint Mr. Vishnukanth Inani as Whole Time Director of the Company

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 198, 269, 309 and other applicable provisions, if any, of the Companies Act, 1956 ("Act"), as re-enacted from time to time, read with Schedule XIII to the Act, the Company hereby approves of the re - appointment and terms of remuneration of Mr. Vishnukanth Inani as Whole Time Director of the Company for a period of five years with effect from 1<sup>st</sup> April, 2010 upon the terms and conditions set out in the Explanatory Statement annexed to the Notice convening this Annual General Meeting, including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year, with liberty to the Board of Directors to alter and vary the terms and conditions of the said re - appointment in such manner as may be agreed to between the Board of Directors and Mr. Vishnukanth Inani."

#### NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/ HERSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY.
2. Instruments of Proxy/ Proxies in order to be effective, must be deposited at the registered office of the company, not less than 48 hours before the commencement of the meeting.
3. Members/Proxies should bring the attendance slip duly filled in for attending the meeting.
4. The Register of Members and Share Transfer Books of the Company will remain closed from **24<sup>th</sup> August, 2010 to 27<sup>th</sup> August, 2010 (both days inclusive).**
5. The Members holding shares in physical form, may write to the Company's share transfer agents for any change in their address and bank mandates. Members holding shares in electronic form may intimate the same to their respective Depository Participants to enable the Company to dispatch the communications at their correct addresses.
6. Members who hold their shares in dematerialised form are requested to bring their client ID and DP numbers for easy identification of attendance at the meeting.

Place : Hyderabad

Date : 31<sup>st</sup> July, 2010

By Order of the Board

Sd/-  
**SHRIGOPAL INANI**  
Chairman

### Explanatory Statement

Pursuant to Section 173(2) of the Companies Act, 1956

As required by Section 173 of the Companies Act, 1956 ("Act"), the following explanatory statements set out all material facts relating to the business mentioned under Item Nos. 5 to 7 of the accompanying Notice dated 31<sup>st</sup> August 2010

#### Item Nos. 5 to 7

The Board has re-appointed Mr. Lakshmikanth Inani as Managing Director and Mr. Ramakanth Inani and Mr. Vishnukanth Inani as Whole Time Directors with effect from 1<sup>st</sup> April, 2010 subject to the approval of the Members. The re - appointments are for a period of five years each.

The main terms and conditions of the re - appointment of Mr. Lakshmikanth Inani, Mr. Ramakanth Inani and Mr. Vishnukanth Inani (hereinafter referred to as "Appointee(s)") are as follows:

#### A. Tenure of Agreement:

The re - appointment of Mr. Lakshmikanth Inani, Mr. Ramakanth Inani and Mr. Vishnukanth Inani are effective from 1<sup>st</sup> April, 2010. The re - appointments are for a period of five years in each case.

#### B. Nature of Duties:

The appointees shall devote their whole time and attention to the business of the Company and carry out such duties as may be entrusted to them by the Managing Director and/or the Board from time to time, and exercise such powers as may be assigned to them, subject to the superintendence, control and directions of the board in connection with and in the best interests of the business of the company and the business of any one or more of its associated companies and/or subsidiaries, including performing duties as assigned by the Managing Directors and/or the Board from time to time, by serving on the Board of such associated companies and/or subsidiaries or any other executive body or any committee of such a company.

#### C. Remuneration:

(i) Remuneration – (a) Basic Salary upto a maximum of Rs. 25000/- per month, H.R.A of Rs.10,000 per month and Commission of 3% (Three Percent) on net profit calculated in accordance with Section 309 of the Companies Act with annual increments effective April 1, every year, as may be decided by the Board, based on merit and taking into account the Company's performance; (b) Benefits, perquisites and allowances as may be determined by the Board from time to time.

(ii) Minimum Remuneration : Notwithstanding anything to the contrary here in contained, where in any financial year during the currency of the tenure of the Appointees, the Company has no profits or its profits are inadequate, the Company will pay remuneration by way of basic salary, benefits, perquisites and allowances and incentive remuneration, as specified above.

D. Other terms of Appointment:

The terms and conditions of the appointment of the Appointee(s) may be altered and varied from time to time by the Board as it may, in its discretion deem fit, irrespective of the limits stipulated under Schedule XIII to the Act or any amendments made hereafter in this regard in such manner as may be agreed to between the Board and the concerned Appointee, subject to such approvals as may be required.

The Directors are of the View that the appointment of Mr. Lakshmikanth Inani as Managing Director, Mr. Ramakanth Inani and Mr. Vishnukanth Inani as Whole Time Directors will be beneficial to the operations of the Company and the remuneration payable to them is commensurate.

In compliance with the provision of Section 269 and 309 read with Schedule XIII of the Act, the terms of remuneration of the Appointees specified above, are now placed before the Members in the Annual General Meeting for their approval.

The Resolutions at Item Nos. 5 to 7 of the Notice is commended for approval by the Members.

Mr. Mr. Lakshmikanth Inani, Mr. Ramakanth Inani and Mr. Vishnukanth Inani are concerned or interested in the Resolutions at Item Nos. 5 to 7 of the accompanying Notice relating to their own appointment.

**Details of Directors Seeking Appointment / Re-appointment at the Annual General Meeting (Pursuant to Details As Required Under Clause 49 of the Listing Agreement)**

Particulars	Mr. Shrigopal Inani	Mr. Anand Rameshchandra Chandak	Mr. Lakshmikanth Inani	Mr. Ramakanth Inani	Mr. Vishnukanth Inani
Date of Birth	17.03.1943	02.03.1972	22.02.1958	26.11.1962	05.09.1971
Date of Appointment	31/08/1995	29/08/2005	03/10/1998	19/05/1994	07/08/1995
Qualifications	Bachelor's degree in Commerce	MBA Finance from Pune University	Bachelor's degree in Commerce	Bachelor's degree in CIVIL Engineering	Bachelor's degree in Commerce
Expertise in specific functional area	Vast Experience in fields of Textiles, Banking and Finance.	Wide Experience in fields of Accounts and Finance	Vast Experience in fields of Stock Broking and Finance.	Vast Experience in fields of all segments of Broking.	Vast Experience in fields of all segments of Broking and handling institutional clients.

**DIRECTORS' REPORT**

To

The Members,

Your Directors have pleasure in presenting the 16<sup>th</sup> Annual Report of your company on the business operations together with the audited financial accounts for the financial year ended 31<sup>st</sup> March, 2010.

**FINANCIAL RESULTS:**

A snapshot of the Financial performance of the Company for the year 2009-10 is as under:

Particulars	Year ended 31st March 2010 (Rs.in Lakhs)	Year ended 31st March, 2009 (Rs.in Lakhs)
Total Revenue	252.60	232.82
Profit before Interest, Depreciation & Tax	113.01	99.00
Profit before Depreciation & Tax	93.58	73.34
Profit Before Tax & Expectational Item	75.72	56.07
Less: Prior year Adjustment & Expectational Items	1.51	0.06
Net Profit Before taxation	74.21	56.01
<b>Less : Provision for Tax</b>		
- Current tax	22.89	16.56
- Deferred Tax	(0.20)	1.64
- Fringe Benefit Tax	-	1.18
Tax Adjustment of earlier years (Net)	1.01	-
Less : Adjustment for employee benefits	-	2.26
Net Profit	50.51	34.37
Add : Balance brought forward from the last year	729.50	695.13
Profit available for appropriation	780.01	729.50
Proposed Dividend	-	-
Balance carried to Balance Sheet	780.01	729.50

**REVIEW OF PERFORMANCE:**

During the year under review the profit before tax increased to Rs.50.51 lacs from Rs. 34.37 lacs in previous year. The return of confidence in Economy and Stock Markets added to the financial performance of your company and overall growth of the company was satisfactory.

**DIVIDEND:**

Your Directors do not recommend any dividend for the year 2009-10.

**DIRECTORS:**

In accordance with the provisions of section 255 of the Company act, 1956 and article 113 of the Articles of Association of the Company, Mr. Shrigopal Inani and Mr. Anand Rameshchandra Chandak Director(s) retires by rotation at the ensuing Annual General meeting and being eligible, offer themselves for the re-appointment.

**STATUTORY AUDITORS:**

M/s. G.D. Upadhyay & Co., Chartered Accountants Auditors of the Company hold office till conclusion of the ensuing Annual General Meeting of the company and are eligible for the re-appointment. The Company is in receipt of confirmation from M/s. G.D. Upadhyay & Co., that in the event of their re-appointment as statutory auditors of the Company, such re-appointment will be within the prescribed limits specified U/s 224(1B) of the companies Act, 1956. The Board of Directors proposes to re-appoint them for another term and will hold office till the conclusion of the next Annual General Meeting.

**LISTING ARRANGEMENT:**

Your Company's shares are listed on

1) Bombay Stock Exchange Ltd., (B S E)

The listing fees for the year 2010-11 have been paid.

**PUBLIC DEPOSITS:**

During the year under review, your company has not accepted any Public Deposits pursuant to section 58A of the Companies Act, 1956.

**STATUTORY INFORMATION:****A. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO :****a). CONSERVATION OF ENERGY**

The company is engaged in providing financial services and as such its operations do not account for substantial energy consumption. However, the company is taking all possible measures to conserve energy. Several environment friendly measures have been adopted by the company such as :

- Installation of TFT monitors that save power
- Automatic power shutdown of idle monitors.
- Creating environmental awareness by way of distributing information in electronic form.
- Minimising air-conditioning usage
- Shutting off all the lights when not in use
- Education and awareness programmes for employees.

**b) TECHNOLOGY ABSORPTION**

The management understands the importance of technology in the business segments it operates and lays utmost emphasis on system development and the use of best technology available in the industry. The management keeps itself abreast with technological advancements in the industry and ensures continued and sustained efforts towards absorption of technology, adaptation as well as development of the same to meet business needs and objectives.

**c) FOREIGN EXCHANGE EARNINGS/OUTGO**

There was a Foreign Exchange outflow of Rs.3.34 Lacs during the year under review.

**PARTICULARS OF EMPLOYEES :**

No employee of your company is in receipt of remuneration of Rs. 24 lakhs p.a. or part thereof pursuant to Section 217 (2A) of the Companies Act, 1956 and the companies (Particulars of Employees), Rules 1975 as amended.

**CORPORATE GOVERNANCE :**

Your company has complied with all the mandatory provisions of the revised clause 49 of the Listing Agreement. As part of the Company's efforts towards better corporate practice and transparency, a separate report on Corporate Governance compliances is included as a part of the Annual Report.

A certificate from the Statutory Auditors, regarding compliance with the conditions of Corporate Governance as stipulated under clause 49 of the Listing Agreement is attached to this report on Corporate Governance.

**DIRECTORS' RESPONSIBILITY STATEMENT:**

Pursuance to provisions of Section 217(2AA) of the Companies Act, 1956 the Directors of your Company confirm that :

- i. in preparation of the annual accounts for the financial year ended 31st March, 2010, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any, there from;
- ii. appropriate accounting policies have been selected and applied them consistently. The Judgements and estimates made are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year ended 31st March, 2010 and of the profit of company for the said period.
- iii proper and sufficient care has been taken for the maintenance of accounting records in accordance with the provisions of this Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities: and
- iv. the annual accounts have been prepared on a going concern basis.

**ACKNOWLEDGEMENTS:**

The Directors place on record their gratitude to the Government, regulators, stock exchanges, other statutory bodies and the company's bankers for the assistance, co-operation and encouragement extended to the Company.

The Directors would like to take this opportunity to express sincere thanks to its valued clients for their continued patronage. The Directors express their deep sense of appreciation of all the employees, whose continuing support, commitment and initiatives has made the organisation's growth. Finally, the Directors wish to express their gratitude to the shareholders for their trust and support in the future.

for and on behalf of the Board

Place : Hyderabad

Date : 31<sup>st</sup> July, 2010

Sd/-  
**SHRIGOPAL INANI**  
Chairman

## CORPORATE GOVERNANCE REPORT

## I. CORPORATE PHILOSOPHY:

At your company, Corporate Governance is viewed as a moral duty. We believe that corporate Governance is a system of structuring, operating and controlling a company to achieve long-term strategic goals and ensuring interest of all the stakeholders, including shareholders, creditors, employees, customers and suppliers, complying with the legal and regulatory requirements, apart from meeting the environmental and local community needs. It is about commitment to values, ethical conduct of business and responsibility towards the society at large.

The company has adopted the best corporate governance practices, based on following principles.

- A strong, professional and independent Board with rich and varied experience
- Accountability for functioning and transparency in conduct
- Systemic and timely disclosure of all material information
- Adequate risk management and internal control systems
- Compliance with the applicable rules and regulations
- Independent verification of financial reporting
- Value creation for stakeholders

Your company understands that the customer is purpose of our business and every customer is an important stakeholder of the Company, performing ethically and efficiently to generate long-term value and wealth for all its stakeholders.

The report on corporate governance, as per the applicable provisions of Clause 49 of the listing agreement is all under:

## II. BOARD OF DIRECTORS :

The routine affairs of the Company are managed by the Managing Director and assisted by the Whole Time Director(s) of the Company.

Your Company is committed for adoption of best governance practices, their adherence in true spirit and conduct of its affairs in a manner, which is transparent, clear and evident to those having dealing with or having a stake in the company. Company lays strong emphasis on business ethics in all its dealings. In line with the vision and long term business objectives, all major corporate decisions are taken by the company's professional Board in conjunction with a competent management team, keeping in view the best interest of all its stakeholders.

The company presently has seven Directors, including Whole-Time Directors. The brief profile of your company's Board of Directors is as Under :

During the year under review Five Board Meetings were held on 30<sup>th</sup> April, 2009, 31<sup>st</sup> July, 2009, 24<sup>th</sup> August, 2009, 31<sup>st</sup> October, 2009 and 30<sup>th</sup> January, 2010. The composition of the Board and attendance of the Directors at the Board Meetings held during the financial year under review and the last Annual General Meeting (AGM), number of Directorships and memberships/ chairmanships in public companies (including the Company) are given below:

Name of the Director	Category	Financial Year 2009-10 Attendance at BM Last AGM		Financial Year 2009-10 No of Committee Positions	
				Member	Chairman
Mr. Shrigopal Inani	Non-Executive Chairman	4	Yes	1	-
Mr. Lakshmikanth Inani	Executive	5	Yes	-	-
Mr. Ramakanth Inani	Executive	5	Yes	-	-
Mr. Vishnukanth Inani	Executive	4	No	-	-
Mr. Suresh J Kabra	Non-Executive Independent	4	Yes	2	1
Mr. Anand Rameshchandra Chandak	Non-Executive Independent	4	No	2	1
Mr. Ramesh Athasniya	Non-Executive Independent	4	Yes	1	1

As may be seen from the above, the Non-Executive Directors constitute 50% of the total number of Directors. The Company has Non-Executive Chairman and one third of the total strength of the Board comprises of Independent Directors.

## III. BOARD PROCEDURE

A detailed Agenda is sent to each Director at least a week in advance of the Board and Committee meetings. A detailed functional report is also placed at every Board Meeting. The Board reviews :

- Strategic and Business plans
- Annual operating and capital expenditure plans
- Investment and exposure limits
- The information on financial obligation and disciplinary action.
- Compliance with statutory/regulatory or Listing requirements and review of major legal issues.
- The unaudited quarterly / half yearly / annual results and audited annual accounts of the Company for consideration and adoption.
- Transactions pertaining to purchase and sale of assets, which are undertaken other than in the normal course of business.



- Major accounting provisions and write-offs.
- Minutes of meeting of the Audit and other committees of the Board
- Share transfers, Dematerialisation and Investor Grievances.

#### IV. AUDIT COMMITTEE :

The Audit Committee of Directors comprised of Mr. Anand Rameshchandra Chandak (Chairman), Mr. Suresh Jankiram Kabra & Mr. Ramesh Athasniya. The scope of the committee includes:-

- Reviewing the Company's financial reporting process and the disclosure of its financial information, to ensure that the financial statement is correct, sufficient and credible.
- Recommending the appointment / removal of external auditors, fixing audit fees and approving payments for any other service.
- Reviewing the periodic financial statements before submission to the board, focussing primarily on :
  - Any changes in accounting policies and practices:
  - Significant adjustments arising out of audit.
  - Compliance with Accounting standards.
  - Compliance with legal requirements concerning financial statements;
  - Any related party transactions i.e. transactions of the company of material nature with promoters or the management or their subsidiaries or relatives etc., that may have potential conflict with the interests of the Company at large.
- Reviewing with the management, reports furnished by internal and external auditors, and the adequacy of internal control system and recommending improvements to the management.

During the period under review, five meetings of Audit Committee which were held on 30<sup>th</sup> April 2009, 31<sup>st</sup> July, 2009, 24<sup>th</sup> August 2009, 31<sup>st</sup> October 2009 and 30<sup>th</sup> January 2010. In these meetings, inter alia, the committee considered the audit reports covering operational, financial and other business risk related areas. The Audit Committee meetings were held at the registered office of the Company.

#### V. CODE OF CONDUCT

In pursuance of the Securities and Exchange Board of India (Prohibition of Insider Trading) regulations, 1992 (as amended), the board has approved the 'Code of Conduct for Prevention of Insider Trading' and authorized the Audit Committee to implement and monitor the various requirements as set out in the Code.

#### VI. WHISTLE BLOWER POLICY

Pursuant to clause 49 of the listing agreement, the Company has put in place the 'Whistle Blower Policy' duly approved by the Board. Further, it is hereby affirmed that the Company has not denied any personnel, access to the audit committee of the Company (in respect of matters involving alleged misconduct) and that the Company has provided protection to 'Whistle Blower' from unfair termination and other unfair or prejudicial employment practices.

#### VII. MANAGERIAL REMUNERATION

- Remuneration Committee** : The Remuneration Committee of the Company is empowered to review, assess and recommend the appointment of Whole time Directors, to periodically review the remuneration package of Whole Time Directors and recommend suitable revision to the Board. The Remuneration Committee comprised of Mr. Suresh Janakiram Kabra (Chairman), Mr. Anand Rameshchandra Chandak and Mr. Srigopal Inani. During the year under review one meeting of remuneration committee was held on 30<sup>th</sup> April 2009.
- Remuneration Policy** : The remuneration of the whole-time Directors(s)/ appointee(s) is decided by the Remuneration Committee is based on criteria such as industry benchmark, the Company's performance vis-a-vis the industry, performance/track record of the whole time Director(s)appointee(s). The Company pays remuneration by way of salary, perquisites and allowances (fixed component), incentive, remuneration and commission (variable component) to its whole time directors. Annual increments are decided by the Remuneration Committee within the salary scale approved by the Members and are effective from 1<sup>st</sup> April, annually. A sitting fee of Rs. 1,000/- per meeting of the Board is paid for attendance at the said Board to its members. Sitting Fees is separately paid @ Rs.500/- per meeting for attending the Committee Meetings to Directors other than whole time Directors.
- Remuneration to Directors** : In respect of the financial year 2009 - 10, a sum of Rs. 8,10,000/- was paid as remuneration to the Managing Director and Whole time directors.
- Independent Directors** :

Name	Sitting fees paid during FY 09-10 Amount in Rupees
Sri. Shrigopal Inani	Rs. 4,500/-
Sri. Suresh Jankiram Kabra	Rs. 6,500/-
Sri. Anand Rameshchandra Chandak	Rs. 6,500/-
Sri. Ramesh Athasniya	Rs. 6,500/-

#### VIII. INVESTORS' GRIEVANCES COMMITTEE :

The Investors' Grievance Committee of the Board is empowered to address/attend to/redress the investor's complaints pertaining to share transfers, non-receipt of annual reports, issue of duplicate certificates, transmission (with and without legal representation) of shares. Its scope also includes delegation of powers to the executives of the Company's share transfer agents to process share transfers and other investor allied matters. During the Year 2009-10 Investors' Grievance Committee Comprised of Mr. Ramesh Athasniya (Chairman), Mr. Anand Rameshchandra Chandak & Mr. Suresh Jankiram Kabra. During the year under review two Investors' Grievance Committee meetings were held on 30<sup>th</sup> April 2009 & 30<sup>th</sup> January 2010.

#### IX. NAME AND DESIGNATION OF COMPLIANCE OFFICER:

Mr.Vijay Kumar Pathak, Officer Secraterial Department.