



KAMANWALA HOUSING CONSTRUCTION LIMITED

31st
ANNUAL REPORT
2014-15



KAMANWALA HOUSING CONSTRUCTION LIMITED

BOARD OF DIRECTORS

Mr. Satish Chandra Gupta	: <i>Chairman</i>
Mr. Murari Lal Gupta	: <i>Vice-Chairman & Managing Director</i>
Mr. Atul Jain	: <i>Whole-time Director</i>
Mr. Tarun Jain	: <i>Whole-time Director</i>
Mrs. Pushpa Jain	: <i>Whole-time Director</i>
Mr. Amit Jain	: <i>Director</i>
Mr. Bhanwarlal D. Jogani	: <i>Director</i>
Mr. Mukesh Jain	: <i>Director</i>

AUDITORS

M/s. Majithia & Associates
Chartered Accountants,
Mumbai.

ADVOCATES

Mrs. S. S. Ayyar, Mumbai.

BANKERS

Indian Overseas Bank,
Oriental Bank of Commerce,
Corporation Bank,
Punjab National Bank,

SHARE TRANSFER AGENTS

M/s. Sharex Dynamic (India) Pvt. Ltd.,
Unit No. 1,
Luthra Industrial Premises,
Andheri-Kurla Road,
Safed Pool, Andheri (East),
Mumbai-400 072.

REGISTERED OFFICE

405/406, New Udyog Mandir-2,
Mogul Lane, Mahim (West),
Mumbai-400 016.
Tel. No.: 2447 5900 / 2445 6029
Fax No.: 2447 4968
Email Address: kamanwala@gmail.com
Website: www.kamanwalahousing.com
CIN: L65990MH1984PLC032655

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KAMANWALA HOUSING CONSTRUCTION LIMITED

NOTICE

NOTICE is hereby given that the Thirty First Annual General Meeting of the Members of KAMANWALA HOUSING CONSTRUCTION LIMITED will be held on Wednesday, the 30th September, 2015, at Tendulkar Hall, Saraswat Bhavan, Chhatrapati Shivaji Maharaj Marg, Mogul Lane, Mahim (West), Mumbai – 400 016, at 11:30 A.M. to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited Balance Sheet of the Company as on 31st March, 2015 and the Statement of Profit & Loss for the year ended on that date together with Directors' Report and Auditors' Report thereon.
2. To appoint a Director in place of Mrs. Pushpa Jain (DIN No.00180753) who retires by rotation and being eligible offers herself for re-appointment.
3. To appoint a Director in place of Mr. Tarun Jain (DIN No.00053137) who retires by rotation and being eligible offers himself for re-appointment.
4. To appoint Auditors and fix their remuneration.

SPECIAL BUSINESS:

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

“RESOLVED THAT pursuant to the provisions of Section 149, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder, Mr. Amit Jain (DIN:00053168), who was appointed as an Additional Director pursuant to the provisions of Section 161 (1) of the Companies Act, 2013 and Articles of Association of the Company and who holds the office upto the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Companies Act, 2013 signifying his intention to propose Mr. Amit Jain as candidate for the office of Director, be and is hereby appointed as a Director of the Company, whose office shall be liable to retirement by rotation.”

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

Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 149, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder, Mr. Mukesh Jain (DIN: 01316027), who was appointed as an Additional Director pursuant to the provisions of Section 161 (1) of the Companies Act, 2013 and Articles of Association of the Company and who holds the office upto the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Companies Act, 2013 signifying his intention to propose Mr. Mukesh Jain as a candidate for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold the office for a term upto 11th November, 2019.”

7. To consider and if though fit, to pass with or without modification(s), the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 196 and 197, read with Section – II of Part – II of Schedule V and other applicable provisions, if any, of the Companies Act, 2013, the Company hereby approves the re-appointment of Mr. Murari Lal Gupta (DIN: 00050515) as a Managing Director of the Company for a further period of three years w.e.f. 1st November, 2015 as approved by the Board of Directors at its Meeting held on 11th August, 2015 on the terms and conditions as to the remuneration payable to him as recommended by the Remuneration Committee and as set out in the Agreement, to be entered into between the Company and Mr. Murari Lal Gupta, a draft of which duly initialled by the Chairman for the purpose of identification, is placed before the Meeting.”

“RESOLVED FURTHER THAT the Board of Directors be and is hereby empowered and authorized to vary such terms and conditions of the Agreement including any increase or enhancement in the remuneration not exceeding the limits specified in Schedule V to the Companies Act, 2013 or any amendments thereto, as may be agreed to by the Board of Directors and Mr. Murari Lal Gupta and that the aforesaid draft of the Agreement to be entered into between the Company and Mr. Murari Lal Gupta

be suitably amended to give effect to the same.”

“AND RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to enter into an Agreement on behalf of the Company with Mr. Murari Lal Gupta as per the said draft of Agreement.”

8. To consider and if though fit, to pass with or without modification(s), the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 196 and 197, read with Section – II of Part – II of Schedule V and other applicable provisions, if any, of the Companies Act, 2013, the Company hereby approves the re-appointment of Mr. Atul Jain (DIN: 00052966) as a Whole-time Director of the Company for a further period of three years w.e.f. 1st November, 2015 as approved by the Board of Directors at its Meeting held on 11th August, 2015 on the terms and conditions as to the remuneration payable to him as recommended by the Remuneration Committee and as set out in the Agreement, to be entered into between the Company and Mr. Atul Jain, a draft of which duly initialled by the Chairman for the purpose of identification, is placed before the Meeting.”

“RESOLVED FURTHER THAT the Board of Directors be and is hereby empowered and authorized to vary such terms and conditions of the Agreement including any increase or enhancement in the remuneration not exceeding the limits specified in Schedule V to the Companies Act, 2013 or any amendments thereto, as may be agreed to by the Board of Directors and Mr. Atul Jain and that the aforesaid draft of the Agreement to be entered into between the Company and Mr. Atul Jain be suitably amended to give effect to the same.”

“AND RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to enter into an Agreement on behalf of the Company with Mr. Atul Jain as per the said draft of Agreement.”

For and on behalf of the Board of Directors

MURARI LAL GUPTA
VICE CHAIRMAN & MANAGING DIRECTOR

Place: Mumbai

Date: 11th August, 2015.



KAMANWALA HOUSING CONSTRUCTION LIMITED

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXY / PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND SUCH PROXY / PROXIES NEED NOT BE A MEMBER / MEMBERS OF THE COMPANY.
2. Proxies in order to be effective, must be deposited at the Company's Registered Office not less than 48 hours before the time of the Meeting.
3. An Explanatory Statement pursuant to Section 102 (1) of the Companies Act, 2013 relating to items 5 to 8 of the Notice is annexed hereto.
4. Details of Directors' appointment / re-appointment pursuant to Clause "49" of the Listing Agreement with the Stock Exchange are annexed hereto.
5. Pursuant to Section 91 of the Companies Act, 2013, the Register of Members and Share Transfer Books of the Company will remain closed from Thursday, the 24th September, 2015 to Wednesday, 30th September, 2015 (both days inclusive).
6. The Corporate Members intending to send their duly authorized representative(s) are requested to send a duly certified copy of the Board resolution authorizing their representative(s) to attend and vote at the Annual General Meeting.
7. The Members intending to seek any information / clarification on the Annual Accounts are requested to write to the Company at its Registered Office at least Ten days before the date of Annual General Meeting so that the same may be complied within time.
8. Members are hereby requested to notify change in their addresses, make correspondence and send documents of share transfers, etc. either directly to the Company at the Registered Office or to the Office of Share Transfer Agents of the Company, M/s Sharex Dynamic (India) Pvt. Ltd., at Unit No. 1, Luthra Industrial Premises, Andheri-Kurla Road, Safed Pool, Andheri (East), Mumbai – 400 072.
9. The Members who hold shares in electronic form are requested to bring their numbers of DP ID/Client ID for the purpose of proper identification at the Meeting.

10. Pursuant to Section 205A of the Companies Act, 1956 all unclaimed/unpaid dividend over a period of 7 years have to be transferred by the Company to the Investors Education & Protection Fund constituted by the Central Government under Section 205(A) and 205(D) of the Companies Act, 1956.

Following are the details of dividend paid by the Company and their respective due dates of transfer to such Fund of the Central Government, which remains unpaid :

Date of Declaration of dividend	Divided for the year	Due date of transfer to the Government
05th September, 2008	2007-2008	12th October, 2015
29th September, 2009	2008-2009	5th November, 2016
30th September, 2010	2009-2010	6th November, 2017

It may be noted that no claim of the Shareholders will be entertained for the unclaimed dividends which have been transferred to the credit of the Investor Education & Protection Fund of the Central Government under the provisions of Section 205(B) of the Companies Act, 1956.

In view of the above, the Shareholders are advised to send all the unencashed dividend warrants to the Company's Share Transfer Agents for revalidation and encash them before the due date for transfer to the Investor Education & Protection Fund.

11. Electronic copy of the Thirty First Annual Report for 2014-15 is being sent to all the Members, whose e-mail IDs are registered with the Company/ depository participants for communication purposes unless any Member has requested for a hard copy of the same. For the Members who have not registered their e-mail address, physical copies of the Annual Report for 2014-15 is being sent in a permitted mode. Rules 18(3)(i) of the Companies (Management & Administration) Rules, 2013 -14 requires a Company to provide advance opportunity at least once in a financial year to the Member to register his e-mail address and any change therein. In compliance with the same, we request the Members who do not have their e-mail ID registered with the Company, to get the same registered with the Company. Members are also requested to intimate to the Company the changes if any, in their e-mail address.
12. **Voting through electronic means:**
 - I. In compliance with the provisions of Clause 35B of List Agreements with Stock Exchanges, Section 108 of the Companies Act, 2013 read

with Rule 20 of the Companies (Management & Administration) Rules, 2014, the Company is pleased to provide to Members the facility to exercise their right to vote on business to be transacted at the 31st Annual General Meeting by electronic means through e-voting services provided by Central Depository Services (India) Limited (CDSL). A Member who has voted on a resolution through the e-voting facility will not be entitled to change it subsequently. Further, a Member who has voted through the e-voting facility will not be permitted to vote again at the venue of the Annual General Meeting of the Company.

The instructions for Members for e-voting are as under:-

A Member receiving physical copy or email (for Member whose email IDs are registered with the Company / Depository Participant(s)):

- (i) Open your web browser during the voting period and log on to the e-voting website www.evotingindia.com
- (ii) Click on "Shareholders" to cast your votes.
- (iii) Select the Company's name from the drop down menu and click on "SUBMIT".
- (iv) Then enter your user ID
Fill up the following details in the appropriate boxes:
 - a. For CDSL: 16 digits beneficiary ID
 - b. For NSDL: 8 characters DP ID followed by 8 digits client ID
 - c. 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	<p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (applicable for both demat shareholders as well as physical shareholders).</p> <p>* Members who have not updated their PAN with the Company / Depository Participant(s) are requested to use the first two letters of their names and the last 8 digits of the demat account / folio number in the PAN field.</p> <p>* In case the folio number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters, e.g., if your name is Ramesh Kumar with folio number 100, then enter RA00000100 in the PAN field.</p>
DOB	<p>Enter Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yy format.</p>
Dividend Bank Details	<p>Enter the Dividend Bank Details as recorded in your demat account or in the Company records for the said demat account or folio.</p> <p>* 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 the number of shares held by you as on the cut off date in the Dividend Bank details field.</p>

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will reach directly the Company selection screen. However, Members holding shares in demat form will reach 'password creation' menu wherein they are required to mandatorily enter their login password in new password field. Kindly note that these password is to be used by demat holders for voting for resolutions of any other company on which are eligible to vote, provided that company opts for e-voting through CDSL platform. It is recommended not to share your password with other person and take utmost care to keep your password confidential.



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- (x) For Members holding shares in physical form, details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the Electronic Voting Sequence Number (EVSN) for the relevant Company name, viz., KAMANWALA HOUSING CONSTRUCTION LIMITED.
- (xii) On the voting page, you will see RESOLUTION DESCRIPTION and against the same 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 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 change your vote, click on "CANCEL" and accordingly, modify your vote.
- (xv) Once you "CONFIRM" your vote on 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 enter the User ID and the image verification code click on Forgot Password and enter details as promoted by the system.

Non-Individual shareholders, (i.e., other than individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.com> and register themselves as Corporates.

They should submit scanned copy of Registration Form bearing 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

Board Resolution and Power of Attorney (POA) which they have issued in favour of custodian, if any, in PDF format in the system for the scrutinizer to verify the same.

The voting period begins on Sunday, the 27th September, 2015 (10.00 A.M.) and ends on Tuesday, the 29th September, 2015 (5.00 P.M.). During this period Shareholders of the Company holding share either in physical form or dematerialized form as on the cut-off date which shall be close of business hours on Wednesday, the 23rd September, 2015 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

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.

Mr. Upendra C Shukla, Practicing Company Secretary, has been appointed as Scrutinizer for conducting e-voting process in a fair and transparent manner.

The Scrutinizer shall within a period not exceeding 3 (three) working days from conclusion of the e-voting period unblock the votes in the presence of at least 2 (two) witnesses not in the employment of the Company and make Scrutinizer's Report of the votes cast in favor or against, if any forthwith to the Chairman of the Company.

The results shall be declared as per the proceedings of the Annual General Meeting of the Company. The results declared along with Scrutinizer's Report shall be placed on the Company's website www.kamanwala.com and on website of CDSL within 2 (two) days of passing of the Resolutions at the Annual General Meeting of the Company and communicated to the BSE Limited.

By Order of the Board of Directors

MURARI LAL GUPTA
VICE CHAIRMAN & MANAGING DIRECTOR

Place: Mumbai

Date: 11th August, 2015.

ANNEXURE TO THE NOTICE:

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 (1) OF THE COMPANIES ACT, 2013

ITEM NO. 5

Mr. Amit Jain resigned as a Whole-time Director w.e.f. 1st July 2015 and accordingly, he vacated his office of Director. But considering his experience and long-term association with the Company, the Board of Directors in the Meeting held on 29th May, 2015 thought it fit to appoint him as an Additional Director. In accordance with the provisions of Section 161 of the Companies Act, 2013 ("the Act"), he holds the office as a Director up to the date of the forthcoming 31st Annual General Meeting. As Mr. Amit Jain is related to the Promoters, he will be deemed to be the Promoter Director and shall be liable to retirement by rotation.

The Company has received a notice in writing under the provisions of Section 160 of the Companies Act, 2013 from a Member along with a deposit of ₹1,00,000/- proposing the candidature of Mr. Amit Jain for the office of Director, to be appointed as such under the provision of Section 149 of the Companies Act, 2013.

Brief resume of Mr. Amit Jain, nature of his experience in specific functional areas and names of companies in which he holds directorships and memberships / chairmanships of Board Committees, shareholding and relationships between Directors inter-se as stipulated under Clause 49 of the Listing Agreement with the Stock Exchanges are provided in the annexure to the Notice.

The Board considers that the association of Mr. Amit Jain would be of immense benefit to the Company and it is desirable to continue to avail his services as Director. A copy of the draft letter of appointment proposed to be issued to Mr. Amit Jain on his appointment as Director, setting out of the terms and conditions is available for inspection at the Company's Registered Office during the normal business hours on working day upto the date of the Annual General Meeting.

Mr. Amit Jain and Mr. Tarun Jain being related, may be deemed to be interested to the extent of their shareholding interest in the Company.

Save and except the above, none of the other Directors, key managerial personnel or their relatives are in any way concerned or interested in the Resolution.

ITEM NO.6

Mr. Mukesh Jain was appointed as an Additional Director of the Company at the Meeting of the Board of Directors held on 12th November, 2014. In accordance with the provisions of Section 161 of the Companies Act, 2013 ("the Act"), he holds the office as a Director upto the date of the forthcoming 31st Annual General

Meeting. Pursuant to the coming into force of Section 149 of the Companies Act, 2013 from 1st April, 2014, the Company has re-assessed the status of its Directors with a view to determining their qualifying for classification as Independent Directors in term of Section 149 (6) of the Act. Accordingly, Mr. Mukesh Jain fulfils the criteria laid down in Section 149(6) of the Act. Section 149 (10) of the Act, restricts the tenure of Independent Director to two terms of upto ten years, with a single term not exceeding five years, which shall be effective from 12th November, 2014 in compliance with the provisions of Section 149 of the Act, it is proposed to appoint Mr. Mukesh Jain as an Independent Director of the Company to hold office for a term upto 11th November, 2019.

The Company has received a notice in writing under the provisions of Section 160 of the Companies Act, 2013 from a Member along with a deposit of ₹1,00,000/- proposing the candidature of Mr. Mukesh Jain for the office of an Independent Director.

The Company has received from Mr. Mukesh Jain (i) consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014; (ii) intimation in Form DIR-8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014 to the effect that he is not disqualified under Sub-Section (2) of Section 164 of the Companies Act, 2013; and (iii) a declaration to the effect that he meets the criteria of independence as provided in Sub-section 6 of Section 149 of the Companies Act, 2013.

In the opinion of the Board of Directors, Mr. Mukesh Jain, proposed to be appointed as an Independent Director, fulfils the conditions specified in the Act and the Rules made thereunder and he is independent of the Management. A copy of the draft letter of appointment proposed to be issued to Mr. Mukesh Jain on his appointment as an Independent Director, setting out the terms and conditions is available for inspection at the Company's Registered Office during the normal business hours on working day upto the date of the Annual General Meeting.

Brief resume of Mr. Mukesh Jain, nature of his experience in specific functional areas and names of Companies in which he holds Directorships and memberships/ chairmanships of Board Committees, shareholding and relationships between Directors inter-se as stipulated under Clause 49 of the Listing Agreement with the Stock Exchanges are provided in the annexure to the Notice.

Keeping in view his vast expertise and knowledge, the Board considers that it will be in the interest of the Company that Mr. Mukesh Jain is appointed as an Independent Director.

Save and except Mr. Mukesh Jain, none of the Directors or Key Managerial Personnel of the Company including their relatives is, in any way concerned or interested in the Resolution.



KAMANWALA HOUSING CONSTRUCTION LIMITED

ITEM NO. 7 AND 8

The present tenure of the Office of Mr. Murari Lal Gupta and Mr. Atul Jain, Managing Director and Whole-time Director respectively expires simultaneously at the close of business hours on 31st October, 2015.

The Board of Directors at its Meeting held on 11th August, 2015 considered and approved subject to the approval of Members at the forthcoming Thirty First Annual General Meeting, the re-appointments of Mr. Murari Lal Gupta as a Managing Director and Mr. Atul Jain as a Whole-time Director of the Company for a further term of 3 years with effect from 1st November, 2015. Their respective re-appointments are in accordance with the provisions of Schedule V to the Companies Act, 2013. The main terms and conditions of their re-appointments as specified in the draft agreements as to the remuneration payable to them are as follows:

Particulars	Mr. Murari Lal Gupta (Managing Director)	Mr. Atul Jain (Whole-time Director)
Remuneration:		
A. Salary & Perquisites:		
(i) Salary	₹ 2,00,000/-	₹ 1,50,000/-
(ii) Commission	1% of the Net Profit of the Company.	1% of the Net Profit of the Company.
(iii) Perquisites:		
(a) Free Unfurnished Residential Accommodation.	House Rent not to exceed 12.50% of the monthly salary per month.	House Rent not to exceed 12.50% of the monthly salary per month.
(b) Medical Benefit for Self and family.	One month's salary per annum.	One month's salary per annum.
(c) Leave Travel Allowance.	One month's salary per annum	One month's salary per annum
(d) Electricity.	Payment of actual Bills	Payment of actual Bills

The above salary A(i) shall be increased by ₹10,000/- on expiry of every year of their respective term of office.

B. Payment of the following perquisites will not be included in the computation of the ceiling on remuneration:

- Provident Fund / Superannuation Fund.
Company's Contribution to Provident Fund or Superannuation Fund or Annuity Fund to the extent these either singly or put together are not taxable under the Income-tax Act, 1961.
- Gratuity:
One-half month's salary for each completed year of service.
- Leave & Leave Encashment:
Privilege Leave of 15 days encashable every

year in the month of March during the tenure of their service.

C. Minimum Remuneration:

The above remuneration of A(i) and A(iii) (i.e., Salary & Perquisites) will be paid as Minimum Remuneration in case of loss or inadequacy of profits for any financial year during the term of their appointments.

D. The Managing Director and Whole-time Director will also be entitled to:

- A provision of car with driver (or reimbursement of driver's salary) for the use of Company's business.
- Free Telephone facility at residence.
- Reimbursement of all reasonable expenses including entertainment expenses incurred in connection with the business of the Company.

They shall not be paid any sitting fees for attending the Meetings of the Board of Directors or Committees thereof.

Mr. Murari Lal Gupta, Managing Director of the Company is not liable to retirement by rotation.

Mr. Murari Lal Gupta and Mr. Atul Jain, are interested or concerned in the respective resolutions pertaining to their appointments and remuneration payable to them.

Mrs. Pushpa Jain, Director of the Company, being relative of Mr. Atul Jain, be deemed to be interested or concerned in the Resolution of Item No.8.

No other Director is interested or concerned in these resolutions.

The above should be treated as an abstract as required under Section 190 of the Companies Act, 2013.

The draft of the proposed agreements to be entered into are available for inspection during the office hours on any working day at the Registered Office of the Company.

The Resolutions regarding re-appointments of the Managing Director and the Whole-time Director under Item No.7 and 8 are commended for acceptance of the Members.

By Order of the Board of Directors

MURARI LAL GUPTA
VICE CHAIRMAN & MANAGING DIRECTOR

Place: Mumbai

Date: 11th August, 2015.