

# **NATIONAL STANDARD (INDIA) LIMITED**

## **55<sup>th</sup> Annual Report 2017 - 2018**

*In view of green initiatives initiated by the Govt. of India, Ministry of Corporate Affairs, we request you to register your email ID with the Registrar and Share Transfer Agent, if you are holding shares in Physical mode and with your Depository Participant, if you are holding shares in dematerialised form. We also request all shareholders, who hold equity shares in physical mode, to open demat accounts and convert their physical holdings into demat on or before December 5, 2018.*

**CORPORATE INFORMATION****CORPORATE IDENTITY NUMBER: L27109MH1962PLC265959****BOARD OF DIRECTORS:**

|                                   |   |
|-----------------------------------|---|
| <b>Ms. Smita Ghag</b>             | Chairperson   |
| <b>Mr. Bhushan Shah</b>           | Independent Director  |
| <b>Mr. Prakash Vaghela</b>        | Independent Director (w.e.f 9 <sup>th</sup> February, 2018) |
| <b>Mr. Narinder Pal Singh</b>     | Non-Executive Director                                      |
| <b>Mr. A. A. Lakshminarayanan</b> | Non-Executive Director                                      |
| <b>Mr. Maninder Singh Chhabra</b> | Non-Executive Director                                      |
| <b>Mr. Umashankar Hegde</b>       | Independent Director (upto 9 <sup>th</sup> November, 2017)  |

**KEY MANAGERIAL PERSONNEL:**

|                            |  |
|----------------------------|--|
| <b>Mr. Chirag Sarvaiya</b> | Chief Executive Officer (w.e.f 9 <sup>th</sup> February, 2018) |
| <b>Mr. Ramesh Chechani</b> | Chief Financial Officer  |
| <b>Mr. Varun Shah</b>      | Company Secretary and Compliance Officer                       |
| <b>Mr. Samujwal Ghosh</b>  | Chief Executive Officer (upto December 1, 2017)                |

**REGISTERED OFFICE:**

412, Floor - 4, 17G Vardhaman Chamber,  
Cawasji Patel Road, Horniman Circle, Fort, Mumbai - 400001

**BANKERS**

Kotak Mahindra Bank Limited  
HDFC Bank Limited

**SHARE TRANSFER AGENT**

CB Management Services (P) Limited  
P-22, Bondel Road, Kolkata-700 019

**AUDITORS**

MSKA & Associates  
Chartered Accountants  
Floor 2, Enterprise Centre, Nehru Road,  
Near Domestic Airport, Vile Parle (E),  
Mumbai - 400 099.  
Tel. : 022-3358 9700

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## NOTICE

Notice is hereby given that the 55th Annual General Meeting of the Members of National Standard (India) Limited will be held on Monday, September 24, 2018, at 3.00 p.m. at 8th Floor, Lodha Excelus, Apollo Mills Compound, N. M. Joshi Marg, Mahalaxmi, Mumbai-400011 to transact the following business:

### ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2018 together with the Reports of the Board of Directors' and Auditors' thereon and in this regard pass the following resolution as an **Ordinary Resolution**:

**"RESOLVED THAT** the audited financial statement of the Company for the financial year ended March 31, 2018 and the reports of the Board of Directors and Auditors thereon laid before this meeting, be and are hereby considered and adopted.

2. To appoint a Director in place of Mr. Narinder Pal Shinh (DIN 00023160), who retires by rotation and is eligible, offers himself for re-appointment, and in this regard pass the following resolution as an **Ordinary Resolution**:

**"RESOLVED THAT** pursuant to the provisions of Section 152 of the Companies Act, 2013, Mr. Narinder Pal Shinh (DIN: 00023160), who retires by rotation at this meeting and being eligible has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

### SPECIAL BUSINESS:

3. **Ratification of the remuneration of the Cost Auditor for the financial year ending March 31, 2018**

To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

**"RESOLVED THAT** pursuant to the provisions of Section 148 and other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 including any statutory modification(s) or re-enactment thereof, for the time being in force, the aggregate remuneration of ₹ 50,000 (Rupees Fifty Thousand only) excluding out of pocket expenses and taxes, payable to the Cost Auditor, Mr. Dushyant C. Dave, Cost Accountant (Registration No. 000611), appointed by the Board of Directors of the Company on August 10, 2017, to conduct the audit of the cost records of the Company for the financial year ended March 31, 2018, be and is hereby ratified."

4. **Ratification of the remuneration of the Cost Auditor for the financial year ending March 31, 2019**

To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

**"RESOLVED THAT** pursuant to the provisions of Section 148 and other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 including any statutory modification(s) or re-enactment thereof, for the time being in force, the aggregate remuneration of ₹ 50,000 (Rupees Fifty Thousand only) excluding out of pocket expenses and taxes, payable to the Cost Auditor, Mr. Dushyant C. Dave, Cost Accountant (Registration No. 000611), appointed by the Board of Directors of the Company on May 22, 2018, to conduct the audit of the cost records of the Company for the financial year ended March 31, 2019, be and is hereby ratified."

5. **Appointment of Mr. Prakash Vaghela (DIN 07768595) as an Independent Director**

To consider and if thought fit, to pass, the following resolution as an **Ordinary Resolution**:-

**"RESOLVED THAT** pursuant to the provisions of Sections 149, 152, Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 read alongwith Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s), amendment(s) or re-enactment thereof, for the time being in force), Mr. Prakash Vaghela (DIN: 07768595), who was appointed as an Additional Director w.e.f February 9, 2018 be and is hereby appointed as an Independent Director on the Board of the Company to hold office upto February 8, 2023, not liable to retire by rotation."

### NOTES:

- 1) **A member entitled to attend and vote at the 55<sup>th</sup> Annual General Meeting ("the Meeting") is entitled to appoint proxy to attend and vote instead of himself/herself and the proxy need not be a member of the Company. The instrument of proxy, in order to be effective, should be deposited at the Registered Office of the Company, duly completed, stamped and signed, not later than 48 hours before the commencement of the Meeting. A Proxy Form is annexed to this Annual Report. Proxies submitted on behalf of the companies, societies, etc., must be supported by an appropriate Board resolution / authority, as applicable.**
- 2) **A person can act as a proxy on behalf of the members not exceeding 50 (fifty) and holding in the aggregate not more than 10% of the total share capital of the Company. Members holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as a proxy and such person shall not act as a proxy for any other person or member.**

- 3) Corporate member(s) intending to send their authorised representatives to attend the Meeting are requested to send a certified copy of the Board Resolution(s) authorising their representative to attend and vote on their behalf at the Meeting.
- 4) Every member entitled to vote at the Meeting of the Company can inspect the proxies lodged at the Company at any time during the normal business hours of the Company during the period beginning 24 (twenty-four) hours before the time fixed for the commencement of the Meeting and ending on the conclusion of the Meeting. However, a prior notice of not less than 3 (three) days in writing of the intention to inspect the proxies lodged shall be required to be provided to the Company.
- 5) A Statement pursuant to Section 102 (1) of the Companies Act, 2013 ("the Act"), relating to the Special Business to be transacted at the Meeting is annexed hereto.
- 6) This Notice is also being sent with Annual Report along with attendance slip, proxy form and route map of the venue of the Meeting.
- 7) Members/ proxies/ authorised representative should fill the attendance slip for attending the Meeting and bring their attendance slips along with their copy of the Annual Report at the Meeting.
- 8) In case of the joint holders attending the Meeting, only such joint holder whose name appears first in the order of names will be entitled to vote.
- 9) Members who hold shares in dematerialised form are requested to write their DP ID and Client ID number(s) and those who hold share(s) in physical form are requested to write their folio number(s) in the attendance slip for attending the Meeting in order to facilitate identification of membership at the Meeting.
- 10) Members holding shares in physical form in multiple folios in identical names or joint holding in the same order of names are requested to write to the Company's Registrar and Share Transfer agent, CB Management Services (P) Limited, P-22, Bondel Road, Kolkata-700 019 (R&T agent), Tel No.: +91 33 40116700/22806692/94/2486, email ID: rta@cbmsl.com enclosing their original share certificate to enable them to consolidate the holdings into one folio.
- 11) The Register of Members and Share Transfer Books of the Company would remain closed from Tuesday, September 18, 2018 to Monday, September 24, 2018 (both days inclusive) in terms of the provisions of Section 91 of the Companies Act, 2013 and Regulation 42 of the Listing Regulations.
- 12) The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts or arrangements in which Directors are interested under Section 189 of Companies Act, 2013, will be available for inspection by the members at the Meeting.
- 13) Relevant documents referred to in the accompanying Notice are open for inspection by the members at the Registered Office and Corporate Office of the Company on all working days, excluding Saturday, Sunday and Public Holidays between 11.00 A.M. and 1.00 P.M. upto and including the date of AGM. The said documents will also be available for inspection at the Meeting.
- 14) In terms of Rule 18 of the Companies (Management and Administration) Rules, 2014, the Company may give notice through electronic mode addressing to the person entitled to receive such e-mail as per the records of the Company or as provided by the depository, provided that the Company shall provide an advance opportunity atleast once in a financial year, to the member to register his e-mail address and changes therein and such request may be made by only those members who have not got their email ID recorded or to update a fresh email ID and not from the members whose e-mail IDs are already registered. In view of the above, the Company hereby request the members who have not updated their email IDs to update the same with their respective Depository Participant(s) or the CB Management Services (P) Limited, the Registrar and Transfer Agent of the Company. Further, the members holding shares in electronic mode are requested to keep their email addresses updated with the Depository Participants. Members holding shares in the physical mode are also requested to update their email addresses by writing to the Registrar and Transfer Agent of the Company quoting their folio number(s).
- 15) Physical copy of the Notice of the Meeting, Annual Report, Proxy Form and attendance slip are being sent to all the members of the Company whose address are registered with the Company or with the Depository Participant(s) or with R&T Agent of the Company.
- 16) Members holding shares in dematerialized form are requested to intimate all changes pertaining to their bank details, National Electronic Clearing Service (NECS) and Electronic Clearing Service (ECS) mandates, nominations, power of attorney, change of address, change of name, e-mail address, contact numbers, etc., to their Depository Participant (DP). Changes intimated to the DP will then be automatically reflected in the Company's record which will help the Company and the Company's R&T Agent to provide efficient and better services. Members holding shares in physical form are requested to intimate such changes either to the Company or to the Company's R&T Agent.
- 17) The Securities and Exchange Board of India (SEBI) has mandated submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in demat form are, therefore, requested to submit PAN

details to the Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to R&T Agent of the Company.

- 18) Members desiring any information relating to the accounts are requested to write to the Company well in advance so as to enable the Management to keep the information ready.
- 19) Members holding shares of the Company as on Monday, September 17, 2018 (cut-off date), shall be entitled to vote at the Meeting of the Company. A person who is not a member as on the cut-off date should treat this notice for information purpose only.
- 20) In terms of Section 152 of the Act, Mr. Narinder Pal Shinh, retires by rotation at the Meeting and being eligible, offers himself for re-appointment. The Nomination and Remuneration Committee of the Board and the Board of Directors of the Company has recommended his re-appointment.
- 21) The additional information in respect of re-appointment of Mr. Narinder Pal Shinh as Director, liable to retire by rotation, pursuant to the provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standard on General Meetings, are provided as Annexure 1 to the Explanatory Statement.
- 22) Mr. Narinder Pal Shinh is interested in the Ordinary Resolution as set out at Item No. 2 of the Notice with respect to his re-appointment. The relatives of Mr. Narinder Pal Shinh may be deemed to be interested in the said Resolution to the extent of their shareholding interest, if any, in the Company. Save and except the above, none of the Directors / Key Managerial Personnel of the Company / their Relatives are, in any way, concerned or interested, financially or otherwise, in the Ordinary Resolution set out under Item No. 2.
- 23) The Company is providing facility for voting by electronic means (e-voting) through an electronic voting system which will include remote e-voting as prescribed by the Companies (Management and Administration) Rules, 2014 as presently in force and the business set out in the Notice will be transacted through such voting. Information and instructions including details of User ID and password relating to such e-voting are provided as follows:
  - a. In compliance with the provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and the Secretarial Standards issued by the Institute of Company Secretaries, the Company is pleased to provide members a facility to exercise their right to vote on the business proposed to be transacted at the Annual General Meeting (**AGM**) by electronic means and the business may be transacted through e-voting services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM, ("**remote e-voting**") will be provided by Central Depository Services (India) Limited (**CDSL**).
  - b. The facility for voting through ballot form shall be made available at the AGM premises and the members attending the Meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the AGM through ballot paper.
  - c. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
  - d. Any person, who acquires shares of the Company and becomes member of the Company after the dispatch of the notice and holding shares as of the cut-off date i.e., Monday, September 17, 2018 may obtain their login ID and password by sending a request at [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com). However, if you are already registered with CDSL for remote e-voting then you can use your existing user ID and password for casting your vote.
  - e. The voting rights of the members shall be in proportion to the number of equity shares held by them as on the cut-off date Monday, September 17, 2018.
  - f. A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off date i.e. Monday, September 17, 2018 only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.
  - g. The remote e-voting period commences on Thursday, September 20, 2018 (9:00 am) and ends on Sunday, September 23, 2018 (5:00 pm). During this period the members' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. Monday, September 17, 2018, may cast their vote by remote e-voting. The remote e-voting module shall be forthwith blocked by CDSL for voting thereafter.  
Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently or vote again.
  - h. You can also update your mobile number and e-mail ID in the user profile details of the folio which may be used for sending future communication(s).

- i. A member can opt for only one mode of voting i.e. either through remote e-voting or by ballot process to be done at the AGM. If a member casts vote by both modes, then voting done through remote e-voting shall prevail and the ballot form shall be treated as invalid.
- j. The Company has appointed Mr. Sharat Shetty, Practising Company Secretary (PCS No. 18123), as the scrutinizer (the '**Scrutinizer**') for scrutizing the remote e-voting process as well as voting at the AGM in a fair and transparent manner.
- k. The Chairperson shall, at the AGM, at the end of discussion on the business matters on which voting is to be held, allow voting with the assistance of the Scrutinizer, by use of "**Ballot Form**" for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
- l. The Scrutinizer shall after the conclusion of voting at the AGM, first count the votes cast at the Meeting and thereafter unblock the votes cast through remote e-voting in the presence of atleast two witnesses not in the employment of the Company and shall make, not later than 3 (three) days of the conclusion of the AGM, a consolidated scrutinizer's report on the total votes cast in favour or against, if any, to the Chairperson or a person authorized by her in writing, who shall counter sign the same and declare the result of the voting forthwith.
- m. The results declared along with the report of the Scrutinizer will be placed on the website of the Company [www.nsil.net](http://www.nsil.net) and on the website of the CDSL immediately after the declaration of result by the Chairperson or a person authorized by her in writing. The results will also be immediately forwarded to the stock exchanges (BSE Limited and The Calcutta Stock Exchange Limited).
- n. The information and instructions including details of User ID and Password relating to such e-voting are provided in the E-voting Instructions Letter (annexed separately) which forms part of the notice.

By Order of the Board  
For **National Standard (India) Limited**

**Varun Shah**  
**Company Secretary**  
Membership No: A28901

Date: 22<sup>nd</sup> May, 2018  
Place: Mumbai

**ANNEXURE TO THE NOTICE OF ANNUAL GENERAL MEETING**

**Explanatory Statement annexed to the notice pursuant to section 102(1) of the Companies Act, 2013 in respect of the business mentioned in the notice of the 55th Annual General Meeting of the Company**

**Item 3 : Ratification of the remuneration of the Cost Auditor for the financial year ending March 31, 2018**

The Board of Directors at its Meeting held on August 10, 2017 appointed Mr. Dushyant .C. Dave, Cost Accountant (Registration No: 000611), as the Cost Auditor of the Company for auditing the cost records maintained for the construction activity undertaken by the Company, for the financial year ended March 31, 2018, at a remuneration amounting to ₹ 50,000 (Rupees Fifty Thousand only) excluding out of pocket expenses and taxes, if any.

In terms of the provisions of Section 148 of the Companies Act, 2013 read along with the Companies (Audit and Auditors) Rules, 2014 and Companies (Cost Records and Audit) Rules, 2014, the remuneration payable to Cost Auditor is required to be ratified by the members of the Company. Accordingly, the consent of the members is sought by an Ordinary Resolution as set out in Item 3 of the Notice.

The remuneration to be paid to the Cost Auditor of the Company is placed for the ratification by the members based on the recommendation of the Audit Committee.

None of the Directors, Key Managerial Personnel or their relatives are, in any way, concerned or interested financially or otherwise in the above resolution.

The Board recommends the Ordinary Resolution as set out in Item 3 of the Notice for your approval.

**Item 4 : Ratification of the remuneration of the Cost Auditor for the financial year ending March 31, 2019**

The Board of Directors at its Meeting held on May 22, 2018 appointed Mr. Dushyant .C. Dave, Cost Accountant (Registration No: 000611), as the Cost Auditor of the Company for auditing the cost records maintained for the construction activity undertaken by the Company, for the financial year ended March 31, 2019, at a remuneration amounting to ₹ 50,000 (Rupees Fifty Thousand only) excluding out of pocket expenses and taxes, if any.

In terms of the provisions of Section 148 of the Companies Act, 2013 read along with the Companies (Audit and Auditors) Rules, 2014 and Companies (Cost Records and Audit) Rules, 2014, the remuneration payable to Cost Auditor is required to be ratified by the members of the Company. Accordingly, the consent of the members is sought on the Ordinary Resolution as set out in Item 4 of the Notice.

The remuneration to be paid to the Cost Auditor of the Company is placed for the ratification by the members based on the recommendation of the Audit Committee.

None of the Directors, Key Managerial Personnel or their relatives are, in any way, concerned or interested financially or otherwise in the above resolution.

The Board recommends the Ordinary Resolution as set out in Item 4 of the Notice for your approval.

**Item 5: Appointment of Mr. Prakash Vaghela (DIN 07768595) as an Independent Director**

The Board of Directors of the Company on February 9, 2018, had appointed Mr. Prakash Vaghela (DIN: 07768595) as an Additional Director of the Company, categorised as Independent Director, in terms of Section 161 of the Companies Act, 2013 ("Act").

Mr. Prakash Vaghela is a member of The Institute of Chartered Accountants of India and has diverse experience in preparing financial statements and tax returns in various industries.

Mr Prakash Vaghela is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director. The Company has also received a declaration from Mr. Prakash Vaghela that he meets the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Act and under the Listing Regulations.

The Nomination & Remuneration Committee has recommended the appointment of Mr. Prakash Vaghela as an Independent Director for a term of 5 years

Based on the recommendation of the Nomination and Remuneration Committee and after reviewing the declaration submitted by Mr. Prakash Vaghela, the Board of Directors of the Company has formed an opinion that Mr. Prakash Vaghela meets the criteria of independence as per the provisions of Section 149(6) of the Companies Act, 2013 and rules made thereunder and also meets the requirements of Regulation 16 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and that he is independent of the management and possesses appropriate skills, experience and knowledge and accordingly the board has proposed his appointment as an Independent Director of the Company.

The additional information in respect of appointment of Mr. Prakash Vaghela as an Independent Director pursuant to the provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standard on General Meetings, is provided in Annexure to the Explanatory Statement.

## NATIONAL STANDARD (INDIA) LIMITED

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A copy of the draft letter of appointment, setting out the terms and conditions of appointment of Mr. Prakash Vaghela, is available for inspection, without any fee, by the members at the Company's registered office and corporate office on all working days, excluding Saturday, Sunday and public holidays between 11.00 A.M. and 1.00 P.M. upto and including the date of the AGM.

Except Mr. Prakash Vaghela and his relatives, none of the other Directors /Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 5 of the notice.

The Board recommends the resolution set forth in Item No. 5 of the notice for approval of the members.

By Order of the Board  
For **National Standard (India) Limited**

Date: 22<sup>nd</sup> May, 2018  
Place: Mumbai

**Varun Shah**  
**Company Secretary**  
Membership No: A28901



## Annexure

The Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India requires certain disclosures with respect to re-appointment of Mr. Narinder Pal Shinh (DIN: 00023160) and Mr. Prakash Vaghela (DIN: 07768595) as the Directors of the Company who are proposed to be appointed at this Annual General Meeting, which is mentioned below:

| <b>Name of the Director / Manager</b>   | <b>Narinder Pal Shinh<br/>(DIN00023160)</b>  | <b>Prakash Vaghela<br/>(DIN: 07768595)</b>   |
|---|--|--|
| <b>Date of Birth/Age</b>  | 4 <sup>th</sup> January, 1946/72 years   | 19 <sup>th</sup> September, 1973/45 years  |
| <b>Qualification</b>  | Law degree and MBA from Faculty of Management Studies, Delhi.  | Chartered Accountant , ICWA, LLB (G), B.Com  |
| <b>Experience</b>   | Sh N P S Shinh is a qualified professional, having a law degree an MBA from FMS Delhi, with over 50 years management experience including 25 years at Managing Director level.   | Mr. Prakash Vaghela has diverse experience in preparing financial statements, tax returns in various industries. He also has significant experience in Statutory Auditing and Assurance practice, including corporate law compliance requirements. |
| <b>Terms &amp; Conditions of appointment</b>  | He is a non executive non-independent Director and his terms are as per the provisions of Companies Act, 2013  | He is an Independent Director and his terms are as per the provisions of Companies Act, 2013   |
| <b>Remuneration last drawn &amp; Sought to be paid</b>  | Nil  | Nil  |
| <b>Date of Appointment on the Board</b>   | 11 <sup>th</sup> October, 2002   | 9 <sup>th</sup> February, 2018   |
| <b>Directorships held in other companies as on March 31, 2018</b>   | <ol style="list-style-type: none"> <li>1. Bakelite Hylam Limited</li> <li>2. Heritage Texture Services Private Limited</li> <li>3. Bakelite Coatings and Paint Private Limited</li> <li>4. Mountain Dew Properties Limited</li> <li>5. National Standard Tyre Moulds (India) Limited</li> <li>6. Bakelite Properties Private Limited</li> <li>7. Mystic Woods Holdings &amp; Trading Private Limited</li> <li>8. Shilpa Medicare Limited</li> <li>9. BLK Trading Private Limited</li> <li>10. Adamas Trading Private Limited</li> <li>11. Shriram Automotive Products Limited</li> </ol> | <ol style="list-style-type: none"> <li>1. Roselabs Finance Limited</li> <li>2. Shrivallabh Pittie Industries Limited</li> <li>3. Citron Infraprojects Limited</li> </ol>   |
| <b>Memberships of committees across companies (includes only Audit &amp; Stakeholders Relationship Committee) as on March 31, 2018*</b> | <p>Member of Audit Committee in Shriram Automotive Products Limited</p> <p>Member of Stakeholders and Investor Grievance Committee in Bakelite Hylam Limited</p>   | <ol style="list-style-type: none"> <li>1. Chairman of Audit Committee of Roselabs Finance Limited</li> <li>2. Member of Stakeholder Committee of Roselabs Finance Limited</li> </ol>   |
| <b>Shareholding in the Company (Equity)</b>   | 2250180 Equity Shares  | NIL  |
| <b>Relationship with other Directors/ Manager/Key Managerial Personnel</b>  | None   | None   |
| <b>Number of Board meetings attended during the year 2017-18</b>  | 4  | 2  |

\* Excluding the Committees of the Company

**MAP OF THE VENUE OF THE ANNUAL GENERAL MEETING**  
Address: 8th Floor, Lodha Excelus, Apollo Mills Compound, Mahalaxmi, Mumbai - 400011

**Address: 8th Floor, Lodha Excelus, Apollo Mills Compound, Mahalaxmi, Mumbai - 400011**

