

RTS POWER CORPORATION LIMITED

CORPORATE INFORMATION

BOARD OF DIRECTORS

Sri Sardul Singh Jain

Sri Rajendra Bhutoria

Sri Abhay Bhutoria

Sri Loon Karan Patawari

Sri Bachhraj Begwani

Chairman

Vice Chairman & Wholetime Director

Managing Director

Director

Director

COMPANY SECRETARY

Sri J. Biswas

AUDITORS

A. C. Bhuteria & Co.

Chartered Accountants

2, India Exchange Place (2nd Floor)

Kolkata - 700 001

BANKERS

The Bank of Rajasthan Limited, Jaipur

State Bank of Bikaner & Jaipur, Kolkata

Bank of Baroda, Jaipur

IDBI Bank Limited, Jaipur

Bank of India, Kolkata

The Bank of Rajasthan Limited, Kolkata

REGISTERED OFFICE

56, Netaji Subhas Road (2nd Floor)

Kolkata - 700 001

Phone : (033) 2242-6025, 2242-6054

Fax : (033) 2242-6732

E-mail : rtspower@vsnl.net

PLANTS

1. Rajasthan Transformers & Switchgears
(A Unit of RTS Power Corporation Limited)
Power & Distribution Transformers Unit
C-174, Road No 9J Vishwakarma Industrial Area
Chomu Road, Jaipur - 302013 (Rajasthan)
2. Rajasthan Transformers & Switchgears
(A Unit of RTS Power Corporation Limited)
Power & EHV Division Unit - 132 KV Class Transformers
E-346, Road No. 16, Vishwakarma Industrial Area
Jaipur - 302013 (Rajasthan)
3. RTS Power Corporation Limited
Transformer & Speciality Oil Unit - Kaladera
A-25, 26 Riico Industrial Area, Kaladera
Chomu, Jaipur, (Rajasthan)
4. Rajasthan Transformers & Switchgears
(A Unit of RTS Power Corporation Limited)
Power & Distribution Transformers Unit - Agra
Near 14 KM Mile Stone, Mathura Road
P.O. Artoni, Agra - 282007 (U.P.)
5. RTS Power Corporation Limited
Power & Distribution Transformers Unit - Salkia
130, Dharmatolla Road, Salkia
Howrah - 711106 (West Bengal)
6. RTS Power Corporation Limited
Power & Distribution Transformers Unit - Dhulagori
Jala Dhulagori, Sankrail, Dhulagori
Howrah-711302 (West Bengal)
7. RTS Power Corporation Limited
Wind Energy Division
Dhule-Maharashtra
8. RTS Power Corporation Limited
Wind Energy Division
Barmer-Rajasthan

REGISTRAR & SHARE TRANSFER AGENT

Niche Technologies Private Limited

D-511, Bagree Market, 71, B.R.B. Basu Road, Kolkata - 700 001

Phone : (033) 2234-3576, 2235-3070/7270/7271

NOTICE

NOTICE is hereby given that Sixty Second Annual General Meeting of Shareholders of the Company will be held at Hotel Lindsay, 8B Lindsay Street, Kolkata - 700087 on Thursday, 30th day of September, 2010 at 10.00 A.M to transact the following business:

1. To receive, consider and adopt the Profit & Loss Account of the Company for the year ended 31st March, 2010 and the Balance Sheet of the Company as at that date together with the Reports of the Directors and Auditors thereon.
2. To appoint a Director in place of Sri Sardul Singh Jain, who retires by rotation, and, being eligible, offers himself for re-appointment.
3. To declare a Dividend on Equity Shares.
4. To appoint Auditors and fix their remuneration and for this purpose to consider and, if thought fit, to pass, the following Resolution as an Ordinary Resolution with or without modification(s) :

"RESOLVED that pursuant to the provisions of Section 224 of the Companies Act, 1956, M/s. A. C. Bhuteria & Co., Chartered Accountants (Registration No with ICAI being 303105E) be and is hereby appointed as Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company at a remuneration to be fixed by the Audit Committee of the Board of Directors of the Company in consultation with them."

SPECIAL BUSINESS :

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

"That Sri Bachhraj Begwani be and he is hereby appointed a Director of the Company."

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

"RESOLVED that the Board of Directors of the Company be and is hereby authorized to appoint any person qualified for appointment as Auditors of the Company under Section 228 of the Companies Act, 1956, for auditing the Accounts of the Branch Offices/Units of the Company, situated at Jaipur - Rajasthan, Barmer-Rajasthan, Agra-U.P. and Dhule-Maharashtra for the Financial Year 2010-2011, in consultation with the statutory Auditors of the Company, at a remuneration to be fixed by the Audit Committee of the Board of Directors of the Company in consultation with such person."

7. 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 Section 81(1A) and all other applicable provisions, if any, of the Companies Act, 1956 (including any amendment thereto or re-enactment thereof for the time being in force) (hereinafter referred to as "the Act") and subject to the relevant provisions of the Memorandum of Association and the Articles of Association of the Company, the Listing Agreements entered into by the Company with the Stock Exchanges where the Equity Shares of the Company are listed and the Guidelines for Preferential Issues issued by the Securities and Exchange Board of India ("SEBI"), under SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009 and other applicable rules, regulations, clarifications, and/or guidelines, if any, of SEBI and such other authorities as may be applicable and as amended till date and subject to the requisite approvals or consents, if any, of the Central Government, Reserve Bank of India, Stock Exchanges, SEBI, Banks and Financial Institutions and any other appropriate Authorities, Institutions, Bodies under any other applicable laws, statutes, rules, and regulations for the time being and from time to time in force and further subject to such terms, conditions, stipulations and modifications as may be prescribed imposed or suggested by any of them while granting such approvals which the Board of Directors (hereinafter referred to as "the Board" which term shall be deemed to include any duly authorized Committee thereof for the time being and from time to time, to which all or any of the powers hereby conferred on

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the Board by this Resolution may have been delegated by the Board) be and is hereby authorized to accept and subject to such conditions and modifications as may be considered appropriate by the Board, consent of the Company be and is hereby accorded to the Board (with powers to delegate all, or any of the powers hereby conferred to any duly authorized Committee thereof) to create, issue, offer and allot, on preferential basis, at its sole and absolute discretion 6,00,000 (Six lakh) Equity Shares of Rs. 10/- each at a price not lower than Rs. 58/- per Equity Share (including a Premium not lower than Rs. 48 /- per Share) for an amount in aggregate not lower than Rs. 3,48,00,000/- (Rupees Three crores fourty eight lakhs only) calculated as per "Guidelines For Preferential Issues" issued by SEBI under SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009 ("SEBI ICDR Regulations 2009"), on such other terms and conditions, as the Board may deem appropriate in its absolute discretion to the following Company of the Promoters Group and other independent investor, on the general terms and conditions given herein :

Names of the Proposed Allottees	Number of Equity Shares
RAJASTHAN TRANSFORMERS & SWITCHGEARS PVT. LTD.	2,00,000
SHARP INVESTMENTS LIMITED	4,00,000
TOTAL	6,00,000

1. The "Relevant Date" for the purpose of Preferential Issue as per SEBI ICDR Regulations 2009 as amended upto date for the determination of the applicable price for the Equity Shares is 30th August, 2010, which is 30 days prior to the date of this Annual General Meeting.
2. The Equity Shares shall be subject to such lock-in period as specified in SEBI ICDR Regulations 2009 as amended upto date.
3. The entire Pre-Preferential allotment shareholdings of the Allottees shall be locked-in from the Relevant Date upto a period of six months from the date of Preferential allotment.
4. The Equity Shares issued and allotted to the Promoters Group and locked-in as mentioned above shall be transferable among the Promoters or Promoters Group or to a new Promoter or persons in control of the Company subject to the provisions of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations 1997. The lock-in of such Shares shall continue for the remaining period with the Transferee.
5. The Equity Shares to be issued and allotted by the Company shall be subject to the Memorandum and Articles of Association of the Company and shall rank pari passu in all respect with the existing Equity Shares of the Company.

FURTHER RESOLVED THAT the Equity Shares shall be issued and allotted within a period of 15 (fifteen) days from the date of passing of this Special Resolution provided that where the allotment of Equity Shares is pending on account of pendency of any approval for such allotment by any Regulatory Authority or the Central Government, the allotment shall be completed within a period of 15 (fifteen) days from the date of such approval or such other extended period as may be permitted under the applicable SEBI Preferential Issue Guidelines as amended from time to time.

FURTHER RESOLVED THAT :

- a. The Board be and is hereby authorized to decide and approve the other terms and conditions of the Issue of Shares and also shall be entitled to vary, modify or alter any of the terms and conditions, including the Issue Price and the size of the Issue, allottees of the Issue, as it may deem expedient, subject to the provisions of the Act, the rules/regulations/guidelines issued by GOI/RBI/SEBI, without being required to seek any further consent or approval of the Company in General Meeting.
- b. The offer, issue and allotment of the aforesaid Shares shall be made at such time or times as the Board may in its absolute discretion decide.
- c. The Board be and is hereby authorized to delegate all or any of the powers herein conferred by this Resolution to any Director or Directors or any other Officer or Officers of the Company to give effect to the abovesaid Resolution.

FURTHER RESOLVED THAT for giving effect to this Resolution, the Board be and is hereby authorized to take such steps and to do all such acts, deeds and things as the Board may, in its absolute discretion, consider necessary, expedient, usual, proper or incidental and to settle any question, remove any difficulty or doubt that may arise from time to time in relation to the offer, issue, allotment, listing and utilization of the issue proceeds of the Shares to prescribe the Forms of application, enter into agreement or other instruments, and to take such actions or to give such directions as may be necessary or desirable and to obtain any approval, permission, sanction which may be necessary or desirable, as they may deem fit.

FURTHER RESOLVED THAT the Board be and is hereby authorized to make on its own accord or to accept such amendments, modifications, variations and alterations as the GOI/RBI/SEBI/Stock Exchanges or any other regulatory authority may stipulate in that behalf, without being required to seek any further consent or approval of the Company in General Meeting".

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

"RESOLVED that the Company hereby approves the increase/revision in the remuneration payable, which in the event of loss or inadequacy of profits in any Financial Year be treated as minimum remuneration, payable to Sri Rajendra Bhutoria as the Whole-time Director of the Company for the period from 1st April, 2010 till the expiry of his present tenure of office namely, upto 31st March, 2012 as set out in the Explanatory Statement annexed to the Notice convening this Meeting with liberty to the Board of Directors of the Company ('the Board') to further alter and vary the terms and conditions, including remuneration of his appointment, if necessary , in such manner as may be agreed to by and between the Board and Sri Rajendra Bhutoria, within the limits specified in the Companies Act, 1956 read with Schedule XIII thereto".

9. To consider and, if thought fit, to pass, with or without modification(s), the following Resolution which will be proposed as an Ordinary Resolution :

"RESOLVED that in accordance with the provisions of Sections 198, 269, 309, 311 and other applicable provisions, if any of the Companies Act, 1956 ('the Act'), read with Schedule XIII of the Act, or any amendment or re-enactment thereof, the Company hereby approves the re-appointment of Sri Abhay Bhutoria as Managing Director of the Company, for a further period of 5 (five) years with effect from 1st December, 2010, on such remuneration and upon such terms and conditions set out in the Explanatory Statement annexed to the Notice convening this Meeting, including the minimum remuneration to be paid in the event of loss or inadequacy of profit in any Financial Year, with liberty to the Board of Directors of the Company (the Board) to alter and vary the terms and conditions, including remuneration of the said appointment, if necessary, in such manner as may be agreed to by and between the Board and Sri Abhay Bhutoria, within the limits specified in the Act read with Schedule XIII thereto."

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

"RESOLVED that in accordance with the provisions of the Section 314 and other applicable provisions, if any of the Companies Act, 1956 the Company hereby approves the increase in the remuneration payable to Sri Sharad Bhutoria as the Chief Executive Officer of the Company with effect from 1st April, 2010 as set out in the Explanatory Statement annexed herewith with liberty to the Board of Directors of the Company (the Board) to alter and vary the terms and conditions, including the remuneration, of his appointment, if necessary, in such manner as may be agreed to by and between the Board and Sri Sharad Bhutoria".

Registered Office :
56, Netaji Subhas Road
Kolkata – 700 001
Dated : 30th August, 2010

By Order of the Board

J. BISWAS
Company Secretary

NOTES :

1. A Member entitled to attend and vote at the Meeting is entitled to appoint a Proxy to attend and vote instead of himself /herself and a Proxy need not be a Member of the Company. Proxies in order to be effective must be received by the Company at its Registered Office not less than **48 hours before the Meeting.**
2. The Register of Members and Share Transfer Books of the Company will remain closed from Friday, 24th day of September, 2010 to Thursday, 30th day of September, 2010, both days inclusive.
3. Members who hold Shares in physical form are requested to notify immediately any change of their addresses to the Company's Registrar & Share Transfer Agent, M/s. Niche Technologies Pvt. Ltd., D-511, Bagree Market, 71, B.R.B. Basu Road, Kolkata-700001 so that future communications can be correctly despatched.
Mr. J. Biswas, Company Secretary is the Compliance Officer in terms of Clause 12B of the Listing Agreements with the Stock Exchanges. Members may communicate with the Compliance Officer in relation to any query pertaining to their shareholdings.
4. As per the provisions of the Companies Act, 1956 the facility for making nominations is available to the Members in respect of their Shares in the Company. Nomination Forms can be obtained from the Company's aforesaid Registrar & Share Transfer Agent in case they hold their Shares in physical form. If they are holding the Shares in dematerialized form, they may contact their respective Depositories for such nomination.
5. Members holding more than one Share Certificate in the same name and in the same order of names, but under different Ledger Folios, are requested to apply for consolidation of such Folios and send their all relevant Share Certificates to the Company's aforesaid Registrar and Share Transfer Agent by Registered Post at the earliest to facilitate better service in case they desire to continue to hold Shares in physical form in the Company. The Registrar and Share Transfer Agent will return the Share Certificates after due consolidation similarly by Registered Post.
6. The Company has signed Agreements with National Securities Depository Limited and Central Depository Services (India) Limited for Dematerialization of the Company's Shares. These facilities are now operational since 13th February 2001 and members are requested to avail of the same. Demat ISIN No allotted by NSDL and CDSL is INE005C01017.
7. Members who hold Shares in physical form are requested to inform the Company's aforesaid Registrar and Share Transfer Agent their Income Tax Permanent Account Number (PAN) / General Index Register Number (GIR), if any, allotted to them by the Income Tax Authorities.
8. Members holding Shares in physical form are requested to note that, in order to avoid any loss / interception in postal transit and also to get prompt credit of Dividend, they may provide details of their Bank Account quoting their Folio Numbers to the R&T Agent to enable them to print such details on the Dividend Warrants.
9. Members holding Shares in electronic form may please note that their Bank details as furnished by the respective Depositories to the Company will be printed on their Dividend Warrants as per the applicable Regulations of the Depositories and the Company will not entertain any direct request from such Members for change / deletion in such Bank details. Further, instructions, if any, already given by them in respect of shares held in physical form will not be automatically applicable to the Dividend paid on Shares held in electronic form. Members may, therefore, give instructions regarding Bank Accounts in which they wish to receive Dividend, directly to their Depository Participants.
10. **Members are requested to produce the accompanying Attendance Slip at the entrance of the Meeting Hall and bring their copies of the Annual Report to the Meeting as extra copies will not be possible to be supplied. Members who hold shares in Dematerialized form are requested to indicate without fail their DPID and Client ID Numbers on the Attendance Slip.**
11. **Members intending to require information or clarifications /explanations on any matter regarding Accounts at the Meeting are requested to write to the Company at least 10 days in advance of the Annual General Meeting.**

An Explanatory Statement pursuant to Section 173(2) of the Companies Act, 1956 in respect of Item Nos. 5 to 10 under Special Business is annexed hereto.

BRIEF PROFILE OF DIRECTORS SEEKING REAPPOINTMENT AT THE ANNUAL GENERAL MEETING PURSUANT TO THE CORPORATE GOVERNANCE CODE :

Name of the Director	Sri Sardul Singh Jain
Age	75 years
Qualifications	B.Com, L.L.B
Nature of expertise	He is a B.Com, L.L.B and is on the Company's Board for a period of about 25 years. He has vast professional expertise in finance, taxation, legal and management for last five decades and is Members of the Board of various Companies within and outside the Group in his professional capacity.
Date of First Appointment	20.02.1985
Name of the companies in which he holds Directorship of Boards	Bhutoria Agrotech Limited Omni Holdings Limited Alliance Udyog Limited Alliance Mills South Private Limited East India Cotton Manufacturing Company Limited RGF Capital Markets Limited East India Udyog Limited Bhandari Sales Private Limited Sungrace Finvest Private Limited Hari Holdings Private Limited Sri Vindhyachal Multimex Private Limited Annapurna Savings & Finance Private Limited Lindsay Securities Private Limited Alfred Herbert (India) Limited Alfred Herbert Limited EITA India Limited Jalan Chemical Industries Private Limited Lodha Capital Markets Limited Baroda Agents & Trading Co. Private Limited
Name of the Companies in which he holds Membership of Committees of Board	Audit Committee Alfred Herbert (India) Limited - Chairman EITA India Limited - Member
Professional Qualification	L.L.B.
No. of Shares held in the Company	Nil

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**BRIEF PROFILE OF DIRECTOR SEEKING APPOINTMENT AT THE ANNUAL GENERAL MEETING
PURSUANT TO THE CORPORATE GOVERNANCE CODE :**

Name of the Director	Sri Bachhraj Begwani
Age	69 years
Qualifications	B. Com, L.L.B
Nature of expertise	About 14 years' experience in corporate Management and 38 years' experience in practice on Taxation matters.
Date of First Appointment	30.04.2010
Name of the Companies in which he holds Directorship of Boards	NIL
Name of the Companies in which he holds Membership of Committees of Board	NIL
Professional Membership	Member of Bar Council of West Bengal
No. of Shares held in the Company	NIL

EXPLANATORY STATEMENT

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

Item No. 5 :

Sri Bachhraj Begwani was appointed as an Additional Director of the Company by the Board of Directors of your Company ("the Board") in its Meeting held on 30th April, 2010, pursuant to Article 89 of the Company's Articles of Association read with Section 260 of the Companies Act, 1956 ('the Act') with effect from 30th April, 2010.

Sri Bachhraj Begwani will hold office upto the date of the forthcoming Annual General Meeting of your Company as per the abovesaid Article read with Section 260 of the Act.

The Company has received Notice in writing in terms of Section 257 of the Act from a Member signifying his intention to propose at the forthcoming Annual General Meeting the appointment of Sri Bachhraj Begwani as a Director of your Company.

Sri Begwani is willing to act as a Director of your Company, if appointed and has filed with the Company his consent in writing under Section 264(1) of the Act.

Sri Begwani is an Advocate by profession and has been in practice on Taxation matters for last 38 years.

Having regard to his background and experience the Board considers that the appointment of Sri Begwani as a Director of your Company would prove beneficial to your Company.

The Resolution set out in Item No. 5 of the convening Notice has to be considered accordingly and the Board recommends his appointment.

No Director of your Company except Sri Begwani is concerned or interested in the Resolution.

Item No. 6

The Company has Branch Offices and Units at Jaipur-Rajasthan, Barmer-Rajasthan Agra-U.P. and Dhule-Maharashtra. M/s. N. C. Dhadda & Co., Chartered Accountants, (Registration No. with ICAI being 000986C) were appointed the Branch Auditors for the Financial Year 2009-2010. It is proposed to reappoint M/s. N. C. Dhadda & Co., Chartered Accountants as Branch Auditors for the Jaipur-Rajasthan, Barmer-Rajasthan, Agra-U.P. and Dhule-Maharashtra Offices and Units for the Financial Year 2010-2011.

The Shareholders' approval is, therefore, sought for the appointment of M/s. N. C. Dhadda & Co., Chartered Accountants as Branch Auditors of the Company's Branch Offices and Units at Jaipur-Rajasthan, Barmer-Rajasthan, Agra-U.P. and Dhule-Maharashtra for the Financial Year 2010-2011 and to authorize the Audit Committee of the Board of Directors to determine the remuneration payable in consultation with them.

The Board of Directors recommends the Resolution for acceptance by the Members.

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

Item No. 7 :

For meeting additional fund requirements of your Company, your Board of Directors ("BOARD") in its Meeting held on 30th August, 2010, subject to the approval by the Company in General Meeting and requisite statutory approvals, has proposed to offer for subscription by way of preferential allotment 6,00,000 Nos. Equity Shares of Rs.10/- each of the Company for cash, at a price not lower than Rs. 58/- per Equity

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Share of Rs.10/- each of the Company (the "Shares") to the Company of the Promoters Group and other independent investor, for an aggregate value not lower than Rs. 3,48,00,000/- (Rupees Three Crores fourty eight lakhs only).

Pursuant to the provisions of Section 81(1A) of the Companies Act,1956 ("the Act") any offer or issue of Shares in a Company to persons other than the holders of Equity Shares of a Company requires prior approval of the Shareholders in General Meeting by a Special Resolution. The Listing Agreements executed by the Company with the Stock Exchanges also provide that the Company shall, in first instance, offer all Securities for subscription pro-rata to the Shareholders unless the Shareholders in a General Meeting decide otherwise. Accordingly, the Special Resolution as appearing in the convening Notice has been proposed under Section 81(1A) of the Act for this purpose.

As per SEBI's Guidelines for Preferential Issues, the Issue of Shares on a preferential basis can be made only at a price, which is not less than the higher of the following :

- a. The average of the weekly high and low of the closing prices of the Shares quoted on the Stock Exchange during the six months preceding the "Relevant Date";

OR

- b. The average of the weekly high and low of the closing prices of the Shares quoted on the Stock Exchange during the two weeks preceding the "Relevant Date".

The "Relevant Date" for the above purpose means the date of thirty days prior to the date on which the Annual General Meeting is held to consider the proposed Issue under Section 81(1A) of the Act. As the date of the ensuing Annual General Meeting of Shareholders is 30th September, 2010, the "Relevant Date" is 30th August, 2010.

"Stock Exchange" for this purpose shall mean any of the recognized Stock Exchanges in which the Shares of the Company are listed and on which the highest trading volume in respect of the Company's Shares has been recorded during the preceding six months prior to the Relevant Date.

The minimum Issue price computed on the above basis works out to Rs. 58/- per Share approximately. As against this, the Shares are proposed to be issued at a price not lower than Rs. 58/- per Share. The Equity Shares to be issued and allotted shall be subject to the Memorandum and Articles of Association of the Company and the terms of Issue. The Equity Shares to be issued and allotted shall rank pari-passu in all respects with, and carry the same rights including Dividend as, the existing Equity Shares.

The Board believes that the proposed offer will be in the best interest of the Company and its Members.

The proposed Preferential Issue of Equity Shares would be strictly in accordance with Chapter VII of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 ("SEBI ICDR Regulations 2009") and the following parameters would be subject to such changes as may be required to conform to the SEBI ICDR Regulations 2009 :

1. The Objects of the Preferential Issue :

The funds to be raised from this Preferential Issue along with internal accruals will be mainly utilized for repayment of outstanding loans and balance remaining out of such funds raised after repayment of the loans, if any, will be utilized for funding Capital expenditure for existing operations as well as expansions and meeting working capital requirements of the Company.

2. The Proposal of the Promoters/Directors/Key Management Persons of the Company to subscribe this Preferential Offer :

The Company of the Promoters Group to whom the Shares are proposed to be issued on a Preferential basis intends to subscribe to such Shares.

3. Shareholding Pattern before and after the Preferential Issue based on the Shareholding Pattern as on 30.08.2010

(assuming {a} allotment of 6,00,000 Equity Shares to the Company of the Promoters Group and Independent Investor and {b} no further increase in the Company's Paid-up Share Capital in between):

CATEGORY	Pre-Preferential Issue as at 30.08.2010		Post-Preferential Issue	
	Equity Shares Held (*)	% of Equity Share Holding	On allotment of the Equity Shares proposed to be issued to the Company of the Promoter Group and Other Independent Investors (*)	% of Equity Share Holding
Shareholding of Promoters and Promoters Group				
A1. Indian				
(a) Individuals/Hindu Undivided Family	376711	5.240%	3,76,711	4.837%
(b) Bodies Corporate	26,18,587	36.427%	28,18,587	36.189%
Sub Total of A1	29,95,298	41.668%	31,95,298	41.026%
A2. Foreign	NIL	NIL	NIL	NIL
Sub Total of A2	NIL	NIL	NIL	NIL
Total of A (A1 + A2)	29,95,298	41.668%	31,95,298	41.026%
B. Non-Promoter Holding (Public Share Holding)				
B1. Institutions				
Fin. Institutions/Banks/FII	1,15,736	1.610%	1,15,736	1.486%
Sub Total of B1	1,15,736	1.610%	1,15,736	1.486%
B2. Non Institutions				
(a) Bodies Corporate	31,32,435	43.576%	35,32,435	45.354%
(b) Individuals	7,15,398	9.952%	7,15,398	9.186%
(c) Any Other - NRI/OCBs/Cirg. Memb/Cirg.Crpn.	2,29,633	3.194%	2,29,633	2.948%
Sub Total of B 2	40,77,466	56.722%	44,77,466	57.488%
Total of B (B1 + B2)	41,93,202	58.332 %	45,93,202	58.974%
C. Shares held by custodians and against which DRs have been Issued	NIL	Nil	NIL	Nil
GRAND TOTAL OF (A)+(B)+(C)	71,88,500	100.00 %	77,88,500	100%

(*) Shares of Face Value Rs. 10/-