



23<sup>rd</sup> ANNUAL REPORT  
2014-2015

वसुदेवसुतं देवं कंसचाणूरमर्दनम् । देवकीपरमानन्दं कृष्णं वन्दे जगद्गुरुम् ॥



**23<sup>rd</sup> ANNUAL GENERAL MEETING**

Day & Date : Monday, 21<sup>st</sup> September, 2015  
Venue : Sunville,  
9, Dr. Annie Besant Road,  
Worli,  
Mumbai - 400 018  
Phone No. : 022 - 2497 8082 / 2493 5546 / 2493 4637  
Time : 11:00 a.m.

<b>CONTENTS</b>	<b>Page No.</b>
Company Information .....	2
Financial Highlights .....	3
Notice of Annual General Meeting .....	4
Directors' Report .....	12
Report on Corporate Governance .....	32
Management Discussion and Analysis .....	47
CEO & CFO Certificate .....	51
Auditors' Report on Financial Statements .....	52
Balance Sheet .....	56
Statement of Profit & Loss .....	57
Cash Flow Statement .....	58
Notes on Financial Statements .....	59

## COMPANY INFORMATION

### BOARD OF DIRECTORS

Shri Rameshwarlal Kabra	Chairman
Shri Tribhuvanprasad Kabra	Managing Director
Shri Mahendrakumar Kabra	Joint Managing Director (w.e.f. 1 <sup>st</sup> June, 2015)
Shri Satyanarayan Loya	Director
Shri Mukund Chitale	Director
Dr. Ajai Singh	Director
Shri Naveen Kumar Mandhana	Director
Shri Sandeep Jhanwar	Director
Shri R. Kannan	Director
Shri Prashant Deshpande	Director
Smt. Kirtidevi Kabra	Director (w.e.f. 23 <sup>rd</sup> September, 2014)

### REGISTERED OFFICE

Ram Ratna House,  
 Oasis Complex, P.B. Marg, Worli, Mumbai - 400 013  
 Tel : 91-22-24924144/24949009 Fax : 91-22-24910819  
 Website: www.ramratna.com  
 CIN : L31300MH1992PLC067802

### CORPORATE OFFICE

305/A, Windsor Plaza,  
 R.C. Dutt Road,  
 Alkapuri, Vadodara - 390 007  
 Tel : 91-265-2321891/2/3 Fax : 91-265-2321894

### WORKS

<b>1) Ram Ratna Wires Limited</b> Survey No. 212/2, Near Dadra Check Post, Village : Dadra, Silvassa - 396 193 U.T. of Dadra & Nagar Haveli	<b>2) Salasar Copper</b> Survey No. 142/2, Madhuban Dam Road, Village : Rakholi, Silvassa - 396 240 U.T. of Dadra & Nagar Haveli	<b>3) Salasar Copper (Unit -2)</b> Survey No. 212/2, Near Dadra Check Post, Village : Dadra, Silvassa - 396 193 U.T. of Dadra & Nagar Haveli
---	--	--

### AUDITORS

**V.C. Darak & Associates**  
 Chartered Accountants  
 Tel : 91-22-26161646  
 Fax : 91-22-26161650

### CONSULTANT

**Khanna & Co.**  
 Practicing Company Secretaries  
 Tel : 91-22-27578787

### COMPANY SECRETARY

**Ramesh Chamadia**

### BANKERS

State Bank of India  
 Corporation Bank  
 Allahabad Bank  
 Standard Chartered Bank  
 Kotak Mahindra Bank Limited  
 Yes Bank

### REGISTRAR AND SHARE TRANSFER AGENT

Sharepro Services (India) Private Limited  
 13 AB, Samhita Warehousing Complex, 2nd Floor,  
 Sakinaka Telephone Exchange Lane, Off Andheri Kurla Road,  
 Sakinaka, Andheri (E), Mumbai - 400 072.  
 Tel : 91-22-67720300/51/52/53 Fax : 91-22-28375646



## FINANCIAL HIGHLIGHTS

(₹ In Lacs)

Description	2014-15	2013-14	2012-13	2011-12	2010-11	2009-10	2008-09
<b>A. Operating Results:</b>							
Gross Sales and related income	82,704.27	77,579.77	76,280.07	61,305.92	54,601.96	43,871.44	33,916.91
Net Sales and related income	74,091.18	69,859.49	68,550.34	56,031.24	49,901.91	40,536.25	30,353.47
Other Income	230.53	112.48	101.09	106.39	39.44	31.54	23.57
<b>Net Profit before Taxation</b>	<b>1,508.38</b>	<b>1,080.40</b>	<b>1,263.79</b>	<b>710.56</b>	<b>1,448.75</b>	<b>1,788.39</b>	<b>220.95</b>
Provision for Taxation	526.18	387.47	394.42	201.93	501.61	617.70	83.85
<b>Net Profit after Taxation</b>	<b>982.20</b>	<b>692.93</b>	<b>869.37</b>	<b>508.63</b>	<b>947.14</b>	<b>1,170.69</b>	<b>137.10</b>
<b>B. Financial Position:</b>							
Fixed Assets (Net)	4,590.28	4,599.22	4,649.64	4,711.49	4,584.13	3,053.16	3,025.63
Non - Current Assets	716.65	655.86	462.23	384.60	1,502.47	1,536.14	1304.66
Current Assets	15,390.11	15,155.85	16,136.54	12,518.65	9,665.74	8,736.77	4,804.85
Investments	284.42	251.91	206.19	146.75	43.88	40.00	40.00
<b>TOTAL ASSETS</b>	<b>20,981.46</b>	<b>20,662.84</b>	<b>21,454.60</b>	<b>17,761.49</b>	<b>15,796.22</b>	<b>13,366.07</b>	<b>9,175.14</b>
Share Capital	1,100.00	1,100.00	1,100.00	1,100.00	1,100.00	1,100.00	1,100.00
Reserves and Surplus	5,542.55	4,848.52	4,348.63	3,671.03	3,354.17	2,663.57	1,749.43
<b>SHAREHOLDERS' FUND</b>	<b>6,642.55</b>	<b>5,948.52</b>	<b>5,448.63</b>	<b>4,771.03</b>	<b>4,454.17</b>	<b>3,763.57</b>	<b>2,849.43</b>
Non - Current Liabilities	1,338.40	1,239.27	1,249.70	1,327.70	1,524.10	6,848.89	4,567.11
Current Liabilities	12,658.63	13,079.33	14,351.01	11,235.27	9,435.75	2,424.39	1,455.70
Deferred Tax	341.88	395.72	405.26	427.49	382.20	329.22	302.90
<b>TOTAL CAPITAL EMPLOYED</b>	<b>20,981.46</b>	<b>20,662.84</b>	<b>21,454.60</b>	<b>17,761.49</b>	<b>15,796.22</b>	<b>13,366.07</b>	<b>9,175.14</b>
<b>C. Equity Share Data:</b>							
Earning per share (₹ )	4.46	3.15	3.95	2.31	4.31	10.64	1.25
Book value	30.19	27.04	24.77	21.69	20.25	36.55	25.90
Dividend (%)	20.00	15.00	15.00	15.00	20.00	20.00	7.50
Number of Shares (in Lacs)	220.00	220.00	220.00	220.00	220.00	110.00	110.00
<b>D. Operational Performance:</b>							
Production - ECW (Mts)	12,252	10,796	10,705	9,716	9,877	9,893	8,289
Production - ECS + (Mts)	776	664	587	417	464	410	282
Production - SWW (Mts)	891	706	858	512	277	175	—
Production - EAW (Mts)	1,115	956	851	347	12	—	—
Production - BCS (Mts)	495	448	392	197	—	—	—
Capacity Utilization - ECW %	79	72	72	65	61	72	69
Capacity Utilization - ECS + %	97	83	73	67	77	68	47
Capacity Utilization - SWW %	74	54	72	78	23	—	—
Capacity Utilization - EAW %	81	68	68	30	—	—	—

ECW - Enamelled Copper Wire	ECS - Enamelled Copper Strips
SWW- Submersible Winding Wire	EAW - Enamelled Aluminium Wire

## NOTICE

(Note: The business of this meeting may be transacted through electronic voting system)

**Notice is hereby given that the 23<sup>rd</sup> Annual General Meeting of the Members of Ram Ratna Wires Limited will be held at Sunville, 9, Dr. Annie Besant Road, Worli, Mumbai – 400 018 on Monday, 21<sup>st</sup> September, 2015, at 11:00 a.m. to transact the following business:**

### ORDINARY BUSINESS

1. To receive, consider and adopt the audited Balance Sheet as at 31<sup>st</sup> March, 2015, the Statement of Profit and Loss for the year ended on that date together with Reports of the Board of Directors and Auditors thereon.
2. To declare dividend on equity shares.
3. To appoint a Director in place of **Shri Satyanarayan Loya (DIN 00091323)**, who retires by rotation at the ensuing Annual General Meeting and being eligible, has offered himself for re-appointment.
4. To appoint Auditors of the Company and fix their remuneration and in this regard to consider and, if thought fit, to pass with or without modification(s) the following resolution as an **Ordinary Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and other applicable rules, if any, (including any statutory modification(s) or re-enactment thereof for the time being in force) the re-appointment of M/s. V.C. Darak & Co., Chartered Accountants (Firm Registration No. 119336W) retiring Auditors of the Company, (who were appointed to hold office from the conclusion of the 22<sup>nd</sup> Annual General Meeting until the conclusion of the 25<sup>th</sup> Annual General Meeting of the Company, to audit the annual accounts for three consecutive financial years beginning on 1<sup>st</sup> April, 2014 and ending on 31<sup>st</sup> March, 2017), to hold office till the conclusion of the 24<sup>th</sup> Annual General Meeting be ratified on such remuneration as shall be fixed by the Board of Directors in consultation with the said Auditors.”

### SPECIAL BUSINESS

5. To consider and if thought fit, to pass the following resolution with or without modification, as a **Special Resolution**:

**“RESOLVED THAT** consent of the Company be and is hereby accorded in terms of Section 180(1)(c) and other applicable provisions if any, of the Companies Act, 2013 to the Board of Directors (the “Board”) of the Company for borrowing from time to time of such further sums of money as they may deem requisite for the purposes of the business of the Company, notwithstanding that monies to be borrowed together with monies already borrowed by the Company (apart from temporary loans obtained from the Company’s bankers in the ordinary course of business) may exceed the aggregate of the paid up share capital of the Company and its free reserves, that is to say, reserves not set apart for any specific purpose, provided that the total amount up to which monies may be borrowed by the Board and outstanding shall not exceed the sum of ₹ 300 crores (Rupees Three Hundred crores only) at any point of time.

**RESOLVED FURTHER THAT** Shri Tribhuvanprasad Kabra, Managing Director and Shri Ramesh Chamadia, Company Secretary, be and are hereby severally authorized to take such actions and do all such things as may be necessary and desirable to give effect to this resolution.”

6. To consider and if thought fit, to pass the following resolution with or without modification, as a **Special Resolution**:

**“RESOLVED THAT** consent of the Company be and is hereby accorded in terms of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 for mortgaging and / or charging by the Board of Directors (the “Board”) of the Company by way of a charge of all or any of the immovable / movable properties of the Company wheresoever situated, present and future and the whole or substantially the whole of the undertaking/s of the Company together with power to take over management of the business and concern of the Company in certain events, to or in favour of the consortium of banks financing the working capital requirements of the Company and / or any other financial institutions / investment institutions / banks or their Agent/s or Trustee/s, if any from whom financial assistances are / would be availed by the Company to secure amounts lent and advanced / agreed to be lent and advanced to the Company by them either severally or jointly up to a limit of ₹ 300 crores (Rupees Three Hundred crores only) by way of loan (Foreign Currency or Rupee), subscription to debentures, any other instruments etc., together with interest thereon at the respective agreed rates, compound interest, additional interest, commitment charges, guarantee commission, remuneration payable to the Trustees, if any, costs, charges, expenses and other monies payable to all such financial institutions / investment institutions / banks, etc. in respect of financial assistance availed / to be availed from them or to the Trustees.

**RESOLVED FURTHER THAT** the charge / mortgage in favour of the consortium of banks / financial institutions / investment institutions / banks, etc. as aforesaid shall rank pari-passu or subordinate or subservient to the existing or future charges already created / to be created in favour of the consortium of banks / financial institutions / investments institutions / Debenture Trustees / banks / any other authority as may be decided by the Board in consultation with the said lenders.

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to finalise with the lenders, the debenture-holders, their Agents or Trustees, the deeds and documents for creating the aforesaid mortgage and / or charge and to do all such acts and things as may be necessary for giving effect to the aforesaid resolution.

**RESOLVED FURTHER THAT** Shri Tribhuvanprasad Kabra, Managing Director and Shri Ramesh Chamadia, Company Secretary, be and are hereby severally authorized to take such actions and do all such things as may be necessary and desirable to give effect to this resolution."

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

**"RESOLVED THAT** as per the recommendation of the Nomination & Remuneration Committee and pursuant to the provisions of Sections 196, 197, 203 and any other applicable provisions, if any, read with section 198 of the Companies Act, 2013 and the rules made there under, including the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Schedule V to the Companies Act, 2013, consent of the Company be and is hereby accorded for the appointment of Shri Mahendrakumar Kabra (DIN 00473310) as the Joint Managing Director of the Company for a period of 3 (three) years effective from 1<sup>st</sup> June, 2015 who shall not be entitled to receive any remuneration whether by way of salary, perquisites, commission, bonus or otherwise and shall be liable to retire by rotation.

**RESOLVED FURTHER THAT** Shri Tribhuvanprasad Kabra, Managing Director, and Shri Ramesh Chamadia, Company Secretary, be and are hereby severally authorized to take such actions and do all such things as may be necessary and desirable to give effect to this resolution, including filing of e-forms with the Ministry of Corporate Affairs."

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

**"RESOLVED THAT** pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), a remuneration of ₹ 3,60,000/- (Rupees Three Lacs Sixty Thousand only) be paid to M/s. Poddar & Co., Cost Accountants (having firm registration number 29474), the Cost Auditors appointed by the Board of Directors of the Company, to conduct the audit of the cost records of the Company for the financial year ending 31<sup>st</sup> March, 2016.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary, proper and expedient to give effect to this resolution."

For and on behalf of the Board

Place: Mumbai  
Date: 30<sup>th</sup> May, 2015

**Rameshwarlal Kabra**  
Chairman  
DIN 00150875

**REGISTERED OFFICE:**

Ram Ratna House, Oasis Complex,  
P.B.Marg, Worli, Mumbai-400 013  
CIN: L31300MH1992PLC067802  
E-MAIL: investor\_grievance@ramratna.com

## NOTES:

1. **A member entitled to attend and vote at the Annual General Meeting (the “Meeting” or the “AGM”) is entitled to appoint a proxy to attend and on a poll, to vote instead of himself / herself and the proxy need not be a member of the Company. Proxies, in order to be effective, must be received at the Company’s registered office not later than 48 (forty-eight) hours before the time fixed for holding the Meeting i.e., by 11.00 a.m. on 19<sup>th</sup> September, 2015.** Pursuant to the provisions of Section 105 of the Companies Act, 2013, a person shall not act as a proxy for more than 50 (fifty) members and holding in aggregate not more than 10% (ten percent) of the total share capital of the Company. However, a single person may act as a proxy for a member holding more than 10% (ten percent) of the total share capital of the Company provided that such person shall not act as a proxy for any other person.
2. Members desirous of obtaining any information concerning the accounts and operations of the Company are requested to address their queries to the Company so as to reach the Registered Office of the Company **at least seven days before the date of the Meeting** to enable the Company to make available the required information at the Meeting, to the extent possible.
3. Authorized representatives of corporate members intending to attend the Meeting must be authorized by proper Board resolution. A copy of the Board resolution must be sent to the Company before the Meeting.
4. In terms of the Articles of Association of the Company, read with the applicable provisions of the Companies Act, 2013, Shri Satyanarayan Loya, Director, retires by rotation at the ensuing Meeting and being eligible, offers himself for re-appointment. The Board of Directors of the Company recommends re-appointment of Shri Satyanarayan Loya.
5. Additional information pursuant to Clause 49 of the Listing Agreement in respect of Directors proposed for appointment / re-appointment at the Meeting and the Explanatory Statement relating to Special Business to be transacted at the Meeting pursuant to Section 102(1) of the Companies Act, 2013 is annexed hereto.
6. The Register of Members and Share Transfer Books will remain closed from Tuesday, 15<sup>th</sup> September, 2015 to Monday, 21<sup>st</sup> September, 2015 (both days inclusive) for the purpose of AGM and payment of dividend.
7. The payment of dividend, if any, declared at the Meeting, will be made to those shareholders whose names appear on the Company’s Register of Members on Monday, 14<sup>th</sup> September, 2015 or to their nominees. In respect of shares held in dematerialized form, dividend will be paid to the beneficial owners as at the end of business hours on Monday, 14<sup>th</sup> September, 2015 as per the details to be received from Depositories for the purpose. Dividend warrants will be credited or dispatched within thirty days from the date of the Meeting.
8. Pursuant to Section 124 of Companies Act, 2013 and Section 205A of the Companies Act, 1956, all unclaimed dividends, remaining unclaimed for a period of seven years from the date they became due for payment, need to be transferred to the Investor Education and Protection Fund (IEPF) established by the Central Government. The Company has already transferred the unclaimed dividends for the financial years 1995-96 to 2006-07 to the IEPF. Members are requested to contact the Company’s Registrar and Share Transfer Agents, for payment in respect of unclaimed dividends for the years after 2007-08. Please note that the unclaimed portion of the dividend declared by the Company for the financial year 2007-2008 will be transferred to IEPF in the month of October, 2015.
9. Members are requested to notify immediately any change in their address / bank mandate to their respective Depository Participant (DP) in respect of their electronic share accounts and to the Company’s Registrar & Share Transfer Agent at Sharepro Services (India) Private Limited at 13AB, Samhita Warehousing Complex, 2nd Floor, Sakinaka Telephone Exchange Lane, Off Andheri Kurla Road, Sakinaka, Andheri (East), Mumbai – 400 072 in respect of their physical share folios.
10. Members are requested to bring duly filled admission / attendance slip and their copy of Annual Report to the Meeting. Members who hold shares in electronic form are requested to bring their Client ID and DP ID details for identification.
11. All the documents referred in the accompanying notice will be available for inspection at the Registered Office of the Company between 11:00 a.m. and 1:00 p.m. on all working days till the date of ensuing Twenty Third Annual General Meeting.
12. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participant (DP) with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company’s Registrar & Share Transfer Agent at Sharepro Services (India) Private Limited.



13. Members who have not registered their e-mail addresses so far are requested to register their e-mail address so that they can receive the Annual Report and other communication from the Company electronically.
14. Members holding shares in single name are advised to avail the facility of nomination in respect of shares held by them pursuant to the provisions of Section 72 of the Companies Act, 2013 read with the Rules issued there under. Nomination forms can be downloaded from the Company's website [www.ramratna.com](http://www.ramratna.com). Members holding shares in physical form desiring to avail this facility may send their nomination in the prescribed Form No. SH-13 duly filled to Sharepro Services (India) Private Limited. Members holding shares in electronic form may contact their respective Depository Participant(s) for availing this facility.

**E-Voting:**

15. Electronic copy of the Notice of the 23<sup>rd</sup> Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent to all the members whose email ids are registered with the Depository Participant(s) for communication purposes unless any member has requested for a hard copy of the same. For Members who have not registered their email addresses, physical copies of the Notice of 23<sup>rd</sup> Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent in the permitted mode.
16. The Notice of the AGM of the Company, inter alia, indicating the process and manner of remote e-voting along with printed Attendance Slip and Proxy Form can be downloaded from the link <https://www.evoting.nsdl.com> or [www.ramratna.com](http://www.ramratna.com).

**17. Voting through electronic means:**

In compliance with provisions of Section 108 of the Companies Act, 2013 along with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Clause 35B of the Listing Agreement, the Company is pleased to provide its members the facility to exercise their right to vote at the AGM by electronic means and the business may be transacted through remote e-voting services provided by National Securities Depository Limited (NSDL).

18. Members who do not have access to remote e-voting facility may send duly completed Ballot form annexed hereto so as to reach the Scrutinizer appointed by the Board of Directors of the Company, Shri Anup Khanna, Practicing Company Secretary, (Membership No. 6786, COP: 12906), at the Registered Office of the Company not later than Sunday, 20<sup>th</sup> September, 2015 by 5.00 p.m. Any Ballot form received after the aforesaid date and time will be treated as invalid. Any person who becomes a member of the Company after dispatch of the Notice of the Meeting and holding shares as on the cut-off date i.e. Monday, 14<sup>th</sup> September, 2015 have the option to request for physical copy of the Ballot form by sending an email to [investor\\_grievance@ramratna.com](mailto:investor_grievance@ramratna.com) or [sharepro@shareproservices.com](mailto:sharepro@shareproservices.com) by mentioning their Folio No./ DP ID and Client ID No. A member can opt for only one mode of voting i.e. either through remote e-voting or by Ballot. 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.

The instructions for e-voting are as under:

**A. In case a Member receives an email from NSDL [for members whose email IDs are registered with the Depository Participants(s)]:**

- (i) Open email and open PDF file viz; The said PDF file contains your user ID and password/PIN for e-voting.
- (ii) Launch internet browser by typing the following URL: <https://www.evoting.nsdl.com/>
- (iii) Click on Shareholder – Login.
- (iv) Put user ID and password as initial password / PIN noted in step (i) above. Click Login.
- (v) Password change menu appears. Change the password / PIN with new password of your choice. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (vi) Home page of e-voting opens. Click on e-voting: Active Voting Cycles.
- (vii) Select “EVEN” (E-Voting Event Number) of **Ram Ratna Wires Limited**.
- (viii) Now you are ready for e-voting as Cast Vote page opens.

- (ix) Cast your vote by selecting appropriate option and click on “Submit” and also “Confirm” when prompted.
- (x) Upon confirmation, the message “Vote cast successfully” will be displayed.
- (xi) Once you have voted on the resolution, you will not be allowed to modify your vote.
- (xii) Institutional & Corporate Shareholders (i.e. other than individuals, HUF, NRI, etc.) are required to send scanned copy (PDF / JPG Format) of the relevant Board Resolution/ Authority letter, etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to [rrwl.scrutinizer@gmail.com](mailto:rrwl.scrutinizer@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

**B. In case a Member receives physical copy of the Notice of AGM [for members whose email IDs are not registered with the Depository Participants(s) or requesting physical copy]:**

- (i) Initial password is provided as below/at the bottom of the Attendance Slip for the AGM:

EVEN (E Voting Event Number)	USER ID	PASSWORD/ PIN

- (ii) Please follow all steps from Sr. No. (ii) to Sr. No. (xii) above, to cast vote.
  - In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the Downloads section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com)
  - If you are already registered with NSDL for e-voting then you can use your existing user ID and password/PIN for casting your vote.
  - 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).
  - The facility for voting, either through electronic voting system or ballot paper shall also be made available at the meeting and the members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their right at the meeting.
  - The members who have cast their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.
  - It is strongly recommended not to share your password with any other person and take utmost care to keep it confidential.
  - The e-voting period commences on Friday, 18<sup>th</sup> September 2015 (9 a.m.) and ends on Sunday, 20<sup>th</sup> September 2015 (5 p.m.). During this period members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of Monday, 14<sup>th</sup> September, 2015, may cast their vote electronically in the manner and process set out herein above. The e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
  - The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of Monday, 14<sup>th</sup> September, 2015.
  - Mr. Anup Khanna, Practicing Company Secretary, has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
  - The Scrutinizer shall after the conclusion of voting at the general meeting will first count the votes cast at the meeting and thereafter, unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.