

NOTICE

NOTICE IS HEREBY GIVEN THAT the 63rd Annual General Meeting of the Members of the Company will be held on **Saturday, the 9th day of August, 2014 at 11.30 A.M.** at Pudumjee Hall, Mahratta Chamber of Commerce, Industries and Agriculture, Tilak Road, Pune 411 002 to transact the following business :

ORDINARY BUSINESS:

1. To consider and adopt the Balance Sheet as at 31st March, 2014, the Statement of Profit and Loss for the year ended on that date and the Report of the Board of Directors and Auditors thereon.
2. To declare dividend on the Equity Shares of the Company for the year ended 31st March, 2014.
3. To appoint Auditors and to fix their remuneration.

SPECIAL BUSINESS :

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

RESOLVED THAT pursuant to the provisions of section 152 (7) (a) of the Companies Act, 2013, Mr. Banshi S. Mehta, Director, holding DIN 00035019, who retires at this Annual General Meeting and who has expressed his desire not to be re-appointed as a director, be retired and not be re-appointed.

RESOLVED FURTHER THAT the resulting vacancy not be filled up at this Annual General Meeting or at any adjourned meeting.

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

RESOLVED THAT pursuant to Section 152 and other applicable provisions of the Companies Act, 2013 ('the Act'), Mr. K.L.Rathi, Non-Independent director, holding DIN 00018567, who was appointed as Director not liable to retirement by rotation under Section 255 of the erstwhile Companies Act, 1956, be and is hereby changed to Director liable to retirement by rotation to comply with the rotation policy of Non-Independent Directors as mandated under the Act and that consent be and is hereby accorded to change the status of appointment of Mr. K.L.Rathi, Non-Independent director from 'director not liable to retirement by rotation' to 'director liable to retirement by rotation'.

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

RESOLVED THAT pursuant to Section 152 and other applicable provisions of the Companies Act, 2013 ('the Act'), consent be and is hereby accorded to Mr. P. R. Rathi, Non-Independent director, holding DIN 00018577 who was appointed as Director not liable to retirement by rotation under Section 255 of the erstwhile Companies Act, 1956 to continue to act as director not liable to retirement by rotation under the Act.

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

RESOLVED THAT pursuant to Section 152 and other applicable provisions of the Companies Act, 2013 ('the Act'), Mr. R.B.Rathi, Non-Independent director, holding DIN 00018628 who was appointed as Director not liable to retirement by rotation under Section 255 of the erstwhile Companies Act, 1956, be and is hereby changed to Director liable to retirement by rotation to comply with the rotation policy of Non-Independent Directors as mandated under the Act and that consent be and is hereby accorded to change the status of appointment of Mr. R.B.Rathi, Non-Independent director from 'director not liable to retirement by rotation' to 'director liable to retirement by rotation'.

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

RESOLVED THAT pursuant to Section 152 and other applicable provisions of the Companies Act, 2013 ('the Act'), Mr. N.J.Rathi, Non-Independent director, holding DIN 00018597 who was appointed as Director not liable to

retirement by rotation under Section 255 of the erstwhile Companies Act, 1956, be and is hereby changed to Director liable to retirement by rotation to comply with the rotation policy of Non-Independent Directors as mandated under the Act and that consent be and is hereby accorded to change the status of appointment of Mr. N.J.Rathi, Non-Independent director from 'director not liable to retirement by rotation' to 'director liable to retirement by rotation'.

9. To consider and if thought fit, to pass with or without modification the following resolution as an Ordinary Resolution:

RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (Act) and the Rules framed there under, read with Schedule IV to the Act, Mr. P.P.Chhabria, Director holding DIN 00011439, who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company for a period of 5 years effective from 9th August, 2014.

10. To consider and if thought fit, to pass with or without modification the following resolution as an Ordinary Resolution:

RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (Act) and the Rules framed there under, read with Schedule IV to the Act, Mr. D.N.Damania, Director holding DIN 00403834, who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company for a period of 5 years effective from 9th August, 2014.

11. To consider and if thought fit, to pass with or without modification the following resolution as an Ordinary Resolution:

RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (Act) and the Rules framed there under, read with Schedule IV to the Act, Mr. S.N.Inamdar, Director holding DIN 00025180, who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company for a period of 5 years effective from 9th August, 2014.

12. To consider and if thought fit, to pass with or without modification the following resolution as an Ordinary Resolution:

RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (Act) and the Rules framed there under, read with Schedule IV to the Act, Mr. S.Padmanabhan, Director holding DIN 00001207, who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company for a further period of 5 years effective from 9th August, 2014.

13. To consider and if thought fit, to pass with or without modification the following resolution as an Ordinary Resolution:

RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (Act) and the Rules framed there under, read with Schedule IV to the Act, Mr. S.K.Asher, Director holding DIN 00008221, who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company for a period of 5 years effective from 9th August, 2014.

14. To consider and if thought fit, to pass with or without modification the following resolution as an Ordinary Resolution:

RESOLVED THAT pursuant to the provisions of Sections 149, 152, 161 and other applicable provisions of the Companies Act, 2013, and the Rules framed there under, read with Schedule IV to the Act, Mrs. Rati F.Forbes, holding DIN 00137326, who was appointed as an Additional Director on 29th March, 2014 by the Board of Directors of the Company and who holds the office until the conclusion of this Annual General Meeting and who has also submitted a declaration that she meets the criteria for independence as provided in Section 149(6) of the Act, be and is hereby appointed as an Independent Director of the Company for a period of 5 years effective from 9th August, 2014.

15. To consider and if thought fit, to pass with or without modification the following resolution as an Ordinary Resolution:

RESOLVED THAT pursuant to the provisions of Sections 196 and 197, Schedule V and other applicable provisions of

the Companies Act, 2013, consent be and is hereby accorded to the appointment of Mr. R.B.Rathi, as Deputy Managing Director of the Company for the period of five years w.e.f. 1st April, 2014 on the terms and conditions as mentioned in the Letter of appointment copy of which is submitted to the meeting and signed by Mr. P.P. Chhabria, Director and Chairman of Nomination and Remuneration Committee for the purpose of identification.

RESOLVED FURTHER THAT the remuneration and perquisites within the limits as set out in the Letter of Appointment be paid and allowed to Mr. R.B.Rathi, Deputy Managing Director, for any Financial Year, notwithstanding any loss or inadequacy of profits, during such Financial Year subject to necessary compliance of the provisions of the Companies Act, 2013 and relevant rules thereunder (including any statutory modification or re-enactment thereof for the time being in force) or any amendments made thereto from time to time.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to alter or vary the terms of remuneration of Mr. R.B.Rathi, Deputy Managing Director as it may, at its discretion deem fit from time to time, so as not to exceed the limits specified in Schedule V of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force) or any amendments made thereto from time to time.

RESOLVED FURTHER THAT the members do authorize the Board to take all actions and to do all such acts, matters, deeds and things as it may in its absolute discretion deem necessary, proper, desirable or expedient to implement the resolution and to file any forms, returns or other documents with Ministry of Corporate Affairs or other Statutory Authorities as may be necessary.

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

RESOLVED THAT pursuant to the provisions of Section 180 (1) (c) and other applicable provisions, if any, of the Companies Act, 2013, consent of the Company be and is hereby accorded to the Board of Directors for borrowing any sum or sums of moneys in Indian Rupees or Foreign currencies for and on behalf of the Company, from time to time from any one or more persons, Firms, Bodies Corporate, Bankers, Financial Institutions, or from others by way of advances, deposits, loans or otherwise and whether unsecured or secured by mortgage, charge, hypothecation or lien or pledge of the Company's assets and properties, whether movable or immovable or stock-in process and debts situated at Roha and Mahad, Dist. Raigad and Ambadvet, Amralewadi Tal. Mulshi, Dist. Pune but excluding movable and immovable properties of the Company situated at 162, Wellesley Road, Pune 411 001, notwithstanding that the sum or sums of moneys so borrowed together with moneys, if any, already borrowed by the Company (apart from the temporary loans obtained from the Company's bankers in the ordinary course of business) will or may exceed the aggregate of the paid up capital of the Company and its free reserves, provided that the total amount upto which the monies may be borrowed shall not exceed in the aggregate Indian Rs. 500 Crores (Rupees Five Hundred Crores Only) at any point of time.

RESOLVED FURTHER that the Board of Directors be and is hereby authorized and empowered to arrange or settle the terms and conditions on which all such monies are to be borrowed from time to time as to interest, repayment, security or otherwise howsoever as it may think fit and to do all such acts, deeds and things, to execute all such documents, instruments and writings as may be required.

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

RESOLVED THAT pursuant to the provisions of Section 180 (1) (a) of the Companies Act, 2013, consent of the company be and is hereby accorded to the Board of Directors for mortgaging and or charging in such form and manner and on such terms and at such time(s) as the Board of Directors may deem fit, the whole or substantially the whole of the undertaking of the Company, all moveable and immoveable properties of the Company as also intangible properties (whether recorded in the books or not), both present and future where-so-ever situate and which presently includes moveable and immoveable properties situated at Roha and Mahad, Dist. Raigad and Ambadvet (Sutarwadi), Tal. Mulshi, Dist. Pune but excluding movable and immovable properties of the Company situated at 162, Wellesley Road, Pune 411 001 in favour of Financial / Investment Institution(s) / Bank(s) / Trustees to secure the borrowings and /or other credit facilities availed or proposed to be availed together with interest thereon and such other costs, charges, expenses and other moneys payable by the Company as per the terms and conditions of the said loan / facility agreement/s entered into or proposed to be entered into by the Company, upto a maximum limit not exceeding Rs. 500 Crores (Rupees Five Hundred Crores Only) at any point of time.

RESOLVED FURTHER that the Board of Directors be and is hereby authorized to finalize with the Lending Agencies / Trustees, the documents for creating the aforesaid mortgages, charges and/or hypothecations and to accept any modifications to, or to modify, alter or vary, the terms and conditions of the aforesaid documents and to do all such acts and things and to execute all such documents as may be necessary for giving effect to this Resolution.

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

RESOLVED THAT pursuant to the recommendation of the Audit Committee and the approval of the Independent Directors of the Company, consent be and is hereby accorded as mandated by revised Clause 49 of the Listing Agreement which is effective from 1st October 2014 to the entering of transactions with **Rathi Brothers Poona Limited** in which the Promoter Group Directors and Members of the Promoter Group are interested.

RESOLVED FURTHER THAT consent be and is hereby accorded to the Selling Agency Agreement entered into with Rathi Brothers Poona Limited, a true copy of which is submitted to this meeting.

RESOLVED FURTHER THAT the members while granting approval for the aforesaid related party transaction do mandate that the terms and conditions of the Selling Agency Agreement with Rathi Brothers Poona Limited are identical in nature as regards terms and conditions with other Selling Agents and such transactions are entered into on arm's length basis.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to amend/alter/modify the terms and conditions of the Selling Agency Agreement subject to the condition that all such changes shall equally apply across the board to all Selling Agents and shall comply with arm's length principles.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to take such steps as may be required in this regard and to do all such matters as may be relevant for giving effect to the resolution.

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

RESOLVED THAT pursuant to the recommendation of the Audit Committee and the approval of the Independent Directors of the Company, consent be and is hereby accorded as mandated by revised Clause 49 of the Listing Agreement which is effective from 1st October 2014 to the entering of transactions with **Rathi Brothers Delhi Limited** in which the Promoter Group Directors and Members of the Promoter Group are interested.

RESOLVED FURTHER THAT consent be and is hereby accorded to the Selling Agency Agreement entered into with Rathi Brothers Delhi Limited, a true copy of which is submitted to this meeting.

RESOLVED FURTHER THAT the members while granting approval for the aforesaid related party transaction do mandate that the terms and conditions of the Selling Agency Agreement with Rathi Brothers Delhi Limited are identical in nature as regards terms and conditions with other Selling Agents and such transactions are entered into on arm's length basis.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to amend/alter/modify the terms and conditions of the Selling Agency Agreement subject to the condition that all such changes shall comply with arm's length principles.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to take such steps as may be required in this regard and to do all such matters as may be relevant for giving effect to the resolution.

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

RESOLVED THAT pursuant to the recommendation of the Audit Committee and the approval of the Independent Directors of the Company, consent be and is hereby accorded as mandated by revised Clause 49 of the Listing Agreement which is effective from 1st October 2014 to the entering of transactions with **Rathi Brothers Calcutta Limited** in which the Promoter Group Directors and Members of the Promoter Group are interested.

RESOLVED FURTHER THAT consent be and is hereby accorded to the Selling Agency Agreement entered into with Rathi Brothers Calcutta Limited, a true copy of which is submitted to this meeting.

RESOLVED FURTHER THAT the members while granting approval for the aforesaid related party transaction do mandate that the terms and conditions of the Selling Agency Agreement with Rathi Brothers Calcutta Limited are identical in nature as regards terms and conditions with other Selling Agents and such transactions are entered into on arm's length basis.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to amend/alter/modify the terms and conditions of the Selling Agency Agreement subject to the condition that all such changes shall equally apply across the board to all Selling Agents and shall comply with arm's length principles.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to take such steps as may be required in this regard and to do all such matters as may be relevant for giving effect to the resolution.

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

RESOLVED THAT pursuant to the recommendation of the Audit Committee and the approval of the Independent Directors of the Company, consent be and is hereby accorded as mandated by revised Clause 49 of the Listing Agreement which is effective from 1st October 2014 to the entering of transactions with **Rathi Brothers Madras Limited** in which the Promoter Group Directors and Members of the Promoter Group are interested.

RESOLVED FURTHER THAT consent be and is hereby accorded to the Selling Agency Agreement entered into with Rathi Brothers Madras Limited, a true copy of which is submitted to this meeting.

RESOLVED FURTHER THAT the members while granting approval for the aforesaid related party transaction do mandate that the terms and conditions of the Selling Agency Agreement with Rathi Brothers Madras Limited are identical in nature as regards terms and conditions with other Selling Agents and such transactions are entered into on arm's length basis.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to amend/alter/modify the terms and conditions of the Selling Agency Agreement subject to the condition that all such changes shall comply with arm's length principles.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to take such steps as may be required in this regard and to do all such matters as may be relevant for giving effect to the resolution.

NOTES :

- (a) Mr.K.L.Rathi, Mr.R.B.Rathi, Mr.N.J.Rathi and Mr.P.R.Rathi Promoter Directors of the Company are being designated as rotational / non rotational Directors in accordance with Section 152 of the Companies Act, 2013. The equity shares held by the Promoter Group Directors in the Company is given below.

Name of the Director	No. of equity shares of Rs. 10/- each held	% to total share capital
Mr.K.L.Rathi	107,430	1.55
Mr.P.R.Rathi	382,345	5.52
Mr.R.B.Rathi	328,414	4.74
Mr.N.J.Rathi	241,765	3.49

- (b) Mr. P.P.Chhabria, Mr. D.N.Damania, Mr.S.N.Inamdar, Mr.S.Padmanabhan, Mr.S.K.Asher and Mrs.Rati F.Forbes, Directors are being appointed as Independent Directors for a period of 5 years w.e.f. 9th August, 2014 as per provisions of Sections 149(10) and 152 of the Companies Act, 2013. Except for Mr D.N.Damania, Director, who holds 93 equity shares of the Company, none of the other Directors hold any equity shares in the Company.

As required under Clause 49 of the Listing Agreement, the information / data to be provided for both Promoter Group Directors and Independent Directors is given below :

Mr.K.L.Rathi-Chairman - Other Directorships :

Sr. No.	Name of the Company	Board position held
1	RIECO Industries Limited	Director
2	Prescient Color Limited	Director
3	Laxminarayan Finance Private Limited	Director
4	Rathi Brothers Poona Limited	Director
5	Rathi Brothers Madras Limited	Director
6	Rathi Brothers Calcutta Limited	Director
7	Rathi Brothers Delhi Limited	Director
8	Rathi Mixers Private Limited	Director
9	Rathi Enterprises Private Limited	Director
10	Rathi Vessels and Systems Private Limited	Director

Mr.K.L.Rathi-Chairman - Committee Positions held :

Sr.No.	Name of the Company	Name of the Committee	Position held
1	Prescient Color Limited	Audit Committee	Member

Mr. P.R.Rathi-Vice Chairman & Managing Director - Other Directorships :

Sr. No.	Name of the Company	Board position held
1.	Prescient Color Limited	Director
2.	GPSK Capital Private Limited	Director
3.	Rathi Brothers Poona Limited	Director
4.	Rathi Brothers Calcutta Limited	Director
5.	Rathi Brothers Madras Limited	Director
6.	Rathi Brothers Delhi Limited	Director
7.	RIECO Industries Limited	Director
8.	Rathi Brothers Private Limited	Director
9.	PRR Finance Private Limited	Director
10.	Clean Science & Technology Private Limited	Director
11.	Rathi Mixers Private Limited	Director
12.	Rathi Enterprises Private Limited	Director
13.	Rathi Vessels and Systems Private Limited	Director
14.	Sanghvi Movers Limited	Director
15.	Bharat Business Channel Limited	Director
16.	Finolex Cables Limited	Director
17.	Sudarshan Europe B.V.	Director
18.	Sudarshan North America Inc.	Director

Mr.P.R.Rathi-Vice Chairman & Managing Director - Committee Positions held :

Sr.No.	Name of the Company	Name of the Committee	Position held
1	Sudarshan Chemical Industries Limited	Audit Committee Stakeholders' Relationship Committee	Member Member
2	Prescient Color Limited	Audit Committee Remuneration Committee	Chairman Chairman
3	Finolex Cables Limited	Remuneration Committee Audit Committee Share transfer cum Investors Grievance Committee	Chairman Member Member
4	Sanghvi Movers Limited	Audit Committee Remuneration Committee	Member Member

Mr.R.B.Rathi-Dy.Managing Director - Other Directorships :

Sr. No.	Name of the Company	Board position held
1	Prescient Color Limited	Director
2	Rathi Brothers Poona Limited	Director
3	Rathi Brothers Calcutta Limited	Director
4	Rathi Brothers Madras Limited	Director
5	Rathi Brothers Delhi Limited	Director
6	RIECO Industries Limited	Director
7	Rathi Enterprises Private Limited	Director
8	Rathi Vessels and Systems Private Limited	Director
9	Rathi Brothers Private Limited	Director
10	Balkrishna Rathi Finance Private Limited	Director
11	Sudarshan Europe B.V.	Managing Director
12	Sudarshan North America Inc.	Managing Director

Mr. R.B.Rathi – Dy. Managing Director - Committee Positions held :

Sr.No.	Name of the Company	Name of the Committee	Position held
1	Prescient Color Limited	Audit Committee Remuneration Committee	Member Member

Mr.N.J.Rathi – Director - Other Directorships :

Sr. No.	Name of the Company	Board position held
1	Prescient Color Limited	Director
2	Rathi Brothers Poona Limited	Director
3	Rathi Brothers Calcutta Limited	Director
4	Rathi Brothers Madras Limited	Director

Sr. No.	Name of the Company	Board position held
5	Rathi Brothers Delhi Limited	Director
6	RIECO Industries Limited	Director
7	Rathi Enterprises Private Limited	Director
8	Rathi Vessels and Systems Private Limited	Director
9	Rathi Brothers Private Limited	Director
10	NJR Finance Private Limited	Director
11	Crop Care Federation of India	Director

Mr.N.J.Rathi, Director – Committee positions held :

Sr.No.	Name of the Company	Name of the Committee	Position held
1	Prescient Color Limited	Audit Committee Remuneration Committee	Member Member
2	Sudarshan Chemical Industries Limited	Stakeholders' Relationship Committee	Member

Mr.P.P.Chhabria – Director - Other Directorships :

Sr. No.	Name of the Company	Board position held
1	Orbit Electricals Private Limited	Director
2	Finolex Cables Limited	Director (Advisor)
3	Atharva Agri Farms Private Limited	Director
4	Bela Agri Farms Private Limited	Director
5	Saffron Agri Farms Private Limited	Director
6	Prathamesh Agri Farms Private Limited	Director
7	Harkrishan Agri Farms Private Limited	Director
8	Orchid Agri Farms Private Limited	Director
9	Finolex Infrastructure Limited	Director

Mr.P.P.Chhabria - Director - Committee positions held :

Sr.No.	Name of the Company	Name of the Committee	Position held
1	Sudarshan Chemical Industries Limited	Stakeholders' Relationship Committee Selection Committee Nomination & Remuneration Committee Adhoc Committee	Chairman Chairman Chairman Chairman
2	Finolex Cables Limited	Share Transfer cum Investors' Grievances Committee	Chairman

Mr. D.N.Damania - Director - Other directorships :

Sr. No.	Name of the Company	Board position held
1	ThyssenKrupp India Private Limited	Chairman of the Advisory Council
2	ThyssenKrupp Industrial Solutions, India	Chief Executive Officer
3	ThyssenKrupp Industries India Private Limited	Director
4	Uhde India Private Limited	Director
5	Berco Undercarriages (India) Private Limited	Director
6	Sanghvi Movers Limited	Director
7	KSB Pumps Limited	Director
8	Finolex Industries Limited	Director

Mr.D.N.Damania –Director - Committee positions held :

Sr.No.	Name of the Company	Name of the Committee	Position held
1	KSB Pumps Limited	Audit Committee Share Transfer Committee	Member Member
2	Sudarshan Chemical Industries Limited	Audit Committee Nomination & Remuneration Committee Selection Committee	Member Member Member
3	Sanghvi Movers Limited	Audit Committee Remuneration Committee Shareholders' Grievance Committee	Member Member Member
4	Finolex Industries Limited	Investor Grievance Committee Audit Committee	Member Member
5	Symbiosis Institute of International Business	Advisory Committee	Chairman

Mr. S.N.Inamdar- Director - Other Directorships

Sr. No.	Name of the Company	Board position held
1	Kulkarni Power Tools Limited	Director
2	Finolex Industries Limited	Director
3	Kirloskar Brothers Limited	Director
4	Kirloskar Ferrous Industries Limited	Director
5	The Ugar Sugar works Limited	Director
6	Kirloskar Proprietary Limited	Director
7	Sakal Papers Private Limited	Director
8	Finolex Infrastructure Limited	Director
9	Kirloskar Industries Limited	Director
10	Apple Hospitals & Research Institute Limited	Director

Mr.S.N.Inamdar-Director - Committee Positions held

Sr.No.	Name of the Company	Name of the Committee	Position held
1	Kirloskar Brothers Limited	Audit Committee Nomination and Remuneration Committee	Chairman Member
2	Ugar Sugar Works Limited	Audit Committee Nomination and Remuneration Committee	Chairman Chairman
3	Kirloskar Ferrous Industries Limited	Audit Committee Nomination and Remuneration Committee	Chairman Chairman
4	Finolex Industries Limited	Audit Committee Nomination and Remuneration Committee Shareholders Grievance Committee	Chairman Chairman Member
5	Sudarshan Chemical Industries Limited	Audit Committee Nomination and Remuneration Committee	Chairman Member
6	Kirloskar Industries Limited	Audit Committee	Member
7.	Sakal Papers Private Limited	Corporate Social Responsibility Committee	Member

Mr. S.Padmanabhan-Director - Other Directorships

Sr. No.	Name of the Company	Board position held
1	Desai Brothers Limited	Director
2	Premier Limited	Director
3	Rajkumar Forge Limited	Chairman
4	Force Motors Limited	Director
5	Sanghvi Movers Limited	Director
6	Aquapharm Chemicals Private Limited	Director

Mr.S.Padmanabhan - Director - Committee Positions held

Sr.No.	Name of the Company	Name of the Committee	Position held
1	Premier Limited	Audit Committee Remuneration Committee	Chairman Chairman
2	Sanghvi Movers Limited	Audit Committee Remuneration Committee	Member Member
3	Force Motors Limited	Audit Committee	Member