



SUPER SALES INDIA LIMITED

COIMBATORE

40TH ANNUAL REPORT 2021 - 22

SUPER SALES INDIA LIMITED

CIN : L17111TZ1981PLC001109

Regd. Office: 34-A, Kamaraj Road, Coimbatore - 641 018.

Phone : 0422-2222404-405 FAX : 0422-2221427

Email : ssil@vaamaa.com

Website : www.supersales.co.in

BOARD OF DIRECTORS

Sri. Sanjay Jayavarthanavelu (Chairman) - DIN 00004505

Sri. Ravi Sam- DIN 00007465

Sri. S. Venkataraman- DIN 02538050

Smt. Vijayalakshmi Narendra - DIN 00412374

Sri. B. Lakshmi Narayana - DIN 00504396

Smt. Chitra Venkataraman - (DIN 07044099)

Ms. Shivali Jayavarthanavelu - (DIN 07441741)

Sri. G. Mani (Managing Director) - DIN 08252847

AUDITORS

Statutory Auditors
M/s. Subbachar & Srinivasan
Chartered Accountants

Secretarial Auditor
Sri. M.R.L. Narasimha
Practising Company Secretary

Cost Auditor
Sri. G. Sivagurunathan
Cost Accountant

CHIEF FINANCIAL OFFICER

Sri. S. Ravindran

COMPANY SECRETARY

Sri. S. K. Radhakrishnan

BANKERS

Indian Overseas Bank
Indian Bank
IDBI Bank Limited

REGISTRARS AND SHARE TRANSFER AGENTS

S.K.D.C. Consultants Limited,
"Surya" 35, May flower Avenue,
Behind Senthil Nagar,
Sowripalayam Road,
Coimbatore – 641028.

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NOTICE TO SHAREHOLDERS

NOTICE is hereby given that the 40th Annual General Meeting of the shareholders of Super Sales India Limited, Coimbatore - 641 018 will be held on Thursday, the 1st September, 2022 at 4.30 P.M IST through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") 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 31st March, 2022 including Balance Sheet as at 31st March, 2022, Statement of Profit and Loss and Cash Flow statement for the year ended 31st March, 2022, statement of changes in equity and the Reports of the Board of Directors and Auditors thereon.
2. To declare a dividend.
3. To appoint a director in the place of Sri. Ravi Sam (DIN 00007465), who retires by rotation and being eligible offers himself for reappointment.

SPECIAL BUSINESS

4. To consider and if thought fit, to pass the following resolution as a Special Resolution:

RESOLVED that Justice Smt. Chitra Venkataraman (DIN 07044099), who was appointed as an Additional Director of the Company by the Board of Directors with effect from 6th July, 2022, in terms of Section 161 of the Companies Act, 2013 and Articles of Association of the Company, whose term of office expires at the ensuing Annual General Meeting, in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013 proposing Justice Smt. Chitra Venkataraman's candidature for the office of Independent Director, who has submitted a declaration that she met the criteria for independence as provided in the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, upon the recommendation of the Nomination and Remuneration Committee and Board of Directors, be and is hereby appointed as an Independent Director of the Company to hold office for five consecutive years with effect from 6th July, 2022, pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 and rules made there under read with schedule IV of the Companies Act, 2013 and applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory amendments or modification(s) or re-enactment thereof for the time being in force). She is not liable to retire by rotation.

RESOLVED FURTHER that pursuant to Regulation 17 (1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 approval of the shareholders of the Company be and is hereby accorded for the continuation of Justice Smt. Chitra Venkataraman, as an Independent Director of the Company notwithstanding the fact that she would be crossing the age of 75 years during current term of appointment.

RESOLVED FURTHER that Board of Directors (including Committees thereof) be and is hereby authorised to take all steps as may be necessary and / or give such directions as may be necessary, proper or expedient, to give effect to the above resolution without being required to seek any further consent or approval of the members and the members shall be deemed to have given approval thereto expressly by the authority of this Resolution.

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

RESOLVED that Ms. Shivali Jayavarthanavelu (DIN 07441741), who was appointed as an Additional Director of the Company by the Board of Directors with effect from 6th July, 2022 in terms of Section 161 of the Companies Act, 2013 and Articles of Association of the Company, whose term of office expires at the ensuing Annual General Meeting, in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013 proposing Ms. Shivali Jayavarthanavelu's candidature for the office of Director of the Company, upon the recommendation of the Nomination and Remuneration Committee and Board of Directors and as per applicable provisions of the Companies Act, 2013, be and is hereby appointed as a Director of the Company, who is liable to retire by rotation.

RESOLVED FURTHER that Board of Directors (including Committees thereof) be and is hereby authorised to take all steps as may be necessary and / or give such directions as may be necessary, proper or expedient, to give effect to the above resolution without being required to seek any further consent or approval of the members and the members shall be deemed to have given approval thereto expressly by the authority of this Resolution.

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

RESOLVED that pursuant to Regulations 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory amendment(s) or modification(s) or re-enactment thereof for the time being in force), and pursuant to the approval of the Audit Committee and on the recommendation of the Board of Directors of the Company, consent of the Company be and is hereby accorded for entering into Material related party transactions with M/s. Lakshmi Machine Works Limited by the Company upto a maximum of Rs. 200 Crores per financial year with effect from 1st April, 2022 upto the Annual General Meeting to be held in the year 2023 as per the details morefully described in the statement annexed to this notice pursuant to section 102 of the Companies Act, 2013, notwithstanding the fact that such transaction either taken individually or together with previous transactions during the financial year may exceed 10% of the annual consolidated turnover of the Company as per the last audited financial statements or such other materiality threshold as may be specified under applicable laws/regulations from time to time.

RESOLVED FURTHER that Board of Directors (including its Committees thereof) be and is hereby authorised to do all such acts, deeds, matters and things, to finalise the terms and conditions of the transactions with the aforesaid party, and to execute or authorize any person to execute all such documents, instruments and writings as may be considered necessary, relevant, usual, customary, proper and/or expedient for giving effect to this resolution.

7. 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, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory amendments or modification(s) or re-enactment thereof for the time being in force), the remuneration payable to Sri. G. Sivagurunathan, Cost Accountant, who has been appointed by the Board of Directors

on the basis of the recommendation of the Audit Committee to conduct the cost audit in respect of the Textile division and Engineering Division – Gears unit for the financial year ending 31st March, 2023, amounting to Rs. 1,25,000/- and reimbursement of out of pocket expenses incurred by him in connection with the Audit plus taxes as applicable be and is hereby approved.

Coimbatore
6th July, 2022

By Order of the Board

S. K. Radhakrishnan
Company Secretary

NOTES:

1. In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs vide its circulars dated April 8, 2020, April 13, 2020, May 5, 2020, January,13,2021 and May, 05, 2022 and Securities Exchange Board of India vide its circulars dated 12th May, 2020, 15th January, 2021 and 13th May, 2022 permitted holding of the Annual General Meeting ("AGM") through Video conference (VC) / Other Audio Visual Means (OAVM), without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 ("Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and MCA and SEBI Circulars, the ensuing AGM of the Company is being held through VC / OAVM. The deemed venue for the AGM shall be the Registered Office of the Company.
2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY/ PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/ HERSELF. SUCH PROXY/ PROXIES NEED NOT BE A MEMBER OF THE COMPANY. Since the ensuing AGM is being held through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
3. Institutional / Corporate Shareholders (i.e. other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/ Authorization etc., authorizing its representative to attend the AGM through VC/ OAVM on its behalf and to vote through remote e-voting. The said Resolution/ Authorization shall be sent to the Scrutinizer by email through his registered email address to bk.scrutiniser@gmail.com with a copy marked to evoting@nsdl.co.in. The cut off date to decide the eligibility of members to attend and vote at AGM is 25th August, 2022.
4. The Register of Members and Share Transfer Books of the Company will remain closed from Friday, 26th August, 2022 to Thursday, 1st September, 2022 (both days inclusive). The dividend as recommended by the Board, if sanctioned at the annual general meeting will be paid to the shareholders, subject to deduction of tax at source, whose names appear in the Register of Members as on 25th August, 2022 in respect of shares held in physical form and in respect of shares held in dematerialized form, the dividend shall be paid on the basis of the beneficial ownership as per the details furnished by the Depositories for this purpose at the end of the business hours on 25th August, 2022.
5. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, setting out details relating to Special Business at the meeting, is provided hereto.
6. Pursuant to Section 124 and 125 of the Companies Act, 2013, all unclaimed dividends shall be transferred to the "Investor Education and Protection Fund" of the Central Government after a period of 7 years from the date of declaration. Shareholders, who have not encashed their dividend warrants for the years from 2014 -15 to 2020 - 21 are requested to write to the Registrars and Share Transfer Agents, M/s. SKDC Consultants Limited, "Surya" 35, May flower Avenue, Behind Senthil Nagar, Sowripalayam Road, Coimbatore – 641028 for claiming the dividend.

7. Pursuant to SEBI circular dated 20th April, 2018, the company will honour requests, if any for unpaid dividend, revalidation of dividend warrants etc., only after receiving the bank account details of the shareholders.
8. Brief resume, details of shareholding and inter-se relationship of director seeking election/re-election are provided in the notice.
9. Members holding shares in physical mode are requested to communicate their change of postal address (enclose copy of Aadhar Card), e-mail address, if any, PAN (enclose self-attested copy of PAN Card) and Bank account details (enclose cancelled cheque leaf) quoting name of the company, name of the shareholder and their folio numbers to the Registrars and Share Transfer Agents, M/s. SKDC Consultants Limited, "Surya" 35, May flower Avenue, Behind Senthil Nagar, Sowripalayam Road, Coimbatore – 641028. Similarly members holding shares in Demat form shall intimate the above details to their respective Depository Participants.

Pursuant to Finance Act, 2020, dividend income will be taxable in the hands of shareholders w.e.f. April 1, 2020 and the Company is required to deduct tax at source from dividend paid to the shareholders at the prescribed rates. For the prescribed rates for various categories, the shareholders are requested to refer to the Finance Act, 2020 and amendments thereof. The shareholders are requested to update their PAN with Share Transfer Agents, M/s. SKDC Consultants Limited (in case of shares held in physical mode) and depositories (in case of shares held in demat mode).

A Resident individual shareholder with PAN and who is not liable to pay income tax can submit a yearly declaration in Form No. 15G/15H, to avail the benefit of non-deduction of tax at source by email to green@skdc-consultants.com on or before the end of the business hours of 25th August, 2022. Shareholders are requested to note that in case their PAN is not registered, the tax will be deducted at a higher rate of 20%.

Non-resident shareholders can avail beneficial rates under tax treaty between India and their country of residence, subject to providing necessary documents i.e. No Permanent Establishment and Beneficial Ownership Declaration, Tax Residency Certificate, any other document which may be required to avail the tax treaty benefits by sending an email to green@skdc-consultants.com, clearly mentioning the Folio No. / Demat A/c No, name of the company and name of the shareholder.

The aforesaid declarations and documents need to be submitted by the shareholders on or before the end of business hours of 25th August, 2022.

10. Shareholders holding shares in the physical form and wish to avail National Electronic Clearing Services (NECS) facility may authorize the Company with NECS mandate in the prescribed form (enclosed) and the same should be lodged with the Registrars and Share Transfer Agents M/s. SKDC Consultants Limited for payment of dividend in future through NECS, if eligible.
11. As per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, transfer of shares in physical mode is not allowed from 1st April 2019. Further, SEBI had mandated the listed entities to issue shares only in dematerialized mode, with effect from 25th January 2022 to shareholder(s)/ claimant(s) holding shares in physical mode, as against their service requests including for transmission or transposition of shares.
12. Further, SEBI vide its circular dated 3rd November 2021 has also mandated that the shareholders holding shares in physical form are required to update their PAN, KYC details, bank details and nomination details with the RTA on or before 1st April 2023, failing which the securities held by such shareholder will be frozen by the RTA. The securities once frozen will revert to normal status only upon receipt

of requisite KYC documents or upon dematerialization of the said securities. Shareholders holding shares in physical form may also note that once the securities are frozen, the payment of dividend will be processed to the bank account of the shareholder electronically only upon receipt of requisite KYC details.

Further, SEBI vide its circular dated 3rd November 2021 has also mandated that the shareholders holding shares in physical form are required to compulsorily link their PAN and Aadhaar. Accordingly, the physical folios in which PAN and Aadhaar are not linked have been frozen by the RTA. The securities which have been frozen will revert to normal status only upon receipt of requisite KYC documents or upon dematerialization of the said securities.

Necessary prior intimation(s) in this regard was provided to the Shareholders. Therefore, Members holding share(s) in physical form are requested to immediately update their KYC details / dematerialize their shareholding in the Company. A copy of the said circulars is available on the Company's website www.supersales.co.in.

13. Members who require any clarifications on accounts or operations of the Company are requested to write to the Company Secretary so as to reach him before August 25, 2022 (5.00 pm IST). The queries will be answered accordingly.
14. In view of the Green Initiative adopted by MCA, the Company proposes to send the Annual Reports, Notices and its annexures in electronic form to the e-mail addresses of the members. In order to serve the documents in electronic mode, members holding shares in physical form are requested to communicate their e-mail address quoting their folio numbers to the Registrars and Share Transfer Agents. Similarly members holding shares in Demat form shall intimate their e-mail address to their respective Depository Participants at the earliest.
15. In compliance with the aforesaid MCA Circulars and SEBI Circulars, Electronic copy of the Notice of the AGM along with the Annual Report 2021 - 22 is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/ Depositories. Members may note that the Notice and Annual Report 2021 - 22 will also be available on the Company's website www.supersales.co.in and website of the BSE Limited at www.bseindia.com.
16. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act. In case of Joint Holders, the member whose name appears as First Holder in the order of names on the Register of Members of the Company will be entitled to vote. Since the AGM will be held through VC / OAVM, the Route Map of the venue is not annexed in this Notice.
17. The results of the e-voting and e-voting during the Annual General Meeting will be announced by the Chairman or person authorised by the Chairman within 2 days from the date of conclusion of the Annual General Meeting at the Registered office of the Company. A copy of which will be posted on the Company's website and forwarded to Stock Exchange.
18. The Registers and documents maintained under the Act, which are eligible for inspection, will be available electronically for inspection by the members during AGM.
19. Pursuant to Rule 6 of the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, the Company is required to transfer all shares in respect of which dividends are not claimed for the last 7 consecutive years to the demat account of Investor Education and Protection Fund Authority. (IEPF Authority).

- a. All the underlying shares in respect of which dividends were not claimed for the last 7 years have been transferred to the demat account of IEPF Authority.
- b. The Company will send individual notices through Post to the latest available addresses of the shareholders whose dividends are lying unclaimed for the last 7 years, advising them to claim the dividends expeditiously.
- c. The statement containing the details of name, folio number and demat account number relating to shares due for transfer will be made available in the website www.supersales.co.in for information and necessary action by the shareholders.
- d. Shareholders who have not claimed their dividends from the year 2014 - 15 can write to our Registrars and Share Transfer Agents, M/s. SKDC Consultants Limited for further details and for making a valid claim for the unclaimed dividends. In case no valid claim has been made, the shares in respect of which the dividends are lying unclaimed for the last 7 years will be transferred to the demat account of IEPF Authority.

DETAILS OF DIRECTOR SEEKING RE-APPOINTMENT

Sri. Ravi Sam (DIN 00007465)

Sri. Ravi Sam a leading industrialist born on 31.03.1956 has completed his graduation in Commerce and post graduate diploma in Textile Technology from UK. He is from a renowned family engaged in the textile business at Coimbatore. He is also one of the trustees in some charitable trusts contributing to promotion of health and education.

Experience: More than three decades of experience in the areas of Textiles, Financial Management and Administration.

Other Directorships :

1) Adwaith Textiles Private Limited 2) Adwaith Lakshmi Industries Private Limited 3) Lakshmi Ring Travellers (Coimbatore) Private Limited 4) Sri Kara Engineering Private Limited 5) Lakshmi Caipo Industries Limited 6) Titan Paints and Chemicals Private Limited 7) Sri Kamakoti Kamakshi Enterprises Private Limited 8) Integrated Electrical Controls India Private Limited 9) Eshaan Enterprises Private Limited 10) Bhadra Lakshmi Management Private Limited 11) Confederation of Indian Textile Industry 12) Eeshapriya Private Limited 13) Lotus Solubiz Private Limited 14) The Cotton Textile Export Promotion Council 15) TSV Consulting Private Limited.

Membership of Committees of Companies:

Audit Committee	Nomination and Remuneration Committee	CSR Committees	Share Transfer Committee
Super Sales India Limited	Super Sales India Limited	Adwaith Lakshmi Industries Private Limited Lakshmi Caipo Industries Limited Titan Paints and Chemicals Private Limited	Super Sales India Limited

Date of appointment into the Board : 30.06.1983.

Shareholding : 1,000 equity shares of Rs. 10/- each constituting 0.033% of the paid up capital.

He is not related to any other Director, Manager or Key Managerial Personnel. He is entitled to only sitting fee for attending the meeting of the Board, Committees or any other meeting of directors.

Sitting fee paid to him during the year 2021-22 was Rs. 1.00 Lakh.

Number of Board meetings attended by him during 2021-22 was 2.

He has resigned from Parry Agro Industries Ltd, a Listed Company during last three years.

Based on the performance evaluation and recommendation of Nomination and Remuneration Committee, the Board recommends the reappointment of Sri. Ravi Sam as a Director of the Company. He is liable to retire by rotation.

Except Sri. Ravi Sam, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise in the Item No. 3.

The disclosure as required under Listing Regulations and Secretarial Standard 2 are furnished and form part of the notice.

EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Justice Smt. Chitra Venkataraman (DIN 07044099) was appointed as an Additional Director of the Company in Independent, Non-Executive capacity with effect from 6th July, 2022 at the Board meeting held on 6th July, 2022.

Pursuant to the provisions of Section 161 of the Companies Act, 2013, Justice Smt. Chitra Venkataraman holds office as Director of the Company up to the date of the Annual General Meeting. Further, Notice has been received from a member signifying his intention to propose Justice Smt. Chitra Venkataraman as a candidate for the office of Director in the category of Independent Directorship. Accordingly, Justice Smt. Chitra Venkataraman is proposed to be appointed as an Independent Director of the Company for a period of five consecutive years with effect from 6th July, 2022 to 5th July, 2027.

Company has received a declaration from Justice Smt. Chitra Venkataraman that she met the criteria for independence as prescribed in the Companies Act, 2013 and SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015.

Nomination and Remuneration Committee of Directors and the Board were of the opinion, after reviewing her mix of skills, experience, competency and other attributes, that her association would be of immense benefit to the Company and it is desirable to continue to avail the services of Justice Smt. Chitra Venkataraman as an Independent Director. She is not liable to retire by rotation.

Board is of the opinion that Justice Smt. Chitra Venkataraman fulfills the conditions and criteria of independence as specified in the Companies Act, 2013 and rules made thereunder and SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 for her appointment as an Independent Director of the Company and independent of the Management. Copy of the draft letter of appointment of Justice Smt. Chitra Venkataraman as an Independent Director of the Company would be available for inspection without any fee by the members, during normal business hours, at the registered office of the Company.

As per Regulation 17 (1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a Non-Executive Director of the Company who has attained the age of seventy five years can continue the directorship only with the approval of shareholders through a special resolution. Justice Smt. Chitra Venkataraman, Director (DIN 07044099), presently aged 70 years, if appointed as an Independent Director of the Company for a period of five years from 6th July, 2022, will cross the age of 75 years before end of the current term of appointment.

Accordingly, the Board recommends this special resolution in relation to appointment of Justice Smt. Chitra Venkataraman as an Independent Director and continue even after crossing the age of 75 years as set out in item No. 4 of the notice for approval of shareholders.

Justice Smt. Chitra Venkataraman born on 22.04.1952, an Indian Citizen, has completed her Graduation in Economics at Ethiraj College, Chennai and in Law from Madras Law College, Chennai. She started her practice at Madras High Court and specialised in Direct and Indirect tax laws.

She was appointed as Government Pleader during the period 1991 to 1995 and thereafter as the standing counsel for Income Tax for about 10 years. She was elevated as Judge of Madras High Court in the year 2005 and retired in April 2014. She is presently handling arbitration matters and providing opinion in taxation and commercial laws.

List of Directorship in other Companies:

Lakshmi Machine Works Limited, The Ramco Cements Limited, Ramco Industries Limited.

Membership of Committees of Companies:

Audit Committees	Nomination and Remuneration Committees	Stakeholders Relationship Committees
Lakshmi Machine Works Limited Ramco Industries Limited	Lakshmi Machine Works Limited The Ramco Cements Limited	Lakshmi Machine Works Limited The Ramco Cements Limited Ramco Industries Limited
CSR Committee	Share Transfer Committee	Risk Management Committee
The Ramco Cements Limited	Nil	The Ramco Cements Limited

Date of appointment to the Board : 6th July, 2022.

Justice Smt. Chitra Venkataraman is not holding any equity shares in the Company.

She is not related to any other director, Manager or Key Managerial Personnel.

Sitting fee paid to her during the year 2021-22 was Nil.

Number of Board meetings attended by her during 2021-22 was Nil.

She has not resigned from any listed Company during the past three years.

She is an Independent Director and entitled to receive remuneration by way of sitting fees and reimbursement of expenses for participation in the meetings of the Board and / or Committees or any other meeting of directors and profit related commission, if any, in terms of Section 197 and other applicable provisions of the Companies Act, 2013, and as determined by the Board from time to time, within the overall limits specified under the Companies Act, 2013 as well as the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015.

Except Justice Smt. Chitra Venkataraman, being the appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financial or otherwise, in the resolution set out in Item No. 4.

The explanatory statement may also be construed as disclosure under Regulation 36 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

The disclosure as required under Listing Regulations and Secretarial Standard 2 are furnished and form part of the notice.