

The
Best
Part of
Everyday



32nd Annual Report 2016-17

Vadilal

VADILAL ENTERPRISES LTD.

The Flavours of Togetherness



**BOARD OF DIRECTORS****Non-executive & Non-Independent Directors**

Rajesh R. Gandhi Chairman
 Devanshu L. Gandhi
 Mamta R. Gandhi

Independent Directors

Jayantilal M. Shah
 Jignesh J. Shah
 Ashish H. Modi
 Preet P. Shah

COMPANY SECRETARY

Darshan Shah

CHIEF EXECUTIVE OFFICER

Vishal Surti

CHIEF FINANCIAL OFFICER

Rajesh Bhagat

AUDITORS

M/s. Kantilal Patel & Co.
 Chartered Accountants, Ahmedabad
 (A member firm of Polaris International, USA)

BANKER

Bank of India

REGISTERED OFFICE

A/801, 8th Floor, "Time Square" Building,
 C. G. Road, Nr. Lal Bunglow Char Rasta,
 Navrangpura, Ahmedabad - 380 009.
 CIN No. : L51100GJ1985PLC007995
 Phone : 079-26407201-09, 079-30153000
 Fax : 079-30153102

REGISTRAR & SHARE TRANSFER AGENT

(For physical & demat)
 MCS Share Transfer Agent Limited,
 201, Shatdal Complex, 2nd Floor,
 Opp. Bata Show Room, Ashram Road,
 Ahmedabad - 380 009.
 Phone: 079-26580461/62/63
 Fax: 079-26581296

SHARE DEPARTMENT

10th Floor, Colonnade Building,
 Opp. Iscon Temple BRTS Bus Stand,
 Ambli-Bopal Road,
 Ahmedabad-380015
 Phone : 079-30921200

Notes :

- Important Communication to Members :** The Ministry of Corporate Affairs has, pursuant to its Green Initiative in the Corporate Governance, allowed paperless compliances by Companies. It has issued circulars allowing the Companies to service notice/documents including Annual Report by email to its members. Many of the Shareholders have registered their emails pursuant to the said initiative. We thank those shareholders for the same. Those Shareholders, who have not registered their email addresses so far, may, as a support to those initiative, register their email addresses, in respect of electronic holdings, with the Depository through their respective Depository Participant. Members who hold shares in physical mode are requested to register their email address with MCS Limited, Share Transfer Agent of the Company.
- Members are requested to send their all correspondence relating to Shares including transfer, transmission, change of address, issue of duplicate share certificates etc. to MCS Share Transfer Agent Limited, Registrar & Share Transfer Agent of the Company at 201, Shatdal Complex, 2nd Floor, Opp. Bata Show Room, Ashram Road, Ahmedabad - 380 009 (Phone: 079 - 26580461/62/63) or at the Share Department of the Company situated at 10th Floor, Colonnade Building, Opp. Iscon Temple BRTS Bus Stand, Ambli-Bopal Road, Ahmedabad-380015, Phone : 079-30921200.
- The process and manner of e-voting is being sent to all the members whose e-mail ids are registered with the Company/Depository Participant /Share Transfer Agent for communication purpose through electronic mode. For members who have not registered their e-mail ids as above, the process and manner of e-voting is provided in a separate sheet as enclosed alongwith this Annual Report / e-mail separately.**

32nd ANNUAL GENERAL MEETING

Day - Friday

Date - 29th September, 2017

Time - 2.30 p.m.

Venue - GICEA, Gajjar Hall, Nirman Bhavan,
 Opp. Law Garden, Ellisbridge,
 Ahmedabad - 380 006.

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E-mail for Investor Grievances : shareslogs@vadilalgroup.com

Web : www.vadilalgroup.com



SHAREHOLDER INFORMATION

1. Name of Company :

Vadilal Enterprises Limited

2. Company CIN:

L51100GJ1985PLC007995

3. Fixed Deposit Department:

Fixed Deposit Department of the Company is operated at the following address:

10th Floor, Colonnade Building,

Opp. Iscon Temple BRTS Bus Stand,

Ambli-Bopal Road, Ahmedabad-380015

Phone : 079-30921200

Email: vijaysshah@vadilalgroup.com

4. Book-Closure:

Book-Closure from 16th September, 2017 to 29th September, 2017 (both days inclusive) for the purpose of payment of Dividend of Re. 0.80/- per share (@ 8%) for the year ended on 31st March, 2017 as recommended by the Board and if declared at the Meeting and to determine the members eligible for the said dividend.

5. Stock Exchanges where the Shares are listed :

BSE LTD.

Phiroze Jeejeebhoy Towers Dalal Street Mumbai- 400001

Phone: 91-22-2272 1234 / 1233

The Annual Listing Fees up to the Financial Year 2017-2018 have been duly paid to the above Stock Exchange.

6. Security Code :

Bombay Stock Exchange Ltd. - 519152

ISIN Number - INE693D01018

7. Dematerialisation of Shares :

The Company, consequent to introduction of Depository System (DS), entered into an agreement with NSDL and CDSL and has established an electronic connectivity with both the Depositories. Members, therefore, have the option of holding and dealing in the shares of the Company in electronic form through NSDL and CDSL.

In view of numerous advantages offered by DS, the members are requested to avail the facility of dematerialisation of the Company's shares on the Depository as aforesaid. If you wish to maintain your shareholding in the electronic form by joining DS, you will have to open an account with a Depository Participant (DP), who are agents of NSDL and CDSL and lodge your share certificates with your DP for Dematerialisation. The DP will then ensure that the physical share certificates are canceled and after verification by the Company, an equivalent number of shares will be credited to your account with the DP in the electronic form. You are also permitted under the DS to reconvert your electronic shareholding into the physical form of share certificates by a process of Rematerialisation. It may be noted that the DP would charge the investors for its services, which may vary from one DP to another.

It is reiterated that requests for Dematerialisation and Rematerialisation are to be made only to the DP with whom you have opened an account and not directly to the Company.

8. Registrar & Share Transfer Agent :

The Company has entrusted the work of Dematerialisation/Rematerialisation of shares to an outside Registrar, viz. MCS Share Transfer Agent Limited, Ahmedabad. As per SEBI Circular No. D&CC/FITTC/CIR-15/ 2002, dated 27-12-2002, the Company has assigned all the work related to Share Registry in terms of both physical and electronic to MCS Share Transfer Agent Limited, Ahmedabad. Hence, all Shareholders are requested to send/deliver the documents/ correspondence including complaints relating to the Company's share transfer/demat/remat activity at:

MCS Share Transfer Agent Limited

201, Shatdal Complex, 2nd Floor, Opp. Bata Show Room, Ashram Road, Ahmedabad - 380009.

Phone : 079-26580461/462/463 • Fax : 079-26581296 • Email: mcsahmd@gmail.com

9. Share Transfer System :

Presently, share transfers which are received in physical form are processed and the share certificates are returned within a period of 15 days from the date of receipt, subject to the documents being valid and complete in all respects. Share Transfer Committee of the Board meets at regular intervals to approve transfers, issue of duplicate certificates, consolidation and splitting of shares etc.

As required under Regulation 40(9) of SEBI (Listing Obligation and Disclosure Requirement), 2015, a certificate is obtained every six months from a Practicing Company Secretary, with regard to, inter alia, effecting transfer, transmission and consolidation within one month of their lodgment. The certificates are forwarded to BSE, where the equity shares are listed.

In terms of SEBI's circular dated 31st December, 2002, a Secretarial Audit is conducted on a quarterly basis by Practicing Company Secretary for the purpose of reconciliation of the total Admitted Equity Share Capital with the Depositories and in the physical form with the total issued public paid-up Equity Capital of the Company. Certificates issued in this regard are forwarded to BSE, where the Equity Shares are listed.

10. Distribution of Shareholding as on 31st March, 2017:

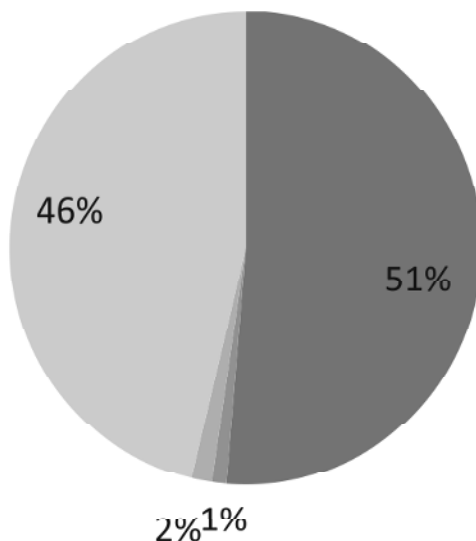
No. of Equity Shares held	No. of Shareholders	% of Shareholders	No. of Shares held	% of total Shares
Up to 500	1486	92.70	159146	18.44
501 to 1000	47	2.93	37572	4.36
1001 to 2000	22	1.37	32910	3.82
2001 to 3000	8	0.49	19157	2.22
3001 to 4000	7	0.44	25702	2.98
4001 to 5000	6	0.38	27864	3.24
5001 to 10000	13	0.82	94254	10.92
10001 to 50000	11	0.68	224598	26.03
50001 & above	3	0.19	241465	27.99
Total	1603	100.00	862668	100.00

11. Categories of Shareholders as on 31st March, 2017:

Sr.	Category of Shareholders	No. of Equity Shares held	% of total Paid-up Capital
<u>A : Promoters and Promoters' Group :</u>			
1	Directors	208698	24.19
2	Directors' relatives	103188	11.96
3	Group Companies	105407	12.22
4	HUFs	25284	2.93
	Total (A) :	442577	51.30
<u>B : Public :</u>			
1	Bodies Corporate	36825	4.26
2	NRI	8463	0.99
3	HUF	9023	1.05
4	Residential Individual	365780	42.40
	Total (B) :	420091	48.70
	Total	862668	100.00

Percentage of total paid-up capital

■ Promoter Group ■ NRIs/OCBs ■ HUF ■ Public





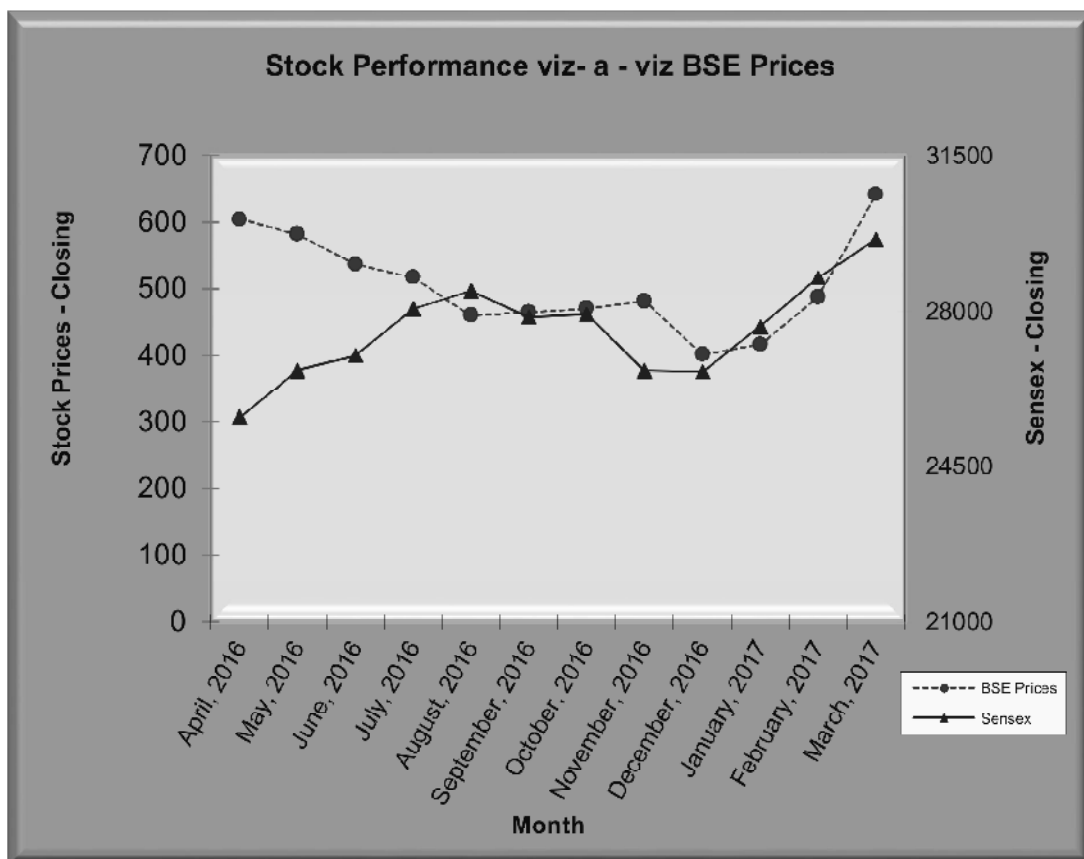
12. Share price performance in comparison to BSE Sensex based on data available on Stock exchange website:

The monthly high, low and closing prices of the shares of the Company, during the financial year under review and performance of the same in comparison to BSE Sensex are given below:

Month	PRICE OF SHARE ON BSE			SENSEX		
	High	Low	Close	High	Low	Close
April, 2016	659.00	526.25	604.00	26,100.54	24,523.20	25,606.62
May, 2016	597.00	530.00	582.00	26,837.20	25,057.93	26,667.96
June, 2016	559.95	491.00	537.30	27,105.41	25,911.33	26,999.72
July, 2016	591.65	480.00	517.00	28,240.20	27,034.14	28,051.86
August, 2016	565.00	419.00	460.50	28,532.25	27,627.97	28,452.17
September, 2016	525.00	429.00	465.25	29,077.28	27,716.78	27,865.96
October, 2016	534.00	414.45	471.00	28,477.65	27,488.30	27,930.21
November, 2016	498.95	400.00	481.90	28,029.80	25,717.93	26,652.81
December, 2016	504.00	397.00	401.55	26,803.76	25,753.74	26,626.46
January, 2017	458.00	380.00	416.75	27,980.39	26,447.06	27,655.96
February, 2017	498.00	392.50	487.90	29,065.31	27,590.10	28,743.32
March, 2017	642.45	465.00	642.45	29,824.62	28,716.21	29,620.50

- All the rates are in Rs.

Price Chart



13. Consolidation of Folios:

Some of the members might have more than one folio in their individual name or jointly with other person(s) mentioned in the same order. It is desirable to consolidate all similar holdings under one folio. Consolidation helps the members to monitor their holdings effectively. By doing so, it would also enable the Company to avoid unnecessary duplication of effort and related costs. Please write to the Company at the address of Share Dept. given below, requesting in writing, quoting the folio numbers that need to be consolidated and send the relevant Share Certificates.

14. Nomination facility:

Pursuant to section 72 of the Companies Act, 2013 and rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014 the facility of nomination in the Shares of a Company is available. Your Company has already offered the facility of nomination to the members. Individual Shareholders can avail of the facility of nomination and may submit to the Company the prescribed **Form SH-13** at the Share Department of the Company. It is advisable to avail of this facility especially by Shareholders who currently hold Shares in single name.

The Nominee shall be the person in whom all rights of transfer and/or amount payable in respect of the Shares shall vest in the event of the death of the Shareholders. A minor can be a nominee provided the name of the guardian is given in the Nomination Form.

The facility of the nomination is not available to non-individual Shareholders such as Societies, Trusts, Bodies Corporate, Partnership Firms, Kartas of HUF and holders of Powers of Attorney.

In case of any assistance, please contact share department at the address mentioned below.

Share Department:

10th Floor, Colonnade Building,
Opp. Iscon Temple BRTS Bus Stand,
Ambli-Bopal Road, Ahmedabad-380015
Phone : 079-30921200
Email: shareslogs@vadilalgroup.com



NOTICE

NOTICE is hereby given that the **32nd ANNUAL GENERAL MEETING** of the members of **VADILAL ENTERPRISES LIMITED** will be held on **Friday, 29th day of September, 2017 at 2.30 p.m.** at GICEA, Gajjar Hall, Nirman Bhavan, Opp. Law Garden, Ellisbridge, Ahmedabad - 380006, to transact the following business :

ORDINARY BUSINESS:

- 1) To receive, consider and adopt the audited Statement of Profit & Loss for the year ended March 31, 2017, the Balance Sheet as at that date and the Reports of the Directors and Auditors thereon.
- 2) To declare dividend on Equity Shares for the financial year ended on March 31, 2017.
- 3) To appoint a Director in place of Mrs. Mamta R. Gandhi (DIN: 00674579) who retires by rotation at this Annual General Meeting in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers herself for re-appointment.
- 4) To appoint Statutory Auditors 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, 142 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof for the time being in force) read with rules under the Companies (Audit and Auditors) Rules, 2014, M/s. Deloitte Haskins & Sells LLP, Chartered Accountants (ICAI Registration No.: 117366W/W-100018), be and are hereby appointed as Statutory Auditors of the Company, in place of M/s. Kantilal Patel & Co., Chartered Accountants (ICAI Registration No. 112066W), the retiring Statutory Auditors, to hold office from the conclusion of this Annual General Meeting till the conclusion of the 37th Annual General Meeting of the Company, at such remuneration as may be mutually agreed between the Board of Directors of the Company and the Statutory Auditors."

By Order of the Board
For VADILAL ENTERPRISES LIMITED

Registered Office :

A/801, 8th Floor, "Time Square" Building, C. G. Road,
Nr. Lal Bungalow Char Rasta, Navrangpura, Ahmedabad - 380 009.

CIN : L51100GJ1985PLC007995

Email : sharelogs@vadilalgroup.com

Website : www.vadilalgroup.com

Phone : 079 301503189

Dated : 26th August, 2017

RAJESH R. GANDHI

Chairman

DIN : 00009879

NOTES :

- 1) A member entitled to attend and vote at the Annual General Meeting (the "Meeting") is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company. The instrument appointing the proxy should, however, be deposited at the registered office/ Share Department of the Company not less than forty-eight hours before the commencement of the Meeting.
A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
- 2) Corporate members intending to send their authorised representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorising their representative to attend and vote on their behalf at the Meeting.
- 3) A Statement pursuant to Section 102(1) of the Companies Act, 2013 setting out the material facts relating to the Special Business to be transacted at the Meeting is annexed hereto.
- 4) In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
- 5) (a) The Company has notified closure of Register of Members and Share Transfer Books from **16th September, 2017 to 29th September, 2017 (both days inclusive)** for determining the names of members eligible for dividend on Equity Shares, if declared at the Meeting.
(b) Dividend of 0.80 per share (@ 8.00%) on Equity Shares for the year ended on 31st March, 2017 as recommended by the Board, if declared at the meeting, will be paid without deduction of tax at source :
to those members, whose names appear on the Register of Members after giving effect to all valid share transfers in physical form lodged with the Company/Share Transfer Agent on or before **15th September, 2017** or
in respect of shares held in electronic form, to those "Beneficial Owners" whose names appear in the Statement of Beneficial Ownership furnished by NSDL and CDSL as at the end of business hours on **15th September, 2017**.
- 6) Members holding shares in electronic form may note that bank particulars registered against their respective depository accounts will be used by the Company for payment of dividend. The Company or its Registrars and Transfer Agent, cannot act on any request received directly from the members holding shares in electronic form for any change of bank particulars or bank mandates. Such changes are to be advised only to the Depository Participant by the members.



- 7) **Members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.**
- 8) The amount of dividend for the financial year ended on 31st March, 2010, 31st March, 2011, 31st March, 2012, 31st March, 2013, 31st March, 2014, 31st March, 2015 and 31st March, 2016 remaining unpaid or unclaimed for a period of 7 years is due for transfer to the Investor Education and Protection Fund on, 4th November, 2017, 1st November, 2018, 3rd November, 2019, 26th October, 2020, 29th October, 2021, 1st November, 2022 and 1st November, 2023 respectively.
- Members, who have so far not encashed their dividend warrants for the said financial years, are requested to approach the Company for revalidation or duplicate dividend warrants. Thereafter, no claims shall lie against the said Fund or the Company for the amount of dividend so transferred nor shall any payment be made in respect of such claims.
- 9) Members, who hold shares in dematerialised form, are requested to bring their Client ID and DP ID numbers for easy identification of attendance at the meeting.
- 10) Members are requested to intimate immediately the change in their registered address, if any, to their Depository Participants (DPs) in respect of their electronic share accounts and to the Company or Share Transfer Agent, in respect of their physical share folios, if any. In case of mailing address mentioned on this Annual Report is without PINCODE, members are requested to kindly inform their PINCODE immediately.
- 11) Relevant documents referred to in the accompanying Notice are open for inspection for the members at the Share Department of the Company on all working days, except Saturdays, during normal business hours, upto the date of this Annual General Meeting.
- 12) Members are requested to bring their copy of Annual Report to the meeting, as the copies of Annual Report will not be distributed at the meeting.
- 13) Members seeking any further information about the Accounts and/or Operations of the Company are requested to send their queries to the Company at its **Share Department**, at least 10 days before the date of the meeting.
- 14) Mrs. Mamta R. Gandhi (DIN: 00674579), Director of the Company, shall retire by rotation and being eligible, offer himself for re-appointment.
- As required under Regulation 36 of SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015 given below are the details of the above Directors to be re-appointed/appointed as Directors of the Company :-

Mrs. Mamta R. Gandhi

Mrs. Mamta R. Gandhi has been associated with the Company since many years with wide experience and expertise in the respective fields. She is Bachelor in Arts. She looks after day-to-day affairs of the Ice-cream Division of Vadilal Group companies situated at Pundhra.

Presently, She is not a Member of any Committee of the Company. She is on the Board of following other Companies. Mrs. Mamta R. Gandhi holds 21145 shares in Vadilal Enterprises Limited in her individual capacity.

Directorship:	Member of the Board Committees:
➤ Vadilal International Private Limited	Audit Committee :
➤ Vadilal Marketing Private Limited	NIL
	Shareholders/ Investors' Grievance Committee and/or Share Transfer Committee:
	NIL

15) Voting through electronic means:

The Company is pleased to offer remote e-voting facility to all its members to enable them to cast their vote electronically in terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirement), 2015. Accordingly, a member may exercise his vote through e-voting services provided by Central Depository Services (India) Limited (CDSL)

The process and manner of remote e-voting is being sent to all the members whose e-mail ids are registered with the Company/Depository Participant/Share Transfer Agent for communication purpose through electronic mode. For Members who have not registered their e-mail ids as above, the process and manner of e-voting is enclosed alongwith this Notice.

**By Order of the Board
For VADILAL ENTERPRISES LIMITED**

Registered Office :
A/801, 8th Floor, "Time Square" Building, C. G. Road,
Nr. Lal Bunglow Char Rasta, Navrangpura, Ahmedabad - 380 009.
CIN : L51100GJ1985PLC007995
Email : sharelogs@vadilalgroup.com
Website : www.vadilalgroup.com
Phone : 079 301503189
Dated : 26th August, 2017

RAJESH R. GANDHI
Chairman
DIN : 00009879



Process and Manner for availing remote e-voting facility

The Company is pleased to offer e-voting facility to all its members to enable them to cast their vote electronically in terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligation and Disclosure Requirement), 2015. Accordingly, a member may exercise his vote through e-voting service provided by Central Depository Services (India) Limited (CDSL) and the Company may pass any resolution by electronic voting system in accordance with the above provision.

1. The Process and manner of remote e-voting is being sent to all members whose e-mail ids are registered with the Company/Depository Participants/Share Transfer Agents for communication purpose through electronic mode.
2. The members who have casted there vote by remote e-voting may also attend meeting but shall not entitled to cast their vote again.
3. The Board of Director has appointed **Mr. Manoj Hurkat** of M/s. Manoj Hurkat and Associates, a Practicing Company Secretary, Ahmedabad as Scrutinizer to scrutinize the poll and remote e-voting process in fair and transparent manner and he has communicated his willingness to be appointed and will be available for the same purpose.
4. Voting rights shall be reckoned on the paid up value of shares registered in the name of the members/ beneficial owner (in case of electronic shareholding) as on cutoff date i.e. **22nd September, 2017**
5. Any person, who acquires shares of the Company and becomes member of Company after dispatch of the notice of the AGM and holding shares on cut-off date i.e. **22nd September, 2017** may obtain the User ID and Password in manner mentioned below:
 - If e-mail address or mobile number of member is registered against folio number/DP ID/Client ID, then on homepage of www.evotingindia.com, the member may click on "Forgot Password" and enter folio number/DP ID/ Client ID and PAN to generate a password
 - Member may send request at helpdesk.evoting@cdslindia.com
 - Member may call CDSL toll free number 18002005533
 - If person is already registered with CDSL for e-voting then excising user id and password can be used for casting vote.
6. The Scrutinizer, after scrutinizing the votes cast at the meeting (poll) and through remote e-voting, will not later than three days of conclusion of the meeting, make a consolidated scrutinizer's report and submit the same to Chairman. The results declared along with consolidated scrutinizer's report shall be placed on the website of the Company www.vadilalgroup.com and on the website of CDSL viz. www.evotingindia.com. The results shall simultaneously be communicated to Stock Exchanges.
7. The instruction for shareholders voting electronically are as under:
 - (i) The voting period begins on **26th September, 2017 (9.00 a.m.) and ends on 28th September, 2017 (5.00 p.m.)**. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of **22nd September, 2017** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
 - (ii) The shareholders should log on to the e-voting website www.evotingindia.com.
 - (iii) Click on Shareholders.
 - (iv) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
 - (v) Next enter the Image Verification as displayed and Click on Login.
 - (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
 - (vii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	<ul style="list-style-type: none"> • Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is printed on address sticker (Labels) indicated in the PAN field.
Dividend Bank Details OR Date of Birth (DOB)	<ul style="list-style-type: none"> • Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used