

BOOK-POST



N2N TECHNOLOGIES LTD.

if undelivered please return to :
N2N TECHNOLOGIES LTD.
101, P1 Pentagon, Magarpatta City,
Hadapsar, Pune, MH 411013
Phone : (020) 30525201 Fax : (020) 30547400

Annual Report
2013-2014

N2N TECHNOLOGIES LIMITED

(CIN : L72900PN1985PLC145004)

Board of Directors

Name of the Director	DIN	Designation
Mr. Rahul Shah	01545609	Director
Mr. Rajesh Shah	00079576	Independent Director
Mr. Jayesh Desai	05197040	Independent Director
Mr. Haren Parekh	00004883	Independent Director

Statutory Auditors

M/s. DMKH & Co.

C-9, Sanjay Apartments,
Near Gokul Hotel, SVP Road,
Borivali (W), Mumbai -400 092

Bankers

HDFC Bank Limited

The Amaltas Co-Op Hsg Soc,
Juhu-Versova Link Road,
Andheri (W), Mumbai - 400053

Compliance Officer

Mr. Nilesh Amrutkar

Office No. 101, P1 Pentagon,
Magarpatta City,
Hadapsar, Pune -411013

Registrar & Transfer Agents

Universal Capital Securities Pvt Ltd
(Formerly known as Mondkar Computers Pvt Ltd.)
21, Shakil Niwas, Opp. Satya Saibaba Temple,
Mahakali Caves Road, Andheri (East), Mumbai - 93.

Registered Office

Office No. 101, P1 Pentagon,
Magarpatta City, Hadapsar,
Pune – 411 013 ,www.n2ntechno.com
Ph: (020-30525201) Fax: (020-30547400)

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N2N TECHNOLOGIES LIMITED

NOTICE IS HEREBY GIVEN THAT 29TH ANNUAL GENERAL MEETING OF THE MEMBERS OF THE COMPANY WILL BE HELD ON THURSDAY, SEPTEMBER 25, 2014 AT 3.00 P.M. AT 101, P-1, PENTAGON, MAGARPATTA CITY, PUNE – 411013 TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Statement of Profit and Loss for the year ended March 31st 2014 and the Balance Sheet as at that date together with the Reports of the Board of Directors and the Auditors thereon.
2. 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 of the Companies Act, 2013 and the Rules made there under, M/s. DMKH & Co., Chartered Accountants, Mumbai, bearing ICAI Registration No. 116886W, be and are hereby re-appointed as the Auditors of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of the 32nd Annual General Meeting held thereafter (subject to ratification of the appointment by the members at every AGM) on a such terms & remuneration as may be mutually agreed by the Board of Directors of the Company and Auditor.

SPECIAL BUSINESS:**3. Appointment of Mr. Haren Parekh as an Independent Director of the Company**

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 Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013, Mr. Haren Parekh (DIN: 00004883), Director of the Company who retires by rotation at the Annual General Meeting and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for five consecutive years from the date of Annual general meeting.”

RESOLVED FURTHER THAT any one of the Directors and/or the Company Secretary be and is hereby authorised to do all such acts, deeds, matters and things, as it may in its absolute discretion deem necessary and think fit to give effect to this resolution.”

4. Appointment of Mr. Rajesh Shah as an Independent Director of the Company

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 Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013, Mr. Rajesh shah (holding DIN 00079576), Director of the Company who retires by rotation at the Annual General Meeting and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby

appointed as an Independent Director of the Company to hold office for five consecutive years from the date of Annual general meeting.”

RESOLVED FURTHER THAT any one of the Directors and/or the Company Secretary be and is hereby authorised to do all such acts, deeds, matters and things, as it may in its absolute discretion deem necessary and think fit to give effect to this resolution.”

5. Appointment of Mr. Jayesh Desai as an Independent Director of the Company

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 Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013, Mr. Jayesh Desai (holding DIN 05197040), Director of the Company who retires by rotation at the Annual General Meeting and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for five consecutive years from the date of Annual general meeting.”

RESOLVED FURTHER THAT any one of the Directors and/or the Company Secretary be and is hereby authorised to do all such acts, deeds, matters and things, as it may in its absolute discretion deem necessary and think fit to give effect to this resolution.”

6. To approve Borrowing limits of the Company

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

“RESOLVED that pursuant to Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013, as amended from time to time, the consent of the Company be and is hereby accorded to the Board of Directors of the Company or any Committee of the Board (hereinafter referred to as the “Board”) for borrowing from time to time, any sum or sums of monies which together with the monies already borrowed by the Company (apart from temporary loans obtained or to be obtained from the Company’s bankers in the ordinary course of business), may exceed the aggregate of the paid-up capital of the Company and its free reserves, that is to say, reserves not set apart for any specific purpose, provided that the total outstanding amount so borrowed shall not at any time exceed the sum of Rs. 20.00 (Twenty) crore.”

“RESOLVED FURTHER that the Board 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 as may be necessary and incidental for giving effect to the above, including execution of all such documents, instruments and writings, as may be required.”

7. To authorise for creation of Charges on the assets of the Company

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

“RESOLVED that pursuant to Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013, as amended from time to time, the consent of the Company be and is hereby accorded to the Board of Directors of the Company or any Committee of the Board (hereinafter referred to as the “Board”) for creation of such mortgages, charges and hypothecations as may be necessary on such of the assets of the Company, both present and future, in such manner as the Board may direct, together with power to take over the management of the Company in certain events, to or in favour of financial institutions, investment institutions and their subsidiaries, banks, mutual funds, trusts, other bodies corporate (hereinafter referred to as the “Lending Agencies”) and Trustees for the holders of debentures / bonds and/or other instruments which may be issued on private placement basis or otherwise, to secure rupee term loans/foreign currency loans, debentures, bonds and other instruments of an outstanding aggregate value not exceeding Rs.20 crore together with interest thereon at the agreed rates, further interest, liquidated damages, premium on pre-payment or on redemption, costs, charges, expenses and all other moneys payable by the Company to the Trustees under the Trust Deed and to the Lending Agencies under their respective Agreements / Loan Agreements / Debenture Trust Deeds entered / to be entered into by the Company in respect of the said borrowings.”

RESOLVED FURTHER that the Board be and is hereby severally authorized to finalize with the Lending Agencies / Trustees, the documents for creating the aforesaid mortgages, charges and/or ypothecations 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.”

Place: Mumbai

Date: August 14, 2014

By Order of the Board
For N2N Technologies Ltd

Sd/-

Nilesh Amrutkar
Compliance Officer

Notes:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (“Act”) setting out material facts relating to the business stated under Item Nos. 4 to 7 is annexed hereto.

2. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER.

3. Pursuant to Section 91 of the Companies Act, 2013, Register of shareholders and Share Transfer Books of the Company will remain closed from Saturday, Sept 20, 2014 to Thursday, September 25, 2014, both days inclusive, for the purpose of the Annual General Meeting.

4. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the shareholders at the AGM.

5. The Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the shareholders at the AGM.

6. Relevant documents referred to in the proposed resolutions are available for inspection at the Registered Office of the Company during business hours on all days except Saturdays, Sundays and Public holidays up to the date of the Annual General Meeting.

7. Shareholders who hold shares in demat form are requested to direct any change of address, updates of savings bank account details to their respective Depository Participant(s). Shareholders holding shares in physical form are requested to notify/send any change in their address/mandate/bank account details to the Company's Registrar and Transfer Agent

8. Shareholders are requested to hand over the enclosed Attendance Slip, duly signed in accordance with their specimen signature(s) registered with the Company for admission to the meeting hall.

9. Shareholders who hold shares in dematerialised form are requested to bring their Client ID and DP ID numbers for identification.

10. Corporate shareholders are requested to send to the Company's or its Registrar and Transfer Agent, a duly certified copy of the Board Resolution authorising their representative to attend and vote at the Annual General Meeting.

11. Shareholders desirous of making a nomination in respect of their shareholding in the Company as permitted under Section 72 of the Companies Act, 2013, are requested to fill up the Nomination Form annexed to the Notice and send the same to the Company.

12. In terms of Sections 205A and 205C of the Companies Act, 1956 the amount of dividend remaining unclaimed or unpaid for a period of seven years from the date of transfer to the unpaid dividend account is required to be transferred to the Investor Education and Protection Fund (IEPF).

Accordingly, all dividends declared for and up to 2006-2007 on equity shares which remained unclaimed for a period of seven years, have been transferred to the Investor Education and Protection Fund (IEPF) established by the Central Government under Section 205C of the Act.

13. Shareholders, who have not yet encashed their dividend warrant(s), for any dividends declared after the aforesaid dividends, are requested to forward their claims to the Registrar and Share Transfer Agents.

14. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant Rules made thereunder, Companies can serve Annual Reports and other communications through electronic mode to those shareholders who have registered their e-mail address either with the Company or with the Depository. Accordingly, the Notice of the AGM along with the Annual Report 2013-14 is being sent by electronic mode to those shareholders whose e-mail addresses are registered with the Company/Depositories, unless any shareholder has requested for a physical copy of the same. For shareholders who have not registered their e-mail addresses, physical copies are being sent by the permitted mode.

15. To support the 'Green Initiative', shareholders who have not registered their e-mail addresses are requested to register the same with their Depository Participant or with the Company's Registrar & Share Transfer Agents

16. Voting through electronic means:

In terms of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and clause 35B of the listing agreement, the Company is providing facility to exercise votes on the items of business given in the notice through electronic voting system, to shareholders holding shares as on Friday, August 22, 2014 being the cut-off date ("Record date" for the purpose of Rule 20(3)(vii) of the said Rules) fixed for determining voting rights of shareholders entitled to participate in the e-voting process through the e-voting platform provided by Central Depository Services (India) Limited (CDSL).

The e-voting rights of the shareholders/beneficiary owners shall be reckoned on the equity shares held by them as on Friday, August 22, 2014.

The instructions for members for voting electronically are as under:-

In case of members receiving e-mail:

- (i) Log on to the e-voting website www.evotingindia.com
- (ii) Click on "Shareholders" tab.
- (iii) Now, select the "COMPANY NAME" from the drop down menu and click on "SUBMIT"
- (iv) Now Enter your User ID

The instructions for members for voting electronically are as under:-

In case of members receiving e-mail:

- (i) Log on to the e-voting website www.evotingindia.com
- (ii) Click on "Shareholders" tab.
- (iii) Now, select the "N2N TECHNOLOGIES LTD." from the drop down menu and click on "SUBMIT"
- (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	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and 8 digits of the Sequence number which is mentioned in address Label affixed on Annual Report, in the PAN field. In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
DOB	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details	<p>Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio.</p> <ul style="list-style-type: none"> Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field.

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will then reach directly 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 by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the N2N Technologies Ltd. on which you choose to vote.
- (xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

- (xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xvii) If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.co.in> and register themselves as Corporates.
 - They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to helpdesk.evoting@cdslindia.com.
 - After receiving the login details they have to create a user who would be able to link the account(s) which they wish to vote on.
 - The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same.

In case of members receiving the physical copy:

- (A) Please follow all steps from sl. no. (i) to sl. no. (xvii) above to cast vote.
- (B) The voting period begins on 19th Sept, 2014 (9.00 am) and ends on 21st Sept, 2014 (6.00 pm). 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 Aug 2014, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.co.in under help section or write an email to helpdesk.evoting@cdslindia.com
- The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on Friday, Aug 22, 2014.
 - The Company has appointed, Advocate. Jyoti Pandey, as the Scrutinizer to scrutinize the e-voting process (including the ballot form received from the shareholders who do not have access to the e-voting process) in a fair and transparent manner.
 - The Scrutinizer shall, within a period not exceeding three working days from the conclusion of the e-voting period, unblock the votes in the presence of at least two witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.
 - The results declared along with the Scrutinizer's Report shall be placed on the Company's website www.n2ntechno.com and on the website of CDSL www.evoting.cdsl.com within two days of the passing of the resolutions at the 29th AGM of the Company and communicated to BSE where the shares of the Company are listed.

Place: Mumbai

Date: August 14, 2014

By Order of the Board
For N2N Technologies Ltd

Sd/-

Nilesh Amrutkar
Compliance Officer

ANNEXURE 'I' TO THE NOTICE : EXPLANATORY STATEMENT**Item No. 3, 4 & 5**

There are three Independent Directors on the Board of the Company as per the Listing Agreement requirements viz., Mr. Rajesh Shah, Mr. Haren Parekh and Mr. Jayesh Desai. All these Independent Directors had been appointed vide member's resolution in terms of the provisions of the Companies Act, 1956 as Directors' whose period of office is liable to determination by retirement by rotation.

Their profile, Qualification, experience is given as a part of statement, as required under clause 49 of the listing agreement.

The Company has received declarations from all the above Independent Directors stating that they meet with the criteria of Independence as prescribed under sub-section (6) of Section 149 of the Companies Act, 2013. The Board of Directors of your Company, after reviewing the declarations submitted by the above Independent Directors is of the opinion that the said Directors meet the criteria of Independence as per Section 149(6) of the Companies Act, 2013 and the rules made thereunder and also meet with the requirements of Clause 49 of the Listing Agreement with the Stock Exchanges, for being the independent Directors on the Board of the Company and are also independent of the management.

As per sec. 152, of the above mentioned Independent Directors who are directors liable to retire by rotation and are proposed to be appointed as Independent Directors of the Company under the Companies Act, 2013 to hold office for 5 (five) consecutive years for a term up to the conclusion of the ensuing Annual General meeting of the Company in the calendar year 2019.

The proposal for appointment for the other Independent Directors under the Companies Act, 2013 shall be taken up for approval of the Members of the Company as and when the tenure of their respective Directorships would expire at the Annual General Meetings following the forthcoming AGM of the Company. Accordingly, the Board recommends the resolution in relation to appointment of Mr. Rajesh Shah, Mr. Haren Parekh and Mr. Jayesh Desai as an Independent Director, for the approval by the members of the Company.

Except Mr. Rajesh Shah, Mr. Haren Parekh and Mr. Jayesh Desai being an appointee in the respective resolution, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No. 2, Item No.4 & Item No.5

Item Nos. 6 & 7:

As per Section 180 (1) (c) of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, the following powers of the Board are required to be exercised only with the consent of the company by way of a Special Resolution.

(i) borrow monies on behalf of the Company in excess of the aggregate of the paid-up capital of the Company and its free reserves, and

(ii) create a mortgage or charge or hypothecation on the Company's assets in favour of lending agencies and trustees to secure the amounts borrowed including interest, charges, etc. payable thereon,

The approval of the Members for the said borrowings and creation of a mortgage or charge for the said borrowings was earlier taken vide ordinary resolution as per previous Companies Act 1956, therefore, now , pursuant to Section 180(1)(c) and (a) of the Companies Act 2013, being sought by way of Special Resolutions respectively.

The Directors commend the Resolutions at Item Nos. 6 and 7 of the accompanying Notice for the approval of the Members of the Company. None of the Directors of the Company or their relatives or Key Managerial Persons of the Company or their relatives, are concerned or interested in the passing of the said Resolutions.

Place: Mumbai

Date: August 14, 2014

By Order of the Board
For N2N Technologies Ltd

Sd/-

Nilesh Amrutkar
Compliance Officer

BRIEF PROFILE OF DIRECTORS AS PER CLAUSE 49 (IV)(G) OF THE LISTING AGREEMENT**1. Mr. Haren Parekh (DIN: 00004883)****Date of Birth** : 16th June, 1961**Date of Appointment** : 14th November, 2011**Background and Profile** : Mr. Haren Parekh, a Chartered Accountant by profession and presently working as CFO at HDB Financial Services Limited, subsidiary of HDFC Bank. He has also worked with CIBIL and Hindustan Oil Exploration Company at senior level. He has overall experience of 28 years has knowledge in the field of Taxation, Legal, Accounting, and Finance.**Directorship in other Companies** : NIL**No. of Shares Held in the company** : NIL**2. Mr. Rajesh Shah (DIN: 00079576)****Date of Birth** : 10th Jan, 1953**Date of Appointment** : 3rd December, 2011**Background and Profile** : Mr. Rajesh Shah is qualified as Chartered Accountant, became Partner of M/s. A.J. Shah & Co.(CA Firm) since 1979. Mr. Shah has more than 30 years of experience in Tax and Audit field. He has served on Board's of various companies as an Independent Director. He also has experience in the field of Finance and Arbitration.**Directorship in other Companies** : Melstar Information Technologies Ltd (chairman of Audit committee & Remuneration Committee, Member of stakeholders relations committee)**No. of Shares Held in the company** : NIL**3. Mr. Jayesh Desai (DIN: 05197040)****Date of Birth** : 13th April, 1958**Date of Appointment** : 14th February, 2012**Background and Profile** : Mr. Jayesh Desai is having Bachelors Degree in Arts and LLB. He is enrolled with Bar since 1984 and is practicing as a Lawyer since 1984. He has experience of more than 28 years.**Directorship in other Companies** : NIL**No. of Shares Held in the company** : NIL