

Ref.OML:OCT:2018-19

DATED: 23.10.2018

Listing Department,

Metropolitan Stock Exchange of India Limited
Vibgyor Towers, 4th floor,
Plot No C 62, Opp. Trident Hotel
Bandra Kurla Complex, Bandra (E),
Mumbai – 400098
Email Id: listingcompliance@msei.in.

Sub: Minutes of the 22nd Annual General Meeting

Ref: Script Code: OSWALMIN

Dear Sir/Madam,

Please find enclosed herewith copy of the Minutes of the 22nd Annual General Meeting held on 24th September, 2018.

This is for your information and record.

BANGALORE

Thanking you, Yours faithfully,

For OSWAL MINERALS LIMITED

COMPANY SECRETARY

Encl: a/a

OSWAL MINERALS LIMITED

Correspondence: "Oswal's, # 1034, 2nd Floor, 1st Main Road, Dr. Rajkumar Road, 4th Block, Rajajinagar, Bengaluru-560 010 Ph.: 080-4309 0000 E-mail: oswalgroup@vsnl.com/ Website: www.oswalminerals.com

Regd. Off.: #8/11, Police StationRoad, Pallavaram, Chennai-600 043 CIN: L30006TN1996PLC035973 PAN. No. AACCM6499G

MINUTES OF THE 22ND ANNUAL GENERAL MEETING OF OSWAL MINERALS LIMITED HELD AT ITS REGISTERED OFFICE AT 8/11, POLICE STATION ROAD, PALLAVARAM, CHENNAI- 600043 ON MONDAY, 24^{TM} SEPTEMBER, 2018 COMMENCED AT 1.00 P.M. AND CONCLUDED AT 2.30 PM

PRESENT

Sri Sripal Kumar Mohanial Sri Mohanial Bharath Kumar Jain Sri Subhashchand Mohanial

Smt. Saritha Devi Smt Sapna Jain Smt Seema Jain Sri Manish Kumar Jain Sri Dinesh Kumar Managing Director
Whole-Time Director
Director & CFO & Member
Non-Executive Director
Non-Executive Director
Non-Executive Director
Independent Director

Independent Director
-Chairman of Audit Committee, Stakeholders'
Relationship Committee, Nomination & Remuneration

Committee Independent Director

Sri Bhagchand Ghisulal Jain

IN ATTENDANCE

Mr. Milan Maroti

Company Secretary & Compliance officer

INVITEES

CA Hitesh A Salecha, Statutory Auditors

CS Venkatraman Hegde, of M/s. V & V Co. LLP, Company Secretaries

Mr. Vinayak Bhat, Mrs. Janani, of M/s. V & V Co. LLP, Company Secretaries, Secretarial Auditor & Scrutinizer

MEMBERS PRESENT

No. of members present in person

No. of proxies present

17 Nii

In accordance with Article 79 of the Articles of Association of the Company, Sri Mohanial Bharath Kumar Jain, being the Whole Time Director, was elected as the Chairman among the Directors present. The Chairman took the chair and welcomed all the members present to the 22nd Annual General Meeting of the Company. The Chairman thereafter introduced all the Directors present on the dais and acknowledged the presence of the representatives of Statutory Auditors, the Secretarial Auditor and Scrutinizer for e-voting.

The Chairman, after confirmation from the Company Secretary that the requisite quorum as per section 103 of the Companies Act, 2013 was present, called the Meeting to order and commenced the proceeding.

The Chairman stated that the signed copy of the Auditors' Report, Secretarial Audit Report, Directors' Report, Financial Statements for the Year ended 31st March, 2018 and other documents required to be kept for inspection, the Register of Directors and key managerial personnel and their shareholding maintained under Section 170 of the Companies Act, 2013 and Register of Contract and Arrangement in which the Directors are interested maintained under Section 189 of the Act were laid before the meeting and shall remain open for inspection by the Shareholders during the continuance of the Meeting.

The chairman then in his speech apprised the members about the performance of the Company during the financial year 2017-18. The Chairman informed that the Statutory Auditors' Report did not contain any qualifications, observations or comments on financial transactions or matters, which have any adverse effect on the functioning of the Company, whereas inputs on the observations/qualification/comment on the Secretarial Auditors' Report has been already provided by the management in its Board's Report. Hence the Statutory Auditors' Report and Secretarial Auditor's Report were taken as read with the consent of the members also the Notice convening the meeting was taken as read with the consent of the members.

Thereafter, the Chairman informed that in accordance with the provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules 2014 and Regulation 44 of the Listing Regulation, all the members were provided Remote evoting facility which was available from 21st September, 2018 at 9.00 A.M to 23td September, 2018 at 5.00 P.M.

The Chairman Informed that the Company has also provided the facility of Voting at AGM through Ballot to members and proxies present who have not / could not exercise e-voting option, were eligible to vote through Ballot. He also informed the members that M/s. V & V Co. LLP, Company Secretaries, were appointed as the Scrutinizer for the purpose of the



remote e-voting and also for the votes which may be cast through poll papers by the Members at this AGM Venue.

The Chairman briefed the Members about the objective and implications of each item of Agenda and thereafter with the consent of the members, the following resolutions, one after the other were taken up and proposed and seconded.

Item No. 1: ADOPTION OF AUDITED FINANCIAL STATEMENTS, DIRECTORS' REPORT & AUDITORS' REPORT FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2018-ORDINARY RESOLUTION

"RESOLVED THAT the Audited Financial Statements of the Company for the financial year ended on March 31, 2018 along with its schedules and notes, together with the Reports of the Board of Directors and Auditors thereon be and are hereby received, approved and adopted."

Sri Amarchand Surana proposed the following resolution Sri Mahaveer Chand Jain seconded the same.

Item No. 2: RE-APPOINTMENT OF SMT. SARITHA DEVI (DIN: 01261180) AS DIRECTOR, WHO RETIRES BY ROTATION- ORDINARY RESOLUTION

"RESOLVED THAT Smt. Saritha Devi (DIN: 01261180) be and is hereby re-appointed as Director of the Company whose term of office shall be rotational as per provisions of Section 152(6) of The Companies Act, 2013."

Smt Sunitha Pyarelal proposed the following resolution Sri P Venkatesh seconded the same.

The Chairman informed the members that he being interested in the next resolution, with the permission of the members, requested Mr. Dinesh Kumar to take up the next item.

Item No. 3: RE-APPOINTMENT OF SMT. SAPNA JAIN (DIN: 00436890) AS DIRECTOR, WHO RETIRES BY ROTATION- ORDINARY RESOLUTION

"RESOLVED THAT Smt. Sapna Jain (DIN: 00436890) be and is hereby re-appointed as Director of the Company whose term of office shall be rotational as per provisions of Section 152(6) of The Companies Act, 2013."

Smt Sunitha Pyarelal proposed the following resolution Smt Vimala Devi seconded the same.

Smt. Saritha Devi requested Sri. Mohanlal Bharath Kumar Jain to continue with the meeting.

Item No. 4: APPOINTMENT OF CA. HITESH A SALECHA, CHARTERED ACCOUNTANT, BANGALORE (MEMBERSHIP NO. 147413), AS STATUTORY AUDITOR OF THE COMPANY, TO FILL THE CASUAL VACANCY - ORDINARY RESOLUTION

"RESOLVED THAT pursuant to the provisions of Section 139(8) and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), CA. Hitesh A Salecha, Chartered Accountant, Bangalore (Membership No. 147413), be and is hereby appointed as Statutory Auditor of the Company to fill the casual vacancy caused by the resignation of M/s. V Pitliya & Co., Chartered Accountants (Firm Registration No: 017405S);

RESOLVED FURTHER THAT CA. Hitesh A Salecha, Chartered Accountant, Bangalore (Membership No. 147413), be and is hereby appointed as Statutory Auditor of the Company to hold the office from 14th August, 2018 until the conclusion of this Annual General Meeting (22nd) of the Company, and that the Board of Directors be and are hereby authorized to fix such remuneration as may be determined by the Audit Committee in consultation with the Auditor."

Sri P Venkatesh proposed the following resolution Sri Mahayeer Chand Jain seconded the same.



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Item No. 5: APPOINTMENT OF CA. HITESH A SALECHA, CHARTERED ACCOUNTANT, BANGALORE (MEMBERSHIP NO. 147413), AS STATUTORY AUDITOR OF THE COMPANY, FOR A TERM OF 5 YEARS FROM THE CONCLUSION OF 22ND ANNUAL GENERAL MEETING- ORDINARY RESOLUTION

"RESOLVED THAT pursuant to provisions of Sections 139, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), CA. Hitesh A Salecha, Chartered Accountant, Bangalore (Membership No. 147413), be and is hereby appointed as Statutory Auditor of the Company to hold office for a period of five years, from the conclusion of the 22nd Annual General Meeting till the conclusion of the 27th Annual General Meeting of the Company to be held in the year 2023, (subject to ratification of his appointment at every AGM, if so required under the Act), and that the Board of Directors be and are hereby authorized to fix such remuneration as may be determined by the Audit Committee in consultation with the Auditor."

Sri Amarchand Surana proposed the following resolution Sri Mahaveer Chand Jain seconded the same.

The Chairman informed the members that he being interested in the next two resolutions, with the permission of the members, requested Mr. Dinesh Kumar to take up the next two items.

Item No. 6: RE-APPOINTMENT OF MR. SRIPAL KUMAR MOHANLAL (DIN: 01000236) AS MANAGING DIRECTOR OF THE COMPANY. FOR A TERM OF 5 YEARS W.E.F 26TH MARCH, 2019- ORDINARY RESOLUTION

"RESOLVED THAT pursuant to the provisions of Section 196, 197, 203 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act") (including any statutory modification or re-enactment thereof for the time being in force), read with Schedule V of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time and subject to such other consents/approvals as may be required, the consent of the Board of Directors be and is hereby accorded for the reappointment of Mr. Sripal Kumar Mohanial (DIN: 01000236) as the Managing Director of the Company for a period of 5 (five) years with effect from 26th March, 2019 (the date of appointment) to 25th March, 2024 upon the terms and conditions and payment of remuneration for the aforesaid period will be as follows, as recommended by the Remuneration Committee in its meeting.

RESOLVED FURTHER THAT any of the Director or the Company Secretary of the Company be and is hereby authorized to do all such deeds, acts, matters and things necessary to give effect to the above resolution including signing and filing the necessary forms, agreements with the Registrar of Companies, Chennai."

Sri Mahaveer Chand Jain proposed the following resolution Sri H Mohanial seconded the same.

Item No. 7; RE-APPOINTMENT OF MR. MOHANLAL BHARATH KUMAR JAIN (DIN: 01252633) AS WHOLE-TIME DIRECTOR OF THE COMPANY, FOR A TERM OF 5 YEARS W.E.F 26TH MARCH, 2019- ORDINARY RESOLUTION

"RESOLVED THAT pursuant to the provisions of Section 196, 197, 203 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act") (including any statutory modification or re-enactment thereof for the time being in force), read with Schedule V of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time and subject to such other consents/approvals as may be required, the Company hereby approves the re-appointment and the terms of remuneration of Mr. Mohanlal Bharath Kumar Jain (DIN: 01252633) as Whole-Time Director of the Company for a period of 5 (five) years with effect from 26th March, 2019 (the date of appointment) to 25th March, 2024 upon the terms and conditions and payment of remuneration for the aforesaid period will be as follows, as recommended by the Remuneration Committee in its meeting.

RESOLVED FURTHER THAT any of the Director or the Company Secretary of the Company be and is hereby authorized to do all such deeds, acts, matters and things necessary to give effect to the above resolution including signing and filing the necessary forms, agreements with the Registrar of Companies, Chennai."

Smt Sunitha Pyarelal proposed the following resolution Srl Amarchand Surana seconded the same.



Sri. Subhashchand Mohanlai requested Sri. Mohanlal Bharath Kumar Jain to continue with the meeting.

Item No. 8: REVISION IN OVERALL BORROWING POWERS - SPECIAL RESOLUTION

"RESOLVED THAT in supersession of the earlier Resolution passed by the Members at their Meeting held on September 30, 2014 and subject to the provisions of Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013, the Memorandum and Articles of Association of the Company, consent of the Members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall be deemed to include any Committee of the Board), to borrow from time to time any sum or sums of monies at its discretion, for the purpose of the business of the Company, on such terms and conditions as may be determined, from anyone or more of the Company's bankers and/or from anyone or more other banks, persons, firms, companies/bodies corporate, financial institutions, institutional investor(s), and or any entity/entities or authority/authorities, whether in India or abroad, and whether by way of cash credit, letter of credit, advance or deposits, loans or bill discounting, issue of debentures, commercial papers, long/short term loans, buyer's/suppliers' credit, securitized instruments such as floating rate notes, fixed rate notes, syndicated loans, commercial borrowing from the private sector window of multilateral financial institution. either in rupees and/or in such other foreign currencies as may be permitted by law from time to time, and/or any other instruments/securities or otherwise and whether unsecured or secured by mortgage, charge, hypothecation or lien or pledge of the Company's assets, licenses and properties, whether immovable or movable and all or any of the undertaking of the Company, notwithstanding that the moneys to be borrowed together with the moneys already borrowed by the Company (apart from 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, its free reserves and securities premium, that is to say, reserves not set apart for any specific purpose, so that the total amount upto which the moneys may be borrowed by the Company and outstanding at any time shall not exceed the sum of Rs.1000 Crore (Rupees One Thousand Crore Only).

RESOLVED FURTHER THAT in connection with the aforesaid, the Board/Committee of Directors be and is hereby authorized to do all such acts, deeds, matters and things as may be deemed necessary, desirable, proper or expedient for the purpose of giving effect to this Resolution and for matters connected therewith or incidental thereto.

RESOLVED FURTHER THAT notwithstanding the aforesaid supersession, all actions and decisions taken till date under the said Resolution shall be valid and in order."

Sri Akash Rathi proposed the following resolution Sri Mahaveer Chand Jain seconded the same.

Item No. 9: CREATION OF CHARGE ON ASSETS OF COMPANY - SPECIAL RESOLUTION

"RESOLVED THAT in supersession of the earlier resolution passed by the Members in their Meeting held on September 30, 2014 and subject to the provisions of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013, the consent of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall be deemed to include any Committee of the Board), to create such charges, mortgages and hypothecations in addition to existing charges, mortgages and hypothecations, if any created by the Company, on such movable and immovable properties, both present and future, and in such manner as the Board may deem fit, in favour of Banks, Financial Institutions, other lending/ investing agencies/ trustees for holders of debentures/ bonds which may be issued to or subscribed by all or any Financial institutions'/ Banks or any other investing agencies or any other person(s)/ bodies corporate by way of private placement or otherwise (hereinafter collectively referred to as "Lenders") to secure Rupee / Foreign Currency Loans, debentures, bonds or other instruments (hereinafter collectively referred to as "Loans") provided that total amount of loans together with interest thereon, additional interest, compound interest, liquidated damages, commitment charges, premia on pre-payment or on redemption costs, charges, expenses and all other monies payable by Company in respect of said loans, for which charge, mortgage, hypothecations are created, shall not, at any time exceed the limit of Rs. 1000 crore (Rupees One Thousand Crore only).

RESOLVED FURTHER THAT in connection with the aforesaid, the Board/Committee of Directors be and is hereby authorized to do all such acts, deeds, matters and things as may be deemed necessary, desirable, proper or expedient for the purpose of giving effect to this Resolution and for matters connected therewith or incidental thereto.

RESOLVED FURTHER THAT notwithstanding the aforesaid supersession, all actions and 'decisions taken till date under the said Resolution shall be valid and in order."

CHAIRMAN'S INITIALS CORPORATE PRINTERS, BANSALDRE Ph.: 22285513/22260709/41580344

Sri Akash Rathi proposed the following resolution Sri P. Venkatesan seconded the same.

The Chairman then invited the members present to share their views, comment and raise questions, If any, on the accounts & Reports of the Company. The members present at the meeting raised queries on the Balance Sheet as on 31st March, 2018, the Statement of Profit and Loss for the Financial Year ended 31st March, 2018 and the future plans of the Company.

The Chairman replied all the queries raised by the members to their satisfaction and thanked the members for their keen interest in the affairs of the Company and acknowledged their suggestion / advice.

The Chairman informed the members present that the members who could not avail the facility of remote e-voting can cast their vote through Ballot papers and announced the poll be taken. The Chairman then requested CS Venkatraman Hegde, of M/s. V & V Co. LLP, Scrutinizer, to take charge of the voting and submit the consolidated Report on E-voting & voting through ballot papers at this meeting within the stipulated time.

The Chairman announced that the result of voting along with Scrutinizer's Report would be placed on the website of the Company and CDSL and also intimated to the stock exchange.

Thereafter the bailot papers were distributed to the members present at the AGM. One empty ballot box was shown to the members and was locked and sealed by the scrutinizer before the commencement of Poll. After the members have cast their votes and put the ballot papers into the ballot box, the ballot box was handed over to the scrutinizer for furnishing the consolidated report.

The Consolidated voting results was declared on 26.09.2018 forms part of this minutes and is enclosed as Annexure- A

Thereafter, the meeting was declared as concluded by the Chairman.

VOTE OF THANKS

There being no other business left to transact, the meeting concluded with a vote of thanks to the Chair proposed by Smt. Seema Jain.

DATE OF ENTRY: 19.10.2018 DATE OF SIGN: 23.10.2018

PLACE: CHENNAI

MOHANLAL BHARATH KUMAR JAIN CHAIRMAN OF THE MEETING & WHOLE TIME DIRECTOR

CHARMAN'S

Annexure-A

A brief summary of the voting results (remote e-voting and poll) of all the resolutions in respect of all items of business as contained in the notice of the AGM dated 24.09.2018 as per the Scrutinizer's Report is as follows:

ORDINARY BUSINESS:

Resolution No.1: (Ordinary Resolution)

ADOPTION OF AUDITED FINANCIAL STATEMENTS, DIRECTORS' REPORT & AUDITORS' REPORT FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2018

Particulars	Number of votes (shares) cast through Remote E-voting. (1)	Number of Votes (shares) cast on Poll at the meeting. (2)	Total (1)+(2) =(3)	Result Declared
(1) Voted in favour of the resolution	5557392	1500	5558892	100
(2) Voted against the resolution	0	0	0 .	Nij
Total	5557392	1500	5558892	100
(3) Invalid votes:	0	0	0	0

Resolution No.2: (Ordinary Resolution)

RE-APPOINTMENT OF SMT. SARITHA DEVI (DIN: 01261180) AS DIRECTOR, WHO RETIRES BY ROTATION

Particulars	Number of votes (shares) cast through Remote E-voting. (1)	Number of Votes (shares) cast on Poll at the meeting. (2)	Total (1)+(2) =(3)	Result Declared
(1) Voted in favour of the resolution	5557392	1500	5558892	100
(2) Voted against the resolution	0	0	0	Nil
Total	5557392	1500	5558892	100
(3) Invalid votes:	Ó	0	0	0

Resolution No.3: (Ordinary Resolution)

RE-APPOINTMENT OF SMT. SAPNA JAIN (DIN: 00436890) AS DIRECTOR, WHO RETIRES BY ROTATION

Particulars	Number of votes (shares) cast through Remote E-voting. (1)	Number of Votes (shares) cast on Poll at the meeting. (2)	Total (1)+(2) =(3)	Result Declared
(1) Voted in favour of the resolution	5557392	1500	5558892	100
(2) Voted against the resolution	0	0	0	Nil
Total	5557392	1500	5558892	100
(3) Invalid votes:	0	0	0	0

SPECIAL BUSINESS:

Resolution No.4: (Ordinary Resolution)

APPOINTMENT OF CA. HITESH A SALECHA, CHARTERED ACCOUNTANT, BANGALORE (MEMBERSHIP NO. 147413), AS STATUTORY AUDITOR OF THE COMPANY, TO FILL THE CASUAL VACANCY,

Particulars	Number of votes (shares) cast through Remote E-voting. (1)	Number of Votes (shares) cast on Poll at the meeting. (2)	Total (1)+(2) =(3)	Result Declared
(1) Voted in favour of the resolution	5557392	1500	5558892	100
(2) Voted against the resolution	0	0	0	Nil
Total	5557392	1500	5558892	100
(3) Invalid votes:	0	0	0	0

CHAIRMAN'S INITIALS

Resolution No.5: (Ordinary Resolution)

APPOINTMENT OF CA. HITESH A SALECHA, CHARTERED ACCOUNTANT, BANGALORE (MEMBERSHIP NO. 147413), AS STATUTORY AUDITOR OF THE COMPANY, FOR A TERM OF 5 YEARS FROM THE CONCLUSION OF 22ND ANNUAL GENERAL MEETING

Particulars	Number of votes (shares) cast through Remote E-voting. (1)	Number of Votes (shares) cast on Poll at the meeting. (2)	Total (1)+(2) =(3)	Result Declared
(1) Voted in favour of the resolution	5557392	1500	5558892	100
(2) Voted against the resolution	0	0	0	Nil
Total	5557392	1500	5558892	100
(3) Invalid votes:	0	0	0	0

Resolution No.6: (Ordinary Resolution)

RE-APPOINTMENT OF MR. SRIPAL KUMAR MOHANLAL (DIN: 01000236) AS MANAGING DIRECTOR OF THE COMPANY, FOR A TERM OF 5 YEARS W.E.F 26TH MARCH, 2019

Particulars	Number of votes (shares) cast through Remote E-voting. (1)	Number of Votes (shares) cast on Poll at the meeting. (2)	Total (1)+(2) =(3)	Result Declared
(1) Voted in favour of the resolution	5557392	1500	5558892	100
(2) Voted against the resolution	. 0	0	0	Nit
Total	5557392	1500	5558892	100
(3) Invalid votes:	0	0	0	- 0

Resolution No.7: (Ordinary Resolution)

RE-APPOINTMENT OF MR. MOHANLAL BHARATH KUMAR JAIN (DIN: 01252633) AS WHOLE-TIME DIRECTOR OF THE COMPANY, FOR A TERM OF 5 YEARS W.E.F 26TH MARCH, 2019

Particulars	Number of votes (shares) cast through Remote E-voting. (1)	Number of Votes (shares) cast on Poll at the meeting. (2)	Total (1)+(2) =(3)	Result Declared
(1) Voted in favour of the resolution	5557392	1500	5558892	100
(2) Voted against the resolution	0	0	0	Nil
Total	5557392	1500	5558892	100
(3) Invalid votes:	0	0	0	0

Resolution No.8; (Special Resolution)

REVISION IN OVERALL BORROWING POWERS

Particulars	Number of votes (shares) cast through Remote E-voting. (1)	Number of Votes (shares) cast on Poll at the meeting. (2)	Total (1)+(2) =(3)	Result Declared
(1) Voted in favour of the resolution	5557392	1500	5558892	100
(2) Voted against the resolution	. 0	0	0	Nil
Total	5557392	1500	5558892	100
(3) Invalid votes:	0	0	0	0

CHAIRMAN'S INITIALS

Resolution No.9: (Special Resolution)

CREATION OF CHARGE ON ASSETS OF COMPANY

Particulars	Number of votes (shares) cast through Remote E-voting. (1)	Number of Votes (shares) cast on Poll at the meeting. (2)	Total (1)+(2) =(3)	Result Declared
(1) Voted in favour of the resolution	5557392	1500	5558892	100
(2) Voted against the resolution	0	0	0	Nil
Total	5557392	1500	5558892	100
(3) Invalid votes:	0	0	0	0

DATE OF SIGN: 23.10.2018

MOHANLAE BHARATH KUMAR JAIN CHAIRMAN OF THE MEETING & WHOLE TIME DIRECTOR

> CHAIRMAN'S INITIALS