

BERAR FINANCE LIMITED

Corporate Identity Number:U65929MH1990PLC057829 Registered Office: Avinisha Tower, Mehadia Chowk, Dhantoli, Nagpur-440012. Tel.No.0712-6663999

 $\textbf{Website:} www.berarfinance.com \bigstar \textbf{Email:} info@berarfinance.com$

NOTICE TO MEMBERS

NOTICE is hereby given that the Twenty-Sixth Annual General Meeting of the Shareholders of Berar Finance Limited will be held on Saturday, 27th day of August, 2016 at Naivedhyam, The Celebration Centre, Opp.NIT Swimming Pool, North Ambazari Road, Nagpur-440010 (Route Map enclosed) at 3.30 P.M. to transact the following business:

Ordinary Business:

- To consider and if thought fit, to pass with or without modifications, the following resolution as an Ordinary Resolution: "RESOLVED that the Audited Statements of Accounts of the Company for the financial year ended 31st March 2016 and the Directors' and Auditors' Reports thereon, be and are hereby approved and adopted."
- 2. To consider and if thought fit, to pass with or without modifications, the following resolution as an Ordinary Resolution: "RESOLVED THAT the final dividend at the rate of 10.00 % (i.e.Rs.1.00 per Equity Share) as recommended by the Directors be and is hereby declared for the Financial Year ended 31.03.2016 and that the same be paid to those shareholders whose names stand on the Register of Members as on 27.08.2016."
- To consider and if thought fit, to pass with or without modifications, the following resolution as an Ordinary Resolution:
 "RESOLVED that Mr. Dattatraya Prabhakar Dalal (DIN:00380199), the retiring Director, be and is hereby re-elected as Director of the Company, liable for retirement by rotation."
- 4. To ratify the appointment of Statutory Auditors of the Company and fix their remuneration.

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

"RESOLVED THAT pursuant to provisions of Section 139 and 142 of the Companies Act,2013 and other applicable provisions of the Companies Act,2013 and the rules framed thereunder, as amended from time to time, pursuant to the recommendations of the Audit Committee of the Board of Directors and pursuant to the resolution passed by the Members at the Annual General Meeting (AGM) held on 23.08.2014, the appointment of M/s.APJ & Associates, Chartered Accountants, Nagpur, ICAI Firm Registration No.124810W, as Auditors of the Company to hold office from the conclusion of this AGM till the conclusion of the next AGM be and is hereby ratified and the Board of Directors be and is hereby authorized to fix the remuneration payable to them for the financial year ending 31st March 2017 as may be recommended by the Audit Committee in consultation with the Auditors in addition to out of pocket expenses as may be incurred by them during the course of the Audit."

SPECIAL BUSINESS:

5. RE-APPOINTMENT OF MR.MAROTI GENDARU JAWANJAR AS MANAGING DIRECTOR OF THE COMPANY:

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

"RESOLVED THAT pursuant to recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors and subject to the provisions of the Section 196,197,198,203 and other applicable provisions of the Companies Act,2013 and the rules made thereunder (including any statutory modification or re-enactment thereof) read with Schedule V of the Companies Act,2013, approval of the Members of the Company be and is hereby accorded to the re-appointment and terms of re-appointment & remuneration of Mr.Maroti Gendaru Jawanjar(DIN:00379916) as Managing Director of the Company for the period of 5 years with effect from 01.04.2016 to 31.03.2021 upon the terms and conditions set out in the explanatory statement annexed to the Notice, with the liberty to the Board of Directors (hereinafter refer to as the "Board" which term shall be deemed to include Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said re-appointment/remuneration in such manner as may be agreed to between the Board and Mr.Maroti Gendaru Jawanjar.

RESOLVED FURTHER THAT the remuneration payable to Mr.Maroti Gendaru Jawanjar, shall not exceed the overall ceiling of the total managerial remuneration as provided under Section 197 of the Companies Act,2013 or such other limits as may prescribed from time to time.

RESOLVED FURTHER THAT the Board be and is hereby authorsied to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required and to delegate all or any of it's powers herein conferred to any Director(s) or Company Secretary to give effect to the aforesaid resolution."

6. RE-APPOINTMENT OF MR.SANDEEP MAROTRAO JAWANJAL AS EXECUTIVE DIRECTOR (WHOLE-TIME DIRECTOR) OF THE COMPANY:

--- 1 ---

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

"RESOLVED THAT pursuant to recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors and subject to the provisions of the Section 196,197,198,203 and other applicable provisions of the Companies Act,2013 and the rules made thereunder (including any statutory modification or re-enactment thereof) read with Schedule V of the Companies Act,2013, approval of the Members of the Company be and is hereby accorded to the re-appointment and terms of re-appointment & remuneration of Mr.Sandeep Marotrao Jawanjal(DIN:01490054) as Executive Director(Whole-time Director) of the Company for the period of 5 years with effect from 01.04.2016 to 31.03.2021 upon the terms and conditions set out in the explanatory statement annexed to the Notice, with the liberty to the Board of Directors (hereinafter refer to as the "Board" which term shall be deemed to include Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said re-appointment / remuneration in such manner as may be agreed to between the Board and Mr.Sandeep Marotrao Jawanjal.

RESOLVED FURTHER THAT the remuneration payable to Mr. Sandeep Marotrao Jawanjal, shall not exceed the overall ceiling of the total managerial remuneration as provided under Section 197 of the Companies Act,2013 or such other limits as may prescribed from time to time.

RESOLVED FURTHER THAT the Board be and is hereby authorsied to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required and to delegate all or any of it's powers herein conferred to any Director(s) or Company Secretary to give effect to the aforesaid resolution."

Place: Nagpur Date: 18.06.2016 Registered Office: Avinisha Tower, Mehadia Chowk, Dhantoli, Nagpur- 440012. By order of the Board For Berar Finance Limited

> Deepali Balpande Company Secretary

Notes:

- i. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL, INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE AMEMBER. A PERSON CAN ACT AS PROXY ON BEHALF OF MEMBERS UPTO AND NOT EXCEEDING FIFTY(50) AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT (10%) OF THE TOTAL SHARE CAPITAL OF THE COMPANY. FURTHER, A MEMBER HOLDING MORE THAN TEN PERCENT (10%) 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 PROXY FOR ANY OTHER PERSON OR MEMBER. THE INSTRUMENT APPOINTING PROXY MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOTLESS THAN 48 HOURS BEFORE THE TIME OF HOLDING THE MEETING.
- ii. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, members would be entitled to inspect the proxies lodged, at any time during the business hours of the Company, provided not less than 3 days written notice is given to the Company.
- iii. 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 members at the Annual General Meeting.
- iv. The Explanatory Statement pursuant to sub-section (1) of Section 102 of the Companies Act, 2013 in respect of the special business is annexed hereto and forms part of the Notice.
- v. Brief details of Mr. Dattatraya Prabhakar Dalal (DIN:00380199), director retiring by rotation, Mr.Maroti Gendaru Jawanjar(DIN:00379916)Managing Director and Mr.Sandeep Marotrao Jawanjal (DIN:01490054) Executive Director, who are seeking re-appointment, are annexed hereto as per requirements of the Companies Act, 2013.
- vi. Pursuant to the provisions of section 139 of the Companies Act, 2013 and the rules made there under, the current auditors of the Company, M/s.APJ & Associates, Chartered Accountants have been appointed as Statutory Auditors of the Company from the conclusion of the 24th Annual General Meeting till the conclusion of the 29th Annual General Meeting. The ratification of appointment of M/s.APJ & Associates and fixation of their remuneration for the financial year 2016-17 has been put up for approval of the members.
- vii. Under the Companies Act, 1956, dividend that are unclaimed for a period of seven years are required to be transferred to the Investor Education and Protection Fund (IEPF) administered by the Central Government. Pursuant to the provisions of Section 205C of the Companies Act, 1956 and Investor Education and Protection Fund (Awareness and Protection of Investors) Rules, 2001, the Company has transferred an amount of Rs. 11500/- in September, 2015 to the IEPF, being the unclaimed dividend for the Financial Year 2007-08. No claim lies against the Company in respect of these dividend.
- viii. Pursuant to the provisions of Investor Education and Protection Fund(uploading of information regarding unpaid and unclaimed amounts lying with Companies)Rules, 2012, the Company has uploaded the details of unpaid and unclaimed amounts {as referred to in section 205C(2) of the Companies Act, 1956}lying with the Company as on 26th September, 2015(date of last AGM) on the website of the Company viz:http://www.berarfinance.com as well as on the website of the Ministry of Corporate affairs.

---- 2 ----

- ix. The concerned Members are requested to verify the details of their unclaimed amounts, if any, from the said websites and lodge their claim with the Company at it's Registered Office at Nagpur, before the same is due for transfer to the IEPF.
- x. The unpaid dividend amount for FY2008-2009 will be due for transfer to the fund on 5th September 2016. Members, who have not encashed the dividend for the said year are, therefore, requested to immediately contact the Registered Office of the Company for payment. In respect of said dividend, it will not be possible to entertain claim received by the Company after 5th September, 2016.
- xi. Pursuant to sections 101 and 136 of the Companies Act, 2013, read with the Rules framed thereunder and pursuant to the Circulars issued by the Ministry of Corporate Affairs (MCA) regarding the Green Initiative, the Notice of the 26th Annual General Meeting (AGM) and the Annual Report for the financial year 2015-16, etc., would be sent in electronic mode to such of the Members of the Company whose e-mail addresses are available with the Company and who have not opted to receive the same in physical form.
- xii. For Members who have not registered their e-mail addresses, physical copies of the Annual Report for the year 2015-16 and the Notice of the 26th AGM would be sent in the permitted mode.
- xiii. Members are requested to support the Green Initiative by registering / updating their e-mail addresses, with the Registered Office(Head office) of the Company.
- xiv. Members may also note that the Notice of the 26th Annual General Meeting and the Annual Report for 2015 -16 will also be available on the Company's website at the link : http://www.berarfinance.com for their download. Even after registering for e-communication, Members are entitled to receive such communication in physical form, upon making a request to the Company for the same. For any communication, the shareholders may also send requests to the Company's investor email id: info@berarfinance.com.
- xv. Relevant documents referred to in the accompanying Notice shall be open for inspection at the Registered Office of the Company during normal business hours on all working days up to and including the date of the Annual General Meeting of the Company.
- xvi. In accordance with provisions of Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, the Company has provided E-voting facility to the members.
- xvii. The Board of Directors has appointed Mr.Amit K.Rajkotiya, Practising Company Secretary, Flat No.102, Shreelaxmi Apartment, above Shridhar Arts, Zenda Square, Dharampeth, Nagpur 440 010 as the Srutinizer for conducting Ballot Process and E-Voting process in a fair and transparent manner.
- xviii. The Company has engaged the services of Central Depository Services (India) Limited ("CDSL") to provide evoting facilities enabling the members to cast their vote in a secure manner.
- xix. It may be noted that this remote e-voting facility is optional. The remote e-voting facility will be available at the link www.evotingindia.com during the following voting period:

The remote e-voting would commence on Wednesday, the 24th August 2016 (9:00 A.M.) and end on Friday, the 26th August, 2016 (5:00 P.M.).

- xx. During the above period, shareholders of the Company as on the cut-off date of **20th August,2016** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting after 5.00 p.m. on 26th August, 2016. Once the vote on a resolution is cast by the shareholder, the shareholder cannot change it subsequently.
- xxi. The voting rights of Members shall be in proportion to the shares held by them in the paid up equity share capital of the Company as on 20th August,2016. A person, whose name is recorded in the Register of Members as on the cut-off date (20th August,2016) only shall be entitled to avail the facility of remote e-voting as well as voting at the meeting through Ballot Paper.
- xxii. Notice is being sent to all the shareholders whose names appear on the Register of Members as at the close of business hours on Saturday, the 30th July 2016.
- xxiii. The facility for voting, either through electronic voting system or ballot or polling paper shall also be made available at the meeting and Members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their right at the meeting.
- xxiv. The Members who have cast their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.
- xxv. Members can opt for only one mode of voting, i.e., either by Ballot Form or e-voting. In case Members cast their votes through both the modes, voting done by e-voting shall prevail and votes cast through Ballot Form shall be treated as invalid.
- xxvi. The procedure and instructions for e-voting is furnished in this notice.
- xxvii. The Scrutinizer will submit his report to the Company after completion of the scrutiny and the results of the e-voting / poll / Ballot at the venue, will be announced by the Company on its website – www.berarfinance.com within 48 hours of the conclusion of the AGM.

- xxviii. Members/Proxies/Representatives are requested to bring their Attendance Slip along with their copy of Annual Report to the Meeting.
- xxix. The format of the Register of Members prescribed by the Ministry of Corporate Affairs under the Companies Act, 2013 requires the Company to record additional details of Members, including their PAN details, e-mail address, Aadhar Card Number etc. Members are requested to submit their details at the Registered Office (Head Office) of the Company.

PROCEDURE AND INSTRUCTIONS FOR E-VOTING

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 Enter your User ID (enter Folio Number registered with the Company) and then enter the Captcha Code as displayed and Click on Login.
- vi) Now, fill up the following details in the appropriate boxes:

PAN*	Enter your 10 digit alpha-numeric * PAN issued by Income Tax Department
DOB #	Enter the Date of Birth as recorded in folio in dd/mm/yyyy format.
Dividend Bank Details #	Enter the Dividend Bank Details as recorded in folio.

*Members who have not updated their PAN with the Company are requested to use the first two letters of their name followed by last 8 digits of Folio No in the PAN field. In case the Folio No is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name. Eg. If your name is Ramesh Kumar with Folio number R00001 then enter RA00R00001 in the PAN field. #Please enter any one of the details in order to login. Incase both the details are not recorded with the company please enter the folio number in the Dividend Bank details field.

- v) After entering these details appropriately, click on "SUBMIT" tab.
- vi) Members will then reach directly the Company selection screen. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- vii) Click on the EVSN No. 160712010 for the BERAR FINANCE LIMITED on which you choose to vote.
- viii) 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.
- ix) Click on the "Resolutions File Link" if you wish to view the entire Resolutions.
- x) 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.
- xi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- xii) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- xiii) Note for Non Individual Shareholders and Custodians

Non-Individual shareholders (i.e. other than Individuals, HUF,etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporate.

A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.

After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for 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.

A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded 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 referred above to cast vote.
- B) 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.com under help section or write an email to <u>helpdesk.evoting@cdslindia.com</u>

---- 4 ----

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013.

The following explanatory statements set out all the material facts relating to business mentioned in the Item no. 5 and 6. Of the accompanying Notice.

Item No. 5:

Pursuant to the recommendation of the Nomination and Remuneration Committee of the Board, the Board of Directors at their meeting held on 19th March, 2016 has approved the re-appointment of Mr.Maroti Gendaru Jawanjar as Managing Director of the Company for the period of five years with effect from 1st day of April 2016 to 31st day of March, 2021. This is subject to approval of the shareholders at this Annual General Meeting.

Mr.Maroti Gendaru Jawanjar has more than 25 years of experience in finance sector. He is qualified company secretary. He has extensive experience and expertise across various functions of business such as Operations, Credit, Collections, Risk and Finance. He has demonstrated strong leadership skills and has successfully developed the business strategy, built up a team of capable executives.

Keeping in view that Mr.Maroti Gendaru Jawanjar has rich and varied experience in the Industry and has been involved in the operations of the Company over a long period of time, it would be in the interest of the Company to continue the employment of Mr.Maroti Gendaru Jawanjar as Managing Director of the Company.

The details of remuneration payable to Mr. Maroti Gendaru Jawanjar and terms and conditions of his re-appointment are given below:

A) SALARY:

Rs. 2,00,000 Per Month in the scale of Rs. 2,00,000-20,000-3,00,000.

The Board of Directors may grant additional increments based on performance of the Company.

B) Commission:

2.5 (Two and half)% of the net profits of the Company as per Audited Profit and Loss Account every year restricted to one and half years salary.

c) Perquisites:

In addition to the aforesaid, The Managing Director shall be entitled to the following perquisites:

- i) Reimbursement of actual medical expenses incurred for self and family (wife and children), subject to maximum of one month's salary in a year or three month's salary over a period of three years.
- ii) Reimbursement of actual traveling expenses i.e. journey, lodging and boarding expenses, for proceeding on leave, once in a year in respect of self and family, restricted to one month's salary per annum
- iii) Free use of Car with chauffer for his official use, the company meeting all running, maintenance, repair and other expenses.
- iv) Free telephone facility at his residence, personal long distance calls shall be billed by the Company.
- v) Entrance fees and monthly subscription fees of not more than two clubs.
- vi) Such other benefits, amenities and perquisites such as earned leaves, provident fund, gratuity, bonus, insurance benefits etc. as are available to other staff of the company.

D) VALUATION OF PERQUISITES:

Perquisites/allowances shall be valued as per Income Tax Rules, whenever applicable, and in the absence of any such rules shall be valued at actual cost.

E) MINIMUM REMUNERATION:

In the event of loss or inadequacy of profits in any financial year during the currency of tenure of service of the Mr. Maroti Gendaru Jawanjar, the payment of salary, commission perquisites and other allowances shall be governed by the limits prescribed under Section II of the Part–II of Schedule V to the Companies Act,2013 including any statutory modifications or re-enactments thereof as may for the time being, be in force.

All the existing terms and conditions for re-appointment shall remain unchanged.

The copies of the Agreement entered into between the Company and Mr.Maroti Gendaru Jawanjar are available for inspection at the registered office of the Company on any working day up to the date of the Annual General Meeting between 3.00P.M. to 5.00 P.M. and also at the Meeting.

Except Mr.Maroti Gendaru Jawanjar, Mr.Sandeep Marotrao Jawanjal and their relatives, none of the other Directors and their relatives are concerned or interested financially or otherwise in this resolution set out in Item no.5.

The Board of Directors recommend passing of the resolution set out in item no.5 of the accompanying Notice.

Item No. 6:

Pursuant to the recommendation of the Nomination and Remuneration Committee of the Board, the Board of Directors at their meeting held on 19th March, 2016 has approved the re-appointment of Mr.Sandeep Marotrao Jawanjal as

Executive Director(Whole-time Director of the Company for the period of five years with effect from 1st day of April 2016 to 31st day of March, 2021. This is subject to approval of the shareholders at this Annual General Meeting.

Mr.Sandeep Marotrao Jawanjal has a quality experience of more than 8 years in finance sector. He is commerce graduate . He has extensive experience and expertise across various functions of business such as Operations, Credit, Collections, Risk and Finance. He has demonstrated strong leadership skills and has successfully developed the business strategy, built up a team of capable executives.

Keeping in view that Mr.Sandeep Marotrao Jawanjal has rich and varied experience in the Industry and has been involved in the operations of the Company over a long period of time it would be in the interest of the Company to continue the employment of Mr.Sandeep Marotrao Jawanjal as Executive Director(Whole-time Director) of the Company.

The details of remuneration payable to Mr. Sandeep Marotrao Jawanjal and terms and conditions of his re-appointment are given below:

A) SALARY:

Rs. 1,50,000 Per Month in the scale of Rs. 1,50,000 – 20,000 – 2,50,000.

The Board of Directors may grant additional increments based on performance of the Company

B) Commission:

2.5(Two and half)% of the net profits of the Company as per Audited Profit and Loss Account every year restricted to one and half years salary.

c) Perquisites:

In addition to the aforesaid, the Executive Director shall be entitled to the following perquisites :

- i) Reimbursement of actual medical expenses incurred for self and family (wife and children), subject to maximum of one month's salary in a year or three month's salary over a period of three years.
- ii) Reimbursement of actual traveling expenses i.e. journey, lodging and boarding expenses, for proceeding on leave, once in a year in respect of self and family, restricted to one month's salary per annum
- iii) Free use of Car with chauffer for his official use, the company meeting all running, maintenance, repair and other expenses.
- iv) Free telephone facility at his residence, personal long distance calls shall be billed by the Company.
- v) Entrance fees and monthly subscription fees of not more than two clubs.
- vi) Such other benefits, amenities and perquisites such as earned leaves, provident fund, gratuity, bonus, insurance benefits etc. as are available to other staff of the company.

D) VALUATION OF PERQUISITES:

Perquisites/allowances shall be valued as per Income Tax Rules, whenever applicable, and in the absence of any such rules shall be valued at actual cost.

E) MINIMUM REMUNERATION:

In the event of loss or inadequacy of profits in any financial year during the currency of tenure of service of the Mr.Sandeep Marotrao Jawanjal, the payment of salary, commission perquisites and other allowances shall be governed by the limits prescribed under Section II of the Part–II of Schedule V to the Companies Act,2013 including any statutory modifications or re-enactments thereof as may for the time being, be in force."

All the existing terms and conditions for re-appointment shall remain unchanged.

The copies of the Agreement entered into between the Company and Mr.Sandeep Marotrao Jawanjal are available for inspection at the registered office of the Company on any working day up to the date of the Annual General Meeting between 3.00P.M. to 5.00 P.M. and also at the Meeting

The Board of Directors recommend passing of the resolution set out in item no.6 of the accompanying Notice.

Except Mr.Maroti Gendaru Jawanjar, Mr.Sandeep Marotrao Jawanjal and their relatives, none of the other Directors and their relatives are concerned or interested financially or otherwise in this resolution set out in Item no.6.

Place: Nagpur Date: 18.06.2016 By order of the Board For Berar Finance Limited

> Deepali Balpande Company Secretary

---- 6 ----

Information on Directors being re-appointed as required under Secretarial Standard -2 on General Meetings:

Name of the Director	Mr.Dattatraya Prabhakar Dalal	Mr.Maroti Gendaru Jawanjar	Mr.SandeepMarotrao Jawanjal	
Date of Birth	02.12.1954	20.10.1951	03.02.1984	
Date of Appointment on the Board	25.09.2002	22.08.1990	01.04.2007	
Number of shares held in the Company	102716	1000644	292718	
Relationship with Directors	None	Father of Mr.Sandeep Marotrao Jawanjal	Son of Mr.Maroti Gendaru Jawanjar	
Qualification	Matriculate	M. Com., LLB, ACS	B.Com	
Number of meetings of the Board attended/held	6/6	6/6	6/6	
Directorship held in other Public companies(excluding Foreign companies and Government Bodies) as on 31.03.2016	Nil	Nil	Nil	
Chairman /Member of the Committee of the Board of Directors of the Company as on 31.03.2016	Nomination & Remuneration Committee: Member Stakeholders Relationship Committee: Member	Corporate Social Responsibility Committee: Chairman Risk Management Committee & Asset Liability Committee: Chairman	Audit Committee: Member Corporate Social Responsibility Committee: Member Risk Management Committee & Asset Liability Committee: Member	
NIT Swimming Pool				
	LAD Square			
	Shankar Nagar			
	Square			
	Jhansi Rani Square			