



SITI Networks Limited

UG Floor, FC-19 & 20, Sector-16 A, Film City,
Noida, Uttar Pradesh-201301, India

Tel: +91-120-4526700

Website : www.sitinetworks.com

September 12, 2022

The General Manager
Corporate Relationship Department
BSE Limited
Phiroze Jeejeeboy Towers
Dalal Street, Fort,
Mumbai- 400 001
BSE Scrip Code: 532795

The Manager
Listing Department
National Stock Exchange of India limited
Plaza, 5th Floor, Plot no. C/1, G Block
Bandra Kurla Complex, Bandra (E)
Mumbai- 400 051
NSE Scrip Symbol: SITINET

Kind Attn: Corporate Relationship Department

Subject : Compliance of Regulation 30 and 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulation")

Dear Sir,

This is to inform you that the 16th Annual General Meeting ("AGM") of the Company was held on Monday, September 12, 2022 at 3:00 p.m. through Video Conferencing/Other Audio Visual Means in accordance with the circular(s) issued by Ministry of Corporate Affairs and the Securities and Exchange Board of India in this regards and business(es) set-out in the Notice dated May 28, 2022, convening the AGM were transacted thereat.

In this regard, we are enclosing herewith the following:

1. Summary of AGM proceedings pursuant to Part A of Schedule III under Regulation 30 of the Listing Regulations, as **Annexure - I**;
2. Voting results of the AGM pursuant to Regulation 44 of the Listing Regulations, as **Annexure - II**; and
3. Consolidated Report of the Scrutinizer dated September 12, 2022, on remote e-voting prior to AGM and remote e-voting during the AGM, as **Annexure - III**.

The above results will also be available on the website of the Company (i.e. www.sitinetworks.com) and on the website of Central Depository Services (India) Limited (i.e. www.evotingindia.com).

The above is for your information and record please.

Thanking you,

Yours truly,
For SITI Networks Limited


Suresh Kumar
Compliance Officer & Company Secretary
Membership No. ACS 14390



SUMMARY OF PROCEEDINGS OF THE 16TH ANNUAL GENERAL MEETING OF THE COMPANY

The 16th Annual General Meeting ("AGM") of the Company was held on Monday, September 12, 2022, through Video Conferencing (VC)/Other Audio Visual Means (OAVM) in accordance with the applicable provisions of Companies Act, 2013 read with the Rules issued thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India, from time to time, in this regard.

The AGM commenced at 3.00 p.m. and pursuant to Section 104 of the Companies Act, 2013 read with Article 68 of the Articles of Association of the Company, Mr.Suresh Arora, Whole Time Director of the Company, chaired the proceedings of the AGM.

Mr. Suresh Arora, Chairman of AGM, welcomed all the Members, Directors, Auditors and other officers to the AGM.

He informed the Members that the Company has taken all requisite steps to enable Members to participate through VC and vote at the AGM. The requisite quorum being present through VC, the Chairman called the meeting to order.

All the six (6) Directors were present at the meeting through VC from their respective places. The representatives of the Statutory Auditor and Secretarial Auditor were also present through VC.

Thereafter, the Chairman called upon the names of the Directors who had joined the meeting to introduce themselves. Apart from Chairman of AGM, the following Directors were present in the meeting:

1.	Prof. Sunil Kumar Maheshwari	Non-Executive Independent Director
2.	Mr. Bhanu Pratap Singh	Non-Executive Independent Director, Chairman of Audit Committee and Nomination and Remuneration Committee
3.	Ms. Kavita Kapahi	Non-Executive Independent Director and Chairman of Stakeholders Relationship Committee
4.	Mr. Amitabh Kumar	Non-Executive Non-Independent Director
5.	Ms. Shilpi Asthana	Non-Executive Independent Director

The Chairman of AGM informed the Members that:

1. Since there is no physical attendance of the Members, therefore, the requirement of appointing proxies is not applicable.
2. The necessary registers and documents referred to in the Notice of the 16th AGM, including a Certificate of Statutory Auditors M/s DNS & Associates, Chartered Accountants, Gurugram confirming that SITI ESOP 2015 has been implemented in accordance with SEBI Regulations and the resolution passed by the Shareholders, are available for inspection electronically.
3. Members, who have not voted earlier through e-voting, may cast their vote in the course of this meeting through e-voting facility
4. Since, the Notice is already circulated to all the Members, accordingly, he took the Notice convening the meeting as read. He further informed that Audited Accounts along with Directors' Report and




Report of Statutory Auditor and Secretarial Auditor already form part of the Annual Report. As required under Section 145 of the Companies Act, 2013, read with Para 13 of the Secretarial Standard -2 on General Meetings, the qualifications in the Statutory Auditor's Report along with the Directors' response on the same, were read out by the Chairman.

The Chairman of AGM then delivered his speech to the Members of the Company which *inter alia* included highlights on business performance, outlook, etc.

The Chairman of AGM informed the Members that:

1. In accordance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108 of the Companies Act, 2013 read with Companies (Management & Administration) Rules 2014, the Company had provided e-voting facility (i.e. remote e-voting) administered by Central Depository Services (India) Limited for Members of the Company as on cut-off date of Monday, the 5th day of September, 2022 to cast their vote electronically on all Agenda items proposed in the Notice of the 16th Annual General Meeting.
2. The remote e-voting period commenced on Thursday, the 8th day of September 2022 at 9.00 a.m. and ended on Sunday, the 11th day of September 2022 at 5.00 p.m.
3. Facility for e-voting at the meeting is also provided to the Members present at the meeting and who have not yet voted. Members may please go to the voting page of CDSL e-voting website (i.e. www.evotingindia.com) and cast their vote. However, in case of Individual Members holding shares in Demat Account, can cast their votes by login their demat accounts through their Depository Participant registered with NSDL or CDSL, as the case may be, for e-voting facility. Members may refer Note No. 25 forming part of Notice of 16th AGM.
4. Mr. Amit Agarwal, Practicing Company Secretary, (Membership No.5311 and C.P. No. 3647) *proprietor* of M/s Amit Agarwal & Associates, has been appointed as Scrutinizer to scrutinize the vote cast at the meeting and through remote e-voting.
5. Since the AGM is being held through Video Conference or Other Audio Visual Means, and the resolutions mentioned in the notice convening this AGM have been already put to vote through remote e-voting, there will be no proposing and seconding of resolutions.

Thereafter, Chairman of AGM opened the Question & Answer (Q&A) forum for the registered speakers to seek clarification or offer any comments related to the resolutions or Financial Statements and Operations of the Company. Speaker shareholders raised various queries/made comments on the financial performance and other relevant matters, to which CEO of the Company Mr. Yogesh Sharma and CFO of the Company Mr. Vikash Khanna, satisfactorily replied / clarified / responded.

He then authorized Mr. Suresh Kumar, Company Secretary to conduct the voting procedures and conclude the meeting.

He informed the Members that:

1. The e-voting facility will remain open for next 15 minutes to enable the Members who have not yet cast their vote and would like to cast their vote.
2. The results would be announced within the time stipulated under the applicable laws, and the same will be intimated to the Stock Exchanges and uploaded on the website of the Company.

On completion of the e-voting process, the meeting concluded at 4:28 p.m.

75 numbers of shareholders were present in the AGM through Video Conferencing.



The following items of business, as set-out in the Notice convening the 16th AGM of the Company dated May 28, 2022 were transacted at the meeting:

Sl. No.	Details of Resolution	Resolution required (Ordinary / Special)
1.	Adoption of Audited Financial Statements of the Company prepared on a standalone and consolidated basis, for the financial year ended March 31, 2022 including the Balance Sheet, the Statement of Profit & Loss for the financial year ended on that date, and the Reports of the Auditors and Directors thereon.	Ordinary Resolution
2.	To appoint a Director in place of Mr. Suresh Arora, who retires by rotation, and being eligible, offers himself for re-appointment.	Ordinary Resolution
3.	Appointment of Ms. Shilpi Asthana, as Director (in the category of Non-Executive Independent Director) of the Company, not liable to retire by rotation, for the period of three years from December 27, 2021 until December 26, 2024.	Ordinary Resolution
4.	Re-appointment of Mr. Suresh Arora, as Whole Time Director of the Company for a period of three years with effect from June 14, 2022.	Ordinary Resolution
5.	Ratification/approval of remuneration payable to Cost Auditor for FY 2022-23.	Ordinary Resolution

Post conclusion of the e-voting at the AGM, the Scrutinizers' report was received.

All the aforesaid resolutions were passed with requisite majority.

For **Siji Networks Limited**


Suresh Kumar
Compliance Officer & Company Secretary
Membership No. ACS 14390



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Resolution Required : (Ordinary)			1 - To receive, consider and adopt the Audited Financial Statements of the Company prepared as per Indian Accounting Standards (Ind-AS), on a standalone and consolidated basis, for the financial year ended March 31, 2022, including the Balance Sheet as at March 31, 2022, the Statement of Profit & Loss for the financial year ended on that date and the Reports of the Auditors and Directors thereon.					
Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	53222365	53222365	100.0000	53222365	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		53222365	100.0000	53222365	0	100.0000	0.0000
Public Institutions	E-Voting	63734619	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	755096864	38741545	5.1307	38410320	331225	99.1450	0.8550
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		38741545	5.1307	38410320	331225	99.1450	0.8550
Total		872053848	91963910	10.5457	91632685	331225	99.6398	0.3602



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Resolution Required : (Ordinary)		2 - To appoint a Director in place of Mr. Suresh Arora (DIN 00299232), who retires by rotation, and being eligible, offers himself for re-appointment.						
Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	53222365	53222365	100.0000	53222365	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		53222365	100.0000	53222365	0	100.0000	0.0000
Public Institutions	E-Voting	63734619	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	755096864	38741645	5.1307	38329148	412497	98.9353	1.0647
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		38741645	5.1307	38329148	412497	98.9353	1.0647
Total		872053848	91964010	10.5457	91551513	412497	99.5515	0.4485



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3 - To appoint Ms. Shilpi Asthana (DIN 08465502), as an Independent Director of the Company, not liable to retire by rotation, for the period of three years from December 27, 2021 until December 26, 2024.

Resolution Required : (Ordinary)

Whether promoter/ promoter group are interested in the agenda/resolution?

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
			[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100
Promoter and Promoter Group	E-Voting	53222365	53222365	100.0000	53222365	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		53222365	100.0000	53222365	0	100.0000	0.0000
Public Institutions	E-Voting	63734619	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	755096864	38741645	5.1307	38420810	320835	99.1719	0.8281
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		38741645	5.1307	38420810	320835	99.1719	0.8281
Total		872053848	91964010	10.5457	91643175	320835	99.6511	0.3489



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Resolution Required : (Ordinary)		4 - To re-appoint Mr. Suresh Arora (DIN 00299232), as Whole Time Director of the Company, for a period of three years with effect from June 14, 2022.						
Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	53222365	53222365	100.0000	53222365	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		53222365	100.0000	53222365	0	100.0000	0.0000
Public Institutions	E-Voting	63734619	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	755096864	38741645	5.1307	38363965	377680	99.0251	0.9749
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		38741645	5.1307	38363965	377680	99.0251	0.9749
Total		872053848	91964010	10.5457	91586330	377680	99.5893	0.4107



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Resolution Required : (Ordinary)		5 - To confirm, ratify and approve the remuneration payable to M/s. SK Mittal & Co., Cost Accountants (Firm's Registration No. 000079), Cost Auditor of the Company towards towards Cost Audit Fee for the financial year 2022-23.						
Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
			[1]	[2]	$[3]=\{[2]/[1]\} * 100$	[4]	[5]	$[6]=\{[4]/[2]\} * 100$
Promoter and Promoter Group	E-Voting	53222365	53222365	100.0000	53222365	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		53222365	100.0000	53222365	0	100.0000	0.0000
Public Institutions	E-Voting	63734619	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	755096864	38741545	5.1307	38385940	355605	99.0821	0.9179
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		38741545	5.1307	38385940	355605	99.0821	0.9179
Total		872053848	91963910	10.5457	91608305	355605	99.6133	0.3867





Amit Agrawal & Associates Company Secretaries

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Ph. : +91-11-49423788, 43019279, Mob.: +91-9811272307
E-mail : amitagcs@gmail.com, amit2kas@yahoo.com

September 12, 2022

To

The Chairman,
16th Annual General Meeting of
Siti Networks Limited,
CIN : L64200MH2006PLC160733

Subject : Consolidated Report of the Scrutinizer on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 for the 16th Annual General Meeting of Siti Networks Limited ('the Company') held on Monday, September 12, 2022 through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM') at 3:00 p.m.

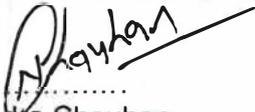
Dear Sir,

1. I, Amit Agarwal, Practicing Company Secretary (Membership No.5311 and C.P. No. 9312) proprietor of M/s Amit Agarwal & Associates, Delhi, was appointed as Scrutinizer by the Board of Directors for the purpose of scrutinizing the remote e-voting and voting through electronic system process during AGM as per the provision 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 Obligations and Disclosure Requirements) Regulations, 2015 (including any amendment thereof), in a fair and transparent manner in respect of the resolutions set-out in the Notice of the 16th Annual General Meeting (AGM) held on Monday, September 12, 2022, at 3.00 p.m. through Video Conferencing (VC)/ Other Audio Visual Means (OAVM).
2. In terms of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company availed services of Central Depository Services (India) Limited (CDSL) and provided remote e-voting facility and facility of electronic voting at the time of AGM to the Equity Shareholders of the Company who could not voted earlier through remote e-voting facility provided by the Company.
3. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules framed thereunder relating to voting through electronic means (remote e-voting) and e-voting arranged at the AGM



on the resolutions set-out in the Notice of the AGM. My responsibility as a scrutinizer for the remote e-voting process and for remote e-voting at the AGM is restricted to scrutinize the e-voting process in a fair and transparent manner and to make this Scrutinizer Report of the Votes Cast "in favour" or "against" the resolutions, as stated herein-after, based on the report generated/ provided by CDSL, the authorized agency engaged by the Company to provide/administer e-voting facilities.

4. In order to facilitate electronic voting by the Shareholders of the Company (as at the cut-off date of September 5, 2022), the remote e-voting period commenced from Thursday, September 8, 2022 at 9.00 a.m. and concluded on Sunday, September 11, 2022 at 5.00 p.m. and CDSL e-voting platform was blocked thereafter.
5. The Company had also provided remote e-voting facility to the shareholders present at the AGM through VC/OAVM and who had not cast their vote earlier through remote e-voting. The shareholders of the Company holding shares as on the "cut-off" date of Monday, September 5, 2022 were entitled to vote on the resolutions as set-out in the Notice of the AGM. The CDSL e-voting platform was re-opened during the AGM and kept open for 15 minutes after the AGM.
6. Pursuant to Rule 20 of the Companies (Management & Administration) Rules, 2014, I unblocked the e-voting on CDSL website on September 12, 2022 in the presence of two witnesses Mr. Nagendra Chauhan and Ms. Sibani Agarwal, who are not in the employment of the Company. I have scrutinized and reviewed the remote e-voting prior and during the AGM and votes cast therein based on the data downloaded from the CDSL e-voting system.
7. I hereby submit my consolidated report on votes cast on all resolutions set out in the Notice of AGM as under:



 Nagendra Chauhan



 Sibani Agarwal

RESOLUTION NO.1 : Ordinary Resolution

Adoption of Audited Financial Statements of the Company prepared on a standalone and consolidated basis, for the financial year ended March 31, 2022 including the Balance Sheet, the Statement of Profit & Loss for the financial year ended on that date, and the Reports of the Auditors and Directors thereon.

- (i) Voted in favour of the resolution:

Number of members voted	Number of Valid Votes cast by them	% of total number of valid votes cast
218	9,16,32,685	99.64



(ii) Voted in against of the resolution:

Number of members voted	Number of Valid Votes cast by them	% ofn total number of valid votes cast
11	3,31,225	0.36

(iii) Invalid votes:

Number of members whose votes were declared invalid	Total number of Votes cast by them
Nil	Nil

RESOLUTION NO.2 : Ordinary Resolution

To appoint a Director in place of Mr. Suresh Arora, who retires by rotation, and being eligible, offers himself for re-appointment.

(i) Voted in favour of the resolution:

Number of members voted	Number of Valid Votes cast by them	% of total number of valid votes cast
204	91551513	99.55

(ii) Voted in against of the resolution:

Number of members voted	Number of Valid Votes cast by them	% of total number of valid votes cast
26	412497	0.45

(iii) Invalid votes:

Number of members whose votes were declared invalid	Total number of Votes cast by them
Nil	Nil

RESOLUTION NO.3 : Ordinary Resolution

Appointment of Ms. Shilpi Asthana, as Director (in the category of Non-Executive Independent Director) of the Company, not liable to retire by rotation, for the period of three years from December 27, 2021 until December 26, 2024.

(i) Voted in favour of the resolution:

Number of members voted	Number of Valid Votes cast by them	% of total number of valid votes cast
210	91643175	99.65



(ii) Voted in against of the resolution:

Number of members voted	Number of Valid Votes cast by them	% of total number of valid votes cast
20	320835	0.35

(iii) Invalid votes:

Number of members whose votes were declared invalid	Total number of Votes cast by them
Nil	Nil

RESOLUTION NO.4 : Ordinary Resolution

Re-appointment of Mr. Suresh Arora, as Whole Time Director of the Company for a period of three years with effect from June 14, 2022.

(i) Voted in favour of the resolution:

Number of members voted	Number of Valid Votes cast by them	% of total number of valid votes cast
205	91586330	99.59

(ii) Voted in against of the resolution:

Number of members voted	Number of Valid Votes cast by them	% of total number of valid votes cast
25	377680	0.41

(iii) Invalid votes:

Number of members whose votes were declared invalid	Total number of Votes cast by them
Nil	Nil

RESOLUTION NO.5 : Ordinary Resolution

Ratification/approval of remuneration payable to Cost Auditor for FY 2022-23.

(i) Voted in favour of the resolution:

Number of members voted	Number of Valid Votes cast by them	% of total number of valid votes cast
210	91608305	99.61



(ii) Voted in against of the resolution:

Number of members voted	Number of Valid Votes cast by them	% of total number of valid votes cast
19	355605	0.39

(iii) Invalid votes:

Number of members whose votes were declared invalid	Total number of Votes cast by them
Nil	Nil

8. Figures have been taken up to two decimal places.
9. In view of the above scrutiny, I hereby certify all the above resolutions have been passed with requisite majority on September 12, 2022.
10. The electronic data and all other relevant records relating to voting by electronic means are under my safe custody and will be handed over to Mr. Suresh Kumar, Company Secretary for safe custody, after the Chairman of 16th AGM considers, approves and signs the minutes of the AGM.



Amit Agarwal,
Practicing Company Secretary
Membership No.5311 and C.P. No. 3647
M/s Amit Agarwal & Associates
Udin : F005311D000959440