



Ref /EL/SEC/AGM/2015

Date: September 18, 2015

The Manager
Listing Department
National Stock Exchange of India Limited
5th Floor Exchange Plaza
Bandra Kurla Complex, Bandra East
Mumbai 400051

NSE Code: Escorts
BSE Code: 500495
DSE Code: 00012

Sub: Disclosure of voting results of 69th Annual General Meeting held on September 18, 2015 (AGM), pursuant to Clause 31(d) & Report of voting pursuant to Clause 35A of the Listing Agreement

Dear Sir

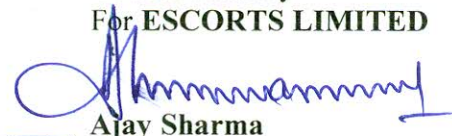
In compliance of Clause 31(d) of Listing Agreement, we are pleased to inform you that all Resolutions stated in the Notice of AGM have been duly passed with requisite majority by the Members through Remote e-voting and Poll conducted at the venue of 69th Annual General Meeting of the Company held on Friday, September 18, 2015.

Further we are enclosing herewith report pursuant to Clause 35A of the Listing Agreement in the prescribed format as Annexure -1 alongwith Scrutinizer Report of Remote e-voting & Poll (Combined) as Annexure -2 for your information and record.

Kindly acknowledge receipt of the same.

Thanking you,

Yours Faithfully
For **ESCORTS LIMITED**


Ajay Sharma
Group General Counsel
& Company Secretary

Encl: As above

Copy To:

The Manager Listing Department BSE Limited 25 th Floor P J Towers Dalal Street Fort Mumbai 400001	The Manager Listing Department The Delhi Stock exchange Association Limited DSE House, 3/1 Asaf Ali Road New Delhi 110002	The Manager National Securities Depository Limited Trade World,4 th Floor, Kamla Mills Compound Senapati Bapat Marg, Lower Parel, Mumbai-400013
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ESCORTS LIMITED

Corporate Secretariat

Corporate Centre: 15/5, Mathura Road, Faridabad - 121 003, Haryana, India

Phone : +91-129-2250222, Fax : +91-129-2250060, 2250058

E-mail : corpsect@ndb.vsnl.net.in, Website : www.escortsgroup.com

Registered Office : SCO - 232, 1st Floor, Sector 20, Panchkula - 134109, Haryana, India

CIN - L74899HR1944PLC039088

Annxure-1

ESCORTS LIMITED

Regd. Office: SCO- 232, 1st Floor, Sector -20, Panchkula – 134119

DETAILS OF VOTING RESULTS UNDER CLAUSE 35A OF THE LISTING AGREEMENT FOR 69th ANNUAL GENERAL MEETING (AGM)

Date of AGM	September 18, 2015
Total number of shareholders as on cut-off date i.e. September 18, 2015	93,252
No. of shareholders present in the meeting either in person or through proxy (including Remote e-voting)	258
Promoters and Promoter Group	29
Public	229
No. of shareholders attended the meeting through Video Conferencing	NOT APPLICABLE
Promoters and Promoter Group	NOT APPLICABLE
Public	NOT APPLICABLE
Note: All business items approved by the members by way of Ordinary Resolutions except Item No. 9 which was passed as Special Resolution.	



ESCORTS LIMITED

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Promoter / Public	No. of Shares held (1)	No. of Votes Polled (2)	% Votes Polled on Outstanding Shares(3) =[(2)/(1)]*100	No. of Votes- In Favour (4)	No. of Votes Against (5)	% of Votes in Favour on Votes Polled (6)=[(4)/(2)]*100	% of Votes Against on Votes Polled (7)=[(5)/(2)]*100
As an Ordinary Resolution- Item No. 1 Adoption of Audited Balance Sheet and Profit & Loss account for financial year ended on March 31, 2015, the reports of the Board of Directors and Auditor's thereon.							
Mode of Voting – (Remote E-voting)							
Promoter and Promoter Group	52723638	52701484	99.96	52701484	0	100.00	0
Public Institutional Holders	14950985	12638874	84.54	2865377	9773497	22.67	77.33
Public-Others	54902255	4113219	7.49	4000666	112553	97.26	2.74
Total (A)	122576878	69453577	56.66	59567527	9886050	85.77	14.23
Mode of Voting – (Poll)							
Promoter and Promoter Group	52723638	21500	0.04	21500	0	100.00	0
Public Institutional Holders	14950985	0	0	0	0	0	0
Public-Others	54902255	34040	0.06	34040	0	100.00	0
Total (B)	122576878	55540	0.05	55540	0	100.00	0
Result (A+B)	122576878	69509117	56.71	59623067	9886050	85.78	14.22



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Promoter / Public	No. of Shares held (1)	No. of Votes Polled (2)	% Votes Polled on Outstanding Shares(3) =[(2)/(1)]*100	No. of Votes- In Favour (4)	No. of Votes Against (5)	% of Votes in Favour on Votes Polled (6)=[(4)/(2)]*100	% of Votes Against on Votes Polled (7)=[(5)/(2)]*100
As an Ordinary Resolution No. 2 Approval of dividend for the financial year 2014 - 2015.							
Mode of Voting – (Remote e-voting)							
Promoter and Promoter Group	52723638	52701484	99.96	52701484	0	100.00	0
Public Institutional Holders	14950985	12638874	84.54	12638874	0	100.00	0
Public-Others	54902255	4113289	7.49	4113166	123	100.00	0
Total (A)	122576878	69453647	56.66	69453524	123	100.00	0
Mode of Voting – (Poll)							
Promoter and Promoter Group	52723638	21500	0.04	21500	0	100.00	0
Public Institutional Holders	14950985	0	0	0	0	0	0
Public-Others	54902255	34040	0.06	34040	0	100.00	0
Total (B)	122576878	55540	0.05	55540	0	100.00	0
Result (A+B)	122576878	69509187	56.71	69509064	123	100.00	0



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Promoter / Public	No. of Shares held (1)	No. of Votes Polled (2)	% Votes Polled on Outstanding Shares(3) =[(2)/(1)]*100	No. of Votes- In Favour (4)	No. of Votes Against (5)	% of Votes in Favour on Votes Polled (6)=[(4)/(2)]*100	% of Votes Against on Votes Polled (7)=[(5)/(2)]*100
As an Ordinary Resolution No. 3 Re-appointment of Mr. Hardeep Singh as Director who retires by rotation.							
Mode of Voting – (Remote e-voting)							
Promoter and Promoter Group	52723638	52701484	99.96	52701484	0	100.00	0
Public Institutional Holders	14950985	12638874	84.54	10870382	1768492	86.01	13.99
Public-Others	54902255	4112958	7.49	4028499	84459	97.95	2.05
Total (A)	122576878	69453316	56.66	67600365	1852951	97.33	2.67
Mode of Voting – (Poll)							
Promoter and Promoter Group	52723638	21500	0.04	21500	0	100.00	0
Public Institutional Holders	14950985	0	0	0	0	0	0
Public-Others	54902255	34040	0.06	34040	0	100.00	0
Total (B)	122576878	55540	0.05	55540	0	100.00	0
Result (A+B)	122576878	69508856	56.71	67655905	1852951	97.33	2.67



ESCORTS LIMITED

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Promoter / Public	No. of Shares held (1)	No. of Votes Polled (2)	% Votes Polled on Outstanding Shares(3) =[(2)/(1)]*100	No. of Votes- In Favour (4)	No. of Votes Against (5)	% of Votes in Favour on Votes Polled (6)=[(4)/(2)]*100	% of Votes Against on Votes Polled (7)=[(5)/(2)]*100
As an Ordinary Resolution No. 4 Appointment of Auditors and fixing of their remuneration.							
Mode of Voting – (Remote e-voting)							
Promoter and Promoter Group	52723638	52701484	99.96	52701484	0	100.00	0
Public Institutional Holders	14950985	12037546	80.51	11936162	101384	99.16	0.84
Public-Others	54902255	4113277	7.49	4112984	293	99.99	0.01
Total (A)	122576878	68852307	56.17	68750630	101677	99.85	0.15
Mode of Voting – (Poll)							
Promoter and Promoter Group	52723638	21500	0.04	21500	0	100.00	0
Public Institutional Holders	14950985	0	0	0	0	0	0
Public-Others	54902255	34040	0.06	34040	0	100.00	0
Total (B)	122576878	55540	0.05	55540	0	100.00	0
Result (A+B)	122576878	68907847	56.22	68806170	101677	99.85	0.15



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Promoter / Public	No. of Shares held (1)	No. of Votes Polled (2)	% Votes Polled on Outstanding Shares(3) = [(2)/(1)]*100	No. of Votes- In Favour (4)	No. of Votes Against (5)	% of Votes in Favour on Votes Polled (6)= [(4)/(2)]*100	% of Votes Against on Votes Polled (7)= [(5)/(2)]*100
As an Ordinary Resolution No. 5 Approval for payment of remuneration to the Cost Auditor.							
Mode of Voting – (Remote e-voting)							
Promoter and Promoter Group	52723638	52701484	99.96	52701484	0	100.00	0
Public Institutional Holders	14950985	12638874	84.54	12638874	0	100.00	0
Public-Others	54902255	4113128	7.49	4113005	123	100.00	0
Total (A)	122576878	69453486	56.66	69453363	123	100.00	0
Mode of Voting – (Poll)							
Promoter and Promoter Group	52723638	21500	0.04	21500	0	100.00	0
Public Institutional Holders	14950985	0	0	0	0	0	0
Public-Others	54902255	34040	0.06	34040	0	100.00	0
Total (B)	122576878	55540	0.05	55540	0	100.00	0
Result (A+B)	122576878	69509026	56.71	69508903	123	100.00	0



ESCORTS LIMITED

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Promoter / Public	No. of Shares held (1)	No. of Votes Polled (2)	% Votes Polled on Outstanding Shares(3) =[(2)/(1)]*100	No. of Votes- In Favour (4)	No. of Votes Against (5)	% of Votes in Favour on Votes Polled (6)=[(4)/(2)]*100	% of Votes Against on Votes Polled (7)=[(5)/(2)]*100
As an Ordinary Resolution No. 6 Appointment of Dr. Sutanu Behuria as an Independent Director							
Mode of Voting – (Remote e-voting)							
Promoter and Promoter Group	52723638	52701484	99.96	52701484	0	100.00	0
Public Institutional Holders	14950985	12638874	84.54	12638874	0	100.00	0
Public-Others	54902255	4113058	7.49	4112935	123	100.00	0
Total (A)	122576878	69453416	56.66	69453293	123	100.00	0
Mode of Voting – (Poll)							
Promoter and Promoter Group	52723638	21500	0.04	21500	0	100.00	0
Public Institutional Holders	14950985	0	0	0	0	0	0
Public-Others	54902255	34040	0.06	34040	0	100.00	0
Total (B)	122576878	55540	0.05	55540	0	100.00	0
Result (A+B)	122576878	69508956	56.71	69508833	123	100.00	0



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Promoter / Public	No. of Shares held (1)	No. of Votes Polled (2)	% Votes Polled on Outstanding Shares(3) = [(2)/(1)] * 100	No. of Votes- In Favour (4)	No. of Votes Against (5)	% of Votes in Favour on Votes Polled (6)= [(4)/(2)] * 100	% of Votes Against on Votes Polled (7)= [(5)/(2)] * 100
As an Ordinary Resolution No. 7 Appointment of Mr. G. B. Mathur as a Director.							
Mode of Voting – (Remote e-voting)							
Promoter and Promoter Group	52723638	52701484	99.96	52701484	0	100.00	0
Public Institutional Holders	14950985	12638874	84.54	11957478	681396	94.61	5.39
Public-Others	54902255	4113058	7.49	4112758	300	99.99	0.01
Total (A)	122576878	69453416	56.66	68771720	681696	99.02	0.98
Mode of Voting – (Poll)							
Promoter and Promoter Group	52723638	11500	0.02	11500	0	100.00	0
Public Institutional Holders	14950985	0	0	0	0	0	0
Public-Others	54902255	34040	0.06	34040	0	100.00	0
Total (B)	122576878	45540	0.04	45540	0	100.00	0
Result (A+B)	122576878	69498956	56.70	68817260	681696	99.02	0.98



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Promoter / Public	No. of Shares held (1)	No. of Votes Polled (2)	% Votes Polled on Outstanding Shares(3) = [(2)/(1)]*100	No. of Votes- In Favour (4)	No. of Votes Against (5)	% of Votes in Favour on Votes Polled (6)= [(4)/(2)]*100	% of Votes Against on Votes Polled (7)= [(5)/(2)]*100
As an Ordinary Resolution No. 8 Approval for payment of Professional Fees to Mr G.B. Mathur, Director of the Company.							
Mode of Voting – (Remote e-voting)							
Promoter and Promoter Group	52723638	52701484	99.98	52701484	0	100.00	0
Public Institutional Holders	14950985	12638874	84.54	1013596	11625278	8.02	91.98
Public-Others	54902255	4112408	7.49	3999336	113072	97.25	2.75
Total (A)	122576878	69452766	56.66	57714416	11738350	83.10	16.90
Mode of Voting – (Poll)							
Promoter and Promoter Group	52723638	11500	0.02	11500	0	100.00	0
Public Institutional Holders	14950985	0	0	0	0	0	0
Public-Others	54902255	34040	0.06	34040	0	100.00	0
Total (B)	122576878	45540	0.04	45540	0	100.00	0
Result (A+B)	122576878	69498306	56.70	57759956	11738350	83.11	16.89



ESCORTS LIMITED

Regd. Office: SCO- 232, 1st Floor, Sector -20, Panchkula – 134119

Promoter / Public	No. of Shares held (1)	No. of Votes Polled (2)	% Votes Polled on Outstanding Shares(3) = $[(2)/(1)]*100$	No. of Votes- In Favour (4)	No. of Votes Against (5)	% of Votes in Favour on Votes Polled (6)= $[(4)/(2)]*100$	% of Votes Against on Votes Polled (7)= $[(5)/(2)]*100$
As a Special Resolution No. 9 Appointment of Ms. Nitasha Nanda as a Whole-time Director & approval of remuneration thereof							
Mode of Voting – (Remote e-voting)							
Promoter and Promoter Group	52723638	52701484	99.96	52701484	0	100.00	0
Public Institutional Holders	14950985	12638874	84.54	3598465	9040409	28.47	71.53
Public-Others	54902255	4113059	7.49	4000178	112881	97.26	2.74
Total (A)	122576878	69453417	56.66	60300127	9153290	86.82	13.18
Mode of Voting – (Poll)							
Promoter and Promoter Group	52723638	21500	0.04	21500	0	100.00	0
Public Institutional Holders	14950985	0	0	0	0	0	0
Public-Others	54902255	34040	0.06	34040	0	100.00	0
Total (B)	122576878	55540	0.05	55540	0	100.00	0
Result (A+B)	122576878	69508957	56.71	60355667	9153290	86.83	13.17



JAYANT GUPTA & ASSOCIATES
COMPANY SECRETARIES

SCRUTINIZER'S REPORT FOR E-VOTING & POLL OF ESCORTS LIMITED
[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(3) (xi) of the Companies
(Management and Administration) Rules, 2014]

To,

**The Chairman,
The 69th Annual General Meeting
Of the Equity Shareholder of Escorts Limited**

Sub: Result of Voting conducted through electronic voting and poll conducted at the 69th AGM of Escorts Limited held on September 18, 2015 at 12.00 Noon at Hotel KC Cross Road, Site No. 1, Sector-10, Opposite Bus Stand, Panchkula-134 113, Haryana

Dear Sir,

I, Jayant Gupta, Practicing Company Secretary having office at FA-156, Lajpat Nagar, Sahibabad, Ghaziabad – 201005 Uttar Pradesh, was appointed as a Scrutinizer by the Board of Directors of Escorts Limited (the Company) at the Board Meeting held on May 28, 2015 for the purpose of scrutinizing the e-voting held between September 15, 2015 (9:00 am IST) and ended on, September 17, 2015 (5:00 pm IST) and the Poll taken on resolutions at the 69th AGM of Escorts Limited held on September 18, 2015 at 12.00 Noon at Hotel KC Cross Road, Site No. 1, Sector-10, Opposite Bus Stand, Panchkula-134 113, Haryana as per the Notice of 69th Annual General Meeting of the Company dated May 28, 2015.

The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means and voting by poll by the shareholders on the resolutions proposed in the Notice of the 69th Annual General Meeting of the Company is the responsibility of management. My responsibility as a scrutinizer is to ensure that the voting process, both through electronic means and by poll, at the meeting are conducted in a fair and transparent manner and render consolidated scrutinizer's report of the total votes cast "in favour or against", if any, to the Chairman on the resolutions, based on the reports generated from the electronic voting system and also at the time of poll at AGM.

I hereby report as under:

1. The Company has despatched Notice of the 69th Annual General Meeting, the Annual Report 2014-2015, Attendance Slip & Proxy Form to 99802 Shareholders as per the records of the Company as on July 31, 2015 through Email and Courier.
2. As prescribed in clause (v) of sub rule 3 of the rule 20 of the Companies (Management and Administration) Rules, 2014, Company also released an advertisement, published in English in 'Financial Express' dated August 31, 2015 and in Hindi in 'Jansatta' dated August 31, 2015.



3. As per the provisions of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules, 2014 and the Listing Agreement, the Company had provided the facility of electronic voting to 93252 shareholders to cast votes electronically and also at the 69th AGM by means of poll. The entitlement to voting by equity Shareholders was determined on the basis of shareholding as on cut-off date i.e. September 11, 2015.
4. The Company extended the facility of electronic voting to the shareholders of the Company from Tuesday, September 15, 2015 (9:00 A.M.) upto Thursday, September 17, 2015 (5:00 P.M.) through the National Securities Depository Limited ("NSDL") being the service provider for providing the facility of e-voting to the shareholders on their website <https://www.evoting.nsdl.com>.
5. At the 69th AGM of the Company held on September 18, 2015, the Chairman of the Company called for a Poll to facilitate the members present in the meeting who could not participate in the e-voting to record their votes through the Poll process. The Board of Directors of the Company had appointed me as Scrutinizer for the same.
6. The e-voting results were unblocked by me on 18th September 2015 at 1:00 P.M. in the presence of two witnesses.
7. Based on the reports generated from the e-voting system provided by NSDL and votes casted on Poll, I submit the consolidated results of e-voting and Poll as under:



a) As an Ordinary Resolution- Item No.1

Adoption of Financial Statements for the Financial Year ended March 31 2015

MODE	BALLOTS RECEIVED	TOTAL SHARES	FAVOUR		AGAINST	
			BALLOTS	VOTES	BALLOTS	VOTES
ELEC.	147	69453577	105	59567527	42	9886050
PHY.	108	55540	108	55540	0	0
TOTAL	255	69509117	213	59623067	42	9886050

Votes in Favour (% of Total Valid shares) = 85.78%
 Votes in Against (% of Total Valid shares) = 14.22%

b) As an Ordinary Resolution- Item No.2

Approval for payment of Dividend for the Financial Year ended March 31 2015

MODE	BALLOTS RECEIVED	TOTAL SHARES	FAVOUR		AGAINST	
			BALLOTS	VOTES	BALLOTS	VOTES
ELEC.	149	69453647	145	69453524	4	123
PHY.	108	55540	108	55540	0	0
TOTAL	257	69509187	253	69509064	4	123

Votes in Favour (% of Total Valid shares) = 100.00%
 Votes in Against (% of Total Valid shares) = 0.00%

c) As an Ordinary Resolution- Item No.3:

Re-appointment of Mr. Hardeep Singh as Director who retires by rotation.

MODE	BALLOTS RECEIVED	TOTAL SHARES	FAVOUR		AGAINST	
			BALLOTS	VOTES	BALLOTS	VOTES
ELEC.	146	69453316	135	67600365	11	1852951
PHY.	108	55540	108	55540	0	0
TOTAL	254	69508856	243	67655905	11	1852951

Votes in Favour (% of Total Valid shares) = 97.33%
 Votes in Against (% of Total Valid shares) = 2.67%



d) As an Ordinary Resolution- Item No.4:

Appointment of S N Dhawan and Co C A as Statutory Auditors and fixing their remuneration

MODE	BALLOTS RECEIVED	TOTAL SHARES	FAVOUR		AGAINST	
			BALLOTS	VOTES	BALLOTS	VOTES
ELEC.	146	68852307	137	68750630	9	101677
PHY.	108	55540	108	55540	0	0
TOTAL	254	68907847	245	68806170	9	101677

Votes in Favour (% of Total Valid shares) = 99.85%
 Votes in Against (% of Total Valid shares) = 0.15%

e) As an Ordinary Resolution- Item No.5:

Approval for payment of remuneration to Ramanathlyer and Co as Cost Auditor of the Company.

MODE	BALLOTS RECEIVED	TOTAL SHARES	FAVOUR		AGAINST	
			BALLOTS	VOTES	BALLOTS	VOTES
ELEC.	147	69453486	143	69453363	4	123
PHY.	108	55540	108	55540	0	0
TOTAL	255	69509026	251	69508903	4	123

Votes in Favour (% of Total Valid shares) = 100.00%
 Votes in Against (% of Total Valid shares) = 0.00%

f) As an Ordinary Resolution- Item No.6:

Appointment of Dr. SutanuBehuria as an Independent Director

MODE	BALLOTS RECEIVED	TOTAL SHARES	FAVOUR		AGAINST	
			BALLOTS	VOTES	BALLOTS	VOTES
ELEC.	146	69453416	142	69453293	4	123
PHY.	108	55540	108	55540	0	0
TOTAL	254	69508956	150	69508833	4	123

Votes in Favour (% of Total Valid shares) = 100.00%
 Votes in Against (% of Total Valid shares) = 0.00%



g) As an Ordinary Resolution- Item No.7:

Appointment of Mr. GB Mathur as a Director liable to retire by rotation at every AGM

MODE	BALLOTS RECEIVED	TOTAL SHARES	FAVOUR		AGAINST	
			BALLOTS	VOTES	BALLOTS	VOTES
ELEC.	146	69453416	136	68771720	10	681696
PHY.	107	45540	107	45540	0	0
TOTAL	253	69498956	243	68817260	10	681696

Votes in Favour (% of Total Valid shares) = 99.02%
 Votes in Against (% of Total Valid shares) = 0.98%

h) As an Ordinary Resolution- Item No.8:

Approval for payment of professional fees to Mr GB Mathur

MODE	BALLOTS RECEIVED	TOTAL SHARES	FAVOUR		AGAINST	
			BALLOTS	VOTES	BALLOTS	VOTES
ELEC.	143	69452766	90	57714416	53	11738350
PHY.	107	45540	107	45540	0	0
TOTAL	250	69498306	197	57759956	53	11738350

Votes in Favour (% of Total Valid shares) = 83.11%
 Votes in Against (% of Total Valid shares) = 16.89%

i) As an Special Resolution- Item No.9:

Appointment of Ms. Nitasha Nanda as Whole-time Director of the Company and payment of remuneration

MODE	BALLOTS RECEIVED	TOTAL SHARES	FAVOUR		AGAINST	
			BALLOTS	VOTES	BALLOTS	VOTES
ELEC.	147	69453417	103	60300127	44	9153290
PHY.	108	55540	108	55540	0	0
TOTAL	255	69508957	211	60355667	44	9153290


Votes in Favour (% of Total Valid shares) = 86.83%
 Votes in Against (% of Total Valid shares) = 13.17%



Based on the above, all the Resolutions stand passed under e-voting and poll with the requisite majority.

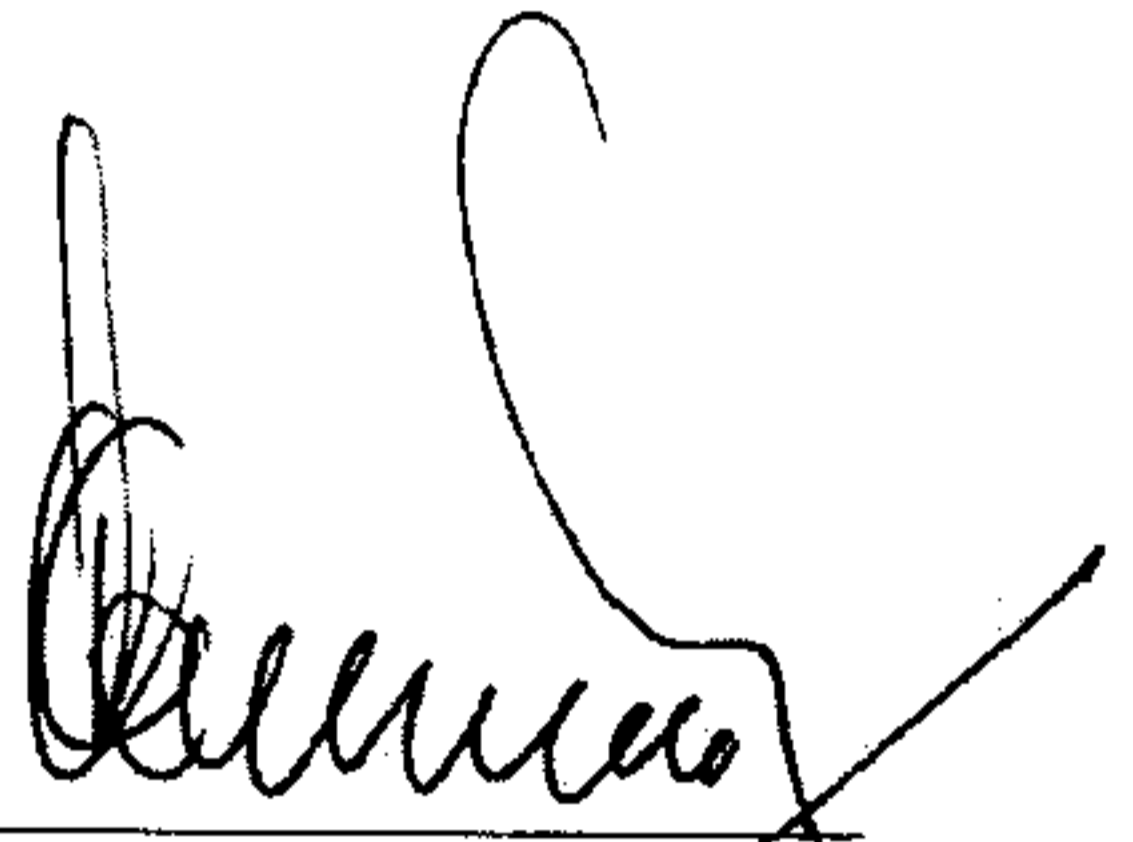
I hereby confirm that I am maintaining the Registers in respect of the votes cast through e-voting and poll alongwith poll papers. I shall be arranging to hand over these records to Mr. Ajay Sharma, Group General Counsel & Company Secretary for safe keeping.

Thanking you
Yours faithfully
For Jayant Gupta & Associates


Jayant Gupta
Proprietor
Membership No. : F7288
PCS No. : 9738



Place: Panchkula, Haryana
Date: 18th September, 2015


Signed by Mr. Rajan Nanda
CHAIRMAN