

TAN No. : CHEG00709C
PAN No. : AAACG1149F



GSTIN : 34AAACG1149F2Z2
CIN No: L45400PY1994PLC008380

GOTHI PLASCON (INDIA) LIMITED

Date: 08/07/2020

To,
Bombay Stock Exchange Limited
Department of Corporate Services
Floor 25, PJ Towers
Dalal Street
Mumbai-400 001

Dear Sir,

Sub : Copy of the Notice of 25th Annual General meeting of the company.

Ref: Scrip Code: 531111

We wish to inform you that the 25th Annual General meeting of the company will be held on Saturday 01st August 2020 at 11:00 a.m at through Video Conferencing / Other Audio Visual Means (VC). The venue of the meeting shall be deemed to be the Registered Office of the Company at 17/5B, 1A, Vazhudavur Road, Opp to Agri. Research centre, Kurumbapet, Pondicherry-605009

Pursuant to SEBI (Listing Obligations & Disclosure Requirements)Regulations ,2015 a copy of the notice convening the Annual General Meeting is enclosed for your reference and information.

Kindly take the information on record.

Thanking You.

Yours sincerely,
For Gothi Plascon (India) Limited

Megha Somani
(Company Secretary & Compliance Officer)

REGD OFFICE : 17/5B, 1A, Vazhudavur Road, Opp. Agriculture Research Center,
Kurumbapet, Pondicherry - 605 009. India.

Ph : 0413 - 2271151, E-mail : plascon747@gmail.com www.gothiplascon.com

Notice to Shareholders

NOTICE IS HEREBY GIVEN that the 25TH Annual General Meeting of the shareholders of the company will be held on Saturday 01st August 2020 at 11:00 a.m IST through Video Conferencing / Other Audio Visual Means (VC) to transact the following business. The venue of the meeting shall be deemed to be the Registered Office of the Company at 17/5B,1A,Vazhudavur Road,Opp to Agri.Research centre,Kurumbapet,Pondicherry-605009

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Standalone Financial Statements for the year ended 31st March 2020 together with the Reports of the Board of Directors and Auditors thereon.
2. To confirm payment of interim dividends, aggregating to Rs.1/- per equity share, on equity shares for the financial year ended 31st March,2020.
3. To Appoint a director in place of Mr.Parasmal Gothi (DIN: 00600370) who retires by rotation and being eligible, offers himself for re-appointment

SPECIAL BUSINESS:

To consider and if thought fit to pass with or without modification(s), the following Resolution

4. As a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 (“Act”) and rules thereof (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Act and regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mrs. Monicaajit Singh Jain (DIN: [07173303](#)), Independent Non-Executive Director of the Company, who has submitted a declaration that she meets the criteria of independence as provided in Section 149(6) of the Act and Regulation 16 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time and who is eligible for reappointment, be and is hereby re-appointed as an Independent Non-Executive Director of the Company to hold office for term of five consecutive years with effect from 19th August,2020 and whose office shall not be liable to retire by rotation.”

5. As a special resolution :

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203 and any other applicable provisions of the Companies Act, 2013, rules, circulars, orders and notifications issued thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Schedule V to the Companies Act, 2013, the approval of the Members of the Company be and is hereby accorded for re-appointment of Mr.Sanjay Gothi (DIN 00600357) as Managing Director of the Company for term of two consecutive years effective from 1st August 2021 until 31st July 2023 and for payment of remuneration for his existing pending term , on the terms and conditions including remuneration as set out in the explanatory Statement annexed to the Notice and the Board of Directors be and is hereby authorized to alter and vary such terms and conditions of re-appointment and remuneration as it may deem fit from time to time with in the limits prescribed in schedule V of the Companies Act 2013 .”

Place : Chennai
Date : 10/06/2020

For and on behalf of the Board
Sd/-
Sanjay Gothi
(DIN 00600357)
Chairman and Managing Director

Notes:

1. The Statement pursuant to Section 102 (1) of the Companies Act, 2013, relating to the Special Business set out in the Notice is annexed.
2. Pursuant to the General Circular numbers 14/2020, 17/2020, 20/2020 issued by the Ministry of Corporate Affairs (MCA) and Circular number SEBI/HO/CFD/CMD1/CIR/P/2020/79 issued by the Securities and Exchange Board of India (SEBI) (hereinafter collectively referred to as “the Circulars”), companies are allowed to hold AGM through VC, without the physical presence of members at a common venue. The deemed venue for the 25th AGM shall be the Registered Office of the Company.
Hence, in compliance with the Circulars, the AGM of the Company is being held through VC.
3. A member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his / her behalf and the proxy need not be a member of the Company. Since the AGM is being held in accordance with the Circulars through VC, the facility for appointment of proxies by the members will not be available.
4. Participation of members through VC will be reckoned for the purpose of quorum for the AGM as per section 103 of the Companies Act, 2013 (“the Act”).
5. Members of the Company under the category of Institutional Investors are encouraged to attend and vote at the AGM through VC. Corporate members intending to authorize their representatives to participate and vote at the meeting are requested to send a certified copy of the Board resolution / authorization letter to the Company or upload on the VC portal / e-voting portal.
6. The Register of Members and the Share Transfer books of the Company will remain closed from 26th July 2020 to 01st August 2020, both days inclusive.
7. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act, will be available electronically for inspection by the members during the AGM. All documents referred to in the Notice will also be available for electronic inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM, i.e. August 01, 2020.
8. Members whose shareholding is in electronic mode are requested to direct notifications about change of address and updates about bank account details to their respective depository participants(s) (DP).
9. In compliance with Section 108 of the Act, read with the corresponding rules, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the Listing Regulations”), the Company has provided a facility to its members to exercise their votes electronically through the remote e-voting facility provided by the Central Depository Services (India) Limited (CDSL). Members who have cast their votes by remote e-voting prior to the AGM may participate in the AGM but shall not be entitled to cast their votes again. The manner of voting remotely by members holding shares in dematerialized mode, physical mode and for members who have not registered their email addresses is provided in the instructions for e-voting section which forms part of this Notice.
10. The Board has appointed Mr. N.K Bhansali Practicing Company Secretary (Membership No. FCS 3942), as the Scrutinizer to scrutinize the e-voting in a fair and transparent manner.
The Scrutinizer will submit his report to the Chairman of the Company (‘the Chairman’) or to any other person authorized by the Chairman after the completion of the scrutiny of the e-voting (votes casted during the AGM and votes casted through remote e-voting), not later than 48 hours from the conclusion of the AGM. The result declared along with the Scrutinizer’s report shall be communicated to the stock exchanges and will also be displayed on the Company’s website, www.gothiplascon.com.
11. The facility for voting during the AGM will also be made available. Members present in the AGM through VC and who have not cast their vote on the resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through the e-voting system during the AGM.
12. Any person who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request to RTA

However, if he / she is already registered with CDSL for remote e-voting then he / she can use his / her existing user ID and password for casting the vote.

13. In compliance with the Circulars, the Annual Report 2019-20, the Notice of the 25th AGM, and instructions for e-voting are being sent only through electronic mode to those members whose email addresses are registered with the Company / depository participant(s).

14. We urge members to support our commitment to environmental protection by choosing to receive the Company's communication through email. Members holding shares in demat mode, who have not registered their email addresses are requested to register their email addresses with their respective depository participants, and members holding shares in physical mode are requested to update their email addresses with the Company's RTA, to receive copies of the Annual Report 2019-20 in electronic mode.

15. Members may also note that the Notice of 25th Annual General Meeting and the Annual Report 2019-20 will be available on the Company's website at www.gothiplascon.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. www.evotingindia.com.

16. Additional information, pursuant to Regulation 36 of the Listing Regulations, in respect of the directors seeking appointment / reappointment at the AGM, forms part of this Notice.

17. SEBI has mandated the submission of the Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their depository participant(s). Members holding shares in physical form are required to submit their PAN details to the RTA. Members are requested to write to the Registrar and Share Transfer Agents of the Company, Cameo Corporate Service Limited, Chennai for more information, if any needed, on Nomination facility and/ or to get a copy of Nomination Form, for shares held in physical mode. For shares held in demat mode, Members are requested to contact their respective Depository Participant for availing Nomination facility

18. Since the AGM will be held through VC in accordance with the Circulars, the route map, proxy form and attendance slip are not attached to this Notice.

19. Instructions for e-voting :

The remote e-voting period commences on Wednesday, July 29, 2020 (9:00 a.m. IST) and ends on Friday, July 31, 2020 (5:00 p.m. IST). During this period, members holding shares either in physical or dematerialized form, as on cut-off date, i.e. as on July 25, 2020 may cast their votes electronically. The e-voting module will be disabled by CDSL for voting thereafter. A member will not be allowed to vote again on any resolution on which vote has already been cast. The voting rights of members shall be proportionate to their share of the paid-up equity share capital of the Company as on the cut-off date, i.e. as on July 25, 2020.

The details of the process and manner for remote e-voting are explained below:

- i. Log-in to the CDSL e-voting website at www.evotingindia.com
- ii. Click on "Shareholders" module
- iii. Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- iv. Next enter the Image Verification as displayed and Click on Login.
- v. If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- vi. If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both

	<p>demat shareholders as well as physical shareholders)</p> <p>*Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field.</p> <p>*In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.</p>
<p>Dividend Bank Details OR Date of Birth (DOB)</p>	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iii).

vii.. After entering these details appropriately, click on “SUBMIT” tab.

viii. Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

ix.. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

x. Click on the EVSN for the relevant on which you choose to vote.

xi. 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.

xii. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.

xiii. 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.

xiv.. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.

xv. You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.

xvi. If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

xvii. Note for Non – Individual Shareholders and Custodians

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

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

iii. 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.

iv. The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.

v. 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.

xviii. Shareholders can also cast their vote using CDSL's mobile app "**m-Voting**". The m-Voting app can be downloaded from respective Store. Please follow the instructions as prompted by the mobile app while Remote Voting on your mobile.

xix. If you have any queries or issues regarding attending AGM & e-Voting from the e-Voting System, 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 helpdesk.evoting@cdslindia.com or contact Mr. Nitin Kunder (022-23058738) or Mr. Mehboob Lakhani (022-23058543) or Mr. Rakesh Dalvi (022-23058542).

20. Instructions for participation through VC

1. Shareholder will be provided with a facility to attend the AGM through VC/OAVM through the CDSL e-Voting system. Shareholders may access the same at <https://www.evotingindia.com> under shareholder/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVSN of Company will be displayed.

2. The facility of joining the AGM through VC / OAVM will be opened 15 minutes before and after the scheduled time of the commencement of the Meeting and the facility of participation at the AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM/AGM without restriction on account of first come first served basis.

3. Members can participate in the AGM through their desktops / smartphones / laptops etc. However, for better experience and smooth participation, it is advisable to join the meeting through desktops / laptops with high-speed internet connectivity.

4. Please note that participants connecting from mobile devices or tablets, or through laptops via mobile hotspot may experience audio / video loss due to fluctuation in their respective networks. It is therefore recommended to use a stable Wi-Fi or LAN connection to mitigate any of the aforementioned glitches.

5. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast **3 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at email id: plascon747@gmail.com

6. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

7. The Company reserves the right to restrict the number of questions and number of speakers, as appropriate for smooth conduct of the AGM

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to murali@cameoindia.com

2. For Demat shareholders -, please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to murali@cameoindia.com.

3. The RTA shall co-ordinate with CDSL and provide the login credentials to the above mentioned shareholders.

I. Pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, brief profile of the Directors seeking re-appointment at the forthcoming Annual General Meeting is as follows:

Particulars	Item no.3	Item no.4	Item No.5
Name of the Director	Mr.Sanjay Gothi	Mr. Parasmal Gothi	Mrs. Monicaajit Singh Jain
DIN	00600357	00600370	07173303
Date of Birth	10/04/1969	03/02/1939	17/08/1941
Date of first appointment on the Board	11/10/1994	11/10/1994	08/07/2015
Qualification	Diploma In Auto Engineering	Matriculation	B.ED
Experience in specific functional areas	Founder of the company and having few decades of experience in the operations of the company	Founder of the company and having few decades of experience in the operations of the company. Manufacturing & Management	Administration
List of other Public Companies in which Directorship held	-	-	-
Chairman/ Member of the Committee of the Board of Director of the Company	-	3	3
Chairman/ Member of the Committee of the other companies in which he/she is a Director	-	-	-
Number of Shares held in the Company	45,00,000	0	0
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	Son of Mr.Parasmal Gothi, director of the company	Father of Mr.Sanjay Gothi, Managing director of the company	None

II. ANNEXURE TO THE NOTICE : Explanatory Statement [Pursuant to Section 102(1) of the Companies Act, 2013] and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Item No.4 :

Mrs. Monicaajit Singh Jain was appointed as an Independent Non-Executive Director of the Company by the members at the 20th AGM of the Company held on 19th August, 2015 for a period of five consecutive years.

As per Section 149(10) of the Act an Independent Director shall hold office for a term of upto five consecutive years on the Board of a Company, but shall be eligible for re-appointment on passing a special resolution by the Company for another term of upto five consecutive years on the Board of a Company.

Based on recommendation of Nomination and Remuneration Committee and in terms of the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mrs. Monicaajit Singh Jain, being eligible for re-appointment as an Independent Director and offering herself for re-appointment, is proposed to be re-appointed as an Independent Director for second term of five consecutive years.

Further As per the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2018, approval of the Members by way of a special resolution is required for continuation of directorship of non-executive directors of the Company who have attained the age of 75 years. Therefore, pursuant to Regulations 17(1A) of the aforementioned regulation, the approval of members is required

The Company has received declaration from her stating that she meets the criteria of Independence as prescribed under sub-section (6) of Section 149 of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. She has also given his consent to continue to act as Director of the Company, if so appointed by the members. The Board considers that her continued association would be of immense benefit to the Company and it is desirable to continue to avail services of Mrs. Monicaajit Singh Jain as an Independent Director. Accordingly, the Board recommends passing of the Special Resolution in relation to re-appointment of her as an Independent Director for another term of five consecutive years for the approval by the shareholders of the Company.

No Director, Key Managerial Personnel or their relatives, except Mrs. Monicaajit Singh Jain, being an appointee, is interested or concerned in the resolution set out at Item No. 4 of the accompanying Notice of the AGM.

Item No.5 :

Mr Sanjay Gothi was appointed as Managing Director of the Company w.e.f. 1st August 2016 for a period of Five years by the members of the Company in the Annual General Meeting held on 20th June 2016 . Since their appointments ceases on 31/07/2021, the Board of Directors at the meeting held on 10/06/2020 , on the recommendations of Nomination and Remuneration Committee has accorded its approval to re-appoint Mr Sanjay Gothi, as Managing Director of the Company for a period of 2 years with effect from the 01/08/2021 and for payment of remuneration for his pending tenor as set out, subject to the approval of the Members of the Company in a General Meeting, through a Special Resolution.

The terms and conditions of the appointment are :

(a) Minimum Salary of Rs. 24,00,000/- (Rupees Twenty Four Lakhs Only) per annum subject to maximum as may be decided by the board from time to time with in the limits prescribed schedule V of the companies Act 2013 or any modification thereof .

(b) Perquisites: Use of car with driver, travel reimbursements and use of telephone and internet reimbursement will be provided in accordance with the policies of the Company.

(c) Other Terms: Subject to the superintendence, control and direction of the Board of Directors, Mr.Sanjay Gothi shall manage and conduct the business and affairs of the Company. He shall not be paid any sitting fees for attending meetings of the Board or Committee thereof.

Except Mr.Sanjay Gothi being the appointee and Mr.Parasmal Gothi being the relative of the appointee, none of the other directors and Key Managerial Personnel of the Company and their relatives are concerned or interested in the Resolutions except as a shareholder of the company. The Board of Directors recommends the above Special Resolutions for the approval of the shareholders.

Since the Company is having inadequacy of profits, the proposed remuneration would be in accordance with the limits prescribed under Section II of Part II of Schedule V to the Companies Act, 2013, subject to the Company obtaining the approval of the Members through a Special Resolution.

Disclosure pursuant to Section II of Part II of Schedule V of the Companies Act, 2013. (For Item No 5)

I. GENERAL INFORMATION																				
1.	Nature of Industry	Real estate and related activities																		
2.	Date of Commencement of Business	11 th October, 1994																		
3.	In case of new companies expected date of commencement of activities as per project approved by financial institutions appearing in prospectus.	Not Applicable																		
4.	Financial Performance as on 31 st March 2020	<table border="1"> <thead> <tr> <th></th> <th>Rs. in Lakhs</th> </tr> </thead> <tbody> <tr> <td>Revenue from Operations</td> <td>381.17</td> </tr> <tr> <td>Paid-up Share Capital</td> <td>1020.00</td> </tr> <tr> <td>Reserve & Surplus</td> <td>86.85</td> </tr> <tr> <td>Long term loans</td> <td>Nil</td> </tr> <tr> <td>Total</td> <td>1488.02</td> </tr> <tr> <td>Less. Investment</td> <td>Nil</td> </tr> <tr> <td>Preliminary Expenses (To the extent not written off)</td> <td>Nil</td> </tr> <tr> <td>Effective Capital as on 31-03-20</td> <td>1106.85</td> </tr> </tbody> </table>		Rs. in Lakhs	Revenue from Operations	381.17	Paid-up Share Capital	1020.00	Reserve & Surplus	86.85	Long term loans	Nil	Total	1488.02	Less. Investment	Nil	Preliminary Expenses (To the extent not written off)	Nil	Effective Capital as on 31-03-20	1106.85
	Rs. in Lakhs																			
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Less. Investment	Nil																			
Preliminary Expenses (To the extent not written off)	Nil																			
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5.	Export performance and net Foreign Exchange Collaborations, if any	NIL																		
6.	Foreign investments or Collaborations, if any	NA																		

II. INFORMATION ABOUT APPOINTEE:

Mr.Sanjay Gothi		
1.	Background details	Mr.Sanjay Gothi, 51 years, has been the Director of the company since its inception. He has done Diploma In Auto Engineering. He is having few decades of experience in the operations of the company
2.	Past Remuneration	Rs.50,000/- per month (cost to the Company).
3.	Recognition or awards	-
4.	Job Profile and his suitability	Mr.Sanjay Gothi is entrusted with overall control and supervision of the company. He is having substantial powers of management and is responsible for the general conduct and management of the business and affairs of the Company subject to the superintendence, control and supervision of the

		Board of Directors of the Company. The company had grown leaps and bounds in his tenure and had come in to profits during his tenure as managing director of the company
5	Remuneration proposed	As set out in the Resolution and explanatory statement
6	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person	The remuneration is proposed after considering the industry trends / profile and intellectual abilities / knowledge in the field and is also comparable with other companies in the same line of business and of similar size.
7	Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial person, if any	He is related to Mr.Parasmal Gothi,director of the company being son of Mr Parasmal Gothi

III. OTHER INFORMATION

1	Reasons for loss or inadequate profits	<p>As on 31st March, 2020 the Company has invested substantial sums in construction and has rented out the same in higher depreciation and increased operating cost.</p> <p>On account the above, the company posted a net profit of Rs.183.68 lacs. As per the provisions of Schedule V, these would be inadequate for payment of remuneration to the managing Director.</p>
2	Steps taken for improvement	The rentals of the company and other activities is expected to benefit the company in the long run through higher revenues/margin.
3	Expected increase in productivity and profits in measurable terms	The Company expects that improvement in business environment and several steps being taken to enhance revenue and reduce costs, which may yield better Profit in the years to come.

Place : Chennai

Date : 10/06/2020

For and on behalf of the Board
Sd/-
Sanjay Gothi
(DIN 00600357)
Chairman and Managing Director