

GE Power India Limited CIN-L74140MH1992PLC068379

Corporate Office: Axis House, Plot No 1-14, Towers 5 & 6, Jaypee Wish Town, Sector 128 Noida Uttar Pradesh - 201301

T +91 0120 5011011 F +91 0120 5011100 www.ge.com/in/ge-power-india-limited

10 September 2020

To, The Manager - Listing **National Stock Exchange of India Ltd.** Exchange Plaza, Plot No. C/1, G Block, Bandra-Kurla Complex, Bandra (E) Mumbai - 400 051

To, The Manager - Listing **BSE Ltd.** P.J. Towers, Dalal Street, Mumbai – 400 001

Symbol: GEPIL

Scrip Code: 532309

Subject: Proceedings of the 28th Annual General Meeting ("AGM") and reporting under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") in respect of the outcome (voting results)

Dear Sir/Madam,

Pursuant to the provisions of Regulation 44(3) of the Listing Regulations, we wish to inform that the members of the Company, at the 28th Annual General Meeting of the Company held today i.e. 10 September 2020 through Video Conferencing (VC)/Other Audio-Visual Means (OAVM) ("hereinafter referred to as the e-AGM"), held in compliance with the various circulars issued by the Ministry of Corporate Affairs ("MCA") and Securities and Exchange Board of India ("SEBI") and as per the applicable provisions of the Companies Act, 2013 and the Rules made thereunder have duly approved all the business as specified in the Notice convening the e-AGM dated 22 June 2020 through remote e-voting and Poll conducted through Instapoll at the e-AGM. The details of the same are given below: -

- 1. Received, considered and adopted:
 - a) the audited standalone financial statements of the Company for the financial year ended 31 March 2020, the Reports of the Board of Directors and Auditors thereon; and
 - b) the audited consolidated financial statements for the financial year ended 31 March 2020 and the report of Auditors thereon.
- 2. Declared dividend on Equity Shares for the financial year ended 31 March 2020;
- 3. Ratified the remuneration of M/s. Shome & Banerjee, Cost Accountants (Firm Registration No. 000001), Cost Auditors for financial year 2020-21;
- 4. Appointed Mr. Vijay Sharma (DIN: 06700052) as Director and Whole-time Director of the Company;
- 5. Appointed Mr. Mahesh Shrikrishna Palashikar (DIN 02275903) as a Director of the Company; and

6. Approved proposed material related party transactions for FY 2020-21 onwards

Further, we wish to inform you that, based on the Report dated 10 September 2020 submitted by Mr. Hemant Kumar Singh, Partner, M/s. Hemant Singh & Associates, Company Secretaries, the Scrutinizer for the remote e-voting and the Poll conducted through Instapoll at the e-AGM, the combined results of e-voting and Poll have been declared on 10 September 2020.

Pursuant to the provisions of Regulation 44(3) of the Listing Regulations, please find enclosed the details of the voting results (outcome of the voting at the e-AGM) as **Annexure** – **A**.

Further, the Scrutinizer's Report is enclosed as **Annexure – B**.

You are requested to take the above information on your record.

Thanking you, Yours truly,

For GE Power India Limited

Vijay Sharma Whole-Time Director and CFO

ANNEXURE - A

VOTING RESULTS					
Date of the AGM /EGM	10 September 2020				
Total number of shareholders on record date i.e. 03 September 2020	39,642				
No. of shareholders present in the meeting either in person or through proxy:					
Promoters and Promoter Group:	NOT APPLICABLE				
Public:	NOT APPLICABLE				
No. of Shareholders attended the meeting through Video Conferencing:					
Promoters and Promoter Group: 1					
Public:	41				

Resolution No.	1									
Resolution required: ORDINARY	To receive, consider and adopt: a) the audited standalone financial statements of the Company for the financial year ended 31 March 2020, the Reports of the Board of Directors and Auditors thereon; and b) the audited consolidated financial statements for the financial year ended 31 March 2020 and the report of Auditors thereon.									
Whether promoter/	promoter group are	interested in the a	genda/resolution? – NO	-	·					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of 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)]*10 0	% of Votes against on votes polled (7)=[(5)/(2)]*100		
Promoter and	E-Voting	46102083	46102083	100	46102083	0	100	0		
Promoter Group	Poll	_	0	0	0	0	0	0		
	Postal Ballot (if applicable)	_	NOT APPLICABLE							
	Total	46102083	46102083	100	46102083	0	100	0		
Public-Institutions	E-Voting	13370693	8580283	64.17	8580283	0	100	0		
	Poll		0	0	0	0	0	0		
	Postal Ballot (if applicable)	-			NOT A	PPLICABLE		•		
	Total	13370693	8580283	64.17	8580283	0	100	0		
Public- Non	E-Voting	7754695	6119	0.08	6116	3	99.95	0.05		
Institutions	Poll	1	534	0.01	534	0	100.00	0.00		
	Postal Ballot (if applicable)				NOT A	PPLICABLE				
	Total	7754695	6653	0.09	6650	3	99.95	0.05		
	Total	67227471	54,689,019	81.35	54,689,016	3	100.00	0.00		

Resolution No.	2									
Resolution required: ORDINARY	To declare dividend on Equity Shares for the financial year ended 31 March 2020									
Whether promo	ter/ promoter gro	oup are intereste	d in the agenda/res	solution? NO						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of 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)]*10 0	% of Votes against on votes polled (7)=[(5)/(2)]*100		
Promoter and	E-Voting	46102083	46102083	100	46102083	0	100	0		
Promoter	Poll		0	0	00	0	0	0		
Group	Postal Ballot (if applicable)		NOT APPLICABLE							
	Total	46102083	46102083	100	46102083	0	100	0		
Public-	E-Voting	13370693	8580283	64.17	8580283	0	100	0		
Institutions	Poll]	0	0	00	0	0	0		
	Postal Ballot (if applicable)				NOT API	PLICABLE				
	Total	13370693	8,580,283	64.17	8,580,283	0	100	0		
Public- Non	E-Voting	7754695	6119	0.08	6,116	3	99.95	0.05		
Institutions	Poll]	534	0.01	534	0	100.00	0.00		
	Postal Ballot (if applicable)		NOT APPLICABLE							
	Total	7754695	6,653	0.09	6,650	3	99.95	0.05		
	Total	67227471	54689019	81.35	54689016	3	100	0.00		

Resolution No.	3								
Resolution required: ORDINARY	To ratify the remuneration of M/s. Shome & Banerjee, Cost Accountants (Firm Registration No. 000001), Cost Auditors for financial year 2020- 21.								
Whether promo	ter/ promoter gro	oup are intereste	d in the agenda/re	solution? NO					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of 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)]*10 0	% of Votes against on votes polled (7)=[(5)/(2)]*100	
Promoter and	E-Voting	46102083	46102083	100	46102083	0	100	0	
Promoter	Poll		0	0	00	0	0	0	
Group	Postal Ballot (if applicable)				NOT API	PLICABLE			
	Total	46102083	46102083	100	46102083	0	100	0	
Public-	E-Voting	13370693	8580283	64.17	8580283	0	100	0	
Institutions	Poll	1	0	0	0	0	0	0	
	Postal Ballot (if applicable)			·	NOT API	PLICABLE			
	Total	13370693	8580283	64.17	8580283	0	100	0	
Public- Non	E-Voting	7754695	6119	0.79	6116	3	99.95	0.05	
Institutions	Poll		534	0.00	533	1	99.81	0.19	
	Postal Ballot (if applicable)				NOT API	PLICABLE			
	Total	7754695	6653	0.086	6649	4	99.94	0.06	
	Total	67227471	54689019	81.35	54689015	4	100	0.00	

Resolution No.	4								
Resolution required: ORDINARY	To appoint Mr. Vijay Sharma (DIN: 06700052) as Director and Whole-time Director of the Company								
Whether promo	ter/ promoter gro	oup are intereste	ed in the agenda/res	olution? NO					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of 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)]*10 0	% of Votes against on votes polled (7)=[(5)/(2)]*100	
Promoter and	E-Voting	46102083	46102083	100	46102083	0	100	0	
Promoter	Poll	1	0	0	0	0	0	0	
Group	Postal Ballot (if applicable)				NOT API	PLICABLE			
	Total	46102083	46102083	100	46102083	0	100	0	
Public-	E-Voting	13370693	8580283	64.17	8537102	43181	99.49	0	
Institutions	Poll		0	0	0	0	0	0	
	Postal Ballot (if applicable)			NOT APPLICABLE					
	Total	13370693	8580283	64.17	8537102	43181	99.49	0	
Public- Non	E-Voting	7754695	6119	0.08	6116	3	99.95	0.50	
Institutions	Poll]	534	0.01	534	0	100	0	
	Postal Ballot (if applicable)				NOT API	PLICABLE			
	Total	7754695	6653	0.09	6650	3	99.95	0.045	
	Total	67227471	54689019	81.35	54645835	43184	99.92	0.08	

Resolution No.	5									
Resolution required: ORDINARY	To appoint Mr. Mahesh Shrikrishna Palashikar DIN 02275903 as a Director of the Company									
Whether promo	ter/ promot	er group are inter	ested in the agenda/ı	resolution? NO						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of 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)]*10 0	% of Votes against on votes polled (7)=[(5)/(2)]*100		
Promoter and	E-Voting		46102083	100	46102083	0	100	0		
Promoter	Poll		0	0	00	0	0	0		
Group	Postal Ballot	46102083			NOT AP	PLICABLE				
	Total	46102083	46102083	100	46102083	0	100	0		
Public-	E-Voting		8580283	64.17	8523171	57112	99.33	0.66		
Institutions	Poll	13370693	0	0	0	0	0	0		
	Postal Ballot				NOT AP	PLICABLE				
	Total		8580283	64.17	8523171	57112	99.33	0.67		
Public- Non	E-Voting	7754695	6119	0.08	6116	3	99.95	0.05		
Institutions	Poll]	534	0.07	534	0	100	0		
	Postal Ballot				NOT AP	PLICABLE		·		
	Total		6653	0.09	6650	3	99.96	0.05		
	Total	67227471	54689019	81.34	54631904	57115	99.96	0.10		

Resolution No.	6	6							
Resolution required: ORDINARY	To approv	e proposed mater	ial related party trans	sactions for FY 20	20-21 onwards				
Whether promo	ter/ promote	er group are inter	ested in the agenda/r	esolution? YES					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of 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)]*10 0	% of Votes against on votes polled (7)=[(5)/(2)]*100	
Promoter and	E-Voting	46102083	0	0	0	0	0	0	
Promoter	Poll	-	0	0	0	0	0	0	
Group	Postal Ballot			•	NOT AP	PLICABLE			
	Total	46102083	0	0	0	0	0	0	
Public-	E-Voting	13370693	8580283	64.17	8296996	283287	96.70	3.30	
Institutions	Poll		0	0	0	0	0	0	
	Postal Ballot				NOT AP	PLICABLE			
	Total	13370693	8580283	64.17	8296996	283287	96.70	3.30	
Public- Non	E-Voting	7754695	6119	0.08	6115	4	99.93	0.07	
Institutions	Poll		274	0.01	259	15	94.53	5.48	
	Postal Ballot				NOT AP	PLICABLE			
	Total		6393	0.08	6374	19	99.70	0.30	
	Total	67227471	8586676	12.77	8303370	283306	96.70	3.30	

Hemant Singh & Associates Company Secretaries

Annexure - B

SCRUTINIZER'S REPORT

To, **The Chairman GE Power India Limited** Unit No. 211-212, 2nd Floor, The Capital, G Block Plot No. C-70, Bandra Kurla Complex, Bandra East, Mumbai, Maharashtra-400051

Subject : Consolidated Scrutinizer's Report 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 as amended by Companies (Management and Administration) Amendment Rules, 2015 and voting through electronic voting system at the 28thAnnual General Meeting (AGM) of GE Power India Limited (hereinafter referred to as "the Company") held on Thursday, September 10, 2020 at 11 a.m. through Video Conference ('VC')/Other Audio Visual Means ('OAVM').

NAME OF THE COMPANY	GE Power India Limited					
MEETING	28 th Annual General Meeting					
DATE & TIME	Thursday, September 10, 2020 at 11 a.m.					
VENUE*	Unit No. 211-212, 2nd Floor, The Capital, G Block Plot No. C-70, Bandra Kurla Complex, Bandra East, Mumbai, Maharashtra-400051					
MODE	Video Conference ('VC')/Other Audio Visual Means ('OAVM').					

1. Appointment as Scrutinizer :

I, Hemant Kumar Singh, Practising Company Secretary was appointed as the Scrutinizer for the purpose of scrutinizing e-voting process (Remote e-voting) and voting by the use of electronic means (Insta poll) at the meeting pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015) carried out at the 28th Annual General Meeting (AGM) of GE Power India Limited (hereinafter referred to as "the Company") held on Thursday, September 10, 2020 at 11 a.m. through Video Conference ('VC')/Other Audio Visual Means ('OAVM').



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2. Compliance with Act:

The compliance with the provision of the Companies Act, 2013 and the Rule Made thereunder relating to voting through electronic means (by remote e-voting) and by use of electronic means (Instapoll) at the AGM by the shareholders on the resolutions proposed in the Notice of the 28th Annual general Meeting of the Company is the responsibility of the management. My responsibility as a scrutinizer is to ensure that the voting process both through electronic means and by use of electronic means (Insta 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 voting by use of electronic means (Instapoll) provided by KFin Technologies Private Limited ('KFin').

3. Dispatch of Notice convening the meeting:

The Company has informed that, the Company completed dispatch of the Notice of the AGM along with Annual Report for the financial year 2019-20 on July 30, 2020 only through electronic mode to those members whose email addresses were registered with the Company/Depositories in compliance with the MCA Circular dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars") and SEBI Circular dated May 12, 2020. The same was made available on the website of the Company, the Stock Exchanges, i.e. BSE Limited and National Stock Exchange of India Limited and on the website of KFin Technologies Private Limited ('KFin').

4. Cut- off Date

The voting rights were reckoned as on Thursday, September 03, 2020, being the Cutoff date for the purpose of deciding the entitlements of members for the remote evoting and voting at the AGM.

5. Remote e-Voting:

5.1 Agency:

The Company had appointed KFin Technologies Private Limited (KFin), the Registrar and Transfer Agents of the Company as the Agency for providing the remote e-voting platform.

5.2 Remote e-Voting:

Remote e-Voting platform was open from Monday, September 07, 2020 at 9:00 a.m. IST and closed on Wednesday, September 09, 2020 at 5:00 p.m. IST and members were required to cast their votes electronically conveying their assent or dissent in respect of the Ordinary Resolutions, on the e-Voting platform provided by KFin.



6. Voting at the AGM:

- 6.1 As prescribed under Rule 20(4)(xiii) of the Companies (Management and Administration) Amendment Rules,2015, for the purpose of ensuring that members who have cast their votes through remote e-Voting do not vote again at the general meeting, the Scrutinizer shall have access after closure of period of remote e-Voting and before the start of general meeting to only such details relating to members who have cast their votes through remote e-Voting, such as their names, DP ID/Client ID, folios, number of shares held but not the manner in which they have voted.
- 6.2 Accordingly, KFin provided us the names, DP ID/ Client ID; folio Numbers and shareholding of the members who had cast their votes through remote e-Voting.
- 6.3 KFin provided electronic voting facility (Instapoll) to the members who attended the AGM.

7. Counting process

- 7.1 On completion of voting at the meeting, KFin provided me the list of members who had cast their votes, their holding details and details of vote cast on the resolution.
- 7.2 The votes were reconciled with the records maintained by the Company and KFin with respect to the authorizations lodged with the Company.
- 7.3 The Instapoll Voting started at 12:58 p.m. and ended at 01:13 p.m.
- 7.4 The votes on remote e-voting were unblocked at around 01:18 p.m. after conclusion of voting at the AGM in the presence of two witnesses who are not the employees of the Company and the e-voting results/ list of equity shareholders who have voted for and against were downloaded from the e- voting website of KFin (https://evoting.karvy.com) and the same are being handed over to the Chairman.

8. Results:

- 8.1 I observed that
 - a) 05 members had cast their votes at the meeting through Instapoll.
 - b) 94 members had cast their votes through remote e-Voting.
- 8.2 The Consolidated Results with respect to each item on the agenda as set out in the Notice of the 28th AGM dated June 22, 2020 is enclosed.
- 8.3 Based on the aforesaid results, I report that Six Ordinary Resolutions as contained in Item No. 1 to 6 of the Notice dated June 22, 2020 have been passed with requisite majority.



*Pursuant to the general circular no. 14/2020 dated 08.04.2020, circular no. 17/2020 dated 13.04.2020 and circular no. 20/2020 dated 05.05.2020 issued by Ministry of Corporate Affairs ('MCA') and circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/79 issued by the Securities and Exchange Board of India (SEBI), companies are allowed to hold AGM through VC/OAVM, without the physical presence of members at a common venue. The AGM was conducted though VC/OAVM and the venue of the AGM was deemed to be the Registered Office of the Company at Unit No. 211-212, 2nd Floor, The Capital, G Block Plot No. C-70, Bandra Kurla Complex, Bandra East Mumbai, Maharashtra-400051.

For Hemant Singh & Associates (Company Secretaries)

Date: 10.09.2020 **Place:** Mumbai



Hemant Kumar Singh Partner Membership No.: FCS 6033 C.P. No.: 6370 UDIN: F006033B000692554

a) Resolution-1: Ordinary Resolution

To receive, consider and adopt:

a) The audited standalone financial statements of the Company for the financial year ended 31 March 2020, the Reports of the Board of Directors and Auditors thereon; and

b) The audited consolidated financial statements for the financial year ended 31 March 2020 and the report of Auditors thereon.

(i) Voted in **favour** of the resolution:

Mode of Voting	Number of	Number of vote cast by	% of total number
	Members voted	them -	of valid votes cast
Remote e-Voting	89	54688482 ,	
Voting by Instapoll	5	534	
Total	94	54689016	100

(ii) Voted against the Resolution:

Mode of Voting	Number of Members voted	Number of vote cast by them	% of total number of valid votes cast
Remote e-Voting	3	3	
Voting by Instapoll	0	0	
Total -	3	3	0

(iii) Invalid votes:

Total number of members whose votes were declared invalid.	Total number of votes invalid
2*	2744

* Abstained from voting

b) Resolution-2: Ordinary Resolution

To declare dividend on Equity Shares for the financial year ended 31 March 2020.

(i) Voted in **favour** of the resolution:

Mode of Voting		Number of vote cast by	
	Members voted	them	of valid votes cast
Remote e-Voting	89	54688482	
Voting by Instapoll	5	534	
Total	94	54689016	100

(ii) Voted against the Resolution:

Mode of Voting	Number of Members voted	Number of vote cast by them	% of total number of valid votes cast
Remote e-Voting	3	3	

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Voting by Instapoll	0	0	
Total	3	3	0

(iii) Invalid votes:

Total number of members whose votes were declared invalid.	Total number of votes invalid
2*	2744

* Abstained from voting

c) Resolution-3: Ordinary Resolution

To ratify the remuneration of M/s. Shome & Banerjee, Cost Accountants (Firm Registration No. 000001), Cost Auditors for financial year 2020-21.

(i) Voted in **favour** of the resolution:

Mode of Voting	Number of	Number of vote cast by	% of total number
	Members voted	them	of valid votes cast
Remote e-Voting	89	54688482	
Voting by Instapoll	4	533	
Total	93	54689015	100

(ii) Voted **against** the Resolution:

Mode of Voting	Number of Members voted	Number of vote cast by them	% of total number of valid votes cast
Remote e-Voting	3	3	
Voting by Instapoll	1	1	
Total	4	4	0

(iii) Invalid votes:

Total number of members whose votes were declared invalid.	Total number of votes invalid
2*	2744

* Abstained from voting

d) Resolution-4: Ordinary Resolution

To appoint Mr. Vijay Sharma (DIN 06700052) as a Director and Whole-time Director of the Company.



(i) Voted in **favour** of the resolution:

Mode of Voting	Number of Members voted	Number of vote cast by them	% of total number of valid votes cast
Remote e-Voting	87	54645301	
Voting by Instapoll	5	534	
Total	92	54645835	99.9210

(ii) Voted **against** the Resolution:

Mode of Voting		Number of vote cast	
	voted	by them	valid votes cast
Remote e-Voting	5	43184	
Voting by Instapoll	0	0 -	
Total	5	43184 •	0.0790

(iii) Invalid votes:

Total number of members whose votes were declared invalid.	Total number of votes invalid
2*	2744

* Abstained from voting

e) Resolution-5: Ordinary Resolution

To appoint Mr. Mahesh Shrikrishna Palashikar (DIN 02275903) as a Director of the Company.

(i) Voted in **favour** of the resolution:

Mode of Voting	Number of Members voted	Number of vote cast by them	% of total number of valid votes cast
Remote e-Voting	86	54631370	
Voting by Instapoll	5	534	
Total	91	54631904	99.8956

(ii) Voted **against** the Resolution:

Mode of Voting	Number of Members	Number of vote cast by	% of total number
	voted	them	of valid votes cast
Remote e-Voting	6	57115	
Voting by Instapoll	0	0	
Total	6	57115	0.1044

(iii) Invalid votes:

Total number of members whose votes were declared invalid.	Total number of votes invalid
2*	2744

* Abstained from voting



f) Resolution-6: Ordinary Resolution

To approve proposed material related party transactions for FY 2020-21 onwards.

Mode of Voting		Number of vote cast by	
	Members voted	them	of valid votes cast
Remote e-Voting	70	8303111	
Voting by Instapoll	3	259	
Total	73	8303370	96.7006

(i) Voted in **favour** of the resolution:

(ii) Voted **against** the Resolution:

Mode of Voting	Number of Members voted	Number of vote cast by them	% of total number of valid votes cast
Remote e-Voting	21	283291	
Voting by Instapoll	1	15	
Total	22	283306	3.2994

(iii) Invalid votes:

Total number of members whose votes were declared invalid.	Total number of votes invalid
4*	46105087

* Abstained from voting

All relevant records of voting will remain in my custody until the Chairman considers, approves and signs the minutes of the 28th Annual General Meeting and the same shall be handed over thereafter to the Chairman/Company Secretary for safe keeping.

Thanking You,

Yours faithfully,

Hemant Kumar Singh (Partner) Membership. No.: FCS 6033 C.P. No.: 6370 UDIN: F006033B000692554



Date: 10.09.2020 **Place:** Mumbai

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