

N. B. I. INDUSTRIAL FINANCE COMPANY LIMITED

CIN No. : L65923WB1936PLC065596

Regd. Office: 21, Strand Road (Ground Floor), Kolkata – 700 001

Phone: 2230 9601-9603(3 Lines), 2243-7725

Website: www.nbi-india.co.in

E-Mail: nbifinance@ymail.com

22nd August, 2025

To,
The Manager,
Listing Compliance Department,
National Stock Exchange of India Ltd.,
Exchange Plaza,
Bandra Kurla Complex, Bandra (East)
Mumbai – 400 051

Dear Sir/Madam,

Re.: Voting Results of 90th Annual General Meeting (AGM) of the Company

NSE Symbol: NBIFIN

Dear Sir/Madam,

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, voting results of the Business transacted at the AGM of the Company held on 22nd August, 2025 is enclosed at **Annex-1**. Report of the Scrutinizer in terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 is also enclosed at **Annex-2**. All the resolutions as set out in the Notice of the 90th AGM have been approved by the shareholders with requisite majority.

Kindly take the same on record.

Thanking you,

Yours Faithfully,
For N. B. I. Industrial Finance Co. Ltd.

(Ashish Kedia)
Company Secretary

Encl.: As stated

Annex - 1

Date of the AGM		22nd August, 2025						
Total Number of Shareholders on Record Date		2844 shareholders as on 15th August, 2025 (Cut - of date)						
No. of Shareholders Present in the Meeting Either in Person or Through Proxy :								
Promoter & Promoter Group		15						
Public		67						
Total		82						
No. of Shareholders Attended the Meeting Through Video Conferencing :								
Promoter & Promoter Group		NIL						
Public		NIL						
Total								
1	To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2025, together with the Reports of the Board of Directors and the Auditors thereon.							
Whether Promoter / Promoter Group Are Interested In The Agenda / 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)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	Remote Evoting	2191705	2191705	100.0000	2191705	0	100.0000	0.0000
	Evoting at AGM		0		0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		2191705	100.0000	2191705	0	100.0000	0.0000
Public-Institutional holders	Remote Evoting	67596	0	0.0000	0	0		
	Evoting at AGM		0	0.0000	0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		0	0.0000	0	0		
Public-Non Institution holders	Remote Evoting	695549	265369	38.1525	265055	314	99.8817	0.1183
	Evoting at AGM		18	0.0026	18	0	100.0000	0.0000
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		265387	38.1550	265073	314	99.8817	0.1183
Total		2954850	2457092	83.1545	2456778	314	99.9872	0.0128
2	To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2025, together with the Report of the Auditors thereon							
Whether Promoter / Promoter Group Are Interested In The Agenda / 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)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	Remote Evoting	2191705	2191705	100.0000	2191705	0	100.0000	0.0000
	Evoting at AGM		0		0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		2191705	100.0000	2191705	0	100.0000	0.0000
Public-Institutional holders	Remote Evoting	67596	0	0.0000	0	0		
	Evoting at AGM		0	0.0000	0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		0	0.0000	0	0		
Public-Non Institution holders	Remote Evoting	695549	265369	38.1525	265055	314	99.8817	0.1183
	Evoting at AGM		18	0.0026	18	0	100.0000	0.0000
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		265387	38.1550	265073	314	99.8817	0.1183
Total		2954850	2457092	83.1545	2456778	314	99.9872	0.0128

3		To declare Dividend on Equity Shares for the financial year ended 31st March, 2025.						
Whether Promoter / Promoter Group Are Interested In The Agenda / 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)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	Remote Evoting	2191705	2191705	100.0000	2191705	0	100.0000	0.0000
	Evoting at AGM		0		0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		2191705	100.0000	2191705	0	100.0000	0.0000
Public-Institutional holders	Remote Evoting	67596	0	0.0000	0	0		
	Evoting at AGM		0	0.0000	0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		0	0.0000	0	0		
Public-Non Institution holders	Remote Evoting	695549	265369	38.1525	265055	314	99.8817	0.1183
	Evoting at AGM		18	0.0026	18	0	100.0000	0.0000
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		265387	38.1550	265073	314	99.8817	0.1183
Total		2954850	2457092	83.1545	2456778	314	99.9872	0.0128
4		To appoint a Director in place of Shri Ashok Bhandari (DIN: 00012210), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment						
Whether Promoter / Promoter Group Are Interested In The Agenda / 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)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	Remote Evoting	2191705	2191705	100.0000	2191705	0	100.0000	0.0000
	Evoting at AGM		0		0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		2191705	100.0000	2191705	0	100.0000	0.0000
Public-Institutional holders	Remote Evoting	67596	0	0.0000	0	0		
	Evoting at AGM		0	0.0000	0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		0	0.0000	0	0		
Public-Non Institution holders	Remote Evoting	695549	265369	38.1525	264930	439	99.8346	0.1654
	Evoting at AGM		18	0.0026	18	0	100.0000	0.0000
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		265387	38.1550	264948	439	99.8346	0.1654
Total		2954850	2457092	83.1545	2456653	439	99.9821	0.0179
5		To appoint a Director in place of Shri Jagdish Prasad Mundra (DIN: 00630475), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment						
Whether Promoter / Promoter Group Are Interested In The Agenda / 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)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	Remote Evoting	2191705	2191705	100.0000	2191705	0	100.0000	0.0000
	Evoting at AGM		0		0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		2191705	100.0000	2191705	0	100.0000	0.0000
Public-Institutional holders	Remote Evoting	67596	0	0.0000	0	0		
	Evoting at AGM		0	0.0000	0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		0	0.0000	0	0		
Public-Non Institution holders	Remote Evoting	695549	265369	38.1525	264930	439	99.8346	0.1654
	Evoting at AGM		18	0.0026	18	0	100.0000	0.0000
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		265387	38.1550	264948	439	99.8346	0.1654
Total		2954850	2457092	83.1545	2456653	439	99.9821	0.0179

6		To fix remuneration of Statutory Auditors M/s. R Kothari and Co LLP, Chartered Accountants, (Firm Registration No. 307069E), for the financial year ending 31st March, 2026						
Whether Promoter / Promoter Group Are Interested In The Agenda / 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)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	Remote Evoting	2191705	2191705	100.0000	2191705	0	100.0000	0.0000
	Evoting at AGM		0		0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		2191705	100.0000	2191705	0	100.0000	0.0000
Public-Institutional holders	Remote Evoting	67596	0	0.0000	0	0		
	Evoting at AGM		0	0.0000	0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		0	0.0000	0	0		
Public-Non Institution holders	Remote Evoting	695549	265369	38.1525	264930	439	99.8346	0.1654
	Evoting at AGM		18	0.0026	18	0	100.0000	0.0000
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		265387	38.1550	264948	439	99.8346	0.1654
Total		2954850	2457092	83.1545	2456653	439	99.9821	0.0179
7		To approve re-appointment of Ms. Priyanka Mohta (DIN: 08853818) as a Non-Executive Independent Director of the Company						
Whether Promoter / Promoter Group Are Interested In The Agenda / 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)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	Remote Evoting	2191705	2191705	100.0000	2191705	0	100.0000	0.0000
	Evoting at AGM		0		0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		2191705	100.0000	2191705	0	100.0000	0.0000
Public-Institutional holders	Remote Evoting	67596	0	0.0000	0	0		
	Evoting at AGM		0	0.0000	0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		0	0.0000	0	0		
Public-Non Institution holders	Remote Evoting	695549	265369	38.1525	264928	441	99.8338	0.1662
	Evoting at AGM		18	0.0026	18	0	100.0000	0.0000
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		265387	38.1550	264946	441	99.8338	0.1662
Total		2954850	2457092	83.1545	2456651	441	99.9821	0.0179
8		Appointment of M/s. Baid and Bengani Associates LLP, Company Secretaries as the Secretarial Auditor of the Company.						
Whether Promoter / Promoter Group Are Interested In The Agenda / 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)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	Remote Evoting	2191705	2191705	100.0000	2191705	0	100.0000	0.0000
	Evoting at AGM		0		0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		2191705	100.0000	2191705	0	100.0000	0.0000
Public-Institutional holders	Remote Evoting	67596	0	0.0000	0	0		
	Evoting at AGM		0	0.0000	0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		0	0.0000	0	0		
Public-Non Institution holders	Remote Evoting	695549	265369	38.1525	264930	439	99.8346	0.1654
	Evoting at AGM		18	0.0026	18	0	100.0000	0.0000
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		265387	38.1550	264948	439	99.8346	0.1654
Total		2954850	2457092	83.1545	2456653	439	99.9821	0.0179



Annex - 2

A S R M & Co.
CHARTERED ACCOUNTANTS

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Scrutinizer's Report

(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies,
(Management and Administration) Rules, 2014

To
The Chairman
N.B.I. Industrial Finance Company Limited
21, Strand Road, Kolkata - 700001

Sub : Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provision of section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rule, 2014 as amended by the Companies (Management and Administration) Amended Rules, 2015 and Regulation 44 of the SEBI (LODR) Regulation, 2015 and voting through ballot/poll at the 90th Annual General Meeting of N.B.I. Industrial Finance Company Limited held on Friday, 22nd August 2025 at 10:30 a.m. at 21 Strand Road, Kolkata 700001

Dear Sir,

I Rohit Kumarr Mundhra, Chartered Accountant in whole time practice, have been appointed by the Board of Directors of M/s. N.B.I. Industrial Finance Company Limited as a Scrutinizer for the Purpose of Scrutinizing the e-voting process and ballot process, and ascertaining the requisite majority on e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20(3)(xi) of the Companies, (Management and Administration) Rules, 2014 on the resolutions contained in the notice (hereinafter referred to as "the resolutions") of the 90th Annual General Meeting (AGM) of the members of the Company held on Friday 22nd August, 2025 at 10:30 A.M at 21, Stand Road, Kolkata - 700001.

1. The notice dated 22nd May 2025 convening the 90th Annual General Meeting (AGM) of the Company along with statement setting out material facts under section 102 of the Companies Act, 2013 was sent to the shareholders in respect of the below mentioned resolutions to be passed at the said AGM of the Company held on 22nd August 2025.
2. The management of the company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the resolutions contained in the notice to the 90th AGM of the members of the Company. My responsibility as a Scrutinizer for the e-voting process is restricted to making a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated above and "invalid" votes, based on the reports generated from the e-voting

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Office at: Shri Vijay Puram, Kolkata, Asansol
Kolkata Office: 67A Metcalfe Street, 2nd Floor, Kolkata 700013
Contact: asrm.kol@gmail.com, 033-46005462, 7003443644

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system provided by Central Depository Services Limited, the authorized agency to provide e-voting facilities, engaged by the Company and the physical ballots received by the Company.

3. Further to the above, I submit my report as under.
- i. The e-voting period remained open from 19th August 2025 (10.00 a.m.) to 21st August 2025 (5.00 p.m.)
 - ii. The members of the Company as on the "cut off" date i.e. 15th August, 2025 were entitled to vote on the resolutions as set out in the notice of the 90th Annual General Meeting (AGM) of the Company.
 - iii. The votes were unblocked on 22nd August 2025 at 12:50 p.m. in the presence of 2 witnesses, Mr Mukesh Kumar Jha and Mr. Suraj Kumar Jha, who are not in the employment of the Company.
 - iv. Thereafter, the details containing inter-alia, list of Equity Shareholders, who voted "for", "against" and "invalid" on each of the resolutions that were put to vote, were generated from the e-voting website of CDSL i.e. evoting@cdslindia.com and based on such reports generated, the result of the e-voting is as under.

Number of folio who cast their votes through e-voting and physical ballot:	Total number of shares held by them	Total number of valid Votes(as per details provided under each one of the resolutions(s) mentioned here under:
83	2457092	As mentioned beside each of the resolutions



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Kolkata Office: 67A Metcalfe Street, 2nd Floor, Kolkata 700013
Contact: asrm.kol@gmail.com, 033-46005462, 7003443644

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Resolutions No. 1: Ordinary Resolution

To receive, consider and adopt the Annual Audited Financial Statements of the Company for the year ended 31st March, 2025 together with the Reports of the Board of Directors and the Auditors thereon

Manner Of Voting	Votes in Favour of the resolutions		Votes against the Resolution		Abstained/Invalid Votes
	No. of Share	Percentage	No. of Share	Percentage	No. of Share
Remote E-voting	2456760	99.98	314	0.01	-
Polling at AGM	18	0.01	-	-	-
Total	2456778	99.99	314	0.01	-

Resolutions No. 2: Ordinary Resolution

To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the year ended 31st March, 2025 together with the Reports of the Auditors thereon

Manner Of Voting	Votes in Favour of the resolutions		Votes against the Resolution		Abstained/Invalid Votes
	No. of Share	Percentage	No. of Share	Percentage	No. of Share
Remote E-voting	2456760	99.98	314	0.01	-
Polling at AGM	18	0.01	-	-	-
Total	2456778	99.99	314	0.01	-



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Resolution No. 3: Ordinary Resolution

To declare Dividend on Equity Shares for the financial year ended 31st March, 2025

Manner Of Voting	Votes in Favour of the resolutions		Votes against the Resolution		Abstained/Invalid Votes
	No. of Share	Percentage	No. of Share	Percentage	No. of Share
Remote E-voting	2456760	99.98	314	0.01	-
Polling at AGM	18	0.01	-	-	-
Total	2456778	99.99	314	0.01	-

Resolution No. 4: Ordinary Resolution

To appoint a Director in place of Shri Ashok Bhandari (DIN: 00012210), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment

Manner Of Voting	Votes in Favour of the resolutions		Votes against the Resolution		Abstained/Invalid Votes
	No. of Share	Percentage	No. of Share	Percentage	No. of Share
Remote E-voting	2456635	99.98	439	0.01	-
Polling at AGM	18	0.01	-	-	-
Total	2456653	99.99	439	0.01	-



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Resolution No. 5: Ordinary Resolution

To appoint a Director in place of Shri Jagdish Prasad Mundra (DIN: 00630475), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.

Manner Of Voting	Votes in Favour of the resolutions		Votes against the Resolution		Abstained/Invalid Votes
	No. of Share	Percentage	No. of Share	Percentage	
Remote E-voting	2456635	99.98	439	0.01	-
Polling at AGM	18	0.01	-	-	-
Total	2456653	99.99	439	0.01	-

Resolution No. 6: Ordinary Resolution

Fix remuneration of Statutory Auditors M/s. R Kothari & Co LLP, Chartered Accountants, (Firm Registration No. 307069E), for the financial year ending 31st March, 2026

Manner Of Voting	Votes in Favour of the resolutions		Votes against the Resolution		Abstained/Invalid Votes
	No. of Share	Percentage	No. of Share	Percentage	
Remote E-voting	2456635	99.98	439	0.01	-
Polling at AGM	18	0.01	-	-	-
Total	2456653	99.99	439	0.01	-



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Contact: asrm.kol@gmail.com, 033-46005462, 7003443644



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CHARTERED ACCOUNTANTS

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Resolution No. 7: Special Resolution

To approve re-appointment of Ms. Priyanka Mohta (DIN: 08853818) as a Non-Executive Independent Director of the Company

Manner Of Voting	Votes in Favour of the resolutions		Votes against the Resolution		Abstained/Invalid Votes
	No. of Share	Percentage	No. of Share	Percentage	No. of Share
Remote E-voting	2456633	99.98	441	0.01	-
Polling at AGM	18	0.01	-	-	-
Total	2456651	99.99	441	0.01	-

Resolution No. 8: Ordinary Resolution

Appointment of M/s. Baid & Bengani Associates LLP, Company Secretaries as the Secretarial Auditor of the Company

Manner Of Voting	Votes in Favour of the resolutions		Votes against the Resolution		Abstained/Invalid Votes
	No. of Share	Percentage	No. of Share	Percentage	No. of Share
Remote E-voting	2456635	99.98	439	0.01	-
Polling at AGM	18	0.01	-	-	-
Total	2456653	99.99	439	0.01	-



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All the resolutions stand passed with requisite majority.

I hereby confirm that I am maintaining the Registers received from the Service Provider in respect of the votes cast through e-voting by the Shareholders of the Company. All the relevant records and documents will be handed over after getting confirmation of the signing of the minutes of Annual General Meeting by the Chairman.

Thanking you
Yours faithfully



Rohit Kumarr Mundhra
Rohit Kumarr Mundhra
Chartered Accountants
Membership No. 067469

Place: Kolkata
Date: 22-08-2025
UDIN: 25067469BMIUZB6518

We, the undersigned witnesses that the votes in respect of e-voting of Shareholders of M/s N.B.I. Industrial Finance Company Limited were unblocked from e-voting website of CDSL in our presence at 12:34 P.M on 22nd August 2025

Mukesh Kumar Jha
Mukesh Kumar Jha
18 Rabindra Sarani
Kolkata - 700 001

Suraj Kumar Jha.
Suraj Kumar Jha
6A/H/7 PLC Lane
Kolkata 700002

Counter Signed By

For, N.B.I. Industrial Finance Co. Ltd.

Ashish Kedia
ASHISH KEDIA
(Company Secretary)



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