



PIPAVAV DEFENCE AND OFFSHORE ENGINEERING COMPANY LIMITED

Registered Office: Pipavav Port, Post Ucchayia, Via-Rajula, Dist. Amreli, Pin 365 560, Gujarat, India

Corporate Office: SKIL House, 209 Bank Street Cross Lane, Fort, Mumbai – 400 023, India

Phone: +91 22 6619 9000 Fax: +91 22 2269 6022

CIN: L35110GJ1997PLC033193, Website: www.pipavavdoc.com, E Mail: company.secretary@pipavavdoc.com

NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that the Seventeenth Annual General Meeting ('AGM') of the members of Pipavav Defence and Offshore Engineering Company Limited ('the Company') will be held at the Registered Office of the Company at Pipavav Port, Post Ucchayia, Via-Rajula, District Amreli – 365 560, Gujarat, India, on Friday, September 26, 2014 at 12.00 Noon to transact the following businesses:

ORDINARY BUSINESS:

1. To consider and adopt the audited financial statement of the Company for the financial year ended March 31, 2014, the Reports of the Directors and Auditors thereon.
2. To re-appoint Mr. Nikhil Gandhi (DIN: 00030560) who retires by rotation at this meeting and being eligible, offers himself for re-appointment.
3. To appoint Statutory Auditors and in this regard to consider and if thought fit, to pass with or without modification, the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder, as amended from time to time, and in accordance with Article 231(2) of the Articles of Association of the Company, M/s GPS & Associates, Chartered Accountants, Mumbai (Firm Registration No. 121344W), be and are hereby appointed as Statutory Auditors of the Company to hold office from the conclusion of the ensuing Annual General Meeting ('AGM') till the conclusion of the next AGM of the Company.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to determine the remuneration payable to the Statutory Auditors for discharging their functions as Statutory Auditors of the Company during the aforesaid term and decide each and every matter concerning the appointment of the Statutory Auditors during the said term.”

SPECIAL BUSINESS:

4. To appoint Dr. Alexander John Joseph as an Independent Director and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') and the Rules made thereunder, read with Schedule IV to the Act, as amended from time to time, and Clause 49 of the Listing

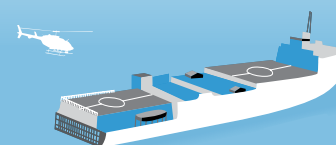
Agreement, Dr. Alexander John Joseph (DIN: 00485766), who has submitted a declaration that he meets the criteria of Independence as prescribed under Section 149(6) of the Companies Act, 2013 and who is eligible for appointment and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, to hold office for a fixed term of five years, commencing from October 1, 2014 and expiring on September 30, 2019.”

5. To appoint Ms. Comal Ramachandran Gayathri as an Independent Director and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') and the Rules made thereunder, read with Schedule IV to the Act, as amended from time to time, and Clause 49 of the Listing Agreement, Ms. Comal Ramachandran Gayathri (DIN: 02872723), who has submitted a declaration that she meets the criteria of Independence as prescribed under Section 149(6) of the Companies Act, 2013 and who is eligible for appointment and in respect of whom the Company has received a notice in writing from a member proposing her candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, to hold office for a fixed term of five years, commencing from October 1, 2014 and expiring on September 30, 2019.”

6. To appoint Mr. Samar Ballav Mohapatra as an Independent Director and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') and the Rules made thereunder, read with Schedule IV to the Act, as amended from time to time, and Clause 49 of the Listing Agreement, Mr. Samar Ballav Mohapatra (DIN: 00327410), who has submitted a declaration that he meets the criteria of Independence as prescribed under Section 149(6) of the Companies Act, 2013 and who is eligible for appointment and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, to hold office for a fixed term of five years, commencing from October 1, 2014 and expiring on September 30, 2019.”





7. To appoint Mr. R. M. Premkumar as an Independent Director and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:
“**RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (‘the Act’) and the Rules made thereunder, read with Schedule IV to the Act, as amended from time to time, and Clause 49 of the Listing Agreement, Mr. R. M. Premkumar (DIN: 00328942), who has submitted a declaration that he meets the criteria of Independence as prescribed under Section 149(6) of the Companies Act, 2013 and who is eligible for appointment and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, to hold office for a fixed term of five years, commencing from October 1, 2014 and expiring on September 30, 2019.”
8. To appoint Mr. Ajai Vikram Singh as an Independent Director and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:
“**RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (‘the Act’) and the Rules made thereunder, read with Schedule IV to the Act, as amended from time to time, and Clause 49 of the Listing Agreement, Mr. Ajai Vikram Singh (DIN: 02184840), who has submitted a declaration that he meets the criteria of Independence as prescribed under Section 149(6) of the Companies Act, 2013 and who is eligible for appointment and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, to hold office for a fixed term of five years, commencing from October 1, 2014 and expiring on September 30, 2019.”
9. To consider and, if thought fit, to pass with or without modification, the following resolution as a **Special Resolution**:
“**RESOLVED THAT** in supersession of the resolution passed pursuant to the provisions of Section 293(1)(a) of the Companies Act, 1956, at the 11th Annual General Meeting of the Company held on July 15, 2008 and pursuant to the provisions of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013, read with Companies (Management and Administration) Rules, 2014, as amended from time to time, the consent of the Company be and is hereby accorded to the Board of Directors (hereinafter referred to as the ‘Board’ which term shall include any committee thereof for the time being exercising the powers conferred on the Board by this Resolution) to create charge on, mortgage of all the immovable assets and/or hypothecate/Charge all the movable assets of the Company, present or future, or any portion thereof, for securing financial assistance availed/to be availed by the Company

from financial institution(s) or bank(s) or debenture holders, bond holders or other persons(s), from time to time together with interest, costs, charges, expenses and any other money relating to the financial assistance availed or to be availed by the Company in such manner as the Board may deem fit.

RESOLVED FURTHER THAT the Board be and is hereby authorised to finalize with the Lenders / Securities Trustees, all the documents for creating the aforesaid mortgages, charges and/or hypothecations and to accept any modifications to, or to modify, alter or vary, the terms and conditions of the aforesaid documents and to do all such acts, deeds, matters and things and to execute all such documents as may be necessary for giving effect to this Resolution.”

By Order of the Board of Directors

Ajit Dabholkar

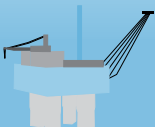
Corporate Counsel and Company Secretary

Place: Mumbai

Date: August 14, 2014

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE IN THE AGM INSTEAD OF HIMSELF / HERSELF, AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.**
2. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, in respect of the Special Businesses set out in the Notice is annexed hereto.
3. The instrument appointing the proxy, duly completed, must be deposited at the Company’s Registered Office not less than 48 hours before the commencement of the AGM.
4. During the period beginning 24 hours before the time fixed for the commencement of the AGM and ending with the conclusion of the AGM, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided that not less than three days of notice in writing is given to the Company.
5. Pursuant to Clause 49 of the Listing Agreement with the Stock Exchanges, particulars of the Directors seeking appointment/re-appointment at the AGM are also attached to this Notice.
6. Only registered members of the Company may attend and vote at the AGM. In case of joint holders attending the AGM, only such joint holder who is higher in the order of names will be entitled to vote. The registered members, who have voted through the e-voting platform, may attend the AGM. However, such members shall not be entitled to vote at the AGM.
7. Corporate members intending to send their authorized representatives to attend the AGM are requested to send a duly certified copy of the Board Resolution and/ or duly notarized Power of Attorney, authorizing their representatives to attend and vote on their behalf at the AGM.

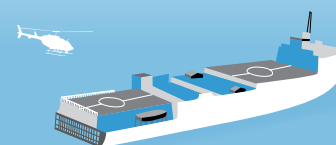




8. Members desiring any information relating to financial statements of the Company are requested to write to the Company at least seven working days before the date of the Meeting to enable the Company to keep the information ready at the Meeting.
9. No gifts/ coupons will be distributed before or at the AGM to the members. Members may make their own travel arrangements at their costs for attending the AGM.
10. Members are requested to bring their copy/ printout of Annual Report along with duly filled Attendance Slips, for attending the AGM.
11. For security reasons, no gadgets, mobile phones, cameras, article/ baggage shall be allowed at the venue of the AGM. If any such gadgets are brought by any member, the same shall be deposited with the security personnel at the risk of such member/ attendee.
12. References to Postal Ballot include votes received electronically.
13. The Company has appointed Ms. Sandhya Malhotra, Company Secretary in Practice, to act as the Scrutinizer, to scrutinize the Postal ballot (including e-voting) process in a fair and transparent manner.
14. The Register of Members and Share Transfer Books of the Company shall remain closed from Tuesday, September 9, 2014 till Thursday, September 11, 2014, (both days inclusive).
15. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the members at the AGM.
16. The Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the AGM.
17. Members holding shares in physical form are requested to notify any change in their addresses and/ or the Bank Mandate details to the Registrar and Transfer Agent, Karvy Computershare Pvt. Ltd. ('Karvy'). Members holding shares in demat form are requested to notify their respective Depository Participants (DPs) of any change in their addresses and/ or the Bank Mandate details.
18. Non-Resident Indian members are requested to inform Karvy or the concerned DPs immediately of:
 - (a) Change in their residential status on return to India for permanent settlement.
 - (b) Particulars of their Bank Account maintained in India with complete name of the Bank, Branch, Account type, Account No. and address of the Bank with PIN Code, if not furnished earlier.
19. The Securities and Exchange Board of India (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 shall submit their PAN details to the Company.
20. All documents referred to in the Notice will be available for inspection at the Company's registered office during normal business hours on working days up to the date of the AGM.
21. Your Company propose to pass the resolution at Item No. 9 through postal ballot (pursuant to the provisions of Section 110 of the Companies Act, 2013 and rules specified thereunder, read with Clause 35B of the Listing Agreement) for which a separate notice of postal ballot has been annexed hereto. Shareholders are requested to refer the annexure and the instructions thereunder for casting their vote for or against the proposed resolution.
22. **E-Voting**
 In compliance with the provisions of Sections 108 and 110 and other applicable provisions of the Act, read with the Companies (Management and Administration) Rules, 2014 and the Listing Agreement entered into with the Stock Exchanges, the Company is pleased to offer e-voting facility as an option to all the members of the Company. The Company has entered into an agreement with Karvy Computershare Private Limited ('Karvy') for facilitating e-voting to enable the members to cast their votes electronically. E-voting is optional. A separate e-voting instructions slip has been attached, explaining the process of e-voting with necessary user id and password along with procedure for such e-voting. Such e-voting facility is in addition to voting that may take place at the meeting venue on Friday, September 26, 2014. The e-voting period will commence from Saturday, September 20, 2014 at 9.00 A.M. and will end at 6.00 P.M. on Monday, September 22, 2014. The e-voting module will be disabled on Monday, September 22, 2014 at 6.00 P.M. The members desiring to vote through electronic mode may refer to the detailed procedure on e-voting attached to this Notice. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently. The voting right of shareholders shall be in proportion to their share in the paid up equity share capital of the Company as on the cut-off date.

 The Company has appointed Ms. Sandhya Malhotra, Company Secretary in Practice, to act as the Scrutinizer, to scrutinize the e-voting process in a fair and transparent manner. The Scrutinizer shall within a period not exceeding three (3) working days from the conclusion of the e-voting period, unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.

 The results shall be declared at or after the Annual General Meeting of the Company. The results declared along with the Scrutinizer's Report will be available on the Company's website within two (2) days of passing of the resolution and will accordingly be communicated to the Stock Exchanges.





Statement pursuant to Section 102 of the Companies Act, 2013

Item No. 4

In view of the provision of Clause 49 of the Listing Agreement, the Company has to reconstitute its board in order to bring in an equal numbers of Independent and Non-Independent Directors.

The Company has received a notice in writing from a member along with the deposit of requisite amount under Section 160 of the Companies Act, 2013 ('the Act') proposing the candidature of Dr. Alexander John Joseph for the office of the Director of the Company.

The Nomination and Remuneration Committee of the Board of Directors and the Board of Directors have recommended appointment of Dr. Alexander John Joseph as Independent Director of the Company.

Dr. Alexander John Joseph has submitted a declaration that he meets the criteria of Independence under Section 149(6) of the Act, and is not disqualified under Section 164 of the Act and that he is eligible for appointment. In the opinion of the Board, Dr. Alexander John Joseph fulfills the conditions specified in the Act and Rules made thereunder for appointment of Independent Director. Dr. Alexander John Joseph has submitted his consent to act as a Director of the Company.

A brief profile of Independent Directors to be appointed, including nature of their expertise and other disclosure as required under Clause 49 of the Listing Agreement, is provided at Annexure to this Notice.

None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolutions set out at Item No. 4.

The Board commends the resolution set out at Item No. 4 of this notice, for the approval of the members of the Company.

Item No. 5

As per the provisions of Clause 49 of the Listing Agreement and the provisions of the Companies Act, 2013 ('the Act'), the Company should have at least one woman Director.

The Company has received a notice in writing from a member along with the deposit of requisite amount under Section 160 of the Act proposing the candidature of Ms. Comal Ramachandran Gayathri for the office of the Director of the Company.

The Nomination and Remuneration Committee of the Board of Directors and the Board of Directors have recommended appointment of Ms. Comal Ramachandran Gayathri as Independent Director of the Company.

Ms. Comal Ramachandran Gayathri has submitted a declaration that she meets the criteria of Independence under Section 149(6) of the Act, and is not disqualified under Section 164 of the Act and that she is eligible for appointment. In the opinion of the Board, Ms. Comal Ramachandran Gayathri fulfills the conditions specified in the Act and Rules made

thereunder for appointment of Independent Director. Ms. Comal Ramachandran Gayathri has submitted her consent to act as a Director of the Company.

A brief profile of Independent Directors to be appointed, including nature of their expertise and other disclosure as required under Clause 49 of the Listing Agreement, is provided at Annexure to this Notice.

None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 5.

The Board commends the resolution set out at Item No. 5 of this notice, for the approval of the members of the Company.

Item Nos. 6 to 8

Pursuant to the provisions of Section 149 and other applicable provisions of the Companies Act, 2013 ('the Act') with respect to appointment and tenure of the Independent Directors which came into effect from April 1, 2014, the Independent Directors are required to be appointed for not more than two terms of five years each and shall not be liable to retire by rotation.

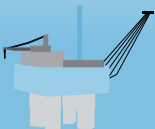
All the Directors proposed to be appointed under agenda Item Nos. 6 to 8, are Non-Executive Independent Directors of the Company. The period of office of these Independent Directors was liable to determination by retirement by rotation under the applicable provisions of the erstwhile Companies Act, 1956.

In terms of Section 149 and other applicable provisions of the Act, Mr. Samar Ballav Mohapatra, Mr. R. M. Premkumar and Mr. Ajai Vikram Singh being eligible, offer themselves for appointment, and are proposed to be appointed as Independent Directors for a term as stated in the respective Resolutions.

The Company has received notices in writing from members along with the deposit of requisite amount under Section 160 of the Act proposing the candidatures of Mr. Samar Ballav Mohapatra, Mr. R. M. Premkumar and Mr. Ajai Vikram Singh for the office of the Director of the Company.

The Nomination and Remuneration Committee of the Board of Directors and the Board of Directors have recommended appointment of Mr. Samar Ballav Mohapatra, Mr. R. M. Premkumar and Mr. Ajai Vikram Singh as Independent Directors of the Company.

Mr. Samar Ballav Mohapatra, Mr. R. M. Premkumar and Mr. Ajai Vikram Singh, Non-Executive Independent Directors of the Company, have given a declaration to the Board that they meet the criteria of Independence as provided under Section 149(6) of the Act and that they are not disqualified under Section 164 of the Act and that they are eligible for appointment. In the opinion of the Board, each of these Independent Directors fulfill the conditions specified in the Act and Rules made thereunder for appointment





of Independent Directors. These Independent Directors have given their consent to act as a Director of the Company.

A brief profile of above mentioned Independent Directors to be appointed, including nature of their expertise and other disclosure as required under Clause 49 of the Listing Agreement, is provided at Annexure to this Notice.

The respective Independent Director, being appointees, none of the other Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolutions set out at Item Nos. 6 to 8.

The Board commends the resolution set out at Item Nos. 6 to 8 of this notice, for the approval of the members of the Company.

Item No. 9

As per the provisions of the Companies Act, 2013 ('the Act'), special resolution set out at Item No. 9 of this notice is required to be passed by postal ballot.

The Company has raised and required to raise debt from Banks, Financial Institutions and other lenders to part finance the project cost and for general corporate purposes. As a security the Company has offered/ may offer charge on, mortgage of all immovable assets of the Company and/or hypothecation of all movable assets, present or future, of the Company. Creation of charge on, mortgaging of all immovable assets by the Company, as aforesaid, can be considered as disposal of Company's properties. The words 'otherwise dispose of' used in Section 180(1)(a) of the Act, cover all other modes of disposing of property such as transfer by mortgage etc.

At the 11th Annual General Meeting of the Company held on July 15, 2008, the members had, by way of Ordinary Resolution in pursuance of the provisions of Section 293(1)(a) of the Companies Act, 1956, approved of creation of security by way of mortgage / hypothecation on the Company's assets in favour of lending agencies and trustees for securing the amounts borrowed, interest, charges, etc. payable thereon.

Under Section 180(1)(a) of the Act, the above powers of the Board are required to be exercised only with the consent of the Company by way of a Special Resolution.

The approval of the members for the creation of a mortgage or charge, to secure any borrowing is therefore now being sought, by way of a Special Resolution, pursuant to the provisions of Section 180(1)(a) of the Act.

The Directors commend the Resolution set out at Item No. 9 of this notice for the approval of the members of the Company.

None of the Directors and Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise in the passing of the Resolution at Item No. 9.

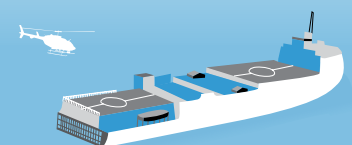
By Order of the Board of Directors

Ajit Dabholkar

Corporate Counsel and Company Secretary

Place: Mumbai

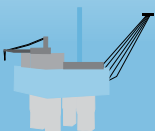
Date: August 14, 2014





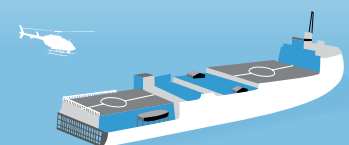
**Details of the Directors seeking appointment/ re-appointment at the forthcoming Annual General Meeting
(In pursuance of Clause 49 of the Listing Agreement)**

Name of the Director	Mr. Nikhil Gandhi (DIN: 00030560)	Dr. Alexander John Joseph (DIN: 00485766)
Date of Birth	April 25, 1959	August 8, 1938
Date of Appointment	October 17, 1997	N.A.
Expertise in specific functional areas	Mr. Nikhil Gandhi is a first generation entrepreneur with business interest in marine engineering and infrastructure. Mr. Gandhi has approximately 31 years of experience as an entrepreneur of various infrastructure development projects.	Dr. J. Alexander is a retired senior bureaucrat. Dr. J. Alexander joined the Indian Administrative Service in 1963 and has held various positions in the Government. Dr. J. Alexander was elected as a member of Legislative Assembly from Bharathi Nagar Constituency in Bangaluru. Dr. J. Alexander was Minister for Tourism, Government of Karnataka. Dr. J. Alexander also worked as a Consultant for Agriculture Organisation of the United Nation.
Directorships held in other Public companies as on March 31, 2014 (excluding foreign companies and Section 25 companies)	<ol style="list-style-type: none"> 1. SKIL Infrastructure Limited 2. Mumbai SEZ Limited 3. Shriram New Horizons Limited 4. Nayroh Lifestyle and Leisure Infrastructure Limited 5. KLG Capital Services Limited 6. JPT Securities Limited 7. SKIL Himachal Infrastructure and Tourism Limited 	<ol style="list-style-type: none"> 1. Namtech Electronic Devices Limited 2. SKIL Infrastructure Limited 3. JPT Securities Limited 4. SKIL Karnataka Infrastructure Limited 5. Chemmanur Jewellers Limited
Memberships/ Chairmanships of Committees of other Public Companies as on March 31, 2014 (includes only Audit & Shareholders'/Investors' Grievance Committee)	<p>Audit Committee</p> <ol style="list-style-type: none"> 1. SKIL Himachal Infrastructure and Tourism Limited <p>Shareholders'/Investors' Grievance Committee</p> <ol style="list-style-type: none"> 1. KLG Capital Services Limited 2. SKIL Infrastructure Limited 	<p>Audit Committee</p> <ol style="list-style-type: none"> 1. Namtech Electronic Devices Limited 2. SKIL Infrastructure Limited 3. JPT Securities Limited
No. of shares held	NIL	NIL





Name of the Director	Ms. Comal Ramachandran Gayathri (DIN: 02872723)	Mr. Samar Ballav Mohapatra (DIN: 00327410)
Date of Birth	September 27, 1948	June 18, 1944
Date of Appointment	N.A.	May 30, 2008
Expertise in specific functional areas	Ms. Gayathri has over 36 years of experience as a senior bureaucrat with Government of India and Government of Andhra Pradesh. Ms. Gayathri has contributed to power and energy, environment, industry, fertilizers and chemicals and Social Sectors. Ms. Gayathri has made significant contribution to reforms and restructuring of Power Sector and formulating guidelines in the management of Power and Energy sectors.	Mr. Mohapatra joined the Indian Administrative Service and has held several key positions in the Government of India such as the Secretary, Ministry of Textiles; Special Secretary, Ministry of Home Affairs; Additional Secretary and Financial Advisor, Ministry of Commerce and Director General of Foreign Trade and Managing Director of Industrial Development Corporation, Orissa.
Directorships held in other Public companies as on March 31, 2014 (excluding foreign companies and Section 25 companies)	<ol style="list-style-type: none"> SKIL Infrastructure Limited Gujarat Positra Port Company Limited 	<ol style="list-style-type: none"> Pearl Global Industries Limited Runeecha Textiles Limited
Memberships/ Chairmanships of Committees of other Public companies as on March 31, 2014 (includes only Audit & Shareholders'/Investors' Grievance Committee)	Audit Committee <ol style="list-style-type: none"> SKIL Infrastructure Limited Gujarat Positra Port Company Limited 	Audit Committee <ol style="list-style-type: none"> Pearl Global Industries Limited Runeecha Textiles Limited
No. of shares held	NIL	NIL





Name of the Director	Mr. R. M. Premkumar (DIN: 00328942)	Mr. Ajai Vikram Singh (DIN: 02184840)
Date of Birth	August 16, 1945	July 4, 1945
Date of Appointment	October 15, 2007	May 30, 2008
Expertise in specific functional areas	Mr. Premkumar has approximately 39 years of experience in the Indian Administrative Service. Mr. Premkumar has handled many important assignments with the Government of India and Government of Maharashtra including the position of the Chief Secretary for the State of Maharashtra, Managing Director of SEEPZ, CEO of MIDC, Additional Secretary to Government of India, Department of Atomic Energy.	Mr. Singh joined the Indian Administrative Service in 1967 and has held various appointments in the State and the Central Governments. In the Government of India, Mr. Singh has held various posts, including that of Additional Secretary and Financial Advisor to the Ministry of Industry, Secretary Revenue, Secretary, Ministry of Non Conventional Energy Resources, Secretary, Ministry of Road Transport and Highways and Defence Secretary.
Directorships held in other Public companies as on March 31, 2014 (excluding foreign companies and Section 25 companies)	<ol style="list-style-type: none">1. SICOM Limited2. Afcons Infrastructure Limited3. Fine Line Circuits Limited4. Lanco Vidarbha Thermal Power Limited	<ol style="list-style-type: none">1. Bharat Sanchar Nigam Limited
Memberships/Chairmanships of Committees of other Public companies as on March 31, 2014 (includes only Audit & Shareholders'/Investors' Grievance Committee)	Audit Committee <ol style="list-style-type: none">1. Fine Line Circuits Limited	Audit Committee <ol style="list-style-type: none">1. Bharat Sanchar Nigam Limited
No. of shares held	NIL	NIL

