## **KUMAR FOOD INDUSTRIES LTD**

Regd. Office: 71/1, SIRASPUR, DELHI - 110042 (INDIA)

Phone: +91-11-27357808

E- mail: info@kumarfood.com Website: www.kumarfood.com CIN: L15310DL1991PLC043456 PAN: AAACK0491Q

KFIL/L&S/MSEI/2018-19/16

01 October, 2018

The Head - Listing & Compliance Metropolitan Stock Exchange of India Ltd. (Formerly MCX Stock Exchange Limited) 4<sup>th</sup> Floor, Vibgyor Towers, Plot No. C-62, Opp. Trident Hotel, Bandra Kurla Complex, Bandra East, Mumbai-400098

Sub: Submission of E-Voting Results

Dear Sir,

Pursuant to Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, we hereby submit the Voting Results of 27<sup>th</sup> Annual General Meeting of the Company held on Saturday, 29<sup>th</sup> September, 2018.

Kindly take the above on your records.

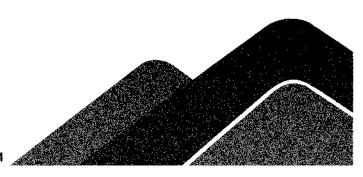
Thanking You,

For Kumar Food Industries Limited

Mr. Ganesh Gulati

Company Secretary & Compliance Officer

Enclosed: A/a



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### 27TH ANNUAL GENERAL MEETING HELD ON SATURDAY 29TH SEPTEMBER, 2018

#### Declaration of Results of remote e-voting and Ballot Papers

As per the provisions of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided the facility of remote evoting to the Shareholders to enable them to cast their vote electronically on the items of business proposed in the Notice of the 27th Annual General Meeting (AGM).

The remote e-voting was open from Wednesday, 26th September, 2018 at 10:00 a.m. to Friday, 28<sup>th</sup> September, 2018 upto 5:00 p.m. in line with the provisions of the Companies Act, 2013 and in terms of the notification dt. 19.03.2015 issued by MCA. The Company at its 27th AGM conducted voting through Ballot Paper.

The Board of Directors had appointed Shri Dinesh Aggarwal, Associate Partner of M/s S.B.G & Co., as Scrutinizer to scrutinize the remote e-voting and voting by ballot papers at the AGM in a fair & transparent manner. The Scrutinizer has carried out the scrutiny of all the electronic votes received upto 5:00 p.m. on Friday, 28<sup>th</sup> September, 2018 and ballot papers received till the conclusion of the meeting and submitted his Report on 01<sup>st</sup> October, 2018.

The Consolidated Results, as per the Scrutinizer's Report dated 1<sup>st</sup> October, 2018 are as follows:

Sr.	RESOLUTIONS	% of Res	olutions in
No.		Favour and	l Against
Ordii	nary Business	For	Against
1	Ordinary Resolution for adoption of Audited Financial Statements for the year ended March 31, 2018	100	-
2	Ordinary Resolution for reappointment of Mr. Dharminder Joshi who is liable to retire by rotation.	100	-
3	Ordinary Resolution for fixation of remuneration of Statutory Auditors of the Company for the Financial Year 2018-19.	100	•
Spec	sial Business		
4	Ordinary Resolution for Appointment of Mr. Dharminder Joshi As Whole Time Director of the Company	100	



5	Ordinary Resolution for Regularization Of Additional Director Mr. Bharat Lal Shukla	100	-
6	Ordinary Resolution for Appointment Of Independent Director Ms. Sonal	100	-

For Kumar Food Industries Limited

Mr. Bharat Lal Shukla Director



## Format for Voting Results

otal number of shareholders on record date	29th September, 2018
lo, of shareholders present in the mostly will it	173
lo. of shareholders present in the meeting either in person or through proxy:  Promoters and Promoter	
Group: Public:	11
·	09
lo. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group:	
Public	-

Agenda- wise disclosure (to be disclosed separately for each agenda item)

# <u>ITEM NO. 01</u>

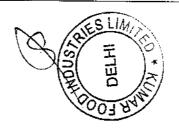
Wesoinfiold	required: (Ordinary)		To Adopt Au	lited Financial Stateme	ents			
Whether pr the agenda	omoter/ promoter group are in /resolution?	terested in	•					<u> </u>
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	1	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
Dramata.		(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter	E-Voting	-	_		<del> </del>			
and Promoter	Poll	1404800	1404800	100	1404900			-
	Postal Ballot (if applicable)	-	_	- 100	1404800	NIL	100	NIL
Group	Total	1404800	1404800	100	4404000			-
oublic-	E-Voting	_	-		1404800	NIL	100	NIL
nstitution	Poli	69800	69800	100			<del>-</del>	
;	Postal Ballot (if applicable)	T		100	69800	NIL	100	NIL
	Total	69800	69800	100				
ublic-	E-Voting	- 1			69800	NIL.	100	NIL NIL
lon	Poll			<del>-</del>			<u> </u>	
nstitution	Postal Ballot (if applicable)	<del>-</del> -		<del></del>	QES LIM			
- <u> </u>	Total	<del>                                     </del>		<del>-</del>				-
otal		1474600	1474600	<del> /</del>	ら/ <del>丁</del> 1474 <b>69</b> 0	[8]		
			*******	100	5147460	*NIL	100	NIL

# <u>ITEM NO. 02</u>

Resolution	required: (Ordinary)		To consider re-appointment of Mr. Dharminder Joshi							
Whether pr the agenda	omoter/ promoter group are inf /resolution?	terested in	No							
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled		
<u> </u>		(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100		
Promoter	E-Voting				_	<u> </u>				
and	Poll	1404800	1404800	100	1404800	NIL	100			
Promoter	Postal Ballot (if applicable)	_	-		-	1 N 3 L	100	NIL.		
Group	Total	1404800	1404800	100	1404800	NIL	100			
Public-	E-Voting	-			-	1416	- 100	NIL_		
Institution	Poll	69800	54900	78.65	54900	NIL	100			
S	Postal Ballot (if applicable)	-	_	-	<del>- 2000</del>	1416	100	NIL		
	Total	69800	54900	78.65	54900	NIL	100	NIL -		
Public-	E-Voting	-	_		0.000		- 100			
Non	Poll	i	-					<u> </u>		
Institution	Postal Ballot (if applicable)									
s	Total	_					<u>-</u>	<u>-</u>		
Total		1474600	1459700	100	1459700	NIL	100	NIL		

## ITEM NO. 03

Resolution required: (Ordinary)	To consider fixation of remuneration of statutory auditors
Whether promoter/ promoter group are interested in the agenda/resolution?	No



Category	Mode of Voting	No. of shares	No. of	% of Votes	No. of	No. of	% of Votes in	% of Votes against
		held	votes polled	Polled on outstanding	Votes – in favour	Votes – against	favour on votes polled	on votes polled
		(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter	E-Voting	-	-	· <u>-</u>		-		
and	Poll	1404800	1404800	100	1404800	NIL	100	NIL
Promoter	Postal Ballot (if applicable)	-	-		-			
Group	Total	1404800	1404800	100	1404800	NIL	100	NIL
Public-	E-Voting	-	-	-	-			- 1476
Institution	Poll	69800	69800	100	69800	NIL	100	NIL
s	Postal Ballot (if applicable)	-	-	-	-		-	
	Total	69800	69800	100	69800	NIL	100	NIL
Public-	E-Voting	-	•	-	-	-		- '''-
Non	Poll	-	-	-	_	_	-	
Institution	Postal Ballot (if applicable)	-	-		_	_		
s	Total				-			
Total		1474600	1474600	100		NIL	100	NIL

## <u>ITEM NO. 04</u>

Resolution	required: (Ordinary)	To Consider A	ppointment Of Mr. Dh	arminder Josh	i As Whole	Time Director Of The	Company		
	omoter/ promoter group : /resolution?	No	io						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against		% of Votes against on votes polled	
		(1)	(2)	(3)=[(2)/(1)]* 190//	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
Promoter	E-Voting	•	-	(5) I	75-1	-			
and	Poll	1404800	1404800	19 日	1494800	NIL	100	NIL	

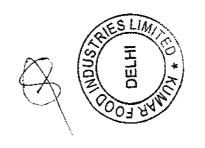
Promoter	Postal Ballot (if applicable)	-	-		T - T	<del></del>		<u> </u>
∃roup	Total	1404800	1404800	100	1404900		<del></del>	<del>_</del>
Public-	E-Voting		1404000	100	1404800	NIL	100	NIL
nstitution	Poll	60000	54000				<u> </u>	
1	Postal Ballot (if applicable)	69800	54900	78.65	54900	NIL	100	NIL
-	Total	<u></u>	<u> </u>		- 1	-		
<del> </del>	<del></del>	69800	54900	78.65	54900	NIL	100	A 110
ublic-	E-Voting				- 0.1000			NIL
ion	Poll	<del>                                     </del>			<del>                                     </del>		<u> </u>	
stitution	Postal Ballot (if applicable)	<del> </del>		<del>-</del>	<del></del>			_
	Total	<del></del> -		<u> </u>	-		- 7	_
otal	10tal	ļ. <u>.</u>				-		
Olai		1474600	1459700	100	921800	NIL	100	NIL

# <u>ITEM NO. 05</u>

Resolution	required: (Ordinary)		To Consider R	egularization Of Addit	ional Director	Mr. Bhara	t Lal Shukla	
	·							
Whether pr the agenda	omoter/ promoter group are in /resolution?	terested in	No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter	E-Voting		~	<u>-</u>				<u> </u>
and	Poll	1404800	1404800	100	1404800	NIL		
Promoter	Postal Ballot (if applicable)	-	7.0.000	700	1404600		100	NIL
Group	Total	1404800	1404800	100	1404800	NIII		- <u>-</u>
Public-	E-Voting			100	1404000	NIL	100	NIL
Institution	Poll	69800	52200	74.78	- -	- -		<u> </u>
s	Postal Ballot (if applicable)			74.70	52200	NIL	100	NIL
	Total	69800	52200	74.78	52200	-		<u> </u>
Public-	E-Voting		-		52200	NIL	100	NIL
Non	Poil			<u> </u>			<del>-</del>	-
Institution	Postal Ballot (if applicable)				-			•
s	Total	<del>-</del>	<del>-</del>		وأ أسمر	<u> </u>		
Total		1474600	4457000	-				•
	<u> </u>	1474600	1457000	100	/1457000	MIL	100	NIL

# <u>ITEM NO. 06</u>

Resolution	required: (Ordinary)		To consider appointment of Ms. Sonal as Independent Director						
Whether pr the agenda	omoter/ promoter group are in /resolution?	terested in	No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled	
		(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
Promoter	E-Voting	-		~	<u> </u>				
and	Poll	1404800	1404800	100	1404800	- NID		<u> </u>	
Promoter	Postal Ballot (if applicable)	-	-	100	1404600	NIL	100	NIL	
Group	Total	1404800	1404800	100	1404800	- NIL		<b>_</b>	
Public-	E-Voting	-	-	- 100	1404000	INIL	100	NIL	
Institution	Poil	69800	69800	100	69800	NIL		<u> </u>	
S	Postal Ballot (if applicable)	-		- 100	09000	INIL	100	NIL	
	Total	69800	69800	100	69800	NIL			
Public-	E-Voting	_		-			100	NIL	
h	Poll	i - i	· -				<u>-</u>	<u> </u>	
	Postal Ballot (if applicable)	<del>  _  </del>		<u>-</u>			<u> </u>	<u> </u>	
S	Total	<del> </del>		<del>-</del>			<u>-</u>	-	
Total		1474600	1474600	100	1474600	- NIL	100	NIL	





# S.B.G. & CO.

# Chartered Accountants

Scrutinizer Report

(Pursuant to Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules 2014)

To The Chairman Kumar Food Industries Limited 1102-F, Pearls Business Park, Netaji Subhash Place, Pitampura, New Delhi- 110034

Sub: Scrutinizer's Report on Passing of Resolution through postal ballot paper under Section 109 of the Companies Act, 2013 (the Act) read with Companies (Management and Administration)Rules 2014 and other relevant provisions if any of the Companies Act, 2013, along with rules as may be prescribed therein (including any statutory modification or reenactment thereof)

Dear Sir(s).

In terms of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules 2014, the Company vide Board Resolution dated 5.09.2018 has appointed me as the Scrutinizer for conducting the postal ballot voting process for passing the resolutions to be passed at 27th Annual General Meeting of the Members held on Saturday on 29th day of September, 2018, at 01:00 P.M. at 11th Floor, Pearls Business Park, NetajiSubhash Place, Pitampura, New Delhi- 110034.

Further I hereby submit the report as under:

1. The management of the Company is responsible to ensure the Compliance with the requirements of the Companies Act, 2013 and rules relating to postal ballot process on the resolutions contained in the Notice of the 27th Annual General Meeting (AGM) of the Members of the Company.

- My responsibilities as a scrutinizer for voting through postal ballot at the AGM is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated above.
- The Shareholders holding shares as on the "Cut-off" Date 22<sup>nd</sup> September, 2018 were entitled to vote on the proposed resolutions stated in the Notice to the AGM of the Company.
- As per the requirement of the Companies Act, 2013 the particulars of all forms received from the members have been registered in a register maintained separately for the purpose.
- After the time fixed for closing of the poll by the Chairman, One ballot box kept for polling were locked in my presence with due identification marks placed by me.
- 6. The locked ballot box was subsequently opened by me in the presence of two witnesses who were not in employment of the company and ballot papers were diligently scrutinized by me. The ballot papers were reconciled with the records maintained by the Company.
- I did not find any ballot papers invalid.
- 8. The result of poll via ballot process is as under.



### ORDINARY BUSINESS:-

# RESOLUTION NO.1- ORDINARY RESOLUTION

To receive, consider and adopt the Audited financial Statements of the company for the year ended March 31, 2018 including the audited Balance Sheet as at March 31,2018 the Statement of Profit & Loss for the year ended on that date together with the Reports of the Director's & Auditors thereon.

Particulars	No. of Members Voted	10.50	es in favour of the esolution	Votes Re	Invalid <u>Votes</u>	
	Nos.	Nos.	% of Total Number of valid votes cast (Favour and Against)	Nos.	% of Total Number of valid votes cast (Favour and Against)	Nos.
Voting at the Meeting	20	1474600	100	Nil	Nil	Nil

# RESOLUTION NO. 2 - ORDINARY RESOLUTION

To appoint Mr. Director Dharminder Joshi (holding DIN: 05186749), a Director, who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for reappointment.

Particulars	No. of Members Voted	Votes in favour of the Resolution		Votes against the Resolution		Invalid Votes	
	Nos.	Nos.	% of Total Number of valid votes cast (Favour and Against)	Nos.	% of Total Number of valid votes cast (Favour and		
Voting at the	20	1474600	100	Nil	Against) Nil	Nysis.G.	

Manting	
Meeting	

# RESOLUTION NO.3 - ORDINARY RESOLUTION

# TO FIX REMUNERATION OF STATUTORY AUDITORS:

RESOLVED THAT pursuant to provisions of Section 139, 142 and other applicable provisions of the Companies Act, 2013, if any, read with the Companies (Audit & Auditors) Rules, 2014 Remuneration to Statutory Auditors will be such amount as may be decided by the Board of Directors in consultation with the Auditors plus applicable taxes and reimbursement of travelling and out of pocket expenses incurred by them for the purpose of audit.

Particulars	No. of Members Voted		s in favour of the esolution	7.000	against the esolution	Invalid Votes
	Nos.	Nos.	% of Total Number of valid votes cast (Favour and Against)	Nos.	% of Total Number of valid votes cast (Favour and Against)	Nos.
Voting at the Meeting	20	1474600	100	Nil	Nil	Nil

### SPECIAL BUSINESS

## RESOLUTION NO. 4 - ORDINARY RESOLUTION

# TO CONSIDER APPOINTMENT OF MR. DHARMINDER JOSHI AS WHOLE TIME DIRECTOR OF THE COMPANY

"RESOLVED THAT in accordance with the provisions of Sections 196, 197 and 203 read with Schedule V and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), approval of the members be and is hereby accorded to re-appoint Shri Dharminder Joshi (DIN: 05186749) as a Whole-time Director, designated as Executive Director of the Company, for a further period of 5 (five) years from the expiry of his present term of office, that is, with effect from 21st December, 2017

on the terms and conditions including remuneration as set out in the Statement annexed to the Notice, with liberty to the Board of Directors (hereinafter referred to as "the Board" which term shall include the Human Resources, Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said re-appointment and / or remuneration as it may deem fit;

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

Particulars	No. of Members Voted		s in favour of the esolution	C - C - AC	against the esolution	Invalid Votes
	Nos.	Nos.	% of Total Number of valid votes cast (Favour and Against)	Nos.	% of Total Number of valid votes cast (Favour and Against)	Nos.
Voting at the Meeting	20	1474600	100	Nil	Nil	Nil

## RESOLUTION NO. 5 - ORDINARY RESOLUTION

# TO CONSIDER REGULARIZATION OF ADDITIONAL DIRECTOR MR. BHARAT LAL SHUKLA (DIN: 05174820)

"RESOLVED THAT pursuant to the provisions of section 149, 152, 160 and all other applicable provisions of the Companies Act, 2013 read with rules made there under, Mr. Bharat Lal Shukla who was appointed as an Additional Director on the Board of the Company with effect from November 2nd, 2017 in terms of Section 161 of the Companies Act, 2013 and the Article of Association of the Company and who holds the office up to the date of this Annual General Meeting, and in respect of whom a notice has been received from a member in writing under Sec 160 of Companies Act, 2013 along with requisite deposit, proposing his candidature for the office of a Director, be and is hereby appointed as a Director of the Company".

<u>Particulars</u>	No. of Members Voted	Votes in favour of the Resolution	Votes against the Resolution	Invalid Votes
			(*)	

Voting at the	Nos.	Nos.	% of Total Number of valid votes cast (Favour and Against)		% of Total Number of valid votes cast (Favour and Against)	Nos.
Meeting at the	20	1474600	100	Nil	Nil	Nil

# RESOLUTION NO. 6 - ORDINARY RESOLUTION

# TO CONSIDER THE APPOINTMENT OF MS. SONAL SINGHAL AS INDEPENDENT DIRECTOR OF THE COMPANY

"RESOLVED THAT pursuant to the provisions of sections 149, 150 & 152 and other applicable provisions, if any, of the Companies Act, 2013 (Act) and the Rules framed thereunder (including any statutory modifications or re-enactment(s) thereof, for the time being in force) read with Schedule IV to the Act, (including any statutory modifications or re-enactment(s) thereof for the time being in force) Ms. Sonal Singhal (DIN 07892120), in respect of whom the Company has received a notice in writing from a member under section 160 of the Companies Act, 2013 signifying her intention to propose Ms. Sonal Singhal as a candidate for the office of Director, be and is hereby appointed as an Independent Director of the Company with effect from September 29, 2018 up to September 28, 2023 and whose office shall not be liable to retire by rotation.

RESOLVED FUTHER THAT any one Director be and is hereby authorized to do all the acts, things and e-filling which are necessary to give effect to the above said resolution."

Particulars	No. of Members Voted		es in favour of the esolution		s against the esolution	Invalid Votes
	Nos.	Nos.	% of Total Number of valid votes cast (Favour and Against)	Nos.	% of Total Number of valid votes cast (Favour and Against)	Nos.
Voting at the Meeting	20	1474600	100	Nil	Nil	Nil

- A complete detail containing a list of equity shareholders who voted in "FAVOUR" or "AGAINST" and those whose votes were declared invalid for each resolution at the AGM is enclosed(Annexure-A).
- 10. The relevant records relating to ballot forms shall remain in our safe custody until the chairman considers, approve and signs the minutes of the 27th Annual General Meeting and the same shall thereafter be handed over to the Company Secretary for safe keeping.
- 11. The resolutions have been passed by the requisite majority.
- 12. You may accordingly declare result of the voting by Postal Ballot/Poll Process.

For S.B.G. & Co.

Chartered Accountants

FRN/:9001818N

Dinesh Aggara

Partner

MemNo: 532728

Date: 01.10.2018

Annexure- A

# LIST OF EQUITY SHAREHOLDERS WHO VOTED IN "FAVOUR" OR "AGAINST" FOR EACH RESOLUTIONS

S. No	shareholder	Authorised Representative/ Proxy	Folio No/ Client ID	No. of shares	Vote Cast in Favour or
1.	Mr. Naresh Chand Varshney	In Person	504	8800	Against Favour
2,	Ms. Keshave Kumar	In Person	494	9400	Favour
3.	Devanand Sharma	In Person	596	6200	Favour
4.	FrutoFreesh Industries Private Limited	Authorised Representative (Mr. Divyarth Kumar)	5003	126700	Favour
5.	Shakti Bhog Snacks Ltd.	Authorised Representative (Mr. Divyarth Kumar)	1319	35400	Favour
6.	Mr. Abdul Hasan Ansari	In Person	479	8700	Favour
7.	Mr. Divyarth Kumar	In Person	IN30211310092115	401400	Favour
8,	Vital Holdings Private Limited	Authorised Representative (Mr. Rajeev Lochan)	35	144000	Favour
9.	VizzyFinvest Private Limited	Authorised Representative (Mr. Divyarth Kumar)	1311	148700	Favour
10.	Elanza Investments Private Limited	Authorised Representative (Mr. EwinAhuja)	1314	100000	Favour
I.	Goal Securities & Credits Limited	Authorised Representative (Mr. Ashok Kumar)	1318	149000	Favour
2.		Authorised Representative (Mr. Divyarth Kumar)	1312	145400	Favour
3	Manju Sharma	Authorised	599	\$00	Favour

		Representative (Mr. Devanand Sharma)			
14	Joshi	In person	1348	7300	Favour
15	Vandana Joshi	Authorised Representative (Mr. Dharaminder Joshi)	1349	7600	Favour
16	Bharat Lal Shukla	In person	1379	8500	Favour
17	Indu Shukla	Authorised Representative (Mr. Bharat Lal Shukla)	1380	9100	Favour
18	Divyarth Health Care Pvt. Ltd.	Authorised Representative (Mr. Divyarth Kumar)	5005	132400	Favour
19	Bhawna	Authorised Representative (Mr. Divyarth Kumar)	IN30211310092107	10600	Favour
20	Radhika Kumar	Authorised Representative (Mr. Divyarth Kumar)	IN30211310093996	11200	Favour

