

Details of the remuneration to all the Directors for the year:

The aggregate value of salary, perquisites and commission for the year ended 31st March, 2018 to three Whole-time Directors is as follows:

₹ in Lacs

Name of Director	Salary	Perquisites	Retirement Benefits	Commission	Total
Mr. Rajnikant Devidas Shroff <i>Chairman and Managing Director</i>	480	153	153	225	1011
Mr. Kalyan Mohan Banerjee <i>Whole-time Director</i>	24	19	8	15	66
Mr. Arun Chandrasen Ashar <i>Whole-time Director</i>	120	68	38	32	258

The Company has paid the sitting fees for the year ended 31st March, 2018 to Independent and Non-Executive Directors for attending Board Meetings, Audit Committee Meetings, Remuneration Committee Meetings, CSR Committee Meeting and Stakeholders Relationship Committee Meeting as follows:

Mr. Pradeep Vedprakash Goyal ₹4,60,000/-, Dr. Reena Ramachandran ₹2,50,000/-, Mr. Pradip Pranjivan Madhavji ₹5,00,000/-, Mr. Vinod R. Sethi ₹1,60,000/-, Mr. Hardeep Singh ₹2,50,000/- and Mr. Vasant P. Gandhi ₹3,75,000/-.

In addition, the Company has paid commission to Independent and Non-Executive Directors of ₹8.00 lacs each to Mr. Pradeep Goyal, Dr. Reena Ramachandran, Mr. Pradip Madhavji, Mr. Vinod Rajindranath Sethi, Mr. Hardeep Singh and Mr. Vasant Prakash Gandhi.

Remuneration of the executive directors are broadly divided into fixed and variable components. The fixed components comprises of salary, allowances, perquisites, amenities and retirement benefits. The variable components comprises of performance based annual commission. The performance criteria are individual performance based on annual targets, Company's performance and recent compensation trends in the industry.

The appointment of executive directors is for a period of five years. The service agreement provides for a notice period of three months on either side.

6. Stakeholders Relationship Committee

The Board of the Company has constituted a Stakeholders Relationship Committee, comprising two Independent and Non-Executive Directors to look into the redressal of grievances of security holders including complaints related to transfer of

shares, non-receipt of balance sheet, non-receipt of declared dividends. One meeting of the Stakeholders Relationship Committee was held on 25th January, 2018.

Composition of members of Stakeholders Relationship Committee is as follows:

Composition	Mr. Pradip Pranjivan Madhavji Chairman	Mr. Pradeep Vedprakash Goyal
Meeting attended during the year	1	1

Compliance Officer:

Mr. M. B. Trivedi, Company Secretary

The Company also has its separate shares transfer committee consisting of Mrs. Sandra Rajnikant Shroff and Mr. Arun Chandrasen Ashar, Directors and two other senior executives of the Company. This committee normally meets weekly to approve transfer of shares, issue of duplicate certificates, redressal of Stakeholders Grievances, among others. Share certificates submitted for dematerialisation and request for rematerialisation were also approved by the committee.

One complaint was pending at the beginning of the year and the total number of complaints received during the year under review were 77 of which 78 complaints were addressed to the satisfaction of shareholders on or before 31st March, 2018 and no complaint was pending as on or before 31st March, 2018.

Six requests for transfers were pending for approval as on 31st March, 2018, out of which five were processed under objections on or before 7th April, 2018 and one was approved and dealt with on 2nd April, 2018.

7. General Body Meetings**(A) Annual General Meetings:**

Location and time for last three Annual General Meetings were:

Year	AGM	Location	Date	Time
2014-15	31st AGM	Hotel Green View Hall, N. H. No. 8 Vapi, Gujarat - 396 195.	30/07/2015	10.00 a.m.
2015-16	32nd AGM	Hotel Green View Hall, N. H. No. 8 Vapi, Gujarat - 396 195.	29/06/2016	10.00 a.m.
2016-17	33rd AGM	Hotel Green View Hall, N. H. No. 8, Vapi, Gujarat - 396 195.	08/07/2017	11.00 a.m.