



YORK EXPORTS LTD.

MANUFACTURER - EXPORTER

CIVIL LINES, LUDHIANA - 141 001. (INDIA)

Phones : 2448001 - 2 - 3
E-mail : admin@yorkexports.in

NOTICE

NOTICE is hereby given that the 42nd. Annual General Meeting of the Members of York Exports Limited will be held on Monday, 30th. day of September, 2024 at S-115, Shakarpur, Delhi-92 at 9.00 a.m., to transact the following business:

ORDINARY BUSINESS

1. Adoption of Financial Statements

To receive, consider and adopt the Directors' Report, the Auditors' Report and the Audited Balance Sheet and Profit and Loss Account together with Schedules and Cash Flow Statement of the Company for the year ended 31st. March, 2024.

2. Appointment of Director

To appoint a Director in place of Mr. Ashwani Dhawan (DIN 00264986) who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS

3. To appoint Mr. Sanjay Arora as a Non-Executive Independent Director of the Company:

To consider and if thought fit, to pass with or without modification(s) the following resolution as an special Resolution:

"RESOLVED that pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force) Mr. SANJAY ARORA (DIN- 00277500), 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, for a period of five (5) years, not liable to retire by rotation.

4. To appoint Mr. Bharat Bhushan Jain as a Non-Executive Non-Independent Director of the Company:

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 Section 152 and other applicable provisions, if any, of the Companies Act, 2013 and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Bharat Bhushan Jain (DIN: 00277472), 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 a Non-Executive Non-Independent Director of the Company, liable to retire by rotation, w.e.f. the conclusion of the 42nd Annual General Meeting."

By Order of the Board
For York Exports Ltd.

ASHWANI DHAWAN

Digitally signed by ASHWANI DHAWAN
Date: 2024.09.02 16:07:38 +05'30'

(Ashwani Dhawan)
Managing Director
DIN: 00264986

697, Vishvamitter Street,
Cemetery Road, Civil Lines, Ludhiana- 141001

Place: Ludhiana
Dated: 02.09.2024

CHANGING LIVES THROUGH ENTERPRISE

REGD. OFFICE : D-6, DIWAN SHREE APARTMENTS, 30 FERROZESHAH ROAD, NEW DELHI-110 001.

Website : www.yorkexports.in CIN : L74899DL1983PLCO15416

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NOTES:

1. A Member Entitled to Attend and Vote at the Meeting is entitled to appoint a Proxy to Attend and to Vote Instead Of Himself, And a Proxy Need Not Be a Member. Proxies in Order To be Effective Must Be Duly Filled, Stamped, Signed And Deposited At The Registered Office Of The Company Not Less Than Forty Eight (48) Hours Before The Commencement Of The Meeting. The Blank Proxy Form Is Enclosed.
2. The Corporate Members are requested to send to the Company a duly certified copy of the Board Resolution authorizing their representative to attend and vote at the Annual General Meeting.
3. The Explanatory Statement pursuant to the provisions of Section 102(1) of the Companies Act, 2013, which set out details relating to special business at the meeting is annexed hereto.
4. The Register of Members and Share Transfer Books of the Company will be closed from Tuesday 24th September, 2024 to Monday 30th September, 2024 (both days inclusive).
5. In compliance with the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company provides members facility to exercise their right to vote at the 42nd Annual General Meeting (AGM) by electronic means and the businesses may be transacted through e-Voting Services provided by Central Depository Services (India) Ltd. The e-voting details are enclosed along with the Annual Report.
6. Members desirous of seeking any information concerning the accounts and operations of the Company are requested to address their queries to the Company Secretary, at the Registered Office at least ten days in advance of the meeting, so that the information, to the extent practicable, can be made available at the meeting.
7. The members, who have not registered their e-mail addresses so far, are requested to register the same in respect of electronic holdings with the depository through their depository participants. Members who are holding shares in physical form are requested to get their e-mail addresses registered with the Registrar & Transfer Agent, M/s Beetal Financial and Computer Services Pvt. Ltd.
8. The Shareholders are requested to notify change of address, if any, immediately to the Registrar & Transfer Agent, M/s Beetal Financial and Computer Services Pvt. Ltd, New Delhi, mentioning their Folio Number.
9. Hard Copies of the annual reports will not be sent. You are therefore, requested to download the same from our website www.yorkexports.in or register your email id with registrar or company.
10. Annual accounts and related documents referred to in the accompanying Notice and the Statement are open for inspection by the members at the Registered Office of the Company.
11. Electronic copy of the Notice of the 42nd Annual General Meeting of the Company inter alia indicating the process and manner of evoting along with Attendance Slip and Proxy Form is being sent to all the members whose email IDs are registered with the Company/Depository Participants(s) for communication purposes.
12. Notice of the 42nd Annual General Meeting and the Annual Report for 2023-24 will also be available on the Company's website www.yorkexports.in for their download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office for inspection during normal business hours on working days. For any communication, the shareholders may also send their request to the Company's email id: admin@yorkexports.in.

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13. The Ministry of Corporate Affairs (MCA) has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliances by the companies. Your company has joined the MCA in its environmental friendly initiative. The company would send documents such as Notice of the General Meetings, Annual Report and other communication to its shareholders via electronic mode to the registered e-mail addresses of shareholders. To support this green initiative of the Government in full measure, shareholders are requested to register/update their latest e-mail addresses with the Depository Participants (D.P) with whom they are having Demat Account or send the same to the company via e-mail at: admin@yorkexports.in or to RTA at beetalrta@gmail.com. We solicit your valuable co-operation and support in our endeavour to contribute our bit to the environment.
14. SEBI has mandated the submission of Permanent Account Number (PAN) by every securities market participant. Members holding shares in electronic form are therefore requested to submit their PAN to the DP with whom they maintain their demat accounts. Members holding shares in physical form should submit their PAN to M/s. Beetal Financial & Computer Services (P) Ltd/Company.
15. In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the companies (Management and Administration) rules, 2014 as amended from time to time and regulation 44 of Listing Regulations, Members have been provided with the facility of "remote e-voting" (e-voting from a venue other than place of Annual General Meeting) on resolutions proposed to be considered at the ensuing Annual General Meeting. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by Central Depository Services (India) Limited (CDSL). The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.
16. The company has appointed M/s Harsh Goyal & Associates, Company Secretaries as the Scrutinizer to scrutinize the e-voting process and ballots at AGM in a fair and transparent manner.
17. The results of e-voting and physical voting by ballots at venue of AGM will be declared by the chairman of the meeting not later than two days of the meeting.

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Annexure

The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on 27th day of September 2024 at 10.00 AM (IST) and ends on 29th day of September 2024 at 05.00 PM (IST). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 23.09.2024 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

- (iv) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.
- (v) Pursuant to above said SEBI Circular, Login method for e-Voting for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

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Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> 1) Users who have opted for CDSL Ease / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Ease / Easiest are requested to visit edsl website www.edslindia.com and click on login icon & New System Myeasi Tab. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Ease/Easiest, option to register is available at edsl website www.edslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.edslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none"> 1) If you are already registered for NSDL IDEAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsd.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDEAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period 2) If the user is not registered for IdeAS e-Services, option to register is available at https://eservices.nsd.com. Select "Register Online for IdeAS" "Portal" or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

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<p>Individual Shareholders (holding securities in demat mode) login through their Depository Participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period</p>
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Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL.

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000

(vi) Login method for Remote e-Voting for Physical shareholders and shareholders other than individual holding in Demat form.

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on "Shareholders" module.
- 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

For Physical shareholders and other than individual shareholders holding shares in Demat.

PAN	Enter your 10digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none">• Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none">• If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

(vii) After entering these details appropriately, click on "SUBMIT" tab.

(viii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(ix) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(x) Click on the EVSN for York exports limited on which you choose to vote.

(xi) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

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- (xii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xiv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xvi) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; admin@yorkexports.in, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders - please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAAR (self-attested scanned copy of Aadhaar Card) by email to **RTA at beetalrta@gmail.com**
2. For Demat shareholders -, please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 2109 911. All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free no. 1800 2109 911

ASHWANI DHAWAN

By Order of the Board
For York Exports Ltd.
Digitally signed by ASHWANI DHAWAN
Date: 2024.09.02 16:08:39 +05'30'

(Ashwani Dhawan)
Managing Director
DIN 00264986
697, Vishvamitter Street,
Cemetery Road, Civil Lines, Ludhiana - 141001

Place: Ludhiana
Dated: 02.09.2024

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Statement pursuant to section 102 of the Companies Act, 2013 and Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

Item No. 3 of the Special Business:

Mr. Sanjay Arora, was appointed as director of the Company w.e.f. 18-06-2004. Further, he was appointed as an Independent Director of the Company, in terms of Sections 149, 150, 152 of the Companies Act, 2013 for a consecutive term of five years by the Members in their Annual General Meeting held on 30th September, 2014. However, due to his health issues at that time he had resigned from the Board of Directors w.e.f. 07-06-2019.

Since he has fully recovered in his health, he is now again proposed to be appointed as an Independent Director of the Company for a consecutive period of five years from the date of 42nd Annual General Meeting i.e. from 30-09-2024 to 29-09-2029, not liable to retire by rotation.

The Company has received requisite notice in writing from a Member proposing the appointment of Mr. Sanjay Arora as a candidate for the office of Director of the Company.

A brief profile of Mr. Sanjay Arora is provided at the end of this statement.

The Board recommends the Special Resolution as set out at Item No. 3 of the Notice for approval by the Members. Accordingly, your approval is solicited.

Memorandum of Interest:

Except Mr. Sanjay Arora, being the appointee, none of the Directors or Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 3.

Item No. 4 of the Special Business:

Mr. Bharat Bhushan Jain, Director of the Company, was re-appointed as an Independent Director of the Company, for a second consecutive term of five years by the Members in their Annual General Meeting held on 30th September, 2019. As such, his second term as an Independent Director is going to complete on the conclusion of the ensuing 42nd Annual General Meeting. Further, pursuant to the provisions of Section 149 of the Companies Act, 2013, no independent director shall hold office as an Independent Director for more than two consecutive terms.

But considering his knowledge, experience, skills, performance, etc., the Board of Directors of the Company, on the basis of recommendation of Nomination & Remuneration Committee and pursuant to the provisions of Section 152 of the Companies Act, 2013, in its meeting held on 02nd September, 2024 had approved the appointment of Mr. Bharat Bhushan Jain (DIN: 00277472), as a Non-Executive Non-Independent Director of the Company, liable to retire by rotation w.e.f. the conclusion of the 42nd Annual General Meeting of the Company subject to the approval of the members of the company.

The Company has received requisite notice in writing from a Member proposing the appointment of Mr. Bharat Bhushan Jain as a candidate for the office of Director of the Company.

A brief profile of Mr. Bharat Bhushan Jain is provided at the end of this statement.

The Board recommends the Ordinary Resolution as set out at Item No. 4 of the Notice for approval by the Members. Accordingly, your approval is solicited.

Memorandum of Interest:

Except Mr. B. B. Jain, being the appointee, none of the Directors or Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 4

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Details of Directors seeking re- appointment and appointment at the forthcoming Annual General Meeting [Pursuant to Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015] and Secretarial Standard on General Meetings (SS-2)

Name of the Director	Ashwani Dhawan (DIN 00264986)
Date of Birth	08-05-1961
Date of First Appointment	08-11-1993
Experience in Specific functional area	He is Graduate and having rich experience of three decades Technically and Administratively in the field of Knitted Garments
Qualification	Graduate
Directorship of other companies	1. York Oil and Fats Private Limited 2. York Infrastructure Pvt. Ltd. 3. York E-Retail Pvt. Ltd. 4. Nature Light Solar Power Pvt. Ltd.
Chairman/Member of Committees of other companies	NIL
No. Of Shares held	232400
Relationship with other Directors	Father of Whole Time Director Sh. Aayush Dhawan

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Name of the Director	Bharat Bhushan Jain (DIN 00277472)
Date of Birth	21-09-1956
Date of First Appointment	20-07-1998
Experience in Specific functional area	He is Chartered Accountant and having rich experience in the field of Administration, finance, taxation and planning of Knitted Garments manufacturing
Qualification	Chartered Accountant
Directorship of other companies	1. York Oil and Fats Private Limited
Chairman/Member of Committees of other companies	NIL
No. Of Shares held	1200
Relationship with other Directors	NIL

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Name of the Director	Sanjay Arora (DIN 00277500)
Date of Birth	07-01-1960
Date of First Appointment	18-06-2004
Experience in Specific functional area	He is having rich experience in the field of Marketing and manufacturing of Knitted Garments
Qualification	Graduate
Directorship of other companies	NIL
Chairman/Member of Committees of other companies	NIL
No. Of Shares held	NIL
Relationship with other Directors	NIL