

JKLC:SECTL:SE:25  
25<sup>th</sup> February 2025

- |                                                                                                                                                                                                              |                                                                                                                                                                                                                |
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| <p>1 <b>BSE Ltd.</b><br/>Department of Corporate Services<br/>Phiroze Jeejeebhoy Towers<br/>Dalal Street<br/>Mumbai – 400 001<br/><b>Security Code No. 500380</b><br/><b>Through: BSE Listing Centre</b></p> | <p>2 <b>National Stock Exchange of India Ltd.</b><br/>“Exchange Plaza”<br/>Bandra-Kurla Complex<br/>Bandra (East)<br/>Mumbai – 400 051<br/><b>Symbol: JKLAKSHMI, Series : EQ</b><br/><b>Through: NEAPS</b></p> |
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Dear Sir/ Madam,

**Re: Newspaper Advertisement of Tribunal Convened Meetings of Unsecured Creditors and Equity Shareholders of the Company**

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached herewith copies of the advertisements, published in Financial Express” (English Language-All Editions), "Indian Express" (English Language-Jaipur Edition) and "Jagruk Times" (Hindi Language-Sirohi Edition) newspapers on 25<sup>th</sup> February 2025, regarding details of Tribunal Convened Meetings of Unsecured Creditors and Equity Shareholders of the Company as directed by the National Company Law Tribunal, Jaipur vide its order dated 28<sup>th</sup> January, 2025 read with order dated 4<sup>th</sup> February 2025 passed in the Company Scheme Application CA(CAA) No. 01/230- 232/JPR/2025 to be held on Friday, 28<sup>th</sup> March, 2025, through Video Conferencing / Other Audio-Visual Means.

Thanking you

Yours faithfully  
For JK Lakshmi Cement Limited

(Amit Chaurasia)  
Company Secretary

Encl: a.a.



CIN: L74999RJ1938PLC019511

**Regd. Office:** Jaykaypuram, Basantgarh, District Sirohi, Rajasthan- 307019  
**Secretarial Office:** Gulab Bhawan, 3<sup>rd</sup> Floor, (Rear Block), 6A, Bahadur Shah Zafar Marg, New Delhi-110002  
Email: [jkic.investors@jkm.com](mailto:jkic.investors@jkm.com), Website: [www.jklakshmicement.com](http://www.jklakshmicement.com)  
Phone: +91-11-68201862; Fax No.: 02971-244417

**BEFORE THE NATIONAL COMPANY LAW TRIBUNAL, BENCH, AT JAIPUR  
CA (CAA) No. 01/230-232/JPR/2025**

In the matter of the Companies Act, 2013  
and

In the matter of application under sections 230 to 232 and other applicable provisions of Companies Act, 2013 read with the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016  
and

In the matter of scheme of amalgamation and arrangement  
of

**JK Lakshmi Cement Limited**  
and

**Udaipur Cement Works Limited**  
and

**Hansdeep Industries & Trading Company Limited**  
and

**Hidrive Developers and Industries Limited**  
and

their respective shareholders & creditors

**JK Lakshmi Cement Limited**

A listed public limited company incorporated under the Companies Act, 1913, having its registered office at Jaykaypuram, Basantgarh, Dist. Sirohi, Rajasthan - 307019

...Applicant Company

**NOTICE AND ADVERTISEMENT OF NOTICE OF MEETING OF  
THE UNSECURED CREDITORS AND EQUITY SHAREHOLDERS**

Notice is hereby given that by an Order dated January 28, 2025 read with Order dated February 04, 2025 passed in the Company Scheme Application CA (CAA) No. 01/230-232/JPR/2025 (collectively referred as the "Order"), the Hon'ble National Company Law Tribunal, Bench at Jaipur ("NCLT") has directed a meeting to be held of the unsecured creditors and equity shareholders of the Applicant Company, for the purpose of considering, and if thought fit, approving with or without modification(s), the arrangement embodied in the Scheme of Amalgamation and Arrangement between JK Lakshmi Cement Limited, Udaipur Cement Works Limited, Hansdeep Industries & Trading Company Limited, Hidrive Developers and Industries Limited and their respective Shareholders and Creditors ("Scheme").

In pursuance of the said Order and as directed therein, further notice is hereby given that a meeting of the unsecured creditors of the Applicant Company will be held on **Friday, March 28, 2025 at 11:45 A.M. (IST)** through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM") at which time the said unsecured creditors of the Applicant Company are requested to attend the meeting. Further, a separate meeting of the equity shareholders of the Applicant Company will also be held on **Friday, March 28, 2025 at 1:30 P.M. (IST)** through VC/OAVM at which time the said equity shareholders of the Applicant Company are requested to attend the meeting. These meetings will be held in compliance with the applicable provisions of the Companies Act, 2013 ("2013 Act") and General Circulars No. 14/2020 dated April 08, 2020; No. 20/2020 dated May 05, 2020 and all subsequent circulars in this regard, the last being No. 09/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs, Government of India, read with Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and all subsequent circulars in this regard, the last being SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024 issued by the Securities and Exchange Board of India ("SEBI").

Copies of the notice and the explanatory statement (along with relevant Annexures including the Scheme) (collectively referred as "Notice") under Sections 230 to 232 and 102 of the 2013 Act read with Rule 6 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 is being sent electronically to the unsecured creditors and equity shareholders of the Applicant Company to their registered email ID's with the Applicant Company. Further, a letter containing, *inter alia*, the day, date, time and other details for joining the meetings through VC/OAVM and the weblink, including the exact path, where complete details of the Notices can be accessed, has been sent to unsecured creditors and equity shareholders whose email addresses are not available with the Applicant Company. The letter also contains a QR Code through which the relevant unsecured creditors and equity shareholders can directly access the complete Notice. Notice is available and can be obtained free of charge at the Registered Office of the Applicant Company prior to the date of the meetings. The Notice is also available on the website of JK Lakshmi Cement Limited ([www.jklakshmicement.com](http://www.jklakshmicement.com)) and may also be available on the websites of Central Depository Services (India) Ltd. ("CDSL") ([www.evotingindia.com](http://www.evotingindia.com)), BSE Limited ([www.bseindia.com](http://www.bseindia.com)) and National Stock Exchange of India Limited ([www.nseindia.com](http://www.nseindia.com)).

The Hon'ble NCLT has appointed (a) Shri Rajeev Mehrotra to be the Chairperson and failing him Shri Sandeep Pathak to be the Alternate Chairperson of the said meetings. The Scheme, if approved by the meeting(s) of unsecured creditors and equity shareholders of the Applicant Company, will be subject to subsequent approval of the Hon'ble NCLT.

In compliance with the applicable provisions of the Act and various aforesaid circulars issued by the MCA and SEBI from time to time, the Applicant Company is pleased to provide remote e-voting facility and e-voting during the meetings of the unsecured creditors and equity shareholders, enabling them to cast their vote electronically for the resolution as set out in the Notice, using e-voting services provided by CDSL and the business stated in the Notice shall be transacted through electronic means. The links to join the Meetings through VC/OAVM may be accessed through <https://www.cdslindia.com/> (for individual shareholders holding shares with CDSL), <https://www.evoting.nsdl.com/> (for individual shareholders holding shares with National Securities Depository Ltd.) and <https://www.evotingindia.com/> (for all other types of shareholders). Further, you may also refer the detailed instructions for joining the meetings and manner of casting vote through remote e-voting or e-voting during the meetings as given in the notes to the Notice of the Meetings.

Since the meetings of the unsecured creditors and equity shareholders of the Applicant Company are being held through VC/OAVM, physical attendance of unsecured creditors and equity shareholders has been dispensed with. Accordingly, the facility of appointment of proxies by the unsecured creditors and equity shareholders of the Applicant Company will not be available for their respective meetings.

The cut-off date for e-voting and time period for the remote e-voting in respects of the meetings are as under:-

Meetings of Unsecured Creditors and Equity Shareholders	
Cut off date for e-voting	Friday, March 21, 2025
Remote e-voting start date and time	Monday, March 24, 2025, 10:00 A.M.
Remote e-voting end date and time	Thursday, March 27, 2025, 05:00 P.M.

The remote e-voting module will be disabled thereafter. Once the vote is cast by an unsecured creditor/ equity shareholder, such creditor and/or shareholder shall not be allowed to change it subsequently or vote again in the meeting and such person may participate in the meeting.

An unsecured creditor whose name is recorded in the list of unsecured creditors available with the Company as on the Cut-off Date i.e. Friday, March 21, 2025, only shall be entitled to avail the facility of remote e-voting and attend the meeting of unsecured creditors or vote thereat, if vote not cast earlier. Similarly, an equity shareholder whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories, as on the Cut-off Date i.e. Friday, March 21, 2025, only shall be entitled to avail the facility of remote e-voting and attend the meeting of the equity shareholders or vote thereat, if vote not cast earlier.

Unsecured creditors and equity shareholders of the Applicant Company are requested to read the instructions as printed in the Notice carefully. If you have any queries or issues regarding attending meeting and e-voting from the CDSL's e-voting system, you can write an email at [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call on toll free no. 18002109911. You may also contact the Company Secretary at 011-68201862 or email at [jkic.investors@jkm.com](mailto:jkic.investors@jkm.com).

Dated this 24<sup>th</sup> day of February, 2025  
Place: New Delhi

Sd/  
(Rajeev Mehrotra)  
Chairperson appointed for the Meetings





CIN: L74999RJ1938PLC019511

Regd. Office: Jaykaypuram, Basantgarh, District Sirohi, Rajasthan- 307019

Secretarial Office: Gulab Bhawan, 3<sup>rd</sup> Floor, (Rear Block), 6A, Bahadur Shah Zafar Marg, New Delhi-110002

Email: [jkic.investors@jkm.com](mailto:jkic.investors@jkm.com), Website: [www.jklakshmicement.com](http://www.jklakshmicement.com)

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Dated this 24<sup>th</sup> day of February, 2025  
Place: New Delhi

Sd/  
(Rajeev Mehrotra)  
Chairperson appointed for the Meetings



## जे के लक्ष्मी सीमेंट लिमिटेड

सीआईएन: L74999RJ1938PLC019511

पंजीकृत कार्यालय: जेकेपुरम, जिला सिरौही, राजस्थान-307019

सेक्रेटेरियल कार्यालय: पृतीय तल, गुलाब भवन, (पिछला ब्लॉक), 6ए, बहादुर शाह जफर मार्ग, नई दिल्ली-110002

ईमेल: [jkic.investors@jklmail.com](mailto:jkic.investors@jklmail.com) वेबसाइट: [www.jklakshmicement.com](http://www.jklakshmicement.com)

फोन: +91-11-68201862; फैक्स: +91-2971-244417

### राष्ट्रीय कम्पनी लॉ ट्रिब्यूनल, जयपुर बेंच के समक्ष सीए (सीएए) संख्या 01/230-232/जेपीआर/2025

कम्पनी अधिनियम, 2013

एवं

कम्पनी अधिनियम, 2013 की धारा 230 से 232 तथा अन्य लागू प्रावधानों के साथ पठित कम्पनी  
(समझौते, व्यवस्था (ठहराव) और समामेलन) नियम, 2016 के अंतर्गत आवेदन के मामले में

तथा

जेके लक्ष्मी सीमेंट लिमिटेड

एवं

उदयपुर सीमेंट वर्क्स लिमिटेड

एवं

हंसदीप इंडस्ट्रीज एंड ट्रेडिंग कम्पनी लिमिटेड

एवं

हाईड्राइव डेवलपर्स एंड इंडस्ट्रीज लिमिटेड

एवं

उनके संबंधित शेयरधारकों एवं लेनदारों

के समामेलन एवं व्यवस्था की योजना के मामले में

#### जेके लक्ष्मी सीमेंट लिमिटेड

कम्पनी अधिनियम, 1913 के अंतर्गत निर्गमित एक सूचीबद्ध सार्वजनिक लिमिटेड कम्पनी, जिसका पंजीकृत कार्यालय जेकेपुरम, बसंतगढ़, जिला सिरौही, राजस्थान-307019 में है

...आवेदक कम्पनी

#### असुरक्षित लेनदारों एवं इक्विटी शेयरधारकों की बैठक की सूचना तथा विज्ञापन

एतद् द्वारा सूचित किया जाता है कि कम्पनी योजना आवेदन सीए (सीएए) संख्या 01/230-232/जेपीआर/2025 (सामूहिक रूप से 'आदेश' के रूप में संदर्भित) में पारित आदेश दिनांकित 28 जनवरी, 2025 के साथ पठित आदेश दिनांकित 04 फरवरी, 2025 के द्वारा राष्ट्रीय कम्पनी लॉ ट्रिब्यूनल, जयपुर स्थित पीठ ('एनसीएलटी') ने आवेदक कम्पनी के असुरक्षित लेनदारों एवं इक्विटी शेयरधारकों की एक बैठक आयोजित करने का निर्देश दिया है, जिसका उद्देश्य जेके लक्ष्मी सीमेंट लिमिटेड, उदयपुर सीमेंट वर्क्स लिमिटेड, हंसदीप इंडस्ट्रीज एंड ट्रेडिंग कम्पनी लिमिटेड, हाईड्राइव डेवलपर्स एंड इंडस्ट्रीज लिमिटेड एवं उनके संबंधित शेयरधारकों एवं लेनदारों के बीच समामेलन एवं व्यवस्था की योजना ('योजना') में निहित व्यवस्था पर विचार और यदि उचित समझा जाए तो संशोधन के साथ या बिना संशोधन बिना के अनुमोदन करना है।

उक्त आदेश के अनुपालन में एवं उसमें उक्त निर्देशानुसार, इसके अतिरिक्त सूचित किया जाता है कि आवेदक कम्पनी के असुरक्षित लेनदारों की एक बैठक शुक्रवार, 28 मार्च, 2025 को 11:45 बजे पूर्वाह्न (भारतीय मानक समय) वीडियो कॉन्फ्रेंसिंग ('वीसी')/अन्य ऑडियो-विजुअल साधनों ('ओएवीएम') के माध्यम से आयोजित की जाएगी, जिस समय आवेदक कम्पनी के उक्त असुरक्षित लेनदारों से बैठक में उपस्थित होने का अनुरोध किया जाता है। इसके अतिरिक्त, आवेदक कम्पनी के इक्विटी शेयरधारकों की एक अलग बैठक शुक्रवार, 28 मार्च, 2025 को 1:30 बजे अपराह्न (भारतीय मानक समय) वीसी/ओएवीएम के माध्यम से आयोजित की जाएगी, जिस समय आवेदक कम्पनी के उक्त इक्विटी शेयरधारकों से बैठक में उपस्थित होने का अनुरोध किया जाता है। ये बैठकें कम्पनी अधिनियम, 2013 ('2013 अधिनियम') के लागू प्रावधानों एवं कॉर्पोरेट मामले मंत्रालय, भारत सरकार द्वारा जारी सामान्य परिपत्र संख्या 14/2020 दिनांकित 8 अप्रैल, 2020; संख्या 20/2020 दिनांकित 5 मई, 2020 तथा इस सन्दर्भ में सभी अनुवर्ती परिपत्रों, अंतिम 09/2024 दिनांकित 19 सितम्बर, 2024 के साथ पठित भारतीय प्रतिभूति और विनियम बोर्ड ('सेबी') द्वारा जारी परिपत्र संख्या SEBI/HO/CFD/CMD1/CIR/P/2020/79 दिनांकित 12 मई, 2020 एवं इस सन्दर्भ में सभी अनुवर्ती परिपत्रों, अंतिम SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 दिनांकित 3 अक्टूबर, 2024 के अनुपालन में आयोजित की जाएंगी।

2013 अधिनियम की धारा 230 से 232 एवं 102 के साथ पठित कम्पनी (समझौते, व्यवस्था (ठहराव) और समामेलन) नियम, 2016 के नियम 6 के अंतर्गत सूचना और व्याख्यात्मक विवरण (योजना सहित प्रासंगिक अनुबंधों सहित) (सामूहिक रूप से 'सूचना' के रूप में संदर्भित) की प्रतियाँ आवेदक कम्पनी के असुरक्षित लेनदारों एवं इक्विटी शेयरधारकों को आवेदक कम्पनी के साथ उनके पंजीकृत ईमेल आईडी पर इलेक्ट्रॉनिक रूप से भेजी जा रही हैं। इसके अतिरिक्त, अन्य बातों के साथ-साथ, वीसी/ओएवीएम एवं वेबलिक के माध्यम से बैठकों में सम्मिलित होने के दिन, तारीख, समय तथा अन्य विवरणों युक्त एक पत्र, जिसमें सटीक पथ भी शामिल है, जहाँ सूचना का सम्पूर्ण विवरण देखा जा सकता है, असुरक्षित लेनदारों एवं इक्विटी शेयरधारकों को भेजा गया है, जिनके ईमेल पते आवेदक कम्पनी के पास उपलब्ध नहीं हैं। पत्र में एक क्यूआर कोड भी है जिसके माध्यम से संबंधित असुरक्षित लेनदार एवं इक्विटी शेयरधारक सीधे संपूर्ण सूचना अभिगमित कर सकते हैं। सूचना आवेदक कम्पनी के पंजीकृत कार्यालय भी उपलब्ध है और बैठकों की तारीख से पहले निःशुल्क प्राप्त किया जा सकता है। यह सूचना जेके लक्ष्मी सीमेंट लिमिटेड ([www.jklakshmicement.com](http://www.jklakshmicement.com)) की वेबसाइट पर उपलब्ध होगी और सेंट्रल डिपॉजिटरी सर्विसेज (इंडिया) लिमिटेड ('सीडीएसएल') की वेबसाइट (<https://www.cdslindia.com/>), बीएसई लिमिटेड ([www.bseindia.com](http://www.bseindia.com)) तथा नेशनल स्टॉक एक्सचेंज ऑफ इंडिया लिमिटेड ([www.nseindia.com](http://www.nseindia.com)) की वेबसाइटों पर भी उपलब्ध हो सकती है।

माननीय एनसीएलटी ने उक्त बैठकों हेतु (ए) श्री राजीव मेहरोत्रा को अध्यक्ष नियुक्त किया है और उनकी अनुपस्थिति में श्री संदीप पाठक को वैकल्पिक अध्यक्ष नियुक्त किया है। यदि आवेदक कम्पनी के असुरक्षित लेनदारों एवं इक्विटी शेयरधारकों की बैठक(ओं) द्वारा योजना को स्वीकृति दे दी जाती है, तो यह माननीय एनसीएलटी के अनुवर्ती अनुमोदन के विषय-स्वरूप होगी।

अधिनियम के लागू प्रावधानों एवं एमसीए तथा सेबी द्वारा समय-समय पर जारी किए गए विभिन्न उपरोक्त परिपत्रों के अनुपालन में, आवेदक कम्पनी असुरक्षित लेनदारों एवं इक्विटी शेयरधारकों की बैठकों के दौरान रिमोट ई-वोटिंग सुविधा तथा ई-वोटिंग प्रदान करने में हार्षित है, जिससे वे सूचना में निर्धारित प्रस्ताव हेतु सीडीएसएल द्वारा प्रदान की गई ई-वोटिंग सेवाओं का उपयोग करके इलेक्ट्रॉनिक रूप से अपना वोट डाल सकें और सूचना में दिए गए व्यवसाय को इलेक्ट्रॉनिक माध्यम से संपादित किया जाएगा। वीसी/ओएवीएम के माध्यम से बैठकों में सम्मिलित होने के लिए <https://www.cdslindia.com/> (सीडीएसएल के साथ शेयर प्रतिरक्षित करने वाले व्यक्तिगत शेयरधारकों हेतु), <https://www.evoting.nsdl.com/> (नेशनल सिक्योरिटीज डिपॉजिटरी लिमिटेड के साथ शेयर प्रतिरक्षित करने वाले व्यक्तिगत शेयरधारकों हेतु) एवं <https://www.evotingindia.com/> (अन्य सभी प्रकार के शेयरधारकों हेतु) के माध्यम से अभिगमित किया जा सकता है।

चूँकि आवेदक कम्पनी के असुरक्षित लेनदारों एवं इक्विटी शेयरधारकों की बैठकों वीसी/ओएवीएम के माध्यम से आयोजित की जा रही हैं, अतः असुरक्षित लेनदारों एवं इक्विटी शेयरधारकों की भौतिक उपस्थिति समाप्त कर दी गई है। तदनुसार, आवेदक कम्पनी के असुरक्षित लेनदारों एवं इक्विटी शेयरधारकों द्वारा प्रॉक्सी की नियुक्ति की सुविधा उनकी संबंधित बैठकों के लिए उपलब्ध नहीं होगी।

बैठकों के संबंध में ई-वोटिंग की कट-ऑफ तिथि तथा रिमोट ई-वोटिंग की समयवधि निम्नानुसार है:-

असुरक्षित लेनदारों एवं इक्विटी शेयरधारकों की बैठकें	
ई-वोटिंग हेतु कट-ऑफ तिथि	शुक्रवार, 21 मार्च, 2025
रिमोट ई-वोटिंग की आरम्भ तिथि एवं समय	सोमवार, 24 मार्च, 2025, 10:00 बजे पूर्वाह्न
रिमोट ई-वोटिंग की समापन तिथि एवं समय	बृहस्पतिवार, 27 मार्च, 2025, 5:00 बजे अपराह्न

इसके पश्चात् रिमोट ई-वोटिंग मॉड्यूल निष्क्रिय कर दिया जाएगा। एक बार जब असुरक्षित लेनदार/इक्विटी शेयरधारक द्वारा वोट डाल दिया जाता है, तो ऐसे लेनदार और/अथवा शेयरधारक को बाद में इसे बदलने या बैठक में पुनः वोट करने की अनुमति नहीं दी जाएगी और ऐसा व्यक्ति बैठक में भाग ले सकता है।

एक असुरक्षित लेनदार जिसका नाम कट-ऑफ तिथि अर्थात् शुक्रवार, 21 मार्च, 2025 को कम्पनी के पास उपलब्ध असुरक्षित लेनदारों की सूची में दर्ज है, केवल वही रिमोट ई-वोटिंग की सुविधा का लाभ उठाने और असुरक्षित लेनदारों की बैठक में भाग लेने या उसमें वोट करने हेतु अधिकृत होगा, अगर उसने पहले वोट नहीं डाला हो। इसी प्रकार, एक इक्विटी शेयरधारक जिसका नाम कट-ऑफ तिथि अर्थात् शुक्रवार, 21 मार्च, 2025 को डिपॉजिटरी द्वारा असुरक्षित सदस्यों के रजिस्टर या लाभमोगी स्वामियों के रजिस्टर में दर्ज हो, केवल वही रिमोट ई-वोटिंग की सुविधा का लाभ उठाने एवं इक्विटी शेयरधारकों की बैठक में भाग लेने या उसमें वोट करने हेतु अधिकृत होगा, अगर उसने पहले वोट नहीं डाला हो।

आवेदक कम्पनी के असुरक्षित लेनदारों एवं इक्विटी शेयरधारकों से अनुरोध है कि वे सूचना में छपे निर्देशों को ध्यान से पढ़ें। यदि आपको मीटिंग में भाग लेने और सीडीएसएल की ई-वोटिंग प्रणाली से ई-वोटिंग के बारे में कोई प्रश्न या समस्या है, तो आप [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) पर ईमेल लिख सकते हैं या टोल फ्री नंबर 18002109911 पर कॉल कर सकते हैं। आप कम्पनी सचिव से 011-68201862 पर संपर्क कर सकते हैं या [jkic.investors@jklmail.com](mailto:jkic.investors@jklmail.com) पर ईमेल कर सकते हैं।

दिनांकित 24 फरवरी, 2025  
स्थान: नई दिल्ली

हस्ताक्षर  
(राजीव मेहरोत्रा)  
बैठकों हेतु नियुक्त अध्यक्ष