

GEECEE VENTURES LIMITED

209 - 210, Arcadia Building, 2nd Floor, 195, Nariman Point, Mumbai - 400 021. India Phone: 91-22-4019 8600 • Fax: 91-22-4019 8650 • CIN-L24249MH1984PLC032170 E-mail: gcvl@gcvl.in • Website: www.geeceeventures.com

July 19, 2019

Corporate Relationship Department BSE Limited,

Phiroze Jeejeeboy Towers, Dalal Street, Fort, Mumbai – 400 001.

BSE Code: 532764

Manager - Corporate Compliance National Stock Exchange of India Limited

Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai – 400 051.

NSE Code: GEECEE

Dear Sir/Madam,

Sub: Post Buy-Back Public Announcement by GeeCee Ventures Limited ("the Company")

With reference to the captioned subject, please find enclosed copies of the Post Buy-Back Public Announcement ("Post Offer PA") dated 18th July, 2019 for the Buy-back of 8,14,814 fully paid up equity shares of the Company of face value Rs. 10/- each at a price of Rs. 135/- per equity share on a proportionate basis from the equity shareholders of the Company through the tender offer process, which was published today i.e. July 19, 2019 in the following newspapers:

1. Financial Express

(English National Daily)

2. Jansatta

(Hindi National Daily)

3. Mumbai Lakshadeep

(Marathi Daily)

The Post Buy-Back Public Announcement is also available on the website of the Company at $\underline{www.geeceeventures.com}$

This is for your information and records.

Kindly acknowledge receipt and oblige.

Thanking you, Yours truly,

For GeeCee Ventures Limited

Dipyanti Kanojia

Company Secretary & Compliance Officer

COMPANIES 5



GEECEE VENTURES LIMITED

CIN: L24249MH1984PLC032170
Registered Office: 209-210, Arcadia Building,
2nd Floor, 195, Nariman Point, Mumbai - 400 021, India.
Telephone: + 91 22 4019 8600; Facsimile: +91 22 4019 8650
Contact Person: Ms. Dipyanti Kanojia, Company Secretary & Compliance Officer E-mail: geecee.investor@gcvl.in; Website: www.geeceeventures.com

POST BUYBACK PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF EQUITY SHAREHOLDERS/BENEFICIAL OWN THE EQUITY SHARES OF GEECEE VENTURES LIMITED

This Post Buyback Public Announcement (the "Post Buyback Public Announcement") is being made pursuant to the provisions of Regulation 24(vi) of the Securities and Exchange Board of India (Buy Back of Securities) Regulations, 2018, as amended (the "Buyback Regulations") for the time being in force including any statutory modifications and amendments from time to time.

This Post Buyback Public Announcement should be read in conjunction with the Public Announcement dated May 23, 2019 and published on May 24, 2019 ("Public Announcement") and the Letter of Offer dated June 18, 2019 ("Letter of Offer"), issued in connection with the Buyback. Unless specifically defined herein, capitalised terms and abbreviations used herein have the same meaning as ascribed to them in the Public Announcement and the Letter of THE BUYBACK

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- GeeCee Ventures Limited (the "Company") had announced the Buyback of up to 8,14,815 (Eight Lakhs Fourteen Thousand Eight Hundred and Fifteen only) fully paid-up equity shares of face value of ₹ 10 (Rupees Ten) each ("Shares" or "Equity Shares") of the Company as on June 7, 2019 ("Record Date"), on a proportionate basis, through tender offer route using the stock exchange mechanism (the "Buyback"/"Buyback Offer") at a price of ₹ 135/- per Equity Share ("Buyback Price"/"Buyback Offer Price") payable in cash, for an aggregate maximum consideration not exceeding ₹ 1,100 lakhs (the "Buyback Offer Size") excluding the Transaction Costs. The Buyback Offer Size represents 2.68% of the total fully paid-up equity share capital and free reserves as per the standalone audited accounts of the Company for the financial year ended March 31, 2019.
- The Company had adopted Tender Offer route for the purpose of Buyback. The Buyback was implemented by the Company using the "Mechanism for acquisition of shares through Stock Exchange" notified by the Securities and Exchange Board of India (SEBI) vide circular no CIR/CFD/POLICYCELL/1/2015 dated April 13, 2015 read with circular no CFD/DCR2/CIR/P/2016/131 dated December 09, 2016, including any amendments thereof invend by SERI. 1.2 thereof, issued by SEBI.
- The Buyback Opening Date was Wednesday, June 26, 2019 and the Buyback Closing Date was Tuesday, July 9, 2019. 1.3

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DETAILS OF THE BUYBACK

- The Company bought back an aggregate of 8,14,814 (Eight Lakh Fourteen Thousand Eight Hundred and Fourteen) Equity Shares, at the price of ₹ 135/- per Equity Share. The total amount utilized in the Buyback was ₹ 10,99,99,890 (Rupees Ten Crores Ninety 2.2
- Nine Lakhs Ninety Nine Thousand Eight Hundred and Ninety only), excluding Transaction costs.
- The Registrar to the Buyback, Link Intime India Private Limited ("Registrar"), considered a total of 1,145 valid bids for 1,80,82,717 Equity Shares in response to the Buyback, resulting in tender of approximately 22.19 times the maximum number of Equity Shares proposed to be bought back. The details of the valid bids considered by the Registrar are as follows: No. of Equity **Total Equity** Response % No. of Valid Bids Shares Category

Tendered

Post-Buyback

in the Buyback

	Reserved category for Small Shareholders	1,22,223	1,001	2,79,845	228.96
	General Category for all other Eligible Shareholders	6,92,592	144	1,78,02,872	2,570.47
	Total	8,14,815	1,145	1,80,82,717	2,219.24
2.4 All valid bids were considered for the purpose of Acceptance in accordance v Buyback Regulations and the Letter of Offer. The communication of acceptance/r have been dispatched by the Registrar to the eligible Equity Shareholders on Wed					

- y, July 17, 2019. 2.5 The settlement of all valid bids was completed by Indian Clearing Corporation Limited ("ICCL") on Wednesday, July 17, 2019. ICCL has made direct funds pay-out to Eligible Shareholders whose shares have been accepted under the Buyback. If bank account details of any Eligible Shareholders were not available or if the funds transfer instruction
- was rejected by the Reserve Bank of India/relevant bank(s), due to any reasons, then the amount payable to the concerned shareholder will be transferred to the Seller Member/ Broker for onward transfer to such shareholders. 2.6 Equity Shares held in dematerialized form accepted under the Buyback were transferred
- to the Company Demat Account on Wednesday, July 17, 2019. The unaccepted dematerialized Equity Shares have been returned to respective Eligible Shareholders/custodians by ICCL on Wednesday, July 17, 2019. The extinguishment of 8,14,814 Equity Shares accepted under the Buyback, shall be 2.7 completed by Wednesday, July 24, 2019.
- 3 CAPITAL STRUCTURE AND SHAREHOLDING PATTERN 3.1 The capital structure of the Company pre and post Buyback is as set forth below:

Pre-Buyback

Particulars Number of **Amount** Number of Amount **Shares** (₹ in Lakhs) **Shares** (₹ in Lakhs)

			No. of Equity	Equity Shares	Equity Shares	
	1% of the total					
*Subject to extinguishment of 8,14,814 Equity Shares.						
	Issued, subscribed and Paid-up Equity Share Capital	2,17,26,543	2,172.65	2,09,11,729*	2,091.17	
	Authorised Equity Share Capital	5,05,00,000	5,050.00	5,05,00,000	5,050.00	

- Sr.
- accepted as accepted as

No.	Name			e Buyback Offer	Equity Shares bought back	post Buyback Equity Capital
1	Saraswati Commercia	l (India) Ltd		94,924	11.65%	0.45%
2	Arti Shyamsukha			92,096	11.30%	0.44%
3	Rohit Kothari			89,944	11.04%	0.43%
4	Tejal R Kothari			77,045	9.46%	0.37%
5	New Age Energy Indi	a Pvt Ltd		50,149	6.15%	0.24%
6	Nidhi Shyamsukha			36,465	4.48%	0.17%
7	Rakhee Dyechem LL	P		31,766	3.90%	0.15%
8	Harisingh Shyamsukha			30,546	3.75%	0.15%
9	Minix Holdings Pvt Ltd			29,734	3.65%	0.14%
10	Gaurav Shyamsukha			24,724	3.03%	0.12%
11	Bhanshali Manek HU	F		24,461	3.00%	0.12%
12	Ashok Kumar Jain			15,558	1.91%	0.07%
13	Ashwin Kumar Kotha	ri		13,090	1.61%	0.06%
14	Alka Jain			11,657	1.43%	0.06%
15	5 Marco Private Limited			9,683	1.19%	0.05%
16 Harisingh Shyamsukha HUF			9,404	1.15%	0.04%	
The	The Shareholding Pattern of the Comp		pany	Pre and Pos	st Buyback is se	et forth below:
		Pre	e-Bu	ıyback	Post-B	uyback
	Particulars	Number of	of	Percentage	Number of	Percentage

Faiticulais	Shares	(%) holding	Shares#	(%) holding
Promoter and Promoter group	1,47,10,372	67.71	1,41,59,942	67.71
Foreign Investors (including Non-Resident Indians/FIIs/FPIs/Foreign Nationals/OCBs)	62,163	0.29	67,51,787	
Indian Financial Institutions/Banks/NBFCs and Mutual Funds/ Insurance Companies	1,100	0.00		32.29
Others (Public, Public Bodies Corporate, Clearing Members, Trust and HUF)	69,52,908	32.00		
Total	2,17,26,543	100.00	2,09,11,729	100.00

KJMC CORPORATE ADVISORS (INDIA) LIMITED 162, Atlanta, 16th Floor, Nariman Point, Mumbai - 400 021 Telephone: +91 22 4094 5500; Facsimile: +91 22 2285 2892 Contact Person: Mr. Kaushal Patwa/Mr. Ghanshyam Kapadia



Place: Mumbai

gcvl.buyback@kjmc.com Email: SEBI Registration Number: INM000002509
Validity Period: Permanent

CIN: L67120MH1998PLC113888

As per Regulation 24(i)(a) of the Buyback Regulations, the Board of Directors accepts responsibility for the information contained in this Post Buyback Public Announcement and confirms that the information included herein contains true, factual and material information and does not contain any misleading information. For and on behalf of the Board of Directors of GeeCee Ventures Limited Sd/-Sd/-

Sd/-

Vazhathara Vasudevan Sureshkumar Whole Time Director DIN: 00053859	Gaurav Shyamsukha Whole Time Director DIN: 01646181	Dipyanti Kanojia Company Secretary & Compliance Officer Membership No. A41024
Date : July 18, 2019		



GEECEE VENTURES LIMITED

CIN: L24249MH1984PLC032170
Registered Office: 209-210, Arcadia Building,
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Contact Person: Ms. Dipyanti Kanojia, Company Secretary & Compliance Officer E-mail: geecee.investor@gcvl.in; Website: www.geeceeventures.com

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1

THE BUYBACK

- GeeCee Ventures Limited (the "Company") had announced the Buyback of up to 8,14,815 (Eight Lakhs Fourteen Thousand Eight Hundred and Fifteen only) fully paid-up equity shares of face value of ₹ 10 (Rupees Ten) each ("Shares" or "Equity Shares") of the Company as on June 7, 2019 ("Record Date"), on a proportionate basis, through tender offer route using the stock exchange mechanism (the "Buyback"/"Buyback Offer") at a price of ₹ 135/- per Equity Share ("Buyback Price"/"Buyback Offer Price") payable in cash, for an aggregate maximum consideration not exceeding ₹ 1,100 lakhs (the "Buyback Offer Size") excluding the Transaction Costs. The Buyback Offer Size represents 2.68% of the total fully paid-up equity share capital and free reserves as per the standalone audited accounts of the Company for the financial year ended March 31, 2019.
- The Buyback The Company had adopted Tender Offer route for the purpose of Buyback. The Buyback was implemented by the Company using the "Mechanism for acquisition of shares through Stock Exchange" notified by the Securities and Exchange Board of India (SEBI) vide circular no CIR/CFD/POLICYCELL/1/2015 dated April 13, 2015 read with circular no CFD/DCR2/CIR/P/2016/131 dated December 09, 2016, including any amendments thereof invend by SERI. 1.2 thereof, issued by SEBI.
- The Buyback Opening Date was Wednesday, June 26, 2019 and the Buyback Closing Date was Tuesday, July 9, 2019. 1.3 **DETAILS OF THE BUYBACK** 2

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- The Company bought back an aggregate of 8,14,814 (Eight Lakh Fourteen Thousand Eight Hundred and Fourteen) Equity Shares, at the price of ₹ 135/- per Equity Share. The total amount utilized in the Buyback was ₹ 10,99,99,890 (Rupees Ten Crores Ninety 2.2
- Nine Lakhs Ninety Nine Thousand Eight Hundred and Ninety only), excluding Transaction costs. 2.3
- The Registrar to the Buyback, Link Intime India Private Limited ("Registrar"), considered a total of 1,145 valid bids for 1,80,82,717 Equity Shares in response to the Buyback, resulting in tender of approximately 22.19 times the maximum number of Equity Shares proposed to be bought back. The details of the valid bids considered by the Registrar are as follows: No. of Equity **Total Equity** Response % No. of Valid Bids Shares reserved in the Buyback Category Shares

Tendered

Number of

a % of total

Amount

a % of total

	Reserved category for Small Shareholders	1,22,223	1,001	2,79,845	228.96			
	General Category for all other Eligible Shareholders	6,92,592	144	1,78,02,872	2,570.47			
	Total	8,14,815	1,145	1,80,82,717	2,219.24			
2.4	All valid bids were considered for the purpose of Acceptance in accordance with the Buyback Regulations and the Letter of Offer. The communication of acceptance/rejection have been dispatched by the Registrar to the eligible Equity Shareholders on Wednesday,							

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- The extinguishment of 8,14,814 Equity Shares accepted under the Buyback, shall be 2.7 completed by Wednesday, July 24, 2019. 3
- CAPITAL STRUCTURE AND SHAREHOLDING PATTERN 3.1 The capital structure of the Company pre and post Buyback is as set forth below: Post-Buyback

Pre-Buyback **Particulars** Number of Amount

(₹ in Lakhs) Shares (₹ in Lakhs) Shares Authorised Equity

					Equity Shares		
	Details of Eligible Shareholders from whom Equity Shares exceeding 1% of the total Equity Shares have been accepted under the Buyback are as under:						
*5	*Subject to extinguishment of 8,14,814 Equity Shares.						
F	ssued, subscribed and laid-up Equity thare Capital	2,17,26,543	2,172.65	2,09,11,729*	2,091.17		
8	hare Capital	5,05,00,000	5,050.00	5,05,00,000	5,050.00		

Name accepted under

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the Buyback | Equity Shares | post Buyback

1 2 3 4 5 6 7			UI	fer	bought back	Equity Capital
3 4 5 6 7	Saraswati Commercia	I (India) Ltd		94,924	11.65%	0.45%
4 5 6 7	Arti Shyamsukha			92,096	11.30%	0.44%
5 6 7	Rohit Kothari			89,944	11.04%	0.43%
6	Tejal R Kothari			77,045	9.46%	0.37%
7	New Age Energy Indi	a Pvt Ltd		50,149	6.15%	0.24%
<u> </u>	Nidhi Shyamsukha			36,465	4.48%	0.17%
	Rakhee Dyechem LL	P		31,766	3.90%	0.15%
8	Harisingh Shyamsukh	ıa		30,546	3.75%	0.15%
9	Minix Holdings Pvt Lt	td		29,734	3.65%	0.14%
10	7			24,724	3.03%	0.12%
11				24,461	3.00%	0.12%
12	Ashok Kumar Jain			15,558	1.91%	0.07%
13	Ashwin Kumar Kotha	ri		13,090	1.61%	0.06%
14	Alka Jain			11,657	1.43%	0.06%
15	15 Marco Private Limited 16 Harisingh Shyamsukha HUF			9,683	1.19%	0.05%
16				9,404	1.15%	0.04%
The Shareholding Pattern of the Comp		pany Pre	and Pos	st Buyback is se	et forth below:	
		Pre	e-Buyba	ck	Post-B	uyback
	Particulars	Number of Shares		rcentage) holding		Percentage (%) holding

	Snares	(%) notaing	Snares#	(%) notating		
Promoter and Promoter group	1,47,10,372	67.71	1,41,59,942	67.71		
Foreign Investors (including Non-Resident Indians/FIIs/FPIs/Foreign Nationals/OCBs)	62,163	0.29				
Indian Financial Institutions/Banks/NBFCs and Mutual Funds/ Insurance Companies	1,100	0.00	67,51,787	67,51,787	32.29	
Others (Public, Public Bodies Corporate, Clearing Members, Trust and HUF)	69,52,908	32.00				
Total	2,17,26,543	100.00	2,09,11,729	100.00		
# Subject to extinguishment of 8,14,814 Equity Shares.						
MANAGER TO THE BUYBACK						
KJMC CORPORATE ADVISORS (INDIA) LIMITED						

162, Atlanta, 16th Floor, Nariman Point, Mumbai - 400 021 Telephone: +91 22 4094 5500; Facsimile: +91 22 2285 2892 Contact Person: Mr. Kaushal Patwa/Mr. Ghanshyam Kapadia



gcvl.buyback@kjmc.com Email: SEBI Registration Number: INM000002509
Validity Period: Permanent

CIN: L67120MH1998PLC113888

As per Regulation 24(i)(a) of the Buyback Regulations, the Board of Directors accepts responsibility for the information contained in this Post Buyback Public Announcement and confirms that the information included herein contains true, factual and material information and does not contain any misleading information. For and on behalf of the Board of Directors of GeeCee Ventures Limited Sd/-Sd/-Sd/-

Vazhathara Vasudevan Sureshkumar | Gaurav Shyamsukha | Dipyanti Kanojia

Date : July 18, 2019	Div. 010101	Membership No. A41024
Whole Time Director DIN: 00053859	Whole Time Director DIN: 01646181	Company Secretary & Compliance Officer

Place: Mumbai

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1.1

- GeeCee Ventures Limited (the "Company") had announced the Buyback of up to 8,14,815 (Eight Lakhs Fourteen Thousand Eight Hundred and Fifteen only) fully paid-up equity shares of face value of ₹ 10 (Rupees Ten) each ("Shares" or "Equity Shares") of the Company as on June 7, 2019 ("Record Date"), on a proportionate basis, through tender offer route using the stock exchange mechanism (the "Buyback"/"Buyback Offer") at a price of ₹ 135/- per Equity Share ("Buyback Price"/"Buyback Offer Price") payable in cash, for an aggregate maximum consideration not exceeding ₹ 1,100 lakhs (the "Buyback Offer Size") excluding the Transaction Costs. The Buyback Offer Size represents 2.68% of the total fully paid-up equity share capital and free reserves as per the standalone audited accounts of the Company for the financial year ended March 31, 2019.
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- The Buyback Opening Date was Wednesday, June 26, 2019 and the Buyback Closing Date was Tuesday, July 9, 2019. **DETAILS OF THE BUYBACK** 2

Reserved category

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- costs. The Registrar to the Buyback, Link Intime India Private Limited ("Registrar"), considered a total of 1,145 valid bids for 1,80,82,717 Equity Shares in response to the Buyback, resulting in tender of approximately 22.19 times the maximum number of Equity Shares 2.3
- proposed to be bought back. The details of the valid bids considered by the Registrar are as follows: No. of Equity **Total Equity** No. of Valid Bids Response % Category Shares reserved Shares in the Buyback Tendered

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2 79 845

Number of

Shares

(₹ in Lakhs)

228.96

	for Small Shareholders	1,22,220	1,001	2,70,040	220.00			
	General Category for all other Eligible Shareholders	6,92,592	144	1,78,02,872	2,570.47			
	Total	8,14,815	1,145	1,80,82,717	2,219.24			
2.4	4 All valid bids were considered for the purpose of Acceptance in accordance with the Buyback Regulations and the Letter of Offer. The communication of acceptance/rejection have been dispatched by the Registrar to the eligible Equity Shareholders on Wednesday July 17, 2019.							
25	5. The settlement of all valid hids was completed by Indian Clearing Corporation Limited							

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- 3.1 The capital structure of the Company pre and post Buyback is as set forth below: Pre-Buyback Post-Buyback

Particulars Amount Shares (₹ in Lakhs)

Authorised Equity 5,05,00,000 5,050.00 | 5,05,00,000 5,050.00

Number of

Sr. Name	а	No. of Equity Shares ccepted under	Equity Shares accepted as a % of total	Equity Shares accepted as a % of total		
*Subject to extinguishment of 8,14,814 Equity Shares. Details of Eligible Shareholders from whom Equity Shares exceeding 1% of the total Equity Shares have been accepted under the Buyback are as under:						
Issued, subscribed and Paid-up Equity Share Capital	2,17,26,543	3 2,172.65	2,09,11,729*	2,091.17		
Share Capital		· ·		*		

a % of total post Buyback No. Equity Shares bought back the Buyback **Equity Capital**

1	Saraswati Commercial	l (India) Ltd		94,924	11.65%	0.45%	
2	Arti Shyamsukha			92,096	11.30%	0.44%	
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13	Ashwin Kumar Kotha	ri		13,090	1.61%	0.06%	
14	Alka Jain			11,657	1.43%	0.06%	
15	Marco Private Limite	d		9,683	1.19%	0.05%	
16	Harisingh Shyamsukh	a HUF		9,404	1.15%	0.04%	
The	The Shareholding Pattern of the Comp		pan	pany Pre and Post Buyback is set forth below:			
		Pre-Buyback		Post-Buyback			
	Particulars	Number of Shares		Percentage (%) holding	Number of Shares#	Percentage (%) holding	
	omoter and Promoter	1.47.10.3	72	67.71	1.41.59.942	67.71	

KJMC CORPORATE ADVISORS (INDIA) LIMITED								
MANAGER TO THE BUYBACK								
# Subject to extinguishment of 8,14,814 Equity Shares.								
	Total	2,17,26,543	100.00	2,09,11,729	100.00			
	Others (Public, Public Bodies Corporate, Clearing Members, Trust and HUF)	69,52,908	32.00					
	Indian Financial Institutions/Banks/NBFCs and Mutual Funds/ Insurance Companies	1,100	0.00	67,51,787	32.29			
	Foreign Investors (including Non-Resident Indians/FIIs/FPIs/Foreign Nationals/OCBs)	62,163	0.29					
	Promoter and Promoter group	1,47,10,372	67.71	1,41,59,942	67.71			

162, Atlanta, 16th Floor, Nariman Point, Mumbai - 400 021 **Telephone:** +91 22 4094 5500; **Facsimile:** +91 22 2285 2892 **Contact Person:** Mr. Kaushal Patwa/Mr. Ghanshyam Kapadia

Email:

DIRECTOR'S RESPONSIBILITY

gcvl.buyback@kjmc.com SEBI Registration Number: INM000002509
Validity Period: Permanent CIN: L67120MH1998PLC113888

As per Regulation 24(i)(a) of the Buyback Regulations, the Board of Directors accepts responsibility for the information contained in this Post Buyback Public Announcement and confirms that the information included herein contains true, factual and material information and does not contain any misleading information. For and on behalf of the Board of Directors of GeeCee Ventures Limited Sd/-Sd/-

Sd/-

Vazhathara Vasudevan Sureshkumar Whole Time Director DIN: 00053859	Gaurav Shyamsukha Whole Time Director DIN: 01646181	Dipyanti Kanojia Company Secretary & Compliance Officer Membership No. A41024
Date: July 18, 2019 Place: Mumbai		