



September 27, 2020

To,

BSE Limited. Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001 Scrip Code: 532790	National Stock Exchange of India Ltd. Exchange Plaza, Plot No. C/1, Block-G, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051 Symbol: TANLA
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Dear Sir / Madam,

Subject: Voting results & Scrutinizer's Report for the 24th Annual General Meeting.

With reference to the subject cited above, we would like to inform that the 24th Annual General Meeting (the AGM) of the Company was held on Friday, September 25, 2020 at 03.00 P.M through VC/OAVM.

In accordance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, this is to inform you that the Members of the Company transacted the business as stated in the Notice of the 24th AGM.

Sl. No.	Description			Particulars		
A	Date of AGM			September 25, 2020		
B	Book Closure Date			September 19, 2020 to September 25, 2020 (Both days inclusive)		
C	Total number of Shareholders on Record Date			47,760		
D	No. of Shareholders present in the Meeting:					
	Shareholders	Present through VC/OAVM	Present through Proxy	Total	Shares	% to Capital
	Promoter & Promoter Group	1	NA	1	20228993	14.90
	Public	104	NA	104	34788276	25.62
	Total	105	NA	105	55017269	40.52

The cut-off date for purpose of determining the shareholders eligible to vote was Friday, September 18, 2020.



Tanla Solutions Limited
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The agenda wise disclosure of voting details is enclosed as **Annexure - A**, the report of the Scrutinizer on e-voting is enclosed as **Annexure - B**.

Thanking you.

Yours faithfully,

For **Tanla Solutions Limited**



Seshanuradha Chava
General Counsel and Chief Regulatory Officer

Encl: As above

CC: National Securities Depository Limited
Central Depository Services (India) Limited
KFin Technologies Private Limited

TANLA SOLUTIONS LIMITED	
Date of the AGM	25-09-2020
Total number of shareholders on record date	47760
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	1
Public:	104

Resolution No.	1									
Resolution required: (Ordinary/ Special)	ORDINARY - Adoption of Financial Statement.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	5,36,10,558	4,72,24,700	62.4580	4,72,24,700	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		4,72,24,700	62.4580	4,72,24,700	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	2,22,67,685	1,63,190	60.9234	1,63,190	0	100.0000	0.0000	0	0
	Poll		2,19,99,824	29.0963	2,19,99,824	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,21,63,014	90.0197	2,21,63,014	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	5,99,09,357	1,82,11,988	30.3992	1,82,11,988	0	100.0000	0.0000	0	0
	Poll		17,01,946	2.8409	17,01,944	2	99.9998	0.0001	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,99,13,934	33.2401	1,99,13,932	2	100.0000	0.0000	0	0
Total		13,57,87,600	8,93,01,648	65.7657	8,93,01,646	2	100.0000	0.0000	0	0

Resolution No.	2									
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Mr. A G Ravindranath Reddy DIN 01729114 as Director liable to retire by rotation.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	5,36,10,558	4,72,24,700	62.4580	4,72,24,700	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		4,72,24,700	62.4580	4,72,24,700	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	2,22,67,685	1,63,190	60.9234	65,398	97,792	40.0747	59.9252	0	0
	Poll		2,19,99,824	29.0963	2,19,99,824	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,21,63,014	90.0197	2,20,65,222	97,792	99.5588	0.4412	0	0
Public- Non Institutions	E-Voting	5,99,09,357	1,82,11,988	30.3992	1,82,11,988	0	100.0000	0.0000	0	0
	Poll		17,01,946	2.8409	17,01,944	2	99.9998	0.0001	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,99,13,934	33.2401	1,99,13,932	2	100.0000	0.0000	0	0
Total		13,57,87,600	8,93,01,648	65.7657	8,92,03,854	97,794	99.8905	0.1095	0	0

Resolution No.	3									
Resolution required: (Ordinary/ Special)	SPECIAL - Change in the name of the Company.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	5,36,10,558	4,72,24,700	62.4580	4,72,24,700	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		4,72,24,700	62.4580	4,72,24,700	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	2,22,67,685	1,63,190	60.9234	1,63,190	0	100.0000	0.0000	0	0
	Poll		2,19,99,824	29.0963	2,19,99,824	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,21,63,014	90.0197	2,21,63,014	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	5,99,09,357	1,82,11,988	30.3992	1,82,10,788	1,200	99.9934	0.0065	0	0
	Poll		17,01,946	2.8409	17,01,944	2	99.9998	0.0001	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,99,13,934	33.2401	1,99,12,732	1,202	99.9940	0.0060	0	0
Total		13,57,87,600	8,93,01,648	65.7657	8,93,00,446	1,202	99.9987	0.0013	0	0



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Resolution No.	4									
Resolution required: (Ordinary/ Special)	SPECIAL - Re-designation of Mr. Uday Kumar Reddy DIN 00003382 as Executive Chairman CEO.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	5,36,10,558	0	0.0000	0	0	0.0000	0.0000	0	4,72,24,700
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		0	0.0000	0	0	0.0000	0.0000	0	47224700
Public- Institutions	E-Voting	2,22,67,685	1,63,190	60.9234	1,63,190	0	100.0000	0.0000	0	0
	Poll		2,19,99,824	29.0963	2,19,99,824	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,21,63,014	90.0197	2,21,63,014	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	5,99,09,357	1,73,36,988	28.9387	1,73,36,988	0	100.0000	0.0000	0	8,75,000
	Poll		17,01,946	2.8409	17,01,944	2	99.9998	0.0001	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,90,38,934	31.7796	1,90,38,932	2	100.0000	0.0000	0	875000
	Total	13,57,87,600	4,12,01,948	30.3429	4,12,01,946	2	100.0000	0.0000	0	48099700

Resolution No.	5									
Resolution required: (Ordinary/ Special)	SPECIAL - To appoint Mr. Rahul Khanna DIN 07997083 as an Independent Director of the Company.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	5,36,10,558	4,72,24,700	62.4580	4,72,24,700	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		4,72,24,700	62.4580	4,72,24,700	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	2,22,67,685	1,63,190	60.9234	1,63,190	0	100.0000	0.0000	0	0
	Poll		2,19,99,824	29.0963	2,19,99,824	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,21,63,014	90.0197	2,21,63,014	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	5,99,09,357	1,82,11,988	30.3992	1,82,10,888	1,100	99.9939	0.0060	0	0
	Poll		17,01,946	2.8409	17,01,944	2	99.9998	0.0001	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,99,13,934	33.2401	1,99,12,832	1,102	99.9945	0.0055	0	0
	Total	13,57,87,600	8,93,01,648	65.7657	8,93,00,546	1,102	99.9988	0.0012	0	0

Resolution No.	6									
Resolution required: (Ordinary/ Special)	SPECIAL - To appoint Mr. Deepak Satyaprakash Goyal DIN01755263 as an Executive Director of the Company.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	5,36,10,558	4,72,24,700	62.4580	4,72,24,700	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		4,72,24,700	62.4580	4,72,24,700	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	2,22,67,685	1,63,190	60.9234	65,398	97,792	40.0747	59.9252	0	0
	Poll		2,19,99,824	29.0963	2,19,99,824	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,21,63,014	90.0197	2,20,65,222	97,792	99.5588	0.4412	0	0
Public- Non Institutions	E-Voting	5,99,09,357	1,44,87,727	24.1827	1,44,87,727	0	100.0000	0.0000	0	37,24,261
	Poll		17,01,946	2.8409	17,01,944	2	99.9998	0.0001	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,61,89,673	27.0236	1,61,89,671	2	100.0000	0.0000	0	3724261
	Total	13,57,87,600	8,55,77,387	63.0230	8,54,79,593	97,794	99.8857	0.1143	0	3724261




Resolution No.	7									
Resolution required: (Ordinary/ Special)	SPECIAL- To approve the remuneration payable to Mr. Sanjay Kapoor, Non-Executive Director through his Consulting Firm.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	5,36,10,558	4,72,24,700	62.4580	4,72,24,700	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		4,72,24,700	62.4580	4,72,24,700	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	2,22,67,685	1,63,190	60.9234	65,398	97,792	40.0747	59.9252	0	0
	Poll		2,19,99,824	29.0963	2,19,99,824	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,21,63,014	90.0197	2,20,65,222	97,792	99.5588	0.4412	0	0
Public- Non Institutions	E-Voting	5,99,09,357	1,82,10,888	30.3974	1,82,10,888	0	100.0000	0.0000	0	1,100
	Poll		17,01,946	2.8409	17,01,244	702	99.9587	0.0412	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,99,12,834	33.2383	1,99,12,132	702	99.9965	0.0035	0	1100
Total		13,57,87,600	8,93,00,548	65.7649	8,92,02,054	98,494	99.8897	0.1103	0	1100

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Bijarnia & Associates

Practicing Company Secretaries

G-1, Lake View Apartments, Banjara Hills, Road No 11, Hyderabad - 500034

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SCRUTINIZER'S REPORT

The Chairman
Tanla Solutions Limited
Tanla Technology Centre,
Hi-Tech City Road, Madhapur,
Hyderabad - 500081.

Dear Sir,

1. The Board of Directors of Tanla Solutions Limited ("the Company") having registered office at Tanla Technology Centre, Hi-Tech City Road, Madhapur, Hyderabad - 500 081. CIN: L72200TG1995PLC021262 has appointed Ms Suman Bijarnia, Practicing Company Secretary (CP No. 19013) as the Scrutinizer to scrutinize the remote e-voting process and voting during the 24th Annual General Meeting ("AGM") of the Company scheduled on Friday, September 25, 2020 at 3:00 PM through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"). Our responsibility as a Scrutinizer was to **ensure** that the voting process was conducted in a fair and transparent manner and submit a Scrutinizer's report on the voting on the agenda items transacted at the AGM on the basis of report generated from the electronic voting **system**.
2. I submit this report for voting conducted through remote e-voting and e-voting at the AGM through Insta-poll:

Pursuant to the General Circular No. 14/2020 dated April 08, 2020, Circular No. 17/2020 dated April 13, 2020 and Circular *No. 20/2020* dated May 05, 2020 issued by the MCA (collectively referred to as "MCA Circulars"), the Company has published an advertisement in English daily newspapers at national level and Vernacular i.e., Telugu newspapers at regional level in Financial Express, all India edition (English Newspaper) and Namaste Telangana, Hyderabad edition (Hindi Newspaper) respectively on September 04, 2020, specifying the date and time of the AGM, availability of the notice on Company's and stock exchange website, manner of registration of email ids by the members (both physical and demat) who are yet to register their email ids with the Company, manner of voting through remote e-voting and e-voting during the AGM etc.

The Company has sent the AGM notice and Annual Report for the financial year 2019-20 on September 03, 2020 electronically to all those members whose email addresses were registered with the Company or with their respective Depository Participants, in accordance with the MCA Circulars.

The Company has hosted the notice of AGM on its website, website of the agency providing the platform for e-voting and also intimated the same to BSE Limited and National Stock Exchange of India Limited on September 03rd, 2020.

The members of the Company as on the "cut-off" date, as set out in the Notice, i.e., Friday, September 18, 2020 were entitled to vote on the resolutions (item nos. 1 to 7 as set out in the Notice calling the AGM) and their voting rights were in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date.

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The Company has engaged the services of KFin Technologies Private Limited as the agency to provide e-voting facility.

The facility of remote e-voting began at 9:00 a.m. IST on Tuesday, September 22, 2020 and ended at 5:00 p.m. IST on Thursday, September 24, 2020. The votes received electronically from the Shareholders till Thursday, September 24, 2020 upto 5:00 p.m., being the last date and time fixed by the Company for e-voting and the votes received during the AGM through Insta Poll, were considered for my scrutiny.

Upon order of an Insta-Poll to be taken at the AGM by the Chairman, the facility to vote through electronic mode was provided to those members attending the meeting through VC / OAVM but could not cast their votes through the Remote E-voting facility.

The Insta-poll was subsequently unblocked by me on September 25th, 2020 after the conclusion of AGM.

The votes received electronically (remote e-voting and e-voting at the AGM) were duly scrutinized and the shareholding was matched /confirmed with the Register of members of the Company as on September 18th, 2020.

3. A summary of the votes cast through remote e-voting and e-voting at the AGM is given below:

Item No. and Nature of Resolution	Particulars of votes cast						
	Particulars	Remote E-Voting		E-Voting at the AGM (Insta Poll)		Voting Result	
		Nos. (A)	% of valid vote	Nos. (B)	% of valid votes	Nos. (A)+(B)	% of total valid votes
ORDINARY BUSINESS							
Item No. 1 (Ordinary Resolution)	1. To consider and adopt the audited standalone and consolidated financial statements of the Company for the financial year ended March 31, 2020 together with the reports of the Board of Directors and of the Auditors thereon.						
	Votes cast in favour	65436688	100.00	2,37,01,768	99.9998	8,93,01,646	100
	Votes Cast against	0	0	2	0.0001	2	-
	Abstain from Voting	-	-	-	-	-	-
	Invalid votes	-	-	-	-	-	-

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Item No. 2 (Ordinary Resolution)	2. To appoint a Director in place of Dr. AG Ravindranath Reddy (DIN: 01729114), who retires by rotation and being eligible, seeks re-appointment.						
	Votes cast in favour	6,55,02,086	99.8509	2,37,01,768	100	8,92,03,854	99.8905
	Votes Cast against	97,792	0.1491	2	-	97,794	0.1095
	Abstain from Voting	-	-	-	-	-	-
	Invalid votes	-	-	-	-	-	-
SPECIAL BUSINESS							
Item No. 3 (Special Resolution)	3. Change in the name of the Company						
	Votes cast in favour	6,55,98,678	99.9982	2,37,01,768	100	8,93,00,446	99.9987
	Votes Cast against	1,200	0.0018	2	0	1,202	0.0013
	Abstain from Voting	-	-	-	-	-	-
	Invalid votes	-	-	-	-	-	-
Item No. 4 (Special Resolution)	4. Re-designation of Mr. Uday Kumar Reddy (DIN: 00003382) as Executive Chairman & CEO						
	Votes cast in favour	1,75,00,178	100	2,37,01,768	100	4,12,01,946	100
	Votes Cast against	-	-	2	0	2	-
	Abstain from Voting	-	-	-	-	-	-
	Invalid votes	-	-	-	-	-	-
Item No. 5 (Special Resolution)	5. To appoint Mr. Rahul Khanna (DIN:07997083) as an Independent Director of the Company						
	Votes cast in favour	6,55,98,778	99.9983	2,37,01,768	100	8,93,00,546	99.9988
	Votes Cast against	1,100	0.0017	2	0	1,102	0.0012
	Abstain from Voting	-	-	-	-	-	-
	Invalid votes	-	-	-	-	-	-
Item No. 6 (Special Resolution)	6. To appoint Mr. Deepak Satyaprakash Goyal (DIN:01755263) as an Executive Director of the Company						
	Votes cast in favour	6,17,77,825	99.8420	2,37,01,768	100	8,54,79,593	99.8857
	Votes Cast against	97,792	0.1580	2	-	97,794	0.1143
	Abstain from Voting	37,24,261	-	-	-	37,24,261	-
	Invalid votes	-	-	-	-	-	-

Item No. 7 (Special Resolution)	7. To approve the remuneration payable to Mr. Sanjay Kapoor, Non-Executive Director through his consulting firm						
	Votes cast in favour	6,55,00,986	99.8509	2,37,01,068	99.9970	8,92,02,054	99.8897
	Votes Cast against	97,792	0.1491	702	0.0030	98,494	0.1103
	Abstain from Voting	1,100	-	-	-	1,100	-
	Invalid votes	-	-	-	-	-	-

8. The e-voting reports and all other relevant records were shared with the Company Secretary authorized by the Chairman for safe keeping via email dated 25.09.2020.
9. All the Resolutions mentioned in the Notice of the AGM as per the details above stand passed under remote e-voting and e-voting done by the members at the AGM with the requisite majority and hence deemed to have been passed at the AGM.
10. The Company may accordingly declare the result of the voting through remote e-voting and e-voting at the AGM to the respective authorities.

Thanking you,

For Bijarnia & Associates
Practicing Company Secretaries

SUMAN
BIJARNIA
Digitally signed
by SUMAN
BIJARNIA
Date: 2020.09.25
22:00:34 +05'30'

Suman Bijarnia
(Scrutinizer)
Certificate of Practice Number: 19013
UDIN: A052056B000777033

Date: 25.09.2020
Place: New Delhi