Ritesh
Properties & Industries Ltd.
(Formerly Ritesh Industries Ltd.)

30.09.2015

The Manager
Department of Corporate Services
Bombay Stock Exchange Limited
Floor 25, PJ Towers, Dalal Street,
Mumbai-400001

SUB : COMPLIANCE OF CLAUSE 35A OF THE LISTING AGREEMENT

Sir,

Pursuant to the provisions of Clause 35A of the Listing Agreement, we write to inform you that the members of the Company at the 28th Annual General Meeting held on 29th September, 2015 at 11.00 A.M. at M.L. Bhartia Auditorium, Alliance Francaise de Delhi, Indo French Cultural Centre, 72, Lodi Estate, New Delhi transacted the following business :

Details of Voting Results

Date of AGM	29th September, 2015
Total No of shareholders on record date (Book Closure date 27th September 2015 to 29th September 2015)	17,028
No of Shareholders present in the meeting either in person or through proxy : a) Promoter & Promoter Group b) Public	 4 27
No of Shareholders attended the meeting through video conferencing : a) Promoter & Promoter Group b) Public	 Nil Nil
Mode of Voting	E-voting and Poll

HEAD OFF. : Ludhiana-Chandigarh Road (6 kms from Samrala Chowk), Ludhiana-141011 (Punjab)
: Tel. # +91-161-2174104/5 Fax # +91-161-2174106 E-mail : info@riteshindustries.us
: Website: www.riteshindustries.us
REGD. OFF. : 11/5B, 1st Floor, Param Tower, Pusa Road, New Delhi-110005
: Tel. #+91-11-25862111, 25862110 E-mail : delhi@riteshindustries.us
: CIN No. L74899DL1987PLC027050

The Shareholders transacted the business as provided in **Annexure 1.**

Further, a copy of results declared for the 28th Annual General Meeting along with the Scrutinizer Report is also being placed on the website of the Company at www.riteshindustries.us.

You are requested to kindly take the same on record.

Thanking you

For Ritesh Properties & Industries Ltd

Himani

(Himani Khanna)
Company Secretary

B. K. Gupta & Associates
Company Secretaries

(O) 0161-2407500
0161-5049700
(R) 0161-2303137
(M) 098156-05702

CONSOLIDATED SCRUTINIZER REPORT

(Pursuant to Section 108 & 109 of the Companies Act, 2013 and amended Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014.

To,

The Chairman
Ritesh Properties and Industries Limited

28th Annual General Meeting of the Equity Shareholders of **Ritesh Properties And Industries Limited** held on Tuesday, 29.09.2015 at 11:00 a.m. at M.L. Bhartia Auditorium, Alliance Francaise de Delhi, Indo-French Cultural Centre, 72, Lodhi Estate, New Delhi-110003.

Dear Sir,

1. I, **Bhupesh Gupta**, Partner, **B.K. Gupta & Associates**, Practicing Company Secretaries at 49/65, Harpal Nagar, Near Gulmor Hotel, Ferozepur Road, Ludhiana, was appointed as Scrutinizer by the Board of Directors of **Ritesh Properties and Industries Limited** for the purpose of scrutinizing e-voting process (remote e-voting) and voting by the use of ballot at the meeting pursuant to Section 108 & 109 of the Companies Act, 2013 read with Amended Rule 20 & 21 of the Companies (Management And Administration) Rules, 2014 in respect of the below mentioned resolutions proposed at the 28th Annual General Meeting of the Equity Shareholders of the Company held on 29.09.2015 at 11:00 a.m.at t M.L. Bhartia Auditorium, Alliance Francaise de Delhi, Indo-French Cultural Centre, 72, Lodhi Estate, New Delhi-110003, submit our report as under.

2. The Public Advertisement with respect to dispatch of the notices and conducting of voting through electronic means was published in an English Newspaper **"Business Standard"** of wide circulation on **08th September, 2015** and a Vernacular Newspaper **"Business Standard"** on **08th September, 2015.**

3. The remote e-voting period commenced on **26th September, 2015** at **09:00 a.m.** and ended on **28th September, 2015** at **05:00 p.m.**, the CDSL Portal was blocked for voting thereafter.

Office : 49/65, Harpal Nagar, Near Hotel Gulmor, Ferozepur Road, Ludhiana-141001. E-mail: bkg.majestic@gmail.com
Resi-cum-Office : 137-F, Rishi Nagar, Opp. Aaykar Bhawan, Ludhiana-141 001

4. The Compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by remote e-voting) and voting by ballots by the Shareholders on the resolutions proposed in the Notice of the 28th Annual General Meeting of the Company is the responsibility of the Management. My responsibility as a Scrutinizer is to ensure that the voting process both through electronic means and by use of the ballot at the meeting are conducted in a fair and transparent manner and render consolidate Scrutinizer Report of the total votes cast in the favour or against, if any, to the Chairman on the resolutions, based on the reports generated from the electronic voting system provided by Central Depository Services (India) Limited (CDSL) and the report prepared on the basis of votes casted through ballot process.

5. I, hereby submit Consolidated Scrutinizer's Report pursuant to Rule 20(4)(xii) on all the resolutions contained in the Notice of the aforesaid Annual General Meeting.

6. The results of the voting is as under:

A. **Resolution-1: Ordinary Resolution**

a) Adoption of Audited Financial Statement of the Company for the financial year ended on March 31, 2015, including Audited Balance Sheet as at March 31, 2015, the Statement of Profit & Loss and Cash Flow Statement for the year ended on that date along with the Reports of the Auditors and Directors thereon.
b) Adoption of Audited Consolidated Financial Statement of the Company for the financial year ended on March 31, 2015, including Audited Consolidated Balance Sheet as at March 31, 2015, the Consolidated Statement of Profit & Loss and Consolidated Cash Flow Statement for the year ended on that date along with the Reports of the Auditors and Directors thereon.

i. **Voting through Electronic Means**

a) Voted in **favour** of the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
11	51,84,646	100.00

b) Voted **against** the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
0	0	0.00

c) **Abstain** votes:

Total Number of members who abstained from voting	Total number of shares held by them
0	0

ii. **Voting through Ballot**

a) Voted in **favour** of the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
20	1,245	100.00

b) Voted **against** the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
0	0	0.00

c) **Abstain** votes:

Total Number of members who abstained from voting	Total number of shares held by them
0	0

B.K. GUPTA & ASSOCIATES

iii. **Consolidated E-Voting And Ballot**

a) Voted in **favour** of the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
31	51,85,891	100.00

b) Voted **against** the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
0	0	0.00

c) **Abstain** votes:

Total Number of members who abstained from voting	Total number of shares held by them
0	0

Breakup of voting through e-voting and ballot

Promoter /Public	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
Promoter and Promoter Group	43,96,151	43,96,151	100.00	43,96,151	0	100.00	0.00
Public-Institutional Holders	200	0	0.00	0	0	0.00	0.00
Public-Others	71,94,607	7,89,740	10.98	7,89,740	0	100.00	0.00
Total	**1,15,90,958**	**51,85,891**	**44.74**	**51,85,891**	**0**	**100.00**	**0.00**

RESULT FOR RESOLUTION NO.1

As the number of votes cast in favour of Ordinary Resolution mentioned in the Notice of 28th AGM was more than the votes cast against it, I report that the Ordinary Resolution as set out in the Notice of 28th AGM has been passed by the Shareholders as Ordinary Resolution .

B. Resolution-2: Ordinary Resolution

Appointment of Director in Place of Sh. Sanjeev Arora, Who retires by rotation and being eligible, seeks re-appointment.

i. Voting through Electronic Means

a) Voted in **favour** of the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
11	51,84,646	100.00

b) Voted **against** the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
0	0	0.00

c) **Abstain** votes:

Total Number of members who abstained from voting	Total number of shares held by them
0	0

ii. Voting through Ballot

a) Voted in **favour** of the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
20	1,245	100.00

GUPTA & ASSOCIATES COMPANY SECRETARIES

b) Voted **against** the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
0	0	0.00

c) **Abstain** votes:

Total Number of members who abstained from voting	Total number of shares held by them
0	0

iii. **Consolidated E-Voting And Ballot**

a) Voted in **favour** of the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
31	51,85,891	100.00

b) Voted **against** the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
0	0	0.00

c) **Abstain** votes:

Total Number of members who abstained from voting	Total number of shares held by them
0	0

B.K. GUPTA & ASSOCIATES
COMPANY SECRETARIES
FCS-4590
CP-5708

Breakup of voting through e-voting and ballot

Promoter /Public	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
Promoter and Promoter Group	43,96,151	43,96,151	100.00	43,96,151	0	100.00	0.00
Public-Institutional Holders	200	0	0.00	0	0	0.00	0.00
Public-Others	71,94,607	7,89,740	10.98	7,89,740	0	100.00	0.00
Total	1,15,90,958	51,85,891	44.74	51,85,891	0	100.00	0.00

RESULT FOR RESOLUTION NO.2

As the number of votes cast in favour of Ordinary Resolution mentioned in the Notice of 28th AGM was more than the votes cast against it, I report that the Ordinary Resolution as set out in the Notice of 28th AGM has been passed by the Shareholders as Ordinary Resolution .

C. Resolution-3: Ordinary Resolution

Ratification of Appointment of Statutory Auditor of the Company for the Financial Year 2015-16 and to fix their remuneration

i. **Voting through Electronic Means**

a) Voted in **favour** of the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
11	51,84,646	100.00

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b) Voted **against** the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
0	0	0.00

c) **Abstain** votes:

Total Number of members who abstained from voting	Total number of shares held by them
0	0

ii. **Voting through Ballot**

a) Voted in **favour** of the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
20	1,245	100.00

b) Voted **against** the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
0	0	0.00

c) **Abstain** votes:

Total Number of members who abstained from voting	Total number of shares held by them
0	0

iii. **Consolidated E-Voting And Ballot**

a) Voted in **favour** of the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
31	51,85,891	100.00

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COMPANY SECRETARIES
FCS-4990
CP-5705

b) Voted **against** the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
0	0	0.00

c) **Abstain** votes:

Total Number of members who abstained from voting	Total number of shares held by them
0	0

Breakup of voting through e-voting and ballot

Promoter /Public	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
Promoter and Promoter Group	43,96,151	43,96,151	100.00	43,96,151	0	100.00	0.00
Public-Institutional Holders	200	0	0.00	0	0	0.00	0.00
Public-Others	71,94,607	7,89,740	10.98	7,89,740	0	100.00	0.00
Total	1,15,90,958	51,85,891	44.74	51,85,891	0	100.00	0.00

RESULT FOR RESOLUTION NO.3

As the number of votes cast in favour of Ordinary Resolution mentioned in the Notice of 28th AGM was more than the votes cast against it, I report that the Ordinary Resolution as set out in the Notice of 28th AGM has been passed by the Shareholders as Ordinary Resolution .

B.K. GUPTA & ASSOCIATES COMPANY SECRETARIES FCS-4996 CP-3705

D. **Resolution-4: Ordinary Resolution**

Increase in remuneration of Sh. Sanjeev Arora, Chairman-cum-Managing Director of the Company.

i. **Voting through Electronic Means**

a) Voted in **favour** of the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
11	51,84,646	100.00

b) Voted **against** the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
0	0	0.00

c) **Abstain** votes:

Total Number of members who abstained from voting	Total number of shares held by them
0	0

ii. **Voting through Ballot**

a) Voted in **favour** of the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
20	1,245	100.00

b) Voted **against** the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
0	0	0.00

B.K. GUPTA & ASSOCIATES
FCS-8300
CP-5308
COMPANY SECRETARIES

c) **Abstain** votes:

Total Number of members who abstained from voting	Total number of shares held by them
0	0

iii. **Consolidated E-Voting And Ballot**

a) Voted in **favour** of the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
31	51,85,89	100.00

b) Voted **against** the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
0	0	0.00

c) **Abstain** votes:

Total Number of members who abstained from voting	Total number of shares held by them
0	0

Breakup of voting through e-voting and ballot

Promoter /Public	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
Promoter and Promoter Group	43,96,151	43,96,151	100.00	43,96,151	0	100.00	0.00

Public-Institutional Holders	200	0	0.00	0	0	0.00	0.00
Public-Others	71,94,607	7,89,740	10.98	7,89,740	0	100.00	0.00
Total	1,15,90,958	**51,85,891**	**44.74**	**51,85,891**	**0**	**100.00**	**0.00**

RESULT FOR RESOLUTION NO.4

As the number of votes cast in favour of Ordinary Resolution mentioned in the Notice of 28th AGM was more than the votes cast against it, I report that the Ordinary Resolution as set out in the Notice of 28th AGM has been passed by the Shareholders as Ordinary Resolution .

E. **Resolution-5: Ordinary Resolution**

Re-Appointment of Sh. Sanjeev Arora as the Chairman-cum-Managing Director of the Company.

i. **Voting through Electronic Means**

a) Voted in **favour** of the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
11	51,84,646	100.00

b) Voted **against** the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
0	0	0.00

c) **Abstain** votes:

Total Number of members who abstained from voting	Total number of shares held by them
0	0

GUPTA & ASSOCIATES
FCS 8590
CP 5708
COMPANY SECRETARIES

ii. **Voting through Ballot**

a) Voted in **favour** of the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
20	1,245	100.00

b) Voted **against** the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
0	0	0.00

c) **Abstain** votes:

Total Number of members who abstained from voting	Total number of shares held by them
0	0

iii. **Consolidated E-Voting And Ballot**

a) Voted in **favour** of the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
31	51,85,891	100.00

b) Voted **against** the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
0	0	0.00

c) **Abstain** votes:

Total Number of members who abstained from voting	Total number of shares held by them
0	0

Breakup of voting through e-voting and ballot

Promoter /Public	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
Promoter and Promoter Group	43,96,151	43,96,151	100.00	43,96,151	0	100.00	0.00
Public-Institutional Holders	200	0	0.00	0	0	0.00	0.00
Public-Others	71,94,607	7,89,740	10.98	7,89,740	0	100.00	0.00
Total	1,15,90,958	**51,85,891**	**44.74**	**51,85,891**	**0**	**100.00**	**0.00**

RESULT FOR RESOLUTION NO.5

As the number of votes cast in favour of Ordinary Resolution mentioned in the Notice of 28th AGM was more than the votes cast against it, I report that the Ordinary Resolution as set out in the Notice of 28th AGM has been passed by the Shareholders as Ordinary Resolution .

F. Resolution-6: Ordinary Resolution

Increase in the remuneration of Sh. Kavya Arora, Executive Director of the Company.

i. Voting through Electronic Means

a) Voted in **favour** of the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
11	51,84,646	100.00

B.K. GUPTA & ASSOCIATES COMPANY SECRETARIES CP 5

b) Voted **against** the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
0	0	0.00

c) **Abstain** votes:

Total Number of members who abstained from voting	Total number of shares held by them
0	0

ii. **Voting through Ballot**

a) Voted in **favour** of the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
20	1,245	100.00

b) Voted **against** the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
0	0	0.00

c) **Abstain** votes:

Total Number of members who abstained from voting	Total number of shares held by them
0	0

B.K. GUPTA & ASSOCIATES * COMPANY SECRETARIES * FCS-4690 CP-6709

iii. **Consolidated E-Voting And Ballot**

a) Voted in **favour** of the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
31	51,85,891	100.00

b) Voted **against** the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
0	0	0.00

c) **Abstain** votes:

Total Number of members who abstained from voting	Total number of shares held by them
0	0

Breakup of voting through e-voting and ballot

Promoter /Public	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
Promoter and Promoter Group	43,96,151	43,96,151	100.00	43,96,151	0	100.00	0.00
Public-Institutional Holders	200	0	0.00	0	0	0.00	0.00
Public-Others	71,94,607	7,89,740	10.98	7,89,740	0	100.00	0.00
Total	1,15,90,958	**51,85,891**	**44.74**	**51,85,891**	**0**	**100.00**	**0.00**

B.K. GUPTA & ASSOCIATES * COMPANY SECRETARIES * FCS-1820 CP-1408

RESULT FOR RESOLUTION NO.6

As the number of votes cast in favour of Ordinary Resolution mentioned in the Notice of 28th AGM was more than the votes cast against it, I report that the Ordinary Resolution as set out in the Notice of 28th AGM has been passed by the Shareholders as Ordinary Resolution .

G. Resolution-7: Ordinary Resolution

Re-Appointment of Sh. Roop Kishore Fatehpuriya as an Executive Director of the Company.

i. **Voting through Electronic Means**

a) Voted in **favour** of the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
11	51,84,646	100.00

b) Voted **against** the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
0	0	0.00

c) **Abstain** votes:

Total Number of members who abstained from voting	Total number of shares held by them
0	0

ii. **Voting through Ballot**

a) Voted in **favour** of the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
20	1,245	100.00

B.K. GUPTA & ASSOCIATES
FCS-4599
CP-5705
COMPANY SECRETARIES

b) Voted **against** the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
0	0	0.00

c) **Abstain** votes:

Total Number of members who abstained from voting	Total number of shares held by them
0	0

iii. **Consolidated E-Voting And Ballot**

a) Voted in **favour** of the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
31	51,85,891	100.00

b) Voted **against** the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
0	0	0.00

c) **Abstain** votes:

Total Number of members who abstained from voting	Total number of shares held by them
0	0

B.K. GUPTA & ASSOCIATES
FCS-4159
CP-5708
COMPANY SECRETARIES

Breakup of voting through e-voting and ballot

Promoter /Public	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
Promoter and Promoter Group	43,96,151	43,96,151	100.00	43,96,151	0	100.00	0.00
Public-Institutional Holders	200	0	0.00	0	0	0.00	0.00
Public-Others	71,94,607	7,89,740	10.98	7,89,740	0	100.00	0.00
Total	1,15,90,958	**51,85,891**	**44.74**	**51,85,891**	**0**	**100.00**	**0.00**

RESULT FOR RESOLUTION NO.7

As the number of votes cast in favour of Ordinary Resolution mentioned in the Notice of 28th AGM was more than the votes cast against it, I report that the Ordinary Resolution as set out in the Notice of 28th AGM has been passed by the Shareholders as Ordinary Resolution .

7. All relevant records of electronic voting will remain in our safe custody until the Chairman considers, approves and signs the minutes of the 28th Annual General Meeting and the same shall be handed over thereafter to the Chairman/Company Secretary for safe keeping.

Thanking You,

Yours Faithfully
For B.K. Gupta & Associates

B.K. GUPTA & ASSOCIATES COMPANY SECRETARIES FCS-4590 CP-5708

Place: Ludhiana
Dated: 30.09.2015

(Bhupesh Gupta)
Partner
FCS-4590, CP No. 5708
Scrutinizer

We the undersigned witness that the votes were unblocked from the e-voting website of Central Depository Services (India) Limited (www.evotingindia.com) and also votes polled through ballot were opened and processed in our presence at 12:15 p.m. on 29th September, 2015.

(Himani Khanna)
171, Rajouri Apartments,
New Delhi

(Deepak Sharma)
7/54, Block 7,
Ramesh Nagar, New Delhi.