

REAL TOUCH FINANCE LIMITED

(FORMERLY : ASSOCIATED CEREALS LIMITED)

CIN : L01111WB1997PLC085164

CORPORATE OFFICE: 3RD FLOOR, KHIVRAJ COMPLEX - I, NO. 480, ANNA SALAI, NANDANAM,
CHENNAI – 600035; TAMILNADU

Date:- 29/09/2023

To,
BSE Limited,
P J Towers,
Dalal Street, Fort
Mumbai- 400001

Ref: Scrip Code: 538611.

Dear Sir,

Sub: Outcome & Scrutinizer's Report of 37th Annual General Meeting

Pursuant to Reg 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and Sec 108/109 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014, we are sending herewith the following documents –

1. Outcome (Voting Results) of the Annual General Meeting of the Company for the Financial Year 2022-23 held on Wednesday the 27th day of September, 2023. (Annexure I)
2. Consolidated report issued by the Scrutinizer on remote E-voting of the Annual General Meeting. (Annexure II)

Please acknowledge the receipt of the above.

Thanking You,

Yours faithfully

For, Real Touch Finance Limited,

Priyanka Singh

Priyanka Singh
Company Secretary



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ANNEXURE-I

OUTCOME OF ANNUAL GENERAL MEETING

Date of AGM	Wednesday, 27 TH September, 2023
Total no of shareholders as on record date	1448
No of Shareholders present in the meeting either in person or through proxy: Promoter and Promoter Group:	N.A.
Public:	N.A.
No of Shareholders present in the meeting through Video Conferencing: Promoter and Promoter Group:	1
Public:	25

*The Mode of voting for all resolutions was remote e-voting and e-voting at the Meeting.



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Ordinary Business

Agenda no. 1: Adoption of Financial Statement of the Company including Audited Balance Sheet as at 31st March, 2023, Audited Profit & Loss Account and the Cash Flow Statement for the year ended on that date, together with the Report of Board of Directors' and Auditors' thereon.

Resolution Required: (Ordinary/Special) :							Ordinary	
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 in against (5)	% of votes in favour of votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	68,69,620	68,69,620	100%	68,69,620	0	100%	0
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (If Applicable)							
	Total		68,69,620	68,69,620	100%	68,69,620	0	100%
Public Institution	E-Voting							
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (If Applicable)							
	Total			NA	NA	NA	NA	NA
Public Non-Institution	E-Voting	58,23,070	34,283	0.59%	34,270	13	99.9620%	0.0380%
	Poll		-	-	-	-	-	-
	Postal Ballot (If Applicable)							
	Total		58,23,070	34,283	0.59%	34,270	13	99.9620%
Total		1,26,92,690	69,03,903	54.3927%	69,03,890	13	99.9999%	0.0001%

Result: Passed by Majority



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Agenda no. 2: To appoint a Director in place of Mrs Sweta Ghorawat (holding DIN: 08801208) who retires by rotation at this Annual General Meeting and being eligible has offered herself for re-appointment.

.Resolution Required: (Ordinary/Special):							Ordinary	
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 in against (5)	% of votes in favour of votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	68,69,620	68,69,620	100%	68,69,620	0	100%	0
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (If Applicable)							
	Total		68,69,620	68,69,620	100%	68,69,620	0	100%
Public Institution	E-Voting							
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (If Applicable)							
	Total			NA	NA	NA	NA	NA
Public Non-Institution	E-Voting	58,23,070	34,283	0.59%	34,271	12	99.9650%	0.0350%
	Poll		-	-	-	-	-	-
	Postal Ballot (If Applicable)							
	Total		58,23,070	34,283	0.59%	34,271	12	99.9650%
Total		1,26,92,690	69,03,903	54.3927%	69,03,891	12	99.9999%	0.0001%

Result: Passed by Majority



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SPECIAL BUSINESS:-

Agenda no. 3: To consider and approve the creation of charges, mortgages, hypothecation on the immovable and movable properties of the company under Section 180(1)(a) of the Companies Act, 2013

.Resolution Required: (Ordinary/Special):							Special	
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 in against (5)	% of votes in favour of votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	68,69,620	68,69,620	100%	68,69,620	0	100%	0
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (If Applicable)							
	Total	68,69,620	68,69,620	100%	68,69,620	0	100%	0
Public Institution	E-Voting							
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (If Applicable)							
	Total		NA	NA	NA	NA	NA	NA
Public Non-Institution	E-Voting	58,23,070	34,283	0.59%	34,271	12	99.9650%	0.0350%
	Poll		-	-	-	-	-	-
	Postal Ballot (If Applicable)							
	Total	58,23,070	34,283	0.59%	34,271	12	99.9650%	0.0350%
Total		1,26,92,690	69,03,903	54.3927%	69,03,891	12	99.9999%	0.0001%

Result: Passed by Majority



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Agenda no. 4: To consider and approve the increase in borrowings of company under Section 180(1)(c) of the Companies Act, 2013

.Resolution Required: (Ordinary/Special):							Special		
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 in against (5)	% of votes in favour of votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100	
Promoter and Promoter Group	E-Voting	68,69,620	68,69,620	100%	68,69,620	0	100%	0	
	Poll		NA	NA	NA	NA	NA	NA	
	Postal Ballot (If Applicable)								
	Total	68,69,620	68,69,620	100%	68,69,620	0	100%	0	
Public Institution	E-Voting								
	Poll		NA	NA	NA	NA	NA	NA	
	Postal Ballot (If Applicable)								
	Total		NA	NA	NA	NA	NA	NA	
Public Non-Institution	E-Voting	58,23,070	34,283	0.59%	34,271	12	99.9650%	0.0350%	
	Poll		-	-	-	-	-	-	
	Postal Ballot (If Applicable)								
	Total	58,23,070	34,283	0.59%	34,271	12	99.9650%	0.0350%	
Total		1,26,92,690	69,03,903	54.3927%	69,03,891	12	99.9999%	0.0001%	

Result: Passed by Majority



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Agenda no. 5: To consider and approve Inter Corporate Loan Facility under section 185 and 186 of the Companies Act 2013

.Resolution Required: (Ordinary/Special):							Special	
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 in against (5)	% of votes in favour of votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	68,69,620	68,69,620	100%	68,69,620	0	100%	0
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (If Applicable)							
	Total		68,69,620	68,69,620	100%	68,69,620	0	100%
Public Institution	E-Voting							
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (If Applicable)							
	Total			NA	NA	NA	NA	NA
Public Non-Institution	E-Voting	58,23,070	34,283	0.59%	34,271	12	99.9650%	0.0350%
	Poll		-	-	-	-	-	-
	Postal Ballot (If Applicable)							
	Total		58,23,070	34,283	0.59%	34,271	12	99.9650%
Total		1,26,92,690	69,03,903	54.3927%	69,03,891	12	99.9999%	0.0001%

Result: Passed by Majority



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Agenda no. 6: To consider and approve the remuneration payable to Mr. G Sridharan (DIN: 09460423), Whole time Director of the Company

.Resolution Required: (Ordinary/Special):							Ordinary		
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 in against (5)	% of votes in favour of votes polled (6)=[(4)/(2)]*100	% of votes against votes polled (7)=[(5)/(2)]*100	
Promoter and Promoter Group	E-Voting	68,69,620	68,69,620	100%	68,69,620	0	100%	0	
	Poll		NA	NA	NA	NA	NA	NA	
	Postal Ballot (If Applicable)								
	Total		68,69,620	68,69,620	100%	68,69,620	0	100%	0
Public Institution	E-Voting								
	Poll		NA	NA	NA	NA	NA	NA	
	Postal Ballot (If Applicable)								
	Total			NA	NA	NA	NA	NA	NA
Public Non-Institution	E-Voting	58,23,070	34,283	0.59%	34,271	12	99.9650%	0.0350%	
	Poll		-	-	-	-	-	-	
	Postal Ballot (If Applicable)								
	Total		58,23,070	34,283	0.59%	34,271	12	99.9650%	0.0350%
Total		1,26,92,690	69,03,903	54.3927%	69,03,891	12	99.9999%	0.0001%	

Result: Passed by Majority



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Agenda no. 7: To consider and ratify the remuneration paid to Mr. G Sridharan (DIN: 09460423), Whole time Director of the Company

.Resolution Required: (Ordinary/Special):							Ordinary		
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 in against (5)	% of votes in favour of votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100	
Promoter and Promoter Group	E-Voting	68,69,620	68,69,620	100%	68,69,620	0	100%	0	
	Poll		NA	NA	NA	NA	NA	NA	
	Postal Ballot (If Applicable)								
	Total		68,69,620	68,69,620	100%	68,69,620	0	100%	0
Public Institution	E-Voting								
	Poll		NA	NA	NA	NA	NA	NA	
	Postal Ballot (If Applicable)								
	Total			NA	NA	NA	NA	NA	NA
Public Non-Institution	E-Voting	58,23,070	34,283	0.59%	34,271	12	99.9650%	0.0350%	
	Poll		-	-	-	-	-	-	
	Postal Ballot (If Applicable)								
	Total		58,23,070	34,283	0.59%	34,271	12	99.9650%	0.0350%
Total		1,26,92,690	69,03,903	54.3927%	69,03,891	12	99.9999%	0.0001%	

Result: Passed by Majority



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CHENNAI - 600035; TAMILNADU

Please acknowledge the receipt of the above.

Thanking You,

Yours faithfully

For, Real Touch Finance Limited,

Priyanka Singh

Priyanka Singh
Company Secretary





SHRUTI AGARWAL

PRACTISING COMPANY SECRETARY

Mobile : +91 93308 26989

E-mail ID : cs.agarwalshruti@gmail.com

SCRUTINIZER'S REPORT

TO
THE CHAIRMAN
REAL TOUCH FINANCE LIMITED
Arihant Enclave Ground Floor
493B/57A, G.T.Road (South)Shibpur
Howrah-711102

Dear Sir,

Sub: Consolidated Scrutinizer's report on remote e-voting/Physical Ballot forms conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act"), read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ("the Rules") as amended by Companies (Management and Administration) Amendment Rules, 2015 and Voting at the Annual General Meeting of REAL TOUCH FINANCE LIMITED held on Wednesday, 27th September, 2023 at 3.00 PM

- 1) I, Shruti Agarwal, Practicing Company Secretary in Practice (ACS No 38797, CP No 14602) was duly appointed as Scrutinizer by the Board of Directors of **M/S REAL TOUCH FINANCE LIMITED** (the Company) for the purpose of Scrutinizing the process of (i) remote e-voting (i.e., voting remotely, before the AGM, using an electronic voting system on the dates referred to in the Notice calling the AGM) and (ii) e-voting during AGM (process of e-voting at the AGM through electronic voting system) on the resolutions contained in the notice dated **July 24th, 2023 ("Notice") convening the 38th AGM** issued in accordance with Circular No. 02/2022 dated 5th May, 2022, Circular No. 19/2021 dated 8th December, 2021, Circular No. 21/2021 dated 14th December, 2021 read with Circular No. 02/2021 dated 13th January, 2021, Circular No.14/2020 dated 8th April, 2020, Circular No.17/2020 dated 13th April, 2020 and Circular No.20/2020 dated 5th May, 2020 issued by Ministry of Corporate Affairs (collectively refer to as 'MCA Circulars') which permitted convening the Annual General Meeting ("AGM" / "Meeting") through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM"), without physical presence of the members at a common venue. The AGM was convened on **Wednesday, 27TH September, 2023 at 03.00 PM. IST** through VC / OAVM.
- 2) The Management of the Company is responsible to ensure the Compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic modes on the resolutions proposed in the Notice of Annual General Meeting of the Members of the Company dated **July 24th, 2023**. My responsibility as a Scrutinizer for the e-voting process (i.e., through remote e-voting and e-voting during AGM) is to ensure that the voting process is conducted in a fair and transparent manner and is restricted to making a Scrutinizer's Report for the votes cast in "favour" or "against" on the resolutions proposed in the Notice of the AGM of the Company, based on the report generated from the e-voting system provided by National Securities Depository Limited (NSDL) the agency engaged by the Company to provide e-voting facility for voting through electronic means and the documents furnished to me electronically verification.



- 3) The Members holding ordinary shares as on the "cut-off date" i.e. Wednesday, **September 20, 2023** were entitled to vote on the resolutions proposed in the Notice calling the Annual General Meeting.
- 4) In terms of the aforesaid Notice and as per the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the remote e-voting facility was kept open from Sunday, September 24, 2023 (09:00 a.m. IST) till Tuesday, September 26, 2023 (5.00 p.m. IST) and pursuant to MCA Circulars referred above, the Company had also provided remote e-voting facility to the shareholders present at the AGM through VC / OAVM and who had not cast their vote earlier and Members were requested to cast their votes electronically conveying their assent or dissent in respect of the resolution on the e-voting platform provided by NSDL.
- 5) The Voting period for remote e-voting commenced on 24th September 2023, at 9.00 A.M. and ends on 26th September, 2023 at 5.00 P.M. and the NDSL e-voting platform was blocked thereafter.
- 6) The votes cast through remote e-voting were unblocked in the presence of two witnesses as prescribed under sub-rule 4(xii) of Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended.

I have scrutinized and reviewed the remote e-voting and voting tendered therein based on the data downloaded from the National Depository Services Limited e-voting System.

RESOLUTION NO. 1 ORDINARY RESOLUTION

1) To receive, consider and adopt the audited financial statements of the Company for the financial year ended 31st March, 2023 including the audited Balance Sheet as at 31st March, 2023, the Statement of Profit and Loss for the year ended on that date and the reports of the Board of Directors (the Board) and Auditors thereon.

i) VOTES IN FAVOUR OF THE RESOLUTION THROUGH E-VOTING

Numbers of Members Voted	Number of Votes cast by them	% of total Number of Valid Vote Cast
34	6903890	100%

ii) VOTES AGAINST THE RESOLUTION THROUGH E-VOTING

Numbers of Members Voted	Number of Votes cast by them	% of total Number of Valid Votes Cast
8	13	100%



RESOLUTION NO 2 ORDINARY RESOLUTION

2. To appoint a Director in place of Appointment of Ms Sweta Ghorawat (holding DIN: 08801208) who retires by rotation and has offered herself for re-appointment.

i) VOTES IN FAVOUR OF THE RESOLUTION THROUGH E-VOTING

Numbers of Members Voted	Number of Votes cast by them	% of total Number of Valid Vote Cast
35	6903891	100%

ii) VOTES AGAINST THE RESOLUTION THROUGH E-VOTING

Numbers of Members Voted	Number of Votes cast by them	% of total Number of Valid Votes Cast
7	12	100%

SPECIAL BUSINESS:-

RESOLUTION NO 3 SPECIAL RESOLUTION

3. To consider and approve the creation of charges, mortgages, hypothecation on the immovable and movable properties of the company under Section 180(1)(a) of the Companies Act, 2013

i) VOTES IN FAVOUR OF THE RESOLUTION THROUGH E-VOTING

Numbers of Members Voted	Number of Votes cast by them	% of total Number of Valid Vote Cast
35	6903891	100%

ii) VOTES AGAINST THE RESOLUTION THROUGH E-VOTING

Numbers of Members Voted	Number of Votes cast by them	% of total Number of Valid Votes Cast
7	12	100%

RESOLUTION NO 4 SPECIAL RESOLUTION

4. To consider and approve the increase in borrowings of company under Section 180(1)(c) of the Companies Act, 2013

i) VOTES IN FAVOUR OF THE RESOLUTION THROUGH E-VOTING

Numbers of Members Voted	Number of Votes cast by them	% of total Number of Valid Vote Cast
35	6903891	100%

ii) VOTES AGAINST THE RESOLUTION THROUGH E-VOTING



Numbers of Members Voted	Number of Votes cast by them	% of total Number of Valid Votes Cast
7	12	100%

RESOLUTION NO 5 SPECIAL RESOLUTION

5. To consider and approve Inter Corporate Loan Facility under section 185 and 186 of the Companies Act 2013

i) VOTES IN FAVOUR OF THE RESOLUTION THROUGH E-VOTING

Numbers of Members Voted	Number of Votes cast by them	% of total Number of Valid Vote Cast
35	6903891	100%

ii) VOTES AGAINST THE RESOLUTION THROUGH E-VOTING

Numbers of Members Voted	Number of Votes cast by them	% of total Number of Valid Votes Cast
7	12	100%

RESOLUTION NO 6 ORDINARY RESOLUTION

6. To consider and approve the remuneration payable to Mr. G Sridharan (DIN: 09460423), Whole time Director of the Company

i) VOTES IN FAVOUR OF THE RESOLUTION THROUGH E-VOTING

Numbers of Members Voted	Number of Votes cast by them	% of total Number of Valid Vote Cast
35	6903891	100%

ii) VOTES AGAINST THE RESOLUTION THROUGH E-VOTING

Numbers of Members Voted	Number of Votes cast by them	% of total Number of Valid Votes Cast
7	12	100%

RESOLUTION NO 7 ORDINARY RESOLUTION

7. To consider and ratify the remuneration paid to Mr. G Sridharan (DIN: 09460423), Whole time Director of the Company

i) VOTES IN FAVOUR OF THE RESOLUTION THROUGH E-VOTING

Numbers of Members Voted	Number of Votes cast by them	% of total Number of Valid Vote Cast
35	6903891	100%

ii) VOTES AGAINST THE RESOLUTION THROUGH E-VOTING



Numbers of Members Voted	Number of Votes cast by them	% of total Number of Valid Votes Cast
7	12	100%

All the relevant records / electronic data relating to the e-voting are under my safe custody and will be handed over to the Chairman or Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the said AGM.

You may accordingly declare the results and display the same on the website of the Company and convey to Stock Exchange and National Depository Services Ltd.

Please acknowledge the receipt.

Thanking You

Yours Faithfully



For Shruti Agarwal
Practising Company Secretary
A Peer Reviewed Firm
Peer Review Certificate
No.:3206/2023

Place Kolkata
Date: 29/09/2023

Shruti Agarwal
Membership No. 38797
COP NO:-14602
UDIN: A038797E001126312