



# FRASER AND COMPANY LIMITED

CIN : L51100MH1917PLC272418

**100** YEARS  
Incorporated Since 1917

Reg. Office : B-10, Divya Smit CHS. Ltd., Gaurav Garden Complex, Bunder Pakhadi Road, Kandivali (W), Mumbai - 400 067.  
Email : info@fraserindia.co.in | Website : www.fraserindia.co.in | Tel.: 022-2868 6735

Ref:FRASER/COM/21-22/04

28/06/2021

To,

**The BSE Limited**

Phiroze Jeejeebhoy Towers.

Dalal Street

Mumbai - 400 001

Scrip Code- 539032

**The Calcutta Stock Exchange Limited**

7, Lyons Range,

Kolkata- 700 001

Scrip Code - 16052

**Sub.: Outcome of the Board Meeting (02/21-22) held on Monday, June 28th, 2021.**

Dear Sir(s),

The Board at their meeting held on **Monday, June 28th, 2021** has approved the Audited Financial Results for the quarter and financial year ended March 31st, 2021. Pursuant to Regulation 33 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations”), we hereby enclose the following, inter alias:

- i. Statement showing the Standalone Audited Financial Results for Financial year ended March 31st, 2021. *(Financial Results as Annexure-IA, Balance sheet as Annexure-IB and Cash flow Statement as Annexure-IC)*
- ii. Auditors Report for the Financial Year ended March 31st, 2021. *(As Annexure-II)*
- iii Declaration on Auditors’ Report with Unmodified Opinion. *(As Annexure-III)*
- iv Appointment of Internal Auditor of the Company. *(As Annexure-IV)*
- v Appointment of Secretarial Auditor of the Company. *(As Annexure-V)*
- vi Re-appointment of Mr. Vickesh Kamdar (DIN: 05347212) as Managing Director for Three (3) years from June 28th, 2021 till June 27th, 2024. *(As Annexure-VI)*
- vii Re-appointment of Mr. Prakash Temkar (DIN: 08120721) as Whole-time Director for Three (3) years from June 28th, 2021 till June 27th, 2024. *(As Annexure-VII)*
- viii Any other item with the permission of the Chair.

**Meeting Commenced at: 03:00 pm**

**Meeting Concluded at: 05:00 pm**



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Kindly take the same on record and acknowledge,

Thanking you,  
Yours faithfully,

**FOR FRASER AND COMPANY LIMITED**

*mkd*  
**Mr. Vickesh Kamdar**  
**Managing Director**  
**DIN: 05347212**  
**Encls: as above**





## Annexure - I A



## FRASER AND COMPANY LIMITED



Regd. Office: B-10, Divya Smit CHS Ltd., Gaurav Garden Complex, Bunder Pakhadi Rd, Kandivali (W), Mumbai - 400067.

CIN :- L51100MH1917PLC272418

Tel: 022-28686735, Email: fraseracp@gmail.com, Website: www.fraserindia.co.in

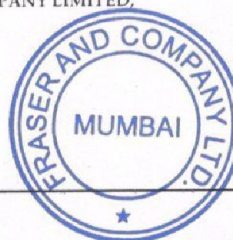
## Statement of Audited Financial Results for the Quarter and Year ended 31st March, 2021.

Published pursuant to Regulation 33 of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015

PART-I		Rs. In Million (Except per share data)				
Sr. No.	Particulars	QUARTER ENDED			YEAR ENDED	
		31.03.2021 (Unaudited)	31.12.2020 (Unaudited)	31.03.2020 (Unaudited)	31.03.2021 (Audited)	31.03.2020 (Audited)
1	<b>Income from Operations</b>					
	Gross Value of Sales	195.48	158.50	39.52	437.38	294.14
	Less : GST Recovered	28.90	23.42	5.75	64.84	42.95
	<b>(a) Net Sales/ Income from Operations</b>	<b>166.58</b>	<b>135.08</b>	<b>33.78</b>	<b>372.54</b>	<b>251.19</b>
	(b) Other Income	0.00	(0.01)	-	0.04	-
	<b>Total Income from Operations (a+b)</b>	<b>166.58</b>	<b>135.07</b>	<b>33.78</b>	<b>372.58</b>	<b>251.19</b>
2	<b>Expenses</b>					
	(a) Purchase of Stock-in Trade	144.47	116.76	30.26	320.80	226.17
	(b) Changes in inventories of finished goods, and work-in-progress and stock in trade	1.35	(1.18)	0.06	0.13	(1.38)
	(c) Employee Benefit Expenses	1.11	0.92	0.99	3.52	3.28
	(d) Finance Costs	0.08	0.08	-	0.21	-
	(e) Depreciation & Amortisation Expenses	0.32	0.31	0.03	0.96	0.11
	(f) Other Expenses	12.22	12.25	3.94	32.90	13.61
	<b>Total Expenses</b>	<b>159.54</b>	<b>129.13</b>	<b>35.28</b>	<b>358.51</b>	<b>241.79</b>
	<b>Profit/ (Loss) before Exceptional and Extra ordinary items and Tax (1-2)</b>	<b>7.04</b>	<b>5.93</b>	<b>(1.51)</b>	<b>14.07</b>	<b>9.40</b>
3	Exceptional Items	-	-	-	-	-
5	<b>Profit/(Loss) before Extra ordinary items and Tax (3-4)</b>	<b>7.04</b>	<b>5.93</b>	<b>(1.51)</b>	<b>14.07</b>	<b>9.40</b>
6	Extra ordinary items	-	-	-	-	-
7	<b>Net Profit/(Loss) from Ordinary Activities before Tax(5-6)</b>	<b>7.04</b>	<b>5.93</b>	<b>(1.51)</b>	<b>14.07</b>	<b>9.40</b>
8	<b>Tax Expenses</b>					
	I. Current Tax	1.76	1.52	(0.49)	3.60	2.24
	II. Deferred Tax	(0.03)	(0.02)	0.01	(0.04)	0.00
9	<b>Net Profit/ (Loss) for the Period (7-8)</b>	<b>5.31</b>	<b>4.44</b>	<b>(1.03)</b>	<b>10.52</b>	<b>7.15</b>
10	<b>Other Comprehensive Income</b>					
	Remeasurement of Defined Benefit Plans	-	-	-	-	-
11	<b>Total Comprehensive Income/(Loss) for the period (9+10)</b>	<b>5.31</b>	<b>4.44</b>	<b>(1.03)</b>	<b>10.52</b>	<b>7.15</b>
12	<b>Paid up Equity Share Capital (F. V. of Rs. 10/- Each)</b>	<b>81.20</b>	<b>81.20</b>	<b>81.20</b>	<b>81.20</b>	<b>81.20</b>
13	<b>Other Equity excluding Revaluation Reserve</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>(16.24)</b>	<b>(26.76)</b>
14	<b>Earnings per Share (of Rs. 10/- each) :</b>					
	(a) Basic-Rs	0.65	0.55	(0.13)	1.30	0.88
	(b) Diluted-Rs	0.65	0.55	(0.13)	1.30	0.88

## Notes :

- The Audited Financial Results have been reviewed by Audit Committee and approved by the Board of Directors in its meeting held on Monday, 28th June, 2021. The above results have been reviewed by the Statutory Auditors of the Company. Figures of the quarter ended 31st March, 2021 and 31st March, 2020 are the balancing figures between audited figures in respect of the full financial year and published year-to-date figures upto the third quarter of the relevant financial year.
- The entire operation of the Company relate to only one segment viz. supply of construction and real estate related materials. Hence, as per the Management approach under Ind AS - 108, the company has a single operating segment.
- Figures for the Previous period /quarter have been rearranged/ re-grouped wherever necessary, to confirm with the figures for the current year/quarter.

For and On behalf of the Board  
FRASER AND COMPANY LIMITED,Mr. Vikesh Kamdar  
(Managing Director)  
DIN:- 05347212Place : Mumbai  
Date : 28th June, 2021



## FRASER AND COMPANY LIMITED

100  
YEARS  
1917-2017

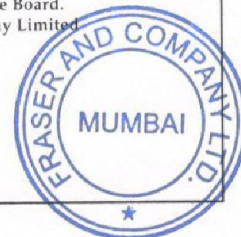
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CIN :- L51100MH1917PLC272418

Tel: 022-28686735, Email: fraseracp@gmail.com, Website: www.fraserindia.co.in

## AUDITED STANDALONE STATEMENT OF ASSETS AND LIABILITIES AS AT 31ST MARCH, 2021

Part II	Rs. In Million	
PARTICULARS	As At 31st March, 2021 Rupees (Audited)	As At 31st March, 2020 Rupees (Audited)
<b>A ASSETS</b>		
<b>1. Non Current Assets</b>		
Property, Plant & Equipment	4.68	0.83
Capital Work In Progress	-	-
Intangible Assets	-	-
Financial Assets		
Investments	0.00	0.00
Loans	12.05	-
Other Financial Assets	0.11	0.11
Deferred tax Asset - MAT Credit Entitlement	0.05	0.01
Income Tax Asset	3.92	0.73
Other Non-Current Assets	0.33	0.50
<b>Sub Total - Non Current Assets</b>	<b>21.14</b>	<b>2.17</b>
<b>2. Current Assets</b>		
Inventories	2.00	2.13
Financial Assets		
Trade receivables	167.92	82.67
Cash & Cash Equivalent	19.36	8.69
Bank balances other than above	-	-
Other Current Assets	7.38	4.49
<b>Sub Total - Current Assets</b>	<b>196.66</b>	<b>97.99</b>
<b>TOTAL ASSETS</b>	<b>217.81</b>	<b>100.16</b>
<b>B EQUITY &amp; LIABILITIES</b>		
<b>1. Equity</b>		
Equity Share Capital	81.20	81.20
Other Equity	(16.24)	(26.76)
<b>Sub Total - Share Holders' Fund</b>	<b>64.96</b>	<b>54.45</b>
<b>2. Non Current Liabilities</b>		
Financial Liabilities		
(a) Borrowings	3.07	-
Other Non Current Liabilities	-	-
Employee Benefit Provisions	-	-
Deferred Tax Liabilities	-	-
Liabilities for Income Tax	6.31	2.71
<b>Sub Total - Non Current Liabilities</b>	<b>9.37</b>	<b>2.71</b>
<b>3. Current Liabilities</b>		
Financial Liabilities		
Borrowings	-	-
Trade Payables	141.79	42.28
Other Financial Liabilities	1.49	0.52
Provisions	0.19	0.20
<b>Sub Total - Current Liabilities</b>	<b>143.47</b>	<b>43.00</b>
<b>TOTAL LIABILITIES</b>	<b>217.81</b>	<b>100.16</b>

For and on behalf of the Board.  
For Fraser and Company LimitedMr. Vickesh Kamdar  
(Managing Director)  
DIN:- 05347212Place: Mumbai  
Date: 28th June, 2021





## FRASER AND COMPANY LIMITED

100  
Incorporated Since 1911

## Annexure I C (AUDITED CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2021)

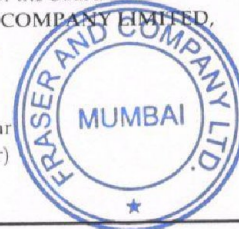
Rupees (in Millions)

PARTICULARS	As at 31st March, 2021		As at 31st March, 2020	
	RUPEES	RUPEES	RUPEES	RUPEES
(A) CASH FLOW FROM OPERATING ACTIVITIES :				
Net Profit Before Tax		14.07		9.40
Depreciation & Amortisation	0.96		0.11	
Preliminary Expenses Written Off / (Back)	0.17		0.17	
Sundry Balances Written Off / (Back)	(0.04)	1.08	-	0.28
Operating Profit Before Working Capital Changes		15.15		9.67
Adjustments for Working Capital Changes :				
Trade Payables and Other Current Liabilities	100.47		35.51	
Inventories	(0.13)		(1.38)	
Trade Receivables	(85.25)		(46.51)	
	-	15.09	-	(12.38)
CASH FLOW FROM OPERATIONS		30.24		(2.70)
Taxes Paid (Net)		(3.19)		(0.10)
NET CASH FLOW FROM OPERATING ACTIVITIES (A)		27.05		(2.80)
(B) CASH FLOW FROM INVESTING ACTIVITIES				
Purchase of Computer, Office Equipments and Furniture	(4.81)		(0.37)	
Movement in Loans and Advances	(14.63)		1.10	
NET CASH (USED IN) INVESTING ACTIVITIES (B)		(19.44)		0.73
(C) CASH FLOW FROM FINANCING ACTIVITIES :-				
Proceeds / (Repayment) from Bank Loan	3.07		-	
Proceeds / (Repayment) from Short Term Borrowing	-		-	
Dividend Paid (Including Dividend Distribution tax)	-		-	
NET CASH FLOW USED IN FINANCING ACTIVITIES(C)		3.07		-
Net Increase / (Decrease) in Cash and Cash Equivalents (A+B+C)		10.67		(2.07)
Opening Balance of Cash & Cash Equivalent		8.69		10.76
Closing Balance of Cash & Cash Equivalent		19.36		8.69
Cash & Cash Equivalents				
Cash on Hand		1.18		2.29
Balances with banks in Current account		18.18		8.47
TOTAL		19.36		10.76

- 1 This statement is prepared as per Ind AS-7 (Indirect method )  
 2 Previous Period's figures were re-grouped wherever necessary.

For and On behalf of the Board  
 For FRASER AND COMPANY LIMITED.

Mr. Vickesh Kamdar  
 (Managing Director)  
 DIN:- 05347212



Place : Mumbai  
 Date : 28th June, 2021

K. J. SHAH & ASSOCIATES,  
CHARTERED ACCOUNTANTS.

KIRTI J. SHAH, B. Com., F.C.A.

E mail : kjshahca@yahoo.com

Shop No. 11, Sai Darshan B.,  
Rambaug Lane, Opp Mulji Nagar,  
Near Vijay Sales,  
Borivali West, Mumbai 400092  
Phone : office 28646766

Mobile : 9821280470

**Auditor's Report On Quarterly Financial Results and Year to Date Results of the Company  
Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements)  
Regulations, 2015**

**TO THE BOARD OF DIRECTORS OF  
FRASER AND COMPANY LIMITED.**

We have audited the accompanying statement of financial results of **Fraser and Company Limited** ('the Company') for the quarter and year ended March 31, 2021 ('the Statement'), attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the explanations given to us these quarterly financial results as well as the year to date results:

- i. are presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in this regard ; and
- ii. give a true and fair view in conformity with the recognition and measurement principles laid down in the applicable Indian Accounting Standards, and other accounting principles generally accepted in India, of the net profit and other comprehensive income- and other financial information for the year ended March 31, 2021.

**Basis for Opinion**

We conducted our audit in accordance with the Standards on Auditing ("SAs") specified under section 143(10) of the Companies Act, 2013 ("the Act"). Our responsibilities under those SAs are further described in the Auditor's Responsibilities for the Audit of the Annual Financial Results section of our report. We are independent of the Company, in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act, and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics.

K. J. SHAH & ASSOCIATES,  
CHARTERED ACCOUNTANTS.

KIRTI J. SHAH, B. Com., F.C.A.

E mail : kjshahca@yahoo.com

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..2..

We believe that the audit evidence we have obtained, is sufficient and appropriate to provide a basis for our opinion on the annual financial results.

### **Management's and Board of Directors' Responsibilities for the Annual Financial Results**

These annual financial results have been prepared on the basis of the annual financial statements.

The Company's Management and the Board of Directors are responsible for the preparation and presentation of these annual financial results that give a true and fair view of the net profit/ loss and other comprehensive income and other financial information in accordance with the recognition and measurement principles laid down in Indian Accounting Standards prescribed under Section 133 of the Act and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the annual financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the annual financial results, the Management and the Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is responsible for overseeing the Company's financial reporting process.

### **Auditor's Responsibilities for the Audit of the Annual Financial Results**

Our objectives are to obtain reasonable assurance about whether the annual financial results as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion.

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K. J. SHAH & ASSOCIATES,  
CHARTERED ACCOUNTANTS.

KIRTI J. SHAH, B. Com., F.C.A.

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..3..

Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these annual financial results.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the annual financial results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3) (i) of the Act, we are also responsible for expressing our opinion through a separate report on the complete set of financial statements on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures in the financial results made by the Management and Board of Directors.
- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the appropriateness of this assumption. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the annual financial results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

..4..



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..4..

- Evaluate the overall presentation, structure and content of the annual financial results, including the disclosures, and whether the annual financial results represent the underlying transactions and events in a manner that achieves fair presentation.
- We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit findings, including any significant deficiencies in internal control that we are identify during our audit.
- We also provide those charged with governance with a statement that we have complied with the relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguard.

#### Other Matter

The entire audit finalization process was carried from remote locations i.e. other than the office of the Company where books of account and other records are kept, based on data/ details of financials information provided to us through digital medium, owing to COVID-19. Thus, our attendance, inter alia, at the physical inventory verification done by the management was impracticable under the circumstances. Being constrained, we resorted to and relied upon the results of the related alternate procedures to obtain sufficient and appropriate audit evidence for the significant matters in the course of our audit. Our report is not modified in respect of this matter.

The annual financial results include the results for the quarter ended March 31, 2021 being the balancing figures between the audited figures in respect of the full financial year and the published audited year to date figures up to the third quarter of the current financial year which were subjected to audit by us.

For K. J. SHAH & ASSOCIATES  
Chartered Accountants  
(ICAI FRN : 127308W)



  
KIRTI J. SHAH  
F.C.A.

Place : Mumbai  
Date : 28.06.2021

K. J. SHAH  
Proprietor  
(Membership No. 030784)  
UDIN: 21030784AAAADL2224



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## Annexure-III

Ref:FRASER/COM/21-22/05

28/06/2021

To,

**The BSE Limited**

Phiroze Jeejeebhoy Towers,

Dalal Street

Mumbai - 400 001

Scrip Code- 539032

**The Calcutta Stock Exchange Limited**

7, Lyons Range,

Kolkata- 700 001

Scrip Code - 16052

**Sub.: Declaration regarding Audit Report with Unmodified Opinion for the Financial Year ended March 31st, 2021 of the Company.**

Dear Sir(s),

Pursuant to Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby declare that M/s. K. J. Shah & Associates, Chartered Accountants, Mumbai (Firm Registration No. 127308W), Statutory Auditors of the Company have issued the Audit Report on Standalone Audited Financial Result for the financial year ended March 31st, 2020 **with unmodified opinion.**

Kindly take the same on record and acknowledge,

Thanking you,

Yours faithfully,

**FOR FRASER AND COMPANY LIMITED**

*m Kamdar*  
**Mr. Vickesh Kamdar**  
**Managing Director**  
**DIN: 05347212**





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## Brief profile of Internal Auditor (Annexure-IV)

1. Name of the Auditor: Mr. Nirmal Shah
2. Membership Number: 153747
3. Date of Appointment: 29th June, 2020
4. Total Experience: More than 7 years in auditing

## Brief profile of Secretarial Auditor (Annexure-V)

1. Name of the Auditor: Mr. Bhunesh Bansal
2. Firm's Name: M/s. Bhunesh Bansal & Associates practicing company secretaries
3. Membership Number: 6526
4. Firm Registration Number: 9089
5. Date of Appointment: 29th June, 2020





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## Annexure VI and VII (Re-appointment of Managing Director and Whole Time Director)

The details required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 09, 2015 are given in the enclosed

<b>Director</b>	Mr. Vickesh Kamdar	Mr. Prakash Temkar
<b>DIN</b>	05347212	08120721
<b>Reason for Change</b>	The existing term of appointment of Mr. Vickesh Kamdar is coming to an end on August 9th, 2021. Hence, required to re-appoint as Managing Director.	The existing term of appointment of Mr. Prakash Temkar is coming to an end on August 9th, 2021. Hence, required to re-appoint as Whole Time Director.
<b>Date and term of appointment</b>	Three years commencing from 28th June, 2021 and subject to approval of the shareholder.	Three years commencing from 28th June, 2021 and subject to approval of the shareholder.
<b>Brief Profile</b>	Mr. Vickesh Kamdar is a Commerce graduate and has over 18 years of rich experience in the field of Finance as well as Sales and Marketing of telecommunication services and allied activities.	Mr. Prakash Temkar has over 21 years of rich experience in the field of Marketing and Sales of electronic products
<b>Disclosure of relationships between directors</b>	Mr. Vickesh Kamdar does not have any relation with any member of the Board of Directors.	Mr. Vickesh Kamdar does not have any relation with any member of the Board of Directors.

