

### BANCO PRODUCTS (INDIA) LTD.

Post Box No. 2562, Vadodara - 390 005. Gujarat, India.

Phone: (0265) 2680220/21/22/23, Fax: +91-265-2680433 / 2338430

E-mail: mail@bancoindia.com, Website: www.bancoindia.com



Date: 23.09.2017

To,
BSE Limited
Corporate Relationship Department,
1st Floor, New Trading Ring,
Rotunda Building, P. J. Towers,
Dalal Street, Fort,
Mumbai – 400 001

Stock Code (BSE) - 500039

To,
National Stock Exchange of India Ltd.
Listing Department,
"Exchange Plaza", C/1, Block G,
Bandra Kurla Complex, Bandra (E),
Mumbai – 400 051

Trading Symbol (NSE) - BANCOINDIA

Dear Sir,

Sub: Declaration of Voting Results of 56th Annual General Meeting of the Company held on September 23, 2017.

With reference to the above, we would like to state that the 56<sup>th</sup> Annual General Meeting of the Company held on September 23, 2017 at Registered Office of the Company at Bil, Near Bhaili Railway Station, Padra Road, Dist Vadodara - 391 410.

### Please find enclosed herewith:

 Voting Results as required under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

 Scrutinizers' Report on E-voting and Poll as per the provisions of Section 108 and 109 of the Companies Act, 2013 read with Companies (Management and Administration), Rules, 2014

For Banco Products (India) Limited

Chairman





Registered Office. Bd, Near Bhadt Radway Station,
Putha Road, Dist. Baroda - 301 410.
Phone. 0265-2680220/21/23/23, Fax. 0265-2680433.2338430.
E-mail - see@barocumba com, Website: www.hancoundia.com, CIN: LXLO0011961PLC001039

Date: 23.09.2017

Total No. of Shareholders on record date			Segrember 23, 2017	210				
	date:		24812					
No. of Shareholders present in the meeting either in person or through proxy:	meting either in person or through	100	23					
Promoters & Promoter Group: Pubbc:			30					
No. of Shareholders attending the mee Fromoters and Promoter Group:	of Shareholders attending the meeting through Video Conferencing. Fromoters and Promoter Group:		N.A.					
Public: Agendia - wise disclosure (to be disclosed separately for each agenda (thm)	osed separately for each agenda to							
Resolution No. 1. To receive, consider and adopt Audited Standslove and Consolidated Financial Statements of the Computy for the financial year ended 31.03.2017 including Balance Sheet as at	er and adopt Audited Standalone	and Consolidated F	inancial Statem	ents of the Company fo	or the financial year	ar ended 31.03.	2017 including Balance	e Sheet as at
\$1.03.2017, the Statement of Profit and Loxs and Cash Flow Statement for the year ended on 31.03.2017 and the Reports of the Board of Directors on the Auditors thereon.  Ordinary	and Loss and Cash Flow Statemen	it for the year ende	d on 31,03,2017 Ordinary	and the Reports of the	Board of Director	rs and the Audi	ors thereon.	
Whether promoter/promoter group are interested in the agencla/resolution?	are interested in the agencia/resolu		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 poiled (6)=[(4)/(2)]*130	% of Votes against on votes polled (7)=[(5)/(2)]*100
	E-Voting		0	00'00	0		00'0	00'0
Promoter and Promoter Group	III-di	48549337	33718002	(9.45	33718002	D	100.00	000
	Pestal Ballot (If applicable)	0	0	0	0	0	00'0	000
	Total	2656585	33718002	69.45	33718002	0	100.00	00'0
	E-Voting	10100	0	0	0	0		
Public - Institutions	Poll	1277	0	0	0	٥		
	Postal Ballet (if applicable)	0	0	0				
	Total	19107	0	0				
	E-Voting	72949551	3261258	14.21				
Public - Non Institutions	Poll	*	991360	4.32	991360		7	
	Postal Ballot (if applicable)	0	0	0				
	Total	22949551		18.53		0		500
Total	11 - 12 - 12 - 12 - 12 - 12 - 12 - 12 -	71518650	37970620	53.09	37970620		100.00	0.00
Resolution No. 2: To declare final dividend on Equity Shares for the Financial Year ended 31.03.2017.	dividend on Equity Shares for the F	Financial Year ende	d 31.03.2017.					
resolution rues eu .	franchistration of a short section of the	to the same of the	New					The second second
Whether promoter/promoter group are interested in the agendantecturing	are interested in the agenda, reco	UGDHr.	reto.		-	100		No. of Street
Category	Mode of Voting	No. of shares held (1)	No. of Votes Polled (2)	% or Votes Polled on outstanding Shares (3)-((1)/(1)]*100	No of Votes - in favour (4)	Ac. of Voltes - against (5)	on votes polled (6)-[(4)/(2)]*100	% or votes against on votes polled (7)=[[5]/(2)]*100
	E-Voting	1	0	000	0	0	000	
Oromoter and Promoter Groun	Doll	48549992	33718002	69.43	33718002		100.00	00.0
	Stockal Statlor (if applicable)	0	0	0		0	000	0.00
	Total	48549992	33718002	69.45	33718002		300.00	
	E-Vetine		0	0.	0	0	00:0	
Bublic - Institutions	Poll	19107	0	0	0	0	0.00	
	Postal Salor (if applicable)	0	0		0	0	00.00	
	Total	19107	0		0		00:00	0.00
	E-Voting	93040000	3261258	14.21	3261258			
Public - Non Institutions	Poll	44,000,000	990635	4.32	990635	0	7	
	Postal Ballot (if applicable)	0	0	0				
	Total	22949551		18.53		0		
Total Parket		71518650	37969895	83.09	37969895	0	100.001	999



BANCO PRODUCTS (INDIA) LIMITED RANGE

Registered Office, Bit, Near Bhailt Rahway Statien,
Patha Road, Dist. Bareda. – 391 410.
Phane: -02.65.26/020/21/23/23, Fax. -02.65.28/04/33/2338/30,
E-mail: -see@himonindia.com, Website: - ovw bancoirelia.com, CDK 1,51100G/1961PLC001039

Date: 23.09.2017

# Voting Results of Banco Products (India) Limited

Pre-state   Pre-	Resolution No. 3 : To appoint a Dir	Actor in place of Mrs. Himali Hami	ich Patel (D:N : 0708	\$1636), who reti	res by rotation and bei	ra elicible offers	orealf for san	of the San	
Figs.   Figs	Resolution required:			Ordinary		The state of the s	dear sor une so	pomenticar.	
Mode of Voring	Whether promoter/promater group	are interested in the agenda/resol	ution?:	Yes					
E Voting         6 Voting         0.00         0.00         0.00         0.00           Postal Ballot (if applicable)         4654/9992         33718002         6.445         14718002         0         100.00           Footal Ballot (if applicable)         4684/9992         31718002         6.00         0         0         0.00           Footal Ballot (if applicable)         19107         0         0         0         0         0         0.00           Footal Ballot (if applicable)         27349351         3261245         14.73         3256902         4.20         0.00           Footal Ballot (if applicable)         27349351         3261245         4.32         990633         4.32         000         0         0.00           Footal Ballot (if applicable)         27349351         4.32         4.32         90633         4.00         0.00         0.00           Footal Ballot (if applicable)         27349351         4.32         4.32         90633         0.00         0.00         0.00         0.00           Footal Ballot (if applicable)         27349351         4.32         4.32         906633         0.00         0.00         0.00         0.00         0.00         0.00         0.00         0.00         0	Category	Mode of Voting	No. of shares held (1)		% of Votes Polledon outstanding Shares (3)=[(2)/(1)]*100	Ne. of Votes - in favour (4)	No. of Votes - against (S)	% of Votes in favour on votes polled (6)=[(4)/[2]]*100	% of Votes egainst on votes polled (7)=[(5)/(2)]*100
Postal Ballot (if applicable)   Applicable	The second second	E Voting	Appendix appeal	0	000	0	0	000	
Postal Ballot (if applicable)   Cotal Ballot (if applicable)	Promoter and Promoter Group	Poli	2566665309	38718000	54.45	ľ		0000	
Total   A8549992   31718002   65.45   33718002   0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0		Postal Ballot (if applicable)	0	0	0		0 0	TOWN	
E Voting   E Voting   19107   19107   19100		Total	48549992	2271 9887	23.45		5		
Postal Saflet (if applicable)   1910/2   0   0   0   0   0   0   0   0   0		F. Voting		0	69166		0	10	
Postal Saflot (if applicabler)   19	Bullion handbook	0	19107	0	0	0	0	0.00	
Postal Ballot (if applicable)   19107   0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	And I was a manager	10.4		0	0	0	0	0.00	
Total   Tota		Postal Ballot (if applicable)	0	0	0	0	0	0.00	
E-Voting   F-Voting		Total	19107	0	0	0	0	000	
Postal Ballot (if applicable)   22949551   990635   4.32   990635   0.00   0.		E-Voting	11000000	3261258	14.73		4366	0	
Postal Ballot (id applicable) 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	Public - Non-hatitutions	Polt	17343331	990635	4.12		The state of the s		
Total 22949351 4251893 14,53 4246 95,90 71518850 37968857 4,100 37065670 4744 4444		Postal Ballot (if applicable)	0	0	0		3 5	0000	
71518650 3766895 VI O 170 37005 VI O 170 VI O 17		Total	22949551	(251893	18.53		4366		
	Total		71518650	37569895	61100	-	4366		

lesolution required:	Decinary Decinary		Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?	are interested in the agenda/reso	fution?	No					
Category	Mode of Voting	No. of shares held (1)	No. of Votes Poled (2)	% of Votes Polled on outstanding Sharis (3)=[(2)/(1)]*100	No. of Votes - in No. of Votes - favour against (4) (5)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (?)-[(5)/(2)]*100
	E-Voting	-	0	000	0		000	0
Promoter and Promoter Group	Pol	PAGE STATE OF THE PAGE STATE O	33718002	69.45	337180		16	0.00
	Postal Ballot (if applicable)	0	0	0				0.00
	Total	48549992	33718002	69.45	3371300			010
	E-Veting		C					0.00
Public Institutions	Pedi	19107		2 6	0 4	0	000	0.00
	Books Ballot fill secolic shirt.	0	2			0	000	0.0
	a contract the separation of t	2	0	0	0	0	0000	0.00
	lotal	19107	0	0	0	0	000	000
	E-Voting	2304000	3261258	14.21	8761758	0	14	0.00
Public - Non Institutions	Pell	777163331	2590635	433				000
	Postal Safot III apolicables	0		0			18	0.00
	Total	***********	I	0		0	000	0.00
#11-6	10101	10009677		1853	4251893	0	00'001	0.00
lotal		71518650	17969895	61.00	27000000	6	10000	



# BANCO PRODUCTS (INDIA) LIMITED RANGO

Registered Office: Bil, Near Bhadit Rathasy Station,
Patha Roal, Dist. Baruda - 191 410
Pheme-0265-2680220/21/23/23, Fax.-0265-2680433/2338430,
E-mail-sec@barceintla.com, Website-www.barcoindia.com, CIN: L51100631961PLC001039

Date: 23.09.2017

Recolution No. 5: Appointment of Shri Rajendra Jayantilal Anandpara (DIN: 02461259) as Director.	hri Rajendra Jayentilei Anandpar	e (DIN: 02461259) a	is Director.					
Resolution regured			Ordinary					
Whether promoter/promoter proup are interested in the agenda/resolution?	ire interested in the agenda/resol	ction?	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)=[(a)/(2)]*100	% of Votes Polled an No. of Votes - in No. of Votes - 1% of Votes in favour spaints ton outstanding Shares favour favour (5) (5)-[(5)/(12)]**100         % of Votes in favour spaints on votes polled votes polled votes polled (7)-((5)/(12)]***100
	E-Voring		0	000	0	0	0.00	000
Promeder and Promoter Groun	Poll	48549992	13718002	69:45	33718002	0	100.00	000
	Precal Ballet (if applicable)	0	0	0	0	0	00:0	000
	Total	48549992	33718002	69.45	33718002	0	100.00	0000
	E-Voting		D	0	0	0	D:00	000
Public - hyslitutions	Poll	19107	0	0	0	0	00:00	000
	Postal Ballot (ill applicable)	0	0	0	0	0	00.0	0.00
	Total	19107	0	0	0	0	0.00	00'0
	F-Voring		3261258	14.21	3261258	0	100.00	
Public - Non Institutions	Notific to	100614777	990635	4,32	5690638	0	100.00	000
1	Postal Ballot of applicable)	0		0	0	0	000	0.00
	Total	27949551	4251893	18.53	4251893	0	100.00	00'0
Tatel		71518650	37969895	\$3.09	37565855	0	100.00	0.00

McSalation No. 6. Appointment of any remainment to ann majorary sugarning managers (see a second sec	and remainders about to some majorid	and the last state of the last state of		Contract of the same				
Resolution required			Special					
Whether promoter/promoter group are interested in the apenda/resolution?	certaintenance in the agenda/reso	ution?	No.	The second second	7 7 7 7 7 7 7 7 7 7 7 7 7 7 7 7 7 7 7 7	No.	The second second	
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 - spainst (5)	% of Votes in favour on votes polled (G)=[(4)/(2)]*100	% of Votes Polled on Mo. of Votes - in No. of Votes - in No. of Votes against on outstanding Shares thrount through (3)=((2)/(12) *100 (4) (5) (6)=((4)/(12) *100 (7)=((5)/(2) *100
	E-Voting		0	00'0	0	0	000	000
Promoter and Promoter Group	Pell	36664684	33718002	69.45	33718002	0	100.00	0.00
	Postal Ballot (if applicable)	0	0	0	0	0	00'0	000
	Total	48549992	33718002	(9.45	33718002	0	100.00	000
	E-Voting		0	0	0	0	0.00	000
Public - Institutions	Pell	1910/	0	0	0	0	0.00	000
	Postal Ballot (If applicable)	0	0	0	0	0	0.00	
	を対ける	19107	0	0	0	0	00'0	
	f-Voting	444444	3261258	14.21	3261258	0	100.00	366
Public - Non Institutions	poli	122949551	990615	4.37	990635	0	100.00	000
	Postal Ballot (if applicable)	0	0	0	0	0	0.00	000
	Total	22949551	4251893	18.53	4251893	0	100.00	0.00
Total		71518650	37969895	83.09	37969895	0	100:00	0.00



F 46, India Bulls Mega Mall 1
Besides Dinesh Mill
Jetalpur, Vadodara 390 007
Phone (o) 2985022 Cell: 9374620085
Email: jjgandhics@gmail.com

# Report of Scrutinizer Consolidated Report on remote E-voting and Voting by Poll at AGM

(Pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015)

To,
The Chairman
of 56<sup>th</sup> Annual General Meeting of Members of
Banco Products (India) Limited
Bil Near, Bhaili Railway Station,
Padra Road, Dist., Vadodara 391410.

Dear Sir,

# Re: Scrutinizers' Report on remote e-voting and voting by poll at the AGM of Banco Products (India) Limited held on 23rd September, 2017.

- 1. I, J. J. Gandhi, Proprietor of J J Gandhi & Co. Practising Company Secretaries, having office at F 46, India Bulls Mega Mall, Vadodara 390007 has been appointed as Scrutinizer by the Board of Directors pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015 (herein after referred to as Rules) for scrutinizing the e-voting process and poll at the AGM on the resolutions contained in the Notice (herein after referred to as "Resolutions") of the 56<sup>th</sup> Annual General Meeting (AGM) of the Members of the Company held on 23<sup>rd</sup> September, 2017 at 10.00 A.M. at the Registered office of the Company at Bil Near, Bhaili Railway Station, Padra Road, Dsit., Vadodara 391410.
- 2. The Management of the Company is responsible to ensure compliance of the provisions of the Companies Act, 2013 and Rules made thereunder relating to voting through electronic means and on poll on the Resolutions contained in the Notice of 56<sup>th</sup> AGM of the Members of the Company. My responsibilities as a scrutinizer for e-voting process and for poll are restricted to make a Scrutinizers' Report on the votes cast "In favour" or "Against" the resolutions and "Invalid" votes, based on the reports generated from e-voting system provided by the Central Depository Services (India) Ltd., the authorized agency engaged by the Company to provide e-voting facilities and on the poll conducted at the AGM.

I submit my report as under;

BARODA S CP No. 2515

F 46, India Bulls Mega Mall 2
Besides Dinesh Mill
Jetalpur, Vadodara 390 007
Phone (o) 2985022 Cell: 9374620085

Email: jjgandhics@gmail.com

- A. As per requirement of Rule 20(v), the Public Advertisement with respect to dispatch of AGM Notice and intimating date and time of commencement and closing of E-voting have been published in English language in the newspaper "Business Standard" dated 26<sup>th</sup> August, 2017 and in Gujarati language in the news paper "Lok Satta" dated 26<sup>th</sup> August, 2017.
- B. The e-voting period remained open from 20<sup>th</sup> September, 2017 (9.00 A.M.) to 22<sup>nd</sup> September, 2017 (5.00 P.M.).
- C. The Members of the Company holding shares in physical form or demat form as on "Cut-off" date i.e. 16<sup>th</sup> September, 2017 were entitled to vote on the resolutions mentioned in the Notice of AGM.
- D. At the AGM Poll was conducted to facilitate the members/ proxies present at the AGM and who did not vote in the E-voting process.
- E. Ballot papers were distributed to the Members and proxies present at the meeting. The empty ballot box was shown, locked and sealed in my presence and in the presence of members and proxies.
- F. Subsequently, the ballot box was opened in my presence and in the presence of CS Sonal Shimpi and CS Sakhishree who are not in the employment of the Company. They have signed at the end of report to confirm that polling box was opened in their presence.
- G. The poll papers were scrutinized and reconciled with the records maintained by the Company/ Registrar & Transfer Agent and the authorizations/ proxies lodged with the Company.
- H. The poll papers, which were incomplete and/ or which were otherwise found defective have been treated as invalid and kept separately.
- I. After counting votes cast through poll at AGM, the E- votes cast were unblocked on 23<sup>rd</sup> September, 2017 in the presence of 2 witnesses CS Sonal Shimpi and CS Sakhishree who are not in employment of the Company. They have signed at the end of report to confirm that the evotes have been unblocked in their presence.
- J. The details of Members who have voted "for" or "against" each of the resolutions that were put to vote were generated from the E-voting website of CDSL viz. www.evotingindia.com

Based on the Reports generated from the CDSL website and the voting through Poll at the AGM, the consolidated report on the voting on each resolution is as under;

CP No. 2515



F 46, India Bulls Mega Mall 3 Besides Dinesh Mill Jetalpur, Vadodara 390 007 Phone (o) 2985022 Cell: 9374620085 Email: jjgandhics@gmail.com

### Resolution No. 1 - Ordinary Resolution

Adoption of standalone and consolidated financial statements of the Company for the financial year ended on 31<sup>st</sup> March, 2017.

Votes cast	Number of members present and voting	Number of votes cast	% of total number of valid votes cast
In favour of the resolution			
E-voting	29	3261258	8.59
Poll	40	34709362	91.41
Total	69	37970620	100
Against the resolution			
E-voting	0	0	0
Poll	0	0	0
Total	0	0	0
Invalid votes			
E-voting	0	0	
Poll	4	36165	
Total	4	36165	





F 46, India Bulls Mega Mall 4
Besides Dinesh Mill
Jetalpur, Vadodara 390 007
Phone (o) 2985022 Cell: 9374620085
Email: jjgandhics@gmail.com

### Resolution No. 2 - Ordinary Resolution

Declaration of final Dividend on Equity shares for the financial year ended on  $31^{\rm st}$  March, 2017.

Votes cast	Number of members present and voting	Number of votes cast	% of total number of valid votes cast
In favour of the resolution			
E-voting	29	3261258	8.59
Poll	38	34708637	91.41
Total	67	37969895	100
Against the resolution			
E-voting	0	0	0
Poll	0	0	0
Total	0	0	0
Invalid votes			
E-voting .	0	0	
Poll	4	36165	
Total	4	36165	





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Email: jjgandhics@gmail.com

### Resolution No. 3 - Ordinary Resolution

Re-appointment of Director Mrs. Himali H. Patel (DIN 07081536)

Votes cast	Number of members present and voting	Number of votes cast	% of total number of valid votes cast
In favour of the resolution			
E-voting	27	3256992	8.58
Poll	38	34708637	91.41
Total	65	37965629	99.99
Against the resolution			
E-voting	2	4266	0.01
Poll	0	0	0
Total	2	4266	0.01
Invalid votes			
E-voting	0	0	
Poll	4	36165	
Total	4	36165	





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Phone (o) 2985022 Cell: 9374620085
Email: jjgandhics@gmail.com

### Resolution No. 4 - Ordinary Resolution

Ratification of Appointment of Statutory Auditor

Votes cast	Number of members present and voting	Number of votes cast	% of total number of valid votes cast
In favour of the resolution		7.330	
E-voting	29	3261258	8.59
Poll	38	34708637	91.41
Total	67	37969895	100
Against the resolution			
E-voting	0	0	0
Poll	0	0	0
Total	0	0	0
Invalid votes			
E-voting	0	0	
Poll	4	36165	
Total	4	36165	





F 46, India Bulls Mega Mall 7
Besides Dinesh Mill
Jetalpur, Vadodara 390 007
Phone (o) 2985022 Cell: 9374620085
Email: jjgandhics@gmail.com

### Resolution No. 5 - Ordinary Resolution

Appointment of Mr. Rajendra Jayantilal Anandpara (DIN 02461259) as Director

Votes cast	Number of members present and voting	Number of votes cast	% of total number of valid votes cast
In favour of the resolution			
E-voting	29	3261258	8.59
Poll	38	34708637	91.41
Total	67	37969895	100
Against the resolution			
E-voting	0	0	0
Poll	0	0	0
Total	0	0	0
Invalid votes			
E-voting	0	0	
Poll	4	36165	
Total	4	36165	





### J. J. Gandhi & Co.

**Practising Company Secretaries** CS J. J. Gandhi - M. Com., LL. B., D. L. P., F. C. S. F 46, India Bulls Mega Mall Besides Dinesh Mill Jetalpur, Vadodara 390 007

Phone (o) 2985022 Cell: 9374620085 Email: jjgandhics@gmail.com

### Resolution No. 6 - Special Resolution

Appointment of Mr. Rajendra Jayantilal Anandpara (DIN 02461259) as Managing Director and approval of Remunearion

Votes cast	Number of members present and voting	Number of votes cast	% of total number of valid votes cast
In favour of the resolution			
E-voting	29	3261258	8.59
Poll	38	34708637	91.41
Total	67	37969895	100
Against the resolution		5- 61	
E-voting	0	0	0
Poll	0	0	0
Total	0	0	0
Invalid votes			
E-voting	0	0	
Poll	4	36165	
Total	4	36165	3

The relevant records relating to E-voting and Poll is being handed over to the Company Secretary.

For J J Gandhi & Co., Practising Company Secretaries,

(J J Gandhi)

Proprietor (CP No - 2515)

Witness CS Sonal Shimpi

Place: Vadodara Dated: 23rd Sept., 2017

CS Sakhishree SA Padaria