

## Annexure I

### Disclosures to be provided along with the application for listing

#### 1. Issuer details:

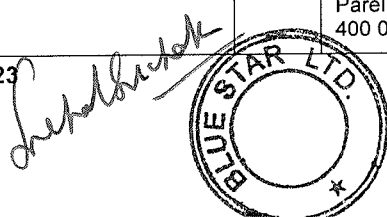
##### 1.1. Details of the issuer:

(i) Name, Address, CIN and PAN	<b>Blue Star Limited</b> <b>Kasturi Buildings,</b> <b>Mohan T Advani Chowk,</b> <b>Jamshedji Tata Road,</b> <b>Churchgate,</b> <b>Mumbai 400 020</b> <b>CIN No. L28920MH1949PLC006870</b> <b>PAN No. AAACB4487D</b>
(ii) Line of business	<b>Air conditioning and Refrigeration</b>
(iii) Chief Executive (Managing Director / President / CEO / CFO)	<b>Mr Nikhil Sohoni</b> <b>Group Chief Financial Officer</b>
(iv) Group affiliation (if any).	<b>N.A.</b>

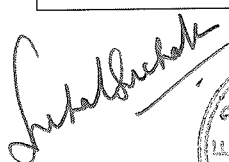
##### 1.2. Details of the directors as on 31.01.2023:

Name, designation and DIN	Age	Address	Director since	List of other directorships
<b>Shailesh Haribhakti</b> Non-Executive Independent Chairman  <b>DIN: 00007347</b>	66	10 & 11 Sahil Apartment, S K Barodawala Road, 14 Altamount Road, Cumballa Hill, Mumbai 400 026	August 4, 2006	1. Torrent Pharmaceuticals Limited 2. Bajaj Electricals Limited 3. Adani Total Gas Limited 4. L&T Finance Holdings Limited 5. Protean E-Gov Technologies Ltd (Formerly known as NSDL e-Governance Infrastructure Limited) 6. Bennett Coleman and Company Limited 7. Planet People and Profit Consulting Private Limited 8. Gaja Trustee Company Private Limited 9. Epigenes Biotech Private limited 10. IBS Fintech India Private Limited 11. Goveva Private Limited (formerly known as Intuit Consulting Private Limited) 12. Cnergyis Infotech India Private Limited 13. YCWI Green Solutions Private Limited 14. Future Generali India Life Insurance Company Limited 15. Dscovr Journeys Private Limited
<b>Vir S Advani</b> Vice Chairman & Managing Director  <b>DIN: 01571278</b>	47	232, Urvashi, Petit Hall, Nepean sea Road, Mumbai – 400 006	July 1, 2010	1. Blue Star Engineering & Electronics Limited 2. J. T. Advani Advisory Private Limited 3. Blue Star International FZCO 4. Blue Star Systems and Solutions LLC 5. Blue Star M&E Engineering Sdn Bhd 6. Blue Star Oman Electro-Mechanical Company LLC 7. BSL AC&R (Singapore) Pte. Ltd. 8. Blue Star Climatech Limited 9. Blue Star North America Inc 10. Blue Star Europe B.V.
<b>B Thiagarajan</b> Managing Director  <b>DIN: 01790498</b>	65	W1 4901, 49th Floor, Lodha World Crest, Senapati Bapat Marg, Lower Parel, Mumbai – 400 013	May 13, 2013	1. Blue Star Engineering & Electronics Limited 2. Blue Star International FZCO 3. Blue Star Systems and Solutions LLC 4. BSL AC&R (Singapore) Pte. Ltd. 5. Blue Star Climatech Limited. 6. Blue Star North America Inc 7. Blue Star Europe B.V.

Date: 31 Mar 2023




<b>Rajiv R Lulla</b> Non-Executive Director <b>DIN: 06384402</b>	54	3503 A, Vivarea sane Guru ji Marg, Jacob Circle, Mahalaxmi, Mumbai – 400 011	December 1, 2016	1. Voltaire Advisory Services Private Limited 2. Swift Audio-Video Entertainments Private Limited 3. Voltaire Securities Private Limited 4. Deep Blue Advisors Private Limited
<b>Dinesh N Vaswani</b> Non-Executive Director <b>DIN: 00306990</b>	60	13/B, Sterling Apartments, 7th Floor, B-Block Pedder Road, Cumbala Hill, Mumbai – 400 026	December 1, 2016	1. Acuitas Capital Advisors Private Limited
<b>Sunaina Murthy</b> Non-Executive Director <b>DIN: 07865860</b>	48	4105, 41st Floor The Imperial, North Block, B B Nakashe Marg, Tardeo, Tulsiwadi, Mumbai – 400 034	April 1, 2019	Nil
<b>Sam Balsara</b> Independent Director <b>DIN: 00076942</b>	72	47, Malcolm Baug, S.V. Road, Jogeshwari (West), Mumbai – 400 102	June 20, 2017	1. Field Sport Player Management Private Limited 2. Entrust Communications Private Limited 3. Footballledge Management Private Limited 4. Madison Communications Private Limited 5. Madison Retail Paradigm Private Limited 6. Madison Specialist Communication Services Private Limited 7. Madison Teamworks Film Promotions and Entertainment Private Limited 8. Madison Xurpas Mobile Services Private Limited 9. MOMS Outdoor Media Solutions Private Limited 10. Out-Sel Promotions India Private Limited 11. Platinum Advertising Private Limited 12. Platinum Communications Private Limited 13. Professional Management Group Private Limited 14. Integrated Brand. Comm. Private Limited 15. Hiveminds Innovative Market Solutions Private Limited 16. Madison Resource Foundation (Subhas Ghosal Foundation)
<b>Anil Harish</b> Independent Director <b>DIN: 00001685</b>	68	13-14, C.C.I. Chambers, Dinshaw Wacha Road, Churchgate, Mumbai – 400 020	November 22, 2017	1. NXT DIGITAL Limited (Formerly known as Hinduja Ventures Limited) 2. Hinduja Global Solutions Limited 3. Freight Connection India Private Limited 4. Vihur Apps Private Limited 5. Emaar India Limited
<b>Anita Ramachandran</b> Independent Director <b>DIN: 00118188</b>	67	2401/2402, Raheja Atlantis, G.K Marg, Lower Parel, Delisle Road Mumbai, Maharashtra - 400 013 India	June 13, 2022	1. Grasim Industries Ltd 2. FSN E-Commerce Ventures Limited 3. Ujjivan Small Finance Bank 4. Happiest Minds Technologies Limited 5. Metropolis Healthcare Limited 6. Godrej and Boyce Manufacturing Company Limited 7. Kotak Mahindra Life Insurance Company Limited 8. Aragen Life Sciences Private Limited 9. Cerebrus Consultants Private Limited 10. Nykaa Foundation
<b>Arvind K Singhal</b> Independent Director <b>DIN: 00709084</b>	64	605A, The Magnolias, DLF Golf Course Road DLF Phase-5, Gurugram – 122 009	February 5, 2019	1. Welspun India Limited 2. Greaves Cotton Limited 3. Metro Brands Limited 4. Technopak Advisors Private Limited 5. Aversa Chemical Solutions Private Limited 6. Amrylis Farmworks Private Limited 7. Caleffi Bed and Bath (India) Private Limited 8. Stylenama Retail Private Limited 9. Technopak Skills Foundation




1.3. Details of change in directors in last three financial years including any change in the current year:

Name, Designation and DIN	Date of appointment/ resignation	Remarks (viz. reasons for change etc.)
<b>Anita Ramachandran</b> Independent Director DIN: 00118188	June 13, 2022	Appointment as a director
<b>Rumjhum Chatterjee</b> Independent Director DIN: 00283824	April 25, 2022	Cessation of directorship pursuant to resignation.
<b>Sunaina Murthy</b> Non-Executive Director DIN: 07865860	April 1, 2019	Appointment as a director
<b>Shobana Kamineni</b> Independent Director DIN: 00003836	May 29, 2019	Cessation of directorship pursuant to completion of term of 5 years as an Independent Director
<b>Gurdeep Singh</b> Independent Director DIN: 00036922	July 31, 2019	Cessation of directorship pursuant to retirement from Board

*Seetal Chatterjee*



#### 1.4. List of top 10 holders of equity shares of the company as on 31.12.2022

S. No.	Name of shareholder	Category of shareholder	Total no. of equity shares	No of shares in demat form	Total shareholding as % of total no. of equity shares
1.	Vistra ITCL (India) Limited (as a Trustee of Ashok M Advani Family Private Trust)	Promoter and Promoter Group	1,19,55,601	1,19,55,601	12.41
2.	Vistra ITCL (India) Limited (as a Trustee of SMA Family Private Trust)	Promoter and Promoter Group	77,19,930	77,19,930	8.02
3.	SBI Small Cap Fund	Public (Mutual Fund)	47,00,000	47,00,000	4.88
4.	Axis Mutual Fund Trustee Limited A/C Axis Mutual Fund A/C Axis Small Cap Fund	Public (Mutual Fund)	25,18,627	25,18,627	2.62
5.	SBI Multicap Fund	Public (Mutual Fund)	23,00,000	23,00,000	2.39
6.	Vistra ITCL (India) Limited (as a Trustee of NSA Family Trust)	Promoter and Promoter Group	23,00,000	23,00,000	2.39
7.	Vistra ITCL (India) Limited (as a Trustee of SNA Family Trust)	Promoter and Promoter Group	23,00,000	23,00,000	2.39
8.	Ashok Mohan Advani	Promoter	20,12,072	20,12,072	2.09
9.	Kotak Small Cap Fund	Public (Mutual Fund)	19,78,982	19,78,982	2.05
10.	T. Rowe Price International Discovery Fund	Foreign Portfolio Investors	19,30,057	20,48,556	2.00

#### 1.5. Details of the statutory auditor:


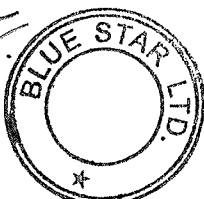
Name and address	Date of appointment	Remarks
Deloitte Haskins & Sells LLP Indiabulls Finance Centre, Tower 3, 27 - 32 Floor Senapati Bapat Marg, Elphinstone Road West Mumbai – 400013	08.08.2018	

#### 1.6. Details of the change in statutory auditors in last three financial years including any change in the current year:

Name, address	Date of appointment/ Resignation	Date of cessation (in case of resignation)	Remarks (viz. reasons for change etc)
NIL			

#### 1.7. List of top 10 debt securities holders as on 31.12.2022:

S. No.	Name of holder (DP ID Client ID)	Category	Face value	Holding of debt securities as a percentage of total debt securities outstanding of the Issuer
1.	AXIS BANK LIMITED - IN300484 10820765 – Series I -1000 securities	Unsecured Non-Convertible Debentures	10,00,000	57.14%
2.	HDFC BANK LTD IN300126 10001816- Series – I – 750 securities	Unsecured Non-Convertible Debentures	10,00,000	42.86%

### 1.1. List of top 10 CP holders as on 31.12.2022:

S. No.	Name of CP holder	Category of CP Holder	Face value of CP holding	CP holding percentage as a percentage of total CP outstanding of the issuer
1	ICICI Bank Limited	Bank	10,00,000	29%
2	DSP Liquidity Fund	Mutual Fund	7,50,000	21%
3	Yes Bank Ltd	Bank	7,50,000	21%
4	Edelweiss Mutual Fund	Mutual Fund	5,00,000	15%
5	ADITYA BIRLA SUN LIFE LIQUID FUND	Mutual Fund	5,00,000	14%

## 2. Material Information:

2.1. Details of all default/s and/or delay in payments of interest and principal of CPs, (including technical delay), debt securities, term loans, external commercial borrowings and other financial indebtedness including corporate guarantee issued in the past 5 financial years including in the current financial year. ---- **NIL.**

2.2. Ongoing and/or outstanding material litigation and regulatory strictures, if any. ---- **NIL.**

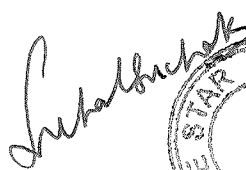

2.3. Any material event/ development having implications on the financials/credit quality including any material regulatory proceedings against the Issuer/promoters, tax litigations resulting in material liabilities, corporate restructuring event which may affect the issue or the investor's decision to invest / continue to invest in the CP. ---- **NIL.**

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## 3. Details of borrowings of the company, as on the latest quarter end:

3.1. Details of debt securities (unsecured Non-Convertible Debentures) and CPs as on 31.12.2022:

Series	ISIN	Tenor/ Period of maturity	Amount issued (Rs. in Crores)	Date of allot-ment	Redemption date/ Schedule	Credit rating	Secured/ Unsecured	Securitized	Other Details v/z. Details of IPA, Details of CRA
I	INE472A08034	3 years	175	01-06-2020	01-06-2023	CARE AA+	Unsecured	Unsecured	CRA –CARE Ratings Limited
		Total	175						

3.2. Details of secured/ unsecured loan facilities/ bank fund based facilities/ rest of the borrowing, if any, including hybrid debt like foreign currency convertible bonds (FCCB), optionally convertible debentures / preference shares from banks or financial institutions or financial creditors, as on last quarter end i.e. as on 31.12.2022

Lender's name / Name of the Bank	Nature of Facility / instrument	Amount sanctioned (₹ crore)	Principal Amount outstanding (₹ crore)	Repayment date / schedule	Security, if applicable	Credit rating, if applicable	Asset classification
Blue Star Engineering & Electronics Ltd.	Inter-corporate Deposit	200.00	135.00	One year from the date of each disbursement	Unsecured	Not applicable	Short Term
ICICI BANK LTD	Packing Credit	100	6.25	Feb 21, 2023	Unsecured	Applicable	Short Term
ICICI BANK LTD	Packing Credit		7.25	Mar 14, 2023	Unsecured	Applicable	Short Term
DBS bank Ltd	Packing Credit	85	11.0	Jan 20, 2023	Unsecured	Applicable	Short Term
Qatar National Bank	WCDL	45	5.5	Jan 16.2023	Unsecured	Not applicable	Short Term
		<b>Total</b>	<b>262.10</b>				


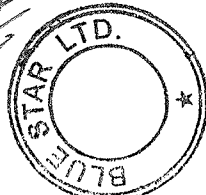
3.3. The amount of corporate guarantee or letter of comfort issued by the issuer along with name of the counterparty (like name of the subsidiary, JV entity, group company, etc) on behalf of whom it has been issued, contingent liability including debt service reserve account (DSRA) guarantees/ any put option etc. **as on 31.12.2022**

S. No.	Name of the subsidiaries on whose behalf issued	Amount (₹ in crores)
1	Blue Star Qatar WLL	2.29
2	BLUE STAR INTERNATIONAL FZCO	84.57
3	BLUE STAR INTERNATIONAL FZCO (Blue Star System & Solutions )	8.27
4	BLUE STAR INTERNATIONAL FZCO (BSL AC&R - S'pore)	8.27
5	Blue Star Qatar WLL	251.48
6	BLUE STAR CLIMATECH LTD (BSCL)	305
	<b>Total</b>	<b>659.88</b>

#### Contingent Liabilities:

Particulars	Rs. In Crores
Claims against the Group not acknowledged as debts	0.05
Sales Tax matters	60.77
Excise Duty matters	4.90
Service Tax matters	159.00
Income Tax matters	108.13
GST matters	0.07
<b>Total</b>	<b>332.92</b>

#### 4. Issue Information:





- 4.1. Details of current tranche including ISIN, amount, date of issue, maturity, all credit ratings including unaccepted ratings, date of rating, name of credit rating agency, its validity period (details of credit rating letter issued not older than one month on the date of opening of the issue), details of issuing and paying agent and other conditions, if any.

ISIN	Amount (Rs. in Crores)	Issue Date	Maturity Date	Rating	Date of Ratings	Name of credit rating agency	Validity period	Details of Issuing and Paying Agent
INE472A14NA9	50	6-April-2023	30-June-2023	CARE A1+	13-March-2023	CARE Ratings Limited	12-Mar-2024	ICICI Bank Limited, ICICI Center, 163 – H.T. Parekh Marg, Backbay Reclamation, Churchgate, Mumbai 400020
				CRISIL A1+	13-Mar-2023	CRISIL Limited	12-Mar-2024	- do -
<b>Total</b>	<b>50</b>							

We hereby declare that the details of current tranche including ISIN, amount, date of issue, maturity, all credit ratings including unaccepted ratings, date of rating, name of credit rating agency are correct and valid as on the date of issuance i.e 6-Apr-2023 and listing, details of issuing and paying agent and other conditions, etc

*Snehal Buchak*



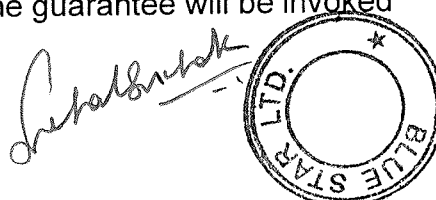
4.2. CP borrowing limit, supporting board resolution for CP borrowing, details of CP issued during the last 15 months.

ISIN	Date of ISSUE	Amount Rs cr	Maturity
INE472A14MB9	18/11/2021	25	29/12/2021
INE472A14MA1	22/11/2021	25	30/12/2021
INE472A14MC7	29/11/2021	25	31/12/2021
INE472A14MD5	17/12/2021	25	15/02/2022
INE472A14ME3	20/12/2021	25	28/02/2022
INE472A14MF0	17/01/2022	50	25/03/2022
INE472A14MG8	21/01/2022	25	29/03/2022
INE472A14MG8	24/01/2022	25	29/03/2022
INE472A14MH6	15/02/2022	25	14/03/2022
INE472A14MI4	15/02/2022	25	22/03/2022
INE472A14MJ2	19/07/2022	50	29/09/2022
INE472A14MK0	29/07/2022	50	30/09/2022
INE472A14MK0	29/07/2022	50	30/09/2022
INE472A14ML8	04/08/2022	50	19/02/1900
INE472A14MM6	26/08/2022	50	24/11/2022
INE472A14MN4	13/09/2022	50	12/12/2022
INE472A14MO2	16/09/2022	50	15/12/2022
INE472A14MP9	28/09/2022	50	27/12/2022
INE472A14MQ7	17/11/2022	50	19/02/1900
INE472A14MR5	18/11/2022	50	19/02/1900
INE472A14MT1	22/11/2022	50	21/02/2023
INE472A14MS3	22/11/2022	50	31/01/2023
INE472A14MU9	01/12/2022	25	01/03/2023
INE472A14MV7	15/12/2022	50	14/03/2022
INE472A14MW5	22/12/2022	75	20/03/2022
INE472A14MX3	20/01/2023	50	28/03/2023
INE472A14MY1	15/02/2023	50	15/05/2023
INE472A14MZ8	17/02/2023	50	28/04/2023
<b>Total</b>		<b>1150</b>	

4.3. End-use of funds : Working Capital

4.4. Credit Support-enhancement (if any): **Not applicable**

- Details of instrument, amount, guarantor company
- Copy of the executed guarantee
- Net worth of the guarantor company
- Names of companies to which guarantor has issued similar guarantee
- Extent of the guarantee offered by the guarantor company
- Conditions under which the guarantee will be invoked





## 5. Financial Information:

- 5.1. Un-Audited - Limited review half yearly consolidated (wherever available) and standalone financial information (Profit & Loss statement, Balance Sheet and Cash Flow statement) along with auditor qualifications, if any, for last three years along with latest available financial results.

In case an issuer is required to prepare financial results for the purpose of consolidated financial results in terms of Regulation 33 of SEBI LODR Regulations, latest available quarterly financial results shall be filed.

– Kindly refer the below links:-

H1FY19 - <https://www.bluestarindia.com-media-203228-outcome-of-board-meeting-and-press-release-q2fy19-results.pdf>

FY19 - <https://www.bluestarindia.com-media-217790-outcome-of-the-board-meeting.pdf>

H1FY20 - <https://www.bluestarindia.com-media-240855-outcomeofboardmeeting.pdf>

FY 20 - <https://www.nseindia.com-companies-listing-corporate-filings-financial-results?symbol=BLUESTARCO&tabIndex=equity>

H1FY21 -

[https://archives.nseindia.com/corporate/BLUESTARCO\\_28102020184806\\_OutcomeofBM28102020.pdf](https://archives.nseindia.com/corporate/BLUESTARCO_28102020184806_OutcomeofBM28102020.pdf)

FY21-

<https://www.bluestarindia.com-media-324857-bluestaroutcomeofbm06052021.pdf>

H1FY22 - <https://www.bluestarindia.com-media-342635-bluestaroutcomeofbm28102021.pdf>

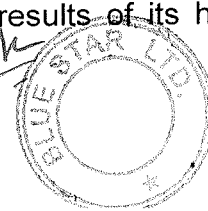
FY22 -

<https://www.bluestarindia.com-media-342923-bluestarbmoutcome05052022.pdf>

H1FY23:

<https://www.bluestarindia.com/media/343210/bsloutcomeofbm03112022.pdf>

- 5.2. Latest audited financials should not be older than six month from the date of application for listing.
- 5.3. Provided that listed issuers (who have already listed their specified securities and-or 'Non-convertible Debt Securities' (NCDs) and-or 'Non-Convertible Redeemable Preference Shares' (NCRPS)) who are in compliance with SEBI (Listing obligations and disclosure requirements) Regulations 2015 (hereinafter "SEBI LODR Regulations"), may file unaudited financials with limited review for the stub period in the current financial year, subject to making necessary disclosures in this regard including risk factors.
- 5.4. Latest available limited review quarterly financial results in case an issuer is not having any listed specified securities and is required to prepare such results on quarterly basis for consolidation of financial results of its holding company,

*Subal Bhattacharya*  


under the requirement of any applicable law(s).

**FY21:**

<https://www.bluestarindia.com/media/324857/bluestaroutcomeofbm06052021.pdf>

**H1FY22:**

<https://www.bluestarindia.com/media/342635/bluestaroutcomeofbm28102021.pdf>

**FY22:**

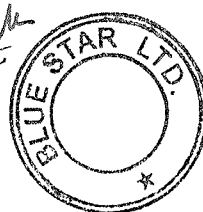

<https://www.bluestarindia.com/media/342916/outcomeofboardmeeting04082022.pdf>

**H1FY23:**

<https://www.bluestarindia.com/media/343210/bsloutcomeofbm03112022.pdf>

## **6. Asset Liability Management (ALM) Disclosures: - Not applicable**

- 6.1. NBFCs seeking to list their CPs shall make disclosures as specified for NBFCs in SEBI Circular nos. CIR-IMD-DF- 12 -2014, dated June 17, 2014 and CIR-IMD-DF- 6 -2015, dated September 15, 2015, as revised from time to time. Further, "Total assets under management", under para 1.a. of Annexure I of CIR-IMD-DF- 6 -2015, dated September 15, 2015 shall also include details of off balance sheet assets. - **Not applicable**
- 6.2. HFCs shall make disclosures as specified for NBFCs in SEBI Circular no. CIR-IMD-DF- 6 -2015, dated September 15, 2015, as revised from time to time with appropriate modifications viz. retail housing loan, loan against property, wholesale loan - developer and others – **Not Applicable.**





Blue Star Limited  
Band Box House, 4th Floor,  
254 D, Dr Annie Besant Road,  
Worli, Mumbai 400 030, India.  
T : +91 22 6654 4000  
F : +91 22 6654 4001  
www.bluestarindia.com

**CERTIFIED TRUE COPY OF THE EXTRACT FROM THE MINUTES OF THE MEETING OF THE EXECUTIVE MANAGEMENT COMMITTEE (THE 'COMMITTEE') 9/2022-23 OF BLUE STAR LIMITED (THE 'COMPANY') HELD ON FRIDAY, FEBRUARY 24, 2023 AT THE BOARD ROOM, BAND BOX HOUSE, DR ANNIE BESANT ROAD, WORLI, MUMBAI 400 030**

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The Committee was informed that the Board of Directors (the 'Board') vide its resolution passed on November 3, 2022 had enhanced the powers granted to the Committee to avail the fund based borrowing facilities from Rs 1,000 crores to Rs 1,500 crores in partial modification to the resolution passed by the Board on May 6, 2021.

The Committee was further apprised that for administrative convenience it would be necessary to modify the list of authorised signatories for raising funds for working capital requirement through Commercial Papers.

After due deliberations, the Committee passed the following resolution:

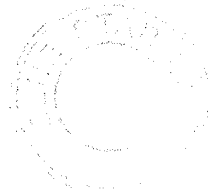
**"RESOLVED THAT** pursuant to the powers conferred by the Board vide resolution dated November 3, 2022, in this regard, Mr Vir S Advani, Vice Chairman & Managing Director, Mr B Thiagarajan, Managing Director, Mr Nikhil Sohoni, Group Chief Financial Officer, Mr Kundip Thakker, Head Treasury & P2P, Mr Snehal Suchak, Senior Manager - Treasury, Mr Rajesh Parte, Company Secretary & Compliance Officer (the 'Authorised Signatories') be and are hereby severally authorised to borrow funds from banks or financial institutions, by way of commercial papers, at such rate of interest for such period and upon such terms and conditions as may be negotiated and finalised by any one of the Authorised Signatories in the best interest of the Company, subject to the condition that the total amount borrowed and outstanding at any time shall not exceed Rs 1,500 crores (Rupees One Thousand Five Hundred Crores only).

**RESOLVED FURTHER THAT** any of the aforesaid Authorised Signatories be and are hereby severally authorised to do all such acts, matters and things as may be required by the banks, financial institutions, the depositories and other regulatory authorities to get the Commercial Papers of the Company listed on the Stock Exchanges.

**RESOLVED FURTHER THAT** any of the aforesaid Authorised Signatories be and are hereby severally authorised to do all such acts, matters and things as may be required and to execute, sign and authenticate the necessary documents on behalf of the Company.

**RESOLVED FURTHER THAT** any one of the Directors of the Company or the Company Secretary be and are hereby severally authorised to issue a certified true copy of this resolution to whomsoever concerned."

*Certified True Copy*  
For **Blue Star Limited**



**Rajesh Parte**  
**Company Secretary & Compliance Officer**  
**Membership No.: A10700**

**Date : March 20, 2023**  
**Place: Mumbai**