



25 September, 2020

To,

<b>Bombay Stock Exchange Limited</b> Corporate Relationships Department 1st Floor, New Trading Ring, Rotunda Building, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001 <b>BSE CODE: 523792</b>	<b>National Stock Exchange of India Limited</b> Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E) Mumbai – 400 051 <b>NSE CODE : MAZDA</b>
--	--

**Sub: Declaration of Voting Results for the 30<sup>th</sup> Annual General Meeting of the company**

Dear Sir,

As per the requirement of Regulation 44 of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015, please find attached the voting results of e-voting and poll conducted at the AGM held on Friday, 25<sup>th</sup> September, 2020 along with Scrutinizer's Report.

Please take the same on record.

Thanking you,

Yours faithfully  
For Mazda Limited

**Nishith Kayasth**  
Company Secretary

Encl.: As above



**Sales & Admn. Office :**  
Mazda House, Panchwati 2nd Lane,  
Ambawadi, Ahmedabad - 380006. INDIA  
Phone: +91 (0) 79 40007000 (30 Lines)  
+91 (0) 79 2644 2036, 37, 38  
Fax : +91 (0) 79 2656 5605  
E-mail : vacuum@mazdalimited.com  
Website : [www.mazdalimited.com](http://www.mazdalimited.com)

**Works & Registered Office :**  
Unit-1  
C/1-39/13/16, G.I.D.C.,  
Naroda,  
Ahmedabad - 382 330  
Phone: +91 (0) 79 22821779  
+91 (0) 79 40267000

**Works :**  
Unit-2  
Plot No. 11 & 12, Hitendranagar  
Sahakari Vasahat Ltd.,  
N.H. Road, Naroda,  
Ahmedabad - 382 340  
Phone: +91 (0) 79 40266900

**Works :**  
Unit-3  
C/1-A5, G.I.D.C.,  
Odhav,  
Ahmedabad - 380 015  
Phone: +91 (0) 79 9879113091  
+91 (0) 79 22872614, 4945

**Works :**  
Unit-4  
Plot No. 17/1, Phase-III,  
G.I.D.C., Naroda,  
Ahmedabad - 382 330  
Phone: +91 (0) 79 22822274  
+91 (0) 79 65140791

Voting results	
Record date	18-09-2020
Total number of shareholders on record date	4476
<b>No. of shareholders present in the meeting either in person or through proxy</b>	
a) Promoters and Promoter group	0
b) Public	0
<b>No. of shareholders attended the meeting through video conferencing</b>	
a) Promoters and Promoter group	3
b) Public	43
<b>No. of resolution passed in the meeting</b>	<b>5</b>
Disclosure of notes on voting results	<a href="#">Add Notes</a>



Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the financial statements of the company for the year ended 31st March, 2020 including the Audited Balance Sheet as at 31st March, 2020, the statement of Profit and Loss for the year ended on that date and the reports of the Directors and Auditors thereon.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1828556	1828556	100.0000	1828556	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>1828556</b>	<b>1828556</b>	<b>100.0000</b>	<b>1828556</b>	<b>0</b>	<b>100.0000</b>
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting	202427	202427	100.0000	202362	65	99.9679	0.0321
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>202427</b>	<b>202427</b>	<b>100.0000</b>	<b>202362</b>	<b>65</b>	<b>99.9679</b>
<b>Total</b>		<b>2030983</b>	<b>2030983</b>	<b>100.0000</b>	<b>2030918</b>	<b>65</b>	<b>99.9968</b>	<b>0.0032</b>
<b>Whether resolution is Pass or Not.</b>							<b>Yes</b>	
Disclosure of notes on resolution							Add Notes	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To confirm the payment of interim Dividend of ` 7.50 per equity share and to declare Final Dividend of ` 2.50 per equity share of the company for the financial year ended on 31st March, 2020				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1828556	1828556	100.0000	1828556	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>1828556</b>	<b>1828556</b>	<b>100.0000</b>	<b>1828556</b>	<b>0</b>	<b>100.0000</b>
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting	202427	202427	100.0000	202362	65	99.9679	0.0321
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>202427</b>	<b>202427</b>	<b>100.0000</b>	<b>202362</b>	<b>65</b>	<b>99.9679</b>
<b>Total</b>		<b>2030983</b>	<b>2030983</b>	<b>100.0000</b>	<b>2030918</b>	<b>65</b>	<b>99.9968</b>	<b>0.0032</b>
<b>Whether resolution is Pass or Not.</b>							<b>Yes</b>	
Disclosure of notes on resolution							Add Notes	

\* this fields are optional

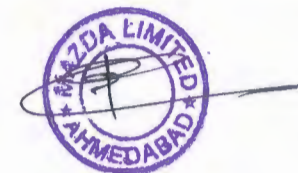
Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To appoint a director in place of Mr. Sorab Mody (DIN: 00498958), who retires by rotation and being eligible offers himself for re-appointment.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1828556	1828556	100.0000	1828556	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1828556	1828556	100.0000	1828556	0	100.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	202427	202427	100.0000	110362	92065	54.5194	45.4806
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		202427	202427	100.0000	110362	92065	54.5194
<b>Total</b>		2030983	2030983	100.0000	1938918	92065	95.4670	4.5330
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

\* this fields are optional

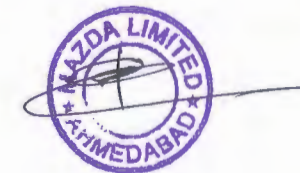
Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To appoint a director in place of Mrs. Sheila Mody (DIN: 00496561), who retires by rotation and being eligible offers herself for re-appointment.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1828556	1828556	100.0000	1828556	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1828556	1828556	100.0000	1828556	0	100.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	202427	202427	100.0000	110362	92065	54.5194	45.4806
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		202427	202427	100.0000	110362	92065	54.5194
Total		2030983	2030983	100.0000	1938918	92065	95.4670	4.5330
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



Resolution (5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ratification of remuneration payable to the Cost Auditors for the financial year 2020-21				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1828556	1828556	100.0000	1828556	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1828556	1828556	100.0000	1828556	0	100.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	202427	202427	100.0000	110862	91565	54.7664	45.2336
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		202427	202427	100.0000	110862	91565	54.7664
Total		2030983	2030983	100.0000	1939418	91565	95.4916	4.5084
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



**Consolidated Report of Scrutinizer**  
**[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of**  
**The Companies (Management and Administration) Rules, 2014]**

To,  
The Chairman  
30<sup>th</sup> Annual General Meeting (AGM) of the members of  
MAZDA LIMITED  
held on 25<sup>th</sup> September, 2020 at 11.00 a.m.  
through Video Conference (“VC”) / Other Audio Visual Means (“OAVM”)

Dear Sir,

1. I, CS Rutul J. Shukla, Practicing Company Secretary, have been appointed by the Board of Directors of Mazda Limited (“Company”) as a Scrutinizer for the purpose of scrutinizing the remote e-voting & e-voting at the time of 30<sup>th</sup> Annual General Meeting of the members of the Company and for ascertaining the majority on voting carried out as per the provision of Section 108 of the Companies Act, 2013 read with Rule 20 of The Companies (Management and Administration) Rules, 2014 on the below mentioned resolutions, considered in connection with the 30<sup>th</sup> Annual General Meeting held on 25<sup>th</sup> September, 2020 at 11.00 a.m. through Video Conference (VC) / Other Audio Visual Means (OAVM) as per framework issued by the Ministry of Corporate Affairs (MCA) vide the General Circular No. 14/2020 dated 8<sup>th</sup> April, 2020 and also General Circular No. 17/2020 dated 13<sup>th</sup> April, 2020 (MCA Circulars).
2. The Management of the Company is responsible to ensure the compliances with the requirements of provisions of Companies Act, 2013 MCA Circulars and Rules relating to voting on the resolutions contained in the Notice to the 30<sup>th</sup> Annual General Meeting of the members of the Company.

My responsibility as a scrutinizer for the voting process is restricted to make Scrutinizer’s Report of the votes casted “in favour” or “against” the resolutions stated below, based on the scrutiny of the reports generated from the e-voting (both remote e-voting and e-voting during the AGM) system provided by M/s Central Depository Services (India) Limited (“CDSL”), the authorized agency to provide e-voting facilities as appointed by the Company.

3. Further to the above, I submit my consolidated report as under:

**A. For Remote E-Voting:**

- I. The remote e-voting period remained open from Tuesday, 22<sup>nd</sup> September, 2020 (9.00 a.m.) to Thursday, 24<sup>th</sup> September, 2020 (5.00 p.m.).



- II. The Members of the Company as on “cut off” date 18<sup>th</sup> September, 2020 were entitled to vote on the resolutions stated in the Notice of the 30<sup>th</sup> Annual General Meeting. The paid up capital as on cut-off date was Rs. 4,00,50,000 divided into 40,05,000 Equity Share of Rs. 10/- each.
  - III. The votes casted were subsequently unblocked by me on 25<sup>th</sup> September, 2020 around 12.00 noon in the presence of two witnesses, Mr. Vijay Boliya and Mr. Alpesh Bhatt who are not in the employment of the Company and electronic ballots were diligently scrutinized by me.
  - IV. The electronic ballots were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorization lodged with the Company.
  - V. Thereafter, the details of members, who have voted “For”, “Against” each of the resolutions permitted for remote e-voting, were prepared based on report generated from the e-voting website of CDSL.
- B. For E-voting during the AGM:**
- I. The e-voting was conducted together on all the item nos. 1 to 5 on the agenda during the AGM.
  - II. The e-voting during the AGM was conducted to enable the members of the Company who have attended the AGM through VC/OAVM and had not casted their vote through Remote E-voting facility.
  - III. After ensuring that all the members who desire to cast their vote through e-voting at the AGM have exercised their right to vote and after seeking permission form the Chairman of the 30<sup>th</sup> Annual General Meeting, e-voting at the AGM was closed/blocked.
  - IV. The electronic votes casted by the members during the AGM were subsequently unblocked by me immediately after the conclusion of AGM and electronic ballots were diligently scrutinized. The electronic votes were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorization / proxies lodged with the Company.
  - V. Thereafter, the details of members, who have voted “For”, “Against” each of the resolutions permitted for e-voting during the AGM, were prepared based on report generated from the e-voting system of CDSL.

Office No. 908, Colonnade 2, Behind Rajpath Club, Opp. Infostretch, Near One World Capital, Bodakdev, Ahmedabad - 380054, Gujarat, India Tel. No. : (079) 4009 0770, E-mail : info@rshuklaassocs.com

4. Based on such scrutiny of the Remote E-voting & E-voting during the AGM, the result of the voting is as under:

**(a) Resolution Number 1: (Ordinary Business – Ordinary Resolution):**

**Ordinary Resolution for adoption of Audited Financial Statements of the Company for the financial year ended on 31<sup>st</sup> March, 2020:**

- (i) Voted **in favour** of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	51	20,18,499	100%
E-voting (During AGM)	6	12,419	100%
<b>Total</b>	<b>57</b>	<b>20,30,918</b>	<b>100%</b>

- (ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	2	65	Negligible
E-voting (During AGM)	0	0	Negligible
<b>Total</b>	<b>2</b>	<b>65</b>	<b>Negligible</b>

- (iii) **Invalid Votes:**

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	0	0	0%
E-voting (During AGM)	0	0	0%
<b>Total</b>	<b>0</b>	<b>0</b>	



**(b) Resolution No. 2: (Ordinary Business – Ordinary Resolution):**

**Ordinary Resolution for confirmation of payment of Interim Dividend of Rs. 7.50 per equity share and declaration of Final Dividend of Rs. 2.50 per equity share of the company for the financial year ended on 31<sup>st</sup> March, 2020.**

**(i) Voted in favour of the resolution:**

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	51	20,18,499	100%
E-voting (During AGM)	6	12,419	100%
<b>Total</b>	<b>57</b>	<b>20,30,918</b>	<b>100%</b>

**(ii) Voted against the resolution:**

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	2	65	Negligible
E-voting (During AGM)	0	0	Negligible
<b>Total</b>	<b>2</b>	<b>65</b>	<b>Negligible</b>

**(iii) Invalid Votes:**

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	0	0	0%
E-voting (During AGM)	0	0	0%
<b>Total</b>	<b>0</b>	<b>0</b>	



**(c) Resolution No. 3: (Ordinary Business – Ordinary Resolution):**

**Ordinary Resolution for re-appointment of Mr. Sorab Mody (DIN: 00498958) as Director of the Company.**

**(i) Voted in favour of the resolution:**

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	50	19,26,999	94.88%
E-voting (During AGM)	5	11,919	0.59%
<b>Total</b>	<b>55</b>	<b>19,38,918</b>	<b>95.47%</b>

**(ii) Voted against the resolution:**

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	3	91,565	4.51%
E-voting (During AGM)	1	500	0.02%
<b>Total</b>	<b>4</b>	<b>92,065</b>	<b>4.53%</b>

**(iii) Invalid Votes:**

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	0	0	0%
E-voting (During AGM)	0	0	0%
<b>Total</b>	<b>0</b>	<b>0</b>	



**(d) Resolution No. 4: (Ordinary Business – Ordinary Resolution):**

**Ordinary Resolution for re-appointment of Mrs. Sheila Mody (DIN: 00496561) as Director of the Company.**

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	50	19,26,999	94.88%
E-voting (During AGM)	5	11,919	0.59%
<b>Total</b>	<b>55</b>	<b>19,38,918</b>	<b>95.47%</b>

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	3	91,565	4.51%
E-voting (During AGM)	1	500	0.02%
<b>Total</b>	<b>4</b>	<b>92,065</b>	<b>4.53%</b>

(iii) **Invalid Votes:**

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	0	0	0%
E-voting (During AGM)	0	0	0%
<b>Total</b>	<b>0</b>	<b>0</b>	



**(e) Resolution No. 5: (Special Business – Ordinary Resolution):**

**Ordinary Resolution for ratification of remuneration of Cost Auditors for the financial year 2020-21:**

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	50	19,26,999	94.88%
E-voting (During AGM)	6	12,419	0.61%
<b>Total</b>	<b>56</b>	<b>19,39,418</b>	<b>95.49%</b>

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	3	91,565	4.51%
E-voting (During AGM)	0	0	0%
<b>Total</b>	<b>3</b>	<b>91,565</b>	<b>4.51%</b>

(iii) **Invalid Votes:**

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	0	0	0%
E-voting (During AGM)	0	0	0%
<b>Total</b>	<b>0</b>	<b>0</b>	



RUTUL J. SHUKLA  
B. Com., LL.B., PGDBM (Finance), FCS

RUTUL SHUKLA & ASSOCIATES  
COMPANY SECRETARIES

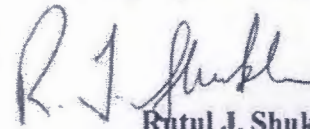
Office No. 908, Colonnade 2, Behind Rajpath Club, Opp. Infostretch, Near One World Capital, Bodakdev, Ahmedabad - 380054, Gujarat, India Tel. No. : (079) 4009 0770, E-mail : info@rshuklaassocs.com

5. A compact disk (CD) /Excel Sheet and other supportive documents containing list of equity shareholders who voted "For", "Against" and those votes which were considered "Invalid" for each resolution and also resolutions received from corporate shareholders etc. will be returned for safe keeping by our separate letter to the Company.
6. The reports generated in respect of electronic ballots and all other relevant records will also be handed over by me to the Company Secretary authorised by the Board for safe keeping.

Thanking you,

For RUTUL SHUKLA & ASSOCIATES  
Company Secretaries



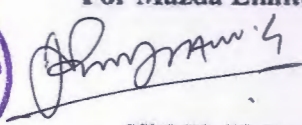
  
Rutul J. Shukla  
Proprietor  
COP. No.: 7470  
FCS No.: 6776  
UDIN: F006776B000771012

Place: Ahmedabad  
Date: 25<sup>th</sup> September, 2020

Countersigned by:

For Mazda Limited



  
Nishith Kayasth  
ACS : 19347  
Company Secretary and Compliance Officer

Mazda Limited  
(Authorised Representative appointed by  
Chairman)