

Dear Shareholder, 4<sup>th</sup> September, 2020

We are pleased to inform you that Banswara Syntex Limited is accepting Fixed Deposit from its **Shareholders** as per the provisions of Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014. In compliance of the provisions, we are sending herewith following papers to enable you to take your decision in the matter.

- 1. Circular in DPT-1 format
- 2. Fixed Deposit Scheme of the Company
- 3. Fixed Deposit Application Form

In case you desire to invest, please fill up the Fixed Deposit Application Form (all spaces including Shareholder's Folio/ DPID No. should be carefully and legibly filled). Ensure that the required documents i.e. self attested copy of PAN Card, address proof and Bank Pass Book / Cancelled Cheque of the first named applicant are properly attached with the Fixed Deposit Application Form.

The completed Application Form can be sent to Company's Registered Office at Banswara or the Company's Head Office at Mumbai.

We look forward for your positive response. Thanking You,

Yours Faithfully

For Banswara Syntex Limited

H. P. Kharwal Company Secretary

Encl. a/a

\*\*\* This is being a computer generated letter, no manual signature is required \*\*\*

Email: secretarial@banswarasyntex.com

#### **FORM DPT-1**

# CIRCULAR OR CIRCULAR IN THE FORM OF ADVERTISEMENT

#### INVITING DEPOSITS

[Pursuant to section 73 (2) (a) and section 76 and rule 4(1) and 4(2)
Of the Companies (Acceptance of Deposits) Rules, 2014]
The circular or circular in the form of advertisement shall contain the following:

#### 1. GENERAL INFORMATION

a. Name, address, website and other contact details of the Company

Banswara Syntex Limited

Registered Office: Industrial Area, Dahod Road, Post Box No. 21, BANSWARA-327001 (Raj.)

CIN-L24302RJ1976PLC001684, E-mail:hpkharwal@banswarasyntex.com, website: www.banswarasyntex.com,

Phone No. (02962) 257676, 257679 & 681

- b. Date of incorporation of the Company 5<sup>th</sup> May, 1976
- c. Business carried on by the Company and its subsidiaries with the detail of branches or units if any

The core business of the Company is manufacturing and marketing of spun synthetic blended yarn, wool and wool mix yarn, spun synthetic and worsted fabrics, cotton & linen fabrics besides readymade garments. The Company also produces shirting and technical fabrics.

#### Branches / Units:

#### Offices:

Registered Office: Industrial Area, Dahod Road, Post Box No. 21, BANSWARA – 327001 (Raj.) CIN – L24302RJ1976PLC001684, E-mail: hpkharwal@banswarasyntex.com, website: <a href="https://www.banswarasyntex.com">www.banswarasyntex.com</a>, Phone No. (02962) 257676, 257679 & 681, Fax No. (02962) 240692

Head / Marketing Office: 4th / 5th Floor, Gopal Bhawan, 199, Princess Street, MUMBAI - 400002

Delhi Office: 401, 4th Floor, 2E/23, Jhandenwalan Ext. NEW DELHI -110055

Jaipur Office: Ankur Apartments, S-6, Jyoti Nagar Extension, JAIPUR - 302005 (Raj.)

#### Plants:

Banswara Unit (Spinning, Weaving & Fabric Finishing) Industrial Area, Dahod Road, BANSWARA - 327001 (Raj.), Daman Unit (Garment)

- i) Survey No. 98/3, Daman Industrial Estate, Kadaiya, DAMAN 396210 (U.T.)
- ii) Survey No. 713/1,2,3 & 725/1,2, Sangeeta Dham & Complex, Near Savita Farm, Village Dabhel, Somnath, DAMAN 396210 (U.T.)
- iii) Survey No. 722/9, Sangeeta Dham, Near Savita Farm, Dabhel, Somnath, Daman 396210 (U.T.)
- iv) Survey No. 85/3, 85/4 & 86/2, Daman Industrial Estate, Kadaiya, DAMAN 396210 (U.T.)
- v) Survey No. 81, 82/1, 90/1 & 90/2, Daman Industrial Estate, Kadaiya, DAMAN 396210 (U.T.)

Surat Unit (Garment) Plot No. 5-6, G.I.D.C., Apparel Park, SEZ Sachin, SURAT - 394230 (GUJARAT)

d. Brief particulars of the management of the Company

The Company is managed by Shri Rakesh Mehra, Chairman, Shri Ravindra Kumar Toshniwal, Managing Director and Shri Shaleen Toshniwal, Jt. Managing Director, subject to the superintendence, direction and control of the Board of Directors.

e. Name, address, DIN and occupations of the directors

Name	Address	Occupation	DIN			
Shri Rakesh Mehra	182, Jolly Maker, Apartment No. 3, Cuffe Parade, Mumbai - 400005	Industrialist	00467321			
Shri Ravindra Kumar Toshniwal	Flat No. 6A,6 <sup>th</sup> Floor, Altview -7, Altamount Road, Mumbai - 400026	Industrialist	00106789			
Shri Shaleen Toshniwal	11, Maker Tower, Cuffe Parade, Mumbai - 400005	Industrialist	00246432			
Shri Devendra Pal Garg	212, Maker Tower-A, Cuffe Parade, Colaba, Mumbai - 400005	Industrialist	00003068			
Shri Jagdeesh Mal Mehta	C/122, Grandparadi Kempscorner, Mumbai - 400036	Consultant	00847311			
Shri Vijay Mehta	B-350, New Friends Colony, New Delhi -110065	Financial Consultant & Sharebroker	00057151			
Shri Vijay Kumar Jamnadhar Agarwal	93/B, Maker Tower, Cuffe Parade, Colaba, Mumbai – 400005	Business	00108710			
Shri Parduman Kumar	Flat No. 308, Sunrise Apartment C-33, Shastri Nagar Andheri (W), Mumbai – 400053	Retired Banker	00179074			
Shri Kamal Kishore Kacholia	Flat 1 and 2, Vedang, Opp. ITI, Aundh, Pune - 411007	Industrialist	00278897			
Dr. Shri Bhagwan Agarwal	31, Sainara, 17, Cuffe Parade, Mumbai – 400005	Consultant	00524452			
Dr. Vaijayanti Pandit	30/9, Taj Building, August Kranti Marg, Mumbai – 400036	Service	06742237			
Mr. David Vlerick	Zandbeek Strat (S) 16, Zwevegem, Belgium 8554	Investment Officer	07679476			

f. Management's perception of risk factors,

The Credit Rating is 'ICRA LIMITED "MA-/Stable" (Pronounced as M A minus rating with Stable outlook) (Fixed Deposit) for FDs repayable within one to three years from the date of issuance.

The demand for textile products fluctuate with the growth in economy within and outside India. Similarly the Government Policies for economy in general and Textile Industry in particulars can also impact the demand for Company's products as well as the Profitability.

- Details of default, including the amount involved. : duration of default and present status, repayment of
  - i) Statutory dues,
  - ii) Debentures and interest thereon.
  - Loan from any bank or financial institution and interest thereon

The Company is regular in payment of such dues, as on date there is no overdue

#### PARTICULARS OF THE DEPOSIT SCHEME

Date of passing of board resolution 27th June, 2020. b) Date of passing of resolution in the general meeting : 27th August, 2016 authorizing the invitation of such deposits

Type of deposits, i.e., whether secured or unsecured

Amount which the company can raise by way of : d) deposits as per the Act and the rules made there

From shareholders

Total

And the aggregate of deposits actually held on the last: day of the immediately preceding financial year and on : the date of issue of the Circular or advertisement- As on

25.06.2020 and amount of deposit proposed to be raised and amount of deposit repayable within the next twelve months

Terms of raising of deposits e)

Duration

h)

d.

1 year to 2 years

More than 2 years up to 3 years

No fixed deposit to be accepted for less than one year and more than 3 years.

Proposed time schedule mentioning the date of : f) opening of the scheme and the time period for

which the circular or advertisement is valid, Reasons or objects of raising the deposits

(i) Name of Credit Rating Agency

(iv) Date on which rating obtained

Rating obtained

(iii) Meaning of the rating obtained

Extent of deposit insurance, Name of the Insurance Company, terms of the insurance coverage, duration of coverage, extent of coverage,

procedure for claim in case of default etc. i) Extant of deposit Insurance

ii) Name of Insurance Company Terms of Insurance iii)

Coverage iv)

Rate of interest

**Duration of Coverage** V)

vi) **Extant of Coverage** 

vii) Procedure for Claim

Short particulars of the charge created or to be : created for securing such deposits, if any;

Any financial or other material interest of the directors, : promoters or key managerial personnel in such deposits and the effect of such interest in so far as it is different from the interests of other persons.

payment outstanding.

**Unsecured Deposit** 

₹ 118.97 Crores ₹ 118.97 Crores

As on 31.03.2020 - Rs. 26.98 Crores

₹ 25.20 Crores

As per rules & act Fixed Deposit on amount up to Rs. 118.97 Cr. can be raised. Out of this Fixed Deposit of Rs. 25.20 Cr. already taken as on date of the Circular & Balance amount of Rs.93.77 Crores by way of Fixed Deposit Proposed to be

Amount of deposit repayable up to 31.03.2021 ₹ 19.46 Crores Duration, Rate of interest, mode of payment and repayment Interest Rate (p.a.) Mode of payment and repayment 9.00% By Cheque/DD/NEFT/RTGS/ Direct Transfer to Company's A/c

9.50% ----do----

The Scheme is already open. The circular is valid up to the date of the next AGM to be held in 2020 or within Six months from the close of the next financial year,

whichever is earlier

To Support Business Operations ICRA LIMITED. NEW DELHI

ICRA "MA-/Stable" (Pronounced as M A minus rating with Stable outlook) (Fixed

Deposit)

Fixed Deposit with this rating indicates that the degree of safety regarding timely

payment of Interest and Principal is Satisfactory.

16.09.2019

Deposit Insurance Product is not available in Market, kindly refer the Companies (Acceptance of Deposits ) Amendment Rules, 2017 MCA Circular dated 11.05.2017

The fixed deposits are unsecured deposit

The Directors, Promoters, Key Managerial Personnel and their relatives don't have any interest which is inconsistent or different from the interest of other persons.

# **DETAILS OF ANY OUTSTANDING DEPOSITS**

**Amount Outstanding** Rs. 26.98 Crores as on 31.03.2020 a. Date of acceptance From 1st January, 2015 and thereafter b. Total amount accepted Rs. 25.20 Crores as on 25.06.2020 C.

(Amount accepted and remaining outstanding)

9.00% & 9.50% P.A. 126 Depositors

Total number of depositors f Default, if any, in repayment of deposits and : payment of interest thereon, if any, including number of depositors, amount and duration of

Any waiver by the depositors, of interest accrued: on deposits

Not Applicable

None

## FINANCIAL POSITION OF THE COMPANY

Profits of the company, before and after making provision for tax, for the three financial years immediately preceding the date of issue of circular or advertisement;

(₹ In Crore)

For the accounting year ended	Profit Before Tax	Profit After Tax
31st March, 2018	10.86	7.92
31st March, 2019	19.51	24.14
31st March, 2020	57.57	53.38

Dividends declared by the company in respect of the said three financial years; Interest Coverage ratio for last three years (Cash profit after tax plus interest paid)

For the accounting year ended	Dividend ₹ Per Share	Interest Coverage Ratio
31 <sup>st</sup> March, 2018	1.00	1.23
31 <sup>st</sup> March, 2019	1.00	1.40
31 <sup>St</sup> March, 2020	1.50	2.16

A summary of the financial position of the company as in the three audited balance sheets immediately preceding the date of issue of circular or advertisement:

(₹ in Lakh)

EQUITY & LIABILITIES	As at 31.03.2020	As at 31.03.2019	As at 31.03.2018	ASSETS	As at 31.03.2020	As at 31.03.2019	As at 31.03.2018
Share Capital	1711.60	1711.60	1711.60	Fixed Assets	37460.91	41771.41	46524.60
Reserves & Surplus	32474.68	27732.88	25213.38	Non-current investments	360	360	360.18
Money received against share warrants				Long-term Loans and Advances	602.68	522.89	442.66
Non Current Liabilities	13641.46	18468.55	24248.01	Other non-current assets	940.65	737.14	760.73
Current Liabilities	37442.48	50724.75	56118.80	Current Assets	45905.98	55246.34	59203.62
TOTAL	85270.22	98637.78	107291.79	TOTAL	85270.22	98637.78	107291.79

Audited Cash Flow Statement for the three years immediately preceding the date of issue of circular or advertisement;

(₹ In Lakh)

PARTICULARS	2019-20	2018-19	2017-18
CASH FLOW FROM (USED IN)			
Operating Activities	20838.52	13727.96	10588.46
Investing Activities	(685.98)	(987.77)	(2505.53)
Financing Activities	(20603.81)	(12303.97)	(8497.09)
Net Increase/ (Decrease) in Cash & Cash Equivalents	(451.27)	(436.22)	(414.16)

Any change in accounting policies during the last three years and their effect on the profits and the reserves of the company. - YES The Company has adopted IND AS 116 "Leases" in the current year replaces IND AS 17 "Leases".

#### A DECLARATION BY THE DIRECTORS THAT-5.

- The Company has not defaulted in the repayment of deposits accepted either before or after the commencement of the Act or payment of a. interest thereon;
- The Board of Directors have satisfied themselves fully with respect to the affairs and prospectus of the Company and that they are of the opinion b. that having regard to the estimated future financial position of the company, the Company will be able to meet its liabilities as and when they become due and that the company will not become insolvent within a period of one year from the date of issue of the circular or advertisement;
- The Company has complied with the provisions of the Act and the rules made thereunder; C.
- d. The compliance with the Act and the rules does not imply that repayment of deposits is guaranteed by the Central Government;
- The deposits accepted by the company before the commencement of the Act have been repaid. e.
- In case of any adverse change in credit rating, depositors will be given a chance to withdraw deposits without any penalty. f.
- The deposits shall be used only for the purposes indicated in the Circular or circular in the form of advertisement; q.
- The deposits accepted by the Company (other than the secured deposits, if any, aggregate amount of which to be indicated) are unsecured h and rank pari passu with other unsecured liabilities of the Company.

For and on behalf of the Board for Banswara Syntex Ltd

Sd/-RAKESH MEHRA CHAIRMAN

**DIRECTORS** P. KUMAR S. B. AGARWAL VIJAY KUMAR AGARWAL

RAVINDRA KUMAR TOSHNIWAL MANAGING DIRECTOR

VAIJAYANTI PANDIT J.M. MEHTA

SHALEEN TOSHNIWAL

D.P. GARG

Sd/-

JT. MANAGING DIRECTOR

J.K. JAIN JOINT PRESIDENT & CFO

H. P. KHARWAL **COMPANY SECRETARY** 

Place: BANSWARA Date: 27.06.2020



# **FIXED DEPOSIT SCHEME**

NON CUMULATIVE DEPOSIT									
Period	Minimum Deposit	Interest Rate (p.a.)							
1 Year to 2 years	1,00,000	9.00							
More than 2 Years upto 3 years	1,00,000	9.50							

The Fixed Deposit will be accepted for the aforesaid period; however, the maturity date of the Fixed Deposit will be uniformly on 1st April or 1st October as the case may be, falling next to one year/two year/three years (period of Fixed Deposit) as the case may be. For example, if a Fixed Deposit is received on 1st August, 2020 for one year, its maturity date will be 1st October, 2021. However, the overall Fixed Deposit period shall not exceed three years.

Interest shall be payable half yearly on 1st April and 1st October.

#### **HIGHLIGHTS**

- Minimum amount of deposit to be accepted is Rs. 1,00,000/- and in multiples of Rs. 1,00,000/-thereafter.
- The Fixed Deposit will be accepted only from Shareholders of the Company.
- The Company is not accepting fixed deposits from minor (below 18 years) shareholders.
- Nomination facility available. In case the nominee is minor, name of the guardian is to be mentioned.
- Premature withdrawal permissible as per the statutory guidelines and the discretion of the Company. (Subject to the Procedure and limits prescribed by Companies Act, 2013)
- Income tax shall be deducted at source for interest payment of above Rs. 5000 in one financial year as per applicable rates. This is subject to any change in the applicable Tax Laws.

#### **HOW TO APPLY**

- > Please follow the instructions given in the application form.
- Payment should be made by means of an "A/c Payee" cheque / DD of a scheduled bank / Electronic Transfer in favour of "BANSWARA SYNTEX LIMITED." Payable at Banswara/Mumbai. Please attach self attested copy of Bank Pass Book / Cancelled Cheque.
- Company will not accept payment in "CASH".
- Acceptance of deposits are subject to the terms and conditions mentioned in the application form.

Where to get Form and Deposit the same

Application Forms will be available & deposits will be accepted by the company at the following centers:

Mumbai	Banswara Syntex Ltd. 4 <sup>th</sup> -5 <sup>th</sup> Floor, Gopal Bhawan, 199, Princess Street, Mumbai-400 002. (Maharashtra)										
Banswara	Banswara Syntex Ltd. Industrial Area, Dahod Road, Banswara-327001 (Rajasthan)										

The fixed deposit Application Form will also be available at Company's website at www.banswarasyntex.com

# TERMS AND CONDITIONS GOVERNING FIXED DEPOSIT SCHEME

#### **APPLICATIONS**

- Application should be made in the prescribed form duly completed in all respects (all spaces including Shareholder's Folio/DPID No. should be carefully and legibly filled), self attested Copy of PAN Card, Address Proof, Bank Pass Book / Cancelled Cheque and an 'Account Payee' cheque/draft in favour of Banswara Syntex Ltd. is to be sent. Cash will not be accepted.
- The Application Form along with the necessary remittances should be sent to the company's Registered Office at Banswara or the Company's Head Office at Mumbai.
- 3) Fixed Deposits will be accepted from members of the company (Shareholders) who may be resident individuals, Domestic Company, group of persons, registered societies, and registered trusts. The Member should be a holder of share on the date of deposit.
- Fixed Deposits will not be accepted from unregistered trusts and Partnership firms.
- A deposit in joint names will be treated as a deposit from a shareholder if first name holder is a shareholder of the Company.

# INTEREST

- The period of Fixed Deposit and the calculation of interest thereon will commence from the date of realization of the cheques / PO Order / DD / Electronic Transfer as the case may be by the Company and will cease on maturity. No Interest will be payable on interest warrants / cheques lost in transit or misplaced.
- 2) Interest shall be payable half yearly on 1st April and 1st October.

## TAX DEDUCTION AT SOURCE

- Income Tax will be deducted at source wherever applicable, from the interest paid or credited if it exceeds Rs. 5,000/- (or any such amount notified by the Government from time to time) in any financial year as per statutory requirement.
- In case where the interest exceeds Rs. 5,000/- (or any such amount notified by the Government from time to time) in a financial year, individual depositors, who are not liable to pay income tax, may submit a declaration in Form 15G/15H in duplicate to the Company's offices at Banswara or Mumbai in the beginning of every financial year, so as to receive interest without deduction of tax at source, failing which tax will be deducted at source in

#### **BANSWARA SYNTEX LIMITED**

CORPORATE OFFICE

5th Floor, Gopal Bhawan, 199, Princess Street, Mumbai - 400 002 Tel.: +91 22 66336571-76 | Fax: +91 22 2206 4486

Email: secretarial@banswarasyntex.com

## **REGISTERED OFFICE & MILLS**

Industrial Area, Dahod Road, Banswara - 327 001 (Rajasthan) Tel.: +91 2962 257676, 257679-681



accordance with Section 194A of the Income Tax Act, 1961. TAX DEDUCTED DUE TO NON-COMPLIANCE WITH THIS CONDITION WILL NOT BE REFUNDED.

 All depositors placing deposits would be mandatorily required to furnish their PAN No. as allotted to them by Income Tax Department and attach a Self Attested Copy of the PAN Card.

#### RENEWAL AND REPAYMENT

- The Deposit will be repaid only on maturity. However, Company reserves the right to repay the deposit prior to the date of maturity. In case of such premature repayment, Deposit Receipt must be discharged by all the depositors as per specimen signature(s) registered with the Company.
  - "In accordance with the Companies (Acceptance of Deposit) Rules, 2014, fixed deposits may be repaid by the Company after the expiry of 6 months of its acceptance but before the expiry of the contracted period, in which case, the rate of interest payable shall be reduced by one percent from the rate which the Company would have paid, had the deposit been accepted for the period for which such deposit had actually run."
- 2) The Fixed Deposit Receipt duly discharged on its backside on a revenue stamp of Rs.1/- and Fixed Deposit Form duly filled and signed should be sent to the Company's offices at Banswara/ Mumbai where the amount was deposited at least 30 days before the date of maturity, to enable the Company to renew or refund the deposit as the case may be, on due date. No communication shall be sent by the Company to the depositors regarding maturity.
- In case of renewal, a fresh Application Form duly filled in, should accompany the discharged receipt.
- 4) Repayment of principal / Interest amounts will be made by Cheque/ DD/ Electronic Transfer. The cheques / DD will be sent to the registered address of the depositor. Where the due date for payment falls on a Sunday/Bank Holiday, the payment will be made on the next working day.
- No change in the first name of the depositor is permitted at the time of renewal.

## JOINT DEPOSIT

- Deposits will be accepted in joint names but not exceeding two in number
- 2) All Fixed Deposits Receipts and all correspondence will be addressed to the person whose name appears first on the Application Form. All cheques etc. for payment of interest and repayment of principal amount will be drawn in favour of the first named depositor. Discharge given by the first depositor shall be valid and binding on all the depositors.
- 3) In the event of the death of the first depositor, the second named depositor will be the first depositor on production of Original Death Certificate with photo copy (the original will be returned after verification) and all payments on account of principal amount and interest will be paid to that first depositor without reference to the heirs of legal representatives.

#### **NOMINATION**

- Nomination facility may be availed only by individuals singly. The nominee must be a Resident Indian only. An NRI / foreign national cannot be nominated. If the nominee pre deceases the deposit holder, the applicant can, on submission of the death certificate, substitute the name of the nominee.
- In case of deposits in a single name where no nomination is received, the executor or administrator of a deceased depositor, shall be deemed to be the deposit holder on production of a valid probate, succession certificate or letter of administration. However, the Company may, at its sole discretion, dispense with the requirement of production of a probate or succession certificate or letter of administration upon such terms as to indemnify or otherwise as it may consider adequate.

#### **FIXED DEPOSIT RECEIPT**

- The Fixed Deposit Receipt will be forwarded by registered post / courier to the address given in the Application Form within 21 days of realization of the cheque or draft. The same be given by hand delivery in case of depositor present to the company to receive.
- 2) The Fixed Deposit Receipt is not transferable.
- 3) In the event of loss, destruction or mutilation of the Fixed Deposit Receipt, the Company may, at its sole discretion, issue a duplicate receipt on request of the depositor, subject to compliance with the terms and conditions including indemnity from the depositor(s) in such form as the Company may require. All expenses in this connection will be borne by the depositor.

## **GENERAL**

- The Company will not accept or recognize any lien or assignment on Fixed Deposit and/or interest thereon.
- Where the first named depositor becomes a non resident, the principal and interest will not be credited to any non-resident external account or allowed to be repatriated out of India.
- 3) In case of loss of refund / interest cheque, a duplicate thereof will be issued only after 3 months expiry of the validity of the cheque and on production of an indemnity bond duly signed by all depositors. All expenses in this connection will be borne by the depositor.
- Any change in address, name etc. must be notified to the Company at least 30 days before the date on which any payment falls due.
- Fixed Deposits will be subject to Companies (Acceptance of Deposits) Rules, 2014, as amended from time to time.
- 6) The Company reserves the right to discontinue the acceptance or renewal of Fixed Deposits at any time at its sole discretion and to amend / alter any of the conditions stipulated above or to reject any Application without assigning any reason thereof.
- 7) In order to prevent fraudulent encashment, it is mandatory for the depositor to furnish the bank account particulars in the space provided in the Application Form and attach a self attested copy of Bank Pass Book / Cancelled Cheque.
- Deposits are subject to Mumbai/Banswara Jurisdiction only where it has been sent for acceptance.
- 9) These rules form part of the prescribed Application Form.

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# APPLICATION FORM FOR FIXED DEPOSIT BY THE SHAREHOLDERS ONLY

This deposit is subject to the terms and conditions governing the acceptance of deposits printed alongside. (Please write in block letters and tick  $(\sqrt{})$  the appropriate box.)

I / We the undersigned apply for the placement of fixed deposit as under: -

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**BANSWARA SYNTEX LIMITED** 

Email: secretarial@banswarasyntex.com

CORPORATE OFFICE

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**REGISTERED OFFICE & MILLS** 

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