

Form DIR-2
Consent to act as a director of a company
[Pursuant to section 152(5) and rule 8 of Companies (Appointment
and Qualification of Directors) Rules, 2014]

To,

The Board of Directors,

Bhartia Sons Limited

12, Government Place East, Kolkata: 700069

Subject: Consent to act as a director.

I, Vijay Swaminathan, hereby give my consent to act as Director of Bhartia Sons Limited, pursuant to sub-section (5) of section 152 of the Companies Act, 2013 and certify that I am not disqualified to become a director under the Companies Act, 2013.

1. Director Identification Number (DIN): 03505029
2. Name (in full): VIJAY SWAMINATHAN
3. Father's Name (in full): LATE KRISHNA SWAMINATHAN
4. Address: Koyla Vihar Vasundhara
Flat -C904, Block-9, Mondalgunthi
P.O.: Airport, Kolkata - 700052
5. E-mail id: swamivijay@gmail.com
6. Mobile no : +919831718899
7. Income-tax PAN : ALHPS2816E
8. Occupation: BUSINESS
9. Date of birth: 28-07-1962
10. Nationality: INDIAN

VSS:

11. No. of companies in which I am already a Director and out of such companies the names of the companies in which I am a Managing Director, Chief Executive Officer, Whole time Director, Secretary, Chief Financial Officer, Manager. 1

SI No.	Names of the Companies /bodies corporate/ firms/ association of individuals	Nature of interest or concern / Change in interest or concern
1	ORSON HOLDINGS CO. LTD.	DIRECTOR

12. Particulars of membership No. and Certificate of practice No. if the applicant is a member of any professional Institute. NIL

Declaration

I declare that I have not been convicted of any offence in connection with the promotion, formation or management of any company or LLP and have not been found guilty of any fraud or misfeasance or of any breach of duty to any company under this Act or any previous company law in the last five years. I further declare that if appointed my total Directorship in all the companies shall not exceed the prescribed number of companies in which a person can be appointed as a Director.

Vijay Swaminathan
Signature:

Date: 30-05-2016

Place: Kolkata

Attachments:

1. Identity Proof;
2. Residence Proof;

FORM MBP - 1
Notice of interest by director
[Pursuant to section 184 (1) and rule 9(1)]

To
The Board of Directors,
Bhartia Sons Limited
12, Government Place East, Kolkata: 700069

Dear Sir(s)

I, Vijay Swaminathan, son/~~daughter~~/wife of Late Krishna Swaminathan, resident of Koyla Vihar Vasundhara, Flat-C904, Block-9, Mondal ganthi, P.O.: Airport, Kolkata-700052 being a director in the company hereby give notice of my interest or concern in the following company or companies, bodies corporate, firms or other association of individuals:-

Sl No.	Names of the Companies /bodies corporate/ firms/ association of individuals	Nature of interest or concern / Change in interest or concern	Shareholding	Date on which interest or concern arose / changed
1	ORSON HOLDINGS CO. LTD.	DIRECTOR	NIL	30/07/2014

Place: Kolkata
Date: 30-05-2016

Vijay Swaminathan
Vijay Swaminathan
DIN : 03505029

DECLARATION OF INDEPENDENCE

Date:

To
The Board of Directors
Bhartia Sons Limited
12, Government Place East, Kolkata: 700069

Sub: Declaration of independence under sub-section (6) of section 149 of the Companies Act, 2013.

I, **Mr. Vijay Swaminathan**, hereby certify that I am independent director of Bhartia Sons Limited and comply with all the criteria of independent director envisaged in Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and applicable provisions of Companies Act, 2013.

I certify that:

- I possess relevant expertise and experience to be an independent director in the Company;
- I am/was not a promoter of the company or its holding, subsidiary or associate company;
- I am not related to promoters / directors / persons occupying management position at the board level or level below the board in the company, its holding, subsidiary or associate company;
- Apart from receiving director sitting fees / remuneration, I have/had no pecuniary relationship / transactions with the company, its promoters, its directors, its senior management or its holding, subsidiary or associate company, or their promoters, or directors, during the two immediately preceding financial years or during the current financial;
- none of my relatives has or had any pecuniary relationship or transaction with the company, its holding, subsidiary or associate company, or their promoters, or directors, amounting to 2% or more of its gross turnover or total income or Rs. 50 Lacs or such higher amount as may be prescribed, whichever is lower, during the two immediately preceding financial years or during the current financial year;
- Neither me nor any of my relatives:
 - a) holds or has held the position of a key managerial personnel or is or has been employee/executive of the company or its holding, subsidiary or associate company in any of the three financial years immediately preceding the financial year;

V.S.

- b) is or has been an employee or proprietor or a partner, in any of the three financial years immediately preceding the financial year of;
- a. a firm of auditors or company secretaries in practice or cost auditors of the company or its holding, subsidiary or associate company; or
 - b. any legal or a consulting firm that has or had any transaction with the company, its holding, subsidiary or associate company amounting to 10% or more of the gross turnover of such firm;
- c) holds together with my relatives 2% or more of the total voting power of the company; or
- d) is a Chief Executive or director, by whatever name called, of any nonprofit organization that receives 25% or more of its receipts from the company, any of its promoters, directors or its holding, subsidiary or associate company or that holds 2% or more of the total voting power of the company; or

Declaration

I undertake that I shall seek prior approval of the Board if and when I have any such relationship / transactions, whether material or non-material. If I fail to do so I shall cease to be an independent director from the date of entering in to such relationship / transactions.

Further, I do hereby declare and confirm that the above said information's are true and correct to the best of my knowledge as on the date of this declaration of independence and I shall take responsibility for its correctness and shall be liable for fine if any imposed on the Company, its directors, if the same found wrong or incorrect in future.

I further undertake to intimate immediately upon changes, if any, to the Company for updating of the same.

Thanking you,
Yours faithfully,

Vijay Swaminathan

Vijay Swaminathan
DIN: 03505029
Koyla Vihar Vasundhara
Flat -C904, Block-9, Mondalganthi
P.O.: Airport, Kolkata - 700052
PH: +919831718899
PAN : ALHPS2816E

DECLARATION

(Pursuant to Sub Section (7) of Section 149 of the Companies Act, 2013 to be made at the first meeting of the Board in every financial year by the Independent Directors of the Company on fulfillment of the criteria of independence as provided under Sub Section (6) of Section 149 of the Companies Act, 2013)

Name & DIN		VIJAY SWAMINATHAN (03505029)
Residential Address		Koyla Vihar Vasundhara Flat -C904, Block-9, Mondal ganthi P.O.: Airport, Kolkata - 700052
Designation		DIRECTOR
Declaration confirming meeting the criteria of Independency under Section 149(6) of the Companies Act, 2013		
a	I am a person of integrity and possesses relevant expertise and experience in the opinion of the Board	YES
b (i)	I am/was not a promoter of the company or its holding, subsidiary or associate company	YES
(ii)	I am not related to promoters or directors in the company, its holding, subsidiary or associate company	YES
c	I have/had no pecuniary relationship with the company, its holding, subsidiary or associate company, or their promoters, or directors, during the two immediately preceding financial years or during the current financial year	YES
d	None of my relatives have/had pecuniary relationship or transaction with the company, its holding, subsidiary or associate company, or their promoters, or directors, amounting to two per cent. or more of its gross turnover or total income or fifty lakh rupees or such higher amount as may be prescribed, whichever is lower, during the two immediately preceding financial years or during the current financial year;	YES
e (i)	Neither myself nor any of his relatives holds or has held the position of a key managerial personnel or is or has been employee of the company or its holding, subsidiary or associate company in any of the three financial years immediately preceding the current financial year	YES
(ii)	Neither myself nor any of his relatives is or has been an employee or proprietor or a partner, in any of the three financial years immediately preceding the current financial year, of— a. a firm of auditors or company secretaries in practice or cost auditors of the company or its holding, subsidiary or associate company; or	YES

B.S.

	b. any legal or a consulting firm that has or had any transaction with the company, its holding, subsidiary or associate company amounting to ten per cent. or more of the gross turnover of such firm	
(iii)	I do not hold together with my relatives two per cent or more of the total voting power of the company	YES
(iv)	I am not a Chief Executive or director, by whatever name called, of any nonprofit organisation that receives twenty-five per cent or more of its receipts from the company, any of its promoters, directors or its holding, subsidiary or associate company or that holds two per cent or more of the total voting power of the company	YES

I hereby confirm that the information given above are true to the best of my knowledge and belief.

Place: Kolkata
Date: 30-05-2016

Vijay Swaminathan
Vijay Swaminathan
(DIN : 03505029)
Independent Director

आयकर विभाग
INCOME TAX DEPARTMENT



भारत सरकार
GOVT OF INDIA

VIJAY SWAMINATHAN

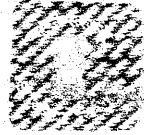
KRISHNA SWAMINATHAN

28/07/1962
Furnishing Account Number

ALHPS2816E

Vijay Swaminathan

Signature



28/07/2011

Vijay Swaminathan

SWAMINATHAN KRISHNA



M1516542

SWAMINATHAN SAVITHRI

KOYLA VINAR VASUNGHARA, FLAT-C-904, BLOCK-9

MONDARGANTHI PO AIRPORT, NORTH 24 PARGANAS

PIN: 700052, WEST BENGAL, INDIA

FD599791 28/01/2005 KOLKATA

CA2077846950514

Vijay Swaminathan

BHARTIA SONS LIMITED

CIN : L15205WB1944PLCO11711

Phone : 2248 1143 / 1374 / 8007
FAX : (033) 2243 5068

Registered Office
12, GOVERNMENT PLACE EAST
KOLKATA - 700 069, INDIA

Date: 30/05/2016

To,
Mr. Vijay Swaminathan
Koyla Vihar, Vasundhara
Flat C 904, Block 9, Mondalgarhi
P.O. Airport, Kolkata-700052, West Bengal

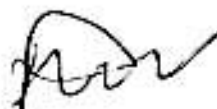
Ref:- Your Consent Letter dated 30th May, 2016
Sub:- Appointment of Additional Director

Dear Sir,

We are pleased to inform you that Board of Directors at their meeting held on 30th May, 2016 appointed you as Additional Director of the Company.

Please acknowledge the receipt of the same.

Yours Faithfully,
For **Bhartia Sons Limited**



Sandeep Bhartia
Director

