

Declaration from Independent Director pursuant to Section 149 (7)
of the Companies Act, 2013.

I, M Uttam Reddi (DIN No.00025755) residing at 37 VOC Street, Kodambakkam, Chennai 600024, do hereby declare that I am not disqualified to act as an

Independent Director of M/s Beardsell Limited and further declare that

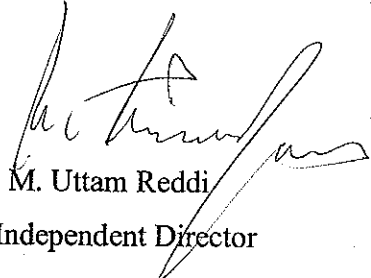
- A) I am a person of integrity and possesses relevant expertise and experience.
- B) i) I am not a promoter of the Company or its holding, subsidiary or associate Company.

ii) I am not related to promoters or Directors in the Company, its holding, subsidiary, or associate Company.
- C) I have 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 ;
- D) None of my relatives has or had pecuniary relationship or transaction with the company, its holding, subsidiary or associate company, or their promoters, or directors amounting to two percent 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;
- E) I neither myself nor any of my relatives:
 - i) holds or 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 financial year in which I am proposed to be appointed;

- (ii) is or has been an employee or proprietor or a partner, in any of the three financial years immediately preceding the financial year in which I am proposed to be appointed, of –
- (a) firm of auditors or company secretaries in practice or cost auditor of the company or its holding, subsidiary or associate company; or
 - (c) any legal or a consulting firm that has or had any transaction with the company, its holding, subsidiary or associate company amounting to ten percent or more of the gross turnover of such firm;
- (iii) I do not hold together with my relatives two percent or more of the total voting power of the company ; or
- (iv) I am not a Chief Executive or Director, by whatever name called of any non-profit organization that receives twenty five percent or more of its receipts from the company, any of its promoters, directors or its holding, subsidiary or associate company or that holds two percent or more of the total voting power of the company; and
- F) I possess such other qualifications as may be prescribed.

Date : 01/04/2014

Place: Chennai


M. Uttam Reddi
Independent Director

Declaration from Independent Director pursuant to Section 149 (7)
of the Companies Act, 2013.

I, V.J. Singh (DIN No.03129164) residing at 1 / 4, Teppakula Street, Subramaniapuram, Palayamkottai, Tirunelveli 627002 do hereby declare that I am not disqualified to act as an Independent Director of M/s Beardsell Limited and further declare that

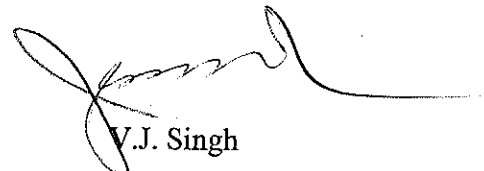
- A) I am a person of integrity and possesses relevant expertise and experience.
- B) (i) I am not a promoter of the Company or its holding, subsidiary or associate Company.
ii) I am not related to promoters or Directors in the Company, its holding, subsidiary, or associate Company.
- C) I have no pecuniary 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 ;
- D) None of my relatives has or had pecuniary relationship or transaction with the company, its holding, subsidiary or associate company, or their promoters, or directors amounting to two percent 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;
- E) I neither myself nor any of my relatives:
 - i) holds or 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 financial year in which I am proposed to be appointed;

- (ii) is or has been an employee or proprietor or a partner, in any of the three financial years immediately preceding the financial year in which I am proposed to be appointed, of –
- (b) firm of auditors or company secretaries in practice or cost auditor of the company or its holding, subsidiary or associate company; or
- (d) any legal or a consulting firm that has or had any transaction with the company, its holding, subsidiary or associate company amounting to ten percent or more of the gross turnover of such firm;
- (iii) I do not hold together with my relatives two percent or more of the total voting power of the company ; or
- (iv) I am not a Chief Executive or Director, by whatever name called of any non-profit organization that receives twenty five percent or more of its receipts from the company, any of its promoters, directors or its holding, subsidiary or associate company or that holds two percent or more of the total voting power of the company; and
- F) I possess such other qualifications as may be prescribed.

Date : 01/04/2014

Place: Chennai

✓


V.J. Singh
Independent Director

Declaration from Independent Director pursuant to Section 149 (7)
of the Companies Act, 2013.

I, R Gowri Shanker (DIN No.00104597) residing at 4/241, MGR Salai,

Palavakkam, Chennai – 600 041. do hereby declare that I am not disqualified to act as an Independent Director of M/s Beardsell Limited and further declare that

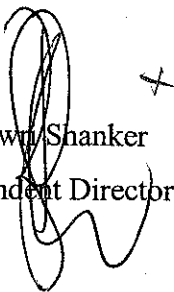
- A) I am a person of integrity and possesses relevant expertise and experience.
- B) i) I am not a promoter of the Company or its holding, subsidiary or associate Company.
ii) I am not related to promoters or Directors in the Company, its holding, subsidiary, or associate Company.
- C) I have no pecuniary 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 ;
- D) None of my relatives has or had pecuniary relationship or transaction with the company, its holding, subsidiary or associate company, or their promoters, or directors amounting to two percent 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;
- E) I neither myself nor any of my relatives:
- i) holds or 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 financial year in which I am proposed to be appointed;



- (ii) is or has been an employee or proprietor or a partner, in any of the three financial years immediately preceding the financial year in which I am proposed to be appointed, of—
- (a) firm of auditors or company secretaries in practice or cost auditor 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 ten percent or more of the gross turnover of such firm;
- (iii) I do not hold together with my relatives two percent or more of the total voting power of the company ; or
- (iv) I am not a Chief Executive or Director, by whatever name called of any non-profit organization that receives twenty five percent or more of its receipts from the company, any of its promoters, directors or its holding, subsidiary or associate company or that holds two percent or more of the total voting power of the company; and
- F) I possess such other qualifications as may be prescribed.

Date : 01/04/2014

Place: Chennai


R. Gowth Shanker
Independent Director