

**MINISTRY OF CORPORATE AFFAIRS****RECEIPT****G.A.R. 7****SRN :** H10285476**Service Request Date :** 12/09/2018**Payment made into :** HDFC Bank**Received From :****Name :** EFILING KOLKATA**Address :** Kolkata

Kolkata, West Bengal

IN - 700013

**Entity on whose behalf money is paid****CIN:** L23209WB1921PLC004357**Name :** TIDE WATER OIL CO INDIA LTD**Address :** 8 DR RAJENDRA PRASAD SARANI

KOLKATA, West Bengal

India - 700001

**Full Particulars of Remittance****Service Type:** eFiling

<b>Service Description</b>	<b>Type of Fee</b>	<b>Amount(Rs.)</b>
Fee for Form MGT-7 for the financial year ending on 2018	Normal	600.00
<b>Total</b>		<b>600.00</b>

**Mode of Payment:** Internet Banking - HDFC Bank**Received Payment Rupees:** Six Hundred Only

Note –The Registrar may examine this eForm any time after the same is processed by the system under Straight Through Process (STP). In case any defects or incompleteness in any respect is noticed by the Registrar , then this eForm shall be treated and labeled as defective and the eForm shall have to be filed afresh with the fee and additional fee, as applicable. (Please refer Rule 10 of the Companies (Registration offices offices and Fees) Rules, 2014)

# FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



# Annual Return

Form language  English  Hindi

Refer the instruction kit for filing the form.

## I. REGISTRATION AND OTHER DETAILS

(i) \* Corporate Identification Number (CIN) of the company

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

(ii) (a) Name of the company

(b) Registered office address

8 DR RAJENDRA PRASAD SARANI  
KOLKATA  
West Bengal  
700001  
India

(c) \*e-mail ID of the company

(d) \*Telephone number with STD code

(e) Website

(iii) Date of Incorporation

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

Yes  No

(vi) \*Whether shares listed on recognized Stock Exchange(s)

Yes  No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	CALCUTTA STOCK EXCHANGE & BOMBAY STOCK EXCHANGE	4
2	NATIONAL STOCK EXCHANGE	1,024

(b) CIN of the Registrar and Transfer Agent

U67120WB2011PLC165872

Pre-fill

Name of the Registrar and Transfer Agent

MCS SHARE TRANSFER AGENT LIMITED

Registered office address of the Registrar and Transfer Agents

12/1/5 MANOHARPUKUR ROAD  
KOLKATA

(vii) \*Financial year From date 01/04/2017 (DD/MM/YYYY) To date 31/03/2018 (DD/MM/YYYY)

(viii) \*Whether Annual general meeting (AGM) held  Yes  No

(a) If yes, date of AGM

14/08/2018

(b) Due date of AGM

30/09/2018

(c) Whether any extension for AGM granted

Yes  No

## II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

\*Number of business activities

1

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
	C	Manufacturing	C5	Coke and refined petroleum products	100

## III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

\*No. of Companies for which information is to be given

6

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	VEEDOL INTERNATIONAL LIMITED		Subsidiary	100
2	VEEDOL INTERNATIONAL DMC		Subsidiary	100

3	VEEDOL INTERNATIONAL BV		Subsidiary	100
4	PRICE THOMAS HOLDINGS LIM		Subsidiary	100
5	VEEDOL DEUTSCHLAND GmbH		Subsidiary	100
6	JX NIPPON TWO LUBRICANTS I	U74999HR2014PTC053015	Joint Venture	50

#### IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

##### (i) \*SHARE CAPITAL

###### (a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	40,000,000	3,484,800	3,484,800	3,484,800
Total amount of equity shares (in Rupees)	200,000,000	17,424,000	17,424,000	17,424,000

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
EQUITY SHARES @ Rs. 5 EACH				
Number of equity shares	40,000,000	3,484,800	3,484,800	3,484,800
Nominal value per share (in rupees)	5	5	5	5
Total amount of equity shares (in rupees)	200,000,000	17,424,000	17,424,000	17,424,000

###### (b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

**(c) Unclassified share capital**

Particulars	Authorised Capital
Total amount of unclassified shares	0

**(d) Break-up of paid-up share capital**

Class of shares	Number of shares	Total nominal amount	Total Paid-up amount	Total premium
<b>Equity shares</b>				
<b>At the beginning of the year</b>	3,484,800	17,424,000	17,424,000	
<b>Increase during the year</b>	0	0	0	0
i. Public Issues	0	0	0	0
ii. Rights issue	0	0	0	0
iii. Bonus issue	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0
v. ESOPs	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0
vii. Conversion of Preference share	0	0	0	0
viii. Conversion of Debentures	0	0	0	0
ix. GDRs/ADRs	0	0	0	0
x. Others, specify				
<b>Decrease during the year</b>	0	0	0	0
i. Buy-back of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
<b>At the end of the year</b>	3,484,800	17,424,000	17,424,000	
<b>Preference shares</b>				
<b>At the beginning of the year</b>	0	0	0	

<b>Increase during the year</b>	0	0	0	0
i. Issues of shares	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0
iii. Others, specify				
<b>Decrease during the year</b>	0	0	0	0
i. Redemption of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
<b>At the end of the year</b>	0	0	0	

(ii) Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) \*

Nil

[Details being provided in a CD/Digital Media]

Yes

No

Not Applicable

Separate sheet attached for details of transfers

Yes

No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting

26/07/2017

Date of registration of transfer (Date Month Year)		16/08/2017	
Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	8	Amount per Share/ Debenture/Unit (in Rs.)	5
Ledger Folio of Transferor		860	
Transferor's Name			USHA
	Surname	middle name	first name
Ledger Folio of Transferee		00001988	
Transferee's Name	JAIN	CHAND	KAILASH
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)		06/10/2017	
Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	1,800	Amount per Share/ Debenture/Unit (in Rs.)	5
Ledger Folio of Transferor		1475	
Transferor's Name	BASAK	NATH	NARENDRA
	Surname	middle name	first name
Ledger Folio of Transferee		00001990	
Transferee's Name	BASAK	KUMAR	SWAPAN
	Surname	middle name	first name

Date of registration of transfer (Date Month Year) <input type="text"/>			
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
Ledger Folio of Transferor		<input type="text"/>	
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee		<input type="text"/>	
Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name



**(iv) \*Indebtedness including debentures (Outstanding as at the end of financial year)**

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			0
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			0
Deposit			0
<b>Total</b>			0

**Details of debentures**

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

**(v) Securities (other than shares and debentures)**

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
<b>Total</b>					

**V. \*Turnover and net worth of the company (as defined in the Companies Act, 2013)****(i) Turnover**

11,121,175,573.23

**(ii) Net worth of the Company**

6,560,050,769.65

**VI. (a) \*SHARE HOLDING PATTERN - Promoters**

S. No.	Category	Equity	Preference
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		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	1,995,793	57.27	0	
10.	Others	0	0	0	
	<b>Total</b>	1,995,793	57.27	0	0

**Total number of shareholders (promoters)**

3

**(b) \*SHARE HOLDING PATTERN - Public/Other than promoters**

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	719,170	20.64	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	

2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	386,988	11.11	0	
4.	Banks	3,878	0.11	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	16,246	0.47	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	274,637	7.88	0	
10.	Others IEPF; TRUST	88,088	2.53	0	
	<b>Total</b>	1,489,007	42.74	0	0

**Total number of shareholders (other than promoters)**

20,660

**Total number of shareholders (Promoters+Public/  
Other than promoters)**

20,663

**(c) \*Details of Foreign institutional investors' (FIIs) holding shares of the company**

0

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held

**VII. \*NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS  
(Details, Promoters, Members (other than promoters), Debenture holders)**

Details	At the beginning of the year	At the end of the year
Promoters	3	3
Members (other than promoters)	19,267	20,660
Debenture holders	0	0

**VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

**(A) \*Composition of Board of Directors**

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
<b>A. Promoter</b>	0	4	0	3	0	0
<b>B. Non-Promoter</b>	1	5	1	8	0	0
(i) Non-Independent	1	1	1	2	0	0
(ii) Independent	0	4	0	6	0	0
<b>C. Nominee Directors representing</b>	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
<b>Total</b>	<b>1</b>	<b>9</b>	<b>1</b>	<b>11</b>	<b>0</b>	<b>0</b>

**Number of Directors and Key managerial personnel (who is not director) as on the financial year end date**

14

**(B) (i) \*Details of directors and Key managerial personnel as on the closure of financial year**

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
SUBIR ROY CHOUDHURY	00130803	Director	0	
VINOD SOMALAL VYAS	00176206	Director	0	
DURGESH SANJIVRAC	00176277	Director	0	
SUBIR DAS	00199255	Director	0	
RAJENDRA NATH GHOSH	00308865	Managing Director	0	
PARTHA SARATHI BHADRA	00329479	Additional director	0	
NAYANTARA PALCHOLIA	00581440	Director	0	
SUNDARESHAN STHAN	01675195	Director	0	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
PRAKASH YASHWANT	02004317	Additional director	0	
ASHIM MUKHERJEE	02135462	Director	0	
SUPRATIK BASU	AEKPB7475C	CFO	0	
DEBASIS JANA	07046349	Additional director	0	
BHASKAR JYOTI MAH/	07487571	Director	0	01/05/2018
SAPTARISHI GANGUL	ALMPG0550C	Company Secretar	0	

**(ii) Particulars of change in director(s) and Key managerial personnel during the year**

7

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
DURGESH SANJIVRAC	00176277	Additional director	30/05/2017	APPOINTMENT
PARTHA SARATHI BH/	00329479	Additional director	13/11/2017	APPOINTMENT
PRAKASH YASHWANT	02004317	Additional director	13/11/2017	APPOINTMENT
DEBASIS JANA	07046349	Additional director	13/11/2017	APPOINTMENT
PRAVEEN PURUSHOT	00016814	Director	15/05/2017	CESSATION
SUNIL MUNSHI	02749579	Director	01/09/2017	CESSATION
DURGESH SANJIVRAC	00176277	Director	26/07/2017	CHANGE IN DESIGNATION

**IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS**

**A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS**

Number of meetings held

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
ANNUAL GENERAL MEETI	26/07/2017	19,697	91	26.3

**B. BOARD MEETINGS**

\*Number of meetings held

5

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	30/05/2017	10	9	90
2	20/07/2017	10	10	100
3	14/08/2017	10	7	70
4	13/11/2017	12	12	100
5	12/02/2018	12	10	83.33

### C. COMMITTEE MEETINGS

Number of meetings held

16

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	AUDIT COMM	30/05/2017	4	4	100
2	AUDIT COMM	14/08/2017	4	3	75
3	AUDIT COMM	13/11/2017	4	4	100
4	AUDIT COMM	12/02/2018	4	4	100
5	NOMINATION	30/05/2017	4	4	100
6	NOMINATION	14/08/2017	4	3	75
7	NOMINATION	12/02/2018	5	4	80
8	COMMITTEE	16/08/2017	3	2	66.67
9	COMMITTEE	16/09/2017	2	2	100
10	COMMITTEE	06/10/2017	2	2	100

### D. \*ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on 14/08/2018 (Y/N/NA)
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	
1	SUBIR ROY C	5	4	80	8	6	75	Yes

2	VINOD SOMA	5	4	80	2	2	100	Yes
3	DURGESH SA	5	4	80	1	0	0	Yes
4	SUBIR DAS	5	5	100	12	11	91.67	Yes
5	RAJENDRA N	5	5	100	3	3	100	Yes
6	PARTHA SAR	2	2	100	1	1	100	No
7	NAYANTARA	5	4	80	1	1	100	Yes
8	SUNDARESH	5	5	100	8	8	100	No
9	PRAKASH YA	2	2	100	2	2	100	No
10	ASHIM MUKH	5	5	100	14	14	100	No
11	DEBASIS JAN	2	2	100	3	3	100	Yes
12	BHASKAR JY	5	3	60	0	0	0	No

**X. \*REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	RAJENDRA NATH	Managing Direct	4,561,000	600,000	0	0	5,161,000
	Total		4,561,000	600,000	0	0	5,161,000

Number of CEO, CFO and Company secretary whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	SUPRATIK BASU	CFO(KMP)	4,045,000	0	0	0	4,045,000
2	SAPTARISHI GAN	Company Secre	1,867,000	0	0	0	1,867,000
	Total		5,912,000	0	0	0	5,912,000

Number of other directors whose remuneration details to be entered

11

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	DEBASIS JANA	Director	0	0	0	64,000	64,000
2	PARTHA SARATHI	Director	0	0	0	60,000	60,000

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
3	DURGESH SANJIV	Director	0	0	0	100,000	100,000
4	SUBIR DAS	Director	0	0	0	203,000	203,000
5	PRAKASH YASHW	Director	0	0	0	70,000	70,000
6	ASHIM MUKHERJE	Director	0	0	0	225,000	225,000
7	SUNIL MUNSHI	Director	0	0	0	97,000	97,000
8	NAYANTARA PALC	Director	0	0	0	120,000	120,000
9	SUBIR ROY CHOU	Director	0	0	0	160,000	160,000
10	SUNDARESHAN S	Director	0	0	0	205,000	205,000
11	VINOD SOMALAL \	Director	0	0	0	104,000	104,000
	Total		0	0	0	1,408,000	1,408,000

#### XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

\* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year  Yes  No

B. If No, give reasons/observations

#### XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS  Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES  Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)



**XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment**

Yes  No

**XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES**

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

MANOJ PRASAD SHAW

Whether associate or fellow

Associate  Fellow

Certificate of practice number

4194

**I/We certify that:**

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.  
(b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

**Declaration**

I am Authorised by the Board of Directors of the company vide resolution no. ...  dated

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
2. All the required attachments have been completely and legibly attached to this form.

**Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.**

**To be digitally signed by**

Director

RAJENDRA NATH  
GHOSAL  
Digitally signed by  
RAJENDRA NATH  
GHOSAL  
Date: 2018.09.12  
10:12:54 +05'30'

DIN of the director

00308865

**To be digitally signed by**

SAPTARSH I GANGULY  
Digitally signed by  
SAPTARSH I GANGULY  
Date: 2018.09.12 11:33:12  
+05'30'

Company Secretary

Company secretary in practice

Membership number

20735

Certificate of practice number

**Attachments**

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachment(s), if any

<b>Attach</b>
<b>Attach</b>
<b>Attach</b>
<b>Attach</b>

**List of attachments**

committe metting detail.pdf
MGT-8_2018.pdf
List of shareholders_31-03-2018-.pdf

<b>Remove attachment</b>
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Modify
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Check Form
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Prescrutiny
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Submit
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**This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company**