



SABRIMALA
सबरी सबके लिए

Date: 22.05.2023

To,
The Board of Directors
Sabrimala Industries India Limited

NOTICE FOR CALLING BOARD MEETING

Dear Sir,

This is to inform you that a meeting of the Board of Directors is scheduled to be held as per details given below:

Meeting No.	1/2023-24
Day and Date	Monday, 29 th May 2023
Venue	906, D-Mall, Netaji Subhash Place, New Delhi-110034
Time	02:00 P.M.

Agenda of the meeting along with minutes of the previous board meeting are enclosed for your perusal.

Further, if any director of the Company is unable to attend the ensuing Board meeting, he/she may inform the Board before the date of the meeting by sending the signed leave of absence application.

Kindly take note that arrangement is made for participation of Board Members electronically through VC facility. The meeting can be accessed by opting for electronic mode by logging onto the URL link which will be provided to you through email before the date of meeting.

You are requested to make it convenient to attend the meeting on time.

Yours faithfully,

For and on behalf of
Sabrimala Industries India Limited

Suresh Kumar Mittal
Managing Director
(DIN:01835169)

SABRIMALA INDUSTRIES INDIA LIMITED

Regd. Office.: 906, 9th Floor, D-Mall, Netaji Subhash Place, Pitampura, New Delhi - 110034
Tel.: 011- 41514958, Website:www.sabrimala.co.in, E-mail:cs@sabrimala.co.in
CIN:L74110DL1984PLC018467

Agenda of Board Meeting scheduled to be held on Monday, 29th May 2023

ITEM. NO.	PARTICULARS
1	Election of Chairperson
2.	To grant Leave of Absence, if any
3.	Ascertainment of quorum
4.	Confirmation of minutes of the previous Board meeting
5.	Confirmation of minutes of the previous committee meetings
6.	To Consider & take note of disclosure of interest by all the directors as per section 184(1) in Form MBP-1.
7.	To Consider & take note of declaration by all the directors as per section 164(2) in Form DIR-8.
8.	To consider & take note of declaration under section 149(7) by Independent Directors of Company.
9.	To take note of Compliance for the Fourth quarter and financial year ended 31 st March 2023.
10.	To authorize any Director of the company to file various e-forms with ROC and others statutory authorities.
11.	To consider and approve the Standalone Audited Financial Results for the fourth quarter and year ended on 31 st March 2023.
12.	To consider and approve the Consolidated Audited Financial Results for the fourth quarter and year ended on 31 st March 2023.
13.	To take on note the auditor's report on the standalone and consolidated financial statements of the Company.
14.	Review of significant related party transaction entered by the company during the half year ended 31.03.2023
15.	Noting of certificate signed by Chief Financial Officer as per Regulation 33(2) of the SEBI (Listing Obligations & Disclosure Requirement) Regulations, 2015.
16.	To appoint Internal Auditor of the Company for the Financial Year 2023-24.
17.	To appoint Secretarial Auditor of the Company for the Financial Year 2023-24.
18.	Any other item, if any, with the permission of the Chair.

NOTES ON AGENDA ITEMS OF 01ST BOARD MEETING FOR THE YEAR 2023-24:

ITEM NO. 1 **ELECTION OF CHAIRPERSON**

The Board members present will elect among themselves, the chairperson of the meeting

ITEM NO. 2 **TO GRANT LEAVE OF ABSENCE**

Leave of absence may be granted to those Directors who are not present in the meeting.

ITEM NO. 3 **ASCERTAINMENT OF QUORUM**

Chairperson will confirm the presence of quorum of the meeting.

ITEM NO. 4 **CONFIRMATION OF MINUTES OF PREVIOUS BOARD MEETING**

Minutes of previous Board Meeting held on 13.02.2023 which was circulated amongst the director of the company shall be placed in the meeting for confirmation by the chairperson of the meeting.

ITEM NO. 5 **CONFIRMATION OF MINUTES OF COMMITTEE MEETINGS**

Minutes of the last Committee Meetings which was circulated amongst the members of the committee shall be placed in the meeting for confirmation.

ITEM NO. 6 **TO CONSIDER & TAKE NOTE OF DISCLOSURE OF INTEREST BY ALL THE DIRECTORS AS PER SECTION 184(1) IN FORM MBP-1**

Pursuant to provision of Section 184(1) of the Companies Act, 2013 and Rule 9 of Companies (Meeting of Board and its Powers) Rules, 2014 it is necessary for the board members to disclose their concern or interest, in any Company or companies or bodies corporate, firms, or other association of individuals which shall include the shareholding in Form MBP-1 at the first Board Meeting in every financial year.

The Chairman requested the Board to take note of the disclosure of interest received from following Directors in Form MBP-1.

Ms. Sheela Gupta
Mr. Suresh Kumar Mittal
Mr. Surinder Babbar
Mr. Tapan Gupta
Mr. Varun Mangla

ITEM NO. 7

TO CONSIDER & TAKE NOTE OF DECLARATION BY ALL THE DIRECTORS AS PER SECTION 164(2) IN FORM DIR-8.

The Chairman requested the Board to take note of the receipt of declaration u/s 164(2) of the Companies Act, 2013 read with Rule 14(1) of Companies (Appointment and Qualification of Director) Rules, 2014, received from the Directors of the Company in Form DIR-8, from the following directors -

Ms. Sheela Gupta
Mr. Suresh Kumar Mittal
Mr. Surinder Babbar
Mr. Tapan Gupta
Mr. Varun Mangla

ITEM NO. 8

TO CONSIDER & TAKE NOTE OF DECLARATION UNDER SECTION 149(7) BY INDEPENDENT DIRECTORS OF COMPANY.

The Declaration under sub-section (7) of Section 149 of the Companies Act 2013 read with Regulation 16 (1)(b) of SEBI (Listing Obligations & Disclosure Requirement) Regulations, 2015 is required to be obtained from Independent Director of the company. The Independent Directors of the company has provided their declarations regarding their independence in the company.

The same will be placed before the Board Members for noting.

ITEM NO. 9

TO TAKE NOTE OF COMPLIANCE FOR THE FOURTH QUARTER AND FINANCIAL YEAR ENDED 31ST MARCH 2023.

Chairperson will place before the Board a Statement for Compliance for the Fourth Quarter and financial year ended on 31st March 2023. The directors took the note of the following compliances within due dates:

1. Closure of Trading Window pursuant to Schedule B of SEBI (Prohibition of Insider Trading) Regulations, 2015 from Saturday, April 01, 2023 till the end of 48 hours after the declaration of financial results for 4th Quarter and Year ended on March 31, 2023.
2. Statement of Investor Complaints as per Regulation 13(3) of SEBI (Listing Obligations & Disclosure requirement) Regulations, 2015 for quarter ended 31st March 2023
3. Corporate Governance Report as per Regulation 27(2) of SEBI (Listing Obligations & Disclosure requirement) Regulations, 2015 for quarter ended 31st March 2023.
4. Shareholding Pattern as per Regulation 31 of SEBI (Listing Obligations & Disclosure requirement) Regulations, 2015 for quarter ended 31st March 2023
5. Compliance Certificate pursuant to Regulation 7(3) of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 for the year ended on March 31, 2023.

6. Compliance Certificate Disclosure under Regulation 40(9)/(10) of SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015 for the year ended on March 31, 2023.
7. Secretarial Compliance Report as per Regulation 24A of SEBI (Listing Obligations and disclosure requirement) Regulations, 2015 for the year ended on 31st March, 2023.
8. Certificate under regulation 74(5) of SEBI (Depositories and Participants) Regulations, 2018 for quarter ended 31st March 2023.
9. Reconciliation of Share Capital Audit as per Reg 76 of SEBI (Depositories and Participants) Regulations, 2018 for quarter ended 31st March 2023.
10. Non- Applicability of SEBI Circular No. SEBI/HO/DDHS/CIR/P/2018/144 for the year ended on March 31, 2023 - Initial Disclosure for the large Corporates

ITEM NO. 10

TO AUTHORIZE ANY DIRECTOR OF THE COMPANY TO FILE VARIOUS E-FORMS WITH ROC AND OTHERS STATUTORY AUTHORITIES.

The Chairman will consider the need for authorizing any director of the company to file various e-forms with the ROC during the financial year 2023-24.

ITEM NO. 11

TO CONSIDER AND APPROVE THE STANDALONE AUDITED FINANCIAL RESULTS FOR THE FOURTH QUARTER AND YEAR ENDED ON 31ST MARCH 2023.

Pursuant to the provisions of Regulation 33 and any other applicable provisions, if any, of the SEBI (Listing Obligation and Disclosure Requirements), Regulations, 2015 and Companies Act, 2013, the standalone financial results after approval/comments/observations by the audit committee will be placed before the Board for its approval for the fourth quarter and year ended 31.03.2023. The draft of the financial statements will be circulated before the date the board meeting.

ITEM NO. 12

TO CONSIDER AND APPROVE THE CONSOLIDATED AUDITED FINANCIAL RESULTS FOR THE FOURTH QUARTER AND YEAR ENDED ON 31ST MARCH 2023

Pursuant to the provisions of Regulation 33 and any other applicable provisions, if any, of the SEBI (Listing Obligation and Disclosure Requirements), Regulations, 2015 and Companies Act, 2013, the consolidated financial results after approval/comments/observations by the audit committee will be placed before the Board for its approval for the fourth quarter and year ended 31.03.2023. The draft of the financial statements will be circulated before the date the board meeting.

ITEM NO. 13

TO TAKE ON NOTE THE AUDITOR'S REPORT ON THE STANDALONE AND CONSOLIDATED FINANCIAL STATEMENTS OF THE COMPANY

After approval of Annual Account by Board of Directors, the auditor's report will be discussed and considered.

ITEM NO. 14

REVIEW OF SIGNIFICANT RELATED PARTY TRANSACTION ENTERED BY THE COMPANY DURING THE HALF YEAR ENDED 31.03.2023

The chairperson will inform the board about the related party transactions entered into by the company during half year ended 31.03.2023

ITEM NO. 15

NOTING OF CERTIFICATE SIGNED BY CHIEF FINANCIAL OFFICER AS PER REGULATION 33(2) OF THE SEBI (LISTING OBLIGATIONS & DISCLOSURE REQUIREMENT) REGULATIONS, 2015.

Pursuant to Regulation 33(2) of the SEBI (Listing Obligations & Disclosure Requirement) Regulations, 2015, a certification from CFO of the company certifying that financials does not contain any false & any misleading information and other matters is required. After consideration of the financial result of the Company, the CFO will sign the compliance certificate towards the same, which shall be placed before the Board of Directors of the Company.

ITEM NO. 16

TO APPOINT INTERNAL AUDITOR OF THE COMPANY FOR THE FINANCIAL YEAR 2023-24.

The Chairman will place before the members the brief profile Mr. Rajiv Kapoor, Chartered Accountants and will inform that Company is willing to appoint Mr. Rajiv Kapoor, Partner of M/s Rastogi Sunil & Associates, Chartered Accountants (Firm Registration No. 512906C) as an Internal Auditor of the Company for the Financial Year 2023-24.

Audit Committee and Nomination and Remuneration Committee Meeting scheduled to be held on 29.05.2023 to discuss the matter related to appointment of Internal Auditor of the Company for financial year 2023-24 and they will give their recommendation to the board in respect of same.

ITEM NO. 17

TO CONSIDER & RECOMMEND THE APPOINTMENT OF SECRETARIAL AUDITOR OF THE COMPANY FOR THE FINANCIAL YEAR 2023-24.

The Chairman will place before the members the brief profile Mr. Loveneet Handa, Company Secretary and will inform that Company is willing to appoint Mr. Loveneet Handa, Partner of M/s RSH & Associates, Company Secretaries Firm as Secretarial Auditor of the Company for the Financial Year 2023-24.

Audit Committee and Nomination and Remuneration Committee Meeting scheduled to be held on 29.05.2023 to discuss the matter related to appointment of Secretarial Auditor of the Company for financial year 2023-24 and they will give their recommendation to the board in respect of same.

ITEM NO. 18

TO DISCUSS ANY OTHER MATTER WITH THE PERMISSION OF CHAIRPERSON.

To consider any other matter with the permission of Chair, excepting those requiring proper notice.

**For and on behalf of
Sabrimala Industries India Limited**

**Suresh Kumar Mittal
Managing Director
(DIN:01835169)**

Place: Delhi