



# QUALITY FOILS (INDIA) LIMITED

Formerly known as Quality Foils (India) Pvt. Ltd.

(An ISO 9001:2015 Certified Company)

3, Industrial Development Colony, Hisar-125 005, Haryana

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CIN: U27107HR1990PLC030929

## NOTICE

NOTICE IS HEREBY GIVEN THAT THE FIFTH MEETING OF THE BOARD OF DIRECTORS FOR THE FINANCIAL YEAR 2023-24 OF QUALITY FOILS (INDIA) LIMITED IS SCHEDULED TO BE HELD ON WEDNESDAY, JULY 05<sup>TH</sup>, 2023 AT 11:30 A.M. AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT 3- INDUSTRIAL DEVELOPMENT COLONY, HISAR-125005, HARYANA, TO TRANSACT THE FOLLOWING BUSINESSES:

| Sr. No. | Items   |
|---------|---|
| 1.      | To grant leave of absence to the Director, if any.  |
| 2.      | To confirm the Minutes of the Previous Board Meeting held on 20.06.2023.  |
| 3.      | To fix the day, date, time and venue of 33rd Annual General Meeting, approve the notice and authorize the Compliance Officer of the Company to issue the notice of the Annual General Meeting to all the shareholders.            |
| 4.      | To consider, review and approve the draft Director's report for the financial year ending 31st March, 2023.   |
| 5.      | To take note of Secretarial Audit Report for the financial year ended 31.03.2023.   |
| 6.      | To consider, review and approve the draft Annual Report for the year ending 31st March, 2023.   |
| 7.      | To ratify the remuneration of the cost auditor.   |
| 8.      | To consider and approve the appointment of Mr. Rajesh Garg, Practicing Company Secretary, (M. No. 5960) as the Scrutinizer for the process of e- voting as well as voting at 33 <sup>rd</sup> forthcoming Annual General Meeting. |
| 9.      | To authorize the signing, filing and execution of various forms and returns to ROC/MCA and SEBI.  |
| 10.     | Any other matter with the permission of the Chairman  |

Directors unable to attend the meeting personally may participate in the meeting via video conference or other audio visual means as per the parameters prescribed under Rule 3 of the Companies (Meetings of Board and its Powers) Rules, 2014. Any director who is interested in participating in the board meeting via video conference or other audio visual means is requested to confirm in advance to the contact person mentioned below in order to enable the Company to make necessary arrangements for video conference or other audio visual means at the Board meeting. In absence of any confirmation, it shall be presumed that you will attend the meeting personally.



Page 1 of 4

*A Director participating in the board meeting through video conference or other audio visual means shall be counted for the purpose of quorum.*

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

For **Quality Foils (India) Limited**

*Meenakshi*  


**Meenakshi**  
**Company Secretary & Compliance Officer**

**Dated:** 27.06.2023

**Place:** Hisar

**NOTES TO AGENDA FOR FIFTH BOARD MEETING TO BE HELD ON 05<sup>TH</sup> JULY, 2023**

**ITEM NO. 1**

**TO GRANT LEAVE OF ABSENCE TO THE DIRECTOR, IF ANY:**

Leave of absence may be granted to that member of the Board who conveys his/her inability to attend the meeting.

**ITEM NO. 2**

**TO CONFIRM THE MINUTES OF THE PREVIOUS BOARD MEETING HELD ON 20.06.2023.**

The minutes of the meeting of the Board held on 20.06.2023 shall be placed before the Board. Upon confirmation by the Board, the Chairman may sign the same.

**ITEM NO. 3**

**TO FIX THE DAY, DATE, TIME AND VENUE OF 33RD ANNUAL GENERAL MEETING, APPROVE THE NOTICE AND AUTHORIZE THE COMPLIANCE OFFICER OF THE COMPANY TO ISSUE THE NOTICE OF THE ANNUAL GENERAL MEETING TO ALL THE SHAREHOLDERS**

The board is hereby informed that the last Annual General Meeting of the shareholders of the company was duly held on 30th September, 2022. Therefore, the next Annual General Meeting of the shareholders of the company is due to be held on or before 30th September, 2023 at the registered office of the company or at any other suitable place within the city, town or village where the registered office of the company is situated.

The board of directors is hereby requested to fix the day, date, time and venue for holding the 33<sup>d</sup> Annual General Meeting of the shareholders, approve the notice and authorize the compliance officer of the company to issue notice of the AGM to all the shareholders by passing the necessary resolution.

**ITEM NO. 4**

**TO CONSIDER, REVIEW AND APPROVE THE DRAFT DIRECTOR'S REPORT FOR THE FINANCIAL YEAR ENDING 31ST MARCH, 2023.**

The board is hereby notified that the draft director's report for the financial year 2022-23 has been prepared and will be presented for their review and approval.

The board of directors is requested to approve the same by passing the necessary resolution.

**ITEM NO. 5**

**TO TAKE NOTE OF SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED 31.03.2023.**

The board is hereby notified that the secretarial audit for the financial year ended 31.03.2023 has been conducted and the secretarial audit report has been provided by the secretarial auditor of the company. The report does not contain any adverse remark.

The board is kindly requested to take note of the same.



**ITEM NO. 6**

**TO CONSIDER, REVIEW AND APPROVE THE DRAFT ANNUAL REPORT FOR THE YEAR ENDING 31ST MARCH, 2023.**

The board is hereby notified that the draft annual report for the financial year 2022-23 has been prepared and will be presented for their review and approval.

The board of directors is requested to approve the same by passing the necessary resolution.

**ITEM NO. 7**

**TO RATIFY THE REMUNERATION OF THE COST AUDITOR.**

The board is hereby informed that the remuneration of the cost auditor M/s N. R. Goyal and Co. (FRN 101252) for the financial year 2023-24 needs to be ratified by the shareholders in the forthcoming Annual General Meeting.

The board of directors is hereby requested to consider the matter and pass the necessary resolution in accordance with the provisions of the Companies Act, 2013 and the Articles of Association of the company.

**ITEM NO. 8**

**TO CONSIDER AND APPROVE THE APPOINTMENT OF MR. RAJESH GARG, PRACTICING COMPANY SECRETARY, (M. NO. 5960) AS THE SCRUTINIZER FOR THE PROCESS OF E- VOTING AS WELL AS VOTING AT 33<sup>RD</sup> FORTHCOMING ANNUAL GENERAL MEETING.**

The board is hereby notified that the appointment of a scrutinizer is essential for conducting the e-voting process and the ballot process at the Annual General Meeting in a fair and transparent manner. Mr. Rajesh Garg, Practicing Company Secretary (Membership No. 5960) is the proposed candidate for this role.

The board is kindly requested to consider and pass the necessary resolution in this regard.

**ITEM NO. 9**

**TO AUTHORIZE THE SIGNING, FILING AND EXECUTION OF VARIOUS FORMS AND RETURNS TO ROC/MCA AND SEBI.**

The Board is hereby requested to authorize the Directors and KMPs of the Company for filing various forms, e-forms and returns to Registrar of Company, Ministry of Corporate Affairs and SEBI by passing necessary resolution.

**ITEM NO. 10**

**ANY OTHER MATTER WITH THE PERMISSION OF THE CHAIRMAN**

The Board may consider and decide on any other matter with the permission of the Chairman and with the consent of the majority of the Directors present in the meeting as may be deemed appropriate on account of business exigencies and requirement.

