



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

Tel: 0091 – 1662 – 220327, 220328

E-mail: contactus@qualityfoils.com; Website: www.qualityfoils.com

CIN: U27107HR1990PLC030929

NOTICE

NOTICE IS HEREBY GIVEN THAT THE FOURTH MEETING OF THE BOARD OF DIRECTORS FOR THE FINANCIAL YEAR 2023-24 OF QUALITY FOILS (INDIA) LIMITED (FORMERLY KNOWN AS QUALITY FOILS (INDIA) PRIVATE LIMITED) IS SCHEDULED TO BE HELD ON TUESDAY, JUNE 20TH, 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 take note of the Minutes of the Audit Committee Meeting held on 23.05.2023.
3.	To confirm the Minutes of the Previous Board Meeting held on 23.05.2023.
4.	To consider and approve appointment of Secretarial Auditor for the financial year 2022-23.
5.	To consider and approve appointment of Internal Auditor for the financial year 2023-24.
6.	To authorize Mr. Gagandeep Mehta, General Manager (Commercial), for environmental clearance procedures and meetings.
7.	To give authorization for filing e- Form DPT-3 with Registrar of Companies.
8.	To authorize the execution or performance of actions pertaining to the Negotiable Instrument Act, 1881.
9.	To consider and authorize official(s) for issuance of power of attorney.
10.	To consider and authorize company official(s) to represent the company from time to time in various legal/other matters.
11.	To take note of the submission of disclosure under regulation 31(4) of SEBI (SAST) Regulations, 2011 regarding the encumbrance of shares.
12.	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

NEW DELHI OFFICE: R-32, 1st FLOOR, SOUTH EXTENSION PART- 2
NEW DELHI- 110 049 PHONE: 91-11-26254767, 26258086, FAX: 91-11-26252633



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.

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: 12.06.2023

Place: Hisar

NOTES TO AGENDA FOR BOARD MEETING TO BE HELD ON JUNE 20TH, 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 TAKE NOTE OF THE MINUTES OF THE AUDIT COMMITTEE MEETING HELD ON 23.05.2023

The minutes of the meeting of the Audit Committee held on 23.05.2023 is signed by the Chairman of the Audit Committee. The board is hereby requested to take note of the same.

ITEM NO. 3

TO CONFIRM THE MINUTES OF THE PREVIOUS BOARD MEETING HELD ON 23.05.2023

The minutes of the meeting of the Board held on 23.05.2023 shall be placed before the Board. Upon confirmation by the Board, the Chairman may sign the same.

ITEM NO. 4

TO CONSIDER AND APPROVE APPOINTMENT OF SECRETARIAL AUDITOR FOR THE FINANCIAL YEAR 2022-23.

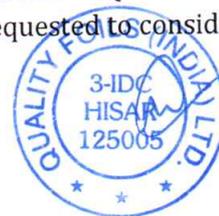
The board is hereby informed that the company is required to conduct a secretarial audit as per the provisions of the Companies Act, 2013, since it is a listed company on the stock exchange. The company needs to appoint a secretarial auditor who is a member of the Institute of Company Secretaries of India holding a certificate of practice. The audit committee has recommended the appointment of M/s Rajesh Garg & Co., Practicing Company Secretaries, Hisar (FCS No. 5960) as the secretarial auditor for the financial year 2022-23.

The Board is requested to kindly consider the same and pass necessary resolutions.

ITEM NO. 5

TO CONSIDER AND APPROVE APPOINTMENT OF INTERNAL AUDITOR FOR THE FINANCIAL YEAR 2023-24.

The board is hereby notified that in compliance with section 138 of the Companies Act, 2013, the company, being a listed entity, needs to appoint an Internal Auditor to conduct internal audit. The audit committee has proposed Mr. Kapil Mittal, Chartered Accountant (M. No. 542972) as the internal auditor for the financial year 2023-24 and the board is requested to consider the same and pass necessary resolution.



ITEM NO. 6

TO AUTHORIZE MR. GAGANDEEP MEHTA, GENERAL MANAGER (COMMERCIAL), FOR ENVIRONMENTAL CLEARANCE PROCEDURES AND MEETINGS.

The board is hereby notified that Mr. Gagandeep Mehta, General Manager (Commercial) of the company, needs to be authorized for the purpose of presenting and signing documents and attending meetings on behalf of the company for environmental clearance works.

The Board is requested to kindly consider the same and pass necessary resolutions.

ITEM NO. 7

TO GIVE AUTHORIZATION FOR FILING E- FORM DPT-3 WITH REGISTRAR OF COMPANIES.

The Directors are hereby informed that the Company is required to file the e-form DPT-3 (return of Deposits) annually with the Registrar of Companies, for which the Company needs to grant authorisation to the official or officials concerned.

The Board is requested to kindly consider the same and pass necessary resolutions.

ITEM NO. 8

TO AUTHORIZE THE EXECUTION OR PERFORMANCE OF ACTIONS PERTAINING TO THE NEGOTIABLE INSTRUMENT ACT, 1881.

The Board is hereby informed that the Company needs to grant authorisation to the official(s) concerned for the execution or performance of actions pertaining to the Negotiable Instrument Act, 1881, enabling them to carry out the legal procedures and obligations related to the use of promissory notes, bills of exchange and cheques in India on behalf of the Company.

The Board is requested to kindly consider the same and pass necessary resolutions.

ITEM NO. 9

TO CONSIDER AND AUTHORIZE OFFICIAL(S) FOR ISSUANCE OF POWER OF ATTORNEY.

The Board is hereby informed that the Company empowers official(s) to issue or revoke letters or Powers to any manager/officer for representing the Company/its division in the ordinary course of business.

The Board is requested to kindly consider and approve the same by passing necessary resolutions.

ITEM NO. 10

TO CONSIDER AND AUTHORIZE COMPANY OFFICIAL(S) TO REPRESENT THE COMPANY FROM TIME TO TIME IN VARIOUS LEGAL/OTHER MATTERS.



The Board is hereby notified that the Company needs to deliberate and empower Company official(s) to act on behalf of the Company in various legal/other matters that may arise from time to time.

The Board is requested to kindly take note of the matter and pass the necessary resolution.

ITEM NO. 11

TO TAKE NOTE OF THE SUBMISSION OF DISCLOSURE UNDER REGULATION 31(4) OF SEBI (SAST) REGULATIONS, 2011 REGARDING THE ENCUMBRANCE OF SHARES.

The Directors are kindly informed that in terms of Regulation 31(4) of SEBI (SAST) Regulations, 2011, the company has complied with the requirement of obtaining and submitting the annual disclosure from the promoters of the company regarding any encumbrance of shares, if any, to the stock exchange.

The Directors are requested to take note of the same.

ITEM NO. 12

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.

