



QUALITY FOILS (INDIA) LIMITED

Formerly Known as Quality Foils (India) Pvt. Ltd.
(An ISO 9001 : 2015 Company)

Regd. Office :- 3, Industrial Development Colony, Hisar-125 005, Haryana (India)
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CIN : L27107HR1990PLC030929

NOTICE OF BOARD MEETING (Financial Year 2026-27)

NOTICE IS HEREBY GIVEN THAT 1ST (FIRST) MEETING OF THE BOARD OF DIRECTORS FOR THE FINANCIAL YEAR 2026-27 OF QUALITY FOILS (INDIA) LIMITED ("COMPANY") TO BE HELD ON WEDNESDAY, MAY 27, 2026 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:

S. No.	Items
1.	To appoint the chairman of the meeting.
2.	To grant leave of absence to the Director, if any.
3.	To confirm the Minutes of the Previous Audit Committee Meeting held on January 29, 2026.
4.	To confirm the Minutes of the Previous Stakeholder Relationship Committee Meeting held on January 29, 2026.
5.	To confirm the Minutes of the Previous Board Meeting held on January 29, 2026.
6.	To take note of filing prior intimation to stock exchange for conducting this Board Meeting in compliance with Regulation 29 of SEBI (Listing Obligation and Disclosure Requirement), 2015
7.	To consider and approve the draft Financial Statements for the Financial Year ended March 31, 2026
8.	To consider and approve the appointment of M/s N. R. Goyal & Co., Cost Accountants, as the Cost Auditor of the Company for the financial year 2026-27.
9.	To consider and approve appointment of Mr. Kapil Mittal, as the Internal Auditor of the Company for the financial year 2026-27.
10.	To provide General Authorization to any Director/officials of the Company.
11.	To take note on the Directors annual disclosure of Interest and Disclosure of Directors' Non Disqualification as per Section 184 and Section 164 of the Companies Act, 2013 respectively.
12.	To take note on declaration of Independence given by the Independent Directors of the Company as per Section 149(7) of the Companies Act, 2013.
13.	To take note of the closure of Trading Window.
14.	To take note of the Stock Exchange compliances of Quarter, half year and financial year ended March 31, 2026 in accordance with SEBI Listing regulations.
15.	To consider and note the Statutory Auditor's Report, along with the audited financial statements of the Company for the Financial Year ended March 31, 2026
16.	Any other matter with the permission of the Chairman.

For Quality Foils (India) Limited



Vikas

Company Secretary and Compliance Officer



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NOTES TO AGENDA FOR BOARD MEETING TO BE HELD ON MAY 27, 2026

ITEM NO. 1

TO APPOINT THE CHAIRMAN OF THE MEETING:

The Board may consider appointing any Director as the Chairman of the meeting .

ITEM NO. 2

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. 3

TO CONFIRM THE MINUTES OF THE PREVIOUS AUDIT COMMITTEE MEETING HELD ON JANUARY 29, 2026

The minutes of the meeting of the Audit Committee held on January 29, 2026 shall be placed before the Board. The Board may take note of the same.

ITEM NO. 4

TO CONFIRM THE MINUTES OF THE PREVIOUS STAKEHOLDER RELATIONSHIP COMMITTEE MEETING HELD ON JANUARY 29, 2026

The minutes of the meeting of the Stakeholder Relationship Committee held on January 29, 2026 shall be placed before the Board. The Board may take note of the same.

ITEM NO. 5

TO CONFIRM THE MINUTES OF THE PREVIOUS BOARD MEETING HELD ON JANUARY 29, 2026.

The minutes of the Board meeting held on January 29, 2026 shall be placed before the Board. Upon confirmation by the Board, the Chairman may sign the same.

ITEM NO. 6

TO TAKE NOTE OF THE PRIOR INTIMATION OF THIS BOARD MEETING FILED TO STOCK EXCHANGE IN ACCORDANCE WITH REGULATION 29 OF SEBI (LISTING OBLIGATION AND DISCLOSURE REQUIREMENT) REGULATIONS, 2015

The Company Secretary shall inform the Board that pursuant to Regulation 29 of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015, the listed entities are required to give prior intimation to



stock exchange, at least two working days prior to the meeting of the board of directors in which financial results viz. quarterly, half yearly, or annual, as the case may be, are proposed to be considered and approved.

Considering that, the Company shall duly intimate to stock exchange about this Board meeting which is scheduled to consider and approve the audited Financial Statements along with Auditor's Report for the financial year ended March 31, 2026.

The Board is requested to kindly consider and take note of the same.

ITEM NO. 7

TO CONSIDER AND APPROVE THE DRAFT FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED MARCH 31, 2026

The Draft Financial Statements of the Company for the Financial Year ended on March 31, 2026, shall be placed before the Board for their consideration and approval. The members of Audit committee shall consider and recommend to the Board, the financial statements as approved in their meeting to be held on May 27, 2026.

The Board is requested to kindly consider the same and pass the following resolutions, with or without modification(s):

"RESOLVED THAT pursuant to the provisions of Section 134 of the Companies Act, 2013 (the "Act"), Regulation 33 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, including any other applicable provisions of the Act read with Rules made thereunder (including any statutory modifications or re-enactment thereof, for the time being in force) and pursuant to the recommendation of Audit Committee, the draft Standalone Annual Financial Statements of the Company for the Financial Year ended March 31, 2026, as placed before the Board be and are hereby approved.

RESOLVED FURTHER THAT Mr. Tejasvi Bhargava (Managing Director), Mr. Kuldip Bhargava, (Chairman and Director), Mr. Birdhi Chand Jain (Chief Financial Officer) and Mr. Vikas (Company Secretary) of the Company be and are hereby authorized to sign the annual financial statements for the Financial year ended March 31, 2026 on the behalf of the Board of the Directors of the Company, as per the regulations of the SEBI (LODR), 2015 and as per the relevant provisions of the Companies Act, 2013.

RESOLVED FURTHER THAT any of the Directors/ Key Managerial Personnels of the Company be and are hereby authorized, jointly or severally, to sign and file the relevant forms, returns and documents as may be required statutorily in connection with the above matter and to do all the acts, deeds and things which are necessary for the above said resolution.

RESOLVED FURTHER THAT any of the Directors/ Key Managerial Personnels of the Company, be and are hereby authorized, jointly or severally, to execute, sign and to provide the certified true copy of this resolution to any person or authority as and when required for their record



ITEM NO. 7

TO CONSIDER AND APPROVE THE APPOINTMENT OF M/S N. R. GOYAL & CO., COST ACCOUNTANTS, AS THE COST AUDITOR OF THE COMPANY FOR THE FINANCIAL YEAR 2026-27.

Company Secretary shall inform the Board that as per section 148 of the Companies Act, 2013, it is required to Conduct Cost Audit of the Company and for the aforesaid purpose, company needs to appoint a Cost Auditor who is a member of The Institute of Cost & Management Accountants of India (ICMAI) holding a certificate of practice.

Therefore, in this regard, the Company has received consent dated May 05, 2026 from M/s. N. R. Goyal & Co., Cost Accountants, (Firm Registration No.101252) to act as the Cost Auditor of the Company for the financial year 2026-27 which shall be placed at the meeting before the Audit committee members for consideration and recommendation, to be held on May 27, 2026.

Further a remuneration of Rs. 38,500/- (Rupees Thirty Eight Thousand Five Hundred only) plus applicable taxes and reimbursement of actual travel and out of pocket expenses, to be paid to the Cost Auditor.

The Board is requested to kindly consider the same and pass the following resolutions, with or without modification(s):

“RESOLVED THAT pursuant to Section 148 (3) of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013 and rule 6(2) of the Companies (Cost records and Audit Rules) 2014, M/s N. R. Goyal & Co., Cost Accountants (Firm Registration No. 101252) be and is hereby appointed as the Cost Auditors of the Company to conduct audit of cost records made and maintained by the company pertaining to the company products i.e. Stainless Steel Strips/coils, flexible hoses & fittings etc. (products / services) for Financial Year 2026-27 at a remuneration of Rs. 38,500/- (Rupees Thirty Eight Thousand Five Hundred only) plus applicable Service Tax/GST and re-imbusement of travelling and out-of- pocket expenses incurred by them for the purpose of audit.

RESOLVED FURTHER THAT any of the Directors or Key Managerial Personnels of the Company, be and are hereby severally authorized to do all such acts, matters, deeds and things necessary or desirable in connection with or incidental for giving effect to the above resolution or to provide certified true copy of this resolution to any other person/authority as and when required for their records.”

ITEM NO. 8

TO CONSIDER AND APPROVE APPOINTMENT OF MR. KAPIL MITTAL AS THE INTERNAL AUDITOR OF THE COMPANY FOR THE FINANCIAL YEAR 2026-27.

The Company Secretary shall apprise the Board that in accordance with the Section 138 of the Companies Act, 2013 read with rule 13 of Chapter IX the Companies (Accounts) Rules, 2014, every listed company is required to appoint an Internal Auditor. Considering the abovesaid provision, it is proposed to appoint Mr.



Kapil Mittal (official of the Company) (having Chartered Accountant Mem. No.: 542972) as the Internal Auditor of the Company for the Financial Year 2026-27.

Therefore, in this regard, the Company has received his consent dated May 05, 2026 to act as the Internal Auditor of the Company which shall be placed at the meeting before the Audit committee members for consideration and recommendation, to be held on May 27, 2026.

The Board is requested to kindly consider the same and pass the following resolutions, with or without modification(s) :

“RESOLVED THAT pursuant to Section 138 of the Companies Act, 2013 and other applicable provisions if any, and recommendation of the Audit Committee, the consent of the Board be and is hereby accorded for appointment of Mr. Kapil Mittal (Chartered Accountant having Mem. No. 542972) as the Internal Auditor of the Company for the financial year 2026-27. The Board has finalized the fees, scope, functioning of the Internal Audit in consultation with the Internal Auditor.

RESOLVED FURTHER THAT Mr. Kuldip Bhargava, Chairman and Director, Mr. Tejasvi Bhargava, Managing Director and Key Managerial Personnels of the Company be and are hereby severally/jointly authorized to sign all documents, papers and forms relating to the aforesaid resolution and to do such act, thing, and deeds as may be required or deemed necessary in this regards for the purpose of giving effect to this resolution for and on the behalf of the Company.”

ITEM NO. 9

TO PROVIDE GENERAL AUTHORIZATION TO ANY DIRECTOR/OFFICIALS OF THE COMPANY.

Company Secretary shall inform the Board that it is required to grant general authorisation to the Directors, Company Secretary or officials of the company for the purpose of signing and executing required documents and performing acts, deeds and things on behalf of the Company that are required for the Company's business operations or legal compliance.

The Board is requested to kindly consider the same and pass the following resolutions, with or without modifications:

“RESOLVED THAT Mr. Kuldip Bhargava (DIN: 00011103), Chairman cum Director, Mr. Tejasvi Bhargava (DIN: 00011205), Managing Director and Mr. Mohan Lal (DIN: 10252864) Director of the Company; severally/jointly, be and are hereby authorized to do the following acts, deeds and things on behalf of the Company:

- To execute, file, authenticate and sign, digitally or manually, various forms, papers; returns and documents under the SEBI (Securities Exchange Board of India), Regulations; Companies Act, 2013 or under any other Acts, with ROC, Regional Director, Ministry of Corporate Affairs, Central Government and/or any other prescribed authority, as and when required for the business of the Company and to execute day to day working in this behalf;
- To sign, digitally or manually, execute, deliver, submit the documents/ papers, agreements, contracts, deeds, certificates, registration, slips or other relevant documents, as and when required, in relation to



any work, matter, case or issue, with the Central Government, State Government, Municipal Bodies, Corporation, local authorities and any other concern or department as may be beneficial for the interest of the company as and when required.

- To execute, sign, file and submit any documents, paper, forms, deed/agreement on behalf of Company in relation to sell/purchase, transfer, transmission or dispose of any kind of Securities or Shares;
- To execute, sign, file and submit any documents, paper, deed, agreement, extracts for and on behalf of Company and to do all the correspondence with various authorities as and when required for the fulfillment of the objects of the Company.
- To make necessary application and to give necessary power of attorney(s), undertaking (s), deeds, papers and all other documents etc. necessary for the purpose of legal/ arbitration proceedings of the Company and for all matters incidental thereto as may be considered necessary and expedient on the behalf of the Company and authorized to sign and execute any of the above-mentioned documents, carry out modifications or amendment thereto.
- To represent the Company in the General Meetings of other body corporate, if eligible, and to vote, appoint proxy and to sign and file any documents or forms in this behalf.
- To re-present the Company before the Govt./Semi-Govt./Revenue Authorities or any other authorities such as Department of Custom & Excise, Sales Tax Department, GST Department, Income Tax Department, MCA, Court or any other authorities/department and to execute, sign, file and submit any document, papers or forms in this behalf.
- To sign, execute and to provide any document / papers on behalf of the company in relation to the purchase, sell or otherwise dispose of or transfer any kind of movable, immovable, fixed, tangible or any other property of the company as per the provisions of the relevant act and associations of the company.
- To delegate the above said authorities to any other person(s) as and when required.

RESOLVED FURTHER THAT all the Directors of the Company be and are hereby, jointly or severally, authorized to execute, sign and file the relevant forms, deeds, any document or papers and to do all the acts and deeds and things which are necessary or expedient for this resolution.

RESOLVED FURTHER THAT all the Directors be and are hereby, jointly or severally, authorized to execute, sign and file or to provide certified true copy of this resolution to any other person/authority as and when required for their records."

ITEM NO. 10

TO TAKE NOTE ON THE DIRECTORS ANNUAL DISCLOSURE OF INTEREST AND DISCLOSURE OF DIRECTORS' NON DISQUALIFICATION AS PER SECTION 184 AND SECTION 164 OF THE COMPANIES ACT, 2013 RESPECTIVELY.

Company Secretary shall inform the Board that Company has received Annual Disclosure of Interest and Disclosure of Directors' Non Disqualification in statutory form MBP-1 and DIR-8 from all the Directors as per Section 184 and Section 164 of the Companies Act, 2013 respectively. Thus, Board is kindly requested to take note of that and authorize any Director or Company Secretary of the Company to keep them in safe custody and make necessary entries in the Register.

The Board upon being satisfied may take note of the same.



ITEM NO. 11

TO TAKE NOTE ON DECLARATION OF INDEPENDENCE GIVEN BY THE INDEPENDENT DIRECTORS OF THE COMPANY AS PER SECTION 149(7) OF THE COMPANIES ACT, 2013.

The Directors are kindly requested to take note of the declarations given by the Independent Directors of the Company under Section 149(7) of the Companies Act, 2013 read with Regulation 16(1) (b) of the SEBI (Listing Regulations) 2015.

The Board upon being satisfied may take note of the same.

ITEM NO. 12

TO TAKE NOTE OF THE CLOSURE OF TRADING WINDOW

Company Secretary shall inform the Board that in accordance with the Company's Code of Conduct for Prevention of Insider Trading, SEBI (Prohibition of Insider Trading) Regulations and Trading Window Closure Period Notifications, 2015, the trading window for dealing in the Company's securities has been closed with effect from April 1, 2026 until 48 hours after the date of the Board Meeting where the financial statements are made public.

The Board is requested to kindly adhere to this restriction during the specified period to ensure compliance with insider trading regulations.

The Board upon being satisfied may take note of the same.

ITEM NO. 13

TO TAKE NOTE OF THE STOCK EXCHANGE COMPLIANCES OF QUARTER, HALF YEAR AND FINANCIAL YEAR ENDED MARCH 31, 2026 IN ACCORDANCE WITH SEBI LISTING REGULATIONS.

The Board is hereby informed that the Company Secretary of the Company has complied with the following SEBI Regulations pertaining to submissions and filings of various reports and statements for the period ended March 31, 2025 to the National Stock Exchange (NSE):

1. Submission of disclosure under regulation 31(4) of SEBI (SAST) Regulations, 2011 regarding the encumbrance of shares.
2. Submission of certificate of security under Regulation 74 of SEBI (Depositories and Participants) Regulations, 1996 as received from Registrar & Transfer Agent of the Company for the Quarter ended March 31, 2026.
3. Submission of Structured Digital Database (SDD) compliance certificate under Regulation 3(5) and 3(6) of the SEBI (Prohibition of Insider Trading) Regulations, 2015 for the Quarter ended March 31, 2026.



4. Submission of Integrated governance filing in compliance with SEBI (LODR) Regulations, 2015 for the Quarter ended March 31, 2026.
5. Submission of the Reconciliation of Share Capital Audit Report under Regulation 76(2) of SEBI (Depositories and Participants) Regulations, 1996 for the Quarter ended March 31, 2026.
6. Submission of Shareholding Pattern (SHP) to stock exchange for the half year ended March 31, 2026.
7. Submission of confirmation regarding non applicability of Large Corporate Framework.

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

ITEM NO. 14

TO CONSIDER THE AUDITOR'S REPORT ALONG WITH THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2026

A copy of the Auditor's Report, along with audited financial statements, shall be placed before the Board of Directors of the Company. The directors are hereby requested to consider the matter and pass necessary resolution in this regard.

The Board is requested to kindly consider and take note of the same..

ITEM NO. 15

ANY OTHER MATTER WITH THE PERMISSION OF THE CHAIRMAN

The Board may consider and decide on 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.

For Quality Foils (India) Limited

Vikas

Vikas

Company Secretary and Compliance Officer



Date: 14th May, 2026

Place: Hisar