



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)
Phone : 0091 - 1662 - 220327,220328
E-mail : contactus@qualityfoils.com Website : www.qualityfoils.com
CIN : L27107HR1990PLC030929

NOTICE

NOTICE IS HEREBY GIVEN THAT THE 6TH (SIXTH) MEETING OF BOARD OF DIRECTORS OF QUALITY FOILS (INDIA) LIMITED ("COMPANY") FOR THE FINANCIAL YEAR 2025-26 TO BE HELD ON THURSDAY, 29TH DAY OF JANUARY, 2026 AT 12:30 P.M. AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT 3-INDUSTRIAL DEVELOPMENT COLONY, HISAR-125005, HARYANA, TO TRANSACT THE FOLLOWING BUSINESSES:

Sr. No.	Agenda Items
1.	To appoint the Chairman of the Meeting.
2.	To grant leave of absence to the Director, if any.
3.	To take note of the Minutes of the previous Board meeting held on October 29, 2025 for the Financial Year 2025-26.
4.	To take note of the Minutes of the previous Audit Committee meeting held on October 29, 2025 for the Financial Year 2025-26.
5.	To take note of the Minutes of the previous Nomination and Remuneration Committee meeting held on October 29, 2025 for the Financial Year 2025-26.
6.	To take note of stock exchange compliances for the quarter ended on December 31, 2025 in compliance with SEBI (Listing Regulations) 2015 of Quality Foils (India) Limited
7.	To borrow money for the principal business activities of the Company upto Rs. 15,00,00,000/- (Rupees Fifteen Crores only).
8.	Any other matter with the permission of the Chairman.

Directors who are 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.

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

Contact Person Name: Mr. Birdhi Chand Jain

Contact details for the same: 01662-220327, 28.

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

For Quality Foils (India) Limited

Vikas

Company Secretary and Compliance Officer



Date: January 20, 2026

Place: Hisar

CORPORATE OFFICE : NEW DELHI OFF.: R-32, 1ST FLOOR, SOUTH EXTENSION PART - 2,
NEW DELHI - 110 049 INDIA PHONE : +91-11-26258086, FAX: 91-11-26252633

NOTES TO AGENDA FOR BOARD MEETING

ITEM NO. 1

TO APPOINT THE CHAIRMAN OF THE MEETING:

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

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 TAKE NOTE OF THE MINUTES OF THE PREVIOUS BOARD MEETING HELD ON OCTOBER 29, 2025 FOR THE FINANCIAL YEAR 2025-26

The Draft minutes of the previous Board meeting for the Financial Year 2025-26 held on October 29, 2025 shall be placed before Board. Upon confirmation, the minutes shall be signed by the Chairman.

ITEM NO. 4

TO TAKE NOTE OF THE MINUTES OF THE PREVIOUS AUDIT COMMITTEE MEETING HELD ON OCTOBER 29, 2025 FOR THE FINANCIAL YEAR 2025-26

The minutes of previous Audit Committee Meeting held on October 29, 2025 shall be placed before the members of Board. Upon being satisfied, Directors may take note of the same.

ITEM NO. 5

TO TAKE NOTE OF THE MINUTES OF THE PREVIOUS NOMINATION AND REMUNERATION COMMITTEE MEETING HELD ON OCTOBER 29, 2025 FOR THE FINANCIAL YEAR 2025-26

The minutes of previous Nomination and Remuneration Committee Meeting held on October 29, 2025 shall be placed before the members of Board. Upon being satisfied, Directors may take note of the same.

ITEM NO. 6

TO TAKE NOTE OF STOCK EXCHANGE COMPLIANCES FOR THE QUARTER ENDED ON DECEMBER 31, 2025 IN COMPLIANCE WITH SEBI (LISTING REGULATIONS) 2015 OF QUALITY FOILS (INDIA) LIMITED

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

1. 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 December 31, 2025.
2. Submission of statement of Integrated Governance Report under SEBI (LODR) Regulations, 2015 for the Quarter ended December 31, 2025.



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 December 31, 2025.
4. Submission of the Reconciliation of Share Capital Audit Report under Regulation 76(2) of SEBI (Depositories and Participants) Regulations, 1996 for the Quarter ended December 31, 2025.

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

ITEM NO. 7

TO BORROW MONEY FOR THE PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY UPTO 15 CR.

The Company proposes to raise Borrowings up to an aggregate amount of **Rs. 15 Crore** in order to meet its business requirements.

The shareholders of the Company have already accorded their approval under Section 180(1)(c) of the Companies Act, 2013 authorising the Board to borrow monies up to **Rs. 150 Crore** in its Annual General Meeting held on 04th September 2025. The proposed borrowing is well within the aforesaid approved limit and, accordingly, does not require any further approval of the shareholders.

It is proposed that the borrowings may be made from **Quality Stainless Private Limited, Quality Bio Green Private Limited, Orbit Tradex Private Limited**, and/or such other lenders as may be considered appropriate. Since the lenders are companies or body corporates, the proposed borrowings will be treated as exempted deposits under the Companies (Acceptance of Deposits) Rules, 2014.

In order to ensure flexibility, it is proposed to authorize **Mr. Tejasvi Bhargava**, the Managing Director and **Mr. Kuldip Bhargava**, Chairman cum Director of the Company to determine the lender(s), borrowing amount(s) and terms and conditions, and to execute necessary documents, within the overall limit approved by the Board.

Any Director who may be concerned or interested in the proposed transaction(s), shall disclose his interest under Section 184 of the Companies Act, 2013 and abstain from discussion and voting.

The Board is requested to consider and pass the following resolution:

"RESOLVED THAT pursuant to the provisions of Section 179(3)(d) of the Companies Act, 2013 read with rules made thereunder and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and in accordance with the Special Resolution passed under Section 180(1)(c) of the Companies Act, 2013 by the shareholders of the Company in its Annual General Meeting held on 04th September 2025 authorising the Board to borrow monies up to an aggregate limit of **Rs. 150,00,00,000/- (Rupees One Hundred Fifty Crore only)**, the consent of the Board of Directors be and is hereby accorded to borrow, from time to time, for the purposes of the business of the Company, such sum or sums of money not exceeding in aggregate **Rs. 15,00,00,000/- (Rupees Fifteen Crore only)**."

RESOLVED FURTHER THAT the aforesaid borrowing may be made from Quality Stainless Private Limited, Quality Bio Green Private Limited, Orbit Tradex Private Limited and/or from any other body corporate(s), company(ies), firm(s), bank(s), financial institution(s) or other lender(s), whether secured or unsecured, within the overall limit approved herein.

RESOLVED FURTHER THAT **Mr. Tejasvi Bhargava**, Managing Director and **Mr. Kuldip Bhargava**, Chairman cum Director of the Company, be and is hereby severally authorised, on behalf of the Company, to:

- decide the amount of borrowing from time to time and lender-wise, within the overall limit of Rs. 15,00,00,000/- approved by this resolution;
- finalize and agree the terms and conditions of such borrowings;



- execute and sign loan agreements, undertakings, declarations, confirmations and all other documents as may be required in connection therewith;
- create or agree to creation of charge(s) on the assets of the Company, if required, subject to applicable provisions of the Companies Act, 2013; and
- do all such acts, deeds, matters and things as may be considered necessary, expedient or incidental to give effect to this resolution.

RESOLVED FURTHER THAT any Director or the Company Secretary of the Company be and is hereby authorised to file necessary e-forms, returns and documents with the Registrar of Companies and to do all such acts, deeds and things as may be necessary to give effect to this resolution.”

ITEM NO. 8

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.

VOTE OF THANKS TO THE CHAIR

For **Quality Foils (India) Limited**



Vikas

Company Secretary and Compliance Officer



Date: January 20, 2026

Place: Hisar