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 2ND (SECOND) MEETING OF THE BOARD OF DIRECTORS FOR THE FINANCIAL YEAR 2026-27 OF QUALITY FOILS (INDIA) LIMITED ("COMPANY") TO BE HELD ON MONDAY, 10TH DAY OF AUGUST, 2026 AT 11:00 A.M. THE REGISTERED OFFICE OF THE COMPANY SITUATED AT 3-INDUSTRIAL DEVELOPMENT COLONY, HISAR, HARYANA-125005, INDIA TO TRANSACT THE FOLLOWING BUSINESSES:

S. No.	Particulars
1.	To appoint the Chairman of the Meeting.
2.	To grant leave of absence to the Director, if any and ascertain quorum.
3.	To confirm the Minutes of the previous Board Meeting of the Company held on May 29, 2026.
4.	To approve the Cost statements and other statements to be annexed to the Cost Auditor Report of the Company for the Financial Year 2025-26.
5.	To take note of quarterly compliances submitted to stock exchange in compliance with SEBI (Listing Regulations) 2015 for the quarter ended June 30, 2026.
6.	To take note of the acquisition of shares of the Company by promoters and members of Promoter Group from Open Market in accordance with Regulation 29(1) & (2) of SEBI (SAST) Regulations, 2011 and Regulation 7(2) read with Regulation 6(2) of SEBI (PIT) Regulations, 2015.
7.	To consider and recommend to shareholders the reappointment of Mr. Mohan Lal (DIN: 10252864) as Director liable to retire by rotation under Section 152 of the Companies Act, 2013.
8.	To consider and approve Annual report of the Company including Directors' report along with its annexure for the Financial Year ended 2025-26.
9.	To take note of the Secretarial Audit report of the Company for the Financial Year ended March 31, 2026.
10.	Appointment of Scrutinizer for ensuing Annual General Meeting ("AGM") of the Company for the financial year 2025-26.
11.	Appointment of agency for providing E-voting Facility at the ensuing Annual General Meeting ("AGM") of the Company.
12.	To fix the date, time and place of 36th Annual General Meeting ("AGM") of the Company and approval of notice of AGM including determination of cut-off dates & book closure dates for the purpose of AGM.
13.	Any other matter with the permission of the Chairman.

For Quality Foils (India) Limited

QUALITY FOILS (INDIA) LTD. 3-IDC HISAR 125005

Vikas
Company Secretary & Compliance Officer
Membership No.: A76935

Date: August 01, 2026
Place: Hisar

NOTES TO AGENDA

1. **TO APPOINT THE CHAIRMAN OF THE COMPANY**

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

2. **TO GRANT LEAVE OF ABSENCE TO THE DIRECTOR, IF ANY AND ASCERTAIN QUORUM**

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

3. **TO CONFIRM THE MINUTES OF THE PREVIOUS BOARD MEETING OF THE COMPANY HELD ON MAY 29, 2026.**

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

4. **TO APPROVE THE COST STATEMENTS AND OTHER STATEMENTS TO BE ANNEXED TO THE COST AUDITOR REPORT FOR THE FINANCIAL YEAR 2025-26.**

The board is to be hereby informed that in terms of Section 148 read with Rule 3 and Rule 4 of the Companies (Cost Records and Audit) Rules, 2014, the Company is required to approve the Cost Statements which are prepared as per the rules, including other statements, attachments, annexure, for manufactured products of the Company for the Financial Year ended on March 31, 2026.

The Audit Committee meeting, which is scheduled to be held on August 10, 2026, shall review the same and recommend to the Board. The above mentioned Cost Statements shall be placed before the Board for its consideration.

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

5. **TO TAKE NOTE OF QUARTERLY COMPLIANCES SUBMITTED TO STOCK EXCHANGE IN COMPLIANCE WITH SEBI (LISTING REGULATIONS) 2015 FOR THE QUARTER ENDED JUNE 30, 2026.**

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 June 30, 2026 to the National Stock Exchange (NSE):

a) 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 June 30, 2026.

b) Submission of Integrated governance filing in compliance with Regulation 10(1A) of SEBI (LODR) Regulations, 2015 for the Quarter ended June 30, 2026.

c) Submission of the Reconciliation of Share Capital Audit Report under Regulation 76(2) of SEBI (Depositories and Participants) Regulations, 1996 for the Quarter ended June 30, 2026.

d) Take note of inspection of SDD software maintained by Company.

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The Board may further note that National Stock Exchange (NSE) had conducted an inspection of Structural Digital Database (SDD) maintained by the Company pursuant to provision of Regulation 3(5) of SEBI(Prohibition of Insider Trading) Regulation, 2015.

The Board may further note that the inspection has been completed and the compliance status of the Company with respect to maintenance of the Structured Digital Database has been found satisfactory by NSE, and no adverse observations requiring any corrective action by the Board have been reported.

The Board is requested to take note of the same

6. **TO TAKE NOTE OF THE ACQUISITION OF SHARES OF THE COMPANY BY PROMOTERS AND MEMBERS OF PROMOTER GROUP FROM OPEN MARKET IN ACCORDANCE WITH REGULATION 29(1) & (2) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011 AND REGULATION 7(2) READ WITH REGULATION 6(2) OF SEBI (PROHIBITION OF INSIDER TRADING) REGULATIONS, 2015.**

The Board is hereby informed that the Promoters and members of Promoter Group of the Company have acquired the Equity shares of the Company from open market at different times during the Quarter ended June 30, 2026. The detailed transaction is mentioned in the table below:

Name of the Acquirer	Date of transaction	Mode of Transaction	No. of Equity shares	Price (per share) in INR
Mr. Tejasvi Bhargava (Promoter of the Company)	June 22, 2026	Open Market	40,000 Equity Shares	Rs. 57/-
Mr. Tapasvi Bhargava (Member of Promoter Group)	June 16, 2026	Open Market	38,000 Equity Shares	Rs. 58.70/-

The Board is further requested to kindly note that the Company has duly complied with the requirements of Regulation 29(1) & (2) of the SEBI (Substantial Acquisition of Shares and Takeovers Regulations), 2011 and Regulation 7(2) read with Regulation 6(2) of SEBI (Prohibition of Insider Trading) Regulations, 2015, in this regard.

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

7. **TO CONSIDER AND RECOMMEND TO SHAREHOLDERS THE REAPPOINTMENT OF MR. MOHAN LAL (DIN: 10252864) AS DIRECTOR LIABLE TO RETIRE BY ROTATION UNDER SECTION 152 OF THE COMPANIES ACT, 2013**

This is to inform the Board that pursuant to Section 152 of the Companies Act, 2013 and other applicable provisions, if any, of the Act and the Articles of Association of the Company, one of the Directors (excluding Independent Directors) shall retire by rotation at every Annual General Meeting and be eligible for re-appointment at the ensuing Annual General Meeting.

Therefore, at the ensuing Annual General Meeting, Mr. Mohan Lal (Executive Director of the Company) being longest in the office, shall retire by rotation and being eligible, he has offered himself for re-appointment.

Brief profile and other details of Mr. Mohan Lal as required under the Companies Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, shall be placed before the Board for consideration.

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The Nomination and Remuneration Committee in its Meeting to be held on August 10, 2026 shall review and recommend the same to the board for its approval.

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

8. **<u>TO CONSIDER AND APPROVE DRAFT ANNUAL REPORT OF THE COMPANY INCLUDING DIRECTORS' REPORT ALONG WITH ITS ANNEXURE FOR THE FINANCIAL YEAR ENDED 2025-26.</u>**

The Board may note that pursuant to the provisions of Section 134 of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014, Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions, the Board of Directors of the Company are required to consider and approve the Annual report of the Company for the Financial year ended March 31, 2026 including Directors' Report and its annexure(s) thereto.

The draft of said report shall be placed before the Board at meeting and shall be signed by the Chairperson, authorized by the Board as per Secretarial Standard 1 issued by the Institute of Company Secretary of India ("ICSI"), for the purpose of identification.

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

9. **<u>TO TAKE NOTE OF THE SECRETARIAL AUDIT REPORT OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2026.</u>**

It is to further inform that pursuant to the provisions of Section 204 of the Companies Act, 2013 read with Rules prescribed thereunder, as amended from time to time, the board is required to approve the Secretarial Audit Report of the Company for the Financial Year 2025-26. The same shall be placed at the meeting before the Board. The Board may also note that the Secretarial Audit Report does not contain any qualification.

The Audit Committee in its Meeting to be held on August 10, 2026 shall review, consider and recommend the same to the board for its approval.

The Board is requested to kindly take note of the same

10. **<u>APPOINTMENT OF SCRUTINIZER FOR ENSUING ANNUAL GENERAL MEETING ("AGM") OF THE COMPANY FOR THE FINANCIAL YEAR 2025-26.</u>**

This is to inform the Board that pursuant to Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the shareholders of the Company shall be provided an e-voting facility to exercise their right to vote at the Annual General Meeting.

In terms of the aforesaid rules, a Scrutinizer is required to be appointed to conduct the e-voting on the resolutions in a fair and transparent manner at the ensuing Annual General Meeting of the Company. For this purpose, M/s. Rajesh Garg & Co., Practicing Company Secretaries, is proposed to be appointed as Scrutinizer.

The said firm had consented for its appointment as scrutinizer which shall be placed at the meeting before the Board.

The Board shall consider and pass the necessary resolution.

11. **<u>APPOINTMENT OF AGENCY FOR PROVIDING E-VOTING FACILITY AT THE ENSUING ANNUAL GENERAL MEETING ("AGM") OF THE COMPANY.</u>**

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The Board shall be apprised that for the purpose of providing E-Voting facility to the members of the Company, it is required to appoint Bigshare Services Private Limited which is the RTA also, as the agency which shall take care of the entire E-Voting procedure to be provided to the members of the Company to vote at the AGM.

The board shall consider and pass necessary resolution.

12. <u>TO FIX THE DATE, TIME AND PLACE OF ANNUAL GENERAL MEETING ("AGM") AND APPROVAL OF NOTICE OF AGM INCLUDING DETERMINATION OF CUT-OFF DATES & BOOK CLOSURE DATES FOR THE PURPOSE OF AGM.</u>

This is to apprise the Board that in terms of the provisions of Section 96 read with Section 101 of the Companies Act, 2013, the Company is required to hold its **36th Annual General Meeting ("AGM")** within a period of six months from the closure of the Financial Year 2025-26 i.e. on or before September 30, 2026. For the said purpose, the draft Notice of the 36th AGM together with the Explanatory Statement shall be placed before the Board for the AGM, the date of which shall be discussed and finalised at the Board meeting to be held on __________ at the Registered office of the Company. The Board shall discuss and finalise the time of AGM at the meeting.

Also, the Board may note that for the purpose of conducting the 36th AGM of the Company, the Books of the Company are required to be closed as per the provisions of the Companies Act, 2013 and rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Furthermore, for the purpose of providing E –voting facility, the Company is required to fix a cut-off date for determining the list of shareholders to whom such facility shall be made available.

Considering the same, the relevant cut off dates and book closure dates shall also be discussed and finalized by the Board for the purpose of ensuing 36th AGM.

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

13. <u>ANY OTHER MATTER WITH THE PERMISSION OF THE CHAIRMAN</u>

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***

QUALITY FOILS (INDIA) LTD.
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Vikas
Company Secretary & Compliance Officer
Membership No.: A76935

Date: August 03, 2026
Place: Hisar