

COMMERCIAL SYNBAGS LIMITED

CIN- L25202MP1984PLC002669

Regd. Office: Commercial House, 3-4, Jaora Compound, M.Y.H. Road, Indore (M.P.)-452001
Contact No.: 0731-4279525, Email ID: investors@comsyn.com, Website : www.comsyn.com

CSBL/BM/2023-24

10th February, 2023

By Hand/Email

To,

S.No.	Name	Designation/Status
1.	Shri Anil Choudhary	Chairman & Managing Director
2.	Smt. Ranjana Choudhary	Whole Time Director
3.	Shri Virendra Singh Pamecha	Whole Time Director
4.	Shri Hitesh Mehta	Independent Director
5.	Shri Milind Mahajan	Independent Director
6.	Shri Vijay Kumar Bansal	Independent Director
7.	Shri Ravindra Choudhary	CEO (Special Invitee)
8.	Shri Pramal Choudhary	COO (Special Invitee)
9.	M/s Avinash Agrawal & Co. Chartered Accountants	Statutory Auditors (Special Invitee)
10.	M/s Dilip Rathor & Co., Chartered Accountants	Internal Auditors (Special Invitee)
11.	Shri Abhishek Jain	CFO (For Assistance)
12.	Shri G.S. Agrawal	General Manager - Accounts (For Assistance)
13.	Ms. Pooja Choukse	Company Secretary (For Assistance)

Directors and Invitees of Commercial Syn Bags Ltd. at their registered E-Mail Ids or residential addresses.

SUBJECT: NOTICE FOR THE 06/2023-24 BOARD MEETING OF THE COMPANY HELD ON SHORTER NOTICE.

Dear Sir(s)/ Madam,

You are cordially invited to attend the **06/2023-24** Meeting of Board of Directors of the Company to be held **Tuesday, 13th February, 2024 at 11:30 A.M.** at the Registered Office of the Company situated at Commercial House, 3-4, Jaora Compound, M.Y.H. Road, Indore-452001 (M.P), on Shorter Notice to transact the businesses as mentioned in the Agenda enclosed herewith.

If any director who is interested in attending the meeting thorough Video Conferencing Mode is requested to please send a confirmation in this regard to Ms. Pooja Choukse, Company Secretary, by way of E-mail: cs@comsyn.com, Tel No. 0731-4279525 within 2 days to enable making necessary arrangements.

You are requested to please make it convenient to attend the Meeting and acknowledge the receipt of the notice and detailed notes on the agenda items and relevant working papers along with the details notes and relevant documents.

Further, it must be noted that, the company is in Top 2000 companies as per the Market Capitalisation and it is mandatorily required to have at least one Independent Director to fulfil the requirement of the Quorum.

Please also communicate your request for leave of absence, if any, to the Company Secretary at her E-Mail Id: cs@comsyn.com.

Issued by the Orders of the Chairman.

Thanking you.

Yours faithfully

FOR, COMMERCIAL SYN BAGS LIMITED

Sd/-

POOJA CHOUKSE

COMPANY SECRETARY & COMPLIANCE OFFICER

Encl.: 1. Agenda, Notes to the Agenda Items and Draft of the Resolutions for Board Meeting.

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**Please sign and acknowledge the Receipt of the Notice of the 06/2023-24 Board Meeting to be Tuesday,
13th February, 2024 at 11:30 A.M on Shorter Notice.**

S.No.	Name	Designation/Status	Signature
1.	Shri Anil Choudhary	Chairman&Managing Director	
2.	Smt. Ranjana Choudhary	Whole Time Director	
3.	Shri Virendra Singh Pamecha	Whole Time Director	
4.	Shri Hitesh Mehta	Independent Director	
5.	Shri Milind Mahajan	Independent Director	
6.	Shri Vijay Kumar Bansal	Independent Director	
7.	Shri Ravindra Choudhary	CEO(Special Invitee)	
8.	Shri Pramal Choudhary	COO (Special Invitee)	
9.	M/s Avinash Agrawal & Co., Chartered Accountants	Statutory Auditor (Special Invitee)	
10.	Shri G.S. Agrawal	General Manager-Accounts (For Assistance)	
11.	M/s Dilip Rathor& Co., Chartered Accountants	Internal Auditor (Special Invitee)	
12.	Shri Abhishek Jain	CFO(For Assistance)	
13.	Ms. Pooja Choukse	Company Secretary (For Assistance)	

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AGENDA & NOTES TO THE AGENDA ITEMS

**For the 06/2023-24 Meeting of the Board of Directors of the Company to be held on
Tuesday, the 13th day of February, 2024 at 11:30 A.M. on Shorter Notice.**

Agenda Item No.	Particulars	Nature of Business	Annexure
1.	To consider the request to grant leave of absence to the Directors from attending the Meeting, as may be requested by the directors if any.	General	-
2.	To confirm the Minutes of previous 05/2023-24 Board Meeting held on 21 st December, 2023.	General	Annexure-1
3.	To Confirm the Minutes of a. 6/2023-24 Audit Committee Meeting held on 13 th February, 2024. b. 4/2023-24 Corporate Compliance Committee held on 13 th February, 2024. c. 1/2023-24 Stakeholders Relationship Committee held on 13 th February, 2024. d. 2/2023-24 CSR Committee held on 13 th February, 2024. e. 5/2023-24 Board meeting minutes of Comsyn India Pvt. Ltd. held on 13 th February, 2024. <i>(Draft Minutes shall be placed before the table)</i>	General	Annexure-2
4.	To consider and review the working progress of the Company.	General	Summary of Operations
5.	To take on record declaration given by MD and CFO relating to accuracy of the Standalone and Consolidated Unaudited Financial Results for the Quarter/ Nine Months ended 31 st December, 2023 as per Regulation 33(2)(a) of the SEBI (LODR) Regulations, 2015.	Significant	-
6.	To consider and adopt the Financial Results of Comsyn India Pvt. Ltd. (Wholly Owned Subsidiary) of the company for the Quarter/ Nine Months ended 31 st December, 2023.	Significant	Annexure-3
7.	To consider and approve the Standalone and Consolidated Unaudited Financial Results of the Company in terms of Regulation 33(3)(c)(i) of SEBI (LODR) Regulations, 2015, for the Quarter/ Nine Months ended 31 st December, 2023 and to approve the text of the advertisement to be published in Newspapers and deliver the same to the Stock Exchanges in terms of the SEBI (LODR) Regulations, 2015.	Significant	Annexure-4
8.	To consider and approve the Limited Review Report by the Statutory Auditor's for the Standalone and Consolidated Unaudited Financial Results in terms of Regulation 33(1)(d) of SEBI (LODR) Regulations, 2015 for Quarter/ Nine Months ended 31 st December, 2023. <i>(Copy of the Limited Review Report by the Auditors shall be placed on the table).</i>	Significant	Annexure-5
9.	To consider and take a note of the Related Parties' Transaction u/s 188 of the Companies Act, 2013. <i>(Register of Related Party Transactions to be placed before the table)</i> <i>(Note: Interested Directors shall not participate in this matter in any manner.)</i>	Significant	Annexure-6
10.	To consider and take on record the statements of compliance for various rules and regulations along with the compliance certificate	General	Annexure-7

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	by MD/WTD. (Will be placed on the table.)		
11.	To consider and take on record the following: a) Compliance Report on Corporate Governance for the quarter ended on 31 st December, 2023in XBRL Mode. b) Statement of number of investor complaints pending for the quarter ended 31 st December, 2023in the Web Form. c) Share Capital Reconciliation Report by PCS for the quarter ended 31 st December, 2023filed in PDF as well as in XBRL Mode. d) Shareholding Pattern for the quarter ended on 31 st December, 2023. e) Disclosures filed to BSE under Regulation 30 of the SEBI (LODR) Regulations, 2015, if any.	General	-
12.	To consider and take on record the Internal Auditor's Report for the quarter ended 31 st December, 2023. (Copy of the Internal Auditors Report would be circulated in the meeting)	General	-
13.	To Consider and Take on record the status of Legal matters.	General	-
14.	To deal in any other businesses, if any, which may be placed before the Board with the permission of the Majority of the Directors.	-	-
15.	To circulate minutes of the Meeting to the Board members and take their comments to finalise the same. (Minutes will be circulated after end of discussion on agenda items.)	General	-

FOR, COMMERCIAL SYN BAGS LIMITED

Sd/-

POOJA CHOUKSE
COMPANY SECRETARY &
COMPLIANCE OFFICER

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DETAILED AGENDA ITEMS, ANNEXURES AND DRAFT RESOLUTIONS THERETO, IF ANY, TO BE PASSED BY THE BOARD

**At the 06/2023-24 Meeting of the Board of Directors of the Company to be held on, Tuesday
13th of February 2024 at 11:30 A.M. On Shorter Notice.**

ITEM NO.1: TO CONSIDER THE REQUEST TO GRANT LEAVE OF ABSENCE TO THE DIRECTORS FROM ATTENDING THE MEETING, IF ANY:

The request for providing leave of absence asked by the directors if any shall be placed before the Board for consideration.

Annexure 1

ITEM NO.2: TO CONFIRM THE MINUTES OF PREVIOUS 05/2023-24 BOARD MEETING HELD ON 21ST DECEMBER, 2023.

Note: Copy of the Minutes of 05/2023-24 Board Meeting held on 21st December 2023 will be placed before the Board.

The CS shall place on the table the Minutes of the previous 05/2023-24 meeting of the Board held on 21st December, 2023, which were circulated and approved and then recorded in the Minute Book as required under SS-1 and which will be read and confirmed by the Board, in token whereof the following resolution may be passed:

“RESOLVED THAT the Minutes of the previous 05/2023-24 Meeting of the Board, held on 21st December, 2023, as circulated, confirmed and recorded in the Minute Book on 21st December, 2023, as required under the SS-1 and further read out at this Meeting be and are hereby confirmed and taken on record.”

Annexure 2

ITEM NO.3(a): TO CONFIRM THE MINUTES OF 6/2023-24 AUDIT COMMITTEE MEETING HELD ON 12TH DAY OF FEBRUARY, 2024.

Note: Copy of the Minutes of 6/2023-24 Audit Committee Meeting held on 13th February, 2024 will be placed before the Board.

The CS shall place on table the Minutes of 5/2023-24 Audit Committee Meeting to be held on 12th day of February, 2024 and circulate to the members of the board and which shall be read and confirmed by the Board, in token whereof the following resolution may be passed:

“RESOLVED THAT the minutes of the 6/2023-24 Audit Committee Meeting held on 13th day of February, 2024, as circulated, approved and recorded in the minute book on 13th day of February, 2024 and as placed & read out at this meeting be and are hereby confirmed and taken on record.”

ITEM NO.3(b): TO CONFIRM MINUTES OF 4/2023-24 CORPORATE COMPLIANCE COMMITTEE MEETING HELD ON 13TH DAY OF FEBRUARY, 2024.

Note: Copy of the Minutes of 4/2023-24 Corporate Compliance Committee Meeting held on 12th day of February, 2024 shall be placed before the Board.

The CS shall place on table the Minutes of 4/2023-24 Corporate Compliance Committee Meeting to be held on 13th day of February, 2024 and to be circulated to the members and which shall be read and confirmed by the Board, in token whereof the following resolution may be passed:

“RESOLVED THAT the minutes of the 4/2023-24 Corporate Compliance Committee Meeting held on 13th day of February, 2024 as circulated among the members of the Board and as read out at this meeting be and are hereby confirmed and taken on record.”

ITEM NO.3(c): TO CONFIRM THE MINUTES OF 1/2023-24 STAKEHOLDERS RELATIONSHIP COMMITTEE MEETING HELD ON 12TH DAY OF FEBRUARY 2024.

Copy of the Minutes of 1/2023-24 Stakeholders Relationship Committee held on 13th day of February, 2024 will be placed before the Board.

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The CS shall place on table the Minutes of the 1/2023-24Stakeholders Relationship Committeeheld on 12th day of February, 2024and circulate to the members of the board and which will be read and confirmed by the Board, in token whereof the following resolution may be passed:

“RESOLVED THAT the Minutes of the 1/2023-24Stakeholders Relationship Committeeheld on 13th day of February, 2024as circulated among the members of the board and confirmed by them read out at this meeting be and are hereby taken on record.”

ITEM NO.3(d): TO CONFIRM THE MINUTES OF 2/2023-24CSR COMMITTEE MEETING HELD ON 13TH DAY OF FEBRUARY, 2024.

Note: Copy of the Minutes of 2/2023-24CSR Committee held on 13th day of February, 2024 will be placed before the Board.

The CS shall place on table the Minutes of the 2/2023-24CSR Committee held on 13th day of February, 2024and circulate to the members of the board and which will be read and confirmed by the Board, in token whereof the following resolution may be passed:

“RESOLVED THAT the Minutes of the 2/2023-24CSR Committee held on 13th day of February, 2024as circulated among the members of the board and confirmed by them read out at this meeting be and are hereby taken on record.”

ITEM NO.3(e): TO CONFIRM THE MINUTES OF 5/2023-24BOARDMEETING OF COMSYN INDIA PVT.LTD. HELDON 13TH FEBRUARY 2024:

Note: Copy of the Minutes of 5/2023-24Boardmeeting of Comsyn India Pvt.Ltd. heldon 13th February, 2024 will be placed before the Board.

The CS shall place on table the Minutes of 5/2023-24Boardmeeting of Comsyn India Pvt.Ltd. heldon 13th February, 2024and circulate to the members of the board and which will be read and confirmed by the Board, in token whereof the following resolution may be passed:

“RESOLVED THAT,the Minutes of the 5/2023-24Boardmeeting of Comsyn India Pvt.Ltd. heldon 13th February, 2024 as circulated among the members of the board and confirmed by them read out at this meeting be and are hereby taken on record.”

ITEM NO. 4: TO CONSIDER AND REVIEW THE WORKING OF THE COMPANY:

The Chairman/CFO shall inform the Board about progress of the Company for the Nine Months/Quarter ended 31st December, 2023 as well up to current working. He may place before the Board statements of Sales & Purchase, Debtors & Creditors position and stock in trade for detailed discussion.

ITEM NO. 5: TO CONSIDER AND TAKE ON RECORD THE CERTIFICATION GIVEN BY MD AND CFO FOR CORRECTNESS OF THE STANDALONE UNAUDITED FINANCIAL RESULTS FOR THE QUARTER ENDED/NINE MONTHS 31ST DECEMBER, 2023 AS PER REGULATION 33(2)(a) OF THE SEBI (LODR) REGULATIONS, 2015:

(Certificate shall be placed on the table)

The Chairman shall place before the Board declaration in certificate format given by Managing Director and Chief Financial Officer on financial result for the Nine Months/Quarter ended 31st December, 2023.

Annexure-3

ITEM NO. 6: TO CONSIDER AND APPROVE THE STANDALONE UNAUDITED FINANCIAL RESULTS OF THE COMPANY FOR THE QUARTER ENDED/NINE MONTHS ON 31ST DECEMBER, 2023 OF COMSYN INDIA PVT. LTD. (WHOLLY OWNED SUBSIDIARY) OF THE COMPANY.

{Note: Price Sensitive Information: Necessary details shall be provided and placed on table at the audit committee meeting.}

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The Chairman shall inform the Committee that the company is having one Wholly Owned Subsidiary in the name and style of Comsyn India Pvt. Ltd. and as per the requirement of the Companies Act, 2013 and the SEBI (LODR) Regulations, 2015, the company is required to consolidate the financials of the subsidiary company also.

The Board shall discuss the same and after detailed discussions may pass the following resolution:

“RESOLVED THAT pursuant to the applicable provisions of the Companies Act, 2013 and the SEBI (LODR) Regulations, 2015 consent of the Committee be and is hereby accorded to adopt Unaudited Financial Results for the quarter ended 31st December, 2023 of Comsyn India Pvt. Ltd. (Wholly Owned Subsidiary).

Annexure-4

ITEM NO.7: TO CONSIDER AND APPROVE THE UNAUDITED STANDALONE AND CONSOLIDATED FINANCIAL OF THE COMPANY FOR THE QUARTER/NINE MONTHS ENDED 31ST DECEMBER, 2023 AND TO APPROVE THE TEXT OF THE ADVERTISEMENT TO BE PUBLISHED IN NEWSPAPERS AND DELIVER THE SAME TO THE STOCK EXCHANGES IN TERMS OF THE SEBI (LODR) REGULATIONS, 2015:

Note: Price Sensitive Information: necessary details shall be provided and placed on table at the Meeting.

The Chairman shall inform that the Audit Committee has approved the Standalone and Consolidated Quarterly Financial Results of the Company for the Quarter/Nine Months ended 31st December, 2023 and a copy of the same is placed on table. The Board may consider and pass the following resolution:

“RESOLVED THAT the Standalone and Consolidated Unaudited Financial Results for Quarter/Nine Months ended 31st December, 2023 as approved by the Audit Committee and placed before the Board duly initialed by the Chairman for the purpose of identification be and are hereby approved for submission to the Stock Exchange as per requirement of the SEBI (LODR) Regulations, 2015 and Shri Anil Choudhary, Chairman & Managing Director, be and is hereby authorized to sign and issue the same for and on behalf of the Board.

RESOLVED FURTHER THAT the text for the Press Release for the above said Standalone Unaudited Financial Results for the Quarter/Nine Months ended 31st December, 2023 as placed before the Board and duly initialed by the Chairman for the purpose of identification be and are hereby approved for publication in the daily Hindi and English Newspapers as per the requirements of the SEBI (LODR) Regulations, 2015, and Shri Anil Choudhary, Chairman & Managing Director of the Company be and is hereby authorized to sign and issue the same for and on behalf of the Board.”

Annexure-5

ITEM NO.8: TO CONSIDER AND APPROVE THE LIMITED REVIEW REPORT BY THE STATUTORY AUDITORS FOR THE STANDALONE AND CONSOLIDATED UNAUDITED FINANCIAL RESULTS IN TERMS OF REGULATION 33(1)(d) OF SEBI (LODR) REGULATIONS, 2015 FOR THE QUARTER/NINE MONTHS/ ENDED 31ST DECEMBER, 2023:

(Copy of the Limited Review Report By Auditor Shall Be Placed Before The Board)

The Chairman shall apprise that the Company has obtained Limited Review Report from M/s Avinash Agrawal & Co., Chartered Accountants, the Statutory Auditors of the Company for the Standalone and Consolidated unaudited quarterly results for the Quarter/Nine Months ended 31st December, 2023 which was also reviewed by the Audit Committee at their meeting held on 12th Day of February, 2023 pursuant to Regulation 33(2)(d) of SEBI (LODR) Regulations, 2015 and the Board may consider and pass the following resolution:

“RESOLVED THAT the Limited Review Report as received from M/s Avinash Agrawal & Co. Chartered Accountants, the Statutory Auditors of the Company for the Standalone and Consolidated Unaudited Financial results for the Quarter/Nine Months ended 31st December, 2023, which was also reviewed by the Audit Committee at their meeting held on

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12thFebruary, 2023 pursuant to the Regulation 33(2)(d) of the SEBI (LODR) Regulations, 2015, be and is hereby approved and the same be forwarded by the Company Secretary to the BSE Ltd. for and on behalf of the Company.”

Annexure-6

ITEM NO.9: TO CONSIDER AND TAKE ON RECORD THE RELATED PARTIES TRANSACTION AS PER PROVISIONS OF SECTION 188 OF THE COMPANIES ACT, 2013.

Note: Interested Directors shall not participate in any manner and leave the Board Room for the Item No. 9. (Register of RPT's to be placed on the table.)

The Chairman shall place before the Board the statement of the transactions entered into by the Company with the promoters, directors, KMPs, their relatives and associates for Quarter/Nine Months ended 31st December, 2023 along with the Register in the Form MBP-4.

He will further inform that all the transactions were approved by the Audit Committee and the same are on the ordinary course of business/Arm's length basis, and the Company is not required to seek any approval of the members of the Company. The Board may consider and pass the following resolution;

“RESOLVED THAT transactions entered by the Company during Quarter/Nine Months ended 31st December, 2023 as covered under Section 188 of the Companies Act, 2013 and the SEBI (LODR) Regulations, 2015 and approved by the Audit Committee of the Board which are with the parties related to the directors and KMP, and their relatives and associates which are not material and are on the ordinary course of business/Arm's length basis, and the Company is not required to seek any approval of the members be and is hereby considered and approved;

RESOLVED FURTHER THAT the Register of the Related Party Transaction as placed before the Board in the Form MBP-4 be authenticated and signed by the members of the Board.”

Annexure 7

ITEM NO. 10: TO CONSIDER AND TAKE ON RECORD THE STATEMENTS OF COMPLIANCE FOR VARIOUS RULES AND REGULATIONS ALONG WITH THE COMPLIANCE CERTIFICATE BY MD/WTD:

(Certificate to be placed on the table)

The CFO shall place before the Board the Certificate and Statement of Compliance which shall be considered by the Board and the following resolution may be passed:

“RESOLVED THAT the statement of compliances under the Companies Act, 2013, various SEBI Regulations as may be applicable to the Company and all other industrial, commercial and labour laws, taxation laws up to the Quarter/ Nine Months ended on 31st December, 2022 as considered by the Audit Committee and placed before the Board be and is hereby confirmed and taken on record by the Board.”

ITEM NO. 11: TO CONSIDER AND TAKE ON RECORD QUARTERLY COMPLIANCE REPORT AS SUBMITTED TO THE BSE FOR THE QUARTER ENDED ON 31ST DECEMBER, 2023:

The Chairman shall place before the Board the following reports submitted to the BSE within the stipulated time as per requirements of the various regulations of the SEBI (LODR) Regulations, 2015 for consideration and taken on record by the Board:

- a) Quarterly compliance report on Corporate Governance for the quarter ended 31st December, 2023 under Regulation 17(3) of the SEBI (LODR) Regulations, 2015, as filed in the XBRL Format with the BSE Ltd.;
- b) A statement containing number of investor complaints pending at the beginning of the quarter, those received during the quarter, disposed of during the quarter and those remaining unresolved at the end of the quarter on 31st December, 2023 which were filed to BSE as required under Regulation 13(4) of SEBI(LODR) Regulations, 2015 in the Web Form.

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- c) Reconciliation of Share Capital & Audit under Regulation 55A of DP Regulations, 1996 for the quarter ended 31st December, 2023 obtained from the PCS in the XBRL Format with the BSE Ltd. as well in the PDF Format at the BSE listing centre.
- d) Quarterly Shareholding Pattern for the quarter ended 31st December, 2023 in the XBRL Format with the BSE Ltd. as required under Regulation 31(1)(b) of SEBI (LODR) Regulations, 2015,
- e) Disclosures filed with BSE under Regulation 30 of the SEBI (LODR) Regulations, 2015, if any.

The Board shall take on record the same.

ITEM NO.12: TO CONSIDER AND TAKE ON RECORD THE INTERNAL AUDITOR'S REPORT FOR THE QUARTER ENDED 31ST DECEMBER, 2023.

(Copy of the Internal Auditors Report would be circulated in the meeting)

The CS shall place on table the Internal Auditor's Report for the Quarter/Nine Months ended 31st December, 2023 for consideration of the Board and ask the statutory auditors for its efficiency. The Internal auditor if available shall comment on his observation, if any.

ITEM NO.13: TO CONSIDER AND TAKE ON RECORD THE STATUS OF LEGAL MATTERS:

The Chairman shall place before the Board the Compliance Report and legal case status upto 31st December, 2023 under the various laws, including Labor, Taxation, etc. for consideration of the Board. The Board shall take on record the status of Legal matters and discuss about the various aspects and future course of action.

ITEM NO. 14: TO DEAL IN ANY OTHER BUSINESSES, IF ANY, WHICH MAY BE PLACED BEFORE THE BOARD WITH THE PERMISSION OF THE MAJORITY OF THE DIRECTORS:

If any business other than the agenda items needs to be considered, the items shall be placed before the meeting with the consent of the Chairman and majority of the directors present at the meeting.

ITEM NO.15: CIRCULATION OF THE DRAFT MINUTES OF THE BOARD MEETING AND TAKING OBSERVATIONS OF THE MEMBERS ON THE DRAFT MINUTES:

The CS shall circulate the draft of the Board Meeting Minutes to all the directors of the Company and ask for their comments and request to the directors to read and confirm for finalizing of the same. Thereafter, the Chairman shall approve the Minutes of the Board Meeting and record in the Minute Book and sign the same.
