

**M/S. SURYO FOODS & INDUSTRIES  
LIMITED**

**NOTICE AND AGENDA**

**OF**

**190<sup>TH</sup> MEETING OF THE BOARD OF DIRECTORS**

**TO BE HELD ON**

**WEDNESDAY, 29<sup>TH</sup> MAY, 2019 AT 11.30 A.M.**

**AT**

**DINALIPI BHAWAN, A-54/1 & A-55/1, NAYAPALLI,**

**BHUBANESWAR, ODISHA- 751 003**

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M/s. Suryo Foods & Industries Limited

CIN: L050040R1989PLC002264

Dinalipi Bhawan, A-54/1 & A-55/1, Nayapalli, Bhubaneswar- 751003

Tel: 91-674-2563832, Fax No. 91-674-2562083

Website <http://www.suryofoods.com>



# SURYO FOODS & INDUSTRIES LIMITED

DINALIPI BHAWAN, A-54/1 & A-55/1, Nayapalli, Baramunda,  
Bhubaneswar - 751 003, Odisha (India)

Tel : 91-674-2563832 / 2564773, Fax : 91-674-2562083

E-mail : suryofoods.industries@gmail.com

Web. : www.suryofoods.com, CIN : L05004OR1989PLC002264

To

Mr. Amarendra Dash  
Chairman & Managing Director  
A/47, Kharvel Nagar, Unit – III,  
Bhubaneswar, Odisha-751001.

To

Mr. Rajendra Nath Mishra  
Independent Director  
HIG 190, Kanan Vihar  
Chandrasekharapur, BBSR, Odisha-751031

To

Mr. Ajit Padhee  
Vice-President  
313, Kharavelnagar, Unit- III,  
Bhubaneswar, Odisha- 751001

To

CS Saroj Kumar Ray  
Secretarial Auditor  
N/6-215, Jayadev Vihar,  
Bhubaneswar, Odisha-751015

To

Mrs. Annapurna Dash  
Non Executive Director  
A/47, Kharvel Nagar, Unit-III  
Bhubaneswar, Odisha-751001

To

Mr. Ramakant Rath  
Independent Director  
A-50, Kharvel Nagar, Unit III  
Bhubaneswar, Odisha-751001.

To

Mr. Aditya Dash  
Invitee  
A-47, Kharvel Nagar, Unit  
Bhubaneswar, Odisha- 751001

To

CA. Partha Sarthi Nayak  
Internal Auditor  
Plot no. 1149, Govind Prasad, Bomikhal,  
Bhubaneswar, Odisha-751010

To

Mr. Ajay Kumar Dash  
Non Executive Director  
HIG-60, Lumbini Vihar,  
Chandrasekharapur,  
Bhubaneswar, Odisha-751016.

To

Mr. Bata Krishna Tripathy  
Independent Director  
Plot No. A/68, 2<sup>nd</sup> Floor, Saheed Nagar  
Bhubaneswar, Odisha-751007

To

CA Sanjit Kumar Mohanty  
Statutory Auditor  
Plot no. 17, District Centre  
Chandrasekharapur, BBSR-751016.

Date: 20.05.2019

## Sub: Notice for Convening the Board Meeting.

Dear Sir/Madam,

You are cordially invited to attend the 190<sup>th</sup> meeting of the Board of Directors of the company to be held on **Wednesday, on 29<sup>th</sup> May, 2019 at 11.30 A.M.** at: Dinalipi Bhawan, A-54/1 & A-55/1, Nayapalli, Bhubaneswar, Odisha -751003. The agenda items for this Board Meeting and the minutes of previous Board Meeting held on 11<sup>th</sup> February, 2019 are enclosed herewith for your kind information and necessary action.

The Agenda items are enclosed along with this notice for your kind perusal.

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

Thanking you,

Yours faithfully,

For M/s. Suryo Foods & Industries Limited



Amarendra Dash  
Managing Director

DIN: 00583036

Encl: As above | CC to : CFO, Manager Accounts. |



**AGENDA FOR THE 190<sup>TH</sup> MEETING OF THE BOARD**

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**MEMORANDUM TO BE PLACED BEFORE THE BOARD OF DIRECTORS IN THEIR 190<sup>TH</sup> MEETING SCHEDULED TO BE HELD ON WEDNESDAY, 29.05.2019, AT 11.30 A.M AT THE REGISTERED OFFICE OF THE COMPANY.**

**Agenda Item No.1**

**Sub: To grant leave of Absence**

The Board of Directors may grant leave of absence to the following Directors:

**1.**

**2.**

**MEMORANDUM TO BE PLACED BEFORE THE BOARD OF DIRECTORS IN THEIR 190<sup>TH</sup> MEETING SCHEDULED TO BE HELD ON WEDNESDAY, 29.05.2019, AT 11.30 A.M AT THE REGISTERED OFFICE OF THE COMPANY.**

**Agenda Item No.2**

**Sub: Confirmation of the minutes of the 189<sup>th</sup> board meeting held on Monday 11<sup>th</sup> February, 2019.**

Minutes of the 189<sup>th</sup> Board Meeting Held on Monday, 11<sup>th</sup> February, 2019 is enclosed in ***Annexure-1*** for kind confirmation.

**MEMORANDUM TO BE PLACED BEFORE THE BOARD OF DIRECTORS IN THEIR 190<sup>TH</sup> MEETING SCHEDULED TO BE HELD ON WEDNESDAY, 29.05.2019, AT 11.30 A.M AT THE REGISTERED OFFICE OF THE COMPANY**

**Agenda Item No.3**

**Sub: Action taken Report on the Decisions of the Last Board Meeting held on 11.02.2019.**

<b>Items</b>	<b>Decision</b>	<b>Compliance Status</b>
<p><b><u>Item No. 10. To Consider &amp; Approve the Transfer/Transmission of shares.</u></b></p>	<p>With the permission of the Chair, the Company Secretary cum Compliance Officer has placed on the table the transfer of 900 no. of equity shares bearing document numbers from 5571 to 5579, containing 100 equity shares each,, during the 03<sup>rd</sup> Quarter ended on 31<sup>st</sup> December, 2018 forwarded by M/s Niche Technologies Private Limited (The Registrar and Share Transfer Agent of the Company) which was received and duly approved by the stake holders relationship committee. The board considered, noted the same and taken the report into record.</p>	<p align="center">APPROVED</p>
<p><b><u>Item No. 12. To Consider &amp; approve the Quarterly unaudited financial results for the Quarter and nine months ended 31<sup>st</sup> December, 2018.</u></b></p>	<p>The Chief Financial Officer placed the Quarterly unaudited financial results for the quarter and nine months ended 31<sup>st</sup> December, 2018 which was approved by the members of audit committee. The Board may consider the same and pass the following resolution:  <b>“RESOLVED THAT</b> the un-audited financial results for the quarter and nine months ended on 31<sup>st</sup> December, 2018 which was earlier considered, approved and recommended by the Audit Committee was placed before the board duly initialed by the Chairman for the purpose of identification be and is hereby considered, approved and taken on record.”  <b>“RESOLVED FURTHER THAT</b> the un-audited financial results for the quarter and nine months ended on 31<sup>st</sup> December, 2018 be and is hereby approved for the purpose of filing with stock exchange and its publication in the Newspaper as per the terms of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.”  <b>“RESOLVED FURTHER THAT</b> Mr. Santanu Kumar Gantayat Company Secretary cum Compliance Officer of the Company be and is hereby authorized to arrange for the publication in the newspaper and to do all other statutory compliances.”</p>	<p align="center">APPROVED</p> <p>The quarterly Result has been sent to the Stock Exchange &amp; Published in Orissa Post English Daily News Paper &amp; Dinalipi Odia Daily News Paper.</p>

#### **Agenda Item No.4**

**To take notes on the minutes of the (4/2018-2019) Audit Committee meeting held on 11<sup>th</sup> February, 2019.**

The Audit Committee meeting of the Board of Directors was held on 11<sup>th</sup> February, 2019 at the registered office of the Company, the minutes of the Meeting is placed before the Board for kind perusal and necessary action.

#### **Agenda Item No.5**

**To take notes on the minutes of the (4/2018-2019) Stakeholder Relationship Committee meeting held on 11<sup>th</sup> February, 2019.**

The Stakeholder Relationship Committee meeting of the Board of Directors was held on 11<sup>th</sup> February, 2019 at the registered office of the Company, the minutes of the Meeting is placed before the Board for kind perusal and necessary action.

#### **Agenda Item No.6**

**To consider & take on record the disclosure of interest by the Directors of the company U/s 184 of Companies Act 2013.**

The Chairman is to place before the Board the general notice of disclosure of Director's interest in Form No.MBP-1 under Section 184 of the Companies Act, 2013, received from Directors of the company with a request to take the same on record.

#### **Agenda Item No.7**

**To consider & take on record the status of Directors and confirmation that they are not disqualified U/s 164 of Companies Act, 2013.**

As per Sec 164 of Companies Act, 2013 all the Directors of the company have submitted the status statement for consideration of the Board that they are not disqualified as Director.

#### **Agenda Item No.8**

**To take on record the declaration of Independency by Independent Directors.**

As per Declaration of independence under clause 25(8) of the SEBI(Iodr) and sub-section (6) of section 149 of the Companies Act, 2013, all the Independent Directors have submitted their declaration of independence and the Board is to take a note of it and keep it in record.

### **Agenda Item No.9**

**To take notes on Circular Resolution dated 23/03/2019 issued for Cessation of Mr. Santanu Kumar Gantayat from the position of Company Secretary cum Compliance Officer.**

To take note on Circular Resolution dated 23/03/2019, on Cessation of Mr. Santanu Kumar Gantayat from the position of Company Secretary cum Compliance Officer.

### **Agenda Item No.10**

**To take notes on Circular Resolution dated 15/04/2019 issued for Appointment of Mr. Sandeep Kumar Mishra, CFO of the company as Compliance officer of the company.**

To take note on Circular Resolution dated 13/04/2019 for appointment of Mr. Sandeep Kumar Mishra, CFO of the company as compliance officer of the company.

### **Agenda Item No.11**

**To take notes on the Quarterly Statement of Investor Complaints as per Regulation 13(3) of SEBI (LODR) Regulations, 2015 for the 4th Quarter ended 31st March, 2019.**

In terms of Regulation 13(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Quarterly Statement of Investor Complaint submitted shall be approved by the board of directors.

The Quarterly Statement of Investor Complaint of the Company for the 4<sup>th</sup> quarter ended on 31st March, 2019 will be placed before the Board. The Board will consider and approve the same.

### **Agenda Item No.12**

**To take the notes on Quarterly Compliance Report on Corporate Governance for the 4th Quarter ended 31<sup>st</sup> March, 2019.**

In terms of Regulation 27(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the quarterly Compliance Report on Corporate Governance submitted shall be approved by the board of directors:.

The quarterly Compliance Report on Corporate Governance of the Company for the 4<sup>th</sup> Quarter ended 31<sup>st</sup> March, 2019 will be placed before the Board. The Board will consider and approve the same.

### **Agenda Item No.13**

**To take notes on Shareholding Pattern as per Regulation 31 of SEBI(LODR) Regulations, 2015 for the 4<sup>th</sup> Quarter ended 31<sup>st</sup> March, 2019.**

In terms of Regulation 31 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the quarterly Compliance Report on Shareholding pattern submitted shall be approved by the board of directors:.



The quarterly Compliance Report on Shareholding Pattern of the Company for the 4<sup>th</sup> Quarter ended 31<sup>st</sup> March, 2019 will be placed before the Board. The Board will consider and approve the same.

#### **Agenda Item No.14**

**To take notes on Reconciliation of Share Capital Audit Report issued by Practicing Company Secretary U/R 55A of SEBI (Depositories and Participants) Regulations, 1996.**

In terms of Regulation 55A of Securities and Exchange Board of India (Depositories and Participants) Regulations, 1996, the quarterly report on Reconciliation of Share Capital Audit issued by Practicing Company Secretary shall be approved by the Board of Directors.

The quarterly report on Reconciliation of Share Capital Audit issued by Practicing Company Secretary of the Company for the 4<sup>th</sup> Quarter ended 31<sup>st</sup> March, 2019 will be placed before the Board. The Board may consider and approve the same.

#### **Agenda Item No.15**

**To take notes on Half yearly Compliance Report on physical and electronic share transfer facility has been maintained by RTA as per Regulation 7(3) of SEBI (LODR) Regulations, 2015 for the half year ended 31<sup>st</sup> March, 2019.**

In terms of Regulation 7(3) of Securities and Exchange Board of (Listing Obligations and Disclosure Requirements) Regulations, 2015, the half yearly report on physical and electronic share transfer facility has been maintained by RTA issued by RTA shall be approved by the Board of Directors.

The half yearly report on physical and electronic share transfer facility issued by RTA of the Company for the half year ended 31<sup>st</sup> March, 2019 will be placed before the Board. The Board may consider and approve the same.

#### **Agenda Item No.16**

**To take the notes on Half yearly Compliance Report issued by Practicing Company Secretary under Regulation 40(9) of SEBI(LODR) Regulations, 2015 for the half year ended 31<sup>st</sup> March, 2019.**

In terms of Regulation 40(9) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the half yearly compliance certificate issued by practicing company secretary pertaining to transfer of equity shares of the company from 01<sup>st</sup> October, 2018 to 31<sup>st</sup> March, 2019 during half year ended on 31<sup>st</sup> March, 2019 submitted shall be approved by the board of directors.

The half yearly Compliance Certificate issued by Practicing Company Secretary of the Company for the half year ended on 31<sup>st</sup> March, 2019 will be placed before the Board. The Board will consider and approve the same.

#### **Agenda Item No.17**

##### **To Consider & Approve the Transfer/Transmission of shares.**

The Board may consider and approve the transfer/transmission of shares, for the 4<sup>th</sup> quarter ended on 31<sup>st</sup> March, 2019.

#### **Agenda Item No.18**

##### **To take notes on the report of the Secretarial Auditor for the financial year 2018-19.**

The Board may take on record the report of Secretarial Auditor for the Financial Year 2018-19.

#### **Agenda Item No.19**

##### **To take notes of the Annual Secretarial Compliance Report issued by M/s Saroj Ray & Associates, Practicing Company Secretaries for the financial year 2018-19.**

The Board may take on record the Annual Secretarial Compliance Report issued by M/s Saroj Ray & Associates, Practicing Company Secretaries for the financial year 2018-19, for the financial year 2018-19 as notified by the SEBI on the circular No. IR/CFD/CMD1/27/2019 dated 08.02.2019.

#### **Agenda Item No.20**

##### **To take notes on the report of the Internal Auditor for the quarter ended 31<sup>st</sup> March, 2019**

The Board may take on record the Internal Audit Report for the quarter ended on 31<sup>st</sup> March, 2019.

#### **Agenda Item No.21**

##### **Re-appointment of Internal Auditor of the company for the Financial Year 2019-20.**

The section 138 of the Companies Act, 2013 says that every listed company shall be required to appoint an internal auditor who shall be a Chartered Accountant or Cost Accountant or such other Professional as decided by the board to conduct Internal Audit of the Company. The Board may consider and appoint an internal auditor of the company for the Financial Year 2019-20

#### **Agenda Item No.22**

##### **To Consider and approve the Audited financial result along with audited report for the quarter and year ended on 31<sup>st</sup> March, 2019.**

The Chief Financial Officer will place the Financial Statement (prepared as per the Ind AS format) for the financial year ended 31<sup>st</sup> March, 2019, which was approved by the members of the committee. The Board may consider the same and approve the following resolution:

**“RESOVED THAT** pursuant to the provision of Section 134 and other applicable provisions of the Companies Act, 2013 the Balance Sheet, Statement of Profit and Loss, Cash Flow Statement and notes on Financial Statement for the Financial year ended on 31<sup>st</sup> March, 2019 as placed before the Board be and is hereby approved.”

**“RESOVED FURTHER THAT** the Balance Sheet, Statement of Profit and Loss, Cash Flow Statement and notes thereon be authenticated by Mr. Amarendra Dash, Chairman cum Managing Director, Mrs. Annapurna Dash, Director, Mr. Sandeep Kumar Mishra, Chief Financial Officer and Compliance Officer of the Company.”

**“RESOVED FURTHER THAT** the financial statement for the financial year ended on 31<sup>st</sup> March, 2019 be and is hereby approved for the purpose of filing with the Stock Exchange and its publication in the Newspaper as per the terms of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015.”

**“RESOVED FURTHER THAT** Mr. Sandeep Kumar Mishra, Compliance Officer of the Company be and is hereby authorized to arrange for its action in the Newspaper and to do all the other statutory compliances.”

#### **Agenda Item No. 23**

#### **To declare unmodified/modified opinion on annual audited financial results for the quarter and year ended on 31<sup>st</sup> March, 2019.**

Pursuant to Regulation 33(3)(d) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the board may declare unmodified/modified opinion on annual audited financial results for the year ended on 31<sup>st</sup> March, 2018.

#### **Agenda Item No. 24**

#### **To obtain omnibus approval for Related Party Transactions with Ram’s Assorted Cold Storage Limited.**

As per Section 188 of the Companies Act, 2013 the approval of Board of Directors is required in order to enter into related party transactions. So, the Board may take omnibus approval for the related party transactions to be entered into by the Company with Ram’s Assorted Cold Storage Limited for the future times.

#### **Agenda Item No. 25**

#### **To obtain omnibus approval for Related Party Transactions with Suryo Udyog Limited.**

As per Section 188 of the Companies Act, 2013 the approval of Board of Directors is required in order to enter into related party transactions. So, the Board may take omnibus approval for the related party transactions to be entered into by the Company with Suryo Udyog Limited for the future times.

**Agenda Item No.26**

**To take notes on the Website disclosure of the Company.**

To take note on the website disclosure of the company and also read the code of conduct of Independent Directors, Senior management personnel and vigil mechanism/whistle bowler policy of the company.

**Agenda Item No.27**

**To evaluate the performance of Independent Director.**

The Non independent director will evaluate the performance of the Independent Director as per Regulation 17 of SEBI (Listing Obligations Disclosure Requirement) 2015

**Agenda Item No.28**

**Any other items with the permission of the Chairman.**

***Annexure-1***

**Minutes of the 189<sup>th</sup> Meeting of the Board of Directors of Suryo Foods & Industries Limited held on Monday, 11<sup>th</sup> February, 2019 at 11.00 A.M at the Registered office of the Company at Dinalipi Bhawan, A-54/1 & A-55/1, Baramunda, Bhubaneswar, Odisha -751003.**

**Directors present:**

- |                              |                                |
|------------------------------|--------------------------------|
| 1. Mr. Amarendra Dash        | Chairman cum Managing Director |
| 2. Mr. Ajay Kumar Dash       | Director                       |
| 3. Mrs. Annapurna Dash       | Director                       |
| 4. Mr. Bata Krishna Tripathy | Independent Director           |
| 5. Mr. Ramakanta Rath        | Independent Director           |

**Special Invitee:**

- |  |                         |
|--|-------------------------|
| Ms. Aditi Pattnaik- S Ray & Associates | Secretarial Auditor     |
| Mr. Sandeep Kumar Mishra               | Chief Financial Officer |

Mr. Bikash Kumar Sahoo

Manager Accounts

Mr. Ajit Padhee

Invitee

Mr. Aditya Dash

Invitee

**In Attendance:**

Mr. Santanu Kumar Gantayat

Company Secretary & Compliance  
officer

**Chairman**

Mr. Amarendra Dash, Chairman cum Managing Director of the Company took the Chair and welcomed the board members and the invitees to the meeting.

**Quorum**

The requisite quorum being present, the Chairman called the meeting to order and started the proceeding of the meeting.

**Item No. 1. To grant leave of absence to the Director.**

Leave of Absence was granted to Mr. Rajendra Nath Mishra Director of the company from attending the meeting.

**Item No. 2. Confirmation of the minutes of the 188<sup>th</sup> Board Meeting held on 09<sup>th</sup> November, 2018.**

The Minutes of the 188<sup>th</sup> meeting of the Board of Directors held on 09<sup>th</sup> November, 2018 which was earlier circulated to the Board of Directors, were read & confirmed.

**Item No. 3. Action taken Report on the decision of the 188<sup>th</sup> Board Meeting held on 09<sup>th</sup> November, 2018.**

The Board of Directors of the Company take note on the action taken on the decision of the 188<sup>th</sup> Board of Directors Meeting held on 09<sup>th</sup> November, 2018.

**Item No. 4. To take note on the minutes of the (3/2018-19) Audit Committee meeting held on 09<sup>th</sup> November, 2018.**

The Minutes of the (3/2018-19) Audit Committee meeting of the Members held on 09<sup>th</sup> November, 2018 were read, confirmed and duly signed by the Chairman.

**Item No. 5. To take note on the minutes of the (3/2018-19) Stakeholders Relationship Committee meeting held on 09th November, 2018.**

The Minutes of the (3/2018-19) Stakeholders Relationship Committee Meeting of the Members held on 09<sup>th</sup> November, 2018 were read confirmed and duly signed by the Chairman.

**Item No. 6. To take note on Quarterly Statement of Investor Complaints as per Regulation 13(3) of SEBI (LODR) Regulations, 2015 for the 03<sup>rd</sup> Quarter ended on 31<sup>st</sup> December, 2018.**

The Company Secretary informed to the Board that for the 03<sup>rd</sup> quarter ended on 31<sup>st</sup> December, 2018, the Company has received one Complaint from the Investors and the same has been resolved. The 'Nil' report forwarded by M/s. Niche Technologies Private Limited (The Registrar and Share Transfer Agent of the Company), relating to the Complaints of Investors was placed before the Board as per Regulation 13 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015. The board considered and noted the same.

**Item No. 7. To take the note on Quarterly Compliance Report on Corporate Governance for the 03<sup>rd</sup> Quarter ended on 31<sup>st</sup> December, 2018.**

The Company Secretary of the Company placed the Quarterly Compliance Report on Corporate Governance for the 03<sup>rd</sup> Quarter ended on 31<sup>st</sup> December, 2018, before the board as per Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015. The board considered and noted the same.

**Item No. 8. To take note on Shareholding Pattern as per Regulation 31 of SEBI (LODR) Regulations, 2015 for the 03<sup>rd</sup> Quarter ended on 31<sup>st</sup> December, 2018.**

The Company Secretary of the Company placed the Quarterly Compliance Report on Shareholding Pattern for the 03<sup>rd</sup> Quarter ended on 31<sup>st</sup> December, 2018, before the

board as per Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015. The board considered and noted the same.

**Item No. 9. To take note on Reconciliation of Share Capital Audit Report issued by Practicing Company Secretary U/R 55A of SEBI (Depositories and Participants) Regulations, 1996.**

The Company Secretary cum Compliance Officer of the Company placed the Reconciliation of Share Capital Audit Report for the quarter ended 31<sup>st</sup> December, 2018, before the Board issued by M/s. Saroj Ray & Associates, the Secretarial Auditors of the Company in terms of Regulation 55A of SEBI (Depositories and Participants) Regulations, 1996. The Board considered, noted the same and taken the report into the record.

**Item No. 10. To Consider & Approve the Transfer/Transmission of shares.**

With the permission of the Chair, the Company Secretary cum Compliance Officer has placed on the table the transfer of 900 no. of equity shares bearing document numbers from 5571 to 5579, containing 100 equity shares each,, during the 03<sup>rd</sup> Quarter ended on 31<sup>st</sup> December, 2018 forwarded by M/s Niche Technologies Private Limited (The Registrar and Share Transfer Agent of the Company) which was received and duly approved by the stake holders relationship committee. The board considered, noted the same and taken the report into record.

**Item No. 11. To take records the Internal Audit Report from the Internal Auditor of the Company for the Quarter ended 31<sup>st</sup> December, 2018.**

The Chief Financial Officer of the Company has placed the internal audit report issued by M/s. AASA & Associates, the Internal Auditors of the Company for the quarter ended 31<sup>st</sup> December, 2018 before the Board. The Board Considered the same and taken into record.

**Item No. 12. To Consider & approve the Quarterly unaudited financial results for the Quarter and nine months ended 31<sup>st</sup> December, 2018.**

The Chief Financial Officer placed the Quarterly unaudited financial results for the quarter and nine months ended 31<sup>st</sup> December, 2018 which was approved by the



members of audit committee. The Board may consider the same and pass the following resolution:

**“RESOLVED THAT** the un-audited financial results for the quarter and nine months ended on 31<sup>st</sup> December, 2018 which was earlier considered, approved and recommended by the Audit Committee was placed before the board duly initialed by the Chairman for the purpose of identification be and is hereby considered, approved and taken on record.”

**“RESOLVED FURTHER THAT** the un-audited financial results for the quarter and nine months ended on 31<sup>st</sup> December, 2018 be and is hereby approved for the purpose of filing with stock exchange and its publication in the Newspaper as per the terms of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.”

**“RESOLVED FURTHER THAT** Mr. Santanu Kumar Gantayat Company Secretary cum Compliance Officer of the Company be and is hereby authorized to arrange for the publication in the newspaper and to do all other statutory compliances.”

**Item No. 13. To take records the Limited Review Report from the Statutory Auditor of the Company.**

The Chief Financial Officer of the Company placed the Limited Review Report issued by M/s. Sanjit Mohanty & Co., the Statutory Auditors of the Company for the quarter and nine months ended 31<sup>st</sup> December, 2018 before the Board. The Board Considered the same and taken into record.”

**Vote of Thanks:**

As there was no other business to be transacted, the meeting came to an end at 01.30 P.M. with vote of thanks to the Chair.

**Place: Bhubaneswar**

**CHAIRMAN**

**Date: 08.03.2019**