

MINUTES OF THE BOARD MEETING FOR THE FINANCIAL YEAR 2021-2022 HELD ON FRIDAY, 25TH DAY OF JUNE 2021, COMMENCED AT 11:00 A.M AND CONCLUDED AT 12:00 P.M. AT THE REGISTERED OFFICE OF THE COMPANY AT F-2264, RIICO INDUSTRIAL AREA, RAMCHANDRAPURA, SITAPURA (EXT.) JAIPUR, RAJASTHAN.

DIRECTOR PRESENT

Mr. Mahesh Kumar Agarwal (Whole Time Director)
Mr. Uma Shankar Agarwal (Whole Time Director)

ITEM NO. 1: CHAIRMAN OF THE MEETING:

Mr. Uma Shankar Agarwal was unanimously elected Chairman of the Meeting.

ITEM NO. 2: LEAVE OF ABSENCE:

No Leave of Absence was granted to any director.

ITEM NO. 3: QUORUM OF THE MEETING:

After ascertaining that the requisite directors were present to form quorum, Chairman declared that the meeting is open. Chairman welcomed all the directors to the Board Meeting. The chairman with the consent of the members conveyed the notice and agenda calling Board Meeting and the same was taken on read.

ITEM NO. 4: CONFIRMATION OF MINUTES OF PREVIOUS BOARD MEETING:

Minutes of the last meeting of the Board of Directors of the Company held on 27/03/2021 were read and there after the following resolution was passed:

“RESOLVED THAT the Minutes of the last meeting of the Board of Directors of the Company held on 27/03/2021 be and are hereby approved and confirmed.”

ITEM NO. 5: DISCLOSURE OF INTEREST OF BOARD OF DIRECTORS OF THE COMPANY AS PER THE PROVISION OF SECTION 184 OF THE COMPANIES ACT, 2013

The chairman placed down the notices, received from the Directors of the Company, notifying their interest in other body corporate pursuant to the provisions of Section 184 of the Companies Act, 2013 were read and recorded by passing the following resolution:

“RESOLVED THAT pursuant to Section 184 and other applicable provision if any, of the Companies Act, 2013 notice of disclosure of interest in Form MBP-1 given by all the directors of the Company be and is hereby noted and taken on record.”

“RESOLVED FURTHER THAT Mr. Uma Shankar director (DIN:02806077) of the company be and is hereby authorized to file necessary e-forms with the Registrar of companies, Jaipur and make entries in the register of directors of the company as necessary and to do all such acts, deeds and things as may be necessary in this regards.

ITEM NO. 6: TO TAKE NOTE OF DISQUALIFICATION OF DIRECTORS IN FORM DIR-8:

Board member noted that the declaration under Section 164 of the Companies Act, 2013 read with the Companies (Appointment and Qualifications of Directors) Rules, 2014 in Form DIR-8 has been received from all the Directors of the Company. The said intimation(s) given by the Directors placed before the Board members at the time of meeting. Board members took note of the same by passing the following resolution:

“RESOLVED THAT pursuant to Section 164 (1) of the Companies Act, 2013 read with Rule 14 (1) of the Companies (Appointment and Qualification of Directors) Rules, 2014, and other applicable provisions of the Companies Act, 2013, the disclosure regarding disqualification to act as a Director in Form DIR-8 received from Directors of the Company, as placed before the meeting, be and are hereby noted and taken on record by the Board.”

ITEM NO. 7: AUTHORIZATION TO DIRECTOR FOR PREPARATION OF BOARD REPORT:

The Chairman informed to the board that as per section 134 of The Companies Act, 2013 that the Board should authorize any one or more director to prepare board report and other required documents and annexure. The Board of directors noted the same and following resolution was passed unanimously in this regard:

“RESOLVED THAT pursuant to the applicable provisions of the Companies Act, 2013 read with rules made there under, the draft of the board’s report for the financial year ended on 31st day of March 2021 shall be prepared in accordance with the general guidelines and notifications issued by MCA in this regard.”

“RESOLVED FURTHER THAT both Directors of the company be and are hereby authorized to prepare the Board’s report to give effect to the aforesaid resolution.”

ITEM NO. 8: APPROVAL REGARDING RELATED PARTY TRASACTION UNDER SECTION 188 OF THE COMPANIES ACT, 2013:

Chairman informed the Board that contracts with M/s Agarwal Float Glass India Private Limited (Enterprises over which directors have significant influence), which is related party to a company, required to be approved by board of directors under section 188 of Companies Act 2013, The Board discussed the same and following resolution was passed:

“RESOLVED THAT pursuant to the provisions of section 188 of the Companies Act, 2013 (as amended or re-enacted from time to time) read with rule no 15 of the Companies (Meeting of Board and its Powers) Rules 2014, the consent be and is hereby accorded for entering into a contract with M/s Agarwal Float Glass India Private Limited, a related party to company, the copy of which is laid before the meeting and initialed by the chairman for the purpose of identification and that the said contract be executed under the signature of any two directors.”

“RESOLVED FURTHER THAT pursuant to the provisions of section 189 of the Companies Act, 2013 (as amended or reenacted from time to time) read with rule no 16 of the Companies (Meeting of Board and its Powers) Rules 2014, Mr. Uma Shankar Agarwal, (DIN:02806077) director of the Company be and is hereby authorized to do the necessary entries in the Register of contracts or arrangements in which directors are interested and authenticate them.”

ITEM NO.9. AUTHORIZATION TO SIGN FORM DPT-3:

The Chairperson informed the Board that filling of necessary forms for the financial year ended 31st March, 2021 with the Registrar of Companies, authorization has to be given to Directors of the Company. The Board took note of the same and passed the following resolution:

“**RESOLVED THAT** Mr. UMA SHANKAR AGARWAL (DIN:02806077) Director of the company be and is hereby authorized to file Form DPT-3 and other required documents for financial year of the company with the Registrar of Companies, Rajasthan, and complete the formalities in this regard.”

VOTE OF THANKS:

There being no other business to transact, the meeting terminated with a vote of thanks to the chair

Date: 06/08/2021

Place: Jaipur

Chairman

Entered on:

Entered by:

MINUTES OF THE BOARD MEETING FOR THE FINANCIAL YEAR 2021-2022 HELD ON FRIDAY, 06TH DAY OF AUGUST 2021, COMMENCED AT 11:00 A.M. AND CONCLUDED AT 11:30 A.M. AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT F-2264, RIICO INDUSTRIAL AREA, RAMCHANDRAPURA, SITAPURA (EXT.) JAIPUR, RAJASTHAN-302022.

DIRECTOR PRESENT

Mr. Mahesh Kumar Agarwal (Whole Time Director)
Mr. Uma Shankar Agarwal (Whole Time Director)

ITEM NO. 1: CHAIRMAN OF THE MEETING:

Mr. Uma Shankar Agarwal was unanimously elected Chairman of the Meeting.

ITEM NO. 2: LEAVE OF ABSENCE:

No Leave of Absence was granted to any director.

ITEM NO. 3: QUORUM OF THE MEETING:

After ascertaining that the requisite directors were present to form quorum, Chairman declared that the meeting is open. Chairman welcomed all the directors to the Board Meeting. The chairman with the consent of the members conveyed the notice and agenda calling Board Meeting and the same was taken on read.

ITEM NO. 4: CONFIRMATION OF MINUTES OF PREVIOUS BOARD MEETING:

Minutes of the last meeting of the Board of Directors of the Company held on 25/06/2021 were read and there after the following resolution was passed:

“RESOLVED THAT the Minutes of the last meeting of the Board of Directors of the Company held on 25/06/2021 be and are hereby approved and confirmed.”

ITEM NO. 5: SATISFACTION OF CHARGE:

Chairman informed to the Board of Director a proposal for satisfaction of charge upon which board members has given their consent and the following resolution has passed.

“RESOLVED THAT the Board hereby take the note of charge release letter or letter of satisfaction dated 06/08/2021 received from TATA CAPITAL FINANCIAL SERVICES LIMITED for the Charge ID 100278789 as registered with the Registrar of Companies (ROC).”

“RESOLVED FURTHER THAT the Bank be hereby requested to release the title deeds mortgaged with them at the time of obtaining the financial assistance.”

“RESOLVED FURTHER THAT Mr. Mahesh Kumar Agarwal, Director (DIN : 02806108)of the company be and is hereby severally authorized file for such satisfaction of charge with the Registrar of Companies (ROC) and generally to do all such acts, deeds, matters and things as may be incidental in this regard.”

VOTE OF THANKS:

There being no other business to transact, the meeting terminated with a vote of thanks to the chair.

Date: 13/10/2021

Place: Jaipur

Chairman

Entered on:

Entered by:

MINUTES OF THE BOARD MEETING FOR THE FINANCIAL YEAR 2021-2022 HELD ON WEDNESDAY, 13TH DAY OF OCTOBER 2021, COMMENCED AT 11:00 A.M. AND CONCLUDED AT 11:30 A.M. AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT F-2264, RIICO INDUSTRIAL AREA, RAMCHANDRAPURA, SITAPURA (EXT.) JAIPUR, RAJASTHAN-302022.

DIRECTOR PRESENT

Mr. Mahesh Kumar Agarwal (Whole Time Director)
Mr. Uma Shankar Agarwal (Whole Time Director)

ITEM NO. 1: CHAIRMAN OF THE MEETING:

Mr. Uma Shankar Agarwal was unanimously elected Chairman of the Meeting.

ITEM NO. 2: LEAVE OF ABSENCE:

No Leave of Absence was granted to any director.

ITEM NO. 3: QUORUM OF THE MEETING:

After ascertaining that the requisite directors were present to form quorum, Chairman declared that the meeting is open. Chairman welcomed all the directors to the Board Meeting. The chairman with the consent of the members conveyed the notice and agenda calling Board Meeting and the same was taken on read.

ITEM NO. 4: CONFIRMATION OF MINUTES OF PREVIOUS BOARD MEETING:

Minutes of the last meeting of the Board of Directors of the Company held on 06/08/2021 were read and there after the following resolution was passed:

“RESOLVED THAT the Minutes of the last meeting of the Board of Directors of the Company held on 06/08/2021 be and are hereby approved and confirmed.”

ITEM NO. 5: MODIFICATION OF CHARGE:

Letter dated the 13.10.2021 received from the State Bank of India, SME SPL Sitapura IA Branch in connection with grant of various credit facilities to the company was placed before the meeting and after consideration thereof, board took the note of the same and passed the following resolution:

“RESOLVED THAT the Company do obtain a WCDL of Rs. 0.50 crores under SME ASSIST Scheme along with the existing various credit facilities either in Indian currencies to the tune of Rs. 11,60,00,000.00 (Rupees Eleven Crore Sixty Lac Only) (total of all advance limits) by way of Cash Credit Rs. 7.50 crore, Edfs Limits Rs. 2.00 crores, GECL of Rs. 1.60 crores and WCDL SME Assist Rs. 0.50 crores and such other facilities as may be agreed upon from time to time between the Bank and the Company entire goods, movables and other assets, present and future, including documents of title to goods and other assets such as book-debts outstanding moneys, receivables, claims, bills, invoices, documents, contracts, engagements, securities, Investments and rights and all machinery, present and future, and future secured by deposit of all Title deeds of the existing immovable properties of the company with intent to create a security thereon in favour of the Bank or mortgage by way of Equitable Mortgage of the existing immovable properties of the Company as detailed below:

Properties at (1) Factory Land & Building situated at Plot no. F-2264 Industrial Area,

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Ramchandrapura, Sitapura Ext, Jaipur AND guarantees of Shri Mahesh Kumar Agarwal, Shri Uma Shankar Agarwal and Smt. Sharda Devi Agarwal on such terms and conditions as may be specified by the Bank.”

“**RESOLVED FURTHER THAT** that with the intent to create a security thereon in favour of the Bank or mortgage by way of Equitable Mortgage, the following properties in the name of Sh. Mahesh Kumar Agarwal would be mortgaged as existing:

- (1) 27, Yojna No. 15, Ganga Ram Nagar, Gopalpur Bypass, Road, Jaipur
(2) 129, Oriental Bank Staff Avasiya Yojna, Jagatpura, Jaipur.”

“**RESOLVED FURTHER THAT** to request Shri Mahesh Kumar Agarwal, Shri Uma Shankar Agarwal and Smt. Sharda Devi to furnish the request guarantees to the Bank for various credit facilities granted to the Company/Society.”

“**RESOLVED FURTHER THAT** the enclosed security documents, received under cover of the Bank’s aforementioned letter and which have been placed before the meeting be and are hereby approved for execution by the Company in accordance with the Articles of Association of the Company/ Bye-laws of the Society.”

“**RESOLVED FURTHER THAT** Shri Mahesh Kumar Agarwal (DIN: 02806108) Directors of the company be and is hereby authorised to execute security documents required by the Bank in this connection with the requirement for affixing Company seal, in presence of Director Shri Uma Shankar Agarwal, (DIN:02806077) in terms of Association of the Company.”

“**RESOLVED FURTHER THAT** Shri Mahesh Kumar Agarwal, (DIN: 02806108) Shri Uma Shankar Agarwal, (DIN: 02806077) Directors of the Company be and are hereby authorised to jointly draw cheques of make other financial transactions in the accounts of M/s Agarwal Toughened Glass India Pvt. Ltd.”

VOTE OF THANKS:

There being no other business to transact, the meeting terminated with a vote of thanks to the chair.

Date: 22/11/2021

Place: Jaipur

Chairman

Entered on:

Entered by:

MINUTES OF THE BOARD MEETING FOR THE FINANCIAL YEAR 2021-2022 HELD ON MONDAY, 22ND DAY OF NOVEMBER 2021, COMMENCED AT 04:00 P.M. AND CONCLUDED AT 05:00 P.M. AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT F-2264, RIICO INDUSTRIAL AREA, RAMCHANDRAPURA, SITAPURA (EXT.) JAIPUR, RAJASTHAN-302022.

DIRECTOR PRESENT

Mr. Mahesh Kumar Agarwal (Whole Time Director)
Mr. Uma Shankar Agarwal (Whole Time Director)

ITEM NO. 1: CHAIRMAN OF THE MEETING:

Mr. Uma Shankar Agarwal was unanimously elected Chairman of the Meeting.

ITEM NO. 2: LEAVE OF ABSENCE:

No Leave of Absence was granted to any director.

ITEM NO. 3: QUORUM OF THE MEETING:

After ascertaining that the requisite directors were present to form quorum, Chairman declared that the meeting is open. Chairman welcomed all the directors to the Board Meeting. The chairman with the consent of the members conveyed the notice and agenda calling Board Meeting and the same was taken on read.

ITEM NO. 4: CONFIRMATION OF MINUTES OF PREVIOUS BOARD MEETING:

Minutes of the last meeting of the Board of Directors of the Company held on 13/10/2021 were read and there after the following resolution was passed:

“RESOLVED THAT the Minutes of the last meeting of the Board of Directors of the Company held on 13/10/2021 be and are hereby approved and confirmed.”

ITEM NO. 5: APPOINTMENT OF STATUTORY AUDITOR TO FILL CASUAL VACANCY:

The chairman informed the board that due to the resignation of previous Statutory Auditor **M/S ASAR & ASSOCIATES** Chartered Accountants (FRN: 019461C), **M/S R. SHAH & COMPANY**, Chartered Accountant (FRN: 502010C), was proposed to be appointed as Statutory Auditor of the Company to hold office until the conclusion of the ensuing Annual General Meeting.

“RESOLVED THAT pursuant to section 139(8) and other applicable provision of the companies Act, 2013, read with rules made there under and subject to the approval of members in the forthcoming general meeting, consent of the board of director be and is hereby accorded to appoint M/s R. SHAH & COMPANY, Chartered Accountant (FRN502010C), as Statutory Auditors of the company to fill the casual vacancy caused due to the resignation of M/S ASAR & ASSOCIATES Chartered Accountants (FRN: 019461C).”

“RESOLVED FURTHER THAT M/s R. SHAH & COMPANY, Chartered Accountant (FRN502010C) shall hold office up to the conclusion of the next Annual General Meeting and they shall inter alia conduct the statutory audit for the financial year ended on 31st March, 2021.”

“RESOLVED FURTHER THAT Board of Director of the company be and are hereby severally authorized to fix the remuneration payable to the auditors and to sign and file e-form with the concerned Registered of Companies and to do all such act, deeds things as may be necessary to give effect to this resolution.”

ITEM NO. 6: TOOK NOTE OF RESIGNATION OF AUDITOR:

The Chairman informed the Board of Directors that **M/S ASAR & ASSOCIATES** Chartered Accountants (FRN: 019461C) vide his letter dated 22.11.2021 has resigned from the Statutory Auditors of the Company. The Board discussed the matter and took note of the same.

ITEM NO. 7. DISCLOSURE OF INTEREST OF BOARD OF DIRECTORS OF THE COMPANY AS PER THE PROVISION OF SECTION 184 OF THE COMPANIES ACT, 2013

The chairman placed down the notices, received from the Directors of the Company, notifying their interest in other body corporate pursuant to the provisions of Section 184 of the Companies Act, 2013 were read and recorded by passing the following resolution:

“RESOLVED THAT pursuant to Section 184 and other applicable provision if any, of the Companies Act, 2013 notice of disclosure of interest in Form MBP-1 given by all the Directors of the Company be and is hereby noted and taken on record.”

“RESOLVED FURTHER THAT Mr. Uma Shankar Agarwal (DIN: 02806077) director of the company be and is hereby authorized to file necessary e-forms with the Registrar of companies, Jaipur and make entries in the register of directors of the company as necessary and to do all such acts, deeds and things as may be necessary in this regards.”

VOTE OF THANKS:

There being no other business to transact, the meeting terminated with a vote of thanks to the chair.

Date: 25/11/2021

Place: Jaipur

Chairman

Entered on:

Entered by:

MINUTES OF THE BOARD MEETING FOR THE FINANCIAL YEAR 2021-2022 HELD ON THURSDAY, 25TH DAY OF NOVEMBER 2021, COMMENCED AT 11.00 A.M. AND CONCLUDED AT 11:30 A.M. AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT F-2264, RIICO INDUSTRIAL AREA, RAMCHANDRAPURA, SITAPURA (EXT.) JAIPUR, RAJASTHAN-302022.

DIRECTOR PRESENT

Mr. Mahesh Kumar Agarwal (Whole Time Director)
Mr. Uma Shankar Agarwal (Whole Time Director)

ITEM NO. 1: CHAIRMAN OF THE MEETING:

Mr. Uma Shankar Agarwal was unanimously elected Chairman of the Meeting.

ITEM NO. 2: LEAVE OF ABSENCE:

No Leave of Absence was granted to any director.

ITEM NO. 3: QUORUM OF THE MEETING:

After ascertaining that the requisite directors were present to form quorum, Chairman declared that the meeting is open. Chairman welcomed all the directors to the Board Meeting. The chairman with the consent of the members conveyed the notice and agenda calling Board Meeting and the same was taken on read.

ITEM NO. 4: CONFIRMATION OF MINUTES OF PREVIOUS BOARD MEETING:

Minutes of the last meeting of the Board of Directors of the Company held on 22/11/2021 were read and there after the following resolution was passed:

“RESOLVED THAT the Minutes of the last meeting of the Board of Directors of the Company held on 22/11/2021 be and are hereby approved and confirmed.”

ITEM NO. 5: MODIFICATION OF CHARGE:

The Chairman informed the board of director that modification of charge is required to be done to meet operation requirement of the company, board took the note of the same and passed the following resolution:

Letter dated the 25.11.2021 received from the state Bank of India, SME SPL Sitapura IA Branch in connection with grant of various credit facilities to the company was placed before the meeting and after consideration thereof,

“RESOLVED THAT the company do obtain a WCDL of Rs 1.16 crores under GECL 1 Extension Scheme along with the existing various credit facilities either in Indian currencies to the tune of Rs. 12,70,00,000.00 (Rupees Twelve crore seventy Lac only) (total of all advance limits) by way of cash credit Rs. 7.50 crore, Edfs Limits Rs 2.00 crores, GECL present outstanding Rs. 1.54 crores and WCDL SME Assist Rs. 0.50 crores and such other facilities as may be agreed upon from time to time between the Bank and the company entire goods, movables and other assets, present and future,

including documents of title to goods and other assets such as book-debts outstanding moneys, receivables, claims, bills, invoices, documents, contracts, engagements, securities, investments and rights and all machinery, present and future, and future secured by deposit of all title deeds of the existing immovable properties of the company with intent to create a security thereon in favour of the Bank or mortgage by way of Equitable Mortgage of the existing immovable properties of the company as detailed below:

Properties at (1) Factory Land & Building situated at plot no.F-2264 Industrial Area, Ramchandpura, Sitapura Ext, Jaipur

AND guarantees of Shri Mahesh Kumar Agarwal, Shri Uma Shankar Agarwal and Smt. Sharda Devi Agarwal on such terms and conditions as may be specified by the Bank.”

“RESOLVED FURTHER THAT with the intent to create a security thereon in favour of the Bank or mortgage by way of Equitable Mortgage, the following properties in the name of Sh. Mahesh Kumar Agarwal would be mortgage as existing:

- 1) 27, Yojna No 15, Ganga Ram Nagar, Gopalpura Bypass, Road, Jaipur
- 2) 129, Oriental Bank Staff Avasiya Yojna, Jagatpura, Jaipur”

“RESOLVED FURTHER THAT to request Shri Mahesh Kumar Agarwal, Shri Uma Shankar Agarwal and Smt. Sharda Devi to furnish the required guarantees to the Bank for various credit facilities granted to the company / Society.”

“RESOLVED FURTHER THAT the enclosed security documents, received under cover of the Bank’s aforementioned letter and which have been placed before the meeting be and are hereby approved for execution by the company in accordance with the Articles of Association of the company/ Bye-laws of the Society.”

“RESOLVED FURTHER THAT Shri Mahesh Kumar Agarwal (DIN: 02806108) Director of the company be and is hereby authorized to execute security documents required by the Bank in this connection with the requirement for affixing company seal, in presence of Director Sh Uma Shankar Agarwal, (DIN:02806077) In terms of Articles of Association of the company.”

“RESOLVED FURTHER THAT Shri Mahesh Kumar Agarwal, (DIN: 02806108) Shri Uma Shankar Agarwal, (DIN:02806077) Directors of the company be and are hereby authorized to jointly / severally draw cheques or make other financial transactions in the accounts of M/s Agarwal Toughened Glass India Pvt. Ltd.”

VOTE OF THANKS:

There being no other business to transact, the meeting terminated with a vote of thanks to the chair.

Date: 29/11/2021

Place: Jaipur

Chairman

Entered on:

Entered by:

MINUTES OF THE BOARD MEETING FOR THE FINANCIAL YEAR 2021-2022 HELD ON MONDAY, 29TH DAY OF NOVEMBER 2021, COMMENCED AT 11:00 A.M. AND CONCLUDED AT 01:00 P.M. AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT F-2264, RIICO INDUSTRIAL AREA, RAMCHANDRAPURA, SITAPURA (EXT.) JAIPUR, RAJASTHAN-302022.

DIRECTOR PRESENT

Mr. Mahesh Kumar Agarwal (Whole Time Director)
Mr. Uma Shankar Agarwal (Whole Time Director)

ITEM NO. 1: CHAIRMAN OF THE MEETING:

Mr. Uma Shankar Agarwal was unanimously elected Chairman of the Meeting.

ITEM NO. 2: LEAVE OF ABSENCE:

No Leave of Absence was granted to any director.

ITEM NO. 3: QUORUM OF THE MEETING:

After ascertaining that the requisite directors were present to form quorum, Chairman declared that the meeting is open. Chairman welcomed all the directors to the Board Meeting. The chairman with the consent of the members conveyed the notice and agenda calling Board Meeting and the same was taken on read.

ITEM NO. 4: CONFIRMATION OF MINUTES OF PREVIOUS BOARD MEETING:

Minutes of the last meeting of the Board of Directors of the Company held on 25/11/2021 were read and there after the following resolution was passed:

“RESOLVED THAT the Minutes of the last meeting of the Board of Directors of the Company held on 25/11/2021 be and are hereby approved and confirmed.”

ITEM NO. 5: APPROVAL OF ANNUAL ACCOUNTS FOR THE YEAR ENDED 31ST MARCH 2021:

The draft Annual Accounts for the financial year ended 31ST March, 2021 as circulated among the members of the Board and the matters arising there from were discussed at length and thereafter the Board passed the following resolution:

“RESOLVED THAT pursuant to the provisions of Section 134 and Section 137 of the Companies Act, 2013 and any other applicable provisions of Companies Act, 2013 read with Rules there under (including any statutory modifications or re-enactment thereof, for the time being in force), the balance-sheet for the year, profit and loss account for the year along with the Cash Flow Statement for the year ended on 31st March, 2021 and the Explanatory Notes annexed to, or forming part of any document referred above as placed before the Board and initialed by the Chairperson for the purpose of identification be and are hereby considered and approved.”

“RESOLVED FURTHER THAT Mr. Uma Shankar Agarwal (DIN:02806077) and Mr. Mahesh Kumar Agarwal, (DIN: 02806108) Directors of the Company and be and are hereby jointly authorized to sign the annual Financial Statement of the Company comprising of Balance Sheet for the year,

Statement of Profit and Loss for the year along with the Cash Flow Statement for the year ended on 31st March, 2021 and the Explanatory Notes annexed to, or forming part of any document referred above and the same be submitted to the Statutory Auditor of the Company **M/S R. SHAH & COMPANY (FRN 502010C)** for their report thereon.”

ITEM NO. 6: TOOK NOTE OF THE AUDITORS REPORT FOR THE FINANCIAL YEAR ENDED 31st MARCH, 2021

Chairman stated that the Auditors Report on the Annual Accounts of the Company for the financial year ended 31st March, 2021 obtained from **R SHAH & COMPANY (FRN 502010C)** Chartered Accountants, Statutory Auditor of the Company was placed on the table for perusal of the Board.

The Board found that there are “No Adverse” remarks made by the Auditors of the Company and took note of the same.

ITEM NO. 7: APPROVAL OF THE DIRECTORS’ REPORT FOR THE FINANCIAL YEAR ENDED 31st MARCH, 2021

The Chairman placed before the board of Director, Directors Report along with requisite annexure. The Board of Directors after due deliberations, passed the following resolution:

“RESOLVED THAT the draft Directors Report for the financial year ended on 31st day of March 2021 as submitted before the board, be and is hereby approved and Mr. Uma Shankar Agarwal (DIN:02806077) and Mr. Mahesh Kumar Agarwal, (DIN: 02806108) Directors of the Company be and are hereby authorized to sign the same on behalf of Board of Directors.”

“RESOLVED FURTHER THAT Mr. Uma Shankar Agarwal (DIN:02806077) director of the company be and is hereby directed to issue the same to the members of the company along with the notes annexed to or forming part of the audited accounts, the auditor’s report and the Director reports.”

ITEM NO. 8: FIXING THE TIME, DATE AND PLACE OF TWELFTH ANNUAL GENERAL MEETING:

The Chairman proposed to convene the 12TH Annual General Meeting on Thursday 30th November, 2021 at 11.00 A.M. at **F-2264, RIICO INDUSTRIAL AREA, RAMCHANDRAPURA, SITAPURA (EXT.) JAIPUR, RAJASTHAN-302022**. There after following resolution was passed in this regard:

“RESOLVED THAT pursuant to the provisions of the Sec 96 of the Companies Act 2013 the 12th Annual General Meeting of the Members of the Company be convened Tuesday, 30TH November, 2021 at 11.00 A.M. at F-2264, RIICO INDUSTRIAL AREA, RAMCHANDRAPURA, SITAPURA (EXT.) JAIPUR, RAJASTHAN-302022.”

ITEM NO. 9: APPROVAL OF NOTICE OF THE ANNUAL GENERAL MEETING:

Chairman placed before the Board, the draft notice of the Annual General Meeting for the year ended on 31st day of March 2021 for its consideration and approval. After due discussions, the Board passed the following resolution:

“RESOLVED THAT the draft notice placed before the table and initialed by the Chairman for purpose of identification, be and is hereby approved and Mr. Mahesh Kumar Agarwal (DIN: 02806108) and Mr. Uma Shankar Agarwal, (DIN:02806077) Directors be and are hereby

For AGARWAL TOUGHENED GLASS INDIA PRIVATE LIMITED
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authorized to sign and issue the notice to the members of the Company who are entitled to receive the same.”

ITEM NO. 10: TO APPROVED THE APPOINTMENT OF STATUTORY AUDITOR:

Chairman informed to the Board of Directors to approve the Appointment of **M/S R SHAH & COMPANY (FRN: 502010C)** which was appointed as statutory Auditor on the Casual Vacancy in duly convened Extraordinary General Meeting held on 22th Day of November 2021.

“**RESOLVED THAT** Pursuant to Section 139 of Companies Act 2013 and any other applicable provisions, as may be amended from time to time **M/S R SHAH & COMPANY (FRN: 502010C)**, Jaipur, Rajasthan, be and are hereby appointed as statutory Auditors of the Company to hold Office till the conclusion of the next Annual General Meeting of the Company.”

ITEM NO.11: AUTHORIZATION FOR ROC FILLINGS:

The Chairperson informed the Board that filling of necessary forms for the financial year ended 31ST March, 2021 with the Registrar of Companies, authorization has to be given to Directors of the Company. The Board took note of the same and passed the following resolution:

“**RESOLVED THAT** Mr. Mahesh Kumar Agarwal (DIN: 02806108) Director of the company be and is hereby authorized to file Forms and other required documents for financial year of the company with the Registrar of Companies, Jaipur, and complete the formalities in this regard.”

VOTE OF THANKS:

There being no other business to transact, the meeting terminated with a vote of thanks to the chair.

Date: 14/12/2021

Place: Jaipur

Chairman

Entered on:

Entered by:

MINUTES OF THE BOARD MEETING FOR THE FINANCIAL YEAR 2021-2022 HELD ON TUESDAY, 14TH DAY OF DECEMBER 2021, COMMENCED AT 11:00 A.M. AND CONCLUDED AT 12:00 P.M. AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT F-2264, RIICO INDUSTRIAL AREA, RAMCHANDRAPURA, SITAPURA (EXT.) JAIPUR, RAJASTHAN-302022.

DIRECTOR PRESENT

Mr. Mahesh Kumar Agarwal (Whole Time Director)
Mr. Uma Shankar Agarwal (Whole Time Director)

ITEM NO. 1: CHAIRMAN OF THE MEETING:

Mr. Uma Shankar Agarwal was unanimously elected Chairman of the Meeting.

ITEM NO. 2: LEAVE OF ABSENCE:

No Leave of Absence was granted to any director.

ITEM NO. 3: QUORUM OF THE MEETING:

After ascertaining that the requisite directors were present to form quorum, Chairman declared that the meeting is open. Chairman welcomed all the directors to the Board Meeting. The chairman with the consent of the members conveyed the notice and agenda calling Board Meeting and the same was taken on read.

ITEM NO. 4: CONFIRMATION OF MINUTES OF PREVIOUS BOARD MEETING:

Minutes of the last meeting of the Board of Directors of the Company held on 29/11/2021 were read and there after the following resolution was passed:

“RESOLVED THAT the Minutes of the last meeting of the Board of Directors of the Company held on 29/11/2021 be and are hereby approved and confirmed.”

ITEM NO. 5: MODIFICATION OF CHARGE:

The chairman informed the board that a resolution is required to be passed for modification of an existing charge to meet fund requirement of the company, board took the note of the same and passed the following resolution:

“RESOLVED THAT pursuant to the provisions of section 77, 79 and other applicable provision if any, of the Companies act, 2013 (Act) read with rule no. 3 & 6 of the Companies (Registration of charge) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the consent of the Board be and is hereby accorded to modify the charge by way of enhancement of the sum of borrowed from AU SMALL FINANCE BANK LIMITED, By this modification the amount secured by charge is enhanced to Rs. 5,00,00,000 by way of availing of new Dropline Overdraft Facility.”

“RESOLVED FURTHER THAT Mr. Mahesh Kumar Agarwal (DIN: 02806108) director of the company be and is hereby authorized to finalize and execute such supplement deed(s), declaration(s), form(s) and document(s) behalf of the company as may be required to modify the said charge.”

ITEM NO. 6: CREATION OF CHARGE:

The Chairman informed the board that a resolution of Board of director is required to be pass for creation of charge amounts to Rs. 10000000/- to meet working capital requirements of the company, Board took the note of the same and passed the following resolution:

“RESOLVED THAT AU SMALL FINANCE BANK LIMITED has sanctioned various credit facilities to the tune of Rs. 10,000,000 in favor of the company with Interest rate 9.25% per annum, payable within 60 months. Sanction Letter received from AU SMALL FINANCE BANK LIMITED in connection with grant of various credit facilities to M/s. Agarwal Toughened Glass India Pvt. Ltd.”

“RESOLVED FURTHER THAT the company shall deposit title deeds of immovable property for Equitable Mortgage of the Property situated at Plot No. S-9A, Shri Gopal Nagar, Appolo Nagar, Gopalpura, Jaipur with the intent to create a security thereon in favor of AU SMALL FINANCE BANK LIMITED.”

“RESOLVED FURTHER THAT the enclosed security Documents, received under the cover of the AU SMALL FINANCE BANK LIMITED aforementioned letter and which have been placed before the meeting be and hereby, approved for execution by the company in accordance with the Article of Association of the company.”

“RESOLVED FURTHER THAT Shri Mahesh Kumar Agarwal, (DIN: 02806108) Director of the company be and is hereby, authorized to execute the necessary security documents required by the AU SMALL FINANCE BANK LIMITED in this connection and to give effect to above resolution.”

VOTE OF THANKS:

There being no other business to transact, the meeting terminated with a vote of thanks to the chair.

Date: 30/12/2021

Place: Jaipur

Chairman

Entered on:

Entered by:

MINUTES OF THE BOARD MEETING FOR THE FINANCIAL YEAR 2021-2022 HELD ON THURSDAY 30TH DAY DECEMBER 2021, COMMENCED AT 11:00 A.M. AND CONCLUDED AT 11:30 A.M. AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT F-2264, RIICO INDUSTRIAL AREA, RAMCHANDRAPURA, SITAPURA (EXT.) JAIPUR, RAJASTHAN-302022.

DIRECTOR PRESENT

Mr. Mahesh Kumar Agarwal (Whole Time Director)
Mr. Uma Shankar Agarwal (Whole Time Director)

ITEM NO. 1: CHAIRMAN OF THE MEETING:

Mr. Uma Shankar Agarwal was unanimously elected Chairman of the Meeting.

ITEM NO. 2: LEAVE OF ABSENCE:

No Leave of Absence was granted to any director.

ITEM NO. 3: QUORUM OF THE MEETING:

After ascertaining that the requisite directors were present to form quorum, Chairman declared that the meeting is open. Chairman welcomed all the directors to the Board Meeting. The chairman with the consent of the members conveyed the notice and agenda calling Board Meeting and the same was taken on read.

ITEM NO. 4: CONFIRMATION OF MINUTES OF PREVIOUS BOARD MEETING:

Minutes of the last meeting of the Board of Directors of the Company held on 14/12/2021 were read and there after the following resolution was passed:

“RESOLVED THAT the Minutes of the last meeting of the Board of Directors of the Company held on 14/12/2021 be and are hereby approved and confirmed.”

ITEM NO. 5: CREATION OF CHARGE:

The Chairman reported that at the request of the Company, HDFC Bank Limited (herein after referred to as “HDFC Bank”) had granted/ agreed to grant various credit facilities amounting to Rs 5,75,00,000/- (Rupees Five Crores Seventy Five Lac Only) (herein after referred to as the “Credit Facility (ies)”) to the Company on the terms and conditions including the securities to be created in favour of the HDFC Bank as contained in HDFC Bank’s letter of offer/sanction letter dated 30/12/2021 addressed to the Company.

The Chairman requested the Board to pass the necessary resolutions for availing the said Credit Facility (ies).

The Board, after due consideration, adopted / passed the following Resolutions:

“RESOLVED THAT the Company be and is hereby authorized to avail of form HDFC Bank, Credit Facility (ies) upto a principal sum of Rs 5,75,00,000 /-(Rupees Five Crores Seventy Five Lac Only) on the terms, conditions and securities mentioned in HDFC Bank’s letter of offer/ sanction letter dated 30/12/2021 and on any other terms and conditions (including the security(ies)) which may be stipulated be HDFC Bank and intimated to the Company from time to time.”

“RESOLVED FURTHER THAT the Board does hereby Declare and confirm that under the Companies Act, 1956 or the Companies Act, 2013. The Memorandum and Articles of Association of the Company and the regulations, from time to time made by the Company in the General Meeting. The power to borrow money’s and/or to create security vests in and is exercisable by the Directors and not by the Company in General Meeting and further that no restriction of any kind whatsoever have been imposed by the Memorandum and Articles of Association or the said Regulations on the Directors’ power to borrow moneys and/or to create security or to delegate such power and that all necessary approvals as required under various Acts/Memorandum and Articles of Association of the Company have been obtained.”

“RESOLVED FURTHER THAT Mr. Mahesh Kumar Agarwal and/or Mr. Uma Shankar Agarwal be and are hereby authorized, jointly and/or severally, to further negotiate with HDFC Bank and accept the revised terms and conditions (including securities) on behalf of the Company.”

“RESOLVED FURTHER THAT the following Security(s) (belonging to the Company) stipulated as security for the Credit Facility (ies) sanctioned by HDFC Bank, shall be mortgaged and/or Lined/ Pledged/ Hypothecated/ Assigned in favour of HDFC Bank by way of execution of requisite Charges document as may be required by HDFC Bank and Mr. Mahesh Kumar Agarwal and/or Mr. Uma Shankar Agarwal be and are hereby authorized, jointly and/or severally, to be present at HDFC Bank and deposit/re-deposit the original title deeds of the Company’s immovable properties with an intention to create security thereof and to make necessary declarations on behalf of the Company.”

Property Address: PLOT NO. F-2236, INDUSTRIAL AREA, RAMCHANDRAPURA, SANGANER, JAIPUR

“RESOLVED FURTHER THAT the Original title deeds/other documents in respect of the properties deposited with HDFC Bank be collected at the time of release/handover by Mr. Mahesh Kumar Agarwal and/or Mr. Uma Shankar Agarwal jointly and/or severally *, and acknowledge/give receipt(s) to the Bank and company with all required formalities including execution of release/reconveyance deed(s) and register the same with the Sub Register and/or such other authorities as may be required to give effect to the same.”

“RESOLVED FURTHER THAT the draft of the document(s) received from HDFC Bank/(s) in respect of the Credit Facility (ies) be and is/are hereby approved and Mr. Mahesh Kumar Agarwal and/or Mr. Uma Shankar Agarwal, be and are hereby authorized, jointly and/or severally to execute, sign and issue all/any such Demand Promissory Notes, Hypothecation Agreements, mortgages (in such from as HDFC Bank/s may require), guarantees, indemnities and all/any other documents, writings and instruments and all renewals and/or amendments there to including Letter of Acknowledgement of Debt/balance confirmations as HDFC Bank/(s) may require from time to time in this regard.”

“RESOLVED FURTHER THAT Mr. Mahesh Kumar Agarwal (DIN: 02806108) and/or Mr. Uma Shankar Agarwal* (DIN:02806077) be and are hereby authorized, jointly and/or severally, on behalf of the company to file the requisite particulars of charge created in favour of HDFC Bank as above with the Registrar of Companies or any other regulatory body within the time frame prescribed by law therefor.”

“RESOLVED FURTHER THAT Mr. Mahesh Kumar Agarwal (DIN: 02806108) and/or Mr. Uma Shankar Agarwal* (DIN:02806077) be and are hereby authorized, jointly and/or severally, to be present at the office of Sub-Registrar for effecting the registration o various documents on behalf of the Company whenever required and to do all such acts, deeds and things as may be necessary or expedient to implement/give effect to this resolution.”

For AGARWAL TOUGHENED GLASS INDIA PRIVATE LIMITED
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“RESOLVED FURTHER THAT Mr. Mahesh Kumar Agarwal (DIN: 02806108) and/or Mr. Uma Shankar Agarwal* (DIN:02806077) be and are hereby authorized, jointly and/or severally, to affix the Common Seal of the Company on all the agreements, documents, writings and instruments and all renewals / amendments, Letter of Acknowledgement of Debt/balance confirmations thereof mentioned above, as may be required by HDFC Bank in conformity with provisions of the Articles of Association of the Company/ the Companies Act, 1956 or the Companies Act, 2013.”

“RESOLVED FURTHER THAT the Company do hereby authorise HDFC Bank for engaging the services of its empanelled vendor-professional for the purpose of certification and filling of e-Form CHG-1/CHG-4 (as the case may be) for and on behalf of the Company and attend to all such matters incidental thereto.”

“RESOLVED FURTHER THAT a copy of the above resolutions be furnished to HDFC Bank as a Certified True Copy by the Chairman of the meeting Mr. Mahesh Kumar Agarwal and/or Mr. Uma Shankar Agarwal the Company Secretary and/or Mr. Mahesh Kumar Agarwal (DIN: 02806108) and/or Mr. Uma Shankar Agarwal, Director (s) (DIN: 02806077) and that HDFC Bank is authorized to act and rely upon these resolutions until HDFC Bank actually receives written notice from the Company of their revocation.”

VOTE OF THANKS:

There being no other business to transact, the meeting terminated with a vote of thanks to the chair.

Date: 04/03/2022

Place: Jaipur

Chairman

Entered on:

Entered by:

MINUTES OF THE BOARD MEETING FOR THE FINANCIAL YEAR 2021-2022 HELD ON FRIDAY, 04TH DAY OF MARCH 2022, COMMENCED AT 11:00 A.M. AND CONCLUDED AT 11:30 A.M. AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT F-2264, RIICO INDUSTRIAL AREA, RAMCHANDRAPURA, SITAPURA (EXT.) JAIPUR, RAJASTHAN-302022.

DIRECTOR PRESENT

Mr. Mahesh Kumar Agarwal (Whole Time Director)
Mr. Uma Shankar Agarwal (Whole Time Director)

ITEM NO. 1: CHAIRMAN OF THE MEETING:

Mr. Uma Shankar Agarwal was unanimously elected Chairman of the Meeting.

ITEM NO. 2: LEAVE OF ABSENCE:

No Leave of Absence was granted to any director.

ITEM NO. 3: QUORUM OF THE MEETING:

After ascertaining that the requisite directors were present to form quorum, Chairman declared that the meeting is open. Chairman welcomed all the directors to the Board Meeting. The chairman with the consent of the members conveyed the notice and agenda calling Board Meeting and the same was taken on read.

ITEM NO. 4: CONFIRMATION OF MINUTES OF PREVIOUS BOARD MEETING:

Minutes of the last meeting of the Board of Directors of the Company held on 30/12/2021 were read and there after the following resolution was passed:

“RESOLVED THAT the Minutes of the last meeting of the Board of Directors of the Company held on 30/12/2021 be and are hereby approved and confirmed.

ITEM NO. 5: SATISFACTION OF CHARGE:

Chairman informed to the Board of Director an proposal for satisfaction of charge upon which board members has given their consent and the following resolution has passed.

“RESOLVED THAT the Board hereby take the note of charge release letter or letter of satisfaction dated 04/03/2022 received from ADITYA BIRLA FINANCE LIMITED for the Charge ID 100414746 as registered with the Registrar of Companies (ROC).”

“RESOLVED FURTHER THAT the Bank be hereby requested to release the title deeds mortgaged with them at the time of obtaining the financial assistance.”

“RESOLVED FURTHER THAT Mr. Mahesh Kumar Agarwal, Director (DIN : 02806108)of the company be and is hereby severally authorized file for such satisfaction of charge with the Registrar of Companies (ROC) and generally to do all such acts, deeds, matters and things as may be incidental in this regard.”

VOTE OF THANKS:

There being no other business to transact, the meeting terminated with a vote of thanks to the chair

Date: 18/03/2022

Place: Jaipur

Chairman

Entered on:

Entered by:

MINUTES OF THE BOARD MEETING FOR THE FINANCIAL YEAR 2021-2022 HELD ON FRIDAY, 18TH DAY OF MARCH 2022, COMMENCED AT 12:00 P.M. AND CONCLUDED AT 01:00 P.M. AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT F-2264, RIICO INDUSTRIAL AREA, RAMCHANDRAPURA, SITAPURA (EXT.) JAIPUR, RAJASTHAN-302022.

DIRECTOR PRESENT

Mr. Mahesh Kumar Agarwal (Whole Time Director)
Mr. Uma Shankar Agarwal (Whole Time Director)

ITEM NO. 1: CHAIRMAN OF THE MEETING:

Mr. Uma Shankar Agarwal was unanimously elected Chairman of the Meeting.

ITEM NO. 2: LEAVE OF ABSENCE:

No Leave of Absence was granted to any director.

ITEM NO. 3: QUORUM OF THE MEETING:

After ascertaining that the requisite directors were present to form quorum, Chairman declared that the meeting is open. Chairman welcomed all the directors to the Board Meeting. The chairman with the consent of the members conveyed the notice and agenda calling Board Meeting and the same was taken on read.

ITEM NO. 4: CONFIRMATION OF MINUTES OF PREVIOUS BOARD MEETING:

Minutes of the last meeting of the Board of Directors of the Company held on 04/03/2022 were read and there after the following resolution was passed:

“RESOLVED THAT the Minutes of the last meeting of the Board of Directors of the Company held on 04/03/2022 be and are hereby approved and confirmed.

ITEM NO. 5: CHANGE OF DESIGNATION OF MR. MAHESH KUMAR AGARWAL AS NON-EXECUTIVE DIRECTOR OF THE COMPANY:

The chairman informed the board that a resolution is required to pass for change of designation of Mr. Mahesh Kumar Agarwal, Board took the note of the same and passed the following resolution:

“RESOLVED THAT pursuant to the applicable provisions of the Companies Act, 2013 (“Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 Mr. MAHESH KUMAR AGARWAL (DIN: 02806108) who was appointed as Whole Time Director of the Company, be and is hereby appointed as a Non-executive Director of the Company.”

“RESOLVED FURTHER THAT the designation of Mr. MAHESH KUMAR AGARWAL (DIN: 02806108) changed from Whole Time Director to Non-Executive director of the Company w.e.f 18th March, 2022.”

“RESOLVED FURTHER THAT Mr. Uma Shankar Agarwal, Director (DIN:02806077) of the Company, be and is hereby authorized to do all acts and deeds as may be necessary to give effect to this resolution.”

ITEM NO. 6: CHANGE OF DESIGNATION OF MR. UMA SHANKAR AGARWAL AS NON-EXECUTIVE DIRECTOR OF THE COMPANY:

The chairman informed the board that a resolution is required to pass for change of designation of Mr. Uma Shankar Agarwal, Board took the note of the same and passed the following resolution:

“RESOLVED THAT pursuant to the applicable provisions of the Companies Act, 2013 (“Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014, Mr. Uma Shankar Agarwal (DIN: 02806077) who was appointed as Whole Time Director of the Company, be and is hereby appointed as a Non-executive Director of the Company.”

“RESOLVED FURTHER THAT the designation of Mr. Uma Shankar Agarwal (DIN: 02806077) changed from Whole Time Director to Non-Executive director of the Company w.e.f 18th March, 2022.”

“RESOLVED FURTHER THAT Mr. Mahesh Kumar Agarwal, (DIN: 02806108) Director of the Company, be and is hereby authorized to do all acts and deeds as may be necessary to give effect to this resolution.”

VOTE OF THANKS:

There being no other business to transact, the meeting terminated with a vote of thanks to the chair.

Date: 26/05/2022

Place: Jaipur

Chairman

Entered on:

Entered by: