



(Under Corporate Insolvency Resolution Process vide Order of Hon'ble NCLT dated 29.05.2020)

July 24, 2020

To,  
The members of suspended Board of Directors,  
Sanwaria Consumer Limited  
Office Hall No. 01, First Floor,  
Metro Walk, Bittan Market,  
Bhopal- 462016

Dear Sir,

**Sub: - Notice of Meeting with the Suspended Board of Directors of Sanwaria Consumer Limited (the "Corporate Debtor" / "CD").**

Notice is hereby given to inform you that Meeting with the suspended Board of Directors of the Corporate Debtor is scheduled to be held on Friday, July 31, 2020 at 02:00 P.M. at the Registered Office of the Company at **Office Hall No. 01, First Floor, Metro Walk, Bittan Market, Bhopal- 462016** to discuss the business as per the agenda enclosed herewith.

Please note that the facility of Video Conferencing (VC) will be provided to the Director(s), who are unable to attend the meeting personally. Please give your confirmation, to attend the meeting via VC, on or before, Wednesday, July 29, 2020 to Mr. Rajeev Goel, Interim Resolution Professional of the Company at [rgsclip@gmail.com](mailto:rgsclip@gmail.com) and [compliance@sanwariaconsumer.com](mailto:compliance@sanwariaconsumer.com)

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

Thanking you,

Sincerely,

Rajeev Goel  
Interim Resolution professional for Sanwaria Consumer Ltd.  
(IP registration no. **IBBI/IPA-001/IP-P00263/2017-18/10507**)

**Encl:** Agenda for the meeting



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Meeting : Meeting of IRP and the members of suspended Board of Directors  
Day : Friday  
Date : July 31, 2020  
Time : 02:00 P.M.

**AGENDA OF BOARD MEETING**

Resolution No.	Agenda
1.	To Resolution Professional to take the Chair;
2.	To grant leave of absence;
3.	To consider and approve the Audited Financial Results for quarter and year ended 31 <sup>st</sup> March, 2020;
4.	To take note of Auditor's Report for quarter and year ended 31 <sup>st</sup> March, 2020;
5.	To appoint CS Shilpa Agarwal as Company Secretary of the Company;
6.	To take note of Shareholding Pattern for the quarter and year ended 31 <sup>st</sup> March, 2020;
7.	To take note of Corporate Governance Report as per regulation 27 (2)(a) of Securities Exchange Board Of India (Listing Obligations And Disclosure Requirement), Regulations 2015;
8.	To take note of investor Ggrievances statement as per regulation 13(3) of Securities Exchange Board Of India (Listing Obligations And Disclosure Requirement), Regulations 2015;
9.	To take note of reconciliation of share capital audit certificate issued by Practicing Company Secretary for the quarter ended 31 <sup>st</sup> March, 2020;
10.	To take note of Certificate as per regulation 7 (3) of Securities Exchange Board of India (Listing Obligations And Disclosure Requirement), Regulations 2015;
11.	To take note of certificate issued by Practicing Company Secretary as per regulation 40 (9) and (10) of Securities Exchange Board Of India (Listing Obligations And Disclosure Requirement), Regulations 2015;
12.	Vote of Thanks
	Any other matter with the permission of Chairman

**FOR SANWARIA CONSUMER LIMITED**

Rajeev Goel  
Interim Resolution professional for Sanwaria Consumer Ltd.  
(IP registration no. IBBI/IPA-001/IP-P00263/2017-18/10507)



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## NOTES TO AGENDA

### 1. APPOINTMENT OF CHAIRMAN OF THE MEETING:

The Interim Resolution Professional would be Chairman of the Meeting.

### 2. LEAVE OF ABSENCE:

The leave shall be granted to those Members who have informed their inability to the Chairman to attend the Meeting due to their pre-assignments.

### 3. APPROVAL OF AUDITED FINANCIAL RESULTS FOR QUARTER AND YEAR ENDED 31ST MARCH, 2020:

The draft of audited financial results for the quarter and year ended 31<sup>st</sup> March, 2020 shall be placed before the Meeting. The members present are requested to consider and approve the same and thereafter pass the resolution as detailed below:

“**RESOLVED THAT** the draft of the audited financial results for the quarter and year ended on 31<sup>st</sup> March, 2020 as placed before the Meeting and initiated by the Mr. Anil Vishwakarma, Chief Financial Officer for the purpose of identification be and is hereby approved.”

### 4. TO TAKE NOTE OF AUDITORS REPORT FOR QUARTER AND YEAR ENDED 31<sup>st</sup> MARCH, 2020:

It is requested to review and take note of the Auditors Report on audited financial results for the quarter and year ended 31<sup>st</sup> March, 2020 prepared by the Statutory Auditors of the Company pursuant to Regulation 33(3) of SEBI (LODR) Regulations, 2015.

### 5. TO APPOINT Ms. SHILPA AGARWAL AS COMPANY SECRETARY OF THE COMPANY:

It is informed that Ms. Shilpa Agarwal has consented to be appointed as Company secretary of the Company w.e.f. 15<sup>th</sup> July, 2020. The members present are requested to consider the same and pass the following resolution:

“**RESOLVED THAT** pursuant to provisions of section 203 of Companies act 2013 and Rule 8 and Rule 8A of Companies appointment & remuneration of Managerial Personnel Rules, 2014), Ms. Shilpa Agarwal company secretary (FCS no. 8608) be and is hereby appointed as the whole time Company Secretary of the company with effect from 15<sup>th</sup> July, 2020 on such terms and conditions as decided and agreed by and between the Resolution Management Professional and Company Secretary.”



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6. **TO TAKE NOTE OF SHAREHOLDING PATTERN AS PER REGULATION 31 (1)(b) OF SECURITIES EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENT), REGULATIONS 2015:**

The Board is requested to take note of the Shareholding Pattern prepared in pursuance of Regulation 31 (1)(b) of the SEBI (LODR) Regulations, 2015, for the quarter ended 31<sup>st</sup> March, 2020 that has been filed within the prescribed time with the Stock Exchanges where the Securities of the Company are listed.

7. **TO TAKE NOTE OF CORPORATE GOVERNANCE REPORT AS PER REGULATION 27 (2)(A) OF SECURITIES EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENT), REGULATIONS 2015:**

It is requested to take note of the Corporate Governance Report, prepared in pursuance of Regulation 27 (2)(a) of the SEBI (LODR) Regulations, 2015, for the quarter and year ended 31<sup>st</sup> March, 2020; that has to be filed with the Stock Exchanges where the Securities of the Company are listed.

8. **TO TAKE NOTE OF INVESTORS GRIEVANCE STATEMENT FOR THE QUARTER ENDED 31ST MARCH, 2020:**

It is requested to take note of the Investors Grievance Statement, prepared in pursuance of Regulation 13(3) of the SEBI (LODR) Regulations, 2015, for the quarter ended 31<sup>st</sup> March, 2020 that has been filed within the prescribed time with the Stock Exchanges where the Securities of the Company are listed.

9. **TO TAKE NOTE OF RECONCILIATION OF SHARE CAPITAL CERTIFICATE ISSUED BY PRACTICING COMPANY SECRETARY FOR THE QUARTER ENDED 31ST MARCH, 2020:**

It is requested to take note of the Reconciliation of Share Capital Audit Certificate issued by Practicing Company Secretary pursuant to Regulation 55A of SEBI (Depositories and Participants) Regulations, 1996 as issued by Securities and Exchange Board of India for the quarter ended 31<sup>st</sup> March, 2020 that has to be filed with the Stock Exchanges where the Securities of the Company are listed.

10. **TO TAKE NOTE OF CERTIFICATE PREPARED AS PER REGULATION 7 (3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENT), REGULATIONS, 2015:**

It is requested to take note of the Certificate, prepared in pursuance of Regulation 7(3) of the SEBI (LODR) Regulations, 2015, for the half year ended 31<sup>st</sup> March, 2020 that has to be filed with the Stock Exchanges where the Securities of the Company are listed.



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11. TO TAKE NOTE OF CERTIFICATE ISSUED BY PRACTICING COMPANY SECRETARY AS PER REGULATION 40 (9) AND 40 (10) OF SECURITIES EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENT) REGULATIONS, 2015

It is requested to take note of the Certificate, prepared in pursuance of Regulation 40 (9) and 40 (10) of the SEBI (LODR) Regulations, 2015, for the half year ended 31<sup>st</sup> March, 2020 that has to be filed with the Stock Exchanges where the Securities of the Company are listed.

12. VOTE OF THANKS

There being no other business matter transacted at the Meeting, the Meeting ended with a vote of thanks to the Chair.

FOR SANWARIA CONSUMER LIMITED

Rajeev Goel

Interim Resolution professional for Sanwaria Consumer Ltd.  
(IP registration no. IBBI/IPA-001/IP-P00263/2017-18/10507)