



SPICE ISLANDS APPARELS LTD.

(Govt. Recognised Export House)

Admin. Office: 125-A, Mittal Tower, 12th Floor, 210, Nariman Point, Mumbai 400 021. India

Tel.: +91 (22) 6740 0800, 2282 3128 Fax: +91 (22) 22826167 www.spiceislandsindia.com

CIN NO : L17121MH1988PLC050197

5th September 2022

To,
The Manager,
Listing Department
BSE Limited, Floor 25,
P J Towers, Dalal Street,
Mumbai — 400 001

Ref : BSE Scrip code 526827

Details of 34th Annual General Meeting of the Company SPICE ISLANDS APPARELS LTD

Day : Thursday
Date : 29th September, 2022
Time : 11.00 a.m.
Location : Two Way Video Conferencing (VC) or Other Audio Visual Means (OAVM)
Place : The Directors will remain present through Video Conferencing from 125-A Mittal Tower, 12th Floor, 210, Nariman Point, Mumbai- 400 021.

Agenda:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended on March 31, 2022 together with the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Umesh M. Katre (DIN 00196300) who retires by rotation and being eligible, offers himself for re-appointment

SPECIAL BUSINESS:

1. To consider and approve the Loan, Guarantee, Security in accordance with the provision of Section 185 of the Companies Act, 2013, and, if thought fit, to pass the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to Section 185 and all other applicable provisions of the companies act, 2013 (“Act”) (including any statutory modification(s) or re-enactment thereof for the time being in force and any other applicable laws, and Rules made thereunder as amended from time to time, the consent of the Members be and is hereby accorded to give guarantee/security to the extent of Rs. 1,50,00,000 (One Crore Fifty Lakhs Only) in connection with a loan under credit facilities to be taken by Seven Islands Ventures Private Limited (Earlier Known as Bhupco Alloys Private Limited) (hereinafter referred as borrowing Company) a Company in which one or more directors of the Company are interested, the above referred Loan to be utilized for the principal business activities of the borrowing Company.

“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all acts and to take all such steps as may be necessary, proper or expedient to give effect to this resolution and the matter connected therewith or incidental thereto.”



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2. **To consider and approve the Loan and Investment by the Company in accordance with the provision of Section 186 of the Companies Act, 2013.**
3. **To consider and if thought fit to pass with or without modification(s) the following Resolution as a Special Resolution: -**

"RESOLVED THAT pursuant to the provisions of Section 186 and all other applicable provisions of the companies act, 2013 ("Act") (including any statutory modification (s) or re-enactment thereof for the time being in force and any other applicable laws, and Rules made thereunder as amended from time to time, the consent of the Members of the Company be and is hereby accorded to authorize the Board of Directors of the Company (hereinafter referred to as the Board, which term shall be deemed to include, unless the context otherwise required, any committee of the Board or any director or officer(s) authorized by the Board to the Board of Directors of the Company to exercise its power to:

(i) give any Loan to any person or other body corporate; and/or

(ii) to give guarantee and/or to provide security in connection with the loan to any other body corporate or person; and/or

(iii) to make investment and acquire by way of subscription, purchase or otherwise the securities of any other body corporate

In one or more tranches and from time to time, up to the maximum amount of Rs. 10 Crores (Rupees Ten Crore Only) outstanding at any point of time notwithstanding that the aggregate amount of all the loans/guarantees/securities/investment so far made together with the proposed loans/guarantees/security/investment to be made, exceeds the limit prescribed under section 186 of the Companies act, 2013.

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all acts and to take all such steps as may be necessary, proper or expedient to give effect to this resolution and the matter connected therewith or incidental thereto."

4. **To consider and approve to keep Registers and Returns at a place other than Registered Office and if thought fit to pass with or without modification(s) the following Resolution as a Special Resolution: -**

"RESOLVED THAT in accordance with the provisions of Section 94 and any other applicable provisions of Companies Act, 2013, read with Rules thereunder (including any statutory modification or re-enactment thereof, for the time being in force), approval of the members be and is hereby accorded to keep all the registers and returns required to be maintained by the Company under Section 92 of the Companies Act, 2013, at the office of the Company located at 125-A, Mittal Tower, 210 Nariman Point, Mumbai – 400021, which is not registered Office of the Company."

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all acts and to take all such steps as may be necessary, proper or expedient to give effect to this resolution and the matter connected therewith or incidental thereto."



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E-voting Date: 26th September, 2022 to 28th September, 2022

Book Closure: 24th September, 2022 to 29th September, 2022 (both days inclusive)

This is for your record please.

for Spice Islands Apparels Ltd.,


Umesh Katre
(Chairman)



Regd. Office: Unit No. 3043-3048, 3rd Floor, Bhandup Industrial Estate, Pannalal Silk Mills Compound, L.B.S. Marg,
Bhandup (West), Mumbai - 400 078.