

Annexure to Notice convening Board Meeting to be held on 8th day of May, 2015

SHIVALIK BIMETAL CONTROLS LIMITED

Working Notes to agenda items w.r.t. Board Meeting to be held on 8th day of May, 2015

Agenda
Item No

Board comprising Mr. S. S. Sandhu, Mr. N. S. Ghumman, Mr. D. J. S. Sandhu, Mr. Rohit Kapur, Mr. G. S. Gill, Mr. N. J. S. Gill, Lt. Gen. Pradeep Khanna (Retd.), Capt. Jitender Singh Mann (Retd.) and Mrs. Harpreet Kaur would meet. Mr. S. S. Sandhu would take the chair.

1. The leave of absence, if any, will be granted to the director who informs the Board of his inability to attend the Board Meeting;
2. The minutes of the 193rd Board Meeting will be confirmed. After confirmation, Mr. S. S. Sandhu, Chairman of the Meeting will initial and sign the aforesaid minutes;
3. To consider and take on record the minutes of the Audit Committee Meeting;
4. The Board shall consider, review and approve Audited Financial Results for the Quarter / Financial Year ended on 31st March, 2015 and to consider the Audit Report by the Statutory Auditors;
5. Mr. Mukesh Kumar Verma, CFO shall present a summary of Related Party Transactions entered into by the Company for the F.Y. 2014-15 and estimates for the F.Y. 2015-16 and the Board shall consider and review the same;
6. Mr. Mukesh Kumar Verma, CFO shall make presentation w.r.t. Status & Progress of various aspects of operations of the Company comprising technical, Manufacturing, Financial, Marketing/Sales & Administration etc. and the Board shall consider and review the same;
7. The Board shall consider and appoint Secretarial Auditor to conduct Secretarial Audit for the F.Y. 2014-15 in pursuance of Section 204 of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable provisions;
8. The Board shall consider and approve Corporate Social Responsibility Policy and formation of Corporate Social Responsibility Committee pursuant to Section 135 of the Companies Act, 2013 read with Companies (Corporate Social Responsibility Policy) Rules, 2014 and other applicable provisions;
9. Directors of the Company shall disclose their interest in the prescribed form MBP-1 in pursuance of Section 184 of the Companies Act, 2013 read with Companies (Meetings of Board and its Powers) Rules, 2014 and other applicable provisions;
10. The Board shall consider and approve Code of internal procedures and conduct for regulating, monitoring and reporting of trading by insiders in pursuance of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and other applicable provisions;
11. Mr. Mukesh Kumar Verma, CFO shall make presentation on various aspects of operations of the Company, futuristically; and the Board shall consider review the same;
12. Apart from above issues the Board shall deliberate on any other matter requiring deliberations and decision, with the permission of the Chairman.