

G D TRADING AND AGENCIES LIMITED

(CIN: L51900MH1980PLC022672)

06-04-2024

To,
Department of Corporate Relations,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400 001.

BSE CODE: 504346

SUBJECT: BOARD MEETING OUTCOME (6th April 2024)

Dear Sir/Madam,

In pursuant to Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we would like to inform you that Board Meeting of the Company was held today i.e. on **Saturday, 06th April, 2024 at 02.00 P.M.** at the registered office of the Company i.e. Unit-B/103-Bldg-B-Ansa Industrial Estate, Andheri East, Mumbai, 400072, (after considering the relevant committee's approval/ recommendations), the Board has considered and approved:

- 1) The Management of the company recently changed by way of Regulation 3 & 4 of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011. Ms. Ira Mishra is the New Promoter of the Company.
- 2) The Board considering the future financial requirements proposed to increase its Borrowing powers up to Rs. 1,000 Cr. and 0to provide guarantees (including 3rd Party Guarantee). The Company pursuant to section 180(1)(c) read with section 179(3) will take appropriate approval from the members under companies Act, 2013 in this regard.
- 3) The Board considering future expansion of business/growth of business decided to make Loans or Investment(s) or provide security and guarantee upto 1,000 Cr. in excess of the prescribed limits under Section 186 of the Companies Act, 2013. The Board will take appropriate approval from the members under companies Act, 2013 in this regard.
- 4) The Board considering future expansion of business/growth of business decided to take Approval for loans, investments, guarantee or security upto 1,000 Cr. under section 185 of Companies Act, 2013.
- 5) The Board has approved the Adoption of new set of Articles of Association as per the provisions of the Companies Act, 2013 subject to approval of members in general meeting.

ADDRESS: UNIT - B/103-BLDG-'B' - ANSA INDUSTRIAL ESTATE, ANDHERI EAST, MUMBAI 400072

EMAIL ID: GDTAL2000@GMAIL.COM PH: 22-66314181, 66314182, WEBSITE: WWW.GDTAL.COM

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- 6) The Board has approved the Adoption of Memorandum of Association as per provisions of the Companies Act, 2013 subject to approval of members in general meeting.
- 7) The Board decides to shift the Registered Office of the Company from Unit-B/103-Bldg-B-Ansa Industrial Estate, Andheri East, Mumbai, 400072 to 129-B, Ansa Industrial Estate , Saki Vihar Road, Saki Naka , Andheri East, Mumbai 40072 within the City Limit.
- 8) The Board recommended the appointment / regularization of appointment of following Directors:

Sr. No	Name of Director	DIN	Designation
1	Mr. Ramesh Chandra Mishra	00206671	Non Executive Non-Independent Director
2	Mr. Avinash Ramshiromani Tiwari	05336563	Non Executive Independent Director for a period of 5- years
3	Mrs. Sanghamitra Sarangi	08536750	Non Executive Independent Director for a period of 5- years
4	Mr. Nitin Arvind Oza	03198502	Non Executive Independent Director for a period of 5- years

- 9) The Board has accepted the following resignations of the Board Members/KMP, who has resigned on account of personal reasons :

Sr. No	Name of Director	DIN	Designation	Effective Date
1	Mr. Sanjay Somani	00629858	Director	06/04/2024
2	Mr. Bharat Somani	00286793	Director	06/04/2024

The details as required under Regulation 30 of the Listing Regulations read with SEBI Circular No. CIR/ CFD /CMD/4/2015 dated September 09, 2015 are enclosed herewith **Annexure - I and Annexure-II.**

- 10) Appointed Mr. Amarendra Mohapatra Practicing Company Secretary of M/s. Amarendra Mohapatra & Associates , as the Secretarial Auditor of the Company for the financial year 2023-2024.

Disclosure of information pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 09, 2015 is enclosed herewith as an **Annexure-III.**

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- 11)The Board has appointed Mr. Amarendra Mohapatra (Practicing Company Secretary) of M/s. Amarendra Mohapatra & Associates (Membership No.: A26257 & COP No.: 14901) as a scrutinizer to the ensuing General Meeting of the Company and E-voting facility shall be provided by Bigshare Services Private Limited.
- 12)The Board has fixed the Extra ordinary General Meeting for the approval of the above matters and it is scheduled to be held on Monday 29th April, 2024 at 1:00 P.M through VC/OAVM.
- 13)The Cut of dates for e-voting is Monday 22ND April 2024.The remote e-voting commencement date is 26th April, 2024, Friday at 9:00 am (IST) and ends on 28th April, 2024, Sunday at 5:00 pm (IST)
- 14)The Board has decided to defer the following matters to a later date:
- Increase of Authorized Capital and issue of Shares
 - Raise of Finance
 - Redemption of Pref. Shares
 - Change of Name and Object
 - Appointment of CFO/MD
 - Reclassification of Promoters


The Meeting of the Board of Directors commenced at **02.00 P.M.** and concluded at **5:50 P.M.**

This is for your kind information and record.

Thanking you,

For G D TRADING AND AGENCIES LIMITED

RAMESH
CHANDRA
MISHRA

 Digitally signed by RAMESH
CHANDRA MISHRA
Date: 2024.04.06 17:51:52
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Ramesh Mishra
Director
Din: 00206671

ADDRESS: UNIT - B/103-BLDG-'B' - ANSA INDUSTRIAL ESTATE, ANDHERI EAST, MUMBAI 400072

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“Annexure-I”

Details under Regulation 30 of the SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015 read along with SEBI Circular CIR/CFD/CMD/4/2015, dated September 09, 2015

SR NO	PARTICULARS	DETAILS
1	Name of Director	Mr. Sanjay Somani (DIN : 00629858)
2	Reason for change viz. appointment, resignation, removal, death or otherwise	Due to personal Reasons Mr. Sanjay Somani have resigned from the Directorship Company
3	Date of appointment/cessation (as applicable) Term of appointment	Cessation w.e.f 06 th April, 2024
4	Brief Profile (in case of Appointment)	Not Applicable
5	Disclosure of relationship between directors (In case of Appointment)	Not Applicable

For G D TRADING AND AGENCIES LIMITED

RAMESH
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MISHRA

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Date: 2024.04.06 17:52:30
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Ramesh Mishra
Director
Din: 00206671

ADDRESS: UNIT - B/103-BLDG-'B' - ANSA INDUSTRIAL ESTATE, ANDHERI EAST, MUMBAI 400072

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“Annexure-II”

Details under Regulation 30 of the SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015 read along with SEBI Circular CIR/CFD/CMD/4/2015, dated September 09, 2015

SR NO	PARTICULARS	DETAILS
1	Name of Director	Mr. Bharat Somani (DIN : 00286793)
2	Reason for change viz. appointment, resignation, removal, death or otherwise	Due to personal Reasons Mr. Bharat Somani have resigned from the Directorship Company
3	Date of appointment /cessation (as applicable) Term of appointment	Cessation w.e.f 06 th April, 2024
4	Brief Profile (in case of Appointment)	Not Applicable
5	Disclosure of relationship between directors (In case of Appointment)	Not Applicable

For G D TRADING AND AGENCIES LIMITED

RAMESH
CHANDRA
MISHRA

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RAMESH CHANDRA
MISHRA
Date: 2024.04.06
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Ramesh Mishra
Director
Din: 00206671

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“Annexure-III”

Disclosure of information pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 09, 2015.

Sr.no	Particulars	Details
1	Name of the Secretarial Auditor	CS Amarendra Mohapatra
2	Reason for change viz	Appointment: to comply with the Companies Act, 2013 and the requirements under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
3	Date of Appointment	06-04-2024 M/s. Amarendra Mohapatra & Associates is appointed as the Secretarial Auditor of the company for the financial year 2023-2024.
4	Brief Profile of Auditor	He has a wide experience and expertise in the field of Secretarial and legal Compliance field for over a Decade. Also, being the proprietor of M/s. Amarendra Mohapatra & Associates, he brings his expertise of handling independently all legal and secretarial work, share transfer, works related to investor grievances and proficiency in mergers, takeovers and delegation of tasks.

Thanking you,

For G D TRADING AND AGENCIES LIMITED

RAMESH Digitally signed by
RAMESH
CHANDRA CHANDRA MISHRA
MISHRA Date: 2024.04.06
17:53:12 +05'30'

Ramesh Mishra
Director
Din: 00206671

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