

G D TRADING AND AGENCIES LIMITED

(CIN: L51900MH1980PLC022672)

16th May, 2024

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

BSE CODE : 504346

SUBJECT: BOARD MEETING OUTCOME

Dear Sir/Madam,

In pursuant to Regulation 30 and 33 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 **Thursday May 16th, 2024** at **02.00 p.m.** at the registered office of the Company, the Board has considered and approved:

- 1) The Audited Financial Results of the Company for the Quarter and Year ended on March 31, 2024.
- 2) Appointed Mr. Amarendra Mohapatra Practicing Company Secretary of M/s. Amarendra Mohapatra & Associates as the Secretarial Auditor (Membership No. A26257) of the company for the financial year 2024-25.

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 read with circular no. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, is enclosed as **Annexure-I**.

- 3) Appointed M/s. Manas Dash & Co. as the Internal Auditor of the company for the financial year 2024-25.

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 read with circular no. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, is enclosed as **Annexure II**.

- 4) Loan conversion into equity shares:

The Board considered the BSE suggestion and based on the same be and hereby clarify that the Proposed 1,35,25,000 (One Crore Thirty-Five Lakh Twenty-Five Thousand) Equity Shares of face value of Re. 10/- each ("Equity Shares"), fully paid up, be issued for cash, at a price 12/- per share (including premium of Rs. 2/- each) by way of issue of equity shares by way of

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preferential allotment in compliance of Chapter- V of the SEBI (ICDR) regulations, 2018 and connected with the EOGM scheduled to be held on 27th May, 2024 for seeking necessary approval from the members, the Subscription amount will be arrived as under:

Description	Remark
A. Proposed 1,35,25,000 (One Crore Thirty-Five Lakh Twenty-Five Thousand) Equity Shares of face value of Re. 10/- each ("Equity Shares"), fully paid up, be issued for cash, at a price 12/- per share (including premium of Rs. 2/- each)	Aggregation to Rs. 16,23,00,000/-
B. Out of the above issue 1,01,50,000 (One Crore One Lakh Fifty Thousand) equity shares of face value of Rs. 10/- each at a subscription price of 12/- will be subscribed by Mr. Rajendra Kamalakant Chodankar.	Aggregation Rs.12,18,00,000/-
C. The subscription amount of Rs. 12,18,00,000/- Will be subscribed/paid by Mr. Rajendra Kamalakant Chodankar as per stated herein second column.	i. Rs. 1,50,00,000/- outstanding Loan as on the date of the issue EOGM Notice. ii. Balance Rs. 10,68,00,000/- paid by cash.
Mr. Rajendra Kamalakant Chodankar has given an open offer as per regulation 3 & 4 of SEBI SAST 2011.	

The Above facts will be intimated to the shareholders at the EOGM scheduled to be held on 27th May 2024 for approving the preferential allotment. The Company undertakes to comply the same.

The Meeting of the Board of Directors commenced at **2:00 p.m.** and concluded at **06:55 p.m.**

Kindly acknowledge and take on record the same.

Thanking you,

For G D TRADING & AGENCIES LIMITED


Ramesh Mishra
Director
DIN: 00206671



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“Annexure-II”

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 read with circular no. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023.

Sr.no	Particulars	Details
1	Name of the Internal Auditor	CA Manas Dash
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	16-05-2024 M/s. MANAS DASH & Co. is appointed as the Internal Auditor of the company for the financial year 2024-25.
4	Brief Profile of Auditor	CA Manas Dash is a chartered accountant with Twenty years of experience, specializing in taxation, auditing and management consultancy, Urban Sector Reforms. He has worked on projects involving capacity building, financial management, institutional development, accounting systems for public sector, project financing, revenue generation and resource mobilization, taxation, including GST, Sales Tax, VAT, Income tax, Services Tax, Excise, and Customs Duty. He is actively engaged in the various reform projects carried out in the state of Orissa and Bihar in the field of Urban Local Bodies. He is a consultant to the Bhubaneswar Municipal Corporation (BMC) Reforms project, which under Phase-I was supported by USAID FIRE (D) project. The work included improving the municipal financial management, and accounting systems of Bhubaneswar BMC. He was engaged in the conversion of the Corporation's accounting from cash to accrual basis. He was also engaged in the conversion of system of accounting of Brahmapur Municipal Corporation, Sambalpur Municipality, Puri Municipality from single entry cash basis of accounting to double entry accrual-based system of accounting. He is also engaged in the preparation of bye-laws of Cuttack Municipal Corporation. As a

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	<p>working partner in M/s Manas Dash & Co., Chartered Accountants, he has been providing various professional services, including auditing (Statutory, Internal, and Management) of banks, incorporation and audit of private and public companies, NGO's, direct and indirect taxation. He is regularly engaged as a faculty in the training programs organized by the City Managers' Association of Orissa and State Urban Development Agency for the employees of the various municipal bodies on accounting, conversion of accounts from cash to accrual basis and reconciliations, etc. He is also engaged as a visiting faculty to private educational institutes and training institutions like BRM Institute of Management. He is also working as a consultant with several software development companies for the development of accounting softwares and management information system softwares. He was also member of the steering committee of Bhubaneswar stock exchange that is overseeing the restructuring of its operations. As a registered valuer under IBBI in asset type: Securities or Financial Assets has done many valuation under companies Act, IBBC and SEBI Acts and rules regulations framed thereunder.</p>
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For G D TRADING & AGENCIES LIMITED


Ramesh Mishra
Director
DIN: 00206671



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