



Date: 29.08.2024

To, Corporate Relationship Department, <b>BSE Limited</b> Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai – 400001	<b>BSE Code: 526747</b> <b>Scrip ID: PGFOILQ</b>
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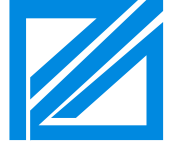
**Subject: Outcome of the Board Meeting**

Dear Sir / Madam,

Pursuant to the provisions of Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we would like to inform you that the Board of Directors of the Company at its Meeting held today i.e. **Thursday, 29<sup>th</sup> August, 2024** inter alia considered and approved the following:

1. Based on the recommendations made by the Audit Committee of the Company and subject to approval of the Members of the Company at the ensuing 45<sup>th</sup> Annual General Meeting, **M/s Gupta Akash & Associates, Chartered Accountants**, Firm Registration No.: 013783C and Peer Review Certificate No.: 017634 valid till 31-07-2027 is appointed as the Statutory Auditors of the Company for a term of Five Years, to fill up the vacancy caused due to retirement of **M/s. Sharma Ashok Kumar & Associates, Chartered Accountants** (Firm Registration No.: 005848C), and they shall hold office until the conclusion of the ensuing Annual General Meeting to be held in the year 2029. The required details in relation to appointment of the Statutory Auditor and retirement of the existing Statutory Auditor pursuant to the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No.: SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July, 2023 are annexed herewith as an Annexure – A.
2. Based upon the recommendation of Nomination and Remuneration Committee and subject to approval of the Members of the Company at the ensuing 45<sup>th</sup> Annual General Meeting, approved the Appointment of **Mr. Sunil Kataria (DIN: 00092681)** as an Additional Non-Executive Independent Director of the Company for a term of Five Years commencing **30<sup>th</sup> August, 2024 to 29<sup>th</sup> August, 2029 (both days inclusive)**. Mr. Sunil Kataria (DIN: 00092681) has confirmed that he meets the criteria of 'Independence' under the provisions of the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The composition of the Board of Directors of the Company is in compliance with the requirements prescribed under the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. The required details in relation to Appointment of an Additional Non-Executive Independent Director pursuant to the provisions of the



Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No.: SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July, 2023 are annexed herewith as an Annexure – B.

3. Approved the Director's Report along with the Annexures and 45<sup>th</sup> Annual Report for the financial year ended 31<sup>st</sup> March, 2024.
4. Convening of 45<sup>th</sup> Annual General Meeting (AGM): The 45<sup>th</sup> Annual General Meeting ("AGM") of the Company for the Financial Year 2023-24 will be held on Friday, 27<sup>th</sup> September, 2024 at 11:30 A.M. via Video Conferencing (VC) or Other Audio Visual Means (OAVM). The Notice of the 45<sup>th</sup> AGM and the Annual Report shall be submitted on the Stock Exchange in due course and shall also be made available on the website of the Company. The Register of Members and Share Transfer Books of the Company will remain closed from 20<sup>th</sup> September 2024 Friday to 27<sup>th</sup> September, 2024, Friday (both days inclusive) for the purpose of 45<sup>th</sup> Annual General Meeting.

The Meeting of the Board of Directors commenced at 02:00 p.m. and concluded at 04:15 p.m.

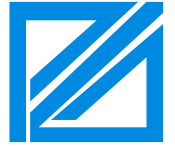
We request you to take the above on record.

Thanking You,

Yours Faithfully,

For **P G FOILS LIMITED**

**Bhawana Songara**  
**(Company Secretary & Compliance Officer)**



## Annexure-A

### Appointment of Statutory Auditors:

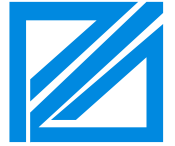
<b>Particulars</b>	M/s Gupta Akash & Associates, Chartered Accountants, Firm Registration No.: 013783C and Peer Review Certificate No.: 017634 is appointed as the Statutory Auditors of the Company for a term of Five Years until the conclusion of the ensuing Annual General Meeting to be held in the year 2029.
<b>Reason for change viz. appointment</b>	Completion of Term of the existing Statutory Auditor in the ensuing 45 <sup>th</sup> Annual General Meeting.
<b>Date of Appointment</b>	At the Board Meeting held on 29 <sup>th</sup> August, 2024 subject to the approval of shareholders in the ensuing 45 <sup>th</sup> AGM.
<b>Term of appointment</b>	For the term of Five (5) Years until the conclusion of the ensuing 50 <sup>th</sup> Annual General Meeting to be held in the year 2029.
<b>Brief Profile</b>	<p>M/s Gupta Akash &amp; Associates, Chartered Accountants, Firm Registration No.: 013783C and Peer Review Certificate No.: 017634 valid till 31-07-2027 has an experience of more than Seventeen Years in the field of:</p> <ul style="list-style-type: none"><li>A. Domestic and International Tax,</li><li>B. Tax and GST Audit,</li><li>C. Litigation matter under GST and Income Tax,</li><li>D. Statutory and Process Audit,</li><li>E. Foreign Exchange Management Act (“FEMA”) Compliances,</li><li>F. Transfer Pricing</li></ul>



	<p>H. Search, Seizure and Survey proceedings                  I. Corporate Financing                  J. Virtual CFO Services</p> <p>The area of expertise includes providing consultancy services in the area of an Auditing, Ind AS Accounting, Taxation, FEMA Compliances etc.</p>
<b>Disclosure of relationships between Directors (in case of appointment of a Director).</b>	Not Applicable

## Retirement of Statutory Auditors:

<b>Particulars</b>	Retirement of M/s. Sharma Ashok Kumar & Associates, Chartered Accountants (Firm Registration No.: 005848C), due to completion of tenure.
<b>Reason for change viz. appointment, resignation, removal, death or otherwise</b>	Completion of Term of the Statutory Auditor.
<b>Date of Appointment / Cessation (Completion of Tenure)</b>	Till the Conclusion of 45 <sup>th</sup> Annual General Meeting of the Company
<b>Term of appointment</b>	Not Applicable
<b>Brief Profile</b>	Not Applicable
<b>Disclosure of relationships between Directors (in case of appointment of a Director).</b>	Not Applicable



## Annexure-B

### Appointment of Mr. Sunil Kataria (DIN: 00092681) as an Additional Non-Executive Independent Director

<b>Particulars</b>	Appointment of Mr. Sunil Kataria (DIN: 00092681) as an Additional Non-Executive Independent Director of the Company for a term of Five Years commencing 30 <sup>th</sup> August, 2024 to 29 <sup>th</sup> August, 2029 (both days inclusive)
<b>Reason for change viz. appointment</b>	Appointment because of the retirement of Mr. Vimal Chand Dhadda (DIN: 00937400) as an Independent Director due to completion of his second consecutive term of five years in the ensuing 45 <sup>th</sup> AGM.
<b>Date of Appointment</b>	With effect from 30 <sup>th</sup> August, 2024 subject to the approval of shareholders.
<b>Term of appointment</b>	Mr. Sunil Kataria (DIN: 00092681) as an Additional Non-Executive Independent Director of the Company for a term of Five Years commencing 30 <sup>th</sup> August, 2024 to 29 <sup>th</sup> August, 2029 (both days inclusive)
<b>Brief Profile</b>	Mr. Sunil Kataria is a seasoned professional with extensive experience in sales, financial management, and investor relations. With a proven track record of driving business growth, he has successfully led diverse teams, optimized financial strategies, and cultivated strong relationships with investors. His expertise spans across various industries, where he has consistently demonstrated leadership in achieving organizational goals and enhancing shareholder value. Mr. Kataria's strategic insights and hands-on approach make him a valuable asset in any corporate setting.
<b>Disclosure of relationships between Directors (in case of appointment of a Director).</b>	Not related to any Director or Key Managerial Personnel.