

Northern Spirits Ltd.

Regd. Office : 5A, Woodburn Park Road, Woodburn Central, Unit 603, 6th Floor,
Kolkata - 700 020, Phone : 033-2290 2043
CIN : U15500WB2012PLC185821

Ref. No. :

Date :

To,
The Listing Operations Department,
BSE Limited,
P. J. Towers,
Dalal Street, Mumbai - 400 001

Date: 16-05-2019

BSE Scrip Code: 542628

Respected Sir/Madam,

Sub: Notice of Board Meeting to be held on Friday 24th May, 2019 at 11.30 A.M to consider items as specified in the agenda

Notice is hereby given that pursuant to Regulation 29 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015 Meeting of Board of Directors of the Company is scheduled to be held on Friday 24TH of May, 2019 to inter alia consider and approve the items as specified in the Agenda.

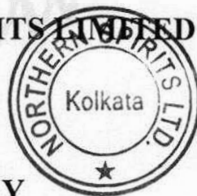
Kindly take the same on your record and oblige.

Thanking you,

FOR NORTHERN SPIRITS LIMITED

Nikita Sureka

NIKITA SUREKA
COMPANY SECRETARY



AGENDA OF BOARD MEETING

Meeting number	01/2019-2020
Day & date	Friday 24 th of May, 2019
Time	11.30 A.M
Venue	5A, Woodburn Park Road, Woodburn Central, Unit-603, 6 th Floor, Kolkata-700020

Item no

1. Resignation of M/s. Agarwal Saha & Associates as Statutory Auditor of the Company.

“RESOLVED THAT pursuant to provision of Section 140 of the Companies Act, 2013 read with rule 8 of the Companies (Audit and Auditors) Rules, 2014 and other applicable provisions of the Companies Act, 2013 the resignation of the existing auditor Mr. Sharad Agarwal, Partner of M/s Agarwal Saha & Associates, Chartered Accountant (FRN: 315202E) vide letter dated 11th April, 2019 be and is hereby accepted and taken on record.

RESOLVED FURTHER THAT Mrs. Kanika Bakshi be and is hereby authorised to ensure requisite forms has been filed by the Auditor with the Registrar of Companies, Kolkata and to do all other acts, deeds and things as may be required in this regard.”

2. Appointment of M/s J.K Sarawgi & Associates as Statutory Auditor

“RESOLVED THAT, pursuant to Sections 139(8), and other applicable provisions, if any, of the Companies Act, 2013 the Company hereby appoints M/s J.K Sarawgi and Company, Chartered Accountants (FRN: 006836C) Mr. Jeet Agarwal, (Membership No. 064038), as Auditors of the Company, to hold office from the conclusion of this Meeting, till the conclusion of the next Annual General Meeting to be held in the year 2019 to fill the casual vacancy caused due the resignation of the M/s Agarwal Saha & Associates.

3. Appointment of Secretarial Auditor

“RESOLVED THAT as per the provision of section 204 and other applicable provisions , if any, of Companies Act, 2013 , Mr. Anurag Fatehpuria Practising Company Secretaries (Membership No: 34471, CoP No: 12855), Kolkata be and is hereby appointed as the Secretarial Auditors of the Company for the financial year 2019-2020.

Nikita Suresh



RESOLVED FURTHER THAT Mrs. Kanika Bakshi, Director of the Company be and is hereby authorised to finalize the remuneration of the Secretarial Auditor and to intimate the same to the Registrar of Companies & to do all such acts, deeds and things which may be deemed necessary and expedient to give effect to the above resolution.”

4. Appointment of Ms. Nikita Sureka as Company Secretary & Compliance Officer

“RESOLVED THAT pursuant to provisions of Section 203 of Companies Act, 2013 read with rule 8 of the Companies (Appointment and Remuneration) Rules, 2014 and any other applicable provision (including any modification or re-enactment thereof) if any of the Companies Act, 2013 the consent of Board be and is hereby accorded to appoint Ms. Nikita Sureka, an Associate member of the Institute of Company Secretaries of India holding the prescribed qualification under Rule 2(1) (Appointment and Qualification of Secretary) Rules, 1988, as Whole time Secretary of the Company with effect from 20th April, 2018 , to perform the duties which may be performed by a Secretary under the Companies Act, 2013 and any other duties assigned to him by the Board from time to time”.

“RESOLVED FURTHER THAT Ms. Nikita Sureka, be and is hereby appointed as the Compliance Officer of the Company as per Clause 6 of Securities And Exchange Board of India (Listing Obligations And Disclosure Requirements) Regulations, 2015.

“RESOLVED FURTHER THAT Mrs. Kanika Bakshi, Director of the Company be and is hereby authorized to digitally sign and submit all necessary e-Forms with the Registrar of Companies(ROC), Kolkata and to do all such acts, deeds and things as may be necessary to give effect to the above resolution”.

5. To approve the acceptance of Addendum to the Business transfer Agreement(BTA)

“RESOLVED THAT consent of Board be and is hereby accorded for the execution and signing of the Addendum to the Business Transfer Agreement entered into between the Company and United Wines reflecting only the changes made in conformity with the original Agreement.

“RESOLVED FURHTER THAT a certified copy of this resolution signed by any of the Directors and be provided to concerned authorities in the matter.”

6. To close the Escrow Account maintained with HDFC Bank

“RESOLVED THAT the Public Issue Escrow Account of the Company maintained with HDFC Bank with the account number-57500000275600 opened on 12/10/2018, Stephen House Branch be closed and the said Bank be and is hereby instructed to refund the balance amount if any, lying in the said account.

Nikita Sureka



RESOLVED FURTHER THAT Mr. Ankush Bakshi, Managing Director be and is hereby authorised to sign and execute all such document(s) or instrument(s) and to do all such acts, deeds or things as may be necessary for closing the said account.

RESOLVED FURTHER that a certified copy of the said resolution be forwarded to the Bank under the signature of Ms. Nikita Sureka, Company Secretary & Compliance Officer of the Company.”

Thanking you,

FOR NORTHERN SPIRITS LIMITED

Nikita Sureka

**NIKITA SUREKA
COMPANY SECRETARY**



Place: Kolkata

Date: 16-05-2019