

STERLING TOOLS LIMITED

CIN : L29222DL1979PLC009668

WORKS : 5-A DLF Industrial Estate
Faridabad - 121 003 Haryana India
Tel : 91-129-227 0621 to 25/225 5551 to 53
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By NEAPS National Stock Exchange of India Limited "Exchange Plaza", Bandra-Kurla Complex, Bandra (E) Mumbai-400051 Scrip Code: STERTOOLS	By Listing Centre The Manager- Listing BSE Limited 25 th Floor, P. J. Towers Dalal Street, Mumbai – 400001 Security Code No. 530759
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Date: 13th August 2024**Sub: Outcome of Meeting of the Board of Directors under Regulation 30 and 33 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.**

Dear Sir/ Madam,

This is to inform you that Board of Directors in its meeting held on Tuesday, 13th August 2024, started at 12:05 Noon and concluded at 02:20 P.M., has taken the following decisions:

i) **Approval of Unaudited Financial Results:** - Please note that as per the recommendation made by the Audit Committee, the Board of Directors of the Company at their meeting held today i.e. 13th August, 2024 has, inter alia, considered and approved the Standalone as well as Consolidated Unaudited Financial results of the Company for the quarter ended 30th June, 2024 along with the Limited Review Report issued by the Statutory Auditors for the quarter ended 30th June, 2024.

A copy of the said Unaudited financial results along with Limited Review Report for the first quarter ended 30th June 2024 is attached as per **Annexure-A**.

ii) **Appointment of Cost Auditors:** The Board has approved the appointment of M/s Jitender Navneet & Co as the Cost Auditors of the Company for the financial year 2024-25. The brief particulars of M/s Jitender Navneet & Co., the Cost Accountants as per the Regulation 30(2) & Part A of Schedule III of SEBI (LODR) Regulations, 2015 is enclosed as **Annexure-B**.

iii) **Appointment of Secretarial Auditors:** - The Board has approved the appointment of M/s Dhananjay Shukla & Associates, the Company Secretaries in Practice as Secretarial Auditors of the Company for the financial year 2024-25 pursuant to the provisions of Section 204 of the Companies Act, 2013.



REGD. OFFICE : 515, DLF Tower-A,
Jasola District Centre, New Delhi - 110025
Email : csec@stlfasteners.com

The brief particulars of M/s Dhananjay Shukla & Associates, the Company Secretaries as per the Regulation 30(2) & Part A of Schedule III of SEBI (LODR) Regulations, 2015 is enclosed as **Annexure-C**.

iv) **Approval of Board Report:** - The Board of Directors has approved the Board's Report for the financial year ended 31st March 2024 along with the annexures thereto which, inter alia, includes the Business Responsibility & Sustainability Report (BRSR), Management Discussion & Analysis Report and Corporate Governance Report.

v) **Fixing the Date of AGM of the Company:** - Pursuant to the MCA Circulars and SEBI Circulars issued from time to time, the 45th Annual General Meeting (AGM) of the Company will be held on **Friday, 13th September 2024 through video conferencing/ Other Audio Visual Means (VG/OAVM)" only without physical presence of the members at the venue.**

vi) **Shift in Registered Office of the Company:** Pursuant to the provisions of Section 12 of the Companies Act, 2013 and any other provisions applicable, the Board has approved the shifting of the Registered office of the Company from "**Unit No. 515, DLF Tower-A, Jasola District Centre, New Delhi-110025**" to "**DJ 1210, Twelfth Floor, DLF Tower-B, Jasola, New Delhi-110025**", subject to the approval of requisite Statutory Authorities.

vii) **Reappointment of Mr. Shailendra Swarup as Non-Executive Independent Director of the Company: -**

Based on the recommendations of the Nomination and Remuneration Committee and subject to the approval of the Shareholders, the Board has approved the re-appointment of Mr. Shailendra Swarup (DIN: 00167799), as Non-Executive Independent Director, who shall not be subject to retirement by rotation, to hold office for second term of five consecutive years with effect from 17th December 2024.

The brief particulars for reappointment of Mr. Shailendra Swarup as Independent Director of the Company, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, is enclosed as **Annexure-D**.

Thanking you,

Yours faithfully,

for Sterling Tools Limited



Abhishek Chawla
Company Secretary & Compliance Officer
M. No. A34399



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Outer Circle,
New Delhi - 110 001
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Independent Auditor's Review Report on Standalone Unaudited Quarterly Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended)

To the Board of Directors of Sterling Tools Limited

1. We have reviewed the accompanying statement of standalone unaudited financial results ('the Statement') of Sterling Tools Limited ('the Company') for the quarter ended 30 June 2024, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) ('Listing Regulations').
2. The Statement, which is the responsibility of the Company's Management and approved by the Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, Interim Financial Reporting ('Ind AS 34'), prescribed under Section 133 of the Companies Act, 2013 ('the Act'), and other accounting principles generally accepted in India and is in compliance with the presentation and disclosure requirements of Regulation 33 of the Listing Regulations. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, Review of Interim Financial Information Performed by the Independent Auditor of the Entity, issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with the Standards on Auditing specified under section 143(10) of the Act, and consequently, does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.



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Independent Auditor's Review Report on Standalone Unaudited Quarterly Financial Results of Sterling Tools Limited pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) (cont'd)

4. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in Ind AS 34, prescribed under Section 133 of the Act, and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in accordance with the requirements of Regulation 33 of the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.

For Walker Chandiook & Co LLP

Chartered Accountants

Firm Registration No: 001076N/N500013



Ashish Gera

Partner

Membership No. 508685

UDIN: 24508685BKEUFF4183



Place: Faridabad

Date: 13 August 2024



STERLING TOOLS LIMITED

Regd. Office: Office No 515, DLF Tower A, Jasola, NEW DELHI-110025

Website: stlfasteners.com, E-mail:sterling@stlfasteners.com, CIN: L29222DL1979PLC009668

Standalone statement of profit and loss for the quarter ended 30 June 2024

(₹ in lakhs, except per share data)

S. No.	Particulars	Three months ended 30 June 2024	Preceding three months ended 31 March 2024	Corresponding three months ended 30 June 2023	Year ended 31 March 2024
		(Unaudited)	(Refer note 3)	(Unaudited)	(Audited)
1	Income				
	(a) Revenue from operations	16,126.91	16,559.12	14,756.77	60,813.75
	(b) Other income	165.64	143.76	107.16	556.04
	Total income	16,292.55	16,702.88	14,863.93	61,369.79
2	Expenses				
	(a) Cost of materials consumed	6,276.30	7,387.58	6,248.00	25,659.28
	(b) Changes in inventories of finished goods and work-in-progress	20.59	(840.73)	(176.29)	(787.82)
	(c) Employee benefits expense	1,488.78	1,287.74	1,300.49	5,105.87
	(d) Finance costs	170.56	164.50	222.10	761.88
	(e) Depreciation and amortisation expenses	691.58	782.29	769.03	3,123.97
	(f) Other expenses	6,098.30	6,310.80	5,388.87	22,331.92
	Total expenses	14,746.11	15,092.18	13,752.20	56,195.10
3	Profit before exceptional items and tax (1-2)	1,546.44	1,610.70	1,111.73	5,174.69
4	Exceptional items (refer note 5)	-	-	(20.39)	39.71
5	Profit before tax (3+4)	1,546.44	1,610.70	1,091.34	5,214.40
6	Tax expense				
	(a) Current tax (including earlier years)	446.55	459.46	322.49	1,469.09
	(b) Deferred tax	(41.55)	(49.39)	(40.46)	(139.22)
	Total tax expenses	405.00	410.07	282.03	1,329.87
7	Profit for the period (5-6)	1,141.44	1,200.63	809.31	3,884.53
8	Other comprehensive income				
	(A) (i) Items that will not be reclassified to the statement of profit and loss	(21.19)	(386.81)	(0.28)	(462.65)
	(ii) Income-tax relating to items that will not be reclassified to the statement of profit and loss	5.33	97.34	0.07	116.43
	(B) (i) Items that will be reclassified to the statement of profit and loss	-	-	-	-
	(ii) Income-tax relating to items that will be reclassified to the statement of profit and loss	-	-	-	-
	Total other comprehensive income	(15.86)	(289.47)	(0.21)	(346.22)
9	Total comprehensive income for the period (comprising profit and other comprehensive income for the period) (7+8)	1,125.58	911.16	809.10	3,538.31
10	Paid-up equity share capital (face value of ₹ 2 each)	720.48	720.48	720.48	720.48
11	Other equity				42,442.02
12	Earnings per share*				
	(a) Basic	3.17	3.33	2.25	10.78
	(b) Diluted	3.16	3.33	2.25	10.77

* not annualised except for the year ended 31 March 2024

See accompanying notes to the standalone financial results

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STERLING TOOLS LIMITED

Regd. Office: Office No. 515, DLF Tower-A, Jasola, New Delhi-110025

Website: stlfasteners.com, E-mail: csec@stlfasteners.com, CIN: L29222DL1979PLC009668

Notes:

1. The standalone financial results of Sterling Tools Limited (the 'Company') for the quarter ended 30 June 2024 have been reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on 13 August 2024. The statutory auditors of the Company have conducted a limited review on these standalone financial results.
2. The above results have been prepared in accordance with the recognition and measurement principles of applicable Indian Accounting Standards ('Ind AS') as notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended), as specified under section 133 of the Companies Act, 2013, other accounting principles generally accepted in India and in compliance with the presentation and disclosure requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 (as amended).
3. Figures for the quarter ended 31 March 2024 represents the balancing figures between the audited figures in respect of the full financial year and published year to date reviewed figures upto the third quarter of the year ended 31 March 2024.
4. The Company is primarily in the business of manufacturing of fasteners (i.e. automotive components) which falls within a single business segment in terms of the Indian Accounting Standard 108, 'Operating Segments' and accordingly there are no reportable segments.
5. Exceptional items includes:

Particulars	Three months ended 30 June 2024	Preceding three months ended 31 March 2024	Corresponding three months ended 30 June 2023	Year ended 31 March 2024
(a) Insurance claim	-	-	-	60.10
(b) Interest	-	-	(20.39)	(20.39)
Total	-	-	(20.39)	39.71

a. pertains to insurance claim received from an insurance company on account of a fire incident in an earlier year at one of the Company's manufacturing facility.

b. pertains to estimated interest liability recognised by the Company on proposed foreclosure of authorisation license under Export Promotion Capital Goods ('EPCG') scheme.

6. Previous period figures have been regrouped/reclassified, where necessary, to conform to the current period's classification. The impact of such reclassification/regrouping is not material to these standalone financial results.

Place: Faridabad

Date: 13 August 2024

For and on behalf of the Board of Directors




Atul Aggarwal
Managing Director
DIN: 00125825



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Walker Chandiook & Co LLP

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Outer Circle,
New Delhi - 110 001
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Independent Auditor's Review Report on Consolidated Unaudited Quarterly Financial Results of the Company pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended)

To the Board of Directors of Sterling Tools Limited

1. We have reviewed the accompanying statement of unaudited consolidated financial results ('the Statement') of Sterling Tools Limited ('the Holding Company') and its subsidiaries (the Holding Company and its subsidiaries together referred to as 'the Group'), (refer Annexure 1 for the list of subsidiaries included in the Statement) for the quarter ended 30 June 2024, being submitted by the Holding Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) ('Listing Regulations').
2. This Statement, which is the responsibility of the Holding Company's management and approved by the Holding Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, Interim Financial Reporting ('Ind AS 34'), prescribed under section 133 of the Companies Act, 2013 ('the Act'), and other accounting principles generally accepted in India and is in compliance with the presentation and disclosure requirements of Regulation 33 of the Listing Regulations. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, Review of Interim Financial Information Performed by the Independent Auditor of the Entity, issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with the Standards on Auditing specified under section 143(10) of the Act, and consequently, does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

We also performed procedures in accordance with the SEBI Circular CIR/CFD/CMD1/44/2019 dated 29 March 2019 issued by the SEBI under Regulation 33 (8) of the Listing Regulation, to the extent applicable.



Chartered Accountants

Offices in Bengaluru, Chandigarh, Chennai, Gurugram, Hyderabad, Kochi, Kolkata, Mumbai, New Delhi, Noida and Pune

Walker Chandiook & Co LLP is registered with limited liability with identification number AAC-2085 and has its registered office at L-41 Connaught Circus, Outer Circle, New Delhi, 110001, India

Independent Auditor's Review Report on Consolidated Unaudited Quarterly Financial Results of Sterling Tools Limited pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) (cont'd)

4. Based on our review conducted and procedures performed as stated in paragraph 3 above and upon consideration of the review report of the other auditor referred to in paragraph 5 below, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in Ind AS 34, prescribed under section 133 of the Act, and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in accordance with the requirements of Regulation 33 of the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.
5. We did not review the interim financial information of one subsidiary included in the Statement, whose financial information reflects total revenues of ₹ 12,051.02 lakhs, total net profit after tax of ₹ 700.41 lakhs, total comprehensive income of ₹ 700.06 lakhs, for the quarter ended on 30 June 2024, as considered in the Statement. This interim financial information have been reviewed by other auditor whose review report has been furnished to us by the management, and our conclusion in so far as it relates to the amounts and disclosures included in respect of this subsidiary is based solely on the review report of such other auditor and the procedures performed by us as stated in paragraph 3 above.

Our conclusion is not modified in respect of this matter with respect to our reliance on the work done by and the report of the other auditor.

6. The Statement includes the interim financial information of four subsidiaries, which have not been reviewed by their auditors, whose interim financial information reflects total revenues of nil, net loss after tax of ₹ 0.97 lakhs, total comprehensive loss of ₹ 0.97 lakhs for the quarter ended 30 June 2024, as considered in the Statement, and have been furnished to us by the Holding Company's management. Our conclusion on the Statement, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, is based solely on such unreviewed interim financial information. According to the information and explanations given to us by the management, these interim financial information are not material to the Group.

Our conclusion is not modified in respect of this matter with respect to our reliance on the financial information certified by the Board of Directors.

For Walker Chandiook & Co LLP
Chartered Accountants
Firm Registration No: 001076N/N500013



Ashish Gera
Partner
Membership No. 508685
UDIN: 24508685BKEUFG6420



Place: Faridabad
Date: 13 August 2024

Walker Chandiook & Co LLP

Annexure 1 to the Independent Auditor's Review Report on Consolidated Unaudited Quarterly Financial Results of Sterling Tools Limited pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended)

Annexure 1

List of subsidiaries included in the Statement

1. Sterling Gtate E-mobility Limited,
2. Haryana Ispat Private Limited,
3. Sterling Advanced Electric Machines Private Limited,
4. Sterling Tech-Mobility Limited (with effect from 28 June 2024), and
5. Sterling E-mobility Private Limited (with effect from 28 June 2024).

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STERLING TOOLS LIMITED

Regd. Office: Office No. 515, DLF Tower-A, Jasola, New Delhi-110025
Website: stlfasteners.com, E-mail: csec@stlfasteners.com, CIN: L29222DL1979PLC009668

Consolidated statement of profit and loss for the quarter ended 30 June 2024

(₹ in lakhs, except per share data)

S. No.	Particulars	Three months ended 30 June 2024	Preceding three months ended 31 March 2024	Corresponding three months ended 30 June 2023	Year ended 31 March 2024
		(Unaudited)	(Refer note 3)	(Unaudited)	(Audited)
1	Income				
	(a) Revenue from operations	28,168.00	26,924.85	22,060.23	93,197.17
	(b) Other income	198.32	175.20	222.07	653.94
	Total income	28,366.32	27,100.05	22,282.30	93,851.11
2	Expenses				
	(a) Cost of materials consumed	15,321.48	14,185.28	12,885.62	49,963.49
	(b) Changes in inventories of finished goods and work-in-progress	(354.42)	338.21	(1,205.04)	(726.22)
	(c) Employee benefits expense	2,233.09	1,814.32	1,562.58	6,597.82
	(d) Finance costs	249.21	221.52	246.32	946.23
	(e) Depreciation and amortisation expenses	768.18	826.72	805.55	3,305.10
	(f) Other expenses	7,755.66	7,582.26	6,272.61	26,584.67
	Total expenses	25,973.20	24,968.31	20,567.64	86,671.09
3	Profit before exceptional items and tax (1-2)	2,393.12	2,131.74	1,714.66	7,180.02
4	Exceptional items (refer note 5)	-	-	(20.39)	39.71
5	Profit before tax (3+4)	2,393.12	2,131.74	1,694.27	7,219.73
6	Tax expense				
	(a) Current tax (including earlier years)	658.97	607.13	433.97	1,958.85
	(b) Deferred tax	(106.71)	(100.43)	(46.47)	(275.62)
	Total tax expenses	552.26	506.70	387.50	1,683.23
7	Profit for the period (5-6)	1,840.86	1,625.04	1,306.77	5,536.50
8	Other comprehensive income				
	(A) (i) Items that will not be reclassified to the statement of profit and loss	(21.61)	(390.60)	(0.03)	(464.34)
	(ii) Income-tax relating to items that will not be reclassified to the statement of profit and loss	5.41	97.98	0.03	116.72
	(B) (i) Items that will be reclassified to the statement of profit and loss	-	-	-	-
	(ii) Income-tax relating to items that will be reclassified to the statement of profit and loss	-	-	-	-
	Total other comprehensive income	(16.20)	(292.62)	-	(347.62)
9	Total comprehensive income for the period (comprising profit and other comprehensive income for the period) (7+8)	1,824.66	1,332.42	1,306.77	5,188.88
10	Profit for the period attributable to				
	(a) Owners of the Holding Company	1,840.86	1,625.04	1,306.77	5,536.50
	(b) Non controlling interests	-	-	-	-
11	Other comprehensive loss attributable to				
	(a) Owners of the Holding Company	(16.20)	(292.62)	-	(347.62)
	(b) Non controlling interests	-	-	-	-
12	Total comprehensive income attributable to				
	(a) Owners of the Holding Company	1,824.66	1,332.42	1,306.77	5,188.88
	(b) Non controlling interests	-	-	-	-
13	Paid-up equity share capital (face value of ₹ 2 each)	720.48	720.48	720.48	720.48
14	Other equity				43,990.37
15	Earnings per share*				
	(a) Basic	5.11	4.51	3.63	15.37
	(b) Diluted	5.09	4.51	3.63	15.35

* not annualised except for the year ended 31 March 2024

See accompanying notes to the consolidated financial results



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STERLING TOOLS LIMITED

Regd. Office: Office No. 515, DLF Tower-A, Jasola, New Delhi-110025

Website: stfasteners.com, E-mail: csec@stfasteners.com, CIN: L29222DL1979PLC009668

Notes:

1. The consolidated financial results of Sterling Tools Limited (the 'Holding Company') for the quarter ended 30 June 2024 have been reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on 13 August 2024. The statutory auditors of the Holding Company have conducted a limited review of these consolidated financial results.
2. The above results have been prepared in accordance with the recognition and measurement principles of applicable Indian Accounting Standards ('Ind AS') as notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended), as specified under section 133 of the Companies Act, 2013, other accounting principles generally accepted in India and in compliance with the presentation and disclosure requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 (as amended).
3. Figures for the quarter ended 31 March 2024 represents the balancing figures between the audited figures in respect of the full financial year and published year to date reviewed figures upto the third quarter of the year ended 31 March 2024.
4. The Group is primarily in the business of manufacturing of automotive components which falls within a single business segment in terms of the Indian Accounting Standard 108, 'Operating Segments' and accordingly there are no reportable segments.
5. Exceptional items includes:

Particulars	Three months ended 30 June 2024	Preceding three months ended 31 March 2024	Corresponding three months ended 30 June 2023	Year ended 31 March 2024
(a) Insurance claim	-	-	-	60.10
(b) Interest	-	-	(20.39)	(20.39)
Total	-	-	(20.39)	39.71


a. pertains to insurance claim received from an insurance company on account of a fire incident in an earlier year at one of the Holding Company's manufacturing facility.

b. pertains to estimated interest liability recognised by the Holding Company on proposed foreclosure of authorisation license under Export Promotion Capital Goods ('EPCG') scheme.

6. The Board of Directors of the Holding Company had considered and approved the amalgamation of Haryana Ispat Private Limited, a wholly owned subsidiary, by way of a scheme of amalgamation in its meeting dated 1 February 2024. Thereafter, the scheme has been filed at the Delhi Bench of the Hon'able National Company Law Tribunal ('the NCLT') and the approval of the NCLT is awaited.
7. The Holding Company, during the quarter, has acquired two wholly owned subsidiaries namely Sterling E-Mobility Private Limited and Sterling Tech-Mobility Limited on 28 June 2024.
8. Previous period/year figures have been regrouped/reclassified, where necessary, to conform to the current period's classification. The impact of such reclassification/regrouping is not material to these consolidated financial results.

For and on behalf of the Board of Directors




Atul Aggarwal
Managing Director
DIN: 00125825

Place: Faridabad
Date: 13 August 2024



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ANNEXURE- B

Appointment/ Re-appointment of Cost Auditors of the Company

S.No.	Details of event to be provided	Details
1	Reason of Change Viz. Appointment, Resignation, removal, death or otherwise	The Company has appointed Cost Auditors for conducting the cost audit of the Company for the financial year 2024-25
2	Date of Appointment and Term of Appointment	M/s Jitender Navneet & Co., is appointed as the Cost Auditor of the Company at Board Meeting of the Company held on Tuesday, 13 th August 2024, to conduct the cost audit of the Company for the financial year 2024-25 as recommended by the Audit Committee at such remuneration as decided by the Board of Directors and M/s, Jitender Navneet & Co., mutually subject to ratification of remuneration by the shareholders of the Company.
3	Brief Profile (in case of Appointment)	M/s Jitender Navneet & Co is a firm of Practicing Cost Accountants possessing more than 21 years of extensive experience in the fields of Cost Audit, internal Audit, direct and indirect taxation.
4	Disclosure of relationship between Director (In case of appointment as Director)	NA



ANNEXURE-C

Appointment/ Re-appointment of Secretarial Auditors of the Company

S.No.	Details of event to be provided	Details
1	Reason of Change Viz. Appointment, Resignation, removal, death or otherwise	In accordance with the provisions of Section 204 of Companies Act, 2013 the Company has appointed Secretarial Auditor for conducting the secretarial audit of the Company for the financial year 2024-25.
2	Date of Appointment and Term of Appointment	M/s Dhananjay Shukla & Associates, Company Secretaries, is appointed as the Secretarial Auditor of the Company at Board Meeting of the Company held on Tuesday, 13 th August 2024, to conduct the secretarial audit of the Company for the financial year 2024-25 as recommended by the Audit Committee at such annual audit fees as decided by the Board of Directors and M/s Dhananjay Shukla & Associates, mutually.
3	Brief Profile (in case of Appointment)	M/s Dhananjay Shukla & Associates is a firm of Practicing Company Secretaries possessing more than 15 years of extensive experience in the fields of Corporate Laws & Procedures, Secretarial Compliance Audit, SEBI Regulations, SEBI Listing Regulations, FEMA Compliances, Takeover Regulations, Prohibition of Insider Trading Regulation and other related compliances, IPR Laws, Labour Laws as well as RBI Matters.
4	Disclosure of relationship between Director (In case of appointment as Director)	NA



ANNEXURE-D

Disclosures as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

S.No.	Details of event to be provided	Details
1	Name of Director	Mr. Shailendra Swarup (DIN: 00167799)
2	Reason of Change Viz. Appointment, Resignation, removal, death or otherwise	Based on the recommendations of the Nomination and Remuneration Committee and subject to the approval of the Shareholders in subsequent Board Meeting, the re-appointment of Mr. Shailendra Swarup (DIN: 00167799), as Non-Executive Independent Director, who shall not be subject to retirement by rotation and to hold office for second term of five consecutive years with effect from 17 th December 2024.
3	Date of Re-Appointment and Term of Appointment	Reappointment w.e.f. 17 th December 2024 for a consecutive term of 5 years.
4	Brief Profile (in case of Appointment)	Mr. Shailendra Swarup, aged 79, holds a bachelor's degree in arts and is also a law graduate. He is a Corporate Lawyer and has been practicing as an Advocate in the Delhi High Court and the Supreme Court for over 56 years. He serves as an Independent Director on the Board of various listed and unlisted entities. Currently, he is a member of the NRC, Audit Committee, and Stakeholder Relationship Committee of the Company. His presence on the Board of the Company adds significant value to the deliberations at the Committees and Board meetings.
5	Disclosure of relationship between Director (In case of appointment as Director)	NA
6	Information as required pursuant to BSE Circular with ref no. LIST/COMP/14/2018- 19	Mr. Shailendra Swarup is not debarred from holding the office of director by virtue of any SEBI order or any other such authority

