



Shivalik Bimetal Controls Ltd.

(A Govt. of India Recognised Star Export House)

Regd. Off. : 16 - 18, New Electronics Complex, Chambaghat, Distt. Solan - 173213, H.P. (INDIA)
Phone : + 91 - 1792 - 230578 Fax : + 91 - 1792 - 230475, 230578
Email : plant@shivalikbimetals.com Website : www.shivalikbimetals.com
Secretarial / Investor Department : investor@shivalikbimetals.com
CIN : L27101HP1984PLC005862



Cer. Registr. No.
44 111 151717



Cer. Registr. No.
104 16390873
116 16390873



Cer. Registr. No.
QM 04 00394

SBCL/BSE/2022-23/29

29th August, 2022

To, BSE Limited Corporate Relationship Deptt. PJ Towers, 25th Floor, Dalal Street, Mumbai – 400 001 Code No. 513097	To, National Stock Exchange of India Ltd. Exchange Plaza, Plot No.C/1, G-Block Bandra Kurla Complex, Bandra (East), Mumbai – 400 051 Code No. SBCL
-------------------------------------------------------------------------------------------------------------------------------------------	-----------------------------------------------------------------------------------------------------------------------------------------------------------------------

Sub: Intimation under Regulation 30 of SEBI (LODR) Regulations, 2015

1) Outcome of the Board Meeting held on Today i.e 29th day of August, 2022.

Dear Sir/Madam,

In compliance with Regulation 30 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, we wish to inform you that the Board of Directors of the Company in its meeting held today i.e 29th day of August, 2022, has inter alia considered and approved the following(s):

1. Issue of Bonus shares in the ratio of 2:1, i.e., one Bonus equity shares of Rs. 2/- each for every Two fully paid up equity shares held, as on the record date. The record dates ascertain members eligible to receive will be fixed in due course. Details as required under Regulation 30 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) are enclosed as **Annexure -1**. The issue of Bonus shares is subject to approval of the shareholders in the forthcoming Annual General Meeting;
2. The Board considered & approved the re-appointment of Mr. S.S. Sandhu (DIN No. 00002312), Chairman & Whole Time Director, whose period of office will expire on July 31, 2023 and decided to re-appoint him for another period of five years from August 01, 2023 to July 31, 2028 and ratification of the existing remuneration as well, subject to approval of shareholders by way of Special resolution in the forthcoming Annual General Meeting, in accordance with the relevant provisions of the Companies Act, 2013;
3. The Board considered and reviewed the ratification of the existing remuneration of Mr. N. S. Ghumman, Managing Director of the Company pursuant to the provisions of the Schedule V of the Companies Act, 2013, subject to approval of shareholders by way of Special resolution in the forthcoming Annual General Meeting, in accordance with the relevant provisions of the Companies Act, 2013;
4. Re-appointment of Lt. General Pradeep Khanna (DIN:06668919) and Mr. Nirmaljeet Singh Gill (DIN: 00007425), as an Independent Director(s) of the Company for a second and final term of five years, subject to the approval of the shareholders in the ensuing Annual General Meeting.

5. Re-appointment of M/s. Arora Gupta & Co., Chartered Accountants, (Firm Registration No. 021313C), as Auditors of the Company, for an another period of five (5) years, subject to the approval of the shareholders in the ensuing Annual General Meeting.
6. Re-appointment of Mr. Ramawatar Sunar, Cost Accountant, as a Cost Auditor of the Company for the Financial Year 2022-23.
7. Re-appointment of Secretarial Auditor, namely M/s. R Miglani & Co., Company Secretaries, New Delhi to conduct Secretarial audit for the financial year 2022-23.
8. Approval of the enhancement in prescribed limit of remuneration payable to related parties appointment to any office or place of profit in the Company, its Subsidiary Company or Associate Company, subject to the approval of the shareholders in the ensuing Annual General Meeting.
9. The Board has decided that 38th Annual General Meeting of the Company will be held on Tuesday, 27th Day of September, 2022 at 10.30 AM at 4th Floor Hotel City Heights, City Centre Plaza, The Mall (Opposite District Courts), Solan (H.P.)-173212. In view of the same and for the purpose of payment of final dividend for the financial year 2021-22, the Register of Members and Share Transfer Books of the company will remain closed from 21st September, 2022 to 27th September, 2022 (both days inclusive). The Board has decided that the cut-off date for determining the voting rights for E-voting on the resolutions listed in the Notice of Annual General Meeting will be 20th September, 2022.
10. The Board has re-appointed Mr. Amit Saxena, Practicing Company Secretary as a scrutinizer for the process of E-voting for the ensuing 38th Annual General Meeting.

The details as required to be disclosed in terms of SEBI Listing Regulations read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated 09th September, 2015 are given in "**Annexure-2**" as enclosed to this letter pertaining to Item No. 2 & 4.

Details pursuant to SEBI Circular No CIR/CFD/CMD/4/2015 with respect to aforesaid appointments are enclosed herewith as "**Annexure-3**" pertaining to Item No. 5, 6 & 7.

In terms of Regulation 30, it may further be noted that Board meeting commenced at 12.00 Noon and concluded at 04.50 PM

Please take the aforesaid information on record.

For Shivalik Bimetal Controls Limited

Aarti Sahni
Company Secretary & Compliance Officer

Encl: As above

Annexure -1

Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements Regulations, 2015

S.No.	Particulars	Disclosure
1.	Type of securities proposed to be issued (viz. equity shares, convertibles etc.)	Equity Shares
2.	Type of issuance (further public offering, rights issue, depository receipts (ADR/GDR), qualified institutions placement, preferential allotment etc.)	Bonus Issue
3.	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	Rs.3,84,02,800/- divided into 19201400 Equity Shares of Rs. 2/- each
4.	Whether bonus is out of free reserves created out of profits or share premium account	Bonus shares will be issued out of free reserves and securities premium account of the Company available as at March 31, 2022.
5.	Bonus ratio	1 (One) equity share of Rs 2/- each for every 2 (Two) existing equity shares of Rs.2/- each held as on a record date
6.	Details of share capital - pre and post bonus issue	Pre-Bonus paid-up share capital is Rs. 7,68,05,600/- divided into 3,84,02,800 equity shares of Rs. 2/- each Post-Bonus paid-up share capital will be Rs. 11,52,08,400/- divided into 57604200 equity shares of Rs. 2/- each.
7.	Free reserves and/ or share premium required for implementing the bonus issue	Free reserves and/ or share premium of Rs. 3,84,02,800/- is required for implementing the Bonus Issue
8.	Free reserves and/ or share premium available for capitalization and the date as on which such balance is available	As on March 31, 2022, aggregate amount of free reserves, and securities premium account is Rs. 17,949.83 Lakhs.
9.	Whether the aforesaid figures are audited	Yes, the aforesaid figure is as per the audited standalone financial statements.
10.	Estimated date by which such bonus shares would be credited/dispatched	Within 2 months from the date of Board approval i.e. by 28 th October, 2022.

Annexure -2

S.No.	Details of events that needs to be provided	Lt. Gen. Pradeep Khanna	Mr. N.J.S. Gill	Mr. S.S. Sandhu
1.	Reasons for change viz. appointment, resignation, removal, death or otherwise;	Lt. Gen. Pradeep Khanna is a non-executive independent director and is eligible for re-appointment of second tenure of five years.	Mr. N.J.S. Gill is a non-executive independent director and is eligible for re-appointment of second tenure of five years.	Mr. S.S. Sandhu is a Chairman and Whole-Time Director of Company and is eligible for re-appointment of another period of five years.
2.	Date of Appointment	At the ensuing Annual General Meeting of the Company	At the ensuing Annual General Meeting of the Company	At the ensuing Annual General Meeting of the Company
3.	Brief Profile	Pradeep Khanna (Retd.) was born on 7th February, 1951 and having educational qualification of Defence Services Staff Collage Course (MSc in Defence Studies), Higher Command Course (HC-22), Royal Collage of Defence Studies (RCDS), united Kindgom. He was superannuated as General Officer Commanding in Chief, Southern Command, Pune on 28th February, 2011. He has been awarded Param Vishisht Seva Medal, Ati Vishisht Seva Medal, Vishisht Seva Medal and Aid-DeCamp during his service tenure in Indian Military.	Mr. N.J.S. Gill is a Businessman and joined the Board in the year 2003 as Non-executive and Independent Director of the Company. He is a member of Association of Accounting Technicians, London. Mr. Gill served as Finance Director with M/s Amita Affiliates Ltd., London for 5 years. Since he has been in business for the last 44 years and accordingly well aware of intricacies of carrying on business, as such he provides useful guidance to the Company on critical issues.	Mr. S. S. Sandhu is the Whole-time Director and Executive Chairman of the Company. He has over 50 years of experience in varied spheres of Entrepreneurship functions including Finance, Banking, legal, commercial (domestic as also the international), administrative and Corporate financial management functions of the Company as well as looking after the Company's interests in JV's/Associates. His well defined path-oriented initiatives with long term vision, leadership and strategic decision makings have contributed immensely to the overall growth of the Company, during this period.
4.	Disclosure of relationships between directors (in case of appointment of director) (if any)	-	-	-

Annexure-3

Sr. No.	Details of events that Information of such events needs to be Provided	Information of such events (Re-Appointment of Secretarial Auditor)	Information of such events (Re-Appointment of Cost Auditor)	Information of such events (Re-Appointment of Statutory Auditor)
1	Reasons for Change viz. appointment, resignation, removal, death or otherwise;	The Company has appointed M/s. R Miglani & Co., Company Secretaries as Secretarial Auditor Pursuant to Section 204 of the Companies Act, 2013.	Appointment as the Cost Auditor of the Company in accordance with the provisions of the Section 148 of the Companies Act, 2013.	The first term of office of M/s. Arora Gupta & Co., Chartered Accountant, as Statutory Auditors is valid upto the ensuing Annual General Meeting of the Company. The Board of Directors of the Company at their meeting held today has approved the reappointment of M/s. Arora Gupta & Co., Chartered Accountant, as the statutory Auditors for a second term of 5 (Five) years commencing from the conclusion of ensuing i.e. 38 th Annual General Meeting till the conclusion of the 43 rd Annual General Meeting to be held in the year 2027, subject to the approval of Shareholders in ensuing AGM.
2	Date of Appointment/ Cessation & Term of appointment	29 th August, 2022 For conducting the Secretarial Audit for the F. Y. 2022-23.	29 th August 2022 Mr. Ramawatar Sunar, Cost Accountant, has been re-appointed as the Cost Auditor to conduct the Cost Audit of the Company for the financial year 2022-23 at such remuneration decided	At the ensuing Annual General Meeting of the Company

			by the Board and Cost Auditors mutually, subject to ratification of the members.	
3	Brief profile	<p>Name of Auditor: M/s. R Miglani & Co., Company Secretaries</p> <p>Office Address: 207, D.R. Chambers, D.B. Gupta Road, Karol Bagh, New Delhi-110005</p> <p>Email Id: csrajnimiglani@gmail.com</p> <p>Field of Experience: M/s. R Miglani & Co., Company Secretaries having experience of more than 10 years and is specialized in providing services in Corporate Law, Restructuring and other related services.</p>	<p>Name of Auditor: Mr. Ramawatar Sunar, Cost Accountant (M.No.10567)</p> <p>Office Address: A-2/252-253 Ground Floor, Rohini, New Delhi-110085</p> <p>Email Id: ramsoni50@gmail.com</p> <p>Field of Experience: Mr. Ramawatar Sunar Cost Accountants having experience of more than 40 years and is specialized in providing services in Cost Accounting, Cost Audit, Indirect Taxes and other related services</p>	<p>M/s. Arora Gupta & Co., Chartered Accountant firm constituted on April 01, 2016. The firm is registered with Institute of Chartered Accountants of India (Registration No. 021313C) and its office situated in Rudrapur, Uttrakhand. The Firm has two partners as on date.</p>