

MINUTES OF THE MEETING OF BOARD OF DIRECTORS OF IITI DRISHTI CPS FOUNDATION HELD ON SATURDAY, THE 10TH DAY OF SEPTEMBER, 2022 AT 11:51 A.M. AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT THE REGISTRAR INDIAN INSTITUTE OF TECHNOLOGY, MHOWINDORE MP 453552

DIRECTORS PRESENT

1. Mr. Anand Iyamperumal Palani : Director
2. Mr. Bhupesh Kumar Lad : Director
3. Mr. Uday Shanker Dixit : Director(through video conferencing)
4. Mr. Santosh Gharpure : Director(through video conferencing)
5. Mr. Rinkesh Satija : Director(through video conferencing)
6. Mr. Vinay Bhaskar Jammu : Director(through video conferencing)
7. Mr. Rajinder Singh : Director(through video conferencing)
8. Mr. Suhas Sitaram Joshi : Director(through video conferencing)
9. Mrs. Leena Vachhani : Director(through video conferencing)
10. Mr. Rafiq Somani : Director(through video conferencing)

IN ATTENDANCE:

1. CA. Akshat Agrawal : Sr. Finance Manager

CHAIRMAN OF THE MEETING:

Mr. Suhas Sitaram Joshi was elected as Chairman of the Meeting. He occupied the chair and after ascertaining the quorum, he called the Meeting in order.

LEAVE OF ABSENCE:

Leave of absence was granted to Mr. Pradeep Dhadwaiwale and Mr. AkshayHada, as they conveyed their inability to attend the meeting.

ITEM NO.1

AUTHORISATION OF FILLING OF VARIOUS E-FORMS UNDER COMPANIES ACT, 2013

The Chairman informed the Board that to meet the various statutory requirements of e-filing under the Companies Act, 2013 and Income Tax Act, 1961, the Company has to authorize some official of the Company to fulfill the requirements under e-filing. The Board considered the matter and passed the following resolution:

“RESOLVED THAT the consent of Board of Directors of the Company be and is hereby accorded to authorize Mr. Bhupesh K Lad (DIN: 08355592), Director of the Company for electronic filing of various e-forms including Form AOC-4, MGT-7 and Form ADT-1 under the Companies Act, 2013 and Form 9A under the Income Tax Act, 1961 through CA/CS.

ITEM NO.2

RE-APPOINTMENT OF STATUTORY AUDITORS OF THE COMPANY

The Chairman informed the Board that it is proposed to re-appoint **M/s. GPA & Co., Chartered Accountants**, (Firm Registration No. 024310C) as Statutory Auditors of the Company, to hold office from the conclusion of this ensuing Annual General Meeting for the period of one year for financial year 2022-23 subject to approval of the members of the Company, at such remuneration as may be mutually agreed between the Board of Directors of the Company and the Auditors.

The Board considered the same and the following resolution was unanimously passed in this regard:-

"RESOLVED THAT pursuant to the provisions of Sections 139 & 141 and rules made there under and other applicable provisions of the Companies Act, 2013 and subject to the approval of members of the Company, **M/s. GPA & Co., Chartered Accountants**, (Firm Registration No. 024310C), be and is hereby re-appointed as the Statutory Auditors of the Company, to hold office from the conclusion of the ensuing Annual General Meeting which is scheduled to be held on 28th September 2022. for the period of one year for financial year 2022-23 at such remuneration as shall be mutually agreed between the Board of the Directors of the Company and Statutory Auditors;

RESOLVED FURTHER THAT any of the directors of Company be and is hereby authorised to take all the necessary steps for filing the form ADT- 1 to the concerned ROC."

ITEM NO.3

CONSIDERATION AND APPROVAL OF ACCOUNTS, DIRECTORS' REPORT FOR THE YEAR ENDED ON 31ST MARCH, 2022 AND APPROVAL OF NOTICE AND DATE CONVENING THE ANNUAL GENERAL MEETING

The Chairman placed before the Board Balance Sheet, Director's Report as on 31st March, 2022 and Notice of Annual General Meeting for approval of the Board of Directors of the Company for submission to the Auditors of the Company for their report thereon.

The Board approved and signed the Balance Sheet and Director's Report as on 31st March, 2022 and Notice of Annual General Meeting by passing the following resolutions:-

"RESOLVED THAT pursuant to Section 134 of the Companies Act, 2013, Balance Sheet and the annexure thereto and report of the Board of Directors on the working of the Company as on 31st March, 2022 as placed before the Board, be and are hereby approved and the same be signed by the Directors and be submitted to the Auditors for their report thereon."

On approval, the duly signed accounts were submitted to the Statutory Auditors of the Company for their signature and report.

The Annual Accounts duly audited and signed by the Statutory Auditors along with their report thereon were placed on the table for consideration of the Board.

The Board discussed the report of the Auditors and there being no explanation or clarification required to be given to the Auditors, took the same on record."

Thereafter, the Directors passed the following resolution for convening the Annual General Meeting of the Company:

"RESOLVED THAT pursuant to the sections 96 and other relevant provisions of the Companies Act, 2013, the Annual General Meeting of the members of the Company be convened on Wednesday, 28th September, 2022 at the registered office of the Company at "THE REGISTRAR INDIAN INSTITUTE OF TECHNOLOGY, MHOW INDORE MP 453552;

FURTHER RESOLVED THAT the draft notice of the Annual General Meeting, as placed before the Board, be and is hereby approved;

FURTHER RESOLVED THAT any of the Directors of the Company be and is hereby authorized to send the same to the persons entitled to the notice."

ITEM NO.4

RESOLUTION FOR OPENING OF BANK ACCOUNT

The Chairman informed the Board it is required to open a Bank Account in the name of the Company on the directions given by Ministry of Science & Technology, Department of Science & Technology, Government of India. It is required to authorize someone to do all act, deeds, matters and things as may deem necessary, proper or desirable and to sign and to execute all necessary documents, applications and return for the said purpose.

The Board discussed the matter and passed the following resolution in this regard:

"RESOLVED THAT a Current Account of the Company be opened with the name of the Company in ICICI Bank TDB-CNA account and Mr. Bhupesh Kumar Lad, Director of the Company be and is hereby authorized individually to honour all cheques, drafts, bills of exchange, promissory notes and other negotiable instrument, signed drawn, accepted or made on behalf of the Company, and to act on any instructions so given relating to the said banking account whether the same be overdrawn or not or relating to any transaction of the Company.

RESOLVED FURTHER THAT the aforesaid bank be and is hereby instructed to honour all cheques, promissory notes and other orders drawn by and all bills accepted on behalf of the Company whether such account be in credit or overdrawn and to accept and credit to the account of the Company all moneys deposited with or owing by the bank or any account or accounts at any time or times kept or to be

kept in the name of the Company and the amount of all cheques, notes, bills, other negotiable instruments, orders or receipt provided they are endorsed/ signed by the said person on behalf of the Company and such signature shall be sufficient authority to bind the Company in all transactions between the bank and the Company including those specifically referred to herein.

RESOLVED FURTHER THAT any of the Directors be and is hereby authorized to forward a copy of this resolution to the said bank."

ITEM NO. 5

VOTE OF THANKS

There being no other business to transact, the meeting was concluded with a vote of thanks to the chair.

PLACE: INDORE
DATE: 10-09-2022


CHAIRMAN