



Gaurav Kaushik <cs.sterling01@gmail.com>

NOTICE AND AGENDA OF BOARD OF DIRECTORS MEETING NO. 01(ONE)/2021-22

4 messages

Gaurav Kaushik <cs.sterling01@gmail.com>

21 June 2021 at 18:25

To: svenkata56@gmail.com, iyarrajlaxmi60@gmail.com, hbnaukudkar@gmail.com, rameshjisharma72@gmail.com, YASH SANGHVI <yash@sanghvimetal.com>

Dear Sir/Madam,

This is to inform you that a Meeting of the Board of Directors of Sterling Powergensys Limited will be held on Tuesday, 29st June, 2021 at 05:00 P.M. at the Registered Office of the Company situated at 2/10, Meghal Service Industrial Estate, Devidayal Road, Mulund (W), Mumbai-400080, Maharashtra, India to transact the following business:

1. To take note of the presence of quorum throughout the Meeting.
2. To grant leave of absence, if any.
3. To take note of the minutes of the previous meeting.
4. To authorise any of the Directors/Company Secretary to sign and file forms or other documents with ROC.
5. To appoint Practicing Chartered Accountants as internal auditors of the Company for the F.Y. 2021-22.
6. To appoint Practicing Company Secretaries as the Secretarial Auditors of the Company for the Financial Year 2021-22.
7. To approve the financial statements of the Company for the Financial Year 2020-21.
8. To take note of the auditors' report.
9. To recommend retiring Director by rotation.
10. To approve Draft Management Discussion and Analysis Report (MDAR).
11. To approve the Secretarial Audit Report for the Financial Year 2020-21.
12. To approve the Director's Report for the Financial Year 2020-21.
13. To appoint a scrutinizer for conducting the forthcoming Annual General Meeting.
14. To finalize the date, time and venue for convening the Annual General Meeting of the Company through Video Conferencing.

15. To fix the cut-off date for sending notice of the Annual General Meeting.
16. To take note of all the timely BSE disclosures done by the Company.
17. To take any other matter with the permission of the Chair.

PFA Notes to Agenda for your reference.

Thanks and Regards,
Mr. Gaurav Kaushik
Company Secretary
Sterling Powergensys Limited

 **Notes to Agenda_BM_29.06.21.pdf**
270K

Gaurav Kaushik <cs.sterling01@gmail.com>

25 June 2021 at 23:46

To: svenkata56@gmail.com, iyarrajlaxmi60@gmail.com, hbnaukudkar@gmail.com, rameshjisharma72@gmail.com, YASH SANGHVI <yash@sanghvimetal.com>, prdavane69@gmail.com

Cc: sterling powergensys ltd Solar products <sterlingstrips84@gmail.com>

Dear Sir/Ma'am,

Kindly note that in addition to the matters as stated and informed you in notice and agenda to be transacted in the Board Meeting scheduled to be held on 21.06.2021, we will be considering the following business as well:

1. To consider and approve the sale of the property of the Company situated at 2/12, Meghal Service Industrial Estate, Devidayal Road, Mulund (W), Mumbai-400080, Maharashtra, India.

Thanks and Regards,
Mr. Gaurav Kaushik
Company Secretary
Sterling Powergensys Limited

**Thanks and Regards,
Mr. Gaurav Kaushik
Company Secretary
Sterling Powergensys Limited**

[Quoted text hidden]

Ramesh Sharma <rameshjisharma72@gmail.com> 26 June 2021 at 13:52
To: Gaurav Kaushik <cs.sterling01@gmail.com>
Cc: sankaran venkata <svenkata56@gmail.com>, iyarrajlaxmi60@gmail.com, hbnaukudkar@gmail.com, YASH SANGHVI <yash@sanghvimetal.com>, prdavane69@gmail.com, sterling powergensys ltd Solar products <sterlingstrips84@gmail.com>

Recvd mail& noted the agendas of the meeting which is going to be held on 29 June 2021. Thanking you. RAMESH sharma

[Quoted text hidden]

Ramesh Sharma <rameshjisharma72@gmail.com> 27 June 2021 at 11:20
To: Gaurav Kaushik <cs.sterling01@gmail.com>
Cc: sankaran venkata <svenkata56@gmail.com>, iyarrajlaxmi60@gmail.com, hbnaukudkar@gmail.com, YASH SANGHVI <yash@sanghvimetal.com>, prdavane69@gmail.com, sterling powergensys ltd Solar products <sterlingstrips84@gmail.com>

Dear sir, since the meeting is to be physically, I will not be able to attend the said meeting. Thanking you. Regards.
RAMESH sharma

On Fri, 25 Jun 2021, 23:46 Gaurav Kaushik, <cs.sterling01@gmail.com> wrote:

[Quoted text hidden]

NOTES TO AGENDA OF THE BOARD MEETING TO BE HELD ON TUESDAY, 29TH JUNE, 2021 AT 05.00 P.M.-

Agenda Item No. 1: To take note of the presence of quorum throughout the Meeting.

The Chairman shall ensure that the requisite quorum is present throughout the Meeting.

Agenda Item No. 2: To grant leave of absence.

Leave of absence is to be granted to the members who are unable to attend the meeting and have sought leave of absence, if any.

Agenda Item No. 3: To take note of the minutes of previous meetings.

The minutes of the last meeting of the Company, duly signed by the Chairman will be tabled at the meeting. The minutes will be noted and confirmed.

Agenda Item No. 4: To authorize the Director or Company Secretary to sign and file forms and other documents with the Registrar of Companies/Ministry of Corporate Affairs.

The Board of Directors will authorize any of the Director or Company Secretary to sign and file forms/e-forms and other documents with the Registrar of Companies/Ministry of Corporate Affairs as incidental.

Agenda Item No. 5: To appoint Practicing Chartered Accountants as internal auditors of the Company for the F.Y. 21-22.

The Board will consider and approve the appointment of Practicing Chartered Accountants as proposed by the Audit Committee as internal auditors of the Company for the F.Y. 21-22.

To consider the following resolution with or without modification:

“RESOLVED THAT pursuant to the provisions of Section 138 of the Companies Act, 2013 and the Rules made thereunder, _____ (Name and address) (FRN: _____), as recommended by Audit Committee, be and is hereby appointed as the Internal Auditor of the Company for the Financial Year 2021-22 at the remuneration to be decided

mutually between the Board of Directors and the Auditors including reimbursement of out of pocket expenses, if any, incurred during the course of audit.

Agenda Item No. 6: To appoint Practising Company Secretary as the Secretarial Auditors of the Company for the Financial Year 2021-22.

The Board will consider and approve the appointment of Practising Company Secretary as the Secretarial Auditors of the Company for the Financial Year 2021-22.

To consider and appoint the following resolution with or without modification:

"RESOLVED THAT subject to the provisions of Section 204 and other applicable provisions (including any modification or re-enactment thereof), if any, of the Companies Act, 2013 and Rule 8 of Companies (Meetings of Board and its Powers) Rules, 2014, M/s. _____, Practising Company Secretary (Membership No.:_____ and Certificate of Practice No.:_____) as recommended by the Audit Committee. whose consent is duly received, be and are hereby appointed as Secretarial Auditors of the Company for the Financial Year 2021-22 , for a tenure of 1 year at remuneration and terms and conditions to be decided by the Board of Directors of the Company."

Agenda Item No. 7: To consider and approve the Financial statements for the Financial Year ended 31st March, 2021.

The Board of Directors shall consider and approve the Financial Statements for the Financial Year ended on 31st March, 2021.

To consider the following resolution with or without modification:

"RESOLVED THAT pursuant to the provisions of section 137, section 179 (3) (g) of the Companies Act, 2013 and other applicable provisions, if any, the Financial Statements of the Company as on 31st March, 2021 including the Balance Sheet and Profit & Loss A/c for the year ended as on that date thereon be and are hereby considered and approved by the Board of Directors."

Agenda Item No. 8: To take note of the Independent Audit Report of the Company for the Financial Year ended 31st March, 2021.

The Board of Directors will take note of the Independent Audit Report of the Company for the Financial Year ended 31st March, 2021.

Agenda Item No. 9: To recommend retiring Director by rotation.

The Board will recommend Directors that Mr. Venkata Sankaran Subramanian should retire by rotation at the forthcoming Annual General Meeting and subject to the approval by the Nomination and Remuneration Committee (NRC).

To consider and adopt the following resolution with or without modification:

“RESOLVED THAT pursuant of Section 152 of Companies Act, 2013 and other applicable rules thereof Mr. Venkata Sankaran Subramanian, Managing Director, who is liable to retire by rotation, being eligible to be re-appointed as the Managing Director of the Company as proposed by the Nomination and Remuneration Committee, be and is hereby recommended to the Members for re-appointment in the forthcoming Annual General Meeting and on such terms and conditions to be decided by the Board of the Directors.”

Agenda Item No. 10: To approve Draft Management Discussion and Analysis Report (MDAR).

The Board will consider and approve Draft Management Discussion and Analysis Report (MDAR).

To consider and adopt the following resolution with or without modification:

“RESOLVED THAT pursuant to the applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the draft of Management Discussion and Analysis Report as placed before the meeting and the same would be provided in the Annual Report for the Financial year ended on 31st March, 2021 be and is hereby approved.”

Agenda Item No. 11: To approve the Secretarial Audit Report for the Financial Year 2020-21.

The Board will consider the Secretarial Audit Report for the Financial Year 2020-21.

To consider and adopt the following resolution with or without modification:

“RESOLVED THAT pursuant to the applicable provisions of the Companies Act, 2013 and other applicable rules and regulations, if any, the Secretarial Audit Report of the Company for the Financial year ended on 31st March, 2020-21 as given by M/s. Deepak N. Chetta, Practising Company Secretaries was tabled before the meeting, the Board duly considered the same.”

Agenda Item No. 12: To approve the Director's Report for the Financial Year 2020-21.

The Board will consider and approve Directors' Report for the year ended 31st March, 2021.

To consider and adopt the following resolution with or without modification:

“RESOLVED THAT pursuant to Section 134 of the Companies Act, 2013, the draft of Director's Report for the year ended 31st March, 2021 along with its annexures as placed before the meeting, be and is hereby approved for being circulated to all Members of the Company and Mr. Venkata Subramanian, Managing Director and Mrs. Rajlaxmi Iyar, Director of the Company, be and are hereby authorized to sign the same on behalf of the Board of Directors of the Company.”

Agenda Item No. 13: To appoint scrutinizer for conducting the forthcoming Annual General Meeting.

The Board will consider and appoint scrutinizer for conducting Annual General Meeting for the Year ended 31st March, 2021.

To consider and adopt the following resolution with or without modification:

“RESOLVED THAT _____, Practising Company Secretaries, Mumbai, who has given her consent to act as a Scrutinizer, be and is hereby appointed as Scrutinizer for E-voting and/or Poll to be conducted for the 36th Annual General Meeting of the

Company at such remuneration and out of pocket expenses as may be determined by the Board.”

Agenda Item No. 14: To finalize the date, time and venue for convening Annual General Meeting of the Company through Video Conferencing.

The Board will discuss and finalize a suitable time, date and venue for convening Annual General Meeting for the Financial Year 2020-21.

To consider and adopt the following resolution with or without modification:

“**RESOLVED THAT** the 36th Annual General Meeting of the Members of the Company, for approval of the Financial Statements together with Director’s Report thereon alongwith other business matters for the year ended on 31st March, 2021 be convened at _____(VENUE) on _____(Day), _____(Date) at _____(time).”

Agenda Item No. 15: To fix the cut-off date for sending notice of Annual General Meeting.

On the basis of the date fixed for convening the Annual General Meeting, the Board will finalize the last date for sending the Notice of forthcoming Annual General Meeting.

To consider and adopt the following resolution with or without modification:

“**RESOLVED THAT** pursuant to the provisions of the Companies Act, 2013 (including any modification or re-enactment thereof), if any and applicable rules thereof the Board of Directors after due deliberation fixed _____(day and date) as the cut-off date for sending notice of forthcoming Annual General Meeting.”

Agenda Item No. 16: To take note of all the timely BSE disclosures done by the Company.

The Board will take note of all the disclosures done to BSE by the Company for the quarter, half year and year ended 31st March, 2021.

Agenda Item No. 17: To undertake any other matter with the permission of the Chair.

The Board will consider any other matter connected with business with the permission of the Chair.

NOTES TO AGENDA OF THE BOARD MEETING TO BE HELD ON SATURDAY, 14TH AUGUST, 2021 AT 04.00 P.M.-

Agenda Item No. 1: To take note of the presence of quorum throughout the Meeting.

The Chairman shall ensure that the requisite quorum is present throughout the Meeting.

Agenda Item No. 2: To grant leave of absence.

Leave of absence is to be granted to the members who are unable to attend the meeting and have sought leave of absence, if any.

Agenda Item No. 3: To take note of the minutes of previous meetings.

The minutes of the last meeting of the Company, duly signed by the Chairman will be tabled at the meeting. The minutes will be noted and confirmed.

Agenda Item No. 4: To authorize the Director or Company Secretary to sign and file forms and other documents with the Registrar of Companies/Ministry of Corporate Affairs.

The Board of Directors will authorize any of the Director or Company Secretary to sign and file forms/e-forms and other documents with the Registrar of Companies/Ministry of Corporate Affairs as incidental.

Agenda Item No. 5: To consider the Unaudited quarterly financial results with limited review report of the Company.

The Board will consider and approve the Unaudited Quarterly Financial Results alongwith limited review report for the Quarter ended 30th June, 2021.

To consider and adopt the following resolution with or without modification:

“RESOLVED THAT the Unaudited Quarterly Financial Results alongwith limited review report of the Company for the Quarter ended 30th June, 2021 as tabled before the Board be and are hereby approved and taken on record.

RESOLVED FURTHER THAT Mr. Venkata Sankaran Subramanian, Managing Director of the Company be and is hereby authorized to sign the results and furnish the same to Stock Exchanges where the share of the Company is listed and to publish the same in Newspaper i.e. English and Regional Language of the State in the accordance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.”

Agenda Item No. 6: To undertake any other matter with the permission of the Chair.

The Board will consider any other matter connected with business with the permission of the Chair.