

**NOTICE OF ANNUAL GENERAL MEETING**

Notice is hereby given that the Twelfth Annual General Meeting of the members of the **GREENCHEF APPLIANCES LIMITED** will be held on Friday, September 30, 2022 at 11:00 AM at No. 477 E, IV Phase, Peenya Industrial Area, Bangalore - 560058, to transact the following businesses:

**ORDINARY BUSINESS:**

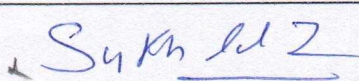
1. To consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2022 and the reports of the Board of Directors and the Auditors thereon and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution:**

*"RESOLVED THAT the audited financial statement of the Company for the financial year ended March 31, 2022 and the reports of the Board of Directors and Auditors thereon laid before this meeting, be and are hereby considered and adopted."*

2. To appoint Mr. Vikas Kumar Sukhlal Jain (DIN: 06763779), who retires by rotation as a Director and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution:**

*"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Vikas Kumar Sukhlal Jain (DIN: 06763779), who retires by rotation at this meeting be and is hereby appointed as a Director of the Company, liable to retire by rotation."*

**By order of the Board of Directors  
For GREENCHEF APPLIANCES LIMITED**

	
<b>Name</b>	Sukhlal Jain
<b>DIN</b>	02179430
<b>Designation</b>	Director

**Place: Bangalore**

**Date: 07/09/2022**

**NOTES:**

1. A member entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company. The instrument appointing the proxy should, however, be deposited at the registered office of the Company not less than forty-eight hours before the commencement of the Meeting.
2. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder. The proxy holder shall prove his identity at the time of attending the Meeting.
3. Attendance slip and proxy form are annexed hereto.

**SHAREHOLDERS MEETINGS- ATTENDANCE SHEET**

Sl.NO	NAME OF MEMBERS	SIGNATURES
1	Sukhlal Jain	Sukhlal Jain
2	Uttam Chand	Uttam Chand
3	Badrilal Jain	Badrilal Jain
4	Vinod Kumar Jain	<del>Vinod Kumar Jain</del>
5	Vikas Kumar Sukhlal Jain	<del>Vikas Kumar Sukhlal Jain</del>
6	Praveen Kumar Sukhlal Jain	Praveen Kumar Sukhlal Jain
7	Vishal Uttam Chand	Vishal Uttam Chand
8	Hitesh Jain	Hitesh Jain
9	Kavitha Jain	Kavitha Kumari
10	Mamatha Jain	Mamatha Jain
11	Anju Jain	ANJU JAIN
12	Ashok Kumar HUF	Ashok Kumar HUF

13	Badrilal Jain HUF	Badrilal Jain
14	Goutham Jain	Goutham
15	Neeta Jain	Neeta
16	Nirmala Devi	Nirmala Devi
17	Praveen Kumar Sukhlal Jain HUF	Praveen +
18	Savitha Jain	Savitha
19	Sukhlal Jain HUF	Sukhlal
20	Uttam Chand HUF	Uttam Chand
21	Vikas Kumar HUF M/s. Siddhartha Enterprises	Vikas
22	Vinod Kumar Jain HUF	Vinod

## BOARD'S REPORT

### TO THE MEMBERS,

The Board of Directors hereby submits the report of the business and operations of your Company along with the Audited Financial Statements for the financial year ended March 31, 2022.

#### 1. OPERATIONAL OVERVIEW:

(Amount in Lakhs)

Particulars	FY 2021-22	FY 2020-21
	Rs.	Rs.
Total Revenue	33,692	23,915
Total Operating Expenses	33,602	23,474
Profit/(Loss) before taxes & exceptional items	90	441
Taxes		
(a) Current Tax	42	128
(b) Deferred Tax	(3)	(4)
(c) Income Tax paid in PY	-	11
Profit/(Loss) after taxes (PAT)	51	306

#### 2. DIVIDEND:

The Board of Directors do not recommend any dividend for the financial year ended March 31, 2022.

#### 3. TRANSFER TO RESERVES:

It is not proposed to carry any amount to any reserves from the profits of the Company. Hence, disclosure under Section 134 (3) (j) of the Companies Act, 2013 is not required.

#### 4. SHARE CAPITAL:

The Paid-up Share Capital as on March 31, 2022 was Rs 3,56,43,000/-. During the year under review the Company has not issued any shares or other convertible instruments.

**5. DEPOSIT:**

Your Company has not accepted any deposits pursuant to the provisions of Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014.

**LOAN FROM DIRECTORS:**

**Amount in Lakhs**

The Company has Outstanding Balance of 2,359/- from the Directors and their Relatives, towards which a declaration has been furnished as per Deposit Rules to the Company.

**6. MATERIAL CHANGES AFFECTING THE COMPANY:**

There have been no material changes and commitments affecting the financial position of the Company between the end of the financial year and date of this report. There has been no change in the nature of business of the Company.

**7. COMPOSITION OF BOARD:**

There has been a change in the composition of the Board during the year under review. Following were the directors on the Board of the Company.

- i. Praveen Kumar Sukhlal Jain
- ii. Sukhlal Jain
- iii. Hitesh Kumar Jain
- iv. Vikas Kumar Sukhlal Jain
- v. Smith Kumar Mogra
- vi. Dhara Bhawesh Jain

**7.1 RESIGNATION:**

- Ms. Kavitha Kumari, Ms. Devi Nirmala, Ms. Neeta Jain, Ms. Pooja Shantilal Jain resigned as Directors of the Company w.e.f 30/06/2021.

- Ms. Manju Jain resigned as Director of the Company w.e.f 24/07/2021.
- Mr. Ashok Kumar resigned as Director of the Company w.e.f 15/01/2022.

#### **7.2 RETIRE BY ROTATION:**

- Mr. Vikas Kumar Sukhlal Jain (DIN: 06763779) Director of the Company, retires by rotation at the ensuing Annual General Meeting of the Company and being eligible offers, himself for re-appointment. The Board of Directors recommended his appointment for consideration of the members at the forthcoming Annual General Meeting.

#### **8. DECLARATION BY INDEPENDENT DIRECTORS:**

The Company has received necessary declaration from each Independent Director under Section 149(7) of the Companies Act, 2013 that they meet the criteria of Independence laid down in Section 149(6) of the Companies Act, 2013.

#### **9. BOARD AND COMMITTEE MEETINGS:**

##### **9.1 BOARD OF DIRECTORS:**

During the financial year ended March 31, 2022 **(14) Fourteen** Meetings of the Board of Directors were held. The maximum interval between any two meetings did not exceed 120 days, as prescribed in the Companies Act, 2013.

##### **9.2 COMMITTEE MEETINGS:**

- **AUDIT COMMITTEE:**

As on March 31, 2022 the Audit Committee comprises of three directors viz. Mr. Smith Kumar Mogra and Ms. Dhara Bhawesh Jain, Independent Non-Executive Directors, and Ms. Neeta Jain, Non Executive Director. Mr. Smith Kumar Mogra is the Chairman of the Committee.

During the year under review, the Audit Committee met 2 times.

- **NOMINATION AND REMUNERATION COMMITTEE:**

As on March 31, 2022 the Nomination and Remuneration Committee comprises of three directors viz. Mr. Smith Kumar Mogra and Ms. Dhara Bhawesh Jain, Independent Non-Executive Directors, and Mr. Hitesh Kumar Jain, Director. Mr. Smith Kumar Mogra is the Chairman of the Committee.

During the year under review, the Nomination and Remuneration Committee met 2 times.

- **CORPORATE SOCIAL RESPONSIBILITY COMMITTEE:**

As on March 31, 2022 the Corporate Social Responsibility Committee comprises of three directors viz. Mr. Smith Kumar Mogra, Independent Non-Executive Directors, and Mr. Sukhlal Jain, and Mr. Vikas Kumar Sukhlal Jain Executive Directors. Mr. Smith Kumar Mogra is the Chairman of the Committee.

During the year under review, the Corporate Social Responsibility Committee met 1 time.

### **9.3 MEETINGS OF INDEPENDENT DIRECTORS:**

The Company's Independent Directors met **once** during the financial year 2020-21. Such meeting was conducted to enable the Independent Directors to discuss matters pertaining to the Company's affairs and put forth their views.

### **10. SECRETARIAL STANDARDS:**

The Directors state that applicable Secretarial Standards, i.e. SS-1 and SS-2, relating to 'Meetings of the Board of Directors' and 'General Meetings', respectively, have been duly followed by the Company.

### **11. DIRECTORS' RESPONSIBILITY STATEMENT:**

Pursuant to Section 134 (3) (c) read with Section 134 (5) of the Companies Act, 2013, your Directors state that:

- a. In the preparation of the annual accounts for the year ended March 31, 2022, the applicable accounting standards read with requirements set out under Schedule III



- to the Act have been followed with proper explanation relating to material departures, if any;
- b. The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2022 and of the Profit of the Company for the year ended on that date;
  - c. The directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
  - d. The Directors have prepared the annual accounts on a 'going concern' basis; and
  - e. The directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

**12. RISK MANAGEMENT POLICY:**

The Company has in place a mechanism to identify, access, monitor and mitigate various risks to the key business activities of the company. The risks identified are systematically addressed through mitigating action on a continuous basis. The Company has been following the principle of risk minimization as a norm though it has not been in the written form of a policy. However, it is to be noted the elements which threaten the company's existence are minimal; hence the company does not have a Risk Management Policy.

**13. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013:**

There was no loan and investment made pursuant to Section 186 of the Companies Act, 2013 during the year under review and hence the said provisions are not applicable.

**14. PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES UNDER SECTION 188 OF THE COMPANIES ACT, 2013:**

There were contract or arrangements made with related parties as defined under Section 188 of the Companies Act, 2013 during the year under review and is appended as **Annexure I** to the Board's report

**15. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO:**

**CONSERVATION OF ENERGY:**

The operation of Company is not energy intensive. However, proper care has been taken to utilize the energy at optimum level.

**TECHNOLOGY ABSORPTION:**

The Company has not imported any technology and hence no information is being given hereunder.

**FOREIGN EXCHANGE EARNINGS AND OUTGO:**

**(Amount in Lakhs)**

Earnings in foreign exchange: 349

Expenditure in foreign currency: 3,935

**16. EXTRACT OF ANNUAL RETURN:**

The extract of the Annual Return in Form MGT 9 for the financial year ended March 31, 2022 made under the provisions of Section 92(3) of the Act read with Rule 12 of the Companies (Management and administration) Rules, 2014 is appended as **Annexure II** to the Board's report.

#### **17. REPORTING OF FRAUD BY AUDITORS:**

During the year under review, the statutory auditors have not reported under Section 143 (12) of the Companies Act, 2013, any instances of fraud committed against the Company by its officers or employees, the details of which would need to be mentioned in the Board's report.

#### **18. STATUTORY AUDITORS:**

The members of the Company at their Annual General Meeting held on 31/12/2020 appointed **M/s. J R Jain and Co, Chartered Accountants, having Firm Reg. No 103915W)** as Statutory Auditors of the Company to hold office for a term of five years.

The requirement for the annual ratification of auditor's appointment at the AGM has been omitted pursuant to Companies (Amendment) Act, 2017 notified on May 7, 2018.

During the year, the statutory auditors have confirmed that they satisfy the independence criteria required under the Companies Act, 2013 and Code of ethics issued by Institute of Chartered Accountants of India.

#### **19. SECRETARIAL AUDITORS:**

As required under Section 204 of the Companies Act, 2013 and rules there under, the Board appointed Ms. Subhashini Ghantoji, Practicing Company Secretary, as Secretarial Auditor of the Company for fiscal 2022.

Further Secretarial Audit report for the fiscal 2019 is appended as **Annexure III** to the Board's report

#### **20. DISCLOSURE ABOUT COST AUDIT:**

Maintenance of cost records and requirement of cost audit as prescribed under the provisions of Section 148(1) of the Companies Act, 2013 are applicable for the business activities carried out by the Company.

**21. STATUTORY AUDITORS QUALIFICATIONS AND BOARDS REPLY:**

The Auditors' report for fiscal 2022 does not contain any qualification, reservation or adverse remark.

**22. SECRETARIAL AUDITORS QUALIFICATIONS AND BOARDS REPLY:**

- *Section 148: Based on my examination of the Company's records as provided by the management, I am of the opinion that the company has not maintained the cost records and conducted the cost audit as prescribed under the Companies Act, 2013;*

**EXPLANATION:**

The Board has taken note of the Secretarial Auditor's qualification regarding non-maintenance and non-compliance of cost records and cost audit as prescribed under Section 148 of the Companies Act, 2013 and the Board will take positive steps in this regard.

**23. INFORMATION PURSUANT TO RULE 5 (2) OF COMPANIES (APPOINTMENT & REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014:**

The Company has not appointed any employee(s) in receipt of remuneration exceeding the limits specified under Rule 5 (2) of Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014.

**24. DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:**

The Company has duly set up an Internal Complaints Committee (ICC) in line with the requirements of The Sexual Harassment of Women at the Workplace (Prevention,

Prohibition & Redressal) Act, 2013, to redress complaints received regarding sexual harassment.

During the year under review, no complaints were filed with the Committee under the provisions of the said Act.

**25. DETAILS OF SIGNIFICANT MATERIAL ORDERS PASSED BY THE REGULATORS / COURTS / TRIBUNAL IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATION IN FUTURE:**

There are no significant material orders passed by the Regulators / Courts / Tribunal which would impact the going concern status of the Company and its future operations. Hence, disclosure pursuant to Rule 8 (5) (vii) of Companies (Accounts) Rules, 2014 is not required.

**26. RECEIPT OF ANY COMMISSION BY MANAGING DIRECTOR/WHOLETIME DIRECTOR FROM THE COMPANY OR RECEIPT OF COMMISSION/REMUNERATION FROM ITS HOLDING OR SUBSIDIARY:**

There was no receipt of any commission by Managing Director/Whole time Director from the Company or receipt of commission/remuneration from its holding or subsidiary company.

**27. DISCLOSURE REGARDING EMPLOYEE STOCK OPTIONS:**

The Company has not provided any Stock Option Scheme to the employees.

**28. DISCLOSURE REGARDING ISSUE OF SWEAT EQUITY SHARES:**

The Company has not issued sweat equity shares during the year under review.

**29. TRANSFER OF UNCLAIMED REFUND AMOUNT TO INVESTOR EDUCATION AND PROTECTION FUND UNDER SECTION 124(5) OF THE COMPANIES ACT 2013:**

Company did not have any funds lying unpaid or unclaimed for a period of seven years. Therefore there were no funds which were required to be transferred to Investor Education and Protection Fund (IEPF).

**30. DISCLOSURE REGARDING ISSUE OF SHARES WITH DIFFERENTIAL VOTING RIGHTS:**

The company has not issued any equity shares with differential rights during the period under review.

**31. DETAILS OF SUBSIDIARY, JOINT VENTURES AND ASSOCIATE COMPANIES:**

The Company does not have any Subsidiary, Joint Venture or Associate.

**32. BONUS SHARES:**


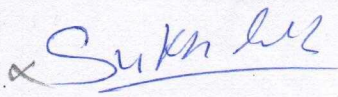
The Company has not issued any bonus shares during the year under review.

**33. ACKNOWLEDGEMENTS:**

Your Directors would like to express their sincere appreciation for the assistance and co-operation received from Financial Institutions, Government Authorities, customers, vendors and members during the year under review.

Your Directors wish to place on record their deep sense of appreciation for the committed services by the Company's executives, staff and workers.

**By order of the Board of Directors  
For GREENCHEF APPLIANCES LIMITED**

			
<b>Name</b>	Praveen Kumar Sukhlal Jain	<b>Name</b>	Sukhlal Jain
<b>DIN</b>	02043628	<b>DIN</b>	02179430

<b>Designation</b>	Director	<b>Designation</b>	Director
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**Place: Bangalore**

**Date: 07/09/2022**

## LIST OF SHARE HOLDERS AS ON 31<sup>ST</sup> MARCH 2022

SL. NO.	NAME	FATHER'S NAME	TYPES OF SHARES	NO OF SHARES	PERCENTAGE OF HOLDINGS	AMOUNT PER SHARE
1	Sukhlal Jain	Nemichand Jain	Equity	30000	0.84%	10
2	Uttam Chand	Nemichand Jain	Equity	75250	2.11%	10
3	Badrilal Jain	Nemichand Jain	Equity	39000	1.09%	10
4	Vinod Kumar Jain	Badrilal Jain	Equity	10600	0.30%	10
5	Vikas Kumar Sukhlal Jain	Sukhlal Jain	Equity	62000	1.74%	10
6	Praveen Kumar Sukhlal Jain	Sukhlal Jain	Equity	42600	1.20%	10
7	Vishal Uttam Chand	Uttam Chand	Equity	37600	1.05%	10
8	Hitesh Jain	Uttam Chand	Equity	10000	0.28%	10
9	Kavitha Jain	Balchand	Equity	45625	1.28%	10
10	Mamatha Jain	Nemichand	Equity	10875	0.31%	10
11	Anju Jain	Vinod Jain	Equity	35000	0.98%	10
12	Ashok Kumar HUF	NA	Equity	40000	1.12%	10
13	Badrilal Jain HUF	NA	Equity	90000	2.53%	10

### Greenchef Appliances Limited

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14	Goutham Jain	Badrilal Jain	Equity	20000	0.56%	10
15	Neeta Jain	Vikas Kumar Sukhlal Jain	Equity	40000	1.12%	10
16	Nirmala Devi	Sukhlal Jain	Equity	44000	1.23%	10
17	Praveen Kumar Sukhlal Jain HUF	NA	Equity	37375	1.05%	10
18	Savitha Jain	Goutham Jain	Equity	33750	0.95%	10
19	Sukhlal Jain HUF	NA	Equity	85000	2.38%	10
20	Uttam Chand HUF	NA	Equity	85000	2.38%	10
21	Vikas Kumar HUF M/s. Siddhartha Enterprises	NA	Equity	2637500	74.00%	10
22	Vinod Kumar Jain HUF	NA	Equity	53125	1.50%	10
<b>TOTAL</b>				<b>3564300</b>	<b>100%</b>	-

By order of the Board of Directors  
For GREENCHEF APPLIANCES LIMITED



**SUKHLAL JAIN**  
**DIRECTOR**  
**02179430**

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CERTIFIED COPY OF THE BOARD RESOLUTION PASSED IN THE MEETING OF BOARD OF DIRECTORS OF GREENCHEF APPLIANCES LIMITED HELD AT NO. 477 E, IV PHASE, PEENYA INDUSTRIAL AREA, BANGALORE - 560058 ON WEDNESDAY, SEPTEMBER 07, 2022 AT 11:00 A.M.

**1. APPROVAL OF AUDITED ANNUAL ACCOUNTS FOR THE YEAR ENDED MARCH 31, 2022:**

*"RESOLVED THAT the Audited financial statements of the Company as at March 31, 2022 along with notes to accounts and accounting policies and the report of the Auditors thereon be and are hereby approved and that Mr. Sukhlal Jain and Mr. Praveen Kumar Sukhlal Jain, Directors of the Company be and are hereby authorized to sign the same and that the said accounts be submitted to the Auditors for their signatures.*

*RESOLVED FURTHER THAT any Director of the Company or any one of the directors be and is hereby authorized to do all such acts, deeds-matters and things as may be required for the purpose of giving effect to the above resolution."*

**By order of the Board of Directors  
For GREENCHEF APPLIANCES LIMITED**

	
<b>Name</b>	Sukhlal Jain
<b>Designation</b>	Director
<b>DIN</b>	02179430

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**1. APPOINTMENT OF SKNJ & CO AS INTERNAL AUDITORS OF THE COMPANY:**

***“RESOLVED THAT** pursuant to the provisions of Section 138 of the Companies Act, 2013 (including any statutory modification or re-enactment thereof) and the rules framed thereunder, M/s. SKNJ and Co; 6/3, 1st Floor, K S Garden, Lalbagh Road, Bangalore, Raja Ram Mohanroy Extension, Sudhama Nagar, Bengaluru - 560027, Karnataka be and are hereby appointed as Internal Auditors of the Company to conduct Internal Audit of the records of the Company for the financial year 2022-23 at a remuneration to be fixed by the Board on the recommendation of the Audit Committee of the Company.*

***RESOLVED FURTHER THAT** any Director of the Company or any one of the directors be and is hereby authorized to do all such acts, deeds-matters and things as may be required for the purpose of giving effect to the above resolution.”*

**By order of the Board of Directors  
For GREENCHEF APPLIANCES LIMITED**

	
<b>Name</b>	Sukhlal Jain
<b>Designation</b>	Director
<b>DIN</b>	02179430

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**(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014**

Form for Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arm's length transaction under third proviso thereto.

1. Details of contracts or arrangements or transactions not at Arm's length basis. NIL
2. Details of contracts or arrangements or transactions at Arm's length basis.

(Amount in Lakhs)

Name of Related Party	Nature of Relationship	Duration of Contract	Salient terms	Amount in Lakhs
Greenchef Manufacturers and Distributors (Parwanoo)	Related party u/s 2(76)(v)	Annual contract	Advance paid	-
			Rent paid	9
Subhash Distributors Limited	Related party u/s 2(76)(v)	Annual contract	Purchase	222
			Sales	-
Siddhartha Enterprises, Dabaspet	Related party u/s 2(76)(v)	Annual contract	Purchase	5
			Sales	7
Ganga Consumer Durables Ltd.	Related party u/s 2(76)(v)	Annual contract	Purchase	0.12
			Sales	1
			Expenses	0.09
Siddhartha Enterprises- Bangalore	Related party u/s 2(76)(v)	Annual contract	Purchase	1,502
			Sales	126
			Purchase of Property, Plant & Equipment	1,350
			Job Work	5
			Expenses	144

**Date of Approval by the Board for the above Related Party Transactions: 23/04/2021**

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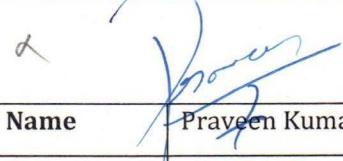
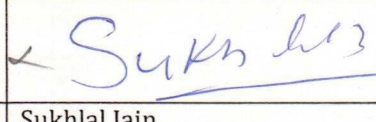
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By order of the Board of Directors  
For GREENCHEF APPLIANCES LIMITED

			
<b>Name</b>	Praveen Kumar Sukhlal Jain	<b>Name</b>	Sukhlal Jain
<b>DIN</b>	02043628	<b>DIN</b>	02179430
<b>Designation</b>	Director	<b>Designation</b>	Director

Place: Bangalore

Date: 07/09/2022

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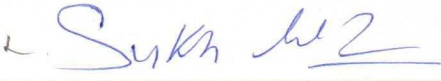
CERTIFIED COPY OF THE BOARD RESOLUTION PASSED IN THE MEETING OF BOARD OF DIRECTORS OF GREENCHEF APPLIANCES LIMITED HELD AT NO. 477 E, IV PHASE, PEENYA INDUSTRIAL AREA, BANGALORE - 560058 ON FRIDAY, AUGUST 05, 2022 AT 11:00 A.M.

**1. APPOINTMENT OF SECRETARIAL AUDITORS:**

***“RESOLVED THAT** Ms. Subhashini Ghantoji, M. No.33743, C.P. No. 12584, Company Secretary in whole-time practice, be and is hereby appointed as Secretarial Auditor, to report the Compliance matters as prescribed under the relevant provisions of the Companies Act, 2013 for the financial year ended March 31, 2022 and to act on such other related matters as may be agreed between the Company and the Auditor.*

***RESOLVED FURTHER THAT** any Director of the Company or any one of the directors be and is hereby authorized to do all such acts, deeds-matters and things as may be required for the purpose of giving effect to the above resolution.”*

**By order of the Board of Directors  
For GREENCHEF APPLIANCES LIMITED**

	
<b>Name</b>	Sukhlal Jain
<b>Designation</b>	Director
<b>DIN</b>	02179430

## Greenchef Appliances Limited

HEAD OFFICE: No. 477E, 12th Cross, 3rd Main Road, Peenya, 4th Phase, Opp. Bata Factory,  
Next to Shivapura Lake, Bengaluru, Karnataka - 560058

CIN No: U29300KA2010PLC054118



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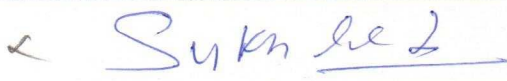
CERTIFIED COPY OF THE BOARD RESOLUTION PASSED IN THE MEETING OF BOARD OF DIRECTORS OF GREENCHEF APPLIANCES LIMITED HELD AT NO. 477 E, IV PHASE, PEENYA INDUSTRIAL AREA, BANGALORE - 560058 ON WEDNESDAY, SEPTEMBER 07, 2022 AT 11:00 A.M.

**1. APPROVAL OF THE BOARDS REPORT FOR THE YEAR ENDED MARCH 31, 2022:**

***“RESOLVED THAT** the Board’s Report for the year ended March 31, 2022 as submitted before the Meeting be and is hereby approved and the same be signed on behalf of the Directors by Mr. Sukhlal Jain and Mr. Praveen Kumar Sukhlal Jain, Directors of the Company.*

***RESOLVED FURTHER THAT** any Director of the Company be and is hereby authorized to sign digitally the necessary e-form and file it with the Registrar of Companies pursuant to Section 179 of the Companies Act, 2013 and Rule 8 of the Companies (Meetings of Board & its Powers) Rules, 2014 and to do all the needful to give effect to the said resolution.”*

**By order of the Board of Directors  
For GREENCHEF APPLIANCES LIMITED**

	
<b>Name</b>	Sukhlal Jain
<b>Designation</b>	Director
<b>DIN</b>	02179430

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