



Ishan  
International

# ISHAN INTERNATIONAL LIMITED

(Formerly known as Ishan International Pvt. Ltd.)

(Government of India Certified Star Export House)

ISO 9001: 2015 (TUV Nord)

Date: 23.01.2024

## NOTICE OF BOARD MEETING

**NOTICE IS HEREBY GIVEN THAT BOARD MEETING OF THE BOARD OF DIRECTORS OF M/S ISHAN INTERNATIONAL LIMITED WILL BE HELD ON MONDAY 29<sup>TH</sup> JANUARY, 2024 STARTING AT 11:30 A.M THROUGH VIDEO CONFERENCING TO TRANSACT THE FOLLOWING BUSINESS: -**

1. To consider and approve allotment of Bonus Shares and authorization to file return of allotment with ROC,
2. To take note of quarterly and half yearly NSE compliances;
3. To consider and transact any other businesses, if any, which may be placed before the Board with the permission of the Chairman.

**By Order of the Board**

**For Ishan International Limited**

**(Listed with NSE emerge)**

Ketan  
Chaurasia

Digitally signed by  
Ketan Chaurasia  
Date: 2024.01.23  
23:36:53 +05'30'

**Ketan Chaurasia**

**Company Secretary**

**Corporate Office: 1616, World Trade Tower, Sector-16, Noida 201301, India**

**Tel: (+91) 0120-4205695, 4211766**

**Registered Office: 607, Chiranjiv Towers, 43, Nehru Place, New Delhi-110019, India**

**Email ID: admin@ishangroup.co.in; cs@ishangroup.co.in**

**Website: www.ishanglobal.com**

**CIN No.L74899DL1995PLC069144**

## **AGENDA TO THE BOARD MEETING**

1. Welcome to the Chairman and Board of Directors and confirmation of the quorum.
2. To grant leave of absence, if any
3. To confirm the minutes of the previous Board Meeting.
4. To consider and approve allotment of Bonus Shares, authorization to file return of allotment with ROC;
5. To take note of quarterly and half yearly NSE compliances;
6. To consider and transact any other businesses, if any, which may be placed before the Board with the permission of the Chairman.

**By Order of the Board  
For Ishan International Limited  
(Listed with NSE emerge)**

Ketan  Digitally signed by  
Ketan Chaurasia  
Chaurasia Date: 2024.01.23  
23:44:01 +05'30'

**Ketan Chaurasia  
Company Secretary**

## NOTES TO AGENDA

### Item No. 1:

#### To Appointment Chairman of the Meeting

Mr. Shantanu Srivastava, Managing Director of the company shall take the chair and shall be welcomed by the members of the Board. Chairman will confirm the presence of the quorum of the meeting.

### Item No. 2:

#### To grant leave of absence, if any:

Leave of Absence may be granted to that member of the Board who conveys his/her inability to attend the meeting.

### Item No. 3:

#### To confirm the minutes of the previous meeting of the Board:

The Minutes of the previous Board Meeting shall be circulated and the Board is requested to confirm the same. Thereafter, the Chairman will be required to sign the Minutes.

### Item No. 4:

#### To consider and approve allotment of Bonus Shares, authorization to file return of allotment with ROC and filing listing approval application with NSE and execute corporate action with depositories thereafter:

The Chairman inform the Board that as the approval from the shareholders in the General Meeting held on 15<sup>th</sup> January 2024 is given for the proposed bonus issue and the Ordinary Resolution for the issue of bonus shares is duly passed and for the completion of the proposed bonus issue. The chairman informs the Board of directors to approve and consider the allotment of the bonus shares to the existing shareholders of the company as per the record date.

The Board of Directors are requested to pass the following resolution with or without modification(s):

**“RESOLVED THAT** pursuant to the provisions of section 63 and all other applicable provisions of the Companies Act, 2013 read with Rule 14 of the Companies (Share Capital and Debentures) Rules, 2014 and the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (“the ICDR Regulations”)(including any statutory modification(s) or re-enactment thereof for the time being in force) 14,41,56,860

Equity Shares of Rs 1/- each be and are hereby allotted as bonus shares to the existing shareholders of the Company holding shares at the close of business hours on the Record Date i.e. 25<sup>th</sup> January, 2024 in the ratio of 2:1, by capitalization of Rs 14,41,56,860 /- standing to the credit of the Company's Reserve & Surplus Account as per the audited accounts of the Company for the financial year ended 31<sup>st</sup> March, 2023;

**RESOLVED FURTHER THAT** the bonus equity shares so allotted shall rank pari passu in all respects with the existing equity shares of the Company;

**RESOLVED FURTHER THAT** Mr. Shantanu Srivastava Managing Director and Mr. Ketan Chaurasia Company Secretary of the Company be and are hereby jointly/severally authorized to file the necessary documents/form(s) with the Registrar of Companies, SEBI, Stock Exchanges, RBI, NSDL, CDSL, RTA of the Company and to do all such acts, deeds, matters and things as may be deemed necessary, desirable, proper or expedient for the purpose of giving effect to this resolution and for matters connected therewith or incidental thereto.”

**Item no.5:**

**To take note of quarterly and half yearly NSE compliances:**

The Members of the Board are hereby informed that being a listed entity our Company has to comply with various quarterly compliances of the SEBI Act. The Board is requested to take note of following compliances-

a. **To take on record the Reconciliation of Share Capital Audit Report for quarter ended on 31<sup>st</sup> December, 2023 pursuant to Regulation 55A of SEBI (Depositories and Participants Regulations 1996).**

As required under Regulation 55A (1) of SEBI (Depositories and Participants) Regulations, 1996, the Company has obtained a certificate from Practicing Company Secretaries for the quarter ended, 31<sup>st</sup> December, 2023 and submitted the same to the stock exchange(s).

The Board is requested to take note of the same.

b. **To take on record Statement of Investor Complaints pursuant to Regulation 13(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 for quarter ended as on 31<sup>st</sup> December, 2023**

As required under Regulation 13(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has to file the Statement of Investor Grievance Report in XBRL form for the quarter ended 31<sup>st</sup> December, 2023 with the Stock Exchange. The Board is requested to take note of the same.

c. **To take on record Declaration under Regulation 74(5) of SEBI (Depositories and Participants) Regulations, 2018 for quarter ended 31<sup>st</sup> December, 2023**

As required under Regulation 74(5) of SEBI (Depositories and Participants) Regulations, 2018, the company has to file declaration quarterly, the Company has to obtain a certificate from Practicing Company Secretary for the quarter ended 31<sup>st</sup> December, 2023 and submitted the same to the stock exchange(s).

The Board is requested to take note of the same.

**d. To take on record Declaration under Regulation 3(5)&3(6) of SEBI (Prohibition of Insider Trading) Regulations, 2015 for quarter ended 31st December, 2023**

The Board is requested to note that pursuant to the Regulation 40(9) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, every listed entity shall submit a certificate received from Practicing Company Secretary with the recognized stock exchange(s) on a quarterly basis, within 30 days from the end of quarter.

The Company has received the certificate under Regulation 40(9) from the Practicing Company Secretary and filed the same with the Stock Exchange.

The Board is requested to take on record the same.

**Item no.8:**

To transact any other business with the permission of the Chair.

**By Order of the Board**  
**For Ishan International Limited**  
**(Listed with NSE emerge)**

Ketan  
Chaurasia

Digitally signed  
by Ketan  
Chaurasia  
Date: 2024.01.23  
23:44:27 +05'30'

**Ketan Chaurasia**  
**Company Secretary**