



**GOEL FOOD PRODUCTS LIMITED**

76/1/2, Golaghata Road, (VIP Road), Kolkata-700 048

**CIN:** L51909WB1996PLC076909

**Phone:** +91 89613 33312

**E-mail:** [info@goelfood.com](mailto:info@goelfood.com), [bikabanquets@gmail.com](mailto:bikabanquets@gmail.com)

**Website:** [www.bika.co.in](http://www.bika.co.in)

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**NOTICE OF BOARD MEETING**

NOTICE is hereby given that the meeting of the Board of Directors of GOEL FOOD PRODUCTS LIMITED will be held on Wednesday, the 26<sup>th</sup> day of June, 2024, at 11:00 a.m. through Video Conferencing (VC) or other Audio-Visual Means to transact the business as specified in the enclosed Agenda.

For **GOEL FOOD PRODUCTS LIMITED**

GOEL FOOD PRODUCTS LIMITED

Director

**DINESH GOYAL**

Managing Director

Date: 18.06.2024

Place: Kolkata

Encl: Agenda for Board Meeting dated 26<sup>th</sup> June, 2024

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**AGENDA OF THE BOARD MEETING TO BE HELD**  
**ON JUNE 26<sup>th</sup>, 2024**

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V	<b><u>Alteration of Memorandum of Association (MOA)</u></b> (i) To increase the Authorized Share Capital of the Company from Rs. 4,00,00,000 divided into 40,00,000 (Equity shares of Rs. 10 each) to Rs.19,00,00,000 divided into 1,90,00,000 (Equity shares of Rs. 10 each) (ii) To alter the Memorandum of Association (MOA) of the Company to give effect of aforesaid change	5
VI	<b><u>Dividend</u></b> (i) <u>To approve the opening of a separate current bank account (i.e., dividend account) towards transfer and disbursal of the final dividend amount for the FY 2023-24 and authorisations thereon.</u>	6
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**ITEM NO.I**

**The Chairman of the Board to take the Chair. In his absence, to appoint the Chairman of the Meeting**

Mr. Dinesh Goyal, Chairman of the Board, be requested to take the Chair.





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**ITEM NO.II**

**To ascertain the Quorum of the Meeting**

The quorum for meetings of the Board shall be at least one third ( $1/3$ ) of the total number of Directors (fraction rounded off to higher 1) or at least two (2) Directors, whichever is higher.





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**ITEM NO.III**

**To grant leave of absence, if any, to the Director(s)**

Leave of absence has been sought by:

- a. ....
- b. ....
- c. ....







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**ITEM NO.IV**

**To take note of the Minutes of the last Board Meetings of the Company.**

Minutes of Board Meeting held on 30<sup>th</sup> May, 2024, copy of which has been circulated among the directors, is enclosed herewith. It will be placed in original in the Board Meeting.

The directors are requested to go through the same and the Chairman may sign the related minutes.





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**ITEM NO.V**

**i)To increase the Authorized Share Capital of the Company**

The Authorized Share Capital will increase from Rs.4,00,00,000 divided into 40,00,000 (Equity shares of Rs. 10 each) to Rs.19,00,00,000 divided into 1,90,00,000 (Equity shares of Rs. 10 each) pursuant to issuance of Bonus Shares.

**ii)Alter of Memorandum of Association (MOA)**

The Capital clause of the Memorandum of Association of the Company be altered to give effect of the changes in its authorized Share Capital from Rs.4,00,00,000 divided into 40,00,000 (Equity shares of Rs. 10 each) to Rs.19,00,00,000 divided into 1,90,00,000 (Equity shares of Rs. 10 each) , and that the Secretary be authorized to prepare and file the necessary documents with the relevant authorities





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**ITEM NO.VI**

**Dividend**

The Board hereby discusses and passes resolution to approve the opening of a separate current bank account (referred to as the "dividend account") for the transfer and disbursal of the final dividend amount for the Financial Year 2023-24.







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**ITEM NO.VII**

**Fixing of Date of Closure of books**

It is proposed that the Board of Directors consider and fix the Date of Closure of Books for the Financial Year 2024-2025 from **July 16<sup>th</sup>, 2024 to 22<sup>nd</sup> July, 2024** .





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**ITEM NO.VIII**

**Fixing of Record Date for entitlement of Eligible Shareholder for payment of Dividend and Bonus Issue**

The Board believes that fixing **July 15<sup>th</sup>, 2024** as the Record Date will ensure that only those shareholders who hold shares on that date will be eligible to receive the entitlement, which is fair and reasonable given the purpose of the entitlement.





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**ITEM NO.IX**

**Fixing of Day, Date and Venue of Annual General Meeting (AGM)**

The Board of Directors shall fix the Day, Date and Venue of the Annual General Meeting (AGM).





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**ITEM NO.X**

**Approval of Notice of Annual General Meeting (AGM)**

To consider and approve the Notice of Annual General Meeting (AGM) for the financial year ended 2023-2024





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**ITEM NO.XI**

**Appointment of Scrutinizer**

The Board of Directors appointed **M/s. Mamta Binani & Associates** as the scrutinizer for the purpose of the scrutinizing the proxies and scrutinizing the voting process. The appointment was made in accordance with the laws and relevant provisions of the Companies Act, 2013. The scrutinizer will ensure that the voting process is conducted fairly and transparently, and that all votes are counted accurately.







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**ITEM NO.XII**

**Any other matter with the permission of the Chairman and majority**

To discuss any other matter with the permission of the Chair and consent of the majority of directors present at the meeting.





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**ITEM NO. XIII**

**Vote of Thanks**

The meeting will be concluded with vote of thanks to the Chair.

