

**AGENDA FOR THE
"01/2024-25" BOARD MEETING
OF
HIT KIT GLOBAL SOLUTIONS LIMITED**

DAY & DATE	:	Monday , 15 th April, 2024
TIME	:	04:00 p.m. (IST)
VENUE	:	Office No. 3131/B, Rustomjee Eaze Zone, Laxmi Singh Complex, Malad West, Mumbai 400064.

AGENDA FOR THE “01/2024-25” BOARD MEETING OF HIT KIT GLOBAL SOLUTIONS LIMITED TO BE HELD ON MONDAY 15th APRIL, 2024 AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT OFFICE NO. 3131/B, RUSTOMJEE EAZE ZONE, LAXMI SINGH COMPLEX, MALAD WEST, MUMBAI-400064.

Member's		Designation
Mr. Kamal Mohanlal Agrawal	:	Managing Director & Chief Executive Officer
Mr. Ramamurthy Shetty	:	Non-Executive & Non Independent Director
Mrs. Premlata Narendra Purohit	:	Independent Woman Director
Ms. Dhara Dilipbhai Jethva	:	Non-Executive & Independent Additional Director
Mrs. Maria Lobo	:	Non-Executive & Independent Director
In attendance		
Ms .Khushboo Harsh Doshi	:	Company Secretary and Compliance Officer
Invitee		
Mrs. Ritaben Paras Bhojani	:	Chief Financial Officer

Item No.	Particulars
1.	To appoint Chairman of the meeting;
2.	To take the notice of the meeting as read;
3.	To grant leave of absence to Directors, if any;
4.	To record the presence of the Quorum;
5.	To record the mode of attendance of the Directors;
6.	To take note of the minutes of the following meetings: a) Board Meeting held on 30 th March, 2024; b) Nomination and Remuneration Committee meeting held on 30 th March, 2024
7.	To take on record the annual disclosures received from the Directors of the company pursuant to applicable provisions of Companies Act, 2013
8.	To take on record compliance under Reg. 31 (4) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeover) Regulations, 2011 as on 31 st March, 2024.
9.	To consider and approve the audited financial results of the company for the financial year and quarter ended 31 st March, 2024.

10.	To consider and approve appointment of M/s. Nishant Bajaj & Associates, Practising Company Secretaries, as the Secretarial Auditor for the Financial year 2023-24 and 2024-25.
11.	Any other Business with the permission of the Chair;

NOTES TO AGENDA

AGENDA ITEM NO. 2

TO TAKE THE NOTICE OF THE MEETING AS READ

NOTES TO AGENDA

AGENDA ITEM NO. 3

TO TAKE NOTE OF LEAVE OF ABSENCE

Leave of absence may be granted to the Directors who are unable to attend the Board meeting and have conveyed the same to the Board.

NOTES TO AGENDA

AGENDA ITEM NO. 4

TO RECORD PRESENCE OF QUORUM:

Company Secretary to confirm whether the Quorum is present.

NOTES TO AGENDA

AGENDA ITEM NO. 5

TO CONFIRM THE MODE OF ATTENDANCE OF THE DIRECTORS:

Company Secretary to record the mode of attendance of the Director whether physically or electronically.

NOTES TO AGENDA

AGENDA ITEM NO. 6

TO TAKE NOTE OF THE MINUTES OF THE PREVIOUS MEETING

The board to note the minutes of the following previous meetings:

- a) Board Meeting held on 30th March, 2024;
- b) Nomination and Remuneration Committee meeting held on 30th March, 2024

NOTES TO AGENDA

AGENDA ITEM NO. 7

TO TAKE ON RECORD THE RECEIPT OF ANNUAL DISCLOSURES RECEIVED FROM DIRECTORS OF THE COMPANY AS PER THE REQUIREMENT OF THE COMPANIES ACT, 2013:

The Board may take note that all the directors of the Company have given their annual declaration pursuant to requirements of the Companies Act, 2013;

1. Declarations in form DIR-8 pursuant to section 164(2) of Companies Act, 2013 stating that they are not disqualified from being appointed /re-appointed or continue to hold directorship in the Company.
2. General notices of disclosures in form MBP-1 pursuant to section 184 of Companies Act, 2013 disclosing the name of entities and nature of their interest in which they or their relatives are interested or concerned
3. Certificate of independence from Independent Directors of the Company pursuant to section 149(6) of the Companies Act, 2013.

Copies of the above disclosures shall be tabled at the meeting for kind perusal of the Board.

NOTES TO AGENDA

AGENDA ITEM NO. 9

TO TAKE ON RECORD COMPLIANCE UNDER REG. 31 (4) OF SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVER) REGULATIONS, 2011 AS ON 31ST MARCH, 2024.

Company Secretary to take on record compliance done in relation to disclosure of non-encumbrance of securities held by the promoter and promoter group along with persons acting in concert for the year ended 31st March, 2024 under Regulation 31(4) of Securities And Exchange Board of India (Substantial Acquisition of Shares and Takeover) Regulations, 2011.

NOTES TO AGENDA

AGENDA ITEM NO. 10

TO CONSIDER AND APPROVE THE AUDITED FINANCIAL STATEMENTS/RESULTS, ALONG WITH THE NOTES AND CASH FLOW OF THE COMPANY FOR THE FINANCIAL YEAR AND QUARTER ENDED 31ST MARCH, 2024.

a. Approval of annual accounts for the financial year ended on 31st March 2024

The draft annual accounts of the Company for the financial year ended 31st March, 2024 along with draft Auditors Report made thereon, as recommended by the Audit Committee and duly initialled by the Chairman / Company Secretary shall be placed before the Board for its approval. Mr. Ritaben Paras Bhojani, Chief Financial Officer or Mr. Kamal Mohanlal Agrawal, Managing Director of the Company thereafter shall brief the Board on performance of the Company during financial year ended 31st March, 2024.

The Board is requested to consider and approve the same and pass the following resolution with or without modification(s):

“RESOLVED THAT as recommended by the Audit Committee, the Statement of Profit & Loss for the financial year ended on 31st March, 2024 together with the Cash Flow Statement for the year ended on 31st March, 2024 and the Balance Sheet as on that date, as placed before the Board, be and are hereby approved by the Board of Directors of the Company.

RESOLVED FURTHER THAT pursuant to Section 134 of the Companies Act, 2013, the annual accounts of the Company for the year ended on 31st March, 2024 be signed by Mr. Kamal Agrawal, Managing Director, Ms. Premlata Purohit, Director, Ms. Ritaben Bhojani, Chief Financial Officer and Ms. Khushboo Doshi, Company Secretary of the Company.

RESOLVED FURTHER THAT the report of the Auditors issued by M/s. B M Gattani & Co, Chartered Accountants, Mumbai on annual accounts of the company for the financial year ended 31ST March 2024 be and is hereby taken on record by the Company.

RESOLVED FURTHER THAT any of the directors of the Company be and hereby severally authorised to do all such acts, deeds, things as may be necessary and expedient, to give effect to the aforesaid resolution”.

The Board shall further note whether there is modified/unmodified opinion of Auditor's on the financial statements of the Company.

b. Approval of Audited Financial Results for the fourth quarter and financial year ended 31st March 2024:

The Board be informed that the audited financial results for the fourth quarter and financial year ended 31st March 2024 as recommended by the Audit Committee in terms of Regulation 33 of SEBI (LODR) Regulations 2015 shall be placed before the Board of Directors for its approval.

The Board is requested to consider and approve the same and pass the following resolution with or without modification(s):

“RESOLVED THAT the Audited Financial Results in the format as prescribed under Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**“SEBI Listing Regulations”**) including amendment thereof, for the quarter and financial year ended 31st March 2024 and Statement of Assets & Liabilities as at 31st March 2024 and as recommended by the Audit Committee for approval to the Board of Directors and placed before the Board, be and is hereby approved.

RESOLVED FURTHER THAT Mr. Kamal Agrawal, Managing Director, Ms. Premlata Purohit, Director, Ms. Ritaben Bhojani, Chief Financial Officer and Ms. Khushboo Doshi, Company Secretary of the Company be and are hereby authorised to sign the said financial results for and on behalf of the Board.

RESOLVED FURTHER THAT pursuant to Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, a certificate dated 15th April, 2024 signed by Ms. Khushboo Doshi, Company Secretary of the Company, on the said financial results, as tabled before the Board, be and is hereby taken on record.

RESOLVED FURTHER THAT Ms. Khushboo Doshi, Company Secretary & Compliance Officer of the Company, be and is hereby authorised to submit a copy of the Audited Financial Results

along with Audit Report of Statutory Auditors on the audited financial accounts for the financial year ended 31st March 2024, to the BSE Limited where the Company's shares are listed and to do all such acts as may be necessary to give effect to the aforesaid resolution.

NOTES TO AGENDA

AGENDA ITEM NO. 11

TO CONSIDER AND APPROVE THE APPOINTMENT OF M/S. NISHANT BAJAJ & ASSOCIATES, PRACTICING COMPANY SECRETARIES, AS THE SECRETARIAL AUDITOR OF THE COMPANY FOR THE FINANCIAL YEAR 2023-24 and 2024-2025;

The Company Secretary would place before the Board a proposal for re-appointment and payment of remuneration of M/s. Nishant Bajaj & Associates, Practicing Company Secretaries as the Secretarial Auditor of the Company for the financial year 2023-24 and 2024-25, to conduct the secretarial audit functions and activities of the Company, pursuant to section 204 of the Companies Act, 2013, rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

The Board be further informed that the consent letter has been received from the Secretarial Auditor confirming their willingness and eligibility for acting as Secretarial Auditor of the Company.

The Board is requested to consider the same and pass the following resolutions with or without modification/s:

“RESOLVED THAT pursuant to the provision of Section 204 of Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and all other applicable provisions, if any; consent of the Board be and is hereby accorded for appointment of M/s. Nishant Bajaj & Associates, Practicing Company Secretary (Membership No. 12990 and Certificate of Practise No. 21538), as the Secretarial Auditor of the Company for financial year 2023-24 and 2024-2025 and to fix the remuneration as may be mutually agreed between the Company and the Secretarial Auditor”.

NOTES TO AGENDA

AGENDA ITEM NO. 10

ANY OTHER BUSINESS WITH THE PERMISSION OF THE CHAIR;
