

PROSPECT

Date: 19/05/2023

To,
The Secretary, Listing Department
BSE Limited
Department of Corporate Services,
1st Floor, New Trading Ring,
Rotunda Building, P.J. Towers,
Dalal Street, Fort,
Mumbai - 400 001
Security ID: PCL, Security Code: 543814

Sub: Intimation of Board Meeting pursuant to Regulation 29(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir,

A meeting of the Board of Directors of Prospect Commodities Limited will be held on Friday, 26th May, 2023 at registered of the company situated at 417, Sun Orbit B/h. Rajpath Club Road, Bodakdev Ahmedabad -380054, Gujarat, India at 11.30 a.m. to

- (1) Consider and take on record the audited financial results of the Company for the half year ended on 31st March, 2023
- (2) To discuss the other agenda items as mentioned in Agenda of the Board Meeting attached herewith.

For the above purpose, this is to inform you that as per Company's code of conduct for a prevention of insider trading, the trading window for dealing in the securities of the Company shall remain closed for all the directors, designated employees, other Insiders & Connected Persons of the Company and will open 48 hours after the said financial results are declared to the Stock Exchanges.

This is for your information and records.

Thanking you,

Yours faithfully

For, PROSPECT COMMODITIES LIMITED

Bhargavi Pandya
Company Secretary & Compliance Officer
Membership No-A62039

PROSPECT COMMODITIES LIMITED

Encl: As above

Office Address :

417, Sun Orbit, B/h. Rajpath Club Road,
Bodakdev, Ahmedabad-380054.

Factory Address : Shed No. 8, Sadbhav
Industrial Park, Village - Dhamatvan,
Taluka - Daskroi, Ahmedabad -382433.

+91 7948000696 info@prospectcommodities.com www.prospectcommodities.com

CIN : U01400GJ2022PLC128482
FSSAI No : 10020021005807
PAN No. : AAMCP5811D
GST No. : 24AAMCP5811D1ZM

NOTICE OF THE BOARD MEETING

Dear Sir/ Madam,

Notice is hereby given that meeting of the Board of Directors of the Company will be held at 11.30 a.m. on Friday, 26th May, 2023 at Registered office of the Company.

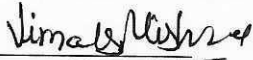
The Agenda of the business to be transacted at the meeting is enclosed herewith for your perusal.

This is also to inform that the members of the Board can participate in the Board Meeting through video conferencing. However, directors who wish to attend meeting through video conference shall require to inform in advance of such intension to the Company to make necessary arrangement for the same.

You are requested to make it convenient to attend the Meeting.

By Order of the Board,

Prospect Commodities Limited



VIMAL MISHRA
Managing Director (DIN: 06820041)

Place: Ahmedabad

Date: 18/05/2023

Registered Office:

PROSPECT COMMODITIES LIMITED

417, SUN ORBIT, B/H RAJPATH CLUB ROAD,
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AGENDA OF THE BOARD MEETING SCHEDULED TO BE HELD AT 11.30 A.M. ON FRIDAY, 26TH MAY, 2023 AT REGISTERED OFFICE OF THE COMPANY

1. To grant leave of absence if any.
2. Approval of minutes of previous Board Meeting.
3. To take note of audit committee meeting.
4. To receive, consider and approve Audited Annual Accounts for the half year and financial year ended on 31st March, 2023.
5. To take note the Auditors' Report on the Audited Financial Statement of the Company for the financial year ended on 31st March 2023.
6. To reappoint Internal Auditor of the Company.
7. To Appoint Secretarial Auditor of the Company.
8. To appoint Compliance officer for the purpose of compliance and filing under SEBI (Prohibition of Insider trading) Regulation, 2015 and SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011).
9. Noting of certificate signed by CFO of the Company as per Reg 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.
10. Noting of Disclosure of Interest in Form MBP-1.
11. To take note of Declarations by Independent Directors that they meet the criteria as per section 149(6) of companies Act, 2013.
12. To take a note of Statement of deviation(s) or variation(s) under Regulation 32 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.
13. To take note of various filing made under SEBI Regulations.
14. To give authority for various filing as required under SEBI Regulations.
15. Authorisation to file E-forms with Ministry of Corporate Affairs.
16. To constitute committee under POSH act and to approve policy for prevention of sexual Harassment at work place and formation of internal compliant committee.
17. To Open DMAT account in name of the Company.
18. To give authority to use Electronic Banking Channels through the website of HDFC Bank Limited.
19. To avail additional Credit facility up to Rs. 2.05 crores from HDFC Bank Limited.

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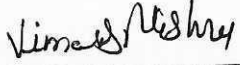
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20. To discuss and decide any other Business with the Permission of Chair.
21. Vote of thanks.

**By Order of the Board,
Prospect Commodities Limited**



VIMAL MISHRA Director
Managing Director (DIN: 06820041)

Place: Ahmedabad
Date: 18/05/2023

Registered Office:

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NOTES TO AGENDA

1. To grant leave of absence if any:

The request for leave of absence if any shall be placed before the meeting.

2. To take note of approval of minutes of previous Board Meeting:

The Board will take note of approval of Minutes of previous Board Meeting.

3. To take note of audit committee meeting:

The Board will take note of Audit committee meeting.

4. To receive, consider and approve Audited Annual Accounts for the quarter and financial year ended on 31st March, 2023.

The chairman shall place before the Board the Audited Annual Accounts for the half year and financial year ended on 31st March, 2023.

5. To take note the Auditors' Report on the Audited Financial Statement of the Company for the financial year ended on 31st March 2023.

The chairman shall place before the Board the Audited Financial Statement of the Company for the financial year ended on 31st March 2023.

6. To reappoint Internal Auditor of the Company.

The Board is requested to consider the reappointment of internal auditor of the Company as recommended by Audit committee.

Following resolution is proposed to be passed in this regard.

“RESOLVED THAT under the provisions of Section 138 of the Companies Act 2013 read with Rule 13 of the Companies (Accounts) Rules, 2014 and other applicable provisions if any of the Companies Act, 2013, M/s. _____, Ahmedabad is hereby appointed as Internal Auditor of the Company for the period and at remuneration as may be mutually agreed upon between the Board of Directors of the Company and Internal Auditor.”

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7. To Appoint Secretarial Auditor of the Company.

As per the requirement of Section 204 of Companies Act, 2013 and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, every listed company is required to conduct secretarial audit.

The Board is requested to consider the recommendation of Audit committee for appointment of M/s. Kadambari Dave & Associates, Company Secretaries (COP No.5854) as Secretarial Auditor.

Following resolution is proposed to be passed in this regard.

RESOLVED THAT pursuant to the provisions of Section 204(1) of the Companies Act 2013, rule 9 of the Companies (Appointment and Remuneration personnel) Rules 2014 and other applicable provisions if any of the Companies Act 2013, Consent of the Board is be and is hereby given for appointment of M/s. Kadambari Dave & Associates, Company Secretaries (COP No.5854), Ahmedabad as Secretarial Auditors of the Company till resolved otherwise by the Board of Directors of the Company and Directors of the Company be and is hereby authorized to fix the remuneration from time to time in consultation with Audit Committee”.

“RESOLVED FURTHER THAT the engagement letter has been placed before the Board and the same has been signed by the Chairman of the Board for the purpose of identification of appointment of M/s. Kadambari Dave & Associates, Company Secretaries as Secretarial Auditors of the Company”

“RESOLVED FURTHER THAT Board of Directors of the Company be and is hereby authorized to file necessary forms with Registrar of Companies and to do all such act, deeds and things as may be considered necessary to give effect to the above said resolution”

8. To appoint Compliance officer for the purpose of compliance and filing under SEBI (Prohibition of Insider trading) Regulation, 2015 and SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011).

The Board is requested to consider the appointment of Mr. Vimal Sureshbhai Mishra (DIN: 06820041) as Compliance officer for the purpose of compliance and filing under SEBI (Prohibition of Insider trading) Regulation, 2015 and SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011) as recommended by Audit Committee.

Following resolution is proposed to be passed in this regard.

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“RESOLVED THAT, Mr. Vimal Sureshbhai Mishra (DIN: 06820041), CFO and Managing Director of the Company be and is hereby appointed as Compliance officer for the purpose of compliance and filing under SEBI (Prohibition of Insider trading) Regulation, 2015 and SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011).”

“RESOLVED FURTHER THAT, Directors or Company Secretary of the Company be and are hereby authorised to give intimation to relevant authority about appointment”

9. Noting of certificate signed by CFO of the Company as per Reg 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.

As per the requirement of Reg 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, chief executive officer and chief financial officer of the listed entity shall certify that the financial results do not contain any false or misleading statement or figures and do not omit any material fact which may make the statements or figures contained therein misleading.

Board is requested to take note of the Certificate issued by CFO and Managing Director of the Company as per Reg 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.

Following resolution is proposed to be passed in this regard.

“RESOLVED THAT the Board of Directors of the Company do and hereby take on record the Certificate issued by Mr. Vimal Sureshbhai Mishra (DIN: 06820041), CFO and Managing Director of the Company as per Reg 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015”

10. Noting of Disclosure of Interest in Form MBP-1 received from Directors of the Company.

Board Members are requested to take note of the Disclosure of Interest in Form MBP-1 received from Directors of the Company.

Following resolution is proposed to be passed in this regard.

“RESOLVED THAT pursuant to provisions of Section 184 (1) of the Companies Act, 2013 read with Rule 9(1) of the Companies (Meetings of the Board and its Powers) Rules, 2014 general disclosure of interest received in Form MBP-1, from the directors of the Company as placed before the Board be and is hereby taken on record.”

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11. To take note of Declarations by Independent Directors that they meet the criteria as per section 149(6) of companies Act, 2013.

As per the provisions of section 149(7) of Companies Act, 2013 every independent in every financial year or whenever there is any change in the circumstances which may affect his status as an independent director, give a declaration that he meets the criteria of independence as provided in Section 149(6).

Board Members will take note of the Declarations submitted by Independent Directors that they meet the criteria as per section 149(6) of companies Act, 2013.

Following resolution is proposed to be passed in this regard.

"RESOLVED THAT pursuant to the provisions of Section 149 (7) of the Companies Act 2013, declaration of independence received from Independent Directors of the Company as placed before the Board be and is hereby taken on record.

FURTHER RESOLVED THAT Directors of the Company be and is hereby authorized to take all necessary actions to implement the above board decision"

12. To take a note of Statement of deviation(s) or variation(s) under Regulation 32 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.

To take a note of statement of deviation(s) or variation(s) under Regulation 32 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 for half year ended 31st March, 2018 which shall be tabled before the Board for its review.

13. To take note of various filing made under SEBI Regulations.

The Board Members are requested to take note of the various filing made under SEBI Regulation 2015 from date of listing to till date.

14. To give authority for various filing as required under SEBI Regulations.

The Board Members re requested to give authority to Mr. Vimal Sureshbhai Mishra (DIN: 06820041), Managing Director/CFO and Mrs. Bhargavi Pandya, Company Secretary for various filing as required under SEBI Regulations.

15. Authorisation to file E-forms with Ministry of Corporate Affairs.

The Board Members are requested to give authority to Directors of the Company to file E-forms with Ministry of Corporate Affairs.

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16. To constitute committee under POSH Act and to approve policy for prevention of sexual Harassment at work place and formation of internal compliant committee.

The Board Members are further informed that Company also needs to adopt approve policy for prevention of sexual Harassment at work place under Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH).

POSH provisions are applicable to all establishments, companies, organization's (whether public or private) employing 10 or more employees (whether permanent, temporary, ad-hoc, consultants, interns or contract workers irrespective of gender) irrespective of business or industry. Section 4 of this act requires constitution of INTERNAL COMPLAINTS COMMITTEE.

The Board Members are requested to take note of the same.

17. To Open Demat account in name of the Company.

Board Members are requested to take note of the opening of Demat account in the name of company with ACML Capital Markets Limited.

18. To give authority to use Electronic Banking Channels through the website of HDFC Bank Limited.

Board Members are hereby informed that authority is required to be given for using electronic banking channels for company's account with HDFC Bank Ltd.

Following resolution is proposed to be passed in this regard.

“RESOLVED FURTHER THAT the board appoints the following individuals as “authoriser” for using electronic banking channels for companies account no 50200069858040, 50200065866321 50200069707942 (PROSPECT COMMODITIES LIMITED) on behalf of the Company through the website of HDFC BANK LTD.

1. Vimal Mishra

Further resolved that the above mentioned officials of the Company be and hereby authorised to receive the login Id and password, as may be send to HDFC Bank for entering in to transaction on the website and are authorized to convey to HDFC BANK LTD., acceptance on behalf of the Company of any transactions as well as to enter into transactions Singly without any limits on behalf of the Company through the website.

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19. To avail additional Credit facility up to Rs. 2.05 crores from HDFC Bank Limited.

Board Members are hereby informed that Company is availing Additional credit facility upto principal sum of Rs. 2,05,00,000 (Rupees Two Crore Five Lac Only) from HDFC BANK LTD. Board Members are hereby requested to take note of the same and pass the appropriate resolution.

20. To discuss and decide any other Business with the Permission of Chair.

21. Vote of thanks.

By Order of the Board,

Prospect Commodities Limited



VIMAL MISHRA Director
Managing Director (DIN: 06820041)

Place: Ahmedabad
Date: 18/05/2023

Registered Office:

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