

## NOTICE OF THE BOARD MEETING

Serial No-BM/6/2021-22

The Board of Directors,  
**Rithwik Facility Management Services Limited**  
RR Tower III, Thiru-Vi-Ka Industrial Estate,  
Guindy, Chennai -600 032

Subject:-Notice of Board Meeting to be held on 21/03/2022.

Dear Sirs,

Notice is hereby given that the sixth meeting of Financial Year 2021-22 of the Board of Directors of **Rithwik Facility Management Services Limited** will be held on Monday the 21<sup>st</sup> March 2022 at 2:00 P.M at Registered Office of the Company RR Tower III, Thiru-Vi-Ka Industrial Estate, Guindy, Chennai -600 032, to transact the business listed in the agenda attached with this notice.

We would like to inform you that, you may attend the Board Meeting through Video Conferencing (VC) or Other Audio-Visual Means (OAVM). The meeting Id and password will be communicated to you separately.

Kindly make it convenient to attend the meeting.

Yours Truly,

For RITHWIK FACILITY MANAGEMENT SERVICES LIMITED



(S Jayapandi)  
Company Secretary  
M.No.A21909  
Date: 11/03/2022

**AGENDA FOR THE SIXTH BOARD MEETING OF RITHWIK FACILITY MANAGEMENT SERVICES LIMITED TO BE HELD ON 21<sup>ST</sup> MARCH, 2022.**

1. ITEM NO: 01/BM/6/2021-22: To appoint Chairman of the Meeting
2. ITEM NO: 02/BM/6/2021-22: Leave of Absence
3. ITEM NO: 03/BM/6/2021-22: To take notes of the Minutes and Business of the Committees Meeting
4. ITEM NO: 04/BM/6/2021-22: Confirmation of minutes of the previous Board Meeting
5. ITEM NO: 05/BM/6/2021-22: Appointment of Secretarial Auditor
6. ITEM NO: 06/BM/6/2021-22: Review Business operations
7. ITEM NO: 07/BM/6/2021-22: Approval of Nomination and Remuneration Policy.
8. ITEM NO: 08/BM/6/2021-22: Adoption of Prevention of Sexual Harassment Policy at work place.
9. ITEM NO: 09/BM/6/2021-22: Adoption of Archival Policy
10. ITEM NO: 10/BM/6/2021-22: Approval and Adoption of Policy on dealing with Related party transactions
11. ITEM NO: 11/BM/6/2021-22: Approval and Adoption of Policy for determining 'Material' Subsidiaries.
12. ITEM NO: 12/BM/6/2021-22: Approval and Adoption of Policy for determination of Materiality of Event or Information and Insider Trading Code.
13. ITEM NO: 13/BM/6/2021-22: Any other matter with the permission of the Chair
14. ITEM NO: 14/BM/6/2021-22: Vote of Thanks



**1. ITEM NO: 01/BM/6/2021-22: TO APPOINT CHAIRMAN OF THE MEETING**

Mr Rithwik Rajshekhar Raman, 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 quorum of the meeting.

**2. ITEM NO: 02/BM/6/2021-22: LEAVE OF ABSENCE**

Leave of absence may be granted to those Directors who are not present in the meeting.

**3. ITEM NO: 03/BM/6/2021-22: TO TAKE NOTES OF THE MINUTES AND BUSINESS OF THE COMMITTEES MEETING**

Business of the previous Audit Committee and Nomination and Remuneration committee meetings and Minutes of 3rd Audit committee meeting for the year 2021-22 held on November 12th, 2021 which was circulated amongst the directors of the company and shall be placed to take note by the Board.

**4. ITEM NO: 04/BM/6/2021-22: CONFIRMATION OF MINUTES OF THE PREVIOUS BOARD MEETING**

Minutes of the 5th Board meeting for the year 2021-22 held on 7<sup>th</sup> December 2021 which was circulated amongst the director of the company and shall be placed in the meeting for confirmation.

**5. ITEM NO: 05/BM/6/2021-22: APPOINTMENT OF SECRETARIAL AUDITOR**

The Chairman informs the Board to appoint M/s Khandelwal Arun & Associates, Company Secretary as the Secretarial Auditor of the Company for the financial year 2021-22 and onwards as per the recommendation of the Audit Committee, the Board may consider and approve the appointment of M/s Khandelwal Arun & Associates, Company Secretary as the Secretarial Auditor of the Company for the financial year 2021-22 and onwards. The Board to consider and pass the following resolution:

“RESOLVED THAT pursuant to the provision 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 be and is hereby given for appointment of M/s Khandelwal Arun & Associates, Company Secretary to be the Secretarial Auditor of the Company for the financial year 2021-22 and onwards and Directors of the Company be and are hereby authorized to fix the remuneration with the consent of Audit Committee”.



"RESOLVED FURTHER THAT the appointment letter has been placed before the Board and the same has been approved by the Board and has been signed by the Chairman of the Board for the purpose of appointment of M/s Khandelwal Arun & Associates, Company Secretary as Secretarial Auditor of the Company",

"RESOLVED FURTHER THAT Mr.Rithwik Rajshekar Raman, Managing Director or Mr.V Niranjan Rao, Whole -Time Director of the Company be and is hereby severally authorized to file necessary forms with Registrar of companies, do acts, deeds and things as may be necessary to give effect to the above said resolution".

**6. ITEM NO: 06/BM/6/2021-22: REVIEW BUSINESS OPERATIONS**

The chairman has informed the Board that the performance of the Company for the quarter ended on December 31st, 2021 quite satisfactory and asks the Board to share innovative ideas and suggestive measures which can help to boost Companies growth.

**7. ITEM NO: 07/BM/6/2021-22: Approval of Nomination and Remuneration Policy.**

The chairman may place before the board a revised copy of Nomination and Remuneration Policy of Directors, Key Managerial Personnel and senior management, as recommended from the Nomination and Remuneration Committee, for approval and adoption. The Board shall discuss and pass the following resolution.

"RESOLVED THAT pursuant to sec 178 of the Companies Act 2013 and corresponding rule made there under and recommendation from Nomination and Remuneration Committee, the Board be and is hereby approved and adopted the Nomination and remuneration Policy.

**8. ITEM NO: 08/BM/6/2021-22: ADOPTION OF PREVENTION OF SEXUAL HARASSMENT POLICY AT WORK PLACE.**

The chairman may place before the board a copy of Prevention of Sexual Harassment Policy at work place for adoption.

**9. ITEM NO: 09/BM/6/2021-22: ADOPTION OF ARCHIVAL POLICY**

The chairman may place before the board a revised version of Archival Policy for adoption.

**10. ITEM NO: 10/BM/6/2021-22: APPROVAL AND ADOPTION OF POLICY ON DEALING WITH RELATED PARTY TRANSACTIONS**

The chairman may place before the board updated policy, pursuant to regulation 23(1) of the SEBI LODR, the policy on materiality of related party transactions and dealing with RPTs as recommended by the Audit Committee, for approval and adoption.



**11. ITEM NO: 11/BM/6/2021-22: APPROVAL AND ADOPTION OF POLICY FOR DETERMINING 'MATERIAL' SUBSIDIARIES.**

The chairman may place before the board updated policy, pursuant to regulation 16(1)(C) of the SEBI LODR, the policy for determining 'Material' Subsidiaries as recommended by the Audit Committee, for approval and adoption.

**12. ITEM NO: 12/BM/6/2021-22: APPROVAL AND ADOPTION OF POLICY FOR DETERMINATION OF MATERIALITY OF EVENT OR INFORMATION AND INSIDER TRADING CODE.**

The chairman may place before the board, the Policy for Determination of Materiality of Event or Information and Insider trading code pursuant to SEBI (LODR) Regulations and SEBI (PIT) Regulations respectively for approval and adoption.

**13. ITEM NO: 13/BM/6/2021-22: ANY OTHER MATTER WITH THE PERMISSION OF THE CHAIR**

To discuss any other matter with the permission of the chair.

**14. ITEM NO: 14/BM/6/2021-22: VOTE OF THANKS**

To thank the chairman and close the Meeting.

Yours Truly,

For RITHVIK FACILITY MANAGEMENT SERVICES LIMITED



(S Jayapandi), \*  
Company Secretary, M.No.A21909  
Date: 11/03/2022