

NOTICE

Notice is hereby given that the 2025-26/3 meeting of the Board of Directors of Inbrew Beverages Private Limited, (**Company**) will be held on Tuesday, the 12th August 2025 at 10:00 AM (IST) at Corporate Office of the Company and/or through audio/video means to consider the agenda items set out in agenda paper.

You are requested to kindly make it convenient to attend the meeting.

For and on behalf of Board of Directors of

INBREW BEVERAGES PRIVATE LIMITED

Sd/-

Ruchi Negi
Company Secretary
M.No. A39287

Date: 11th August 2025

To,

Ravinder Singh Deol-Chairman

Rajnikant Sabnavis-Additional Director

Manoj Kumar Kohli-Independent Director

Anjali Subhash-Independent Director

Vaibhav Gupta- Independent Director

Pulla Ganesina Reddy-Director

AGENDA FOR THE BOARD MEETING

1. To grant leave of absence, if any;

The leave of absence will be granted to those directors who are unable to attend the meeting and have requested for the same.

2. Confirmation of the minutes of the previous board meeting.

The minutes of the previous meeting of the board of directors of the Company shall be placed before the board for their reference and review. Accordingly, the Board will take the same on record.

3. To take note of the resolution passed by circulation by the Board of Directors.

The Board is hereby requested to take note of the resolutions passed by circulation dated 29th May 2025, 28th June 2025 and 7th July 2025.

4. Note of the minutes of the previous Committee Meetings.

The minutes of the previous meeting of the Audit Committee of the Company shall be placed before the board for their reference and note. Accordingly, the Board will take the same on record.

5. To consider and approve, Financial Results of the Company for the Quarter ended on 30.06.2025.

The board to consider and approve the Financial results of the Company for the Quarter ended on 30.06.2025 and for submission to Stock Exchange & Publishing the same in Newspaper.

To consider and, if thought fit, to pass with or without modification(s), the following resolution:

“RESOLVED THAT the Financial Results for the quarter ended 30th June 2025 as placed before the meeting be and is hereby approved and taken on record.”

“RESOLVED FURTHER THAT all the directors and Ruchi Negi, Company Secretary of the Company be and are hereby authorized to sign the same and furnish the same to the Stock Exchanges with Report of Auditors where the securities of the Company are listed and to publish the same in the newspapers as required under the listing agreement.”

6. To recommend re-appointment of statutory auditor M/s Walker Chandiok & Co LLP, Chartered Accountants.

The board to recommend the shareholders appointment of statutory auditor for another period of 5 years.

To consider and, if thought fit, to pass with or without modification(s), the following resolution:

“RESOLVED THAT pursuant to provision of section 139 of the Companies Act 2013 (as amended or reenacted from time to time) and other applicable provision of the companies Act 2013 and considering the recommendations made by the Audit Committee, consent of the Board be and is hereby accorded to recommend to the shareholders M/s Walker Chandiook & Co LLP, Chartered Accountants for appointment as the statutory auditor of the company, till the conclusion of 57TH Annual General meeting , at a remuneration to be decided in consultation with it.”

“RESOLVED FURTHER THAT appointment of the statutory auditor shall be subject to the ratification at each annual general meeting held after forthcoming annual general meeting.”

“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized for and on behalf of the Company to take all necessary steps and to do all such acts, deeds, matter, filing and things which may deem necessary in this behalf.”

7. To approve draft directors’ report for the financial year 2024-25.

To consider and, if thought fit, to pass with or without modification(s), the following resolution:

“RESOLVED THAT the draft of the Directors’ Report for the year ended 31st March, 2025, as submitted before the meeting, duly initialed by the Chairman of the Meeting for the purpose of identification, be and is hereby considered and approved by the Board and that the same be signed on behalf of the Board of Directors of the Company by Mr. Rajnikant Sabnavis, Managing Director and Mr. Pulla Ganesina Reddy, Director.”

“RESOLVED FURTHER THAT pursuant to provisions stipulated under sub section 3 of Section 179 of the Companies Act,2013 read with Companies (Meetings of Board and its Powers) Rules, 2014, all the directors of the Company be & is hereby severally authorized to file the resolution with the Registrar of Companies, Delhi along with requisite e-Form.”

8. To approve POSH Policy

To consider and, if thought fit, to pass with or without modification(s), the following resolution:

“RESOLVED THAT the Board of Directors hereby approves and adopts the Prevention of Sexual Harassment (POSH) Policy, as presented to the Board, with immediate effect.”

“RESOLVED FURTHER THAT the company authorizes the CHRO to implement the POSH policy and take necessary steps for its effective dissemination and compliance.”

"RESOLVED FURTHER THAT the company acknowledges its responsibility to ensure a safe and respectful workplace and to provide a mechanism for addressing complaints of sexual harassment."

"RESOLVED FURTHER THAT the company's Internal Committee (IC), as constituted under the POSH Act, is authorized to receive, investigate, and resolve complaints of sexual harassment in accordance with the policy."

"RESOLVED FURTHER THAT Mrs. Bhoomika Arora is authorized to take all necessary actions, including but not limited to, filing necessary declarations, submitting documents, and authenticating documents related to the POSH Act and the company's POSH policy."

9. To reconstitute Internal Compliant Committee under The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

To consider and, if thought fit, to pass with or without modification(s), the following resolution:

"RESOLVED THAT pursuant to Section 4 of The Sexual Harassment of Women At Workplace (Prevention, Prohibition And Redressal) Act, 2013, approval of the Board of directors of the company be and is hereby accorded to the reconstitution of an internal committee for women to provide protection against sexual harassment of women at workplace and for the prevention and redressal of complaints of sexual harassment and for matters connected therewith or incidental thereto."

"RESOLVED FURTHER THAT members of the above internal committee for women shall be following employees of the company and Mrs. Bhoomika Arora shall be the presiding officer of the committee as nominated by the employer:

POSH Committee / Units	Northern/Western Region (except breweries)	Breweries (All region)	Southern/Eastern Region (incl. manufacturing units)
Presiding Officer (Senior female employee)	Ms. Bhoomika Arora <i>(Ruchi Negi in her absence)</i>	Ms. Bhoomika Arora <i>(Ruchi Negi in her absence)</i>	Ms. Bhoomika Arora <i>(Ruchi Negi in her absence)</i>
Other Member (Female >=50%)	Ms. Parul Gupta	Ms. Parul Gupta	Ms. Abhigna Vemuri (Gulbarga)
Other Member	Mr. Jaiveer Duggal	Mr. Sanjay Krishna Kumar (Saha)	Mr. Abhishek Vohra
Other Member	Mr. Deepak Malhotra	Mr. Rishipal Singh	Mr. Sreeram Krishnan
<i>External Member</i>	<i>Ms. Anupama Easwaran</i>	<i>Ms. Radhika Batra</i>	<i>Ms. Rekha Shalini</i>

"RESOLVED FURTHER THAT committee shall work, hear and redress complaints in accordance and subject to the provisions of The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013."

“RESOLVED FURTHER THAT Mr. Pulla Ganesina Reddy, Director of the Company, be and are hereby severally authorized to take all such steps as may be necessary, proper or expedient to give effect to this Resolution”.

10. To give authorization to represent the company in court cases.

To consider and, if thought fit, to pass with or without modification(s), the following resolution:

“RESOLVED THAT in supersession of the earlier resolution passed by the Board of Directors in this regard Mrs. Bhoomika Arora, Head (Legal), Mrs. Ruchi Negi, Company Secretary and Ms. Parul Gupta, Manager (Legal & Compliance) be and are hereby severally authorized to appear on behalf of the Company in all court cases of the Company whether civil or criminal, original or appellate, in connection with any legal proceedings in various courts and/or such other lawsuits wherein the Company is a party or otherwise involved in any other ways requiring the Company to appear before the court in that case.”

“RESOLVED FURTHER THAT Mrs. Bhoomika Arora, Head (Legal), Mrs. Ruchi Negi, Company Secretary and Ms. Parul Gupta, Manager (Legal & Compliance) be and are hereby severally authorized to sign, verify and submit applications, petitions, plaints, written statements, counterclaims, objection petition, complaints, memorandum of appeal, and any other documents as may be required to be submitted to the court or any other authority or organization/individual in connection with any court case or legal proceedings involving the company.”

“RESOLVED FURTHER THAT Mrs. Bhoomika Arora, Head (Legal), Mrs. Ruchi Negi, Company Secretary and Ms. Parul Gupta, Manager (Legal & Compliance), be and are hereby severally authorized to engage counsels, to execute power of attorney in favour of any person in relation to any court case, to swear Affidavits on behalf of the Company and to do all such acts, deeds and things in this regards.”

11. Change in Authorized Signatories of current account in the name of M/s Bengal Wines Private Limited with SBI bank.

To consider and, if thought fit, to pass with or without modification(s), the following resolution:

“RESOLVED THAT in supersession to all the earlier resolutions passed by the Board in their meeting, for operating the SBI bank account of the Company and their mode of operation by authorized signatories be and are hereby amended as per the below authorization matrix, to operate the same, to use the net-banking facility and to sign or accept all cheques, bill of exchanges, promissory notes and other orders.

Sl. No.	Account Number	Bank's Name	Branch
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1.	42048404869	SBI	TN Mukherjee Road, Sunny Tower Dankuni, Hooghly, 712311
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“RESOLVED FURTHER THAT the said Bank Account be and is hereby authorized to operate and honour cheques, bills of exchange and promissory notes accepted, or made, on behalf of the Company, by the following authorized signatories:

Authorisation Matrix

Limit	Name	Operation
For any amount up to INR 50,00,000/-	Mr. Saurabh Surendra Aloni Mr. Bhupendra Yogendranath Chhapwale Mr. Nirmitt Sharma (Group-1)	Anyone jointly with anyone from Group 2
	Mr. Tarun Garg Mr. Pulla Reddy Ganesina Mr. Nishant Jain (Group-2)	Anyone jointly with anyone from Group 1
For any amount up to INR 1,00,00,000/-	Mr. Pulla Reddy Ganesina Mr. Bhupendra Yogendranath Chhapwale Mr. Nishant Jain Mr. Tarun Garg	Any two jointly
For any amount up to INR 5,00,00,000/-	Mr. Rajnikant Tirumala Sabnavis Mr. Nishant Jain	Jointly
For any amount	Mr. Ravinder Singh Deol	Single

or such person as may be authorized the Company from time to time and to act on any instructions so given relating to the account.”

“RESOLVED FURTHER THAT the said signatories be and are hereby authorized as per above matrix to sign all agreements, including execute and submit such applications, undertakings, agreements and other requisite documents, writings and deeds as may be necessary to open the said account.”

"And a True Copy of the aforesaid resolution, duly certified by the Director OR Company Secretary be given to the aforesaid Bank with a request to act thereupon.”

12. Change in Authorized Signatories of current account in the name of M/s Batra Breweries and Distilleries Pvt Ltd with Kotak bank.

To consider and, if thought fit, to pass with or without modification(s), the following resolution:

“RESOLVED THAT in supersession to all the earlier resolutions passed by the Board in their meeting, for operating the Kotak bank account of the Company and their mode of operation by authorized signatories be and are hereby amended as per the below authorization matrix, to operate the same, to use the net-banking facility and to sign or accept all cheques, bill of exchanges, promissory notes and other orders.

Sl. No.	Account Number	Bank's Name	Branch
1.	9293929392	Kotak Mahindra Bank	Chandigarh Sec 9

“RESOLVED FURTHER THAT the said Bank Account be and is hereby authorized to operate and honour cheques, bills of exchange and promissory notes accepted, or made, on behalf of the Company, by the following authorized signatories:

Authorisation Matrix

Limit of Sanction & Authorization	Name of the Authorized Signatory	Operating instructions
For any amount up to INR 1,00,00,000/- (INR One Crore)	Mr. Bhupendra Yogendranath Chhapwale Mr. Saurabh Surendra Aloni Mr. Nishant Jain (Group 1)	Anyone jointly with anyone from Group 2
	Mr. Hitesh Mediratta Mr. Tarun Garg Mr. Nimit Sharma Mr. Pulla Reddy Ganesina (Group 2)	Any one jointly with anyone from Group 1
For any amount up to INR 10,00,00,000/- (INR Ten Crore)	Mr. Rajnikant Tirumala Sabnavis Mr. Pulla Reddy Ganesina Mr. Nishant Jain Mr. Hitesh Mediratta	Any two jointly

	Mr. Bhupendra Yogendranath Chhapwale	
For any amount up to INR 25,00,00,000/- (INR Twenty-Five Crore)	Mr. Rajnikant Tirumala Sabnavis Mr. Hitesh Mediratta	Jointly
For any amount	Mr. Ravinder Singh Deol	Single

or such person as may be authorized the Company from time to time and to act on any instructions so given relating to the account.”

“RESOLVED FURTHER THAT the said signatories be and are hereby authorized as per above matrix to sign all agreements, including execute and submit such applications, undertakings, agreements and other requisite documents, writings and deeds as may be necessary to open the said account.”

"And a True Copy of the aforesaid resolution, duly certified by the Director OR Company Secretary be given to the aforesaid Bank with a request to act thereupon.”

13. Change in Authorized Signatories of current account in the name of M/s Pristine Distilleries with HDFC bank.

To consider and, if thought fit, to pass with or without modification(s), the following resolution:

“RESOLVED THAT in supersession to all the earlier resolutions passed by the Board in their meeting, for operating the HDFC bank account of the Company and their mode of operation by authorized signatories be and are hereby amended as per the below authorization matrix, to operate the same, to use the net-banking facility and to sign or accept all cheques, bill of exchanges, promissory notes and other orders.

Sl. No.	Account Number	Bank's Name	Branch
1.	50200108023180	HDFC	NEW DELHI - SURYA KIRAN - K G MARG

“RESOLVED FURTHER THAT the said Bank Account be and is hereby authorized to operate and honour cheques, bills of exchange and promissory notes accepted, or made, on behalf of the Company, by the following authorized signatories:

Authorisation Matrix

Limit of Sanction & Authorization	Name of the Authorized Signatory	Operating instructions
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For any amount up to INR 2,00,00,000/- (INR Two Crore)	Mr. Bhupendra Yogendranath Chhapwale Mr. Saurabh Surendra Aloni Mr. Nishant Jain (Group 1)	Anyone jointly with anyone from Group 2
	Mr. Hitesh Mediratta Mr. Tarun Garg Mr. Nimit Sharma Mr. Pulla Reddy Ganesina (Group 2)	Any one jointly with anyone from Group 1
For any amount up to INR 10,00,00,000/- (INR Ten Crore)	Mr. Rajnikant Tirumala Sabnavis Mr. Pulla Reddy Ganesina Mr. Nishant Jain Mr. Hitesh Mediratta Mr. Bhupendra Yogendranath Chhapwale	Any two jointly
For any amount up to INR 25,00,00,000/- (INR Twenty-Five Crore)	Mr. Rajnikant Tirumala Sabnavis Mr. Hitesh Mediratta	Jointly
For any amount	Mr. Ravinder Singh Deol	Single

or such person as may be authorized the Company from time to time and to act on any instructions so given relating to the account.”

“RESOLVED FURTHER THAT the said signatories be and are hereby authorized as per above matrix to sign all agreements, including execute and submit such applications, undertakings, agreements and other requisite documents, writings and deeds as may be necessary to open the said account.”

"And a True Copy of the aforesaid resolution, duly certified by the Director OR Company Secretary be given to the aforesaid Bank with a request to act thereupon.”

14. Change in Authorized Signatories of current account in the name of M/s United Brothers Distill P L INBREW A/C with HDFC bank.

To consider and, if thought fit, to pass with or without modification(s), the following resolution:

“RESOLVED THAT in supersession to all the earlier resolutions passed by the Board in their meeting, for operating the HDFC bank account of the Company and their mode of operation by authorized signatories be and are hereby amended as per the below authorization matrix, to operate the same, to use the net-banking facility and to sign or accept all cheques, bill of exchanges, promissory notes and other orders.

Sl. No.	Account Number	Bank's Name	Branch
1.	50200102650670	HDFC Bank	NEW DELHI - SURYA KIRAN - K G MARG

“RESOLVED FURTHER THAT the said Bank Account be and is hereby authorized to operate and honour cheques, bills of exchange and promissory notes accepted, or made, on behalf of the Company, by the following authorized signatories:

Authorisation Matrix

Limit of Sanction & Authorization	Name of the Authorized Signatory	Operating instructions
For any amount up to INR 2,00,00,000/- (INR Two Crore)	Mr. Bhupendra Yogendranath Chhapwale Mr. Saurabh Surendra Aloni Mr. Nishant Jain (Group 1)	Anyone jointly with anyone from Group 2
	Mr. Hitesh Mediratta Mr. Tarun Garg Mr. Nirmitt Sharma Mr. Pulla Reddy Ganesina (Group 2)	Any one jointly with anyone from Group 1
For any amount up to INR 10,00,00,000/- (INR Ten Crore)	Mr. Rajnikant Sabnavis Mr. Pulla Reddy Ganesina Mr. Nishant Jain Mr. Hitesh Mediratta Mr. Bhupendra Yogendranath Chhapwale	Any two jointly
For any amount up to INR 25,00,00,000/- (INR Twenty-Five Crore)	Mr. Rajnikant Sabnavis Mr. Hitesh Mediratta	Jointly
For any amount	Mr. Ravinder Singh Deol	Single

or such person as may be authorized the Company from time to time and to act on any instructions so given relating to the account.”

“RESOLVED FURTHER THAT the said signatories be and are hereby authorized as per above matrix to sign all agreements, including execute and submit such applications, undertakings, agreements and other requisite documents, writings and deeds as may be necessary to open the said account.”

"And a True Copy of the aforesaid resolution, duly certified by the Director OR Company Secretary be given to the aforesaid Bank with a request to act thereupon.”

15. To open current account in the name of M/s Inbrew Beverages Private Limited with Standard Chartered bank.

To consider and, if thought fit, to pass with or without modification(s), the following resolution:

IT WAS RESOLVED THAT:

1. Approved Transactions: Further to our due and careful consideration, we (also referred to as “Client”) are of the opinion that it is in our best interest and for our benefit that we enter into and accept the following banking, financial and/or commercial transactions and services offered by Standard Chartered Bank (“the Bank”) from time to time (whether orally, in writing or through an electronic messaging or other channel) (the “**Transaction(s)**”):

- (a) Opening, operating and closing bank accounts of any type with the Bank (the “**Account(s)**”);
- (b) Entering into cash management, trade banking, electronic banking, channel services and/or any other related service with the Bank; and

2. Powers of Approving Signatories with Respect to the Transactions: The Approving Signatories listed in Part A of the Schedule to this Mandate may from time to time, on behalf of and in the name of the Client:

- (a) Complete, execute and deliver any agreements, notes, deeds, forms, instruments, notices, certificates, fee letters

and other documents (whether in writing or through an electronic messaging or other channels) (the “**Document(s)**”) required by the Bank and/or the Client in connection with the Transaction(s) and on such terms and conditions as the Approving Signatories may deem necessary or desirable in connection with the Transaction(s);

- (b) Enter into the Transaction(s) (whether orally, in writing or through any electronic messaging, communications or other channels);
- (c) Provide binding instructions, notices or other directions in connection with the settlement or performance of the Transaction(s) or the operation of the Account(s) (whether orally, in writing or through any electronic banking services or channels) and/or take any other action which an Approving Signatory may deem necessary or desirable in connection with the Transaction(s) or the Account(s) for and on behalf of the Client;
- (d) Agree, amend, supplement, restate or vary the terms of any Document(s) referred to in the foregoing resolutions;
- (e) Amend the list of Approving Signatories as specified in Part A of the Schedule to this Mandate;

(f) Appoint any affiliated company of the Client (or its representative) as the agent of the Client for the purposes of any netting, aggregation, pooling arrangement or such other liquidity management services (whether notional or actual) to the extent permitted under applicable law and regulation, with the Bank and/or any affiliate of the Bank to which the Client is a party and have the power to act on the Client's behalf to carry out the purpose and intent of the foregoing resolutions. These arrangements, together with any associated guarantee by the Client of the obligations of its affiliates participating with the Client in such arrangements, including debit balances on their participating accounts, shall be in the commercial interest and to the benefit of the Client; and

(g) Otherwise bind the Client in accordance with the terms of, and to perform any act permitted to be performed by an "Authorized Signatory" and/or "Authorized Person" (as such term is defined in the Documents to which the Client is a party).

3. Approving Signatory's Power to Sub-Delegate to Authorised Persons/Agents: The Approving Signatories listed in Part A of the Schedule to this Mandate may from time to time, on behalf of and in the name of the Client, appoint any person(s) or agent(s) as stated under Part B of the Schedule and/or in any other document ("Authorized Persons") to act on the Client's behalf to carry out the purposes and intent of the foregoing resolutions set out in clauses (1), and (2) above and also as set out in clauses (5), (6) and (7) below.

4. Common Seal: The Common Seal of the Client be affixed on any Document(s) (including documents for Money Market Transactions) in such form as is required in accordance with its constitutional documents.

5. Ratification: Any action taken by any person on behalf of the Client in connection with the Transaction(s) or Document(s) prior to the passing of the aforesaid resolutions be ratified, confirmed and approved in all respects.

6. Duration: These resolutions will remain in force unless and until the Client delivers to the Bank certified true copies of new resolution(s) revoking, amending or superseding these resolutions and the Bank has had a reasonable opportunity to update its records.

Schedule "A"

Name	Title or Designation	Mode of Operation
Limit of Sanction & Authorization	Name of the Authorized Signatory	Operating instructions
For any amount up to INR 2,00,00,000/- (INR Two Crore)	Mr. Bhupendra Yogendranath Chhapwale Mr. Deepak Malhotra Mr. Saurabh Surendra Aloni Mr. Nishant Jain Mrs. Ratti Saxena	Anyone jointly with anyone from Group 2

For any amount up to INR 10,00,00,000/- (INR Ten Crore)	Mr. Rajnikant Tirumala Sabnavis Mr. Pulla Reddy Ganesina Mr. Nishant Jain Mr. Hitesh Mediratta Mr. Bhupendra Yogendranath Chhapwale Mr. Deepak Malhotra	Any two jointly
For any amount up to INR 25,00,00,000/- (INR Twenty-Five Crore)	Mr. Rajnikant Tirumala Sabnavis Mr. Hitesh Mediratta	Jointly
For any amount	Mr. Ravinder Singh Deol	Single

16. To take note of statement/report for the quarter ending 30.06.2025 as per SEBI (LODR) regulation 2015.

The Board shall take note of the statement and reports filled in or to be filed with BSE Limited for the quarter ending 30.06.2025.

Sr.No.	Regulation No.	Particular
1	13	Statement of Investor's Complaint
2	27 (2)	Corporate Governance Report

17. To consider issuance of notice for calling of Annual General Meeting.

To consider and, if thought fit, to pass with or without modification(s), the following resolution:

“RESOLVED THAT consent of the Board be and is hereby accorded to call Annual General Meeting as on Monday, 8th September 2025 at 04:00 pm am at its Registered Office.”

“RESOLVED FURTHER THAT Mrs. Ruchi Negi, Company Secretary be and is hereby authorize to issue Annual General Meeting of the Company.”

18. Any other business with the permission of chair

The Board may consider any other matter for its discussion and consideration during the board meeting with the permission of Chairman.