



# VMS Industries Limited

Green Ship Recycling

CIN : L74140GJ1991PLC016714

808-C, Pinnacle Business Park, Corporate Road, Prahladnagar, Ahmedabad - 380015, Gujarat (INDIA)

Tele/fax : 079 - 40320484 Tele : 48901470 • E-mail : info@vmsil.in, vmsind@gmail.com • Web.: www.vmsil.in

To,  
BSE Limited,  
P J Tower,  
Dalal Street,  
Mumbai – 400001

Dt.30<sup>th</sup> September, 2024

**Scrip Code: 533427**

**Dear Sir,**

**Sub: Submission of Proceeding of the 32<sup>nd</sup> Annual General Meeting of the Members of the Company held on 30<sup>th</sup> September, 2024 held via two-way Video Conferencing ('VC') facility or other audio visual means ('OAVM')**

Pursuant to Regulation 30 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), we wish to inform that following Business were transacted at the Extra Ordinary General Meeting held on 30<sup>th</sup> September, 2024 Monday at 3:00 pm **via two-way Video Conferencing ('VC') facility or other audio visual means ('OAVM')** at 808/C Pinnacle Business Park, Corporate Road, Prahladnagar, Ahmedabad-380015 **and AGM Conclude at 3:22 pm :**

R No.	Particulars of Resolution
	<b>Ordinary Business</b>
1	The Audited Standalone Financial Statement of the Company for Financial Year ended at 31st March, 2024 together with the reports of the Directors' and the Auditors thereon
2	Appoint Mrs. Sangeeta Jain, Whole Time Director of the Company (DIN: 00125273), liable to retire by rotation and being eligible, offers herself for re-elected
3	Appoint the Auditor and to fix their remuneration and in this regards pass with or without modification(s) the following resolution as an Ordinary Resolution
	<b>Special Business</b>
4	Special Resolution for Approval of Related Party transaction with M/s Aditya Ultra Steel Limited Rs.100 Crores for F.Y 2024-25
5	Special Resolution for Approval of Related Party transaction with M/s VMS TMT Limited Rs.100 Crores for F.Y 2024-25
6	Appointment of Cost Auditor M/s Aunj Agarwal & Co Cost Accountant for F.Y 2024-25
7	Increase of Borrowing Limit U/s 180 I ( C) to borrow money , from time to time, any sum or sums of monies which together with the monies already borrowed by the Company (apart from temporary loans obtained or to be obtained from the Company's bankers in the ordinary course of business) may exceed the aggregate of the paid up capital of the Company and its free reserves provided that the total amount so borrowed by the Board shall, outstanding at any time, not at any time exceed 500 crores.

Ship Breaking Yard : Plot No. 160 M - Alang - Sosiya Ship Breaking Yard, ALANG-364081 (Dist. Bhavnagar)

Company ISO & Class Certified

An ISO 9001: 2015  
ISO 14001: 2015  
ISO 45001: 2018



RINA SERVICES

HKC, EU-SRR COMPLIANCE

HKC





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8	Increase of Limit U/s 180 1 (a) for sell, lease or otherwise dispose of the whole or substantially the whole of the undertaking of the company or where the company owns more than one undertaking, of the whole or substantially the whole of any of such undertakings including but not limited to create such charges, mortgages and hypothecations in addition to the existing charges, mortgages and hypothecations created by the Company, on such movable and immovable properties, both present and future, and in such manner as the Board may deem fit, together with power to take over the substantial assets of the Company in certain events in favour of banks/financial institutions, other investing agencies and trustees for the holders of debentures/bonds/other instruments to secure rupee/foreign currency loans and/or the issue of debentures whether partly/fully convertible or non-convertible and/or (hereinafter collectively referred to as “Loans”) provided that the total amount of Loans together with interest thereon, additional interest, compound interest, liquidated damages, commitment charges, on pre-payment or on redemption, costs, charges, expenses and all other monies payable by the Company in respect of the said Loans, shall not, outstanding at any time exceed Rs.500 crores (Rupees Five Hundred Crores Only) or the aggregate of the paid up capital, free reserves and security premium of the Company, that is to say, reserves not set apart for any specific purpose at the relevant time, whichever is higher
9	Appointment of Mr. Vinod Kanubhai Rana, (DIN:08160972) Independent Non Executive Director of the Company be and is hereby appointed as an Independent Director of the Company to hold office for five consecutive years from 02rd September, 2024 up to September, 01 2029
10	Appointment of Ms. Khyatit Shah (DIN:09430457) Independent Non Executive Director of the Company be and is hereby appointed as an Independent Director of the Company to hold office for five consecutive years from 02rd September, 2024 up to September, 01 2029

The above businesses were transacted through remote e-voting and poll at the Extra Ordinary General Meeting as required under the Companies Act, 2013 and SEBI Listing Regulations.

Thanking You,  
YOURS FAITHFULLY,

FOR: VMS INDUSTRIES LIMITED

MANOJKUMAR JAIN  
MANAGING DIRECTOR  
DIN: 02190018

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## **Summary of proceedings at the 32<sup>nd</sup> Annual General Meeting of VMS INDUSTRIES LTD**

The 32<sup>ND</sup> Annual General Meeting (AGM) of the members of the company held on today i.e. Monday, 30<sup>TH</sup> September, 2024 at 808/C Pinnacle Business Park, Corporate Road, Prahladnagar, Ahmedabad-380015 at 3:00 p.m

Mr. Manoj Kumar Jain, Chairman & Managing Director, chaired the proceedings of the meeting.

The requisite quorum as per Article of Association of the company and section 103 of the Companies act, 2013 are present. Mr. Manoj Kumar Jain, Chairman & Managing Director of the company declared the meeting in order. Member Present in Total 21.

Company Secretary informed that the company had provided electronic voting facilities and P.M. via two-way Video Conferencing ('VC') facility or other audio visual means ('OAVM') on all resolutions set forth in the AGM notice and the same facility was available to the members from 27<sup>TH</sup> September, 2024 (IST 9.00 a.m.) to 29<sup>TH</sup> September, (IST 05.00 p.m.)

The Company Secretary informed the member present that the Company had appointed Mr Umesh Ved, M/s. Umesh Ved and Associates, Company Secretary in Practices, Ahmedabad as the Scrutinizer to scrutinize the remote e-voting and poll process at the AGM in a fair and transparent manner.

The members transacted the following business as provided below:

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3	Appoint the Auditor and to fix their remuneration and in this regards pass with or without modification(s) the following resolution as an Ordinary Resolution
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	Rs.100 Crores for F.Y 2024-25
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7	Increase of Borrowing Limit U/s 180 1 ( C) to borrow money , from time to time, any sum or sums of monies which together with the monies already borrowed by the Company (apart from temporary loans obtained or to be obtained from the Company’s bankers in the ordinary course of business) may exceed the aggregate of the paid up capital of the Company and its free reserves provided that the total amount so borrowed by the Board shall, outstanding at any time, not at any time exceed 500 crores.
8	Increase of Limit U/s 180 1 (a) for sell, lease or otherwise dispose of the whole or substantially the whole of the undertaking of the company or where the company owns more than one undertaking, of the whole or substantially the whole of any of such undertakings including but not limited to create such charges, mortgages and hypothecations in addition to the existing charges, mortgages and hypothecations created by the Company, on such movable and immovable properties, both present and future, and in such manner as the Board may deem fit, together with power to take over the substantial assets of the Company in certain events in favour of banks/financial institutions, other investing agencies and trustees for the holders of debentures/bonds/other instruments to secure rupee/foreign currency loans and/or the issue of debentures whether partly/fully convertible or non-convertible and/or (hereinafter collectively referred to as “Loans”) provided that the total amount of Loans together with interest thereon, additional interest, compound interest, liquidated damages, commitment charges, on pre-payment or on redemption, costs, charges, expenses and all other monies payable by the Company in respect of the said Loans, shall not, outstanding at any time exceed Rs.500 crores (Rupees Five Hundred Crores Only) or the aggregate of the paid up capital, free reserves and security premium of the Company, that is to say, reserves not set apart for any specific purpose at the relevant time, whichever is higher
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In conclusion of EGM chairman on behalf of the Board of Director of the company appreciated the total commitment, dedication and hard work, put in by every member of VMS Industries Ltd and thanked all the members for their trust and believe in the company.

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The Voting results will be notified separately to BSE limited in the format prescribed under Regulation 44(3) of SEBI (LODR) Regulation, 2015 after the scrutinizer's report received by the company and the same will be uploaded on the companies' website.

Thanking You.

FOR: VMS INDUSTRIES LIMITED

MANOJKUMAR JAIN  
MANAGING DIRECTOR  
DIN: 02190018

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