



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

Dt.02.10.2024

To,

BSE Limited

Phiroze Jeejeebhoy Towers,

Dalal Street, Mumbai - 400 001

SCRIPT CODE: 533427

ISIN: INE932K01015

Ref.: Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

Sub.: Submission of voting results along with Scrutinizer's report for 32ND Annual Ordinary General Meeting ("AGM")

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the details regarding the consolidated voting results on the businesses transacted at the 32nd AGM of the Company held on Monday , 30th September, 2024 at 3:00 P.M. through Video Conferencing (VC) / Other Audio Video Means (OAVM), in the prescribed format along with the consolidated report of the Scrutinizer, Mr. Umesh Ved, M/s Umesh Ved & Associates , Practicing Company Secretary on remote e-voting and e-voting at the 32nd AGM issued on 01nd October, 2024. The above information will also be available on the website of the Company: www.vmsil.in.

Please take the same on your records.

FOR: VMS INDUSTRIES LTD

Hemal Patel
Company Secretary
ACS: 24693

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

Company ISO & Class Certified

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

BUREAU VERITAS
Certification



RINA SERVICES

HKC, EU:SRR COMPLIANCE

HKC





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Details regarding the voting Results

Sr. No.	Particulars	Details
1	Date of AGM	30 th September 2024
2	Total number of shareholders on record date Fully Paid- Up	22126 As on Cutoff date 20 th September, 2024
3	No. of shareholders present in the meeting either in person or through proxy:	Not applicable
	Promoters and Promoter Group:	
	Public:	
4	No. of Shareholders attended the meeting through Video Conferencing	
	Promoters and promoter Groups:	4
	Public	28

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An ISO 9001: 2015
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HKC





UMESH VED & ASSOCIATES
Company Secretaries

304, Shoppers Plaza-V, Opp. Municipal Market, C. G. Road, Navrangpura, Ahmedabad - 380 009.
Telefax : (O) +91 79 26464153, 48904153 • Mobile +91 98250 35998
E mail : info@umeshvedcs.com, umesh@umeshvedcs.com • Website : www.umeshvedcs.com

FORM NO. MGT-13
CONSOLIDATED SCRUTINIZER'S REPORT
[Pursuant to section 108 & 109 of the Companies Act, 2013 and
Companies (Management and Administration) Rules, 2014 as amended]

To,
The Chairman,
VMS Industries Limited
808/C Pinnacle Business Park Corporate Road,
Prahladnagar, Ahmedabad -380015, Gujarat, India.

Sub: 32nd Annual General Meeting (AGM) of VMS Industries Limited held on Monday, September 30, 2024 at 3:00 P.M. held at the Registered Office of the Company situated at 808/C Pinnacle Business Park Corporate Road, Prahladnagar, Ahmedabad- 380015.

Dear Sir,

I, Umesh Ved, Proprietor of M/s. Umesh Ved & Associates, Company Secretaries, Ahmedabad, was appointed as Scrutinizer for the purpose of scrutinizing the Remote E-Voting process and voting at the Annual General Meeting ("AGM") pursuant to Section 108 & 109 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014, as amended on the resolutions contained in the Notice to the 32nd AGM of the Members of "VMS Industries Limited" (the Company) held on Monday, September 30, 2024 at 3:00 P.M. at the Registered Office of the Company situated at 808/C Pinnacle Business Park Corporate Road, Prahladnagar, Ahmedabad - 380015.

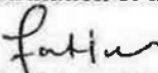
My responsibility as a scrutinizer for the voting process is restricted to preparing a Scrutinizer's Report of the votes casted "in favour" or "against" the resolution(s) based on the reports generated from the Remote e-voting system provided by Central Depository Services (India) Limited (the Agency/ service provider) and the Polling at the AGM.

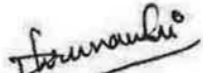
I submit my report as under:

- i. The notice dated 05th September, 2024 as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/ Depositories, in compliance with the Ministry of Corporate Affairs ('MCA') vide its General Circulars No. 14/2020 dated April 08, 2020, No. 17/2020 dated April 13, 2020, No. 22/2020 dated June 15, 2020, No. 33/2020 dated September 28, 2020, No. 39/2020 dated December 31, 2020, No. 10/2021 dated June 23, 2021, No. 20/2021 dated December 08, 2021, No. 3/2022 dated May 5, 2022 and No. 11/2022 dated December 28, 2022 and No. 09/2023 dated September 25, 2023 issued by Ministry of Corporate Affairs (collectively referred to as 'MCA Circulars') and Securities and Exchange Board of India ('SEBI') vide its Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 read with Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 and SEBI/HO/CFD/POD-2/P/CIR/2023/4 dated January 5, 2023 and SEBI Circular No. SEBI/HO/CFD/CFD-2/P/CIR/2023/167 dated October 7, 2023 (collectively referred to as "SEBI Circulars")



- ii. The Company has availed the e-voting facility offered by Central Depository Services (India) Limited ("CDSL") for conducting remote e-voting and voting at the AGM by the shareholders of the Company.
- iii. The shareholders of the Company holding shares as on the "cut-off" dated Friday 20th September, 2024 were entitled to vote on the proposed resolutions as set out in item nos. 1 to 10 in the Notice of the 32nd AGM of VMS Industries Limited.
- iv. The facility provided for Remote E-Voting commenced from 9:00 A.M. on Friday, the 27th September, 2024 and ended on 5:00 P.M. on Sunday, the 29th September, 2024. The Remote E -voting facility was blocked thereafter.
- v. The votes casted were unblocked on Monday, 30th September, 2024 after the conclusion of Annual General Meeting and was witnessed by two witnesses, Mr. Jatin Rajpurohit and Ms. Dhruvanshi Mistry who are not in the employment of the Company. They have signed below in confirmation of the same.


Jatin Rajpurohit


Dhruvanshi Mistry

- vi. The Company had also provided e-voting facility to the shareholders present at the AGM through VC/ OAVM and who had not casted their vote earlier.
- vii. The voting done through Remote e-voting and e- voting at the meeting was reconciled with the records maintained by the RTA and the authorizations lodged with the Company.
- viii. The result of the Remote e-voting as well as of E- voting at the AGM is as under:

- (1) **ORDINARY RESOLUTION** To receive, consider and adopt 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.

Voted in Favor of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
Remote e-voting	35	97,01,164	100%
Poll	1	500	100%
Total	36	97,01,664	99.998%

Voted Against of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
Remote e-voting	2	151	0
Poll	0	0	0
Total	2	151	0.002%



- (2) **ORDINARY RESOLUTION** To 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.

Voted in Favor of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
Remote e-voting	35	97,01,164	100%
Poll	1	500	100%
Total	36	97,01,664	99.998%

Voted against of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
Remote e-voting	2	151	0
Poll	0	0	0
Total	2	151	0.002%

- (3) **ORDINARY RESOLUTION** To appoint the Auditor and to fix their remuneration and in this regards pass with or without modification(s).

Voted in Favor of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
Remote e-voting	34	96,04,807	99.01%
Poll	1	500	100%
Total	35	96,05,307	99.01%

Voted against of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
Remote e-voting	3	96,508	0.99%
Poll	0	0	0
Total	3	96,508	0.99%



(4) SPECIAL RESOLUTION for Approval of Related Party Transaction with M/s Aditya Ultra Steel Limited for F.Y 2024-25

Voted in Favor of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
Remote e-voting	27	2,79,443	74.29
Poll	1	500	100
Total	28	2,79,943	74.32%

Voted against of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
Remote e-voting	4	96,708	25.71
Poll	0	0	0.00
Total	4	96,708	25.68%

** Certain related parties holding 9325164 shares voted in resolution no.4 were not counted for the purpose of calculation here.*

(5) SPECIAL RESOLUTION for Approval of Related Party transaction with M/s VMS TMT Limited for F.Y 2024-25

Voted in Favor of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
Remote e-voting	27	2,79,443	74.29
Poll	1	500	100
Total	28	2,79,943	74.32%

Voted against of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
Remote e-voting	4	96,708	25.71
Poll	0	0	0.00
Total	4	96,708	25.68%

** Certain related parties holding 9325164 shares voted in resolution no.5 were not counted for the purpose of calculation here.*



- (6) **ORDINARY RESOLUTION** Ratification of remuneration of Cost Auditor M/s Anuj Agarwal & Co Cost Accountant for F.Y 2024-25

Voted in Favor of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
Remote e-voting	35	97,01,164	100%
Poll	1	500	100%
Total	36	97,01,664	99.998%

Voted against of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
Remote e-voting	2	151	0.001%
Poll	0	0	0
Total	2	151	0.001%

- (7) **SPECIAL RESOLUTION** Increase of Borrowing Limit U/s 180(1)(c) of the Companies ACT, 2013

Voted in Favor of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
Remote e-voting	34	96,04,807	99.01%
Poll	1	500	100%
Total	35	96,05,307	99.01%

Voted against of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
Remote e-voting	3	96,508	0.99%
Poll	0	0	0
Total	3	96,508	0.99%



- (8) **SPECIAL RESOLUTION:** To Increase 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.

Voted in Favor of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
Remote e-voting	34	96,04,807	99.01%
Poll	1	500	100%
Total	35	96,05,307	99.01%

Voted Against of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
Remote e-voting	3	96,508	0.99%
Poll	0	0	0.00
Total	3	96,508	0.99%

- (9) **SPECIAL RESOLUTION** Appointment of Mr Vinod Kanubhai Rana (DIN:08160972) as Independent Non-Executive Director of the Company.

Voted in Favor of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
Remote e-voting	35	97,01,164	100%
Poll	1	500	100%
Total	36	97,01,664	99.998%

Voted against of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
Remote e-voting	2	151	0.001%
Poll	0	0	0.00
Total	2	151	0.001%



- (10) **SPECIAL RESOLUTION** Appointment of Ms. Khyati Shah (DIN:09430457) as Independent Non-Executive Director of the Company.

Voted in Favor of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
Remote e-voting	35	97,01,164	100%
Poll	1	500	100%
Total	36	97,01,664	99.998%

Voted against of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
Remote e-voting	2	151	0.001%
Poll	0	0	0.00
Total	2	151	0.001%

- ix. Agenda no. 4 & 5 required 75% voting in favor, however only 74.29 % of voting is received in favor of the resolution. Hence the resolutions do not stand passed.
- x. All the resolutions except 4 & 5 mentioned in the AGM Notice as per details above accordingly stand passed with requisite majority.
- xi. The Electronic data and all other relevant records relating to Remote e-voting and Ballot/Poll Papers conducted at the AGM is under my safe custody and all will be handed over to the Chairman for preserving safely, approval and signing the minutes of AGM.

Thanking You,
Yours faithfully,

Umesh H. Ved
Umesh Ved
Umesh Ved & Associates
Company Secretaries
FCS No: 4411
CP No: 2924
UDIN: F004411F001407406



For, VMS INDUSTRIES LIMITED

M - [Signature]
DIRECTOR
Mr. Manojkumar Jain
Chairman and Managing Director
(DIN: 00054229)

Date: 1st October 2024
Place: Ahmedabad