



CIN: L67190WB1983PLC035658
Corporate Office: 107, Sagar Avenue, Above Bata, SV Road,
Andheri (West), Mumbai- 400058.
Registered Office: M/s. Mangalam Housing Development
Finance Limited, 24 & 26 Hemanta Basu Sarani, Kolkata-700001.
EMAIL:INFO@SHRYDUS.COM | WEBSITE: WWW.SHRYDUS.COM

Date: 11th July, 2024

To,
The Manager
Listing Department
BSE Limited
P.J. Towers, Dalal Street,
Fort, Mumbai-400001

Scrip Code: 511493
Scrip Id: SHRYDUS

Sub.: Submission of Notice calling 41st Annual General Meeting (AGM) for the Financial Year 2023-24

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 please find enclosed the copy of the Notice of the 41st Annual General Meeting for the Financial Year ended 31st March, 2024. The 41st Annual General Meeting of the Company will be held on Friday, 02nd August, 2024 through VC/other Audio Visual Means;

Kindly take the above on record and acknowledge the receipt of the same.

Thanking You

Yours Faithfully

**For Shrydus Industries Limited
Formerly known as VCK Capital Market Services Limited**

**Shrey Premal Parekh
Managing Director
DIN:08513653**

NOTICE

NOTICE IS HEREBY GIVEN THAT THE FORTY FIRST ANNUAL GENERAL MEETING OF THE MEMBERS OF SHRYDUS INDUSTRIES LIMITED (FORMERLY KNOWN AS VCK CAPITAL MARKET SERVICES LIMITED) (CIN-L67190WB1983PLC035658) WILL BE HELD ON FRIDAY, THE AUGUST 02ND, 2024 AT 03.00 P.M. VIDEO CONFERENCING ('VC') / OTHER AUDIO VISUAL MEANS ('OAVM') WITHOUT THE PHYSICAL PRESENCE OF THE MEMBERS AT A COMMON VENUE TO TRANSACT THE FOLLOWING BUSINESS:

AS AN ORDINARY BUSINESS:

- (1) To receive, consider and adopt the Audited Financial Statements of the Company for the year ended March 31, 2024, including the Audited Balance Sheet as at March 31, 2024, the Statement of Profit and Loss Account for the year ended on that date and the Report of the Board of Directors and Auditors thereon.
- (2) To appoint M/s. Kiran & Pradip Associates, Chartered Accountants, as Statutory Auditors of the Company to hold office for a period of 5 (Five) consecutive financial years, from the conclusion of this Annual General Meeting of the Company until the conclusion of the Annual General Meeting of the Company to be held in 2029 and to authorize the Board of Directors of the Company to fix their remuneration.

To consider and, if thought fit, to pass with or without modification(s), the following Resolution as an **Ordinary Resolution:**

“RESOLVED THAT pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013, read with rules made there under, M/s. Kiran & Pradip Associates, Chartered Accountants, (FRN. No. 112577W), be and are hereby appointed as Statutory Auditor of the Company to hold office for the period of 5 (Five) consecutive financial years, from the conclusion of this Annual General Meeting until the conclusion of the Annual General Meeting to be held in F.Y. 2029 of the Company, at such remuneration plus service tax, out-of-pocket, traveling and living expenses, etc., as may be mutually agreed between the Board of Directors of the Company and the Auditors.”

RESOLVED FURTHER THAT any one director of the Company be and is hereby authorized to take all necessary actions to implement the above decision of the board.”

(3) To appoint a director in place of Mrs. Neha Premal Parekh (DIN: 01274835), who retires by rotation and being eligible, offers herself for re-appointment

To consider and, if thought fit, to pass with or without modification(s), the following Resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013 read with rules thereunder, Mrs. Neha Premal Parekh (DIN: 01274835), who retires by rotation and being eligible, offers herself for appointment, be and is hereby re-appointed as a director in the category of executive director of the Company.”

SPECIAL BUSINESS:

(4) Regularization of Additional Director, Mrs. Rashmi Anil Salvi (DIN: 02784667) as a Director of the company

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

“RESOLVED THAT pursuant to the provisions of sections 152 and any other applicable provisions of the Companies Act, 2013 ("the act") and Rule 8, 9 and 14 of the Companies (appointment and qualification of directors) rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force and provisions of the article of association of the company, the members be and hereby accorded their consent to the appointment of Mrs. Rashmi Anil Salvi holding (DIN-02784667) who in terms of section 161 of the companies act, 2013 holds office until the date of this annual general meeting and is being eligible for appointment and has consented to act as a Director of the company and in respect of whom the company has received a notice in writing from a member under section 160(1) of the act proposing her candidature for the office of director of the company, as an Non-Executive, Independent Director of the company, liable to retire by rotation.”

“RESOLVED FURTHER THAT any one director of the Company, is hereby authorized to do all the acts, deeds and things which are necessary to give effect to the aforesaid resolution”.

(5) Appointment of Mr. Bhavya Sudhir Shah as a Director (Independent Director) of the Company:

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

“RESOLVED THAT, Mr. Bhavya Sudhir Shah holding DIN-10690508, who was appointed as an additional director (Independent Director) of the Company, by the board of directors in their meeting held on 08th July, 2024, under Section 149, 150, 152 read with schedule IV and Section 161(1) of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013, (including any statutory modifications or re-enactment thereof) and applicable provisions of the articles of association of the Company and who holds office upto the date of this annual general meeting, be and is hereby appointed as a Non-Executive, Independent Director of the Company.”

“RESOLVED FURTHER THAT any one director of the Company, is hereby authorized to do all the acts, deeds and things which are necessary to give effect to the aforesaid resolution”.

(6) Reclassification of Authorised Share Capital and Consequent Alteration of Memorandum of Association:

To consider and, if thought fit, to pass with or without modification(s), the following resolution for reclassification of Authorised share Capital of the company as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 13, 61 and all other applicable provisions, if any, under the Companies Act, 2013, (including any amendment thereto or re-enactment thereof) the existing Authorised Share Capital of the Company of 40,00,00,000 (Rupees Forty Crore) divided into 1,50,00,000 (One Crores Fifty Lacs) Equity Shares of Rs. 10/- (Rupees Ten Only) each and 6,00,030 (Six Lacs Thirty) cumulative redeemable preference shares of 80/- (Rupees Eighty Only) each and Rs. 20,199,760 (Rupees Two Crore One Lakh Ninety-Nine Thousand Seven Hundred and Sixty Only) Unclassified Shares of Rs. 10/- (Rupees Ten Only) each be and is hereby reclassified to Rs. 35,19,97,600/- (Rupees Thirty Five Crore Ninety Nineteen Lakh Ninety Seven Thousand and Six Hundred only) divided into 3,51,99,760 (Three Crore Fifty One Lakh Ninety-Nine Thousand Seven Hundred and Sixty Only) Equity shares of 10/- (Rupees Ten Only) each and 6,00,030 (Six Lacs Thirty) cumulative redeemable preference shares of 80/- (Rupees Eighty Only) each.”

“RESOLVED FURTHER THAT the Memorandum of Association of the Company be and is hereby altered by substituting the existing Clause V thereof by the following new Clause V as under: V. The Authorised Share Capital of the Company is Rs. 35,19,97,600/- (Rupees Thirty Five Crore Ninety Nineteen Lakh Ninety Seven Thousand and Six Hundred only) divided into 3,51,99,760 (Three Crore Fifty One Lakh Ninety-Nine Thousand Seven Hundred and Sixty Only) Equity shares of 10/- (Rupees Ten Only) each and 6,00,030 (Six Lacs Thirty) cumulative redeemable preference shares of 80/- (Rupees Eighty Only) each with the rights, privileges and conditions attached thereto as are provided by the Articles of Association of the Company for the time being with power to increase and reduce the Capital of the Company and to divide the Shares in the Capital for the time being into several classes and to attach thereto respectively such preferential, deferred, qualified or special rights and to vary, modify or abrogate any such rights, privileges or conditions in such manner as may be provided by the Articles of Association of the Company and the Companies Act, 2013.”

(7) Issuance of Up To 5175167 Equity Shares on Right Basis upon Conversion of Outstanding Unsecured Loan, to the Persons Belonging to ‘Promoter & Promoter Group’:

To consider and, if thought fit, to pass with or without modification(s), the following resolution for reclassification of Authorised share Capital of the company as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 42, 62(l)(c) and other applicable provisions, if any, of the Companies Act, 2013 (hereinafter referred to as the "Act") read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, as amended and the Companies (Share Capital and Debentures) Rules, 2014, as amended and other relevant rules made there under {including any statutory modification(s) thereto or re-enactment thereof for the time being in force), enabling provisions in Memorandum and Articles of Association of the Company, provisions of the uniform listing agreements entered into by the Company with the relevant stock exchange(s) where the shares of the Company are listed {"Stock Exchange(s)"}, and in accordance with the guidelines, rules and regulations of the Securities and Exchange Board of India ("SEBI"), as amended including the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("SEBI ICDR Regulations"), the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), as amended and in accordance with other applicable rules, regulations, circulars, notifications, clarifications and guidelines issued thereon, from time to time, by the Ministry of Corporate Affairs, SEBI and / or any other competent authorities, and subject to the approvals, consents, permissions and / or sanctions, as may be required from the Government of India, SEBI, Stock Exchange(s) and any other relevant statutory, regulatory, governmental authorities or departments, institutions or bodies and subject to such terms, conditions, alterations, corrections, changes, variations and / or modifications, if any, as may be prescribed by any one or more or all of

them in granting such approvals, consents, permissions and / or sanctions and which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the "Board" which term shall be deemed to include any Committee, which the Board has constituted or may hereafter constitute, to exercise one or more of its powers, including the powers conferred hereunder), the consent of the Members of the Company be and is hereby accorded to create, issue, offer and allot, on a Right basis, up to 5175167 (Fifty One Lakh Seventy Five Thousand One Hundred Sixty Seven) Equity Shares of face value of Rs. 10/- each fully paid up, to persons belonging to Promoter, towards conversion of outstanding unsecured loan into equity shares to the extent of Rs. 931.53 Lakh/- (Rupees Nine Hundred and thirty one point fifty three Lakh Only), at an issue price of Rs. 18/- (Rupees Eighteen Only) per Equity Share or such other higher price as may be determined in accordance with the provisions of Chapter V of SEBI ICDR Regulations, on such further terms and conditions as may be finalized by the Board of Directors, to the following persons ("Proposed Allottee"):

S. No.	Name of the proposed allottee	Category	No. of Equity Shares to be allotted
1.	Shrey Premal Parekh	Promoter	5175167

"RESOLVED FURTHER THAT the Equity Shares proposed to be so allotted shall rank pari-passu in all respects including as to dividend, with the existing fully paid-up Equity Shares of face value of Rs. 10/- each of the Company, subject to the relevant provisions contained in the Memorandum of Association and Articles of Association of the Company."

"RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, any Director and/ or Company Secretary & Compliance Officer of the Company be and is hereby authorized severally to do all such acts, deeds, matters and things as it may in its absolute discretion consider necessary, desirable or expedient including application to Stock Exchanges for obtaining of in-principle approval, listing of shares, filing of requisite documents with the Registrar of Companies, National Securities Depository Limited (NSDL), Central Depository Services (India) Limited (CDSL) and/ or such other authorities as may be necessary for the purpose, to resolve and settle any questions and difficulties that may arise in the proposed issue, offer and allotment of the said Equity Shares, utilization of issue proceeds, signing of all deeds and documents as may be required without being required to seek any further consent or approval of the shareholders."



41ST ANNUAL REPORT - 2023-24

**BY ORDER OF THE BOARD
FOR SHRYDUS INDUSTRIES LIMITED
FORMERLY KNOWN AS VCK CAPITAL MARKET SERVICES LIMITED**

SD/-

**SHREY PAREKH
MANAGING DIRECTOR
DIN: 0851365**

Registered Office

**M/s. Mangalam Housing Development Finance Limited, 24 & 26 Hemanta Basu Sarani,
R.N. Mukherjee Road Kolkata-700001, West Bengal**

Dated: 08/07/2024

NOTES

1. In view of the ongoing COVID-19 pandemic, the Ministry of Corporate Affairs (“MCA”), vide its General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 5, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, Circular No. 02/2021 dated January 13, 2021 and General Circular No. 02/2022 dated May 5, 2022 (collectively “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, Circular No. SEBI/ HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 on May 13, 2022 (collectively “SEBI Circulars”), have permitted companies to conduct Annual General Meeting through VC or other audio visual means, subject to compliance of various conditions mentioned therein. In compliance with the aforesaid MCA and SEBI Circulars, applicable provisions of the Companies Act, 2013 and rules made thereunder, and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“Listing Regulations”) the 41st Annual General Meeting of the Company is being convened and conducted through VC. The registered office of the Company shall be deemed to be the venue for the Annual General Meeting.
2. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM/EGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting’s agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the EGM/AGM will be provided by CDSL.
3. The Members can join the EGM/AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM/AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM/AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the AGM/EGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM/EGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM/EGM through VC/OAVM and cast their votes through e-voting.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM/EGM has been uploaded on the website of the Company at www.shrydus.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e., BSE Limited at www.bseindia.com. The AGM/EGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM/EGM) i.e., www.evotingindia.com.



7. The AGM/EGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.
8. The Register of Members and the Share Transfer Books of the Company will remain closed from July 26th, 2024 to August 02nd, 2024 (both days inclusive) for determining the name of members eligible for dividend on Equity Shares, if declared at the Annual General Meeting.
9. The Board of Directors has appointed CS Vijaykumar Tiwari (Membership No. 33084, C.P. NO. 12220) of M/s. Vijaykumar S. Tiwari & Associates, Practicing Company Secretaries as the Scrutinizer to scrutinize the voting during the AGM and remote e-voting process in a fair and transparent manner.

THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTEE-VOTING AND E-VOTING DURING AGM/EGM AND JOINING MEETING THROUGH VC/OAVM ARE AS UNDER:

- (i) The voting period begins on July 30, 2024 at 9.00 a.m. (IST) and ends on August 01, 2024 at 5.00 p.m. (IST). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of July 24th, 2024 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the AGM.
- (iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

- (iv) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode is given below:

Type of shareholders	Login Method
Individual	1) Users of who have opted for CDSL's Easi / Easiest facility, can login

<p>Shareholders holding securities in Demat mode with CDSL</p>	<p>through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URLs for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on Login icon and select New System Myeasi.</p> <ol style="list-style-type: none"> 2) After successful login the Easi / Easiest user will be able to see the e-Voting Menu. On clicking the e-voting menu, the user will be able to see his/her holdings along with links of the respective e-Voting service provider i.e. CDSL/NSDL/ KARVY/ LINK INTIME as per information provided by Issuer / Company. Additionally, we are providing links to e-Voting Service Providers, so that the user can visit the e-Voting service providers' site directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be provided links for the respective ESP where the e-Voting is in progress during or before the AGM.
<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<ol style="list-style-type: none"> 1) If you are already registered for NSDL IDEAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDEAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDEAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDEAS" "Portal" or click at https://eservices.nsdl.com/SecureWeb/Ideas Direct Reg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter our User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
<p>Individual Shareholders (holding</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After successful login, you will be able to see e-Voting option. Once you click on e-</p>



securities in demat mode) login through their Depository Participants	Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider's website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
---	---

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e., CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-23058738 and 22-23058542-43.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

(v) Login method for e-Voting and joining virtual meeting for **shareholders other than individual shareholders & physical shareholders.**

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on "Shareholders" module.
- 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier evoting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

	For Shareholders holding shares in Demat Form other than individual and Physical Form
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as



Details OR Date of Birth (DOB)	recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).
---	---

(vi) After entering these details appropriately, click on “SUBMIT” tab.

(vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(ix) Click on the EVSN for the relevant SHRYDUS INDUSTRIES LIMITED on which you choose to vote.

(x) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.

(xii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.

(xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.

(xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.

(xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xvi) Facility for Non – Individual Shareholders and Custodians –Remote Voting

- Non-Individual shareholders (i.e., other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.



41ST ANNUAL REPORT - 2023-24

- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively, Non-Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; www.shrydus.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to Company/RTA email id.
2. For Demat shareholders -, please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to Company/RTA email id.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at 022-23058738 and 022-23058542/43.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

Shareholders will be able to attend the AGM through VC / OAVM through web link -

https://us06web.zoom.us/webinar/register/WN_Knhls8lGTyi7xRgCDj8mLg

- a. by entering their remote e-voting login credentials and selecting the EVSN for Company's AGM.
- b. Shareholders having any queries or issues regarding attending AGM through the link, you may contact Mr. Manish Shah on 9324659811 or write an email to support@purvashare.com.
- c. Shareholders are encouraged to join the Meeting through Laptops / iPads for better experience.
- d. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- e. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- f. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their requesting advance at least 7 days prior to meeting



41ST ANNUAL REPORT - 2023-24

mentioning their name, demat account number/folio number, email id, mobile number at vckmarket@gmail.com/info@shrydus.com.

g. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

**By Order of the Board
For SHRYDUS INDUSTRIES LIMITED
FORMERLY KNOWN AS VCK CAPITAL MARKET SERVICES LIMITED**

SD/-

**SHREY PREMAL PAREKH
MANAGING DIRECTOR
DIN: 08513653**

Registered Office

**M/s. Mangalam Housing Development Finance Limited, 24 & 26 Hemanta Basu Sarani,
R.N. Mukherjee Road Kolkata-700001, West Bengal**

Dated: 08/07/2024

Annexure to Notice Details of Directors seeking Appointment / Re-appointment (As per Regulation 36(3) of LODR)

Name	NEHA PREMAL PAREKH	RASHMI ANIL SALVI	Bhavya Sudhir Shah
Date of Birth	21/10/1975	12/02/1976	29/01/1976
Appointed on	20/01/2023	28/03/2024	08/07/2024
Qualifications	B.com	B.com	
Brief Profile	Mrs. Neha Premal Parekh holds the degree of M.com from Mumbai University. She is having 5 years of rich experience in the field of financial market and various Industries.	Ms. Rashmi Anil Salvi holds a degree of BA graduate from University of Mumbai and Completed Diploma in Business Management from NMIMS and also Completed an online certificate course in Rera Laws and Drafting. Ms. Rashmi Anil Salvi has Worked as finance advisor in Car loan dept of 20th century Finance Corp Ltd for 2 years and worked with Stratagem management Co Pvt Ltd as Business Development Manager for 8 years and worked for Lotus Developers Pvt Ltd for 6 month as Head - Customer Service.	Mr. Bhavya Sudhir Shah holds the degree of Bachelor of Architecture . He is having 20 years of rich experience in the field of residential & commercial building design. He is highly motivated and creative architect skilled in using AutoCAD, Revit and SketchUp to develop innovative and cost-effective designs that meet client expectations.
Directorship held in Public Companies	-	-	-
Memberships/Chairmansh	-	-	-

<p>ips of Audit and Stakeholder's Relationship Committees across Public Companies</p>			
<p>No. of Shares held in the Company</p>	NIL	NIL	NIL
<p>Inter-se among director</p>	<p>Mrs. Neha Premal Parekh is mother of Mr. Shrey Premal Parekh Managing Director of the Company</p>	<p>Mrs. Rashmi Anil Salvi is not related to any of the existing directors of the Company</p>	<p>Mr. Bhavya Sudhir Shah is not related to any of the existing directors of the Company</p>

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 (1) OF THE COMPANIES ACT, 2013

As required under Section 102 (1) of the Companies Act, 2013 ("The Act"), the following statements set out all material facts relating to the business mentioned accompanying Notice.

Item No. 4

Regularization of Additional Director (independent Director), Mrs. Rashmi Anil Salvi (DIN:#02784667) as Director of the company.

Mrs. Rashmi Anil Salvi (DIN:#02784667) was first inducted to the Board at the Board Meeting held on 28th March, 2024 and in the same meeting she was appointed as the Additional Director (Independent Director). In terms of Section 161(1) of the Companies Act, 2013, Mrs. Rashmi Anil Salvi can hold office only up to the date of the ensuing Annual General Meeting. With respect to the same, the Company has received a notice in writing pursuant to the provisions of Section 160 of the Companies Act, 2013 proposing her candidature for appointment as a Director of the Company. Further, in the same meeting i.e., meeting held on 28th March, 2024, the Board appointed Mrs. Rashmi Anil Salvi as the Director of the Company, with immediate effect subject to the approval of the shareholders. The terms and conditions of the appointment are set out in a draft Appointment letter to be issued to Mrs. Rashmi Anil Salvi by the Company. The Board is of the opinion that the appointment and presence of Mrs. Rashmi Anil Salvi on the Board as the Director will be desirable, beneficial and in the best interest of the Company. The Board recommends the resolution set out in item no. 4 of the accompanying Notice for approval and adoption of the Members. A copy of the Board Resolution and the draft appointment letter issued to Mrs. Rashmi Anil Salvi, Director (independent Director) will be available for inspection between 11.00 a.m. to 01.00 p.m. on all working days (Monday to Friday) at the Registered Office of the Company. None of the Directors of the Company except Mrs. Rashmi Anil Salvi, is concerned or interested in the proposed resolution.

Relevant documents in respect of the said item are open for inspection by the members at the Registered Office of the Company on all working days during 2.30 p.m. to 4.30 p.m. up to the date of the Meeting.

None of the Other Directors, Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested in the resolution set out at item No. 4 of the Notice.

Item No. 5

Regularization of Additional Director (independent Director), Mr. Bhavya Sudhir Shah (DIN:10690508) as Director of the company.

Mr. Bhavya Sudhir Shah (DIN:10690508) was first inducted to the Board at the Board Meeting held on 08th July, 2024 and in the same meeting he was appointed as the Additional Director (Independent Director). In terms of Section 161(1) of the Companies Act, 2013, Mr. Bhavya Sudhir Shah can hold office only up to the date of the ensuing Annual General Meeting. With respect to the same, the Company has received a notice in writing pursuant to the provisions of Section 160 of the Companies Act, 2013 proposing her candidature for appointment as a Director of the Company. Further, in the same meeting i.e., meeting held on 08th July, 2024 the Board appointed Mr. Bhavya Sudhir Shah as the Director of the Company, with immediate effect subject to the approval of the shareholders. The terms and conditions of the appointment are set out in a draft Appointment letter to be issued to Mr. Bhavya Sudhir Shah by the Company. The Board is of the opinion that the appointment and presence of Mr. Rashmi Anil Salvi on the Board as the Director will be desirable, beneficial and in the best interest of the Company. The Board recommends the resolution set out in item no. 5 of the accompanying Notice for approval and adoption of the Members. A copy of the Board Resolution and the draft appointment letter



41ST ANNUAL REPORT - 2023-24

issued to Mr. Bhavya Sudhir Shah, Director (independent Director) will be available for inspection between 11.00 a.m. to 01.00 p.m. on all working days (Monday to Friday) at the Registered Office of the Company. None of the Directors of the Company except Mr. Bhavya Sudhir Shah, is concerned or interested in the proposed resolution.

Relevant documents in respect of the said item are open for inspection by the members at the Registered Office of the Company on all working days during 2.30 p.m. to 4.30 p.m. up to the date of the Meeting.

None of the Other Directors, Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested in the resolution set out at item No. 5 of the Notice.

Item No 6:

The Present Authorised capital of the Company is Rs. 40,00,00,000 (Rupees Forty Crores)) divided into 1,50,00,000 (One Crores Fifty Lacs) Equity Shares of Rs. 10/- (Rupees Ten Only) each and 6,00,030 (Six Lacs Thirty) cumulative redeemable preference shares of 80/- (Rupees Eighty Only) each and Rs. 20,199,760 (Rupees Two Crore One Lakh Ninety-Nine Thousand Seven Hundred and Sixty Only) Unclassified Shares of Rs. 10/- (Rupees Ten Only) each. As per the provisions of Sections 13 of the Companies Act, 2013, a Company can alter the Share Capital Clause of its Memorandum of Association and Articles of Association with the consent of Shareholders. On reclassification of authorised capital, it would be necessary to amend Clause V of the Memorandum of Association. The Resolution seeks approval of Members to reclassify the Share Capital and to amend the said Clauses. It is proposed that the existing Authorised Share Capital of the Company of Rs. 40 00,00,000 (Rupees Forty Crores) divided into 1,50,00,000 (One Crores Fifty Lacs) Equity Shares of Rs. 10/- (Rupees Ten Only) each and 6,00,030 (Six Lacs Thirty) cumulative redeemable preference shares of 80/- (Rupees Eighty Only) each and Rs. 20,199,760 (Rupees Two Crore One Lakh Ninety-Nine Thousand Seven Hundred and Sixty Only) Unclassified Shares of Rs. 10/- (Rupees Ten Only) each be and shall be reclassified to Rs. 35,19,97,600/- (Rupees Thirty Five Crore Ninety Nineteen Lakh Ninety Seven Thousand and Six Hundred only) divided into 3,51,99,760 (Three Crore Fifty One Lakh Ninety-Nine Thousand Seven Hundred and Sixty Only) Equity shares of 10/- (Rupees Ten Only) each and 6,00,030 (Six Lacs Thirty) cumulative redeemable preference shares of 80/- (Rupees Eighty Only) each.”

The Resolution requires approval of Members to reclassify the Share Capital and to amend the respective Clauses in the Memorandum of Association & Articles of Association of the Company. The Board of Directors recommends the passing of these Resolution by special resolution. None of the Directors / key managerial persons of the Company or their relatives is interested, financially or otherwise, in the aforesaid resolution.

Item No 7:

The Special Resolutions contained in Item No. 7 of the Notice, have been proposed pursuant to the provisions of Sections 42 and 62 of the Companies Act, 2013, to issue and allot:

Up to 5175167 (Fifty One Lakh Seventy Five Thousand One Hundred Sixty Seven) Equity shares of face value of Rs.10/- (Rupees Ten Only) each towards conversion of loan to the extent of Rs. 931.53 Lakh/- (Rupees Nine Hundred and thirty one point fifty three Lakh Only), to Mr. Shrey Premal Parekh Promoter of the Company at an Issue Price of Rs. 18/- (Rupees Eighteen Only) determined in accordance with Chapter V of SEBI (ICDR) Regulations;

The Promoters have extended loans to the Company and the Company proposes to convert loans worth Rs. 931.53 Lakh/- into Equity Shares, on a private placement basis. The proposed Right Issue is to be issued to the persons belonging 'Promoter Category' as per the details disclosed in the respective resolution. The said proposal has been considered and approved by the Board in its meeting held on March 28, 2024. The approval of the members is accordingly being sought by way of passing a 'Special



41ST ANNUAL REPORT - 2023-24

Resolution' under Sections 42, and 62 of the Companies Act, 2013, read with the rules made thereunder, and Regulation 160 of the SEBI ICDR Regulations for Item No. 7 of the Notice.

**BY ORDER OF THE BOARD
FOR SHRYDUS INDUSTRIES LIMITED
FORMERLY KNOWN AS VCK CAPITAL MARKET SERVICES LIMITED**

SD/-

**SHREY PAREKH
MANAGING DIRECTOR**

DIN: 08513653

REGISTERED OFFICE

**M/s. Mangalam Housing Development Finance Limited, 24 & 26 Hemanta Basu Sarani,
R.N. Mukherjee Road Kolkata-700001, West Bengal**

Date: 08/07/2024