

**August 10, 2024**

**To,**  
**CORPORATE GOVERNANCE DEPARTMENT**  
**Bombay Stock Exchange**  
25th Floor, P.J. Towers,  
Dalal Street, Fort,  
Mumbai - 400 001.

Dear Sir/Madam,

**SUB: PROCEEDINGS OF THE 33<sup>RD</sup> ANNUAL GENERAL MEETING OF THE COMPANY**  
**REF.: SCRIP CODE: 539398 SCRIP ID: VISHALBL**

With reference to the above subject, please find attached proceedings of the 33<sup>rd</sup> Annual General Meeting of the company, held on today i.e. Saturday, August 10, 2024, at 04:00 P.M. at the Registered office at Survey No. 22/1, Plot No.1, Shapar Main Road, Shapar (Veraval), Rajkot, Gujarat-360024, India.

In this regard, we enclose proceedings of 33<sup>rd</sup> Annual General Meeting as required under Regulations 30 read with Para A of Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and the applicable provisions of the Companies Act, 2013 or Rules made there under.

Report of Scrutinizer and Voting results under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 will be disseminated separately.

The Annual General Meeting commenced on 04.00 P.M. and Concluded at 04.45 P.M.

We request to kindly take the same on record.

Thanking You.

**Yours Faithfully,**  
**For VISHAL BEARINGS LIMITED**

**DILIP G. CHANGELA**  
**MANAGING DIRECTOR**  
**DIN: 00247302**

## **SUMMARY OF PROCEEDING OF 33<sup>RD</sup> ANNUAL GENERAL MEETING**

The 33<sup>RD</sup> Annual General Meeting of the Members of the Company was held on Saturday, August 10, 2024, at 04.00 P.M., at the Registered Office of the Company at Survey No. 22/1, Plot No.1, Shapar Main Road, Shapar (Veraval), Rajkot – 360 024, Gujarat.

### **Present:**

1.	Mr. Dilip Changela	Managing Director
2.	Mr. Divesh Changela	Whole-time Director
3.	Mr. Vijay Changela	Whole-time Director
4.	Mr. Amit P. Nindroda	Independent Director
5.	Mrs. Ameer Ketankumar Dadhania	Independent Director
6.	Mr. Vishal Changela	Chief Financing Officer
7.	Mr. ketankumar Savaliya	Company Secretary

Mr. Dilip Changela, chairman, chaired the proceeding of the Meeting.

A total of 07 members in person were present at the meeting.

The chairman introduced the Directors, Management Committee members and the invitees present at the meeting.

As per Section 103 of the Companies Act, 2013, the requisite quorum for convening the Annual General Meeting was present at the Meeting.

The Chairman welcomed the members to the 33<sup>rd</sup> Annual General Meeting of the Company. He gave the welcome speech wherein he shared with the members financial performance, achievements and future of the Company and thanked them for the faith and confidence reposed by them in the Company, its business and management.

With the permission of the members present, the Notice convening the meeting was taken as read.

At the request of the Chairman, Mr. ketankumar Savaliya, Company Secretary read out the Auditor's Report.

The Chairman informed that due to outbreak of COVID-19 and consider social distance norms, the AGM was conducted at registered office of the Company. The Company had tied up with National Securities Depositories Limited (NSDL) to provide facility for voting through remote e-voting, evoting during the AGM.

The Company Secretary informed the Members that pursuant to the provisions of the Companies Act, 2013, the Rules framed there under and the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, the remote e-voting commenced at 9.00 A.M. ON WEDNESDAY, AUGUST 07, 2024, AND WILL END AT 5.00 P.M. ON FRIDAY, AUGUST 09, 2024.

The Company Secretary informed the Members that the facility for voting through e-voting system was made available during the Meeting for Members who had cast their vote prior to the Meeting.

The Company had appointed M/s. K. P. Ghelani & Associates, Practicing Company Secretaries, as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

The Following items of business as set out in the notice convening 33<sup>rd</sup> AGM were placed for members' consideration and approval:

<b>ORDINARY/SPECIAL BUSINESS</b>		
01.	ADOPTION OF THE AUDITED FINANCIAL STATEMENTS AS ON 31 <sup>ST</sup> MARCH 2024	Ordinary Resolution
02.	TO APPOINT A DIRECTOR IN PLACE OF MR. DIVYESHKUMAR HIRALAL CHANGELA [DIN:0247364], WHO RETIRES BY ROTATION AND BEING ELIGIBLE OFFERS HIMSELF FOR RE-APPOINTMENT	Ordinary Resolution
03.	APPOINTMENT OF STATUTORY AUDITOR TO FILL CASUAL VACANCY	Special Resolution
04.	APPOINTMENT OF STATUTORY AUDITOR OF THE COMPANY	Special Resolution

The Company Secretary informed the members that the Report of Board of Directors, the Accounts for the financial year ended on March 31, 2024, and the Notice convening the 33<sup>rd</sup> AGM were taken as read as the same had already been circulated to the Members. As there were no qualifications in the Audit Report, it was not required to be read.

All the business as mentioned in the Notice of the Annual General Meeting having been transacted, CS ketankumar Savaliya thanks to all the members for their continued support, cooperation, and confidence towards the company.

The Company Secretary informed the members that the aforesaid resolutions have been passed with the requisite majority and the same has been intimated to Stock Exchange and Registrar of Companies.

The Company Secretary informed that the results of remote e-voting and e-voting during the AGM shall be disseminated to the Bombay Stock Exchange.

The meeting ended with a vote of thanks to the Chair, and the meeting concluded at 04:45 PM.

Thanking You

**Yours Faithfully,**  
**For VISHAL BEARINGS LIMITED**

**DILIP G. CHANGELA**  
**MANAGING DIRECTOR**  
**DIN: 00247302**