

10<sup>th</sup> August, 2024

To  
The Listing Department  
BSE Limited,  
25th Floor, Phiroze Jeejeebhoy Towers,  
Dalal Street Mumbai, Maharashtra - 400001

**SUBJECT: OUTCOME OF BOARD MEETING UNDER REGULATION 30 OF SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

**Ref: VANI COMMERCIALS LIMITED (SCRIP CODE: 538918)**

**Meeting Conclusion Time: 5:00 P.M.**

Dear Sir/Madam,

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby inform that the meeting of Board of Directors of the Company was held today, i.e. Saturday, 10<sup>th</sup> August, 2024 at 2:00 P.M. through Video Conferencing and concluded at 5:00 P.M. inter alia to consider and approve the following:

- 1) Change in designation of Mrs. Binal Jenish Shah (DIN: 09371388) from Whole-time Director (Executive Director) to Non-Executive Non-Independent Director, subject to the approval of the shareholders at the Annual General Meeting of the Company.

The details pursuant to SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13<sup>th</sup> July 2023 for the said appointment is marked as **ANNEXURE-A**.

- 2) The Unaudited Financial Results (Standalone and Consolidated) for the Quarter ended 30<sup>th</sup> June, 2024 alongwith the Limited Review Report from the Statutory Auditors enclosed herewith and marked as **ANNEXURE-B**.
- 3) The Board considered and approved the Request Letters received from the Promoters/Promoter Group of Vani Commercial Limited for their re-classification as Public/Non-Promoters in accordance with Regulation 31A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2024.

The Certified True copy of the Board Resolutions passed in this regard enclosed herewith and marked as **ANNEXURE-C**.

This is for your kind information and record.

Thanking You.

**FOR VANI COMMERCIALS LIMITED**

**ISHITA AGARWAL  
COMPANY SECRETARY AND COMPLIANCE OFFICER  
M.NO: A65528**

**ANNEXURE-A**

**Details of Mrs. Binal Jenish Shah (DIN: 09371388) as required under Clause 7 of Para A of Part A of Schedule-III of SEBI (LODR) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023**

<b>S.No.</b>	<b>Details of the Events</b>	<b>Information of such events</b>
<b>i.</b>	Reason for change viz. <del>appointment, cessation, resignation, removal, death or</del> otherwise	The Designation of Mrs. Binal Jenish Shah (DIN: 09371388) has been changed from Whole Time Director to Non-Executive Non-Independent Director of the Company w.e.f. 10 <sup>th</sup> August, 2024, subject to approval of shareholders in the ensuing general meeting of the Company.
<b>ii.</b>	Date of <del>appointment/cessation</del> (as applicable) and terms of appointment	Date of Change in Designation: 10 <sup>th</sup> August, 2024  Terms of Appointment: The Board is proposing the change in designation, hence the terms and conditions shall remain same.
<b>iii.</b>	Brief profile (in case of appointment)	NOT APPLICABLE
<b>iv.</b>	Disclosure of relationships between directors (in case appointment of a director)	NOT APPLICABLE



MKRJ AND COMPANY

CHARTERED ACCOUNTANTS

T1, 3rd Floor, Pankaj Arcade, Plot No. 16,

Sector -5, Dwarka, New Delhi - 110075

Mob.: 9818478173,

Email: Mukesh.jain@mkrj.in; fcacfs19@gmail.com

**Independent Auditor's Limited Review Report on the Quarterly Unaudited Standalone Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended**

**Limited Review Report to the Board of Directors**

**The Board of Directors**

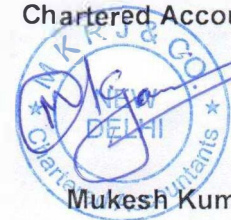
**M/s Vani Commercials Limited**

We have reviewed the accompanying statement of Unaudited Standalone Financial Results of **M/s Vani Commercials Limited ("the Company")** for the Quarter ended June 30, 2024 ("**the Statement**"). This statement, which is the responsibility of the Company's Managements and has been approved by the Board of Directors and prepared under pursuant to the requirement of Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 ('the Regulation') as amended (the "Listing Regulations"). Our Responsibility is to issue a report on these financial statements based on our review.

We conducted our review in accordance with the Standard on Review Engagement (SRE) 2400, *Engagements to Review Financial Statements* issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provide less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited financial results prepared in accordance with applicable Accounting Standards and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including the manner in which it is to be disclosed, or that it contains any material misstatement.

For MKRJ & Company  
Chartered Accountants



Mukesh Kumar Jain  
Partner

M. No. 073972

FRN: 030311N

UDIN: 24073972BkFARQI.

Place: New Delhi

Date: 10.08.2024

**VANI COMMERCIALS LIMITED**

REGD. OFF.: 162A, Second Floor, Sector-7, Dwarka, Palam Village, New Delhi -110045  
CIN:L74899DL1988PLC106425

**STATEMENT OF UNAUDITED STANDALONE FINANCIAL RESULTS FOR QUARTER ENDED 30th JUNE 2024**

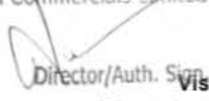
( INR in Lakhs)

Particulars	Quarter ended			Year Ended	
	30.06.2024	31.03.2024	30.06.2023	31.03.2024	
	(Unaudited)	(Audited)	(Unaudited)	(Audited)	
<b>1</b>	<b>Income From Operations</b>				
i)	Revenue From Operations	139	(39)	80	314
ii)	Other Operating Income	-	-	-	-
	<b>Other Income</b>	-	1	-	2
	<b>Total Income (1+2)</b>	<b>139</b>	<b>(39)</b>	<b>80</b>	<b>316</b>
<b>2</b>	<b>Expenses</b>				
(a)	Cost of materials consumed	-	-	-	-
(b)	Purchase of stock-in-trade	-	-	-	-
(c)	Changes in inventories of finished goods, work-in-progress and stock-in-trade	-	-	-	-
(d)	Employee benefits expense	15	17	21	85
(e)	Finance cost	78	(90)	30	115
(f)	Depreciation and amortisation expense	1	-	-	-
<b>3</b>	(g) Other expenses	65	(1)	25	55
<b>4</b>	<b>Total expenses</b>	<b>159</b>	<b>(75)</b>	<b>76</b>	<b>255</b>
<b>5</b>	<b>Profit/(Loss) before exceptional items and tax (3-</b>	<b>(20)</b>	<b>36</b>	<b>4</b>	<b>61</b>
<b>6</b>	<b>Exceptional Items</b>				
<b>7</b>	<b>Profit before tax (5-6)</b>	<b>(20)</b>	<b>36</b>	<b>4</b>	<b>61</b>
<b>8</b>	<b>Tax Expenses:</b>				
a	a) Current Tax	-	16	-	16
b	b) Deferred Tax	-	-	-	-
c	c) Provision for standard assets of NBFCs	-	21	-	21
	<b>Profit / (Loss) for the period (7-8)</b>	<b>(20)</b>	<b>(1)</b>	<b>4</b>	<b>24</b>
<b>9</b>	<b>Other comprehensive Income (OCI)</b>				
10	a) Item that will not be reclassified to profit or loss (net of tax)	-	-	-	-
a	b) Item that will be reclassified to profit or loss (net of tax)	-	-	-	-
	<b>Total Comprehensive income for the period</b>	<b>(20)</b>	<b>(1)</b>	<b>4.36</b>	<b>24</b>
<b>b</b>	<b>Paid-up Share Capital</b>	<b>11,74,06,200</b>	<b>11,74,06,200</b>	<b>11,74,06,200</b>	<b>11,74,06,200</b>
	<b>Reserve excluding Revaluation Reserve</b>				
	<b>Earnings per share (after extraordinary items not</b>				
11	(a) Basic	0.00	0.00	0.04	0.02
12	(b) Diluted	0.00	0.00	0.04	0.02

**NOTES:**

- The above results have been reviewed by the Audit Committee and approved by the Board of Directors at its meetings held on 10th August, 2024 and subjected to Limited review by Statutory Auditors, pursuant to Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.
- Previous year's figures have been regrouped / rearranged wherever necessary.
- The Company is engaged primarily in the business of financing and accordingly there are no separate reportable segments as per Ind AS 108 dealing with Operating Segment.
- The Company being in the Service industry, information as regards stock in trade, consumption of raw material and purchase of traded goods is not applicable.
- These financial results are available on the website of the Company viz. www.vanicommercials.com and on the website of BSE Limited (www.bseindia.com).
- The Limited Review as required under Regulation 33 of SEBI (LODR) Regulations, 2015 has been completed and related Report does not have any impact on above Results and Notes for the quarter ended 30th June, 2024 which needs to be explained.

**For Vani Commercials Limited**  
For Vani Commercials Limited

  
Director/Auth. Sign  
**Vishal Abrol**  
(Managing Director)

Date: 10th August, 2024

Place: New Delhi

DIN: 06938389



**MKRJ AND COMPANY**  
**CHARTERED ACCOUNTANTS**

T1, 3rd Floor, Pankaj Arcade, Plot No. 16,  
Sector -5, Dwarka, New Delhi - 110075

Mob.: 9818478173.

Email: Mukesh.jain@mkrj.in; fcacfs19@gmail.com

**Independent Auditor's Limited Review Report on the Quarterly Unaudited Consolidated Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended**

**Limited Review Report to the Board of Directors**

**The Board of Directors**  
**M/s Vani Commercials Limited**

We have reviewed the accompanying statement of Unaudited Consolidated Financial Results of **M/s Vani Commercials Limited ("the Company")** for the Quarter ended June 30, 2024 ("**the Statement**"). This statement, which is the responsibility of the Company's Managements and has been approved by the Board of Directors and prepared under pursuant to the requirement of Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 ('the Regulation') as amended (the "Listing Regulations"). Our Responsibility is to issue a report on these financial statements based on our review.

We conducted our review in accordance with the Standard on Review Engagement (SRE) 2400, *Engagements to Review Financial Statements* issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provide less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited financial results prepared in accordance with applicable Accounting Standards and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including the manner in which it is to be disclosed, or that it contains any material misstatement.

For MKRJ & Company  
Chartered Accountants



Mukesh Kumar Jain  
Partner

M. No. 073972

FRN: 030311N

UDIN: 24073972BKFARR 4382

Place: New Delhi

Date: 10.08.2024



**VANI COMMERCIALS LIMITED**

REGD. OFF.: 162A, Second Floor, Sector-7, Dwarka, Palam Village, New Delhi -110045

CIN:L74899DL1988PLC106425

**STATEMENT OF UNAUDITED CONSOLIDATED FINANCIAL RESULTS FOR QUARTER ENDED 30TH JUNE 2024**

(INR in Lakhs)

Particulars	Quarter ended			Year Ended	
	30.06.2024	31.03.2024	30.06.2023	31.03.2024	
	(Unaudited)	(Audited)	(Unaudited)	(Audited)	
<b>1</b>	<b>Income From Operations</b>				
i)	Revenue From Operations	139	(39)	80	314
ii)	Other Operating Income	-	-	-	-
	<b>Other Income</b>	-	1	-	2
	<b>Total Income (1+2)</b>	<b>139</b>	<b>(39)</b>	<b>80</b>	<b>316</b>
<b>2</b>	<b>Expenses</b>				
(a)	Cost of materials consumed	-	-	-	-
(b)	Purchase of stock-in-trade	-	-	-	-
(c)	Changes in inventories of finished goods, work-in-progress and stock-in-trade	-	-	-	-
(d)	Employee benefits expense	15	17	21	85
(e)	Finance cost	78	(90)	30	115
(f)	Depreciation and amortisation expense	1	-	-	-
<b>3</b>	(g) Other expenses	65	(1)	25	55
<b>4</b>	<b>Total expenses</b>	<b>159</b>	<b>(75)</b>	<b>76</b>	<b>255</b>
<b>5</b>	<b>Profit/(Loss) before exceptional items and tax (3-</b>	<b>(20)</b>	<b>36</b>	<b>4</b>	<b>61</b>
<b>6</b>	<b>Exceptional Items</b>				
<b>7</b>	<b>Profit before tax (5-6)</b>	<b>(20)</b>	<b>36</b>	<b>4</b>	<b>61</b>
<b>8</b>	<b>Tax Expenses:</b>				
a	a) Current Tax	-	16	-	16
b	b) Deferred Tax	-	-	-	-
c	c) Provision for standard assets of NBFCs	-	21	-	21
	<b>Profit / (Loss) for the period (7-8)</b>	<b>(20)</b>	<b>(1)</b>	<b>4</b>	<b>24</b>
<b>9</b>	<b>Other comprehensive Income (OCI)</b>				
10	a) Item that will not be reclassified to profit or loss (net of tax)	-	-	-	-
a	b) Item that will be reclassified to profit or loss (net of tax)	-	-	-	-
	<b>Total Comprehensive income for the period</b>	<b>(20)</b>	<b>(1)</b>	<b>4.36</b>	<b>24</b>
<b>b</b>	<b>Paid-up Share Capital</b>	<b>11,74,06,200</b>	<b>11,74,06,200</b>	<b>11,74,06,200</b>	<b>11,74,06,200</b>
	<b>Reserve excluding Revaluation Reserve</b>				
	<b>Earnings per share (after extraordinary items not</b>				
11	(a) Basic	0.00	0.00	0.04	0.02
12	(b) Diluted	0.00	0.00	0.04	0.02

**NOTES:**

- The above results have been reviewed by the Audit Committee and approved by the Board of Directors at its meetings held on 10th August, 2024 and subjected to Limited review by Statutory Auditors, pursuant to Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.
- Previous year's figures have been regrouped / rearranged wherever necessary.
- The Company is engaged primarily in the business of financing and accordingly there are no separate reportable segments as per Ind AS 108 dealing with Operating Segment.
- The Company being in the Service industry, information as regards stock in trade, consumption of raw material and purchase of traded goods is not applicable.
- These financial results are available on the website of the Company viz. www.vanicommercials.com and on the website of BSE Limited (www.bseindia.com).
- The Limited Review as required under Regulation 33 of SEBI (LODR) Regulations, 2015 has been completed and related Report does not have any impact on above Results and Notes for the quarter ended 30th June, 2024 which needs to be explained.

**For Vani Commercial Limited**  
**For Vani Commercial Limited**

  
**Vishal Abrol**  
**(Managing Director)**

Date: 10th August, 2024

Place: New Delhi

DIN: 06938389



# VANI COMMERCIALS LIMITED

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE SECOND MEETING OF THE BOARD OF DIRECTORS OF VANI COMMERCIALS LIMITED FOR THE FINANCIAL YEAR 2024-25 HELD ON SATURDAY, 10<sup>TH</sup> DAY OF AUGUST, 2024 AT 02:00 P.M THROUGH VIDEO CONFERENCING

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**TO REVIEW THE REQUEST RECEIVED FROM SMT. RAJ KANTA SUKHIIJA, PROMOTER OF THE COMPANY FOR RE-CLASSIFICATION FROM PROMOTER TO PUBLIC CATEGORY**

The Board was informed Smt. Raj Kanta Sukhija, Promoter of the Company, had vide her letter dated 10<sup>th</sup> August, 2024 requested the company for re-classification of her status from "Promoter" to "Public" Category.

The letter as received from Smt. Raj Kanta Sukhija was placed before the Board for its consideration and perusal.

It was informed to the Board that Smt. Raj Kanta Sukhija vide her letter dated 10<sup>th</sup> August, 2024 had confirmed that she had been neither a part of the Board of our company nor do she holds any key managerial personnel position in the Company. Further, she had also confirmed in her letter that she did not participate in the management of the Company through formal or informal arrangement, including any shareholder agreement.

The Board was appraised that she satisfied all the conditions specified in Regulation 31A(3)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

Accordingly, on the basis of the rationale provided and in accordance with the provisions of Regulation 31A of SEBI Listing Regulations, the Board was of the view that the request of Smt. Raj Kanta Sukhija for re-classification from Promoter to Public Category shall be accepted and approved and the Company Secretary/Managing Director was advised to make the necessary application with the Stock Exchange in this regard.

The Board considered the matter and passed the following resolution unanimously:

**"RESOLVED THAT** pursuant to the provisions of the Regulation 31A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended ("SEBI Listing Regulations") and subject to the consent of the members of the Company and subject to the approval of the Stock Exchange where the Company's shares are listed i.e., BSE and/or such other approval, if any, as may be required in this regard, the consent of the Board be and is hereby accorded to consider the request received from Smt. Raj Kanta Sukhija, belonging to the Promoter Category of the Company for re-classification from Promoter to Public Category.



**RESOLVED FURTHER THAT** the consent of the Board be and is hereby accorded to make the necessary application for Re-classification of Smt. Raj Kanta Sukhija from the promoter category of the company to the public category, to the BSE.

**RESOLVED FURTHER THAT** for the purpose of giving effect to the foregoing resolution, Mr. Vishal Abrol, Managing Director and Ms. Ishita Agarwal, Company Secretary and Compliance Officer of the Company be and are hereby jointly and/or severally authorized on behalf of the Company to do, either by themselves or through delegation to any person, as they may in their absolute discretion deem fit, all such acts, deeds, matters and things as they may at their discretion deem necessary or expedient for such purpose, and make all necessary filings including but not limited to making applications to the Stock Exchange to seek its approval for the re-classification in accordance with SEBI Listing Regulations, and other applicable laws, if any and to execute all such deeds, documents or writings as are necessary or expedient, to settle any questions, difficulties or doubt that may arise in this behalf.

**RESOLVED FURTHER THAT** a certified true copy of this resolution and/or extracts of the minutes of this Board Meeting be issued under the signature of Company Secretary and Compliance Officer of the Company to the concerned person with a request to act thereon."

**Certified True Copy**  
**For Vani Commercials Limited**

  
Ishita Agarwal

**Company Secretary and Compliance Officer**  
**M.No: A65528**

**Date: 10th August 2024**

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CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE SECOND MEETING OF THE BOARD OF DIRECTORS OF VANI COMMERCIALS LIMITED FOR THE FINANCIAL YEAR 2024-25 HELD ON SATURDAY, 10<sup>TH</sup> DAY OF AUGUST, 2024 AT 02:00 P.M THROUGH VIDEO CONFERENCING

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TO REVIEW THE REQUEST RECEIVED FROM SMT. RASHMI SUKHIIJA, PROMOTER OF THE COMPANY FOR RE-CLASSIFICATION FROM PROMOTER TO PUBLIC CATEGORY

The Board was informed Smt. Rashmi Sukhija, Promoter of the Company, had vide her letter dated 10<sup>th</sup> August, 2024 requested the company for re-classification of her status from "Promoter" to "Public" Category.

The letter as received from Smt. Rashmi Sukhija was placed before the Board for its consideration and perusal.

It was informed to the Board that Smt. Rashmi Sukhija vide her letter dated 10<sup>TH</sup> August, 2024 had confirmed that she had been neither a part of the Board of our company nor do she holds any key managerial personnel position in the Company. Further, she had also confirmed in her letter that she did not participate in the management of the Company through formal or informal arrangement, including any shareholder agreement.

The Board was appraised that she satisfied all the conditions specified in Regulation 31A(3)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

Accordingly, on the basis of the rationale provided and in accordance with the provisions of Regulation 31A of SEBI Listing Regulations, the Board was of the view that the request of Smt. Rashmi Sukhija for re-classification from Promoter to Public Category shall be accepted and approved and the Company Secretary/Managing Director was advised to make the necessary application with the Stock Exchange in this regard.

The Board considered the matter and passed the following resolution unanimously:

**"RESOLVED THAT** pursuant to the provisions of the Regulation 31A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended ("SEBI Listing Regulations") and subject to the consent of the members of the Company and subject to the approval of the Stock Exchange where the Company's shares are listed i.e., BSE and/or such other approval, if any, as may be required in this regard, the consent of the Board be and is hereby accorded to consider the request received from Smt. Rashmi Sukhija, belonging to the Promoter Category of the Company for re-classification from Promoter to Public Category.

**RESOLVED FURTHER THAT** the consent of the Board be and is hereby accorded to make the necessary application for Re-classification of Smt. Rashmi Sukhija from the promoter category of the company to the public category, to the BSE.

**RESOLVED FURTHER THAT** for the purpose of giving effect to the foregoing resolution, Mr. Vishal Abrol, Managing Director and Ms. Ishita Agarwal, Company Secretary and Compliance Officer of the Company be and are hereby jointly and/or severally authorized on behalf of the Company to do, either by themselves or through delegation to any person, as they may in their absolute discretion deem fit, all such acts, deeds, matters and things as they may at their discretion deem necessary or expedient for such purpose, and make all necessary filings including but not limited to making applications to the Stock Exchange to seek its approval for the re-classification in accordance with SEBI Listing Regulations, and other applicable laws, if any and to execute all such deeds, documents or writings as are necessary or expedient, to settle any questions, difficulties or doubt that may arise in this behalf.

**RESOLVED FURTHER THAT** a certified true copy of this resolution and/or extracts of the minutes of this Board Meeting be issued under the signature of Company Secretary and Compliance Officer of the Company to the concerned person with a request to act thereon."

**Certified True Copy**

**For Van Commercials Limited**



**Ishita Agarwal**

**Company Secretary and Compliance Officer**

**M.No: A65528**

**Date: 10<sup>TH</sup> August 2024**

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# VANI COMMERCIALS LIMITED

**CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE SECOND MEETING OF THE BOARD OF DIRECTORS OF VANI COMMERCIALS LIMITED FOR THE FINANCIAL YEAR 2024-25 HELD ON SATURDAY, 10<sup>TH</sup> DAY OF AUGUST, 2024 AT 02:00 P.M THROUGH VIDEO CONFERENCING**

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**TO REVIEW THE REQUEST RECEIVED FROM SMT. KOMAL SUKHIJA, PROMOTER OF THE COMPANY FOR RE-CLASSIFICATION FROM PROMOTER TO PUBLIC CATEGORY**

The Board was informed Smt. Komal Sukhija, Promoter of the Company, had vide her letter dated 10<sup>th</sup> August, 2024 requested the company for re-classification of her status from "Promoter" to "Public" Category.

The letter as received from Smt. Komal Sukhija was placed before the Board for its consideration and perusal.

It was informed to the Board that Smt. Komal Sukhija vide her letter dated 10<sup>th</sup> August, 2024 had confirmed that she had been neither a part of the Board of our company nor do she holds any key managerial personnel position in the Company. Further, she had also confirmed in her letter that she did not participate in the management of the Company through formal or informal arrangement, including any shareholder agreement.

The Board was appraised that she satisfied all the conditions specified in Regulation 31A(3)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

Accordingly, on the basis of the rationale provided and in accordance with the provisions of Regulation 31A of SEBI Listing Regulations, the Board was of the view that the request of Smt. Komal Sukhija for re-classification from Promoter to Public Category shall be accepted and approved and the Company Secretary/Managing Director was advised to make the necessary application with the Stock Exchange in this regard.

The Board considered the matter and passed the following resolution unanimously:

**"RESOLVED THAT** pursuant to the provisions of the Regulation 31A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended ("**SEBI Listing Regulations**") and subject to the consent of the members of the Company and subject to the approval of the Stock Exchange where the Company's shares are listed i.e., BSE and/or such other approval, if any, as may be required in this regard, the consent of the Board be and is hereby accorded to consider the request received from Smt. Komal Sukhija, belonging to the Promoter Category of the Company for re-classification from Promoter to Public Category.

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CIN: L74899DL1988PLC106425

Website: [www.vanicommercials.com](http://www.vanicommercials.com)

Regd. Off.: 162-A, Second Floor, Sector-7, Dwarka, New Delhi-110045

Phone No: +91-9560066230

Email ID: [info@vanicommercials.com](mailto:info@vanicommercials.com)

**RESOLVED FURTHER THAT** the consent of the Board be and is hereby accorded to make the necessary application for Re-classification of Smt. Komal Sukhija from the promoter category of the company to the public category, to the BSE.

**RESOLVED FURTHER THAT** for the purpose of giving effect to the foregoing resolution, Mr. Vishal Abrol, Managing Director and Ms. Ishita Agarwal, Company Secretary and Compliance Officer of the Company be and are hereby jointly and/or severally authorized on behalf of the Company to do, either by themselves or through delegation to any person, as they may in their absolute discretion deem fit, all such acts, deeds, matters and things as they may at their discretion deem necessary or expedient for such purpose, and make all necessary filings including but not limited to making applications to the Stock Exchange to seek its approval for the re-classification in accordance with SEBI Listing Regulations, and other applicable laws, if any and to execute all such deeds, documents or writings as are necessary or expedient, to settle any questions, difficulties or doubt that may arise in this behalf.

**RESOLVED FURTHER THAT** a certified true copy of this resolution and/or extracts of the minutes of this Board Meeting be issued under the signature of Company Secretary and Compliance Officer of the Company to the concerned person with a request to act thereon."

**Certified True Copy**

**For Vani Commercials Limited**



**Ishita Agarwal**

**Company Secretary and Compliance Officer**

**M.No: A65528**

**Date: 10<sup>TH</sup> August 2024**

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CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE SECOND MEETING OF THE BOARD OF DIRECTORS OF VANI COMMERCIALS LIMITED FOR THE FINANCIAL YEAR 2024-25 HELD ON SATURDAY, 10<sup>TH</sup> DAY OF AUGUST, 2024 AT 02:00 P.M THROUGH VIDEO CONFERENCING

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**TO REVIEW THE REQUEST RECEIVED FROM MR. GAURAV SUKHIJA, PROMOTER OF THE COMPANY FOR RE-CLASSIFICATION FROM PROMOTER TO PUBLIC CATEGORY**

The Board was informed that Mr. Gaurav Sukhija, Promoter of the Company, had vide his letter dated 10<sup>th</sup> August, 2024 requested the company for re-classification of his status from "Promoter" to "Public" Category.

The letter as received from Mr. Gaurav Sukhija was placed before the Board for its consideration and perusal.

It was informed to the Board that Mr. Gaurav Sukhija vide his letter dated 10<sup>TH</sup> August, 2024 had confirmed that he had been neither a part of the Board of our company nor do he holds any key managerial personnel position in the Company. Further, he had also confirmed in his letter that he did not participate in the management of the Company through formal or informal arrangement, including any shareholder agreement.

The Board was appraised that he satisfied all the conditions specified in Regulation 31A(3)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI Listing Regulations**").

Accordingly, on the basis of the rationale provided and in accordance with the provisions of Regulation 31A of SEBI Listing Regulations, the Board was of the view that the request of Mr. Gaurav Sukhija for re-classification from Promoter to Public Category shall be accepted and approved and the Company Secretary/Managing Director was advised to make the necessary application with the Stock Exchange in this regard.

The Board considered the matter and passed the following resolution unanimously:

**"RESOLVED THAT** pursuant to the provisions of the Regulation 31A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended ("**SEBI Listing Regulations**") and subject to the consent of the members of the Company and subject to the approval of the Stock Exchange where the Company's shares are listed i.e., BSE and/or such other approval, if any, as may be required in this regard, the consent of the Board be and is hereby accorded to consider the request received from Mr. Gaurav Sukhija, belonging to the Promoter Category of the Company for re-classification from Promoter to Public Category.

**RESOLVED FURTHER THAT** the consent of the Board be and is hereby accorded to make the necessary application for Re-classification of Mr. Gaurav Sukhija from the promoter category of the company to the public category, to the BSE.

**RESOLVED FURTHER THAT** for the purpose of giving effect to the foregoing resolution, Mr. Vishal Abrol, Managing Director and Ms. Ishita Agarwal, Company Secretary and Compliance Officer of the Company be and are hereby jointly and/or severally authorized on behalf of the Company to do, either by themselves or through delegation to any person, as they may in their absolute discretion deem fit, all such acts, deeds, matters and things as they may at their discretion deem necessary or expedient for such purpose, and make all necessary filings including but not limited to making applications to the Stock Exchange to seek its approval for the re-classification in accordance with SEBI Listing Regulations, and other applicable laws, if any and to execute all such deeds, documents or writings as are necessary or expedient, to settle any questions, difficulties or doubt that may arise in this behalf.

**RESOLVED FURTHER THAT** a certified true copy of this resolution and/or extracts of the minutes of this Board Meeting be issued under the signature of Company Secretary and Compliance Officer of the Company to the concerned person with a request to act thereon."

**Certified True Copy**

**For Vani Commercials Limited**



**Ishita Agarwal**

**Company Secretary and Compliance Officer**

**M.No: A65528**

**Date: 10<sup>TH</sup> August 2024**

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**CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE SECOND MEETING OF THE BOARD OF DIRECTORS OF VANI COMMERCIALS LIMITED FOR THE FINANCIAL YEAR 2024-25 HELD ON SATURDAY, 10<sup>TH</sup> DAY OF AUGUST, 2024 AT 02:00 P.M THROUGH VIDEO CONFERENCING**

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**TO REVIEW THE REQUEST RECEIVED FROM MR. GAURAV BHATIA, PROMOTER OF THE COMPANY FOR RE-CLASSIFICATION FROM PROMOTER TO PUBLIC CATEGORY**

The Board was informed that Mr. Gaurav Bhatia, Promoter of the Company, had vide his letter dated 10<sup>th</sup> August, 2024 requested the company for re-classification of his status from “Promoter” to “Public” Category.

The letter as received from Mr. Gaurav Bhatia was placed before the Board for its consideration and perusal.

It was informed to the Board that Mr. Gaurav Bhatia vide his letter dated 10<sup>TH</sup> August, 2024 had confirmed that he had been neither a part of the Board of our company nor do he holds any key managerial personnel position in the Company. Further, he had also confirmed in his letter that he did not participate in the management of the Company through formal or informal arrangement, including any shareholder agreement.

The Board was appraised that he satisfied all the conditions specified in Regulation 31A(3)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”).

Accordingly, on the basis of the rationale provided and in accordance with the provisions of Regulation 31A of SEBI Listing Regulations, the Board was of the view that the request of Mr. Gaurav Bhatia for re-classification from Promoter to Public Category shall be accepted and approved and the Company Secretary/Managing Director was advised to make the necessary application with the Stock Exchange in this regard.

The Board considered the matter and passed the following resolution unanimously:

**“RESOLVED THAT** pursuant to the provisions of the Regulation 31A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended (“SEBI Listing Regulations”) and subject to the consent of the members of the Company and subject to the approval of the Stock Exchange where the Company’s shares are listed i.e., BSE and/or such other approval, if any, as may be required in this regard, the consent of the Board be and is hereby accorded to consider the request received from Mr. Gaurav Bhatia, belonging to the Promoter Category of the Company for re-classification from Promoter to Public Category.

**RESOLVED FURTHER THAT** the consent of the Board be and is hereby accorded to make the necessary application for Re-classification of Mr. Gaurav Bhatia from the promoter category of the company to the public category, to the BSE.

**RESOLVED FURTHER THAT** for the purpose of giving effect to the foregoing resolution, Mr. Vishal Abrol, Managing Director and Ms. Ishita Agarwal, Company Secretary and Compliance Officer of the Company be and are hereby jointly and/or severally authorized on behalf of the Company to do, either by themselves or through delegation to any person, as they may in their absolute discretion deem fit, all such acts, deeds, matters and things as they may at their discretion deem necessary or expedient for such purpose, and make all necessary filings including but not limited to making applications to the Stock Exchange to seek its approval for the re-classification in accordance with SEBI Listing Regulations, and other applicable laws, if any and to execute all such deeds, documents or writings as are necessary or expedient, to settle any questions, difficulties or doubt that may arise in this behalf.

**RESOLVED FURTHER THAT** a certified true copy of this resolution and/or extracts of the minutes of this Board Meeting be issued under the signature of Company Secretary and Compliance Officer of the Company to the concerned person with a request to act thereon."

**Certified True Copy**

**For Vani Commercials Limited**



**Ishita Agarwal**

**Company Secretary and Compliance Officer**

**M.No: A65528**

**Date: 10<sup>TH</sup> August 2024**

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CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE SECOND MEETING OF THE BOARD OF DIRECTORS OF VANI COMMERCIALS LIMITED FOR THE FINANCIAL YEAR 2024-25 HELD ON SATURDAY, 10<sup>TH</sup> DAY OF AUGUST, 2024 AT 02:00 P.M THROUGH VIDEO CONFERENCING

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**TO REVIEW THE REQUEST RECEIVED FROM GLITZ ADVERTISING PRIVATE LIMITED, PROMOTER GROUP OF THE COMPANY FOR RE-CLASSIFICATION FROM PROMOTER GROUP TO PUBLIC CATEGORY**

The Board was informed that Glitz Advertising Private Limited, Promoter Group of the Company, had vide its letter dated 10<sup>TH</sup> August, 2024 through its Director, Mr. Radhe Pandey has requested the company for re-classification of its status from "Promoter Group" to "Public" Category. The Company intimated the same to the stock exchange vide announcement dated 10<sup>th</sup> August, 2024.

The letter as received from Glitz Advertising Private Limited was placed before the Board for its consideration and perusal.

It was informed to the Board that Glitz Advertising Private Limited vide its letter dated 10<sup>th</sup> August, 2024 had confirmed that Glitz Advertising Private Limited directors/promoters had been neither a part of the Board of our company nor do they hold any key managerial personnel position in the company. Further, Glitz Advertising Private Limited had also confirmed in its letter that its Directors/Promoters did not participated in the management of the Company through formal or informal arrangement, including any shareholder agreement.

The Board was appraised that Glitz Advertising Private Limited satisfies all the conditions specified in Regulation 31A(3)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI Listing Regulations**").

Accordingly, on the basis of the rationale provided above and in accordance with the provisions of Regulation 31A of SEBI Listing Regulations, the Board was of the view that the request of Glitz Advertising Private Limited for re-classification from Promoter Group to Public Category shall be accepted and approved and the Company Secretary/Managing Director was advised to make the necessary application with the Stock Exchange in this regard.

The Board considered the matter and passed the following resolution unanimously:

**"RESOLVED THAT** pursuant to the provisions of the Regulation 31A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations,



2015 as amended ("**SEBI Listing Regulations**") and subject to the consent of the members of the Company and subject to the approval of the Stock Exchange where the Company's shares are listed i.e., BSE and/or such other approval, if any, as may be required in this regard, the consent of the Board be and is hereby accorded to the request received from Glitz Advertising Private Limited, belonging to the Promoter Group Category of the Company for re-classification from Promoter Group to Public Category.

**RESOLVED FURTHER THAT** the consent of the Board be and is hereby accorded to make the necessary application for Re-classification of Glitz Advertising Private Limited from the promoter group category of the company to public category, to the BSE.

**RESOLVED FURTHER THAT** for the purpose of giving effect to the foregoing resolution, Mr. Vishal Abrol, Managing Director and Ms. Ishita Agarwal, Company Secretary and Compliance Officer of the Company be and are hereby jointly and/or severally authorized on behalf of the Company to do, either by themselves or through delegation to any person, as they may in their absolute discretion deem fit, all such acts, deeds, matters and things as they may at their discretion deem necessary or expedient for such purpose, and make all necessary filings including but not limited to making applications to the Stock Exchange to seek its approval for the re-classification in accordance with SEBI Listing Regulations, and other applicable laws, if any and to execute all such deeds, documents or writings as are necessary or expedient, to settle any questions, difficulties or doubt that may arise in this behalf.

**RESOLVED FURTHER THAT** a certified true copy of this resolution and/or extracts of the minutes of this Board Meeting be issued under the signature of Company Secretary and Compliance Officer of the Company to the concerned person with a request to act thereon."

**Certified True Copy**

**For Vani Commercials Limited**



**Ishita Agarwal**

**Company Secretary and Compliance Officer**

**M.No: A65528**

**Date: 10th August 2024**

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