



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: 08th September, 2023

To,
The Manager
Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai-400001

Scrip Code: 511493
Scrip Id: SHRYDUS

Sub.: **Submission of Notice calling 40th Annual General Meeting (AGM) for the Financial Year 2022-23**

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 please find enclosed the copy of the Notice of the 40th Annual General Meeting for the Financial Year ended 31st March, 2023. The 40th Annual General Meeting of the Company will be held on Saturday, 30th September, 2023 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 FOURTEENTH ANNUAL GENERAL MEETING OF THE MEMBERS OF SHRYDUS INDUSTRIES LIMITED (FORMERLY KNOWN AS VCK CAPITAL MARKET SERVICES LIMITED) (CIN-L67190WB1983PLC035658) WILL BE HELD ON SATURDAY, THE SEPTEMBER 30, 2023 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 ORDINARY BUSINESS

(1) To receive, consider and adopt the Audited Financial Statements of the Company for the year ended March 31, 2023, including the Audited Balance Sheet as at March 31, 2023, 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 a director in place of Mr. Shrey Premal Parekh (DIN: 08513653), who retires by rotation and being eligible, offers himself 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, Mr. Shrey Premal Parekh (DIN: 08513653), who retires by rotation and being eligible, offers himself for appointment, be and is hereby re-appointed as a director in the category of executive director of the Company."

AS SPECIAL BUSINESS

(3) To Regularize and Change in Designation of Ms. Mital Amish Shah (DIN: 09545610) from Non-Executive, Independent Director to Non-Executive, Non-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 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 Ms. Mital Amish Shah (DIN: 09545610) 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 his candidature for the office of director of the company, as an Non-Executive, Non-Independent director of the company, liable to retire by rotation."

"RESOLVED THAT Pursuant To Provisions of Sections 149, 152, 196, 197, 203 of The Companies Act, 2013 and any other applicable provisions thereof and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), read with schedule V to the Companies Act, 2013, as proposed and recommended by the nomination and remuneration committee and the board of directors of the company respectively, the consent of the members of the company be and is hereby accorded to the change in designation of Ms. Mital Amish Shah (DIN: 09545610) from Non-Executive, Independent Director to Non-Executive, Non-Independent Director.

"RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to alter and vary the terms and conditions of the appointment based on the recommendation of the Nomination & Remuneration Committee subject to the same not exceeding the limits specified under Section 197 read with Schedule V of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force).

"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".

(4) Regularization of Additional Director, Mrs. Neha Premal Parekh (DIN: 01274835) as 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. Neha Premal Parekh (DIN: 01274835) 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 his candidature for the office of director of the company, as an Executive 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) ADOPTION OF NEW SET OF ARTICLES OF ASSOCIATION OF THE COMPANY PURSUANT TO THE COMPANIES ACT, 2013

To consider and if thought fit pass with or without modification the following resolution as a **Special Resolution:**

"RESOLVED THAT pursuant to the provisions of Section 14 and other applicable provisions, if any, of the Companies Act, 2013, (including any amendment thereto or re-enactment thereof), for the time being in force and consent of the members of the company be and is hereby accorded to substitute the existing Article of Association of the Company with a new set of Article of Association as per the provisions of the Companies Act, 2013.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors be and is hereby authorized on behalf of the Company, to do all acts, deeds, matters and things as deem necessary, proper or desirable and to sign and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid Resolution along with filing of necessary E-forms with the Registrar of Companies, Mumbai."

(6) ADOPTION OF NEW SET OF MEMORANDUM OF COMPANY INTER-ALIA PURSUANT TO THE COMPANIES ACT, 2013

To consider and if thought fit pass with or without modification the following resolution as a **Special Resolution:**

“RESOLVED THAT pursuant to the provisions of section 4 and 13 of Companies Act, 2013 (‘the Act’), read with the Companies (Incorporation) Rules, 2014 and all other applicable provisions, if any of the Act (including any statutory modification(s) or re-enactment thereof for the time being in force), the new set of Memorandum of Association pursuant to the Act be and is hereby approved and adopted as new set of Memorandum of Association in the place of existing Memorandum of the Company.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors be and is hereby authorized on behalf of the Company, to do all acts, deeds, matters and things as deem necessary, proper or desirable and to sign and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid Resolution along with filing of necessary E-forms with the Registrar of Companies, Mumbai.”

(7) SHIFTING OF REGISTERED OFFICE FROM ONE STATE TO ANOTHER

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

“RESOLVED THAT subject to the provisions of section 12, 13(4) and all other applicable provisions, if any of the Companies Act, 2013 (including any statutory modification or re-enactment thereof, for the time being in force) and subject to the approval of the Regional Director and other regulatory authorities, government(s), judicial/quasijudicial authorities, court(s), consent of the shareholders be and is hereby accorded for shifting of the Registered Office of the Company from the state of West Bengal to the jurisdiction of state of Maharashtra.”

RESOLVED FURTHER THAT subject to the aforementioned approval and pursuant to section 13 and all other applicable provisions, if any of the Companies Act, 2013, the existing clause II of Memorandum of Association of the Company be and is hereby substituted with the following clause II:

“II. The Registered Office of the Company will be situated in state of Maharashtra”

RESOLVED FURTHER THAT upon the approval of the Regional Director, the Registered office of the Company be shifted from the State of West Bengal to the state of Maharashtra.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, any Director or Company Secretary of the Company be and is hereby authorized to do all such acts, deeds, filings, matters and things and execute all such deeds, documents, instruments and writings as may be required, with powers on behalf of the Company to settle all questions, difficulties or doubts that may arise in this regard, if required, as it may in its absolute discretion deem it necessary or desirable.”

(8) APPOINTMENT OF MR. SAMIR KOTHARI (DIN 00561835) AS AN 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 pursuant to the provisions of Section 149, 152, 160, and other applicable provisions, if any, of the Companies Act, 2013, Companies (Appointment and Qualification of Directors) Rules, 2014, the Companies (Amendment) Act, 2017 (including any statutory modification(s) or re-enactment thereof for the time being in force), relevant applicable regulation(s) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and also provisions of Article 112 and 121 of Articles of Association of the Company, Mr. Samir Kothari (DIN 00561835) who was appointed as an Additional Director and also as an Independent Director of the Company by the Board of Directors with effect from September 07, 2023 and who holds the said office pursuant to the provisions of Section 161 of the Companies Act, 2013 upto the date of this Annual General Meeting or the last date on which the Annual General Meeting for Financial Year 2022-23 should have been held, whichever is earlier and who is eligible for appointment under the relevant provisions of the Companies Act, 2013, and in respect of whom the Company has received a notice in writing from a member signifying his intention to propose him as a candidate for the office of the Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation.



40TH ANNUAL REPORT - 2021-22

**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**

Dated: September 07th, 2023

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 40th 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 September 23rd, 2023 to September 30th, 2023 (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 September 26, 2023 at 9.00 a.m. (IST) and ends on September 29, 2023 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 September 23rd, 2023 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.nsd.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.nsd.com. Select "Register Online for IDeAS Portal" or click at https://eservices.nsd.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.nsd.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 securities)</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-Voting option, you will be redirected to NSDL/CDSL Depository site after</p>

in demat mode) login through their Depository Participants	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.
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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 Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> • 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).
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(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.
- 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://purvashare.invc.vc/broadcast/64f81c028dbfc41659352710>

- 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 mentioning their name, demat account number/folio number, email id, mobile number at compliance@lemeriteexports.com.
- g. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.



40TH ANNUAL REPORT - 2021-22

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: September 07th, 2023

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

Name	SHREY PREMAL PAREKH	MITAL AMISH SHAH	NEHA PREMAL PAREKH	SAMIR KOTHARI
Date of Birth	07/12/1997	22/03/1978	21/10/1975	31/01/1966
Appointed on	01/10/2019	20/01/2023	20/01/2023	07/09/2023
Qualifications	M.com			B.com
Brief Profile	Mr. Shrey Premal Parekh holds M.com from Mumbai University. He is having 5 years of rich experience in the field of financial market and various Industries.	Ms. Mital Amish Shah holds the degree of B.com from Mumbai University. She is having 3 years of rich experience in the field of financial market and various Industries.	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.	Mr. Samir Kothari holds degree of B.com from University of Calcutta. He is having 20 years of rich experience in the field of financial market and various Industries.
Directorship held in Public Companies	-	-	-	-
Memberships/C hairmanships of Audit and	-	-	-	-

Stakeholder's Relationship Committees across Public Companies				
No. of Shares held in the Company	1786128	NIL	NIL	NIL
Inter-se among director	He is son of Mr. Premal Shailesh Parekh CFO of the company.	Ms. Mital Amish Shah not related to any of the existing directors of the Company	Mrs. Neha Premal Parekh is mother of Mr. Shrey Premal Parekh Managing Director of the Company	Mr. Samir Kothari not related to any of the existing directors of the Company

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. 3

Regularization and change in designation of Ms. Mital Amish Shah (DIN: 09545610) as Director (Non-Executive Non-Independent Category) of the company.

Ms. Mital Amish Shah (DIN: 09545610) was first inducted to the Board at the Board Meeting held on 20th January, 2023 and in the same meeting he was appointed as the Additional Director (Independent Category). In terms of Section 161(1) of the Companies Act, 2013. Mital Amish 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 his candidature for appointment as a Director of the Company. Further, in the same meeting i.e., meeting held on 30th September, 2023, the Board appointed and change in designation of Ms. Mital Amish Shah as the Director (Non-Executive Non-Independent Category) 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 Ms. Mital Amish Shah by the Company. The Board is of the opinion that the appointment and presence of Ms. Mital Amish Shah on the Board as the Managing will be desirable, beneficial and in the best interest of the Company. The Board recommends the resolution set out in item no. 3 of the accompanying Notice for approval and adoption of the Members. A copy of the Board Resolution and the draft appointment letter issued to Ms. Mital Amish Shah, 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 Ms. Mital Amish Shah, is concerned or interested in the proposed resolution.

Item No. 4

Regularization of Additional Director, Mrs. Neha Premal Parekh (DIN: 01274835) as Director of the company.

Mrs. Neha Premal Parekh (DIN: 01274835) was first inducted to the Board at the Board Meeting held on 20th January, 2023 and in the same meeting he was appointed as the Additional Director. In terms of Section 161(1) of the Companies Act, 2013. Neha Premal Parekh 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 his candidature for appointment as a Director of the Company. Further, in the same meeting i.e., meeting held on 30th September, 2023, the Board appointed Mrs. Neha Premal Parekh 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. Neha Premal Parekh by the Company. The Board is of the opinion that the appointment and presence of Mrs. Neha Premal Parekh on the Board as the Managing 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. Neha Premal Parekh, 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. Neha Premal Parekh, is concerned or interested in the proposed resolution

Item No. 5

Adoption of New Set of Articles of Association Of The Company Pursuant To The Companies Act, 2013

The existing Articles of Association (AOA) is based on the erstwhile Companies Act, 1956. The alteration of AOA is necessary to bring the existing AOA in line with the New Companies Act, 2013. According to the new Act, it is important to alter and adopt the new set of Articles of Association (AOA) as per the Companies Act, 2013. The new set of AOA is based on Table-F of the Companies Act, 2013. In terms of Section 14 of the Companies Act, 2013, the consent of the Members by way of Special Resolution is required for adoption and substitution of new set of Articles of Association of the Company.

Your approval is sought in terms of the provisions of inter-alia, Section 14 of the Companies Act, 2013, read with the Companies (Incorporation) Rules, 2014. A Copy of the proposed new set of Articles of Association of the Company would be available for inspection at the registered office of the Company on all working days upto and including the date of General Meeting. The Board recommends the Resolution as set out in the Notice for approval of the members of the Company by way of Special Resolution.

None of the Directors, Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the Resolutions, except to the extent of equity shares held by them in the Company.

Item No. 6

Adoption Of New Set of Memorandum Of Association Pursuant To The Companies Act, 2013

The existing Memorandum of Association (MOA) is based on the erstwhile Companies Act, 1956. The alteration of MOA is necessary to bring the existing MOA in line with the New Companies Act, 2013. The Board has approved alteration of the MOA of the Company and the Board now seeks Members approval for the same. According to the new Act, the companies now have only main business and ancillary and incidental Businesses to the attainment of main business, therefore it is important to alter and adopt the new set of Memorandum of Association (MOA) as per the Companies Act, 2013. The new set of MOA is based on Table-A of the Companies Act, 2013.

In terms of Section 13 of the Companies Act, 2013, the consent of the Members by way of Special Resolution is required for adoption and substitution of new set of Memorandum of Association of the Company. A copy of the proposed set of new Memorandum of Association (MOA) of the Company would be available for inspection as the registered office of the Company during the business hours on any working day. The Board commends the passing of the resolution set out for the approval of the members of the company by a special resolution.

None of the Directors, Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the Resolutions, except to the extent of equity shares held by them in the Company.

Item No. 7

Shifting Of Registered Office From One State To Another

The Registered Office of the Company is presently situated in M/s. Mangalam Housing Development Finance Limited, 24 & 26 Hemanta Basu Sarani, R.N. Mukherjee Road, Kolkata-700001. It is proposed to shift the Registered Office of the Company in the State of Maharashtra for ease of new administration and to enable the Company to handle its business activities more efficiently

and run its business more economically, effectively and conveniently. The shifting of the Registered Office as aforesaid would in no way be detrimental to the interest of any member of the public, employees, shareholders and associates of the Company in any manner.

The Board of Directors in their meeting held on September 07, 2023 have approved the shifting of the Registered Office subject to the approval of Shareholders, Central Government and other requisite approvals.

Pursuant to the provisions of Section 12, 13 and 110 of the Companies Act, 2013 and the Rules thereunder, shifting of the Registered Office of the Company from one State to another and consequent alterations to the Memorandum of Association of the Company requires the approval of the members by way of Special Resolution, which would be subject to the approval of Regional Director or Central Government. The Board commends the passing of the resolution set out for the approval of the members of the company by a special resolution.

Subsequent to the approval of the members, the requisite application will be made to the concerned statutory authorities including inter-alia Regional Director / Central Government / Ministry of Corporate Affairs for the permission/approval of the change of the place of the Registered Office.

None of the Directors, Key Managerial Personnel of the Company, or their relatives are in any way concerned or interested, financially or otherwise in this resolution, except as Members to the extent of their shareholding in the Company.

Item No. 8

Appointment of Mr. Samir Kothari as Director (Independent Category)

Mr. Samir Kothari, was appointed by the Board as an Additional Director with effect from September 07, 2023 consequent to his appointment as an Independent Director by the Government of India, in terms of provisions of Section 161 of the Companies Act, 2013, rules made thereunder and also in terms of Article 112 and 121 of Articles of Association of the Company. As per the provisions contained under Section 161 of the Companies Act, 2013, the "Additional Director" so appointed shall hold office upto the date of the next Annual General Meeting or the last date on which the Annual General Meeting should have been held, whichever is earlier. Accordingly, Shri Siraj Hussain, as an Additional Director holds the office upto the date of this Annual General Meeting.

In terms of provision contained under Section 160 of the Companies Act, 2013 and the rules made thereunder, a person who is not a retiring director in terms of Section 152 shall, subject to the provisions of this Act, be eligible for appointment to the Office of Director at any General Meeting, if he or some member intending to propose him as a Director, has, not less than fourteen days before the meeting, left at the Registered Office of the company, a notice in writing under his hand signifying him candidature as a Director, or the intention of such member to propose his as a candidate for that office, or as they case may be, along with deposit of one lakh rupees. However, as per the proviso to Sec. 160 which is made effective February 09, 2018 the requirements of deposit of amount shall not apply in



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case of appointment of Independent Director. Since Mr. Samir Kothari is an Independent Director of the Company, there is no requirement of submission of requisite deposit.

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. 6 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**

Dated: September 07th, 2023