

To,  
**BSE Limited**  
Dept. of Corporate Services  
BSE Limited P. J. Tower,  
Dalal Street, Fort,  
Mumbai-400001

Date: 18<sup>th</sup> June, 2024

Ref Security Id: VIVANTA/ Scrip Code- 541735

Dear Sir/Madam,

Outcome and Disclosure under Regulation 30 of SEBI (Listing Obligations Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), we wish to inform you that the Board of Directors of the Company at its meeting held today i.e., Tuesday, June 18, 2024 at Registered Office of the Company has inter alia considered and approved the following businesses:

1) **Appointment of Mr. Mukeshkumar Ganeshbhai Kanazariya (DIN: 10451579) as Additional Non-Executive Independent Director:**

Pursuant to Regulation 30 of Listing Regulations, this is to inform you that on the recommendation of Nomination and Remuneration Committee, the Board of Directors of the Company in its meeting held on June 18<sup>th</sup>, 2024 has appointed Mr. Mukeshkumar Ganeshbhai Kanazariya (DIN: 10451579) as an Additional Director (Non-Executive Independent Director) on the Board of the Company with effect from June 18<sup>th</sup>, 2024 pursuant to Section 149, 150, 152 read with Schedule IV and Section 161(1) read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable provisions thereof, subject to the approval of shareholders at the ensuing General Meeting of the Company or within a time period of three months from the date of appointment, whichever is earlier.

Further, pursuant to the disclosure as required under Regulation 30 of the SEBI Regulations read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 09, 2015, details of Mr. Mukeshkumar Ganeshbhai Kanazariya are enclosed as **Annexure-I**.

2) **Resignation of Mr. Tushar Gandhi Jayantilal (DIN: 03577792) as Non-Executive, Independent Director:**

Pursuant to Regulation 30 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 (Listing Regulations), this is to inform you that Mr. Tushar Gandhi Jayantilal (DIN: 03577792) has resigned from the position of Independent Director of the Company with effect from 18<sup>th</sup> June, 2024. The Board of Directors of the Company appreciates his valuable contribution and support during his term as the Independent Director of the Company. Further, the Company has received confirmation from Mr. Tushar Gandhi Jayantilal (DIN: 03577792) that there is no material reason for his resignation other than those mentioned in his resignation letter dated 18<sup>th</sup> June, 2024, and the same is enclosed herewith.

The details required in terms of Regulation 30 read with Schedule III - Para A (7B) of Part A of the Listing Regulations and SEBI Circulars issued in this regard, are given in **Annexure- II**.

**3) Reconstitution of Committees of Board of Directors as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:**

The Board in their meeting held today also considered Reconstitution of Audit Committee, Nomination & Remuneration Committee, Stakeholders Relationship Committee, and Independent Directors Committee, the details of which is annexed as **Annexure- III**.

**4) Appointment of M/s. Rahul Doshi & Co, Chartered Accountants (FRN: 127378W, Mem No: 117160) as Internal Auditor of the Company for the Financial Year 2024-25:**

On the basis of recommendation of Audit Committee in their meeting held on 10<sup>th</sup> June, 2024, the Board of director in their meeting held today has appointed M/s. Rahul Doshi & Co, Chartered Accountants (FRN: 127378W, Mem No: 117160) for Financial Year 2024-25.

The disclosure pursuant to Regulation 30 of (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 is attached herewith as **Annexure-IV**.

**5) Acquisition of Land in Madagascar, Africa as per Section 179 of the Companies Act, 2013:**

The Board of Directors in its meeting has discussed on proposal for Acquisition of Land in Madagascar as presented by the Chairman. The acquisition of land in Madagascar represents a significant strategic move for the company, positioning it for sustainable growth and competitive advantage in the region. The board's decision underscores its commitment to maximizing shareholder value and pursuing opportunities that enhance the company's market position and profitability. The decision reflects the board's confidence in the strategic merit of the proposal and its potential to create long-term value for the company and its stakeholders.

Therefore, pursuant to provisions of Section 179 of the Companies Act, 2013, the Board of Directors has approved the Acquisition of Land in Madagascar subject to compliance with FEMA guidelines as regulated by RBI and/or approval from any other statutory authority/Regulatory body as may be required.

**6) Investment upto Rs. 3,00,00,000 (Rupees Three Crore) in purchasing Plant & Machinery for the Land situated in Sanand, Gujarat as per Section 179 of the Companies Act, 2013:**

The Board of Directors further discussed on next business agenda regarding Investment in purchasing Plant & Machinery in Sanand, Gujarat. The said property is Freehold non-agricultural land at Mouje Kalana, Taluka Sanand, District: Ahmedabad, bearing Revenue S. Nos 173/1, 174/1, 174/2, 174/3, and 176 totally admeasuring 26305 square mtrs.

The Chairman proposed in front of Board Members for Investing upto Rs. 3,00,00,000 (Rupees Three Crores) in purchasing Plant & Machinery for the said Land in Sanand. Therefore, pursuant to provisions of Section 179 of the Companies Act, 2013, the Board Members approved the proposal of Investment upto Rs. 3,00,00,000 (Rupees Three Crore) in purchasing Plant & Machinery for the Land situated in Sanand, Gujarat.

**7) Borrowing of up to Rs. 20,00,00,000 (Rupees Twenty Crore) via Pre-Shipment Credit in Foreign Currency (PCFC).**

The Board of Directors deliberately discussed on the proposal to borrow funds upto Rs. 20,00,00,000 (Rupees Twenty Crore) through Pre-Shipment Credit in Foreign currency. This will meet working capital requirements, financing export-related activities, and capitalizing on favorable interest rates available in foreign currency markets. The board reviewed the potential risks associated with borrowing in foreign currency, including exchange rate fluctuations, interest rate volatility, and geopolitical factors. Risk mitigation strategies, such as hedging mechanisms and prudent financial management, were presented to mitigate these risks effectively.

On the basis of the recommendation of Audit Committee, the Board Members approved to borrow funds upto Rs. 20,00,00,000 (Rupees Twenty Crore) and authorize Mr. Hemant Parikh, Managing Director of the Company to finalize negotiations with potential lenders and executing the necessary documentation to secure the Pre-Shipment Credit facility.

8) Any other business with the permission of Chair.

The meeting of Board of Directors of the Company commenced at 04:30 P.M. and concluded at 05:00 P.M.

You are requested to kindly take the same on record and acknowledge.

**FOR, VIVANTA INDUSTRIES LIMITED**

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**HEMANT AMRISH PARIKH**  
**MANAGING DIRECTOR**  
**DIN: 00027820**

### Annexure- I

Information as required under Regulation 30- Part A of Para A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

#### Appointment of Mr. Mukeshkumar Ganeshbhai Kanazariya (DIN: 10451579) as Additional Non-Executive Independent Director

S. No.	Particulars	Information of event
1.	Name of Non-Executive Independent Director	Mr. Mukeshkumar Ganeshbhai Kanazariya
1.	Reason for change viz. appointment, resignation, removal, death or otherwise	To increase the Transparency and Independency on Board. The Board of Directors on recommendation of Nomination and Remuneration Committee has appointed Mr. Mukeshkumar Ganeshbhai Kanazariya as an Additional Non-Executive Independent Director.
2.	Date of appointment & term of appointment	<b>Date of appointment:</b> Board, in its meeting held on June 18 <sup>th</sup> , 2024 has appointed Mr. Mukeshkumar Ganeshbhai Kanazariya as Non-Executive Independent Director of the Company w.e.f. from June 18 <sup>th</sup> , 2024 subject to the approval of shareholders. <b>Term of appointment:</b> Five years i.e. w.e.f. from 18 <sup>th</sup> June, 2024 to 17 <sup>th</sup> June, 2029, subject to the approval of shareholders.
3.	Brief Profile	Mr. Mukeshkumar G Kanazariya is Fellow member of ICSI and Law with Commerce graduate equipped with extensive experience in corporate laws, finance, accounting, administration. Employs excellent multi-tasking strengths and organizational skills. Demonstrated ability to improve operations, maintain good relations and effective management.  He has worked/working as Company Secretary in the industries like heavy construction equipment, Digital Education and diagnostic equipment, reagents, and rapid tests, etc.
4.	Disclosure of relationship between directors	Mr. Mukeshkumar Ganeshbhai Kanazariya is not related to any other Director of the Company
5.	Affirmation that Director is not debarred from the holding office of director by virtue of any SEBI order or authority	Mr. Mukeshkumar Ganeshbhai Kanazariya is not debarred from the holding the office of director by virtue of any SEBI order or any other such authority.

### Annexure-II

Information as required under Regulation 30- Part A of Para A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

**Resignation of Mr. Tushar Gandhi Jayantilal (DIN: 03577792) as Non-Executive, Independent Director:**

Sr. No.	Details of events that needs to be provided	Information of such event (s)																						
1	Reason for change viz. appointment, resignation	Resignation of Mr. Tushar Gandhi Jayantilal as Independent Director of the Company, due to personal reasons and professional commitments.																						
2	Date of Cessation	18 <sup>th</sup> June, 2024																						
3	Brief Profile (in case of appointment)	N.A.																						
4	Disclosure of relationships between directors (in case of appointment of a director)	N.A.																						
5	The Independent Director shall, along with the detailed reasons, also provide a confirmation that there are no other material reasons other than those provided.	The required confirmation has been provided in the enclosed letter as <b>Annexure- III(a)</b>																						
6	Names of listed entities in which the resigning director holds directorships, indicating the category of directorship and membership of board committees, if any	<table border="1"> <thead> <tr> <th>S.N.</th> <th>Name of Company</th> <th>Name of Committee</th> <th>Category</th> </tr> </thead> <tbody> <tr> <td>1.</td> <td>V-Create Paper Solution Private Limited</td> <td>-</td> <td>Director</td> </tr> <tr> <td>2.</td> <td>Day-To-Day Updates Private Limited</td> <td>-</td> <td>Director</td> </tr> <tr> <td rowspan="4">3.</td> <td rowspan="4">Vivanta Industries Limited</td> <td>Audit Committee</td> <td>Chairman</td> </tr> <tr> <td>Nomination &amp; Remuneration Committee</td> <td>Chairman</td> </tr> <tr> <td>Stakeholders' Relationship Committee</td> <td>Member</td> </tr> <tr> <td>Independent Directors Committee</td> <td>Chairman</td> </tr> </tbody> </table>	S.N.	Name of Company	Name of Committee	Category	1.	V-Create Paper Solution Private Limited	-	Director	2.	Day-To-Day Updates Private Limited	-	Director	3.	Vivanta Industries Limited	Audit Committee	Chairman	Nomination & Remuneration Committee	Chairman	Stakeholders' Relationship Committee	Member	Independent Directors Committee	Chairman
S.N.	Name of Company	Name of Committee	Category																					
1.	V-Create Paper Solution Private Limited	-	Director																					
2.	Day-To-Day Updates Private Limited	-	Director																					
3.	Vivanta Industries Limited	Audit Committee	Chairman																					
		Nomination & Remuneration Committee	Chairman																					
		Stakeholders' Relationship Committee	Member																					
		Independent Directors Committee	Chairman																					

# TUSHAR GANDHI JAYANTILAL

11, Mayur Nagar Society, B/H Manav Mandir, Drive-in-Road, Memnagar,  
Ahmedabad-380052, Gujarat, India

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Date: 18.06.2024

To,  
The Board of Directors,  
Vivanta Industries Limited  
403/TF, Sarthik II, Opp Rajpath Club,  
S.G Highway, Bodakdev,  
Ahmedabad, Gujarat, India, 380054

**Subject: Resignation from the post of Independent Director of the Company.**

Dear Sir/Madam,

I Tushar Gandhi Jayantilal, hereby tender my resignation from the post of an Independent Director of the Company (Vivanta Industries Limited) with effect from closing business hours of today i.e. 18<sup>th</sup> June, 2024. The resignation is purely on account of personal reason and other professional commitments and there is no other material reason apart from the one mentioned herewith.

I would like to convey my deep sense of appreciation and feeling of gratitude for the support I received from all the Directors on the Board and Senior Executives of the Company during the period of my association with the Company. I wish all the very best to the Company.

Further, I request you to complete all the formalities with regard to my resignation including filing of required forms with the Ministry of Corporate Affairs and intimating to the other relevant Authorities as may be required.

Thanking You

Yours sincerely,



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**TUSHAR GANDHI JAYANTILAL**  
(DIN: 03577792)

### Annexure- III

**1) Reconstitution of Audit Committee as following members with effect from 18/06/2024**

Sr. No.	Name	Committee Position	Company Designation
1	Mr. Rushabh Anilkumar Shah	Chairperson	Independent Director
2	Mr. Jainil Raseshkumar Bhatt	Member	Non-Executive Non-Independent Director
3	Ms. Nidhi Bansal	Member	Independent Director
4	Mr. Mukesh Ganeshbhai Kanazariya.	Member	Independent Director

**2) Reconstitution of Nomination & Remuneration Committee as following members with effect from 18/06/2024:**

Sr. No.	Name	Committee Position	Company Designation
1	Ms. Nidhi Bansal	Chairperson	Independent Director
2	Mr. Jainil Raseshkumar Bhatt	Member	Non-Executive Non-Independent Director
3	Mr. Mukeshkumar Ganeshbhai Kanazariya	Member	Independent Director
4	Ms. Rushabh Anilkumar Shah	Member	Independent Director

**3) Reconstitution of Stakeholders Relationship Committee as following members with effect from 18/06/2024:**

Sr. No.	Name	Committee Position	Company Designation
1	Mr. Mukeshkumar Ganeshbhai Kanazariya	Chairperson	Independent Director
2	Mr. JainilRaseshkumar Bhatt	Member	Non-Executive, Non-Independent Director
3	Ms. Rushabh Anilkumar Shah	Member	Independent Director
4	Ms. Nidhi Bansal	Member	Independent Director

4) Reconstitution of Independent Director Committee with following members w.e.f 18/06/2024:

Sr. No.	Name	Committee Position	Company Designation
1	Mr. Mukeshkumar Ganeshbhai Kanazariya	Chairperson	Independent Director
2	Ms. Rushabh Anilkumar Shah	Member	Independent Director
3	Ms. Nidhi Bansal	Member	Independent Director

**Annexure-IV**

Appointment of M/s. Rahul Doshi & Co. as Internal Auditor. Brief Profile of the firm is given as below:

Sr. No.	Particulars	Description
1.	Reason for Change	Appointment
2.	Date of Appointment & Terms of Appointment	Appointed in Board Meeting held on 18/06/2024 for the period of financial year 2024-2025
<b>Brief Profile</b>		
3.	Name of the Internal Auditor	Mr. Rahul Doshi
4.	Brief Profile	Mr. Rahul Doshi is Qualified Chartered Accountant holding certificate of Practice since 2004. He also holds Bachelor of Commerce. He is also DISA Qualified.
5.	Disclosure of relationships between directors	N.A.