

**August 28, 2023**

To,  
**Corporate Governance Department**  
**BSE Limited**  
25<sup>th</sup> Floor, P.J. Towers,  
Dalal Street, Fort,  
Mumbai-400 001.

**Scrip Code: 539398; Scrip ID: VISHALBL**

**SUB: INTIMATION UNDER REGULATION 30 OF THE SEBI (LODR) REGULATION, 2015 – INTIMATION FOR APPOINTMENT AND RESIGNATION OF DIRECTOR**

**Dear Sir/Madam,**

With reference to the above, we wish to inform you that based on the recommendation of the Nomination & Remuneration Committee, the Board of Directors of Vishal Bearings Limited (the "Company") at their meeting held today i.e. 28th August, 2023, have approved the appointment of Mr. Divyesh Changela, CEO of the Company as a Whole-time Director and Mr. Vijay Changela, as a Whole-time Director for a term of 5 years with effect from 28th August, 2023, subject to approval of the shareholders and the Central Government as may be applicable.

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, this is to inform you that –

- 1) Mr. Hiralal Changela (DIN:00247292), vide letter dated August 18, 2023, has resigned from the Directorship of the Company with effect from 28.08.2023.
- 2) Mr. Vrajlal Changela (DIN:00247295), vide letter dated August 18, 2023, has resigned from the Directorship of the Company with effect from 28.08.2023.
- 3) Mr. Kishan Sureja (DIN:08994262), vide letter dated August 18, 2023, has resigned from the Directorship of the Company with effect from 28.08.2023.
- 4) Appointment of Mr. Divyesh Hiralal Changela, as a whole-time director of the Company with effect from 28.08.2023.
- 5) Appointment of Mr. Vijay Vrajlal Changela, as a whole-time director of the Company with effect from 28.08.2023.
- 6) Appointment of Mr. Abhishek Bardia (DIN:10291541), as an independent director of the Company with effect from 28.08.2023.
- 7) Appointment of M/s. Namrata Seta & Associates, Practicing Company Secretaries as Secretarial Auditors of the Company.
- 8) Appointment of M/s. M.C. Bambhroliya & Associates, Practicing Cost Accountants, reappointed as Cost Auditors of the company.

The Board of Directors in their Meeting held on 28 August 2023 has accepted the above resignation and Appointment of the Directors of the Company. Please find enclosed the information as required under Regulation 30 of the SEBI (LODR) Regulation, 2015:

- BRIEF PROFILE OF APPOINTMENT OF DIRECTORS – Annexure-A
- THE RESIGNATION LETTERS OF THE DIRECTORS - Annexure-B

**INFORMATION AS REQUIRED UNDER REGULATION 30 - PARA A OF PART A OF SCHEDULE III OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015: APPOINTMENT OF DIRECTOR**

**Annexure-A**

**APPOINTMENT OF MR. DIVYESH CHANGELA AS A WHOLE TIME DIRECTOR**

Name of Director	: Mr. Divyesh Changela
Director Identification Number	: 00247364
Date of Birth	: 24-05-1976
Date of Appointment	: August 28, 2023
Educational Qualification	: Diploma in Mechanical Engineering
Experience/expertise in specific functional areas	: He has more than 20 years of experience in the Roller and Bearings industry. He has necessary expertise, knowledge, and business acumen to drive the business of the Company.
No. of equity shares held	: 2,49,710 Equity Shares
Terms and condition of appointment	: Appointed as Promoter Whole Time Director, liable to retire by rotation at remuneration and other terms as mentioned in the statement annexed to the notice.
Remuneration to be paid	: As per the resolution at Item No. 2 of the notice read with explanatory statement thereto.
Job Profile and his suitability	: Mr. Divyesh Changela is looking after the commercial activity of the Company and help the company to achieve the target of the company in building a global reputation with a differentiated business model and delivering value for its stakeholders
List of Directorships held in other Companies excluding foreign companies	: VIRDEEP ENGINEERING PRIVATE LIMITED VIRDEEP ROLLERS PVT LTD SPARTANS IMPEX PRIVATE LIMITED VIRDEEP BEARING ROLLERS LLP
Memberships or Chairmanships of Committees of other Companies	: NA
Date of Appointment & term of Appointment	: He has been appointed as a Whole Time Director for term of 5 consecutive years.

**Annexure-A**

**APPOINTMENT OF MR. VIJAY CHANGELA AS WHOLE TIME DIRECTOR**

Name of Director	: Mr. Vijay Changela
Director Identification Number	: 00411422
Date of Birth	: 08-07-1983
Date of Appointment	: August 28, 2023
Educational Qualification	: Master of Craftsman in Tools & Technology (MCTT) and Mechanical Engineering
Experience/expertise in specific functional areas	: He has more than 10 years of experience in the Roller and Bearings industry. He has necessary expertise, knowledge, and business acumen to drive the business of the Company.
No. of equity shares held	: 2,04,355 Equity Shares

Terms and condition of appointment	: Appointed as Promoter Whole Time Director, liable to retire by rotation at remuneration and other terms as mentioned in the statement annexed to the notice.
Remuneration to be paid	: As per the resolution at item no. 3 of the notice read with explanatory statement thereto.
Job Profile and his suitability	: He will perform his duties as such with respect to all work of the Company and will manage and attend to such business and carry out the orders and directions given by the Board from time to time in all respect and confirm to and comply with all such directions and regulations as may be from to time may be given and made by the Board. He is expertise in the field of Industrial Engineering, Foundry, Business Management, technical expertise.
List of Directorships held in other Companies excluding foreign companies	: VIRDEEP ROLLERS PVT LTD VIRDEEP BEARING ROLLERS LLP
Memberships or Chairmanships of Committees of other Companies	: NA
Date of Appointment & term of Appointment	: He has been appointed as a Whole Time Director for term of 5 consecutive years.

**Annexure-A****APPOINTMENT OF MR. ABHISHEK BARDIA AS AN INDEPENDENT DIRECTOR**

Name of Director	: Mr. Abhishek Karnidan Bardia
Director Identification Number	: 10291541
Date of Birth	: 28-10-1990
Date of Appointment	: August 28, 2023
Educational Qualification	: Chartered Accountant & B.com
Experience	: 8 Years (Practicing Chartered Accountant)
Expertise in Specific Functional Areas	: Audit, IT, Accounting, etc.,
No. of equity shares held	: NA
List of Directorships held in other Companies excluding foreign companies	: NA
Memberships or Chairmanships of Committees of other Companies	: NA
Relationships, if any, between Directors inter se	: There is no relationship with other Directors on the Board.

**DISCLOSURES REQUIRED UNDER REGULATION 30 READ WITH SCHEDULE III OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 READ ALONG WITH SEBI CIRCULAR CIR/CFD/CMD/4/2015 DATED SEPTEMBER 9, 2015: RESIGNATION OF DIRECTOR**

<b>Annexure-B</b>			
<b>Name</b>	<b>Mr. Hiralal Changela DIN:00247292</b>	<b>Mr. Vrajlal Changela DIN:08994262</b>	<b>Mr. Kishan Sureja DIN:08994262</b>
Reason for Change viz. <del>appointment, resignation, removal, death or otherwise</del>	Personal Reason	Personal Reason	Personal Reason
Date of <del>appointment/cessation (as applicable) &amp; term of appointment;</del>	28.08.2023	28.08.2023	28.08.2023
Brief Profile	Not Applicable	Not Applicable	Not Applicable
Disclosure of relationship between Directors (in case of appointment of a director).	Not Applicable	Not Applicable	Not Applicable

Herewith enclosed Resignation letter of Director of the Company

Kindly take note of the same.

Thanking You.

**Yours Faithfully,  
For VISHAL BEARINGS LIMITED**



*Dilip Kumar Changela*  
**DILIPKUMAR CHANGELA**  
MANAGING DIRECTOR  
DIN: 00247302

**August 18, 2023**

To  
**THE BOARD OF DIRECTORS**  
**VISHAL BEARINGS LIMITED ("Company")**  
Survey No. 22/1, Plot No.1,  
Shapar Main Road, Shapar (Veraval),  
Rajkot, Gujarat-360024, India.

**SUB: RESIGNATION FROM THE POST OF WHOLE TIME DIRECTOR OF THE COMPANY**

Dear Sir/Madam,

I **HIRALAL GORDHANDAS CHANGELA** (DIN:00247292) hereby tender my resignation from the office of the Director of the **Vishal Bearings Limited ("Company")** as I would not wish to continue to be on the board due to my personal reason.

Due to personal reason, I am not in a position to devote my time to the affairs of the Company. Accordingly, I am submitting my resignation as Whole Time Director of the Company **with effect from August 28, 2023.**

I am thankful to the Directors and Shareholders of the Company for selecting me on the Board as a Whole Time Director. I was extremely happy to work as a Whole Time Director of the Company and extended all my support for benefit of the Company.

I request you that please intimate my resignation to the Stock Exchange and Registrar of Companies and provide me an acknowledgement for receipt of the resignation and a copy of the e-Form DIR-12 filed with the Registrar of Companies, Gujarat to that effect for my reference and record.

I wish the Company all the success in the future.

Thanking You.

**Yours Faithfully,**

*H. a. changela*

**HIRALAL GORDHANDAS CHANGELA**  
**Whole-time Director**  
**DIN:00247292**

**August 18, 2023**

To  
**THE BOARD OF DIRECTORS**  
**VISHAL BEARINGS LIMITED ("Company")**  
Survey No. 22/1, Plot No.1,  
Shapar Main Road, Shapar (Veraval),  
Rajkot, Gujarat-360024, India.

**SUB: RESIGNATION FROM THE POST OF INDEPENDENT DIRECTOR OF THE COMPANY**

Dear Sir/Madam,

I **KISHAN RAJESHKUMAR SUREJA** (DIN:08994262) hereby tender my resignation from the office of the Independent Director of the **Vishal Bearings Limited ("Company")** as I would not wish to continue to be on the board due to my personal reason.

Due to personal reason, I am not in a position to devote my time to the affairs of the Company. Accordingly, I am submitting my resignation as Whole Time Director of the Company **with effect from August 28, 2023.**

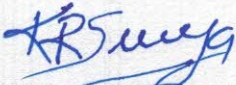
I am thankful to the Directors and Shareholders of the Company for selecting me on the Board as an Independent Director. I was extremely happy to work as an Independent Director of the Company and extended all my support for benefit of the Company.

I request you that please intimate my resignation to the Stock Exchange and Registrar of Companies and provide me an acknowledgement for receipt of the resignation and a copy of the e-Form DIR-12 filed with the Registrar of Companies, Gujarat to that effect for my reference and record.

I wish the Company all the success in the future.

Thanking You.

**Yours Faithfully,**



**KISHAN RAJESHKUMAR SUREJA**  
Independent Director  
DIN: 08994262

**August 18, 2023**

To  
**THE BOARD OF DIRECTORS**  
**VISHAL BEARINGS LIMITED ("Company")**  
Survey No. 22/1, Plot No.1,  
Shapar Main Road, Shapar (Veraval),  
Rajkot, Gujarat-360024, India.

**SUB: RESIGNATION FROM THE POST OF WHOLE TIME DIRECTOR OF THE COMPANY**

Dear Sir/Madam,

I **VRAJLAL GORDHANDAS CHANGELA** (DIN: 00247295) hereby tender my resignation from the office of the Director of the **Vishal Bearings Limited ("Company")** as I would not wish to continue to be on the board due to my personal reason.

Due to personal reason, I am not in a position to devote my time to the affairs of the Company. Accordingly, I am submitting my resignation as Whole Time Director of the Company **with effect from August 28, 2023.**

I am thankful to the Directors and Shareholders of the Company for selecting me on the Board as a Whole Time Director. I was extremely happy to work as a Whole Time Director of the Company and extended all my support for benefit of the Company.

I request you that please intimate my resignation to the Stock Exchange and Registrar of Companies and provide me an acknowledgement for receipt of the resignation and a copy of the e-Form DIR-12 filed with the Registrar of Companies, Gujarat to that effect for my reference and record.

I wish the Company all the success in the future.

Thanking You.

**Yours Faithfully,**

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**VRAJLAL GORDHANDAS CHANGELA**  
**Whole-time Director**  
**DIN: 00247295**