



VAS INFRASTRUCTURE LTD.

CIN NO : L65100MH1994PLC076538

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January 13, 2025

Listing Manager,
Bombay Stock Exchange Ltd,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai — 400001.

Scrip Code: 531574

Sub.: Corporate Governance Report under Regulation 27(2) of (Listing Obligations and Disclosure Requirements Regulations), 2015 for the quarter ended December 31, 2024.

Sir/Madam,

In Compliance with Regulation 27(2) of (Listing Obligations and Disclosure Requirements Regulations), 2015, please find enclosed herewith Corporate Governance Report, for the quarter ended December 31, 2024.

We request you to take this information on your records.

Thanking You

Yours faithfully,
FOR VAS INFRASTRUCTURE LTD

(Kirti Padave - Suspended Director)

General information about company

Scrip code	531574
NSE Symbol	NOTLISTED
MSEI Symbol	NOTLISTED
ISIN	INE192C01013
Name of the entity	VAS INFRASTRUCTURE LTD.
Date of start of financial year	01-04-2024
Date of end of financial year	31-03-2025
Reporting Quarter	Quarterly
Date of Report	31-12-2024
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Any other

Annexure I**Annexure I to be submitted by listed entity on quarterly basis****I. Composition of Board of Directors**

Disclosure of notes on composition of board of directors explanatory

Textual Information(1)

Whether the listed entity has a Regular Chairperson

Yes

Whether Chairperson is related to MD or CEO

No

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth
1	Mrs	KIRTI KISHORE PADAVE	AIRPP9210G	05344997	Executive Director	Chairperson	MD	14-09-1973
2	Mr	DHRUPCHAND RAMDHAR VARMA	AGPPV6567Q	09429519	Non-Executive - Independent Director	Not Applicable		15-06-1978

I. Composition of Board of Directors**Disqualification of Directors under section 164 of the Companies Act, 2013**

Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				Active
2	No				Active

I. Composition of Board of Directors

Sr	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity [with reference to proviso to regulation 17A(1) & 17A(2)]	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
1	NA		14-08-2012	01-04-2022		145	1	0	0	0			
2	NA		18-12-2021	22-09-2022		42	1	1	3	3			

Text Block

Textual Information(1)

Since the Board of the Company is suspended and the affairs of the company are taken over by the Resolution Professional, the committees also stands suspended.

Annexure 1	
II. Composition of Committees	
Disclosure of notes on composition of committees explanatory	Textual Information(1)

Annexure 1 Text Block

Textual Information(1)

Since the Board of the Company is suspended and the affairs of the company are taken over by the Resolution Professional, the committees also stands suspended.

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	05344997	KIRTI KISHORE PADAVE	Executive Director	Member	01-04-2022		
2	09429519	DHRUPCHAND RAMDHAR VARMA	Non-Executive - Independent Director	Chairperson	22-09-2022		

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	05344997	KIRTI KISHORE PADAVE	Executive Director	Member	01-04-2022		
2	09429519	DHRUPCHAND RAMDHAR VARMA	Non-Executive - Independent Director	Chairperson	22-09-2022		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	05344997	KIRTI KISHORE PADAVE	Executive Director	Member	01-04-2022		
2	09429519	DHRUPCHAND RAMDHAR VARMA	Non-Executive - Independent Director	Chairperson	22-09-2022		

Risk Management Committee

Whether the Risk Management Committee has a Regular Chairperson					No		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

Annexure 1

Annexure 1

III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory							Textual Information(1)	No. of Independent Directors attending the meeting*
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	
1	13-08-2024				Yes	2	2	1
2		13-11-2024	91		Yes	2	2	1

Text Block

Textual Information(1)

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Annexure 1	
IV. Meeting of Committees	
Disclosure of notes on meeting of committees explanatory	Textual Information(1)

Text Block

Textual Information(1)

Since the Board of the Company is suspended and the affairs of the company are taken over by the Resolution Professional, the committees also stands suspended.

Annexure 1

V. Related Party Transactions

Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	NA	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA	

Annexure 1

VI. Affirmations

Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	NA
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Textual Information(1)

Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	KIRTI PADAVE
2	Designation	Director

Text Block

Textual Information(1)

Since the Board of the Company is suspended and the affairs of the company are taken over by the Resolution Professional, the committees also stands suspended.

Details of Cyber security incidence

Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter		No
Number of cyber security incidence or breaches or loss of data event occurred during the quarter		
Sr.	Date of the event	Brief details of the event

Signatory Details

Name of signatory	KIRTI PADAVE
Designation of person	Director
Place	MUMBAI
Date	13-01-2025

