



VANI COMMERCIALS LIMITED

27TH September, 2024

**The Listing Department
BSE Limited
25th Floor, P J Towers Dalal Street
Mumbai, Maharashtra- 400001**

Subject: Proceedings of the 37th Annual General Meeting held on 27TH September, 2024

Ref: Vani Commercials Limited (Scrip Code: 538918)

Meeting Conclusion Time: 12:30 P.M.

Dear Sir/Madam,

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 read with Part A of Part A of Schedule III of the said Regulations, we hereby enclose the Proceedings of the 37th Annual General Meeting of **Vani Commercials Limited** held on Friday, the 27th day of September, 2024 at 12:00 Noon through Video Conferencing (VC)/Other Audio-Visual means. The AGM was concluded at 12:30 P.M.

Request you to kindly take the same on your records.

FOR VANI COMMERCIALS LIMITED

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

Place: Delhi

SUMMARY OF PROCEEDINGS OF THE 37TH ANNUAL GENERAL MEETING OF VANI COMMERCIALS LIMITED HELD TODAY I.E. FRIDAY, THE 27TH DAY OF SEPTEMBER, 2024 COMMENCED AT 12:00 NOON AND CONCLUDED AT 12:30 P.M. THROUGH VIDEO CONFERENCE (“VC”)/ OTHER AUDIO-VISUAL MEANS (“OAVM”)

The 37th Annual General Meeting (AGM) of the Members of Vani Commercial Limited (“the Company”) was held on Friday, the 27th Day of September, 2024 commenced at 12:00 Noon and concluded at 12:30 P.M. through Video Conference (“VC”)/ Other Audio-Visual Means (“OAVM”). The meeting was held in compliance with the General Circular nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 05, 2020, 02/2021 dated January 13, 2021, 2/2022 dated May 05, 2022 and 09/2023 dated September 25, 2023 and Circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/79 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 issued by the Securities and Exchange Board of India (“SEBI”) and as per the applicable provisions of the Companies Act, 2013 and the Rules made thereunder.

The Company Secretary welcomed the members to the Meeting and briefed them on certain points relating to the participation at the Meeting through VC/OVAM.

MEMBERS PRESENT DURING THE MEETING

19 Members attended the meeting through Video Conferencing from their respective locations.

The Requisite quorum being present, the Meeting was called to order.

DIRECTORS PRESENT DURING THE MEETING

Mr. Vishal Abrol, Managing Director of the Company chaired the Meeting virtually from New Delhi. All the Directors were present at the Meeting from their respective places.

Further, the Company Secretary announced the attendance of the Directors present as follows:

- (i) Mrs. Binal Jenish Shah, Whole-Time Director joined from Surat
- (ii) Mr. Pranay Kumar Tayal, Non-Executive Independent Director and Chairman of the Audit Committee joined from Ghaziabad, Uttar Pradesh
- (iii) Mr. Shubham Arora, Non-Executive Independent Director and Chairman of the Nomination & Remuneration Committee and Stakeholders Relationship Committee joined from New Delhi

ALSO PRESENT

Ms. Ishita Agarwal, Company Secretary & Compliance Officer of the Company from New Delhi

Mr. Mukesh Jain, Partner, Statutory Auditor and Ms. Anuradha Malik Practicing Company Secretary and Scrutinizer for the purpose of remote e-voting and e-voting during the AGM, both present from their respective offices in New Delhi

Mr. Vishal Abrol took the Chair as the Chairperson.

He commenced the proceedings of the meeting after ascertaining that the requisite quorum was present. The meeting commenced at 12:00 Noon (IST) and concluded 12:30 P.M. (IST) (including time allowed for e-voting at AGM).

The Chairperson welcomed the Members and other attendees for the meeting. He also appreciated the efforts of the management for organizing the event efficiently to be conducted through Video Conferencing.

Thereafter, the Notice of 37th Annual General Meeting and the Directors' Report along with Auditors' Report and Financial Statements for the Financial Year 2023-24 were taken as read.

Thereafter, the Company Secretary informed the members that in accordance with the provisions of the Companies Act, 2013, read with the rules made thereunder and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has provided the facility of voting through electronic means to exercise their right to vote on any or all of the businesses specified in the accompanying notice ("**Remote e-voting**") through Central Depository Services Limited (CDSL) to the members (i.e. persons who were members as on 20th September, 2024 being the cut-off/record date). The voting period commenced on Tuesday, 24th September, 2024 at 09:00 A.M. and ended on Thursday, 26th September, 2024 at 05:00 P.M. The members were informed that the facility for voting was made available during the Annual General Meeting for the members who had not cast their vote through remote e-voting.

The Company Secretary further informed that the Board of Directors had appointed Ms. Anuradha Malik, Practicing Company Secretary Membership. 60626 and Certificate of Practice No. 27205 as the Scrutinizer for providing facility to the members of the Company to scrutinize the votes cast during the AGM and through remote e-voting, in a fair and transparent manner.

The Company Secretary then invited participation of the members of the Company for discussing the Financial Statements for the Financial Year ended on 31st March 2024 along with the Directors' Report and Auditors' Report thereon and on the other resolutions set out in the Notice.

The following resolutions as set out in the Notice convening 37th AGM were put to vote by remote e-voting and e-voting during the AGM:

S. No.	Gist of Resolution	Type of Resolution
1.	To receive, consider and adopt the Audited Financial Statements for the Financial Year ended 31 st March, 2024 including the Reports of the Auditors' and the Board of Directors' thereon.	Ordinary
2.	To appoint a Director in place of Mr. Vishal Abrol (DIN: 06938389) who retires by rotation. Being eligible, offers himself for re-appointment as a Director liable to retire by rotation.	Ordinary
3.	To Change the designation of Mrs. Binal Jenish Shah (DIN:09371388), Whole-Time Director of the Company who retires by rotation to Non-Executive Non-Independent Director of the Company	Special
4.	To appoint Mr. Shubham Arora (DIN: 08457037) as an Independent Director of the Company	Special
5.	To appoint Mr. Pranay Kumar Tayal (DIN: 10649067) as an Independent Director of the Company	Special
6.	To approve requests received from persons belonging to the Promoter/Promoter Group for reclassification from "Promoter/Promoter Group" category to "Public" category	Ordinary

The Company Secretary further informed that as Mr. Vishal Abrol and his relatives were interested in Resolution No. 2 and Mrs. Binal Jenish Shah and her relatives were interested in Resolution no. 3, therefore they were restrained from the voting on the said resolutions.

The Company Secretary requested the speaker shareholders for their queries, however no query was received by the Company.

Thereafter, the Company Secretary thanked the Members for their continued support and for attending and participating in the Meeting through Video Conferencing and stated that e-voting facility was kept open for the next 15 minutes to enable the Members to cast their vote, who had not voted earlier.

The Company Secretary informed the Members that the combined results of remote e-voting prior and during the AGM would be announced within 48 hours from the conclusion of the Meeting and the results along with the Scrutinizer's Report would be intimated to the Stock Exchanges and would be placed on the Company's website.

The Company Secretary informed the Members that the combined results of remote e-voting prior and during the AGM would be announced within 2 working days from the conclusion of the Meeting and the results along with the Scrutinizer's Report would be intimated to the Stock Exchanges and would be placed on the Company's and CDSL's website.

The Chairperson concluded his speech by placing on record his appreciation and gratitude for all the stakeholders for having reposed their trust and confidence in the Company. He also thanked the Directors for joining the Meeting virtually and declared the Meeting as concluded. The meeting concluded at **12:30 P.M.** (inclusive 15 minutes time for e-voting at AGM) with vote of thanks to the Chair.

This is for your information and record.

For VANI COMMERCIALS LIMITED

ISHITA AGARWAL
COMPANY SECRETARY AND COMPLIANCE OFFICER
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