



8th February, 2025

The Listing Department

BSE Limited

25th Floor, P J Towers Dalal Street

Mumbai, Maharashtra- 400001

Subject: Proceedings of the 1st Extra- Ordinary General Meeting for fy 2024-25 pheld on 8th February, 2025

Ref: Vani Commercials Limited (Scrip Code: 538918)

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 1st Extra-Ordinary General Meeting of **Vani Commercials Limited** for the financial year 2024-25 held on Saturday, the 8th day of February, 2025 at 12:00 Noon through Video Conferencing (VC)/Other Audio-Visual means. The EGM was concluded at 12:55 P.M (inclusive 15 minutes for venue e-voting).

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 1ST EXTRA ORDINARY GENERAL MEETING OF VANI COMMERCIALS LIMITED FOR THE FINANCIAL YEAR 2024-25 HELD TODAY I.E. SATURDAY, THE 8TH DAY OF FEBRUARY, 2025 COMMENCED AT 12:00 NOON AND CONCLUDED AT 12:55 P.M. THROUGH VIDEO CONFERENCE ("VC")/ OTHER AUDIO-VISUAL MEANS ("OAVM")

The 1st Extra Ordinary General Meeting (EGM) of the Members of Vani Commercial Limited ("the Company") for the financial year 2024-25 was held on Saturday, the 8th Day of February, 2025 commenced at 12:00 Noon and concluded at 12:55 P.M. (inclusive 15 minutes for venue e-voting) 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, 09/2023 dated September 25, 2023, and 19 September, 2024 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

33 (Thirty-Three) 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 (except Mr. Gaurav Malhotra) were present at the Meeting from their respective places.

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

(i) Mr. Pranay Kumar Tayal, Non-Executive Independent Director and Chairman of the Audit Committee joined from Prayagraj, Uttar Pradesh.

(ii) Mr. Shubham Arora, Non-Executive Independent Director and Chairman of the Nomination and Remuneration Committee and Stakeholders Relationship Committee joined from Bangalore.

(iii) Mrs. Ishita Jindal, Non-Executive Independent Director joined from Noida, Uttar Pradesh.

ALSO PRESENT

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

- II. Mr. Shailendra Kumar Roy, Practicing Company Secretary and Scrutinizer for the purpose of remote e-voting and e-voting during the EGM, present from his respective office in 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 12:55 P.M. (IST) (including 15 minutes time allowed for e-voting at EGM).

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 Extra-Ordinary General Meeting (EGM) dated 15th January, 2025 was 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 Saturday, 1st February, 2025 being the cut-off/record date). The voting period commenced on Wednesday, 5th February, 2025 at 09:00 A.M. and ended on Friday, 7th February, 2025 at 05:00 P.M. The members were informed that the facility for voting was made available during the Extra-Ordinary General Meeting (EGM) 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 Mr. Shailendra Kumar Roy, Practicing Company Secretary, Membership. 25823 and Certificate of Practice No. 11738 as the Scrutinizer for providing facility to the members of the Company to scrutinize the votes cast during the EGM 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 resolutions set out in the Notice.

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

S. No.	Gist of Resolution	Type of Resolution
1.	To appoint Mr. Gaurav Malhotra (DIN: 07351641) as an Independent Director of the Company	Special
2.	To appoint Mrs. Ishita Jindal (DIN: 10907315) as an Independent Director of the Company	Special

The Company Secretary requested the speaker shareholders for their queries. Some of the shareholders raised their concerns regarding the future prospects of the company for overall maximization wealth of the shareholders. The concerns were considered and answered by the chairman of the meeting.

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 EGM 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 **12:55 P.M.** (inclusive 15 minutes time for e-voting at EGM) 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

M. NO. A65528

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