



August 26, 2022

To,
BSE Limited
Listing Department
P.J. Towers,
Dalal Street,
Mumbai- 400 001.

Scrip Code: 503349

Subject: Gist of the Proceeding of the 109th Annual General Meeting ("AGM") of The Victoria Mills Limited held on August 26, 2021.

Ref: Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015

Dear Sir,

With reference to the captioned subject, we would like to inform you that the 109th Annual General Meeting was held today at 3.00 p.m. through Video Conferencing (VC) or Other Audio Visual Means (OAVM) ("hereinafter referred to as "electronic mode"). A copy of the summary of the 109th Annual General Meeting as required under Regulation 30 of SEBI (Listing Obligation and Disclosure Requirements) Regulation 2015 is enclosed.

The AGM was concluded at 3.40 P.M.

Kindly take the above information in your record.

Thanking you.

Yours faithfully,

For, **The Victoria Mills Limited**

Akshay Sushil Goenka
Company Secretary



The Victoria Mills Limited

Registered Office Victoria House, Pandurang Budhkar Marg, Lower Parel, Mumbai - 400 013.
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Gist of the Proceedings of 109th Annual General Meeting of The Victoria Mills Limited

- **Day, Date and Time of the AGM:** Friday, 26.08.2022 at 3.00 P.M.
- **Mode of the AGM:** Video Conferencing (VC) or Other Audio-Visual Means (OAVM)
- **Chairperson of Meeting:** Mr. Aditya Mangaldas, Chairman and Managing Director
- **Whether the requisite quorum was present:** YES

After declaring the quorum to be present, the Chairman called the meeting to order. He introduced the Board of Directors to the members and welcomed the Members to the 109th Annual General Meeting of the Company.

The Chairman took the consent of the members present at the Meeting, the Audited financial statements comprising of Balance Sheet as on 31st March 2022, statement of Profit and Loss Account and Cash flow statement for the year ended 31st March 2022 together with the notes forming part thereof, and the Consolidated financial statements for the financial year ended 31st March, 2022, the Auditor's Report and Director's Report as read, considered and adopted.

Further the notice of the meeting was considered and taken as read.

The Chairperson informed that the Statutory Auditors' Report does not have any qualifications, observations or comments on financial transactions or matters which have any adverse effect on the functioning of the Company.

The Chairperson then informed the members present, that the Company, in accordance with the Companies Act, 2013 & SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, had provided facility to all the members as on August 19, 2022 ("the Cut-off Date") to exercise their votes on the items of business given in the Notice through remote electronic voting system (remote e-voting) provided by the Link Intime India Private Limited. The remote e-voting period opened on Tuesday, August 23, 2022 at 10.00 A.M. (IST) and concluded on Thursday, August 25, 2022 at 5.00 P.M. (IST). The Chairperson further informed the Shareholders the availability of e-voting system during the AGM for those present in the meeting and who have not cast their votes through remote e-voting.

Thereafter, the Chairperson addressed the Members and delivered his speech.

The Chairperson thereafter moved on to the agenda items as per the notice and then invited the members who had registered themselves as speakers to ask questions or express their views.

Thereafter, Chairperson informed about the appointment of Scrutinizer CS Nilesh Shah, partner of Nilesh Shah & Associates, Practising Company Secretary as the Scrutinizer for remote e-voting under Section 108 of the Companies Act, 2013 and also for the e-voting system during the AGM.



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The Chairperson announced that the voting results for the aforesaid resolutions would be declared within 48 hours of the conclusion of AGM on receipt of the Scrutinizer's report and the Results/ Scrutinizer's report will be placed on the Company website and also be forwarded to the Stock Exchange's in compliance with the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Chairperson further instructed that the e-voting window shall remain open for another 15 minutes and thereafter the proceeding of the AGM shall stand concluded and requested the members who had not already cast their vote to cast the same within the said time.

The Chairperson thanked the Members for attending and participating in the Meeting.

Following Business transacted at the meeting

1. Approval and Adoption of the Audited Financial Statements of the Company for the year ended 31st March, 2022 together with the reports of the Board of Director's and Auditor's thereon
2. Declaration of Dividend on Equity Shares for the year ended 31st March, 2022
3. To re-appoint Mrs. Mamta Mangaldas (DIN: 00021078), as Director, who retires by rotation and being eligible, offers herself for re-appointment.
4. To consider the re-appointment of M/s. Vasani & Thakkar, Chartered Accountants (Firm Registration No.111296W), as the Statutory Auditor.
5. Re-appointment of Ms. Gargi Mahendra Mashruwala (DIN:000232543), as Independent Director of the Company.
6. To consider Alteration of Articles of Association of the Company

For, ~~The Victoria Mills Limited~~

Akshay Sushil Goenka
Company Secretary



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