



V.B. INDUSTRIES LIMITED

CIN No.: L51909WB1982PLC035222

**P-27, PRINCEP STREET, 3RD FLOOR,
KOLKATA - 700072**

Tele-fax : 033 - 2234 9915, 2234 6937

E-mail : vbindustries1@gmail.com

Website : www.vbindustriesltd.com

September 17, 2025

The Deputy Manager

Dept. of Corporate Services

BSE Limited

P. J. Towers, Dalal Street, Fort

Mumbai – 400 001

Ref: **Scrip Code – 539123**

Sub: **Proceedings of 38th Annual General Meeting held on September 17, 2025**

Respected Sir or Madam,

Pursuant to Regulation 30 read with para A of part A of Schedule III of the SEBI LODR Regulations, 2015, please find attached the proceedings of the 38th Annual General Meeting held on 17th September 2025 through video conferencing –

The AGM commenced at 11.00 Hrs. and concluded at 11.30 Hrs.

This is for the information of Members.

Thanking You,

Yours Faithfully,

For **V. B. INDUSTRIES LIMITED**

DHRUVA NARAYAN JHA

DIN: 01286654

MANAGING DIRECTOR

Enclosed: As stated above

**SUMMARY OF THE PROCEEDINGS OF 38th ANNUAL GENERAL MEETING****DATE, TIME AND VENUE OF THE MEETING**

- The 38th Annual General Meeting of the Company was held on Wednesday, 17th September 2025 at 11.00 AM through Video Conferencing.

PROCEEDINGS IN BRIEF

- Mr. Dhruva Narayan Jha, Chairman & Managing Director of the Company occupied the chair.
- Total 36 members were present in the meeting.
- As per Section 103 of the Companies Act, 2013 the required quorum for convening the AGM was present, accordingly the Chairman called the meeting in order.
- The Chairman informed to the members that the Company is in compliance the requirement of applicable Act and the Rules and the Secretarial Standards made there under with respect to calling, convening and conducting the meeting.
- The Chairman welcomed the Members to the 38th AGM of the Company through Video Conferencing (VC). The Chairman introduced the Directors present and Round Call was taken. He informed that since the meeting was being conducted through VC there was no requirement for proxies. He further informed that the Register of Members, Register of Director's and Key Managerial Personnel and their shareholding, Register of Contracts, etc. were kept open for inspection by Members and the same were accessible in electronic mode to those shareholders who shall place request for the same.
- With the consent of the Members present in the AGM, the notice of the 38th AGM and the Auditor's Report were taken as read by the Chairman.
- The Chairman read out the details of remote e-voting and instructions for AGM. He stated that in accordance with the provisions of the Companies Act, 2013, and the rules made thereunder, the remote e-voting facility for voting on the resolution(s) contained in the Notice of the 38th AGM was provided to the Members of the Company from 9.00 am on 14th September 2025 and up to 5.00 pm on 16th September 2025 and after that the e-voting module was closed by NSDL thereafter.
- 5 members have registered themselves as speakers for the AGM and however no one has appeared in the AGM.
- The Chairman requested the Members who had not voted through remote e-voting to vote through the e-voting process provided at the AGM. Mr. Sanjay Kumar Vyas, Practicing Company Secretary was appointed as Scrutinizer for scrutinizing the remote e-voting and e-voting at the AGM.



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- The following items of business as set out in the notice convening 38th AGM were placed for members' consideration and approval.

RESOLUTION(S)

Ordinary Business:

- i. the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2025 and the Reports of the Board of Directors and Auditors thereon; and
- ii. Re-appointment of Mr. Dhruva Narayan Jha (DIN: 01286654) who retired by rotation and was eligible for re-appointment

Special Business:

- iii. Re-appointment of Ms. Sunita Rani Parida (DIN: 08957699), as an Independent Director of the Company for the 2nd term of 5 years.
 - iv. Appointment of M/s Sanjay Kumar Vyas as Secretarial Auditors and to fix their remuneration
- The Chairman thereafter informed that the Result of the voting will be declared after counting of votes cast through e-voting during the AGM and votes cast by remote e-voting prior to the AGM as per the report of the Scrutinizer and that the results of the voting will be intimated to BSE and also uploaded on the website of the Company in due course of time.
 - The meeting concluded with a vote of thanks to the Chair at 11.30 Hrs.

VOTING BY MEMBERS:

- The Company had provided remote e-voting facility to its members to cast votes electronically on both items of business set out in the Notice.
- Further, the facility to vote on resolutions through electronic voting system at the meeting was made available to the members who participated in the meeting and had not cast their votes through remote e-voting.

NOTES:

- The Company will separately intimate the results of e-voting to BSE.
- This document does not constitute minutes of the proceedings of the Annual General Meeting of the Company.

For V. B. INDUSTRIES LIMITED

**DHRUVA NARAYAN JHA
DIN: 01286654
MANAGING DIRECTOR**