

February 7, 2025

To,

The Secretary Corporate Relations Department BSE Limited P. J. Towers, Dalal Street, Mumbai – 400 001 Scrip Code: 500945	The Secretary Corporate Relations Department The National Stock Exchange of India Limited Exchange Plaza, Bandra – Kurla Complex, Bandra East, Mumbai – 400 059 Symbol: VALUEIND
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Dear Sir,

Sub: Intimation of 36th Annual General Meeting for the financial year 2023-24, Book Closure and Cut-off date.

We would like to inform you that the Thirty-Sixth (36th) Annual General Meeting (AGM) of the members of the Company for the financial year 2023 -24 is scheduled to be held on Tuesday, March 4, 2025 at 11:15 a.m. to transact the business as set out in the notice of the said AGM.

In compliance with the relevant circulars, the Annual Report for the financial year 2023-24, comprising the Notice of the AGM and the Standalone Financial Statements for the Financial Year 2023-24, along with Board of Directors Report, Auditors Report and other documents required to be attached thereto, are being sent to all the members of the Company whose email addresses are registered with the Company / Depository Participant(s).

In terms of Regulation 42 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the Register of Members of the Company will remain closed for the purpose of the AGM of the Company.

The details of book closure and cut-off date for the purpose of AGM is as under:

Type of Security	Book Closure	Cut-off date for the purpose of voting at the AGM and Remote Evoting
Equity Shares	From, Wednesday, February 26, 2025 To, Tuesday, March 04, 2025 (both days inclusive)	Tuesday, February 25, 2025

Further, pursuant to the provisions of Section 108 of the Companies Act. 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations,

2015, the Company is providing facility to the members of the Company to cast their votes by electronic means on all resolutions set out in the 36th AGM Notice through e-voting services provided by Central Depository Services Limited (CDSL).

“Cut-off date” for determining the eligibility of members to vote by remote e-voting or voting at the 36th AGM is Tuesday, February 25, 2025. The remote e-voting will commence on Saturday, March 1, 2025 at 9:00 A.M. (IST) and ends on Monday, March 3, 2025 at 5:00 P.M. (IST).

Copy of Notice of 36th AGM of the Company along with Statement pursuant to the Section 102 of the Companies Act, 2013 and instruction for e-voting facility is attached herewith for your records.

Kindly take the same on record.

Thanking you,

Yours truly,

For VALUE INDUSTRIES LIMITED

(A Company under Corporate Insolvency Resolution Process
by NCLT order dated 5 September, 2018 read with Orders dated
8th August, 2019 and 25th September, 2019)

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ABHIJIT
GUHATHAKURTA
Date: 2025.02.07
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ABHIJIT GUHATHAKURTA

Resolution Professional of 13 Videocon Group Companies under Consolidated
Corporate Insolvency Resolution Process
Insolvency Professional - Regn.No.: IBBI/IPA-003/IP-N000103/2017-2018/11158

Registered Address :

Flat No. 701, A Wing, Satyam Springs, CTS No.272A/2/1,
Off BSD Marg, Deonar, Mumbai- 400 088.
E-mail: aguhat@hotmail.com

Correspondence Address:

Deloitte India Insolvency Professionals LLP,
One International Centre, Tower 3, 32nd Floor, Senapati Bapat
Marg, Elphinstone Road (West), Mumbai 400013, India.
E-mail: inrpvil@deloitte.com; abhijitg@deloitte.com

Please email your responses to inrpvil@deloitte.com

NOTICE TO MEMBERS**Introduction:**

Pursuant to an application filed before the Hon'ble National Company Law Tribunal, Mumbai ("NCLT" / **"Adjudicating Authority"**) under Section 7 of the Insolvency and Bankruptcy Code, 2016 ("IBC" / **"the Code"**) against Value Industries Limited (**"Corporate Debtor"** / **"the Company"**), the Adjudicating Authority had admitted the application for the initiation of the corporate insolvency resolution process (**"CIRP"**) of the Corporate Debtor *vide* an order dated September 5, 2018 (**"CIRP Commencement"**) and appointed Mr. Dushyant Dave as the insolvency resolution professional.

Thereafter, separate applications were filed by State Bank of India (on behalf of all the financial creditors) and Mr. Venugopal Dhoot (one of the promoters of the Videocon group) for the consolidation of the Corporate Debtor along with other group companies. The Adjudicating Authority, *vide* its order dated August 8, 2019, allowed State Bank of India's application by, *inter alia*, (i) allowing the consolidation of the CIRP of the Corporate Debtor with that of 12 other Videocon group companies (collectively referred to as the **"Corporate Debtors"**, **"Videocon Group Entities"**); and (ii) appointing Mr. Mahender Khandelwal as the insolvency resolution professional for the Videocon Group Entities.

Subsequently, the first meeting of the consolidated committee of creditors of the Corporate Debtors (**"CoC"**) was held on September 16, 2019. At the first meeting of the CoC, the CoC approved the name of Mr. Abhijit Guhathakurta as the resolution professional for the Videocon Group Entities, including the Corporate Debtor in place of Mr. Mahender Khandelwal. Mr. Abhijit Guhathakurta's appointment as the resolution professional of the Videocon Group Entities (**"Resolution Professional"**, **"RP"**) was approved by the Adjudicating Authority *vide* its order dated September 25, 2019. A copy of the said order of the Adjudicating Authority was made available to the Resolution Professional on September 27, 2019 when the same was uploaded on the website of the Adjudicating Authority.

On and from the date of publication of the aforesaid order, the powers of the board of directors of the Corporate Debtor were suspended and stood vested in the Resolution Professional.

Thereafter, CoC had approved the resolution plan submitted by Twin Star Technologies Limited (the **"Resolution Plan"**), by passing the requisite resolution with 95.09% majority/voting share in accordance with the provisions of Section 30(4) of the Code. The said Resolution Plan, as approved by the CoC, had been filed with the NCLT in accordance with the Section 30(6) of the Code for its approval on December 15, 2020. Further, NCLT *vide* order dated June 08, 2021

(“**Approval Order**”), approved the resolution plan submitted by Twin Star Technologies Limited (“**Approved Plan**”).

In terms of the Approved Plan, a steering committee had been constituted (“**Steering Committee**”). The Steering Committee in its meeting held on June 18, 2021 had appointed the Resolution Professional, Mr. Abhijit Guhathakurta, as the interim manager of the Corporate Debtors (“**Interim Manager**”), for undertaking the management and control of the Company, from the date of Approval Order till the completion of the implementation process on the Closing Date (as provided under the Approved Plan).

However, pursuant to the appeals filed by three dissenting financial creditors (among others) before the Hon’ble National Company Law Appellate Tribunal, New Delhi (the “**NCLAT**”), the Hon’ble NCLAT, vide its order dated July 19, 2021 in the said Appeals (the “**Stay Order**”), inter-alia stayed the operation of the Approval Order till the next date of hearing and ordered the maintenance of status quo ante as before passing of the Approval Order. Further, as per the Stay Order, the Resolution Professional was directed to continue to manage the 13 Videocon Group Entities as per the provisions of the Code till the next date of hearing.

Later on, the NCLAT vide its final order dated January 05, 2022 set aside the Approval Order and remitted back the matter to the CoC for completion of the process relating to CIRP in accordance with the provisions of the Code (the, “**NCLAT Final Order**”). Subsequently, pursuant to the NCLAT Final Order, the CoC in their meeting held on January 12, 2022, decided to invite afresh expressions of interest for submission of a consolidated resolution plan for Corporate Debtors in accordance with IBC and CIRP Regulations.

However, Twin Star Technologies Limited and Mr. Venguopal Dhoot (erstwhile promoter of the Videocon Group Entities) challenged the NCLAT Final Order in Civil Appeals bearing numbers 509, 512 and 894 of 2022 and Civil Appeal number 1307 of 2022 respectively before the Hon’ble Supreme Court (“**SC Appeals**”). The SC Appeals were listed on February 14, 2022, on which date, the Hon’ble Supreme Court made oral remark to the Resolution Professional and CoC to not proceed further with the CIRP of the Corporate Debtors till any further orders in subsequent hearings. Pursuant to these oral remarks of the Hon’ble Supreme Court, the status quo is being preserved in the current CIRP of Corporate Debtors till further orders/directions of the Hon’ble Supreme Court. Therefore, the Resolution Professional continues to manage the Videocon Group Entities (including the Company), as per the provisions of the Code till the next date of hearing. As a result, the power of board of directors of the Corporate Debtor are being exercised by the Resolution Professional in terms of provisions of Section 25 of the Code.

Constraints in calling the 36th Annual General Meeting (AGM) of the Company for the financial year ended on March 31, 2024, within the time frame:

In terms of the provisions of Section 96 of the Companies Act, 2013, the Company was required to hold 36th AGM, for the financial year ended March 31, 2024, on or before September 30, 2024. Despite several challenges faced in finalizing audited financial statements for FY 2019-20 to FY 2022-23, the same were finalized during FY 2023-24 and the Annual General Meetings for FY 2019-20 to FY 2022-23 were held on September 2, 2024. The Financial statements for FY 2023-24 were signed on August 8, 2024. The annual general meeting of the shareholders for adoption of the financial statements for FY 2023-24 could not be convened earlier. The Resolution Professional has already filed applications before the Adjudicating Authority for suitable directions under section 19 of the Code against the promoter/ erstwhile management to seek requisite cooperation and data (which has not yet been provided to RP or the Company), which applications are currently pending before the NCLT.

Due to the aforementioned practical challenges, the Company faced significant difficulty in organizing the Annual General Meeting. Consequently, the AGM could not be convened.

The members of the Company are requested to note that the business proposed to be transacted in this Annual General Meeting is critical to maintain the going concern status of the Company and to ensure compliance with applicable laws. Irrespective of the voting result of the business as proposed to be transacted in this Annual General Meeting, the Resolution Professional shall be bound to comply with the applicable provisions of the Code in respect of his obligations to manage the Company as a going concern and to further comply with decisions of the CoC in that regard. To this end, the members of the Company are requested to fully cooperate with the Resolution Professional.

NOTICE

NOTICE is hereby given that the Thirty-sixth Annual General Meeting of the Members of VALUE INDUSTRIES LIMITED (Company under Corporate Insolvency Resolution Process) will be held on Tuesday, 4th day of March, 2025, at 11:15 a.m. at the Registered Office of the Company at 14 KM Stone, Aurangabad Paithan Road, Village Chittegaon Taluka Paithan Dist. Aurangabad -431 105 Maharashtra (AGM) to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Statement of Profit and Loss for the Financial Year ended March 31, 2024 and the Balance Sheet as at that date together with the Cash Flow Statement and notes and annexures thereto, and the Reports of the Directors and Auditors thereon.
2. To appoint Mr. Amol Ashok Mandlik (DIN: 10367846), who retires by rotation as a Director and in this regard, to consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Amol Ashok Mandlik (DIN: 10367846), who retires by rotation at this meeting, be and is hereby appointed as a Director of the Company.

RESOLVED FURTHER THAT the Resolution Professional of the Company be and is hereby authorised to do all such acts, deeds and take all such steps as may be necessary, proper and expedient to give effect to this resolution.”

For **VALUE INDUSTRIES LIMITED**

(A Company under Corporate Insolvency Resolution Process
by NCLT Order dated September 5, 2018 read with
Orders dated August 8, 2019 and September 25, 2019)

ABHIJIT GUHATHAKURTA
RESOLUTION PROFESSIONAL

No. IBBI/IPA-003/IP/N000103/ 2017-18/11158

*Regd. office: 14 K.M. Stone Aurangabad Paithan Road, Chittegaon, Tq. Pithan, Dist: Aurangabad- 431 105 T.: 2431-2515525-5 F.: 25157
Admin. Office: Mittal Court, 17th Floor, 'B- Wing', Plot-224, Jamanalal Bajaj Marg, Nariman Point, Mumbai, -400021*

VALUE INDUSTRIES LIMITED



Registered Address:

Flat No. 701, A Wing, Satyam Springs, CTS No.272A/2/1, Off
BSD Marg, Deonar, Mumbai- 400 088.

E-mail: aguhat@hotmail.com

Correspondence Address:

Deloitte India Insolvency Professionals LLP,
One International Centre, Tower 3, 32nd Floor, Senapati Bapat Marg,
Elphinstone Road (West), Mumbai 400013, India.

E-mail: inrpvil@deloitte.com; abhijitg@deloitte.com

Please email your responses to: inrpvil@deloitte.com

Place: Mumbai

Date: February 7, 2025

CIN: L99999MH1988PLC046445

Registered Office:

14 KM Stone, Aurangabad Paithan Road
Village Chittegaon Taluka Paithan
Dist Aurangabad 431 106 Maharastra

*Regd. office: 14 K.M. Stone Aurangabd Paithan Road, Chittegaon, Tq. Pithan, Dist: Aurangabad- 431 105 T.: 2431-2515525-5 F.: 25157
Admin. Office: Mittal Court, 17th Floor, 'B- Wing', Plot-224, Jamanalal Bajaj Marg, Nariman Point, Mumbai, -400021*

CIN: L99999MH1988PLC046445

Email ID: secretarialvg.in@gmail.com

Website: www.valueind.in

NOTES:

- 1. IN TERMS OF THE PROVISIONS OF SECTION 105 OF THE COMPANIES ACT, 2013, READ WITH RULE 19 OF THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014, A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (THE “MEETING”/ “ANNUAL GENERAL MEETING”) IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING A PROXY SHOULD, HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING. A PERSON CAN BE A PROXY FOR MEMBERS NOT EXCEEDING 50 (FIFTY) AND HOLDING IN THE AGGREGATE NOT MORE THAN 10% (TEN PERCENT) OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. PROVIDED THAT A MEMBER HOLDING MORE THAN 10% (TEN PERCENT), OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS PROXY FOR ANY OTHER PERSON OR SHAREHOLDER. A PROXY FORM FOR THE MEETING IS ENCLOSED.**
2. The Securities and Exchange Board of India (“SEBI”) vide its Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023 read with Circular no. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, read with Circular No. SEBI/HO/CFD/CMD1/CIR/P/ 2020/79 dated May 12, 2020 (collectively referred to as “SEBI Circulars”) has allowed relaxation from requirement of sending the hard copy of annual report and sending proxy forms as required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Further, Copies of the Notice of 36th Annual General Meeting together with the Annual Report are being sent by Electronic mode to all the Members whose email addresses are registered with the Company/ Depository Participant(s) who are the beneficial owners of the shares as per the particulars of beneficial owners furnished by National Securities Depository Limited (“**NSDL**”) and Central Depository Services (India) Limited (“**CDSL**”). Upon request, printed copy of Annual Report will be supplied to those shareholders who has requested for the same.
3. The Company’s Registrar & Share Transfer Agents are M/s. MCS Share Transfer Agent Limited having their office at 3B3, 3rd Floor, B-Wing, Gudecha Onclave Premises Co-op. Society Ltd. Saki Vihar Road, Saki Naka, Kherani Road, Andheri (E), Mumbai – 400072 Tel: 022-28516021 / 6022 / 46049717.

4. Corporate Members intending to send their authorized representative(s) to attend the Meeting in terms of Section 113 of the Companies Act, 2013 are requested to send to the Company a certified copy of the Board Resolution authorizing such representative(s) to attend and vote on their behalf at the Meeting.
5. For convenience of the Members and for proper conduct of the Meeting, entry to the place of Meeting will be regulated by attendance slip, which is annexed herewith. Members are requested to sign at the place provided on the attendance slip and hand it over at the entrance of the venue. The Company shall reserve all its rights to restrict non-members of the Company from attending the meeting.
6. In order to enable us to register your attendance at the venue of the Annual General Meeting, we request you to please bring your folio number/demat account number/DP ID-Client ID to enable us to give you a duly filled attendance slip for your signature and participation at the Meeting. The business set out in this Notice is also being conducted through remote e-voting. In compliance with the provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015, the Company is pleased to offer the remote e-voting facility as an alternate to all its Members to enable them to cast their vote electronically instead of casting the vote at the Meeting. Please note that the Voting through Electronic Mode is optional. For this purpose the Company has entered into an arrangement with CDSL for facilitating e-voting to enable the shareholders to cast their votes electronically. The Company is also providing facility for voting by Ballot at the Annual General Meeting apart from providing remote e-voting facility for all those members who are present at the venue of the Annual General Meeting and have not cast their votes by availing the remote e-voting facility. The Members who have cast their vote by remote e-voting prior to the Annual General Meeting may also attend the Annual General Meeting but shall not be entitled to cast their vote again.
7. In case of joint holders attending the Meeting, and who have not exercised their right to vote by remote e-voting facility, only such joint holder who is higher in the order of names shall be entitled to vote.
8. Please note that pre-CIRP secretarial records have not been made available to the Resolution Professional for which an application under Section 19 of the IBC has been

filed by the Resolution Professional (which remains sub-judice before Hon'ble Adjudicating Authority). Further, certain officials of the Videocon Group Entities and employees have resigned and demitted the offices, due to which the Resolution Professional is facing severe information asymmetry. In this context, the Company has been constrained to rely on the last Annual Return (form MGT-7) filed by the Company with Ministry of Corporate Affairs and the shareholding details as made available by the erstwhile officials/Benpos statement as provided by NSDL & CDSL.

9. Accordingly, the notices are being sent to members (as mentioned in these documents) on the communication addresses as per the available records of the Company. In case this notice is inadvertently sent to a recipient who is no longer a shareholder of the Company, the notice is not intended for such recipient and such recipient is to disregard the contents of this notice, not rely upon the same in any manner and to return the notice to the Company.
10. It is being hereby clarified that in the absence of complete information and on account of non-cooperation from erstwhile management of the Company, the Company has relied on the available records on as is basis and is not in a position to verify the accuracy of the list of shareholders as well as factual information of any updation in the communication address of such shareholders. The Resolution Professional and Company fully disclaim to the maximum extent possible any liability arising in respect of such reliance placed by the Company on the available records, and matters connected therewith.
11. In the previous years, the Company was subject to cost audit under Section 148 of the Companies Act, 2013. However, due to current conditions of the Company, the turnover of the Company is much below the threshold limits for applicability of cost audit and hence waiver has been sought from the authorities.
12. The remote e-voting facility shall be opened from Saturday, March 1, 2025 at 9:00 a.m. and shall end on Monday, March 3, 2025 at 5:00 p.m., both days inclusive. Detailed instructions of Voting through Electronic Mode, forms part of this Notice. The remote e-voting facility shall not be allowed beyond 5.00 p.m. on Monday, March 3, 2025. During the period when facility for remote e-voting is provided, the members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date/entitlement date, may opt for remote e-voting. Provided that once the vote on a resolution is casted by the member, he shall not be allowed to change it subsequently or cast the vote again.

- 13.** Additional information, pursuant to Regulation 36 of the LODR Regulations, in respect of the directors seeking appointment / reappointment at the AGM, forms part of this Notice.
- 14.** The Notice of the Meeting is being placed on the website of the Company viz., www.valueind.in and on the website of CDSL viz. www.evotingindia.com
- 15.** Mr. Hemanshu Kapadia, Practicing Company Secretary; failing him Mr. Manthan Desai, Practicing Company Secretary; failing him Mr. Marmik Patel, Practicing Company Secretary have been appointed as a Scrutinizer for conducting the voting by Ballot at the Meeting and remote e-voting process in a fair and transparent manner. Additionally, their willingness to be appointed for the said purpose has been received by the Company. It is hereby informed that in case of any event arising due to which it is unable for them to act as the scrutinizer, the Resolution Professional shall appoint any other person as the scrutinizer.

The Scrutinizer shall, immediately after the conclusion of voting at the Meeting, first count the votes cast by Ballot at the Meeting, thereafter unblock the votes cast through remote e-voting in the manner provided in the Companies (Management and Administration) Rules, 2014 and make, not later than 2 working days of conclusion of the Meeting, consolidated Scrutinizer's Report of remote e-voting and voting by Ballot at the Meeting, of the total votes casted in favour or against, if any, to the Chairman of the Meeting or a person as may be authorized by him in writing shall declare the result of the voting forthwith and all the resolutions as mentioned in the Notice of the Meeting shall be deemed to be passed on the date of the Meeting. The results declared along with the report of the Scrutinizer shall be placed on the website of the Company at www.valueind.in and on the website of CDSL at www.evotingindia.com, immediately after the results are declared by the Chairman or a person authorised by him in writing. The results shall also be submitted to BSE Limited and National Stock Exchange of India Limited, where the shares of the Company are listed.

- 16.** The resolutions placed for e-voting shall be deemed to be passed on the date of the Annual General Meeting of Members scheduled to be held on Tuesday, March 04, 2025.
- 17.** The Company has fixed Tuesday, February 25, 2025 as the cut-off date/entitlement date for identifying the Shareholders for determining the eligibility to vote by electronic means or in the Meeting by Ballot. Instructions for exercising voting rights by remote e-voting

are attached herewith and forms part of this Notice. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off/ entitlement date only shall be entitled to avail the facility of remote e-voting as well as voting at the Annual General Meeting.

- 18.** The Voting Rights will be reckoned on the paid-up value of shares registered in the name of shareholders on Tuesday, February 25, 2025, the cut-off date/entitlement date for identifying the Shareholders for determining the eligibility to vote by electronic means or at the Meeting by Ballot.
- 19.** Any person who becomes a member of the Company after the date of this Notice of the Meeting and holding shares as on the cut-off date i.e. Tuesday, February 25, 2025 may obtain the User ID and Password by sending an email request to secretarialvg.in@gmail.com. Members may also call on +91 9619894307 or send a request to the Company, by writing at Value Industries Limited at 14 KM Stone, Aurangabad Paithan Road, Village Chittegaon, Taluka Paithan, Dist. Aurangabad -431 105.
- 20.** The Register of Members and Share Transfer Books shall remain closed from Wednesday, February 26, 2025 to Tuesday, March 04, 2025 (both days inclusive) for taking record of the Members of the Company for the purpose of AGM.
- 21.** Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile numbers, PAN, registering of nomination, power of attorney registration, Bank Mandate details, etc., to their DPs in case the shares are held in electronic form and to the RTA in prescribed Form ISR-1 and other forms pursuant to SEBI Circular No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated March 16, 2023. In the absence of any of the required documents in a folio, as on October 01, 2023, the folio has been frozen by the RTA.
- 22.** The Members may note that the SEBI has mandated the submission of PAN by every participant in securities market. The Form ISR-1 is available on the website of the Company at www.valueind.in and on the website of the RTA at www.mcsregistrars.com/downloads.php under the tab KYC. Attention of the Members holding shares of the Company in physical form is invited to go through and submit the said Form ISR-1.
- 23.** In terms of Section 72 of the Act read with the applicable Rules made under the Act, every holder of shares in the Company may at any time nominate, in the prescribed manner (Form No. SH-13), a person to whom his/her shares in the Company shall vest, in the event

of his/her death. Accordingly, the facility for making nomination is available to the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a Member desires to opt-out or cancel the earlier nomination and record a fresh nomination, the Member may submit the same in Form ISR-3 or Form SH-14, as the case may be. The said forms can be downloaded from the Investor Services section from the Company's website.

The duly filled in Nomination Form shall be sent to RTA by the Members holding shares in physical mode. Members holding shares in electronic form may contact their respective Depository Participants for availing this facility.

- i. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.
- ii. Members who are holding Shares in identical order of names in more than one Folio, are requested to apply to the R & TA along with the relevant Share Certificates for consolidation of such Folios in one Folio.

24. In accordance with Section 125 of the Companies Act, 2013 and Rule 3 of Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 as amended from time to time, the dividend remaining unclaimed for a continuous period of seven years from the date of transfer to the Company's Unpaid Dividend Account shall be transferred to the Investor Education and Protection Fund ("IEPF"). Similarly, members are requested to note that all equity shares in respect of which dividend has not been paid or claimed for seven consecutive years or more shall be transferred by the Company to demat account of the IEPF authority within a period of thirty days of such equity shares becoming due to be transferred to the IEPF. In the event of transfer of equity shares and the unclaimed dividends to IEPF, Members shall be entitled to claim the same from the IEPF authority by submitting an online application in the prescribed Form IEPF-5 available on the website www.iepf.gov.in and sending a physical copy of the same duly signed to the Company along with the requisite documents enumerated in Form IEPF-5. Members can file only one consolidated claim in a financial year as per the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016.

25. As per Regulation 40 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, the securities of the listed

companies can be transferred only in dematerialised form with effect from April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this, the members of the Company who are holding shares in physical form are requested to consider converting their physical holdings into dematerialised form. The members can contact the Company or M/s. MCS Share Transfer Agent Limited, Registrar and Transfer Agent of the Company, for such conversion.

- 26.** Non-resident Indian shareholders are requested to inform about the following immediately to the Company or M/s. MCS Share Transfer Agent Limited, Registrar and Share Transfer Agent or the concerned Depository Participant, as the case may be:
- a) any change in the residential status on return to India for permanent settlement.
 - b) particulars of the NRE account with a Bank in India, if not furnished earlier.
- 27.** The relevant documents referred to in the accompanying notice are available for inspection at the Registered Office of the Company on all working days between 12.00 Noon to 4.00 p.m. up to the date of the Meeting.
- 28.** The Annual Report of the Company will be made available on the Company's website at www.valueind.in.
- 29.** A route map to the venue of the meeting has been annexed at the end of this Annual Report.
- 30.** In case of any queries regarding the Annual Report, Members may write to secretarialvg.in@gmail.com to receive an email response. Members desiring any information relating to the financial statements at the meeting are requested to write to us at least ten (10) days before the meeting to enable us to keep the information ready at the time of the meeting.

REMOTE E-VOTING INSTRUCTIONS:**THE INSTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING:**

- Step 1** : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.
- Step 2** : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.
- (i) The voting period begins on Saturday, March 1, 2025 at 9:00 a.m. and ends on Monday, March 3, 2025 at 5:00 p.m. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of <Record Date> may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

- (iv) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at cdsi website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful

	authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL Depository	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS “Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.
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Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at: 022 - 4886 7000 and 022 - 2499 7000

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(v) Login method for Remote e-Voting for **Physical shareholders and shareholders other than individual holding in Demat form.**

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on "Shareholders" module.

3) Now enter your User ID

- a. For CDSL: 16 digits beneficiary ID,
- b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
- c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

4) Next enter the Image Verification as displayed and Click on Login.

5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.

6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

- (vi) After entering these details appropriately, click on “SUBMIT” tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are

eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (x) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.

- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; secretarialvg.in@gmail.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to **Company/RTA email id**.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai -

VALUE INDUSTRIES LIMITED



400013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free no. 1800 21 09911.

For **VALUE INDUSTRIES LIMITED**

(A Company under Corporate Insolvency Resolution Process
by NCLT Order dated September 5, 2018 read with
Orders dated August 8, 2019 and September 25, 2019)

ABHIJIT GUHATHAKURTA

RESOLUTION PROFESSIONAL

No. IBBI/IPA-003/IP/N000103/ 2017-18/11158

Registered Address:

Flat No. 701, A Wing, Satyam Springs, CTS No.272A/2/1, Off
BSD Marg, Deonar, Mumbai- 400 088.
E-mail: aguhat@hotmail.com

Correspondence Address:

Deloitte India Insolvency Professionals LLP,
One International Centre, Tower 3, 32nd Floor, Senapati Bapat Marg,
Elphinstone Road (West), Mumbai 400013, India.
E-mail: inrpvil@deloitte.com; abhijitg@deloitte.com

Please email your responses to: inrpvil@deloitte.com

Place: Mumbai

Date: February 7, 2025

CIN: L99999MH1988PLC046445

Registered Office:

14 KM Stone, Aurangabad Paithan Road
Village Chittegaon Taluka Paithan
Dist Aurangabad 431 106 Maharastra

*Regd. office: 14 K.M. Stone Aurangabd Paithan Road, Chittegaon, Tq. Pithan, Dist: Aurangabad- 431 105 T.: 2431-2515525-5 F.: 25157
Admin. Office: Mittal Court, 17th Floor, 'B- Wing', Plot-224, Jamanalal Bajaj Marg, Nariman Point, Mumbai, -400021*

CIN: L99999MH1988PLC046445

Email ID: secretarialvg.in@gmail.com

Website: www.valueind.in

BRIEF PROFILE OF THE DIRECTOR SEEKING APPOINTMENT / RE-APPOINTMENT AT THE ENSUING ANNUAL GENERAL MEETING [PURSUANT TO REGULATION 36(3) OF SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARD ON GENERAL MEETINGS (SS-2) ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA]:

PARTICULARS	PROFILE OF DIRECTOR
Name of the Director	Mr. Amol Ashok Mandlik
DIN	10367846
Date of Birth	26/01/1978
Age (in years)	46
Educational qualification	MBA
Date of appointment	31/10/2023
Category of the Director	Professional – Non Executive Director
Area of expertise / Work experience	25 years' experience in Human Resource Management
Number of Board Meetings attended during the year	NA
Other Directorships held in Public Limited Companies	One**
Names of other committees where Chairman	Nil*
Names of other committees where Member	Nil*
Name of the Companies from which concerned Director has resigned in the past 3 years.	Nil
Number of shares held	Nil
Relationship with other Directors, Manager and Key Managerial Personnel of the Company	NA

* Committee membership includes only Audit Committee and Stakeholders' Relationship Committee of public limited companies.

** Directorships includes only Public Limited Companies.

For VALUE INDUSTRIES LIMITED

(A Company under Corporate Insolvency Resolution Process
by NCLT Order dated September 5, 2018 read with
Orders dated August 8, 2019 and September 25, 2019)

ABHIJIT GUHATHAKURTA
RESOLUTION PROFESSIONAL
No. IBBI/IPA-003/IP/N000103/ 2017-18/11158

Registered Address:

Flat No. 701, A Wing, Satyam Springs, CTS No.272A/2/1, Off
BSD Marg, Deonar, Mumbai- 400 088.
E-mail: aguhat@hotmail.com

Correspondence Address:

Deloitte India Insolvency Professionals LLP,
One International Centre, Tower 3, 32nd Floor, Senapati Bapat Marg,
Elphinstone Road (West), Mumbai 400013, India.
E-mail: inrpvil@deloitte.com; abhijitg@deloitte.com

Please email your responses to inrpvil@deloitte.com

Place: Mumbai

Date: February 7, 2025

CIN: L99999MH1988PLC046445

Registered Office:

14 KM Stone, Aurangabad Paithan Road
Village Chittegaon Taluka Paithan
Dist Aurangabad 431 106 Maharastra

Form No. MGT-11

Proxy form

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

VALUE INDUSTRIES LIMITED

CIN: L99999MH1988PLC046445

Registered Office: 14 K.M. Stone, Aurangabad – Paithan Road, Village: Chittegaon, Taluka: Paithan
District: Aurangabad - 431 105 (Maharashtra)

Tel. No.: +91-2431-251552/5

E-mail id: secretarialvg,in@gmail.com **Website:** www.valueind.in

36th ANNUAL GENERAL MEETING – Tuesday, March 04, 2025

Name of the Member(s):

Registered Address:

Email:

Folio no. / Client ID:

DP ID:

I/We, being the member (s) of shares of the above named company, hereby appoint

1. Name: Email Id:

Address:

Signature:, or failing him/her

2. Name: Email Id:

Address:

Signature:, or failing him/her

3. Name: Email Id:

Address:

Signature:, or failing him/her

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 36th Annual General Meeting of the Company to be held on **Tuesday, March 04, 2025 at 11:15 a.m.** at the Registered Office of the Company at 14 K.M. Stone, Aurangabad – Paithan Road, Village:

Chittegaon, Taluka: Paithan, District: Aurangabad - 431 105 (Maharashtra) and at any adjournment thereof in respect of such resolutions as are indicated below:

Res. No.	Resolution	For	Against
Ordinary Business:			
1.	To receive, consider and adopt the Audited Statement of Profit and Loss, the Audited Balance Sheet, and the Cash Flow Statement and notes and annexures thereto for the financial year ended on 31 st March, 2024 together with the report of the Directors and Auditors thereon.		
2.	To appoint Mr. Amol Ashok Mandlik (DIN: <u>10367846</u>), who retires by rotation as a Director.		

Signed this ____ day of _____ 2025

Affix
Revenue
Stamp

Signature of shareholder

Signature of Proxy holder(s)

Signature of Proxy holder(s)

Signature of Proxy holder(s)

Note:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. The Proxy need not to be a Member.
3. It is optional to put (v) in the appropriate column against the Resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all Resolutions, your proxy will be entitled to vote in the manner as he/she thinks appropriate.
4. For Resolution and Note please refer to the Notice of 36th Annual General Meeting.
5. The Company reserves its right to ask for identification of the Proxy.
6. The proxy form should be signed across the Revenue Stamp as per specimen signature(s) registered with the Company.

ATTENDANCE SLIP

VALUE INDUSTRIES LIMITED

CIN: L99999MH1988PLC046445

Registered Office: 14 K.M. Stone, Aurangabad – Paithan Road, Village: Chittegaon, Taluka: Paithan

District: Aurangabad - 431 105 (Maharashtra)

Tel. No.: +91-2431-251552/5

E-mail id: secretarialvg.in@gmail.com **Website:** www.valueind.in

36th ANNUAL GENERAL MEETING – Tuesday, March 04, 2025

36th Annual General Meeting for the financial year 2023-24 to be held on **Tuesday, March 04, 2025 at 11:15 a.m.** at the Registered office of the Company at 14 K.M. Stone, Aurangabad – Paithan Road, Village: Chittegaon, Taluka: Paithan, District: Aurangabad - 431 105 (Maharashtra)

Name of the Member(s).....

Name of the Proxy/Authorized Representative*

Registered Address:

.....

E-mail ID:

Folio No/ DP ID – Client ID :

Number of shares held:

I certify that I am a registered shareholder/Proxy/Authorized Representative for the registered Shareholder of the Company and I hereby record my presence at the 36th Annual General Meeting of the Company held on **Tuesday, March 04, 2025 at 11:15 a.m.** at the Registered Office of the Company situated at 14 K.M. Stone, Aurangabad – Paithan Road, Village: Chittegaon, Taluka: Paithan, District: Aurangabad - 431 105 (Maharashtra).

.....

Signature of shareholder

.....

Authorized Representative/proxy holder(s)

Note: Please fill this attendance slip and hand it over at the entrance of the meeting venue.

*Applicable in case Proxy/Authorized Representative is attending the meeting.

ROUTE MAP FOR THE VENUE OF THE ANNUAL GENERAL MEETING

Distances - From Airport - 22 KM
From Central Bus Stand - 14 KM
From Railway Station - 10 KM

