VEEKAYEM FASHION AND APPARELS LIMITED

REGD. OFF. : - 113, UDYOG BHAVAN, SHARMA IND. ESTATE, WALBHAT ROAD, GOREGAON EAST, MUMBAI – 400063, MAHARASHTRA, INDIA

Email: admin_mumbai@vkmgroups.biz Website:www.vkmgroups.com

Telephone No. 022- 40351414, 40351481

CIN: U17120MH1985PLC037516

VFAL/NSEL/2022/02 06th September 2022

To,

The Manager,
Listing Department
The National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (East), Mumbai - 400 051

Symbol: VEEKAYEM

Sub: Notice of 37th Annual General Meeting of the Company

Dear Sir/Madam,

Sub: Notice of Thirty Seventh (37th) Annual General Meeting of Veekayem Fashion and Apparels Limited.

Pursuant to Regulation 30 read with Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, attached herewith is the Notice of the 37th Annual General Meeting of the Company for Financial Year 2021- 22 to be held at the registered office of the Company at 113, Udyog Bhavan, Sharma Ind. Estate, Walbhat Road, Goregaon East, Mumbai – 400063, Maharashtra

The schedule of the AGM is set out below:

Event	Date	Time
Cut-off date to vote on AGM resolutions	23rd September, 2022	NA
Book Closure –AGM	24th September, 2022 to 30th September, 2022	NA
Commencement of e-voting	27th August, 2022	09:00 A.M. IST
End of e-voting	29th August, 2022	05:00 P.M. IST
Annual General Meeting (AGM)	30th September, 2022	03:00 P.M. IST

We request you to kindly take a note of the above.

Thanking you,

Yours faithfully,
For Veekayem Fashion and Apparels Limited

VIJAYKUMAR GUPTA
Digitally signed by VIJAYKUMAR GUPTA
Date: 2022.09.06 17:46:09 +05'30'

Vijay Kumar Gupta
Whole-Time Director
DIN : 01781934

VEEKAYEM FASHION AND APPARELS LIMITED

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NOTICE is hereby given that the 37th **Annual General Meeting** of the Members of **Veekayem Fashion and Apparels Limited** will be held on Friday, September 30, 2022 at 03:00 p.m. at the Registered office of the Company situated at 113, Udyog Bhavan, Sharma Ind. Estate, Walbhat Road, Goregaon East, Mumbai 400063, to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2022 including the Audited Balance Sheet as at March 31, 2022, the Statement of Profit & Loss for the year ended on that date together with the reports of the Board of Directors and Auditor thereon.

2. To appoint a Whole Time Director in place of Mr. Vijay Kumar Gupta, Whole time Director (DIN: 01781934), who retires by rotation and being eligible, offers himself for re-appointment.

3. To appoint M/s. Mittal & Associates, Chartered Accountants (ICAI Firm Registration No. 106456W) as Statutory Auditors of the Company who was first appointed in casual vacancy caused due to resignation of M/s Kedia & Agarwal, Chartered Accountants, Mumbai (ICAI Firm Registration No. 140989W), the Statutory Auditors and to authorise the Board of Directors of the Company to fix their remuneration.

   To consider and if thought fit, to pass with or without modification(s), the following Resolution as an Ordinary Resolution:

   RESOLVED THAT pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, M/s. Mittal & Associates, Chartered Accountants (ICAI Firm Registration No. 106456W), be and are hereby appointed as the Statutory Auditors of the Company to hold the office from the conclusion of this 37th Annual General Meeting until the conclusion of the 42nd Annual General Meeting of the Company to be held in the year 2027 at such remuneration plus applicable taxes and reimbursement of out-of-pocket expenses in connection with the Audit as may be mutually agreed upon between the Board of Directors of the Company and the Auditors.

By Order of the Board
For Veekayem Fashion and Apparels Limited

Sd/-
Gopika Singh
Company Secretary
ACS-23550

Registered Office:
113, Udyog Bhavan, Sharma Ind. Estate,
Walbhat road, Goregaon East,
Mumbai - 400063
Date : 27th July 2022
Place : Mumbai

NOTES – Forming Part of the Notice:

1. Explanatory Statement as required under Section 102 of the Companies Act (Act) is annexed hereto.
2. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TOATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER.

3. Pursuant to the provisions of section 105 of the companies act, 2013, a person can act as a proxy on behalf of not more than fifty members and holding in aggregate not more than ten percent of the total share capital of the company. Members holding more than ten percent of the total share capital of the company may appoint a single personas proxy, who shall not act as a proxy for any other member. the instrument appointing proxy as per the format included in the annualreport should be returned to the registered office of the company not less than forty eight (48) hours before the commencement of the meeting.

4. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting to email -id cs@vkmgroups.biz .

5. In case of joint holder attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote, if not already voted through remote E-Voting.

6. Relevant documents referred to in the accompanying Notice are open for inspection by the members at the Registered Office of the Company on all working days, between 11:00 a.m. and 1:00 p.m. up to the date of the Meeting.

7. A route map showing the direction to reach the venue of the Annual General Meeting is given at the end of this notice as per the requirement of the Secretarial Standards – 2 on 'General Meeting'.

8. The Register of Members and the Share Transfer Books will remain closed from Monday, September 24, 2022 to Saturday, September 30, 2022 (both days inclusive) for the purpose of Annual General Meeting of the Company.

9. Members holding shares in electronic form are requested to intimate immediately any change in their address to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form are requested to advise any change in their address immediately to the Company or it's Registrar & Share Transfer Agents – KFIN Technologies Limited.

10. The Annual Report of the Company circulated to the Members of the Company, will be made available on the Company's website at www.vkmgroups.com and also on website of the respective Stock Exchange.

11. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant Rules made thereunder and as a part of 'Green Initiative in Corporate Governance,' Companies can serve Annual Reports and other communications through electronic mode to those Members who have registered their e-mail address either with the Company or with the Depository. Members who have not registered their e-mail addresses so far are requested to register their email address so that they can receive the Annual Report and other communication from the Company electronically. Members holding shares in demat form are requested to register theire-mail address with their Depository Participant(s) only. Members of the Company, who

haveregistered their e-mail address, are entitled to receive such communication in physical form upon request.

12. The Notice of AGM, Annual Report, Attendance Slip, Ballot paper and Proxy form are being sent in electronic mode toMembers whose e-mail IDs are registered with the Company or the Depository Participant(s)unless the Members have registered their request for a hard copy of the same. Physical copyof the Notice of AGM, Annual report and Attendance Slip are being sent to those Members who have not registered their e-mail IDs with the Company or Depository Participant(s). Members who have received the Notice of AGM, Annual Report, Attendance Slip, Ballot paper and Proxy form in electronic mode are requested to print the Attendance Slip and submit a duly filled in Attendance Slip at the registration counter to attend the AGM.

13. As a measure of economy, copies of the Annual Report will not be distributed at the Annual General Meeting. Members are requested to bring their copy of Annual Report to the Meeting.

14. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.

15. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER: -

The remote e-voting period begins on September 27, 2022 at 09.00 a.m. and ends on September 29, 2022 at 05.00 p.m. The remote e-voting module shall be disabled by KFIN for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the cut-off date i.e., September 23, 2022, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being September 23, 2022.

Login method for e-voting:

Applicable only for Individual Members holding securities in Dematerialised mode. As per the SEBI circular dated December 9, 2020 on e-voting facility provided by Listed Companies, Individual members holding securities in dematerialised mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Members are advised to update their mobile number and email Id in their demat accounts in order to access e-voting facility.

Individual Members (holding securities in demat mode) login through Depository

Login method for Individual members holding securities in demat mode is given below:

NSDL	CDSL
1. User already registered for IDeAS facility:	**1. Existing user who have opted for Easi / Easiest** I. URL: www.cdslindia.com

I. URL: https://eservices.nsdl.com II. Click on the "Beneficial Owner" icon under 'IDeAS' section. III. On the new page, enter User ID and Password. Post successful authentication, click on "Access to e-Voting" IV. Click on company name or e-Voting service provider and you will be re-directed to e-Voting service provider website for casting the vote during the remote e-Voting period	II. Click on New System Myeasi III. Login with user id and password. IV. Option will be made available to reach e-Voting page without any further authentication. V. Click on e-Voting service provider name to cast your vote.
2. User not registered for IDeAS e-Services I. To register click on link : https://eservices.nsdl.com II. Select "Register Online for IDeAS" III. Proceed with completing the required fields. IV. After successful registration, please follow steps given under Sr. No. 1 above to cast your vote.	**2. User not registered for Easi/Easiest** I. Option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration II. Proceed with completing the required fields. III. After successful registration, please follow steps given under Sr. No. 1 above to cast your vote.
3. By visiting the e-Voting website of NSDL I. URL: https://www.evoting.nsdl.com/ II. Click on the icon "Login" which is available under 'Shareholder/Member' section.	**3. By visiting the e-Voting website of CDSL** I. URL: www.cdslindia.com II. Provide demat Account Number and PAN No. III. System will authenticate user by sending OTP on registered Mobile & Email as recorded in the demat Account.

III. Enter User ID (i.e. 16-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. IV. Post successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. V. 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.	IV. After successful authentication, user will be provided links for the respective ESP where the e-Voting is in progress.

Individual Members (holding securities in demat mode) login through their depository participants.

You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Once logged in, you will be able to see the e-Voting option. Click on e-Voting option and you will be redirected to NSDL/CDSL Depository site after successful authentication. 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.

Important note:

Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above mentioned website.

Members facing any technical issue - NSDL	**Members facing any technical issue - CDSL**
Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30.	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 22-23058542-43.

Login method for non-individual Members and Members holding shares in physical form are given below : Procedure and Instructions for remote e-voting are as under:

a. Initial password is provided in the body of the email.
b. Launch internet browser and type the URL: https://evoting.kfintech.com in the address bar.

c. Enter the login credentials i.e. User ID and password mentioned in your email. Your Folio No./DP ID Client ID will be your User ID. However, if you are already registered with RTA for e-voting, you can use your existing User ID and password for casting your votes.

   User ID: For Members holding shares in Demat Form:-

   For NSDL: 8 character DP ID followed by 8 digits Client ID. For CDSL: 16 digits beneficiary ID.

   For CDSL: 16 digits beneficiary ID.

   User ID: For members holding shares in Physical Form:

   Event Number followed by Folio No. registered with the Company.

   Password: Your unique password is sent via e-mail forwarded through the electronic notice.
   Captcha: Please enter the verification code i.e. the alphabets and numbers in the exact way as they are displayed for security reasons

d. After entering the details appropriately, click on LOGIN.

e. You will reach the password change menu wherein you will be required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,$,etc.). It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

f. You need to login again with the new credentials.

g. On successful login, the system will prompt you to select the EVENT i.e., **VEEKAYEM FASHION AND APPARELS LIMITED.**

h. On the voting page, the number of shares (which represents the number of votes) held by you as on the cut-off date will appear. If you desire to cast all the votes assenting/dissenting to the resolution, enter all shares and click 'FOR'/'AGAINST' as the case may be or partially in 'FOR' and partially in 'AGAINST', but the total number in 'FOR' and/or 'AGAINST' taken together should not exceed your total shareholding as on the cut-

off date. You may also choose the option 'ABSTAIN' and the shares held will not be counted under either head.

i. Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/demat account.

j. Cast your votes by selecting an appropriate option and click on 'SUBMIT'. A confirmation box will be displayed. Click 'OK' to confirm, else ''CANCEL' to modify. Once you confirm, you will not be allowed to modify your vote subsequently. During the voting period, you can login multiple times till you have confirmed that you have voted on the resolution.

k. Corporate/institutional members (i.e. other than individuals, HUF, NRI, etc.) are required to send scanned image (pdf/jpg format) of certified true copy of relevant board resolution/authority letter etc. together with attested specimen signature of the duly authorised signatory(ies) who is/are authorised to vote, to the Scrutinizer through email at cs@vkmgroups.biz and may also upload the same in the e-voting module in their login.

The details of Director's Appointment or Re-appointment as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings ("SS-2") issued by The **Institute of Company Secretaries of India are as below:**

Name of Director	Vijaykumar gupta
DIN	01781934
Date of Birth	13th June 1954
Age	68 Years
Date of first appointment on the Board	03rd April 2004
Qualifications	M.com
A Brief Resume of the Director & Nature of his Expertise in Specific Functional Areas;	Master of commerce having rich experience about operation, management and functioning of weaving and readymade garment industry.
Directorship Held in Other Listed companies	None
Memberships/Chairmanships of committees of other Listed companies	NIL
Number of shares held in the Company	3,97,318
Terms and conditions of appointment	Whole Time Director Liable to retire by rotation.

By Order of the Board of Directors
For Veekayem Fashion and Apparels Limited

Sd/-
Gopika Singh
Company Secretary
ACS-23550

Registered Office:
113, Udyog Bhavan, Sharma Ind. Estate,
Walbhat Road, Goregaon East,
Mumbai – 400063

Place: Mumbai
Date : July 27, 2022

STATEMENT PURSUANT TO SECTION 102 (1) OF THE COMPANIES ACT, 2013

M/s. Mittal & Associates, Chartered Accountants, (ICAI Firm Registration No. 106456W) the auditors appointed to fill the casual vacancy caused by resignation of M/s. Kedia & Agarwal, Chartered Accountants, (ICAI Firm Registration No. 140989W). For the audit of the accounts of the company, the Board proposed the name of M/s. Mittal & Associates, Chartered Accountants, having to be appointed as Statutory Auditor of the company pursuant to the provisions of Section 139 (2) of the Companies Act, 2013 for a period of 5 consecutive years commencing from the conclusion of 37th Annual General Meeting till the conclusion of 42nd Annual General Meeting of the Company.

M/s. Mittal & Associates, Chartered Accountants, (ICAI Firm Registration No. 106456W) have consented to the said appointment and confirmed that their appointment if made would be within the limits specified under section 141(3)(g) of the Companies Act 2013.

They have further confirmed that they are not disqualified to be appointed as Statutory Auditors in terms of provisions of the proviso to Section 139(1), Section 141(2) and section 141(3) of the Companies act, 2013

None of the Directors, Key Managerial Personnel of the Company, or their relatives or any of other officials of the Company is, in any way, financially or otherwise, concerned or interested in the resolution set out as Item no. 3 of the Notice.

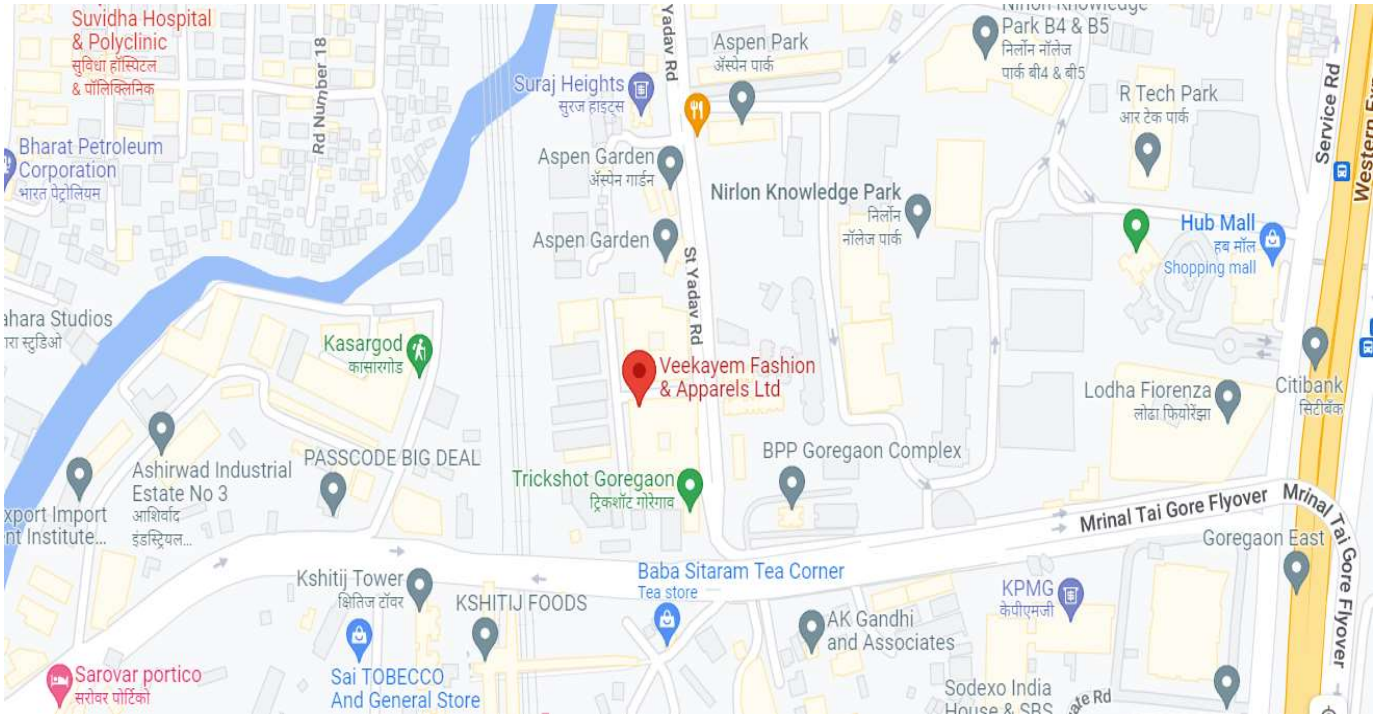
The Board recommends the Ordinary Resolution set out at Item No. 3 of the Notice for approval of the Members.

By Order of the Board of Directors
For Veekayem Fashion and Apparels Limited

Sd/-
Gopika Singh
Company Secretary
ACS-23550

Place: Mumbai
Date : July 27, 2022

ROUTE MAP FOR VENUE OF THE AGM



VENUE OF AGM

113, UDYOG BHAVAN, SHARMA IND. ESTATE, WALBHAT ROAD, GOREGAON EAST, MUMBAI 400063 MH IN