



VELS FILM INTERNATIONAL LIMITED

CIN: U74999TN2019PLC132235

PAN: AAHCV1475C

DATE: 30th SEPTEMBER, 2024

NSE SYMBOL: VELS

TO,

THE MANAGER – LISTING

**NATIONAL STOCK EXCHANGE OF INDIA LTD, EXCHANGE PLAZA, BANDRA – KURLA COMPLEX,
BANDRA(EAST), MUMBAI – 400 051, MAHARASHTRA.**

Dear Sir/Madam,

Sub: Gist of Proceedings of the 5th Annual General Meeting (“AGM”) held on Monday, 30th September, 2024 – reg.

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

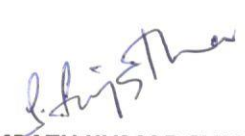
This is to inform you that the 5th Annual General Meeting (“AGM”) of VELS FILM INTERNATIONAL LIMITED was held on Monday, 30th September, 2024 at 04.00 P.M. (IST) through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) which was concluded at 04.45 P.M (including time allowed for e-voting at AGM) after transacting the business mentioned in AGM notice dated September 06th, 2024.

In this regard, please find enclosed proceedings of the Annual General Meeting as required under Regulation 30 read with Part A of Schedule III of SEBI LODR, 2015.

Kindly take the above information on your records and acknowledge the receipt of the same.

Thanking you
Yours faithfully,

For VELS FILM INTERNATIONAL LIMITED


SAMPATH KUMAR SUJATHA
COMPANY SECRETARY & COMPLIANCE OFFICER

**SAMPATH KUMAR
SUJATHA**

Digitally signed by SAMPATH KUMAR SUJATHA
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VELS FILM INTERNATIONAL LIMITED

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PROCEEDINGS OF THE 5th ANNUAL GENERAL MEETING OF THE MEMBERS OF VELS FILM INTERNATIONAL LIMITED HELD ON MONDAY, 30TH SEPTEMBER, 2024 AT 04.00 P.M (IST) THROUGH VIDEO CONFERENCE (VC) / OTHER AUDIO VISUAL MEANS (OAVM)

<u>DIRECTOR'S PRESENT :</u>	
DR. ISHARI K GANESH	MANAGING DIRECTOR
DR. ARTHI GANESH	DIRECTOR
MS. PREETHAA GANESH	DIRECTOR
MR. THUMMALA GANGATHARAN BALAJI	INDEPENDENT DIRECTOR
MRS. SANGEETHA SANTHARAM	INDEPENDENT DIRECTOR
MR. SIVAKUMAR RANGASAMY	INDEPENDENT DIRECTOR
<u>IN PRESENCE:</u>	
Mr. D Rangarajan	PARTNER OF M/S. BP & ASSOCIATES, COMPANY SECRETARIES, SECRETARIAL AUDITOR & THE SCRUTINIZER FOR AGM REMOTE VOTING & E-VOTING
Mr. R.SUNDARARAJAN	PARTNER OF M/S. S R B R ASSOCIATES LLP, CHARTERED ACCOUNTANTS, STATUTORY AUDITORS.

MEMBER'S PRESENT:

Total of 7 members representing 1,08,17,600 shares attended the meeting through video conferencing.

Dr. Ishari K Ganesh, Managing Director informed the Members about all the Directors were present in the meeting and the board of directors elected Dr. Ishari K Ganesh , Managing Director as Chairman for the Annual General Meeting and he presided over the meeting as the Chairman of the Meeting.

At 04.15 P.M, Dr. Ishari K Ganesh, Managing Director, Chairman commenced the meeting by welcoming the members to the 5th Annual General Meeting of the Company and informed the Members that the meeting is being held through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM) provided by National Services Depositories Limited (NSDL) in accordance with the circulars and guidelines issued by MCA and SEBI.

The Chairman then announced that pursuant to the provisions of Section 103 of the Companies Act, 2013 and Circulars issued by MCA, requisite quorum being present, declared the meeting to be in

order and welcomed Mr. R.Sundararajan, Partner S R B R & Associates LLP, Chartered Accountants, Statutory Auditors, Mr. D Rangarajan, Partner, BP & Associates, Secretarial Auditor & Scrutinizer.

Further, Chairman informed that the 5th AGM Notice and Annual Report for the financial year 2023-2024 has been circulated by e-mail to shareholders within the statutory period and hosted on the website of the Company and Stock Exchanges.

After welcoming the Auditors, Chairman of the Meeting delivered a speech on the overall performance, operations, outlook, strategy and future plans of the Company.

After the conclusion of Dr. Ishari K Ganesh, Managing Director, speech, Chairman of the Meeting addressed the members of the Company regarding the present and future prospects of the Company.

Chairman informed that the Notice of AGM, Board's report, audited financial statements, Statutory Auditor's report and Secretarial Auditor's report has been already circulated to the members along with the Annual Report and informed members to treat them as read.

It was informed that the company has received no request from shareholder to register themselves as speaker shareholders during the AGM and as there was no speaker, the chairman preceded to the next part of the meeting.

Further, the Company received no questions from the shareholder in the Annual General Meeting.

Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has engaged the services of National Services Depository Limited (NSDL) for the purpose of providing remote e-voting and e-voting during AGM facility to members and had also appointed Mr. C.Prabakar, Partner of BP & Associates, Practicing Company Secretaries as a Scrutinizer to scrutinize the entire voting process in a fair and transparent manner. The remote e-voting facility commenced on Friday, 27th September, 2024 at 9.00 A.M. and ended on Sunday, 30th September, 2024 at 5.00 P.M. Further, he requested all the members who had not cast their vote earlier through remote e-voting to cast their vote electronically during the course of the AGM and informed that e-voting facility will remain open for 15 minutes after the conclusion of the meeting.

The following resolutions as set out at Item Nos. 1 to 3 of the Notice of AGM were open for e-voting:

S.no	Particulars	Nature of resolution
1.	To consider and adopt the Audited Standalone and Consolidated Financial Statements for the year ended 31 st March 2024 along with the notes as on that date and the reports of the Board of Directors and the Auditors thereon.	Ordinary
2.	To appoint Mrs. Arthi Ganesh (DIN: 00568101) as Director, liable to retire by rotation, being eligible, offers herelf for re-appointment	Ordinary
3.	Regularization of Additional Independent Director, Mr. RANGASAMY SIVAKUMAR (DIN: 08336763) by appointing him as Independent Director of the Company	Special

Further, Chairman informed that the results of e-voting would be declared on or before 03rd October, 2024 i.e., within 2 workings days of conclusion of AGM. Also, informed that the results will be uploaded on the Company's website www.velsfilminternational.com, and on the website of the Stock Exchanges and www.nseindia.com.

The Chairman thanked the members for their continuous support and confidence in the Company and announced the formal closure of the 5th Annual General Meeting of the Company at 04.45 PM

SAMPATH
KUMAR
SUJATHA

Digitally signed by SAMPATH KUMAR SUJATHA
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For VELS FILM INTERNATIONAL LIMITED



**SAMPATH KUMAR SUJATHA
COMPANY SECRETARY AND COMPLIANCE OFFICER**