

February 2, 2023

The Manager Listing Department, BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400 001	The Manager Listing Department, National Stock Exchange of India Limited, Exchange Plaza, 5th Floor, Plot No. C/1, G Block, Bandra-Kurla Complex, Bandra- East, Mumbai- 400 051
Ref:- Scrip Code: 532953	Ref:- Symbol: VGUARD

Dear Madam / Sir,

Sub: - Outcome of Board Meeting and various disclosures under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

This is to inform you that, the Board of Directors of the Company at their meeting held today i.e. Thursday, February 2, 2023, has approved and adopted the unaudited standalone & consolidated financial results of the Company for the quarter ended December 31, 2022. The unaudited financial results, both standalone & consolidated, were reviewed by the members of the Audit Committee in their meeting held on the same day. The Limited Review Report on the Standalone and Consolidated Results submitted by M/s. Price Waterhouse Chartered Accountants LLP, the Statutory Auditors of the Company are also enclosed herewith.

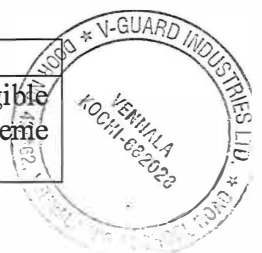
The following decision was also taken by the Board in the meeting:

- Appointment of Mr. Vikas Kumar Tak, as Company Secretary and Compliance Officer of the Company with effect from February 2, 2023. He has been appointed as Key Managerial Personnel as per the provisions of Section 203 of the Companies Act, 2013 (the Act), and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. He has been authorised to determine the materiality of the events and make disclosure of such as per the Regulation 30 of the Listing Regulations. Brief profile of the appointee in terms of Listing Regulations read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015 is enclosed as Annexure A.
- Ms. Jayasree K, Company Secretary of the Company has resigned from the position with effect from February 2, 2023 due to personal reasons. She will also cease to be a Key Managerial Personnel (KMP) under the provisions of Section 203 and other applicable provisions, if any, of the Act and the Listing Regulations.
- The Nomination and Remuneration Committee in its meeting held on February 1, 2023, approved grant of options to eligible employee(s) under Employee Stock Option Scheme (ESOS) 2013 and the same was approved by the Board of Directors in their meeting held on February 2, 2023. Details of grant approved are as under:

Particulars	Details
Brief details of options	1,23,651 no. of options granted to eligible employee(s) under Employee Stock Option Scheme (ESOS 2013).

V-GUARD INDUSTRIES LTD.
 Regd. office 42/962,
 Vennala High School Road,
 Vennala, Kochi - 682 028.
 CIN: L31200KL1996PLC010010

P +91 484 433 5000, 200 5000
 E mail@vguard.in
 W www.vguard.in



Whether the scheme is in terms of SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021	The scheme is in due compliance with the terms of SEBI (SBEBS) Regulations, 2021.
Total number of shares covered by these options	Options carry the right to apply for equivalent number of equity shares of the Company at face value of ₹ 1/- each
Vesting period	Options granted will be vested over a period of four years, basis time and performance criteria. Time based options will vest equally over a period of four years and performance options will be vested at the end of the fourth year, subject to achievement of performance criteria.
Time within which may be exercised	6 years from the date of vesting.
Exercise price	₹1/- per option.
Options lapsed or cancelled	If an Employee Stock Option is not vested or expired becomes un-exercisable due to any reason, it shall be available for future Grants, subject to compliance with all Applicable Laws. The Nomination and Remuneration Committee will have powers to re-grant such options.
Brief details of significant terms of ESOS 2013	The ESOS 2013 is administered by the Nomination and Remuneration Committee. Options granted under ESOS 2013 will vest not less than one year and not more than four years from the date of grant of such options. Vesting of options is subject to continued employment with the Company and fulfilment of performance criteria, if any. The Exercise Price shall be determined by the Nomination and Remuneration Committee, from time to time, but shall not be less than face value of the share and not more than the prevailing market value of the shares as on the date of Grant. The Employee Stock Options granted shall be capable of being exercised within a period of six years from the date of vesting of the respective Employee Stock Options

The aforesaid meeting commenced at 11.00 am and concluded at 1.00 pm

Kindly take the above information on your records.

Thanking you

For V-Guard Industries Limited
MITHUN KOCHOUSEPH
CHITTILAPPILLY

Digitally signed by MITHUN
KOCHOUSEPH CHITTILAPPILLY
Date: 2023.02.02 13:13:44
+05'30'

Mithun K Chittilappilly
Managing Director
DIN:00027610



ANNEXURE - A
Details pertaining to Appointment/ Resignation

SL No.	Particulars		
1.	Name	Mr. Vikas Kumar Tak	Ms. Jayasree K
2.	Reason for change viz., appointment, resignation, removal, death or otherwise	Appointment as Company Secretary of the Company	Resignation due to personal reasons
3.	Date of Appointment/Resignation	February 2, 2023	February 2, 2023
4.	Brief Profile	Mr. Vikas Kumar Tak (F-6618) is a Fellow member of Institute of Company Secretaries of India, Law Graduate and MBA (Finance). He has about 20 years of experience in company secretary functions. Prior to joining V-guard Industries Ltd, he was working with Relaxo Footwears Ltd as Company Secretary and Compliance officer, handling corporate law compliances, employee stock options, investor relations etc. He has worked with orginations like Archies Ltd, Lloyd Insulations (India) Ltd etc in Company Secretary role..	NA
5.	Disclosure of relationship between Directors	NA	NA

