

VIKAS PROPPANT & GRANITE LIMITED

Corporate Office: F-88/89, Udhog Vihar, RIICO

Industrial Area, Sriganganagar-335002 (Rajasthan)

CIN: L14100HR1994PLC036433

Registered Office: Hisar Road, Siwani - 127046 (Haryana)



To,
The General Manager,
BSE Limited,
Corporate Relation Department,
Phirozejeebhoy Tower, Dalal Street,
Mumbai-400001

September 04th, 2020

Subject: Intimation of 26th Annual General Meeting

Scrip Code :- 531518

Scrip Code:- Vikas Proppant & Granite Limited

Dear Sir/Madam,

Pursuant to Regulation 30, 33, 42 & 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, we wish to inform you that the Board of Directors of Vikas Proppant & Granite Limited at its meeting held on September 04th, 2020, inter-alia, transacted and approved the following businesses:

- i) In view of the COVID-19 pandemic, the Ministry of Corporate Affairs (MCA) has vide General Circular No. 20/2020 dated May 5, 2020 read with General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020 and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, issued by the Securities and Exchange Board of India (SEBI) (collectively referred to as Circulars), allowed companies to conduct AGM through VC or OAVM without the physical presence of Members at a common venue.

We wish to inform you that in compliance with the Circulars, Board has decided to convene 26th Annual General Meeting of the Company on Tuesday, 29th September, 2020 at 11:00 A.M., through VC/OAVM. **Notice of AGM is annexed herewith this letter.**

- ii) Decided the Book closure date from 23rd September, 2020 to 29th September, 2020 (both days inclusive), for the purposes of the Annual General Meeting.
- iii) M/s S Vivek & Associates, Practicing Company Secretary has been appointed Scrutinizer for Conducting E-Voting Process for the 26th Annual General Meeting of the Company.
- iv) Pursuant to Regulation 44, we have provided the facility to vote by electronics means (e-voting) on the all resolutions as set out in the notice of AGM to those members, who are holding shares either in physical or in electronic form as on the cut- off date i.e. 22nd September 2020. The remote e -voting will commence at from 10.00 A.M. on 26th September 2020 to 05.00 P.M. on 28th September 2020.
- v) Calendar of Events for the purpose of Annual General Meeting is as follow:-

A handwritten signature in blue ink, appearing to be the name of a representative of Vikas Proppant & Granite Limited.



Sr. No.	Particulars	Date
1	Date on which consent given by the scrutinizer to act as scrutinizer	Friday, 04 th September 2020
2	Date of appointment of scrutinizer	Friday, 04 th September 2020
3	Benpose Date for Sending Notice to Shareholders	Friday, 28 th August 2020
4	Cut-off Date determining list of Members for E- voting (7 days prior to date of AGM/EGM)	Tuesday, 22 nd September 2020
5	Period for which E-voting facility is available and open to Members of the Company	Start Date: 26 th September 2020 Start Time: 10:00 A.M. End Date: 29 th September 2020 End Time: 05:00 P.M.
6	Date and time of Annual General Meeting	Tuesday, 29 th September 2020 at 11:00 A.M.
7	Submission of the Report by the Scrutinizer	Before 01 st October 2020
8	Date of declaration of the result by the Chairman	Before 01 st October 2020
9	Date of handing over the E-voting register and other related papers to the Chairman.	Before 01 st October 2020

You are requested to take note of the same.

Thanking You,

Yours faithfully

For Vikas Proppant & Granite Limited

B.D. Aggarwal
Director





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

Vikas Proppant & Granite Limited

CIN: L14100HR1994PLC036433

Registered Office: Hisar Road, Siwani, Haryana-127046

Corporate Office: F-88/89, Udhog Vihar, RIICO, Sri Ganganagar, Rajasthan - 335002

Tel: 91(154) 2494512/2494552; Fax: 91(154) 2494361/2475376

Website: www.vpgl.in; E-mail ID: cspraveenbishnoi@vpgl.in, office@vikasgranaries.in.

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT 26th ANNUAL GENERAL MEETING OF SHAREHOLDERS OF VIKAS PROPPANT & GRANITE LIMITED WILL BE HELD ON TUESDAY, THE 29TH DAY OF SEPTEMBER, 2020 AT 11:00 A.M. THROUGH VIDEO CONFERENCING (“VC”) / OTHER AUDIO VISUAL MEANS (“OAVM”) WITHOUT THE IN-PERSON PRESENCE OF SHAREHOLDERS. THE VENUE OF THE MEETING SHALL BE DEEMED TO BE THE REGISTERED OFFICE OF THE COMPANY AT HISAR ROAD, SIWANI, HARYANA-127046.

In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs (“MCA”) by way of circulars dated April 8, 2020, April 13, 2020 and May 5, 2020 and Securities and Exchange Board of India (“SEBI”) vide circular dated May 12, 2020 (hereinafter referred to as “Circulars”) permitted companies to hold their general meetings through video conferencing (VC) or other audio visual means (OAVM) for the year 2020. In keeping with government advisories on Covid-19 and considering the current extra-ordinary circumstances, which are not conducive to a safe conduct of the AGM with physical attendance of stakeholders, the Board of Directors has approved conduct of the 26th Annual General Meeting through Video Conferencing and other audio visual means (OAVM) (hereinafter referred to as “VC/OAVM”). Notice is hereby given that the following business will be transacted at the AGM:

ORDINARY BUSINESS:

To consider and, if thought fit, to pass the following resolutions as **Ordinary Resolutions:**

- 1. TO CONSIDER AND ADOPT THE STANDALONE FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2020 AND THE REPORT OF THE BOARD OF DIRECTORS AND OF THE AUDITORS THEREON:**

“RESOLVED THAT the Audited Standalone Financial Statements of the Company including Balance Sheet as at March 31, 2020, the Statement of Profit and Loss, Statement of changes in equity and the Cash Flow Statement of the Company for the financial year ended March 31, 2020 annexed with notes to the financial statements with reports of the Board of Directors (“the Board”) and Auditors thereon be and are hereby considered and adopted.”

- 2. TO APPOINT A DIRECTOR IN PLACE OF MRS. BIMLA DEVI JINDAL (DIN- 00034997), WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HERSELF FOR RE-APPOINTMENT:**

“RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or reenactment thereof), MRS. BIMLA DEVI JINDAL (DIN- 00034997), who retires by rotation and being eligible, offered herself for reappointment, be and is hereby reappointed as a director of the Company, liable to retire by rotation.”

3. APPOINTMENT OF STATUTORY AUDITORS

“**RESOLVED THAT** pursuant to section 139(8) and other applicable provisions if any, of Companies Act 2013 as amended from time to time (including any statutory modification or amendment thereto or re-enactment thereof for time being in force) and in terms of applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any amendment, modification or re-enactment thereof & **SEBI Circular No. CIR/CFD/CMD1/114/2019** dated October 18, 2019), **M/s Singh Ajai & Co.**, Chartered Accountants (having Firm Registration No:007495C) located at “320, Prince Complex, Hazaratganj, Lucknow (U.P.), be and is hereby appointed as Statutory Auditors of the Company to fill casual vacancy caused by the resignation of **M/s Yogesh Mahipal & Associates.**, Chartered Accountants, (FRN: 030845N) and to conduct the audit for the financial year 2020-21, 2021-22, 2022-23, 2023-24 & 2023-24.

“**RESOLVED FURTHER THAT** **M/s Singh Ajai & Co.**, Chartered Accountants (having Firm Registration No:007495C) shall be entitled to hold office as the Statutory Auditor of the Company with effect from the day after the date of issuance of limited review report for the quarter ended September 2020 by **M/s Yogesh Mahipal & Associates.**, Chartered Accountants, (FRN: 030845N) **till** the conclusion of the Annual General Meeting to be held in 2025 and they shall conduct the Statutory Audit for period ended 31st March 2021, 31st March 2022, 31st March 2023, 31st March 2024 & 31st March 2025 and on such Terms and conditions as mutually agreed.”

“**RESOLVED FURTHER THAT** the Board of Directors & Mr. Praveen Bishnoi (Company Secretary) of the Company be and are hereby severally authorized to do all the acts, deeds and things which are necessary to give effect to all the above resolution.”

SPECIAL BUSINESS

To consider and, if thought fit, to pass the following resolutions as **Special Resolutions:**

4. APPROVAL FOR RELATED PARTY TRANSACTIONS

“**RESOLVED THAT** pursuant to provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 read with applicable Rules under Companies (Meetings of Board and its Powers) Rules, 2014 and in terms of applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any amendment, modification or re-enactment thereof), consent of the members of the Company be and is hereby accorded to the proposed transaction between Company and

1. M/s Vikas WSP Limited (a related party)
2. M/s Vegan Colloids Limited (a related party)
3. M/s Vikas Chemi Gums (India) Limited (a related party)

for Sale and Purchase of goods in its absolute discretion on the terms as agreed / may be agreed between Board of Directors and above-mentioned related parties and as briefly mentioned in the explanatory statement to this resolution.

RESOLVED FURTHER THAT Mrs. Bimla Devi (Managing Director) and Mr. Bajrang Dass Aggarwal (Director) of the Company be and are hereby individually authorised to sign any document or agreement for above proposed transaction on behalf of the Company and take necessary steps and to do all acts, deeds and things as may be necessary and incidental to give effect to this resolution.”

5. RE-APPOINTMENT OF MANAGING DIRECTOR

“**RESOLVED THAT** pursuant to the provisions of Section 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Schedule V to the Companies Act, 2013 and Articles of

Association of the Company and subject to the approval of Central Government or other Government authority/ agency/board, if any, the consent of the shareholders of the Company be and is hereby accorded to re-appoint Mrs. Bimla Devi Jindal (DIN 00034997) as Managing Director of the Company for a period of five years with effect from September 30, 2020.

FURTHER RESOLVED THAT the Board of Directors of the Company or any committee thereof be and is hereby authorized to do all such acts, deeds and things as in its absolute discretion it may think necessary, expedient or desirable; to settle any question or doubt that may arise in relation thereto in order to give effect to the foregoing resolution and to seek such approval/ consent from the government departments, as may be required in this regard.”

Registered Office

Hisar Road,
Siwani - Haryana -127046

CIN:- L14100HR1994PLC036433

Email Id:- cspraveenbishnoi@vppl.in, office@vikasgranaries.in.

Place: Siwani

Date: 04-09-2020

By order of the Board

Sd/-

Bimla Devi Jindal

Chairman and Managing Director

DIN :- 00034997

Address :- 123, Vinoba Basti,
Sriganganagar 335001

NOTES

1. The relevant Explanatory Statement pursuant to section 102(1) of the Companies Act, 2013, in respect of Special Business at the meeting, is annexed hereto and forms part of this notice.
2. Information regarding particulars of the Director to be appointed and the Director seeking appointment/ re-appointment as required under Regulation 36 of the SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and Secretarial Standards-2 on General Meetings are also annexed as Annexure-A and the explanatory statement pursuant to Section 102 of the Companies Act, 2013, are annexed hereto. The directorships held by the Directors considered for the purpose of disclosure does not include the directorships held in foreign companies. The Committee chairmanships/memberships considered for the purposes of disclosure are those prescribed under Regulation 18 & 20 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 viz. Audit and Risk Management Committee and Stakeholders’ Relationship Committee respectively of Indian public limited companies.
3. In view of the continuing lockdown restrictions on the movement of people at several places in the country, due to outbreak of COVID-19 pandemic, the Ministry of Corporate Affairs (MCA), vide its General Circular No. 20/2020 dated 5th May, 2020 read with General Circular No. 14/2020 dated 8th April, 2020 and General Circular No. 17/2020 dated 13th April, 2020 and other applicable circulars issued by the Securities and Exchange Board of India (SEBI), has allowed the Companies to conduct the AGM through Video Conferencing (VC) or Other Audio Visual Means (OAVM) during the calendar year 2020.
4. As the AGM shall be conducted through VC / OAVM, the facility for appointment of Proxy by the Members is not available for this AGM and hence the Proxy Form and Attendance Slip including Route Map are not annexed to this Notice.

Corporate members intending to send their authorized representatives to attend the AGM pursuant to Section 113 of the Act are requested to send to the Company, a certified copy (in PDF/ JPG Format) of the relevant Board Resolution/ Authority letter etc. authorizing its representatives to attend the AGM, by e-mail

to csviveksharmakk@gmail.com with a copy marked to the Company at cspraveenbishnoi@vpgl.in, office@vikasgranaries.in, and to its RTA at satyan.desai@linkintime.co.in.

Process for dispatch of Annual Report and registration of email id for obtaining copy of Annual Report

In compliance with the aforementioned MCA and SEBI Circulars, Notice of the AGM along with the Annual Report 2019-20 is being sent only through electronic mode to those Members whose email addresses are registered with the Company / Depository Participant. Members may note that the Notice and Annual Report 2019-20 will also be available on the Company's website www.vpgl.in, websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com.

Members holding shares in physical mode who have still not registered their email ID with the Company can temporarily get their email IDs registered with the Company's Registrar and Share Transfer Agents, Link Intime India Pvt Ltd, by using the link: https://linkintime.co.in/emailreg/email_register.html and Members holding shares in dematerialized mode are requested to register / update their email addresses with the relevant Depository Participants.

5. Members seeking any information with regard to any matter to be placed at the AGM, are requested to write to the Company through an email on cspraveenbishnoi@vpgl.in, office@vikasgranaries.in.

Procedure for joining the 26th AGM through VC / OAVM

6. Link Intime will be providing facility for voting through remote e-Voting, for participation in the 26th AGM through VC/OAVM facility and e-Voting during the 26th AGM.
7. Members may note that the VC/OAVM facility, allows participation of at least 1,000 Members on a first come-first-served basis.
8. Members are entitled to attend the Annual General Meeting through VC/OAVM provided by Link Intime by following the below mentioned process. Facility for joining the Annual General Meeting through VC/OAVM shall open 15 minutes before the time scheduled for the Annual General Meeting and will be available to the Members on first come first serve basis.
9. Members are entitled to attend the Annual General Meeting through VC/OAVM provided by Link Intime by following the below mentioned process. Facility for joining the Annual General Meeting through VC/OAVM shall open 15 minutes before the time scheduled for the Annual General Meeting and will be available to the Members on first come first serve basis.

Members will be provided with InstaMeet facility wherein Member shall register their details and attend the Annual General Meeting as under:

1. Open the internet browser and launch the URL: <https://instameet.linkintime.co.in>

► Select the "**Company**" and '**Event Date**' and register with your following details: -

- A. Demat Account No. or Folio No:** Enter your 16 digit Demat Account No. or Folio No
 - Shareholders/ members holding shares in **CDSL demat account shall provide 16 Digit Beneficiary ID**
 - Shareholders/ members holding shares in **NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID**
 - Shareholders/ members holding shares in **physical form shall provide Folio Number** registered with the Company
 - B. PAN:** Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/
Company shall use the sequence number provided to you, if applicable.
 - C. Mobile No.:** Enter your mobile number.
 - D. Email ID:** Enter your email id, as recorded with your DP/Company.
- Click "Go to Meeting" (You are now registered for InstaMeet and your attendance is marked for the meeting).

Please refer the instructions (annexure) for the software requirements and kindly ensure to install the same on the device which would be used to attend the meeting. Please read the instructions carefully and participate in the meeting. You may also call upon the InstaMeet Support Desk for any support on the dedicated number provided to you in the instruction/ InstaMEET website.

Instructions for Shareholders/ Members to Speak during the Annual General Meeting through InstaMeet:

1. Shareholders who would like to speak during the meeting must register their request 3 days in advance with the company on the cspraveenbishnoi@vppl.in or office@vikasgranaries.in for the general meeting.
2. Shareholders will get confirmation on first cum first basis depending upon the provision made by the client.
3. Shareholders will receive “speaking serial number” once they mark attendance for the meeting.
4. Other shareholder may ask questions to the panelist, via active chat-board during the meeting.
5. Please remember speaking serial number and start your conversation with panelist by switching on video mode and audio of your device.

Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.

Instructions for Shareholders/ Members to Vote during the Annual General Meeting through InstaMeet:

Once the electronic voting is activated by the scrutinizer/ moderator during the meeting, shareholders/ members who have not exercised their vote through the remote e-voting can cast the vote as under:

On the Shareholders VC page, click on the link for e-Voting “Cast your vote”.

1. Enter your 16 digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMEET and click on ‘Submit’.
2. After successful login, you will see “Resolution Description” and against the same the option “Favour/ Against” for voting.
3. Cast your vote by selecting appropriate option i.e. “Favour/Against” as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under ‘Favour/Against’.
4. After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on “Save”. A confirmation box will be displayed. If you wish to confirm your vote, click on “Confirm”, else to change your vote, click on “Back” and accordingly modify your vote.
5. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note: Shareholders/ Members, who will be present in the Annual General Meeting through InstaMeet facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting facility during the meeting. Shareholders/ Members who have voted through Remote e-Voting prior to the Annual General Meeting will be eligible to attend/ participate in the Annual General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.

Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that Shareholders/Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

In case shareholders/ members have any queries regarding login/ e-voting, they may send an email to instameet@linkintime.co.in or contact on: - Tel: 022-49186175.

Annexure

Guidelines to attend the AGM proceedings of Link Intime India Pvt. Ltd.: InstaMEET

For a smooth experience of viewing the AGM proceedings of Link Intime India Pvt. Ltd. InstaMEET, shareholders/ members who are registered as speakers for the event are requested to download and install the Webex application in advance by following the instructions as under:

Please download and install the Webex application by clicking on the link <https://www.webex.com/downloads.html/>

The image shows a sequence of steps for downloading and installing the Webex application. It starts with a screenshot of the Webex website's download page, which offers options for 'Webex Meetings' and 'Webex Teams'. A black arrow points to the 'Download for Windows' button under 'Webex Meetings'. Below this is a three-step installation guide:

- Step 1:** Double-click the webexapp.msi file you downloaded.
- Step 2:** The Webex Meetings setup wizard will launch. Follow the instructions to set up.
- Step 3:** Once installed the app will launch automatically.

Below the steps, a text box says: 'To open the app double-click the Webex Meetings icon on your desktop.' A black arrow points down to a Windows file dialog box that asks: 'What do you want to do with webexapp.msi (88.1 MB)? From: akamaicdn.webex.com'. The 'Run' button is highlighted with a black arrow.

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Step 1
Double-click the webexapp.msi file downloaded.

Step 3
Once installed, the app will launch automatically.

To open the app double-click the Webex Meetings icon on your

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Step 1
Double-click the webexapp.msi file downloaded.

Step 3
Once installed, the app will launch automatically.

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Step 1
Double-click the webexapp.msi file downloaded.

Step 3
Once installed, the app will launch automatically.

or

Step 1	Enter your First Name, Last Name and Email ID and click on Join Now.
1 (A)	If you have already installed the Webex application on your device, join the meeting by clicking on Join Now
1 (B)	If Webex application is not installed, a new page will appear giving you an option to either Add Webex to chrome or Run a temporary application . Click on Run a temporary application , an exe file will be downloaded. Click on this exe file to run the application and join the meeting by clicking on Join Now

- b) If you do not want to download and install the Webex application, you may join the meeting by following the process mentioned as under:

The screenshot shows the Cisco Webex interface for joining an event. On the left, there is a sidebar with 'Event Information' including 'Event status', 'Date and time', 'Duration', and 'Description'. Below this is a link to 'Terms of Service and Privacy Statement'. The main content area is titled 'Join Event Now' and contains a message: 'You cannot join the event now because it has not started.' Below this message are four input fields: 'First name:', 'Last name:', 'Email address:', and 'Event password:'. A red arrow points to the 'First name' field with the text 'Mention your First name, last name and email address.' Below the input fields is a 'Join Now' button, also indicated by a red arrow with the text 'If you are the host, start your event!'. At the bottom, there is a link to 'Join by browser' with a 'NEW!' badge.

- Members who need assistance before or during the AGM, can contact instameet@linkintime.co.in or call on 022-49186175
- Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

Procedure to raise questions / seek clarifications with respect to Annual Report at the ensuing 26th AGM:

- Members are encouraged to express their views / send their queries in advance mentioning their name demat account number / folio number, email id, mobile number at cspraveenbishnoi@vppl.in, office@vikasgranaries.in. Questions / queries received by the Company till 5.00 p.m. on Saturday, September 26, 2020 shall only be considered and responded during the AGM.
- The Company reserves the right to restrict the number of questions and number of speakers, depending on the availability of time for the AGM.

Procedure for remote e-Voting and e-Voting during the AGM

- All the shareholders of the Company including retail individual investors, institutional investors, etc. are encouraged to attend and vote in the AGM to be held through VC/OAVM.
- In compliance with the provisions of Section 108 of the Act read with Rule 20 of Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Listing Regulations (including any statutory modification(s) and/or re-enactment(s) thereof for the time being in force), members are provided with the following alternatives by which they may cast their votes:

(i) **Remote e-voting**

The remote e-Voting platform will be provided by the Company's Registrar & Share Transfer Agents – Link Intime India Pvt. Ltd. (LI IPL) and the e-voting period will commence on Saturday, September 26, 2020 at 10.00 A.M. and will end on Monday, September 28, 2020 at 5.00 P.M. The remote

e-Voting module will be disabled by Link Intime for voting thereafter. Instructions and information relating to e-Voting are as follows:

1. Open the internet browser and launch the URL: <https://instavote.linkintime.co.in>
2. NOTE: If members are holding shares in demat form and have registered on to e-Voting system of LIPL: <https://instavote.linkintime.co.in> , and/ or voted on an earlier event of any company then they can use their existing password to login.

Those who are first time users of LIPL e-voting platform or holding shares in physical mode have to mandatorily generate their own Password, as under:

Click on “Sign Up” under ‘SHARE HOLDER’ tab and register with your following details: -

- A. User ID: Enter your User ID
Members holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID
 - Members holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID
 - Members holding shares in physical form shall provide Event No + Folio Number registered with the Company
 - B. PAN: Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP) shall use the sequence number provided to you, if applicable).
 - C. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)
 - D. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.
 - Members holding shares in CDSL demat account shall provide either ‘C’ or ‘D’, above
 - Members holding shares in NSDL demat account shall provide ‘D’, above
 - Members holding shares in physical form but have not recorded ‘C’ and ‘D’, shall provide their Folio number in ‘D’ above
 - Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter).
 - Click “confirm” (Your password is now generated).
3. Click on ‘Login’ under ‘SHARE HOLDER’ tab.
 4. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on ‘Submit’.
 5. After successful login, you will be able to see the notification for e-voting. Select ‘View’ icon.
 6. E-voting page will appear.
 7. Refer the Resolution description and cast your vote by selecting your desired option ‘Favour / Against’ (If you wish to view the entire Resolution details, click on the ‘View Resolution’ file link).
 8. After selecting the desired option i.e. Favour / against, click on ‘Submit’. A confirmation box will be displayed. If you wish to confirm your vote, click on ‘Yes’, else to change your vote, click on ‘No’ and accordingly modify your vote.
 9. Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on the e-voting system of LIPL at <https://instavote.linkintime.co.in> and register themselves as ‘Custodian / Mutual Fund / Corporate Body’. They are also required to upload a scanned certified true

copy of the board resolution /authority letter/power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the 'Custodian / Mutual Fund / Corporate Body' login for the Scrutinizer to verify the same.

If you have forgotten the password:

- Click on 'Login' under 'SHARE HOLDER' tab and further Click 'forgot password?'
- Enter User ID, select Mode and Enter Image Verification (CAPTCHA) Code and Click on 'Submit'.
- In case members have a valid registered email address, Password will be sent to his / her registered e-mail address.
- Members can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above.
- The password should contain minimum 8 characters, at least one special character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter.
- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

For members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice. During the voting period, members can login any number of time till they have voted on the resolution(s) for a particular "Event". Shareholders holding multiple folios/demat account shall choose the voting process separately for each of the folios/demat account.

(ii) **Voting during the Annual General Meeting through InstaMeet:**

Members who have not exercised their vote through the remote e-voting can cast their vote during the meeting once the electronic voting is activated by the scrutinizer / moderator. Instructions and information relating to e-Voting during the Annual General Meeting through InstaMeet are as follows:

1. On the Shareholders VC page, click on the link for e-Voting "Cast your vote"
2. Enter your 16 digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMEET and click on 'Submit'.
3. After successful login, you will see "Resolution Description" and against the same the option "Favour / Against" for voting.
4. Cast your vote by selecting appropriate option i.e. "Favour/Against" as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'.
5. After selecting the appropriate option i.e. Favour/ Against as desired and you have decided to vote, click on "Save". A confirmation box will be displayed. If you wish to confirm your vote, click on "Confirm", else to change your vote, click on "Back" and accordingly modify your vote.
6. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Those Members, who will be present in the AGM through VC / OAVM facility and have not cast their vote on the Resolutions through remote e-Voting, shall be eligible to vote through e-Voting system during the AGM.

In case members have any queries regarding e-voting, they may refer the Frequently Asked Questions ('FAQs') and InstaVote e-Voting manual available at <https://instavote.linkintime.co.in>, under Help section or send an email to enotices@linkintime.co.in or contact on: - Tel: 022 – 4918 6000.

19. General Guidelines for shareholders:

- a) Institutional shareholders / Corporate Members (i.e. other than individuals, HUF, NRI, etc.) are requested to send a scanned copy (PDF/ JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorised to vote, to the Scrutinizer at csviveksharmakk@gmail.com with a copy marked to enotices@linkintime.co.in.
- b) Members who have cast their votes by remote e-Voting prior to the AGM may also attend/ participate in the Meeting through VC/OAVM but they shall not be entitled to cast their vote again.
- c) The voting rights of members shall be in proportion to their shares of the paid-up equity share capital in the Company as on the cut-off date i.e. Wednesday, September 23, 2020.
- d) Mr. Vivek Sharma, Proprietor of M/s. **S VIVEK & ASSOCIATES**, Practicing Company Secretaries (Membership No. A 56155, COP: 20906), has been appointed as the Scrutinizer for conducting voting process in a fair and transparent manner.
- e) The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of electronic voting for all those members who are present at the AGM but have not cast their votes by availing the remote e-Voting facility.
- f) The results shall be declared not less than forty – eight (48) hours from conclusion of the AGM. The results along with the report of the Scrutinizer shall be placed on the website of the Company www.vpgl.in immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Limited.

20. Documents open for inspection:

- (a) All the documents referred to in the accompanying notice and the statement pursuant to Section 102 (1) of the Companies Act, 2013 shall be available for inspection through electronic mode. Members are requested to write to the Company on cspraveenbishnoi@vpgl.in, office@vikasgranaries.in, for inspection of said documents; and
- (b) The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the members during the AGM at <http://www.vpgl.in>.

21. Procedure for registration of e-mail address and bank details by shareholders: -

(i) For Temporary Registration for Demat shareholders:

The Members of the Company holding Equity Shares of the Company in Demat Form and who have not registered their e-mail addresses may temporarily get their e-mail addresses registered with Link Intime India Pvt Ltd by clicking the link: https://linkintime.co.in/emailreg/email_register.html in their web site www.linkintime.co.in at the Investor Services tab by choosing the E-mail Registration heading and follow the registration process as guided therein. The members are requested to provide details such as Name, DPID, Client ID / PAN, mobile number and e-mail id. In case of any query, a member may send an email to RTA at rnt.helpdesk@linkintime.co.in.

On submission of the shareholders details an OTP will be received by the shareholder, which needs to be entered in the link for verification.

i. For Permanent Registration for Demat shareholders:

It is clarified that for permanent registration of e-mail address, the Members are requested to register their e-mail address, in respect of demat holdings with the respective Depository Participant (DP) by following the procedure prescribed by the Depository Participant.

ii. Registration of email id for shareholders holding physical shares:

The Members of the Company holding Equity Shares of the Company in physical Form and who have not registered their e-mail addresses may get their e-mail addresses registered with Link

Intime India Pvt Ltd, by clicking the link: https://linkintime.co.in/emailreg/email_register.html on their web site www.linkintime.co.in at the Investor Services tab by choosing the e-mail / Bank Registration heading and follow the registration process as guided therein. The members are requested to provide details such as Name, Folio Number, Certificate number, PAN, mobile number and e mail id and also upload the image of share certificate in PDF or JPEG format. (upto 1 MB). In case of any query, a member may send an e-mail to RTA at rnt.helpdesk@linkintime.co.in

On submission of the shareholders details an OTP will be received by the shareholder, which needs to be entered in the link for verification.

(iii) **Registration of Bank Details for physical shareholders:**

The Members of the Company holding Equity Shares of the Company in physical Form and who have not registered their bank details can get the same registered with Link Intime India Pvt Ltd, by clicking the link: https://linkintime.co.in/emailreg/email_register.html in their web site www.linkintime.co.in at the Investor Services tab by choosing the email/Bank Registration heading and follow the registration process as guided therein. The members are requested to provide details such as Name, Folio Number, Certificate number, PAN, e-mail id along with the copy of the cheque leaf with the first named shareholders name imprinted in the face of the cheque leaf containing bank name and branch, type of account, bank account number, MICR details and IFSC code in PDF or JPEG format. In case of any query, a member may send an email to RTA at rnt.helpdesk@linkintime.co.in .

On submission of the shareholders details an OTP will be received by the shareholder, which needs to be entered in the link for verification.

Others

21. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Accordingly, members holding shares in electronic form are requested to submit their PAN to the Depository Participants with whom they maintain their demat accounts. Members holding shares in physical form should submit their PAN to the Company. Members may please note that SEBI has also made it mandatory for submission of PAN in the following cases, viz. (i) Deletion of name of the deceased shareholder(s) (ii) Transmission of shares to the legal heir(s) and (iii) Transposition of shares.
22. As per Regulation 40 of Listing Regulations, securities of listed companies can only be transferred in dematerialized form, with effect from 1st April, 2019, except in case of request of transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, Members holding shares in physical form are urged for converting their holding to demat form. Members may contact the Company or Link Intime India Pvt. Ltd. for any assistance in this regard.

Registered Office

Hisar Road,
Siwani - Haryana -127046

CIN:- L14100HR1994PLC036433

Email Id:- cspraveenbishnoi@vpgl.in, office@vikasgranaries.in,

Place: Siwani
Date: 04-09-2020

By order of the Board

Sd/-
Bimla Devi Jindal
Chairman and Managing Director
DIN :- 00034997
Address :- 123, Vinoba Basti,
Sriganganagar 335001

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

The following Explanatory Statements, as required under Section 102 of the Companies Act, 2013, set out all material facts relating to the business under Item No. 3, 4 & 5 of the accompanying Notice.

ITEM NO. 3

M/s Yogesh Mahipal & Associates., Chartered Accountants, (FRN: 030845N) were appointed as Statutory Auditors of the Company at the 23rd AGM held on September 30th, 2017 to hold office up to 28th AGM. However, they have resigned on August 31, 2020 (Which shall be effective post issuance of our limited review report for the quarter ended **September 2020**) stating that "due to pre occupancy in other assignments they are not in a position to devote their time to the affairs of the Company. It is also elucidated by them that firm neither have any dispute with the management nor have any concern relating to suppression of information by the management of the Company for the purpose of carrying-out audit. Further they also confirms that there is no other material reasons other than which provided above."

SEBI Circular No. CIR/CFD/CMD1/114/2019 dated October 18, 2019 clearly mentioned that ***If the auditor resigns after 45 days from the end of a quarter of a financial year, then the auditor shall, before such resignation, issue the limited review/ audit report for such quarter as well as the next quarter.*** That means, Results for the quarter ending on June 2020 & September 2020 shall be signed by **M/s Yogesh Mahipal & Associates**. Therefore, in compliance of the above circular, this resignation shall be effective post issuance of limited review report for the quarter ended **September 2020**.

The Board thus proposed **M/s Singh Ajai & Co.**, Chartered Accountants (having Firm Registration No:007495C) located at "320, Prince Complex, Hazaratganj, Lucknow (U.P.) as Statutory Auditors of your Company with effect from the day after the date of issuance of limited review report for the quarter ended September 2020 by **M/s Yogesh Mahipal & Associates** till the conclusion of the Annual General Meeting to be held in 2025. **M/s Singh Ajai & Co.**, Chartered Accountants shall conduct the Statutory Audit for period ended 31st March 2021, 31st March 2022, 31st March 2023, 31st March 2024 & 31st March 2025 and on such Terms and conditions as mutually agreed.

M/s Singh Ajai & Co., Chartered Accountants, have consented to act as statutory auditors of the Company up to the 31st AGM of the Company and given a certificate in accordance with Section 139, 141 and other applicable provisions of the Act to the effect that their appointment, if made, shall be in accordance with the conditions prescribed and that they are eligible to hold office as Statutory Auditors of the Company.

The proposed fee for the said appointment is in line with the industry standards and is not materially different from the fee paid to the erstwhile auditor.

The Audit Committee has taken into account the experience and expertise of **M/s Singh Ajai & Co.**, Chartered Accountants and recommended them to the Board for appointment. The Board has accordingly appointed them in the causal vacancy caused by **M/s Yogesh Mahipal & Associates** and recommending to the shareholders for their appointment.

ITEM NO. 4

The Companies Act, 2013 aims to ensure transparency in the transactions and dealings between the related parties of the Company. The provisions of Section 188(1) of the Companies Act, 2013 that govern the Related Party Transactions, requires that for entering into any contract or arrangement as mentioned herein below with the related party,

1. M/s Vikas WSP Limited (a related party)
2. M/s Vegan Colloids Limited (a related party)
3. M/s VikasChemi Gums (India) Limited(a related party)

the Company must obtain prior approval of the Board of Directors and in case of the transaction value exceeds the limit specifies in the act, prior approval of the shareholders by way of a Special Resolution must be obtained:

1. Sale, purchase or supply of any goods or materials;

2. Selling or otherwise disposing of, or buying, property of any kind;
3. Leasing of property of any kind;
4. Availing or rendering of any services;
5. Appointment of any agent for purchases or sale of goods, materials, services or property;
6. Such related party's appointment to any office or place of profit in the company, its subsidiary company or associate company: and
7. Underwriting the subscription of any securities or derivatives thereof, of the Company.

In the light of provisions of the Companies Act, 2013, the Board of Directors of your Company has approved the proposed transactions along with annual limit that your Company may enter into with the related parties (as defined under section 2(76) of the Companies Act, 2013)

ITEM NO. 5

Mrs. Bimla Devi Jindal is the promoter Director of the Company. He has been serving as a Managing Director from last several years. Now pursuant to the provisions of Section 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Schedule V to the Companies Act, 2013 and Articles of Association of the Company, company wants to reappoint Mrs. Bimla Devi Jindal as Managing Director of the Company for 5 years. As a Promoter and Managing Director, Mrs. Bimla Devi Jindal has a vast knowledge and experience. The terms and remuneration of the managing Director will be as per the policy laid down by Nomination and Remuneration Committee i.e. Nomination and Remuneration Policy. The remuneration will be in terms of provisions of company act, 2013 and other applicable provisions in this regards.

Registered Office

Hisar Road,
Siwani - Haryana -127046

CIN:- L14100HR1994PLC036433

Email Id:- cspraveenbishnoi@vpgl.in, office@vikasgranaries.in,

Place: Siwani
Date: 04-09-2020

By order of the Board

Sd/-
Bimla Devi Jindal
Chairman and Managing Director
DIN :- 00034997
Address :- 123, Vinoba Basti,
Sriganganagar 335001

Annexure-A

Details of Directors seeking appointment/re-appointment at the Annual General Meeting of the Company (Pursuant to Regulation 36 of the Listing Regulations and Secretarial Standards-2 on General Meetings)

Name of the Director	Bimla Devi Jindal
Date of birth	16/12/1957
Date of Appointment	21/08/2007
Qualification	Bachelor's Degree in Commerce.
Experience in Specific functional areas	She has long experience in Guar Gum Industry.
No. of Equity Shares held in the Company as on March 31, 2020	10,00,00,000
Terms & Conditions of reappointment	As per Company's Appointment and Remuneration Policy
*Remuneration last drawn during the year FY 2019-20 (Rs. in lakhs)	NIL
No. of meetings of Board attended during the year	5
Directorship held in other Companies as on March 31, 2020	3 (Vikas WSP Limited, Vegan Colloids Limited and Vikas Chemi Gum (India) Limited)
Relationship with any other director inter-se and KMPs of the Company	Wife of Mrs. Bajarang Dass Aggarwal (Director) Mother of Mrs. Kamini Jindal (Director)
Names of listed entities in which the person also holds the directorship and the membership of Committees of the board	Director of Vikas WSP Limited Member of Risk Management Committee and Corporate Social Responsibility Committee in Vikas WSP Limited