

# VICTORIA ENTERPRISES LIMITED

CIN L65990MH1982PLC027052

REGD OFF – 9th Floor, Vaibhav Chambers, Opposite Income Tax Bandra-Kurla Complex, Bandra (East) Mumbai – 400 051  
EMAIL – [vel@pittiegroup.com](mailto:vel@pittiegroup.com); Tel: 91-22-42604260; URL: <https://www.victoriaenterprises.co.in/>

Date: 30<sup>th</sup> September, 2023

To,  
The Secretary,  
Listing Department,  
BSE Limited, 1st Floor, PJ Towers,  
Dalal Street, Mumbai – 400 001

**Ref.: Company Code: BSE – 506103**

Dear Sir/Madam,

## **Sub: Proceedings of 41<sup>st</sup> Annual General Meeting (“AGM”) of Victoria Enterprises Limited**

In continuation to our letter dated September 08, 2023, we wish to inform you that the 41<sup>st</sup> Annual General Meeting of the Members of the Company was held on Saturday, September 30, 2023, at the 9th Floor, Vaibhav Chambers, Opposite Income Tax Bandra-Kurla Complex, Bandra (East), Mumbai – 400 051. A total number of 7 shareholders holding a total no of 423,000 shares attended the meeting. The meeting commenced at 02:00 P.M. and ended at 03:30 P.M. The detailed results of e-Voting (both for remote e-Voting and e-Voting at AGM) shall be intimated as per the statutory timelines.

All the items of business mentioned in the Notice dated September 08, 2023, were transacted and approved.

In this regard, please find enclosed the Summary of proceedings as required under Regulation 30, Part A of Schedule -III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as Annexure A.

All the Directors and Chairman of Board Committees were present at the 41<sup>st</sup> Annual General Meeting. [‘AGM’]. Ms. Shruti Somani, Authorised Representative of M/s. Dharmesh Bohra & Associates, Practicing Company Secretaries, the Secretarial Auditors, was present at the AGM. The Company had exempted the presence of the Messrs. Parekh Shah & Lodha, Chartered Accountants, the Statutory Auditors of the Company. Total 7 Members were present in person.

Mr. Krishna Kumar Pittie took the Chair. Further, since the Chairman of the Meeting was interested in Agenda No. 2, Mr. Satish Sharma had chaired the meeting for the said Agenda Item. The requisite quorum being present, the Chairman declared the Meeting in order. The Chairman briefed the Members about the relevant provisions of the Companies Act, 2013, the relevant Rules made thereunder, provisions of the Listing Regulations and the procedure of the AGM. He also informed that as per the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and other applicable provisions of the Companies Act, 2013 and Regulation 44 of the Listing Regulations, the Company had provided to its Members the facility to cast their votes by electronic means on all the resolutions as stated in the notice to the 41<sup>st</sup> AGM and e-voting was kept open from Wednesday, September 27, 2023 [9:00 a.m. (IST)] to Friday, March 29, 2023 [5:00 p.m. (IST)]. The Board of Directors had appointed Ms. Shruti Somani (CP: 22487), Practicing Company Secretary, as a Scrutinizer to scrutinize the Remote E-voting process in a fair and transparent manner.

With the consent of all the Members, Notice of the 41<sup>st</sup> AGM was taken as read.

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The qualifications mentioned in the Secretarial Auditor's Report along with the replies from Management were read at the AGM. The objective and implications of all the Resolutions were briefly explained before they were put to vote at the Meeting.

The Chairman also provided a fair opportunity to the Members of the Company who are entitled to vote to seek clarifications and/or offer comments related to the items of business and the same were adequately addressed.

Since voting by show of hands was not permissible as per the provisions of the Companies Act, 2013, the Chairman ordered a poll for the voting on all the resolutions as mentioned in the Notice of the 41<sup>st</sup> AGM and voting was conducted by means of poll for the said resolutions in order to enable the Members to cast their vote, who had not voted through e-voting. As per the Companies Act, 2013, members who had already voted through remote e-Voting, did not vote on the Poll at the AGM.

The poll was conducted as per the provisions of the Companies Act, 2013 and the Rules made thereunder in a fair and transparent manner.

The following items of business as set out in the Notice calling the Meeting were put for shareholders' approval:

## **Ordinary Business:-**

1. To receive, consider and adopt the Audited Financial Statement of the Company for the financial year ended March 31, 2023, including the Audited Balance Sheet as at March 31, 2023, the Statement of Profit and Loss and the Cash Flow Statement of the Company for the year ended on that date and notes related thereto together with the Board's Report and the Report of Auditors' thereon.
2. To appoint a Director in place of Mr. Krishna Kumar Pittie: (DIN: 00023052), who retires by rotation pursuant to the provisions of Section 152 of the Companies Act, 2013 ("the Act") and who is not disqualified to become Director under the Act and being eligible, offers himself for re-appointment.
3. Appointment of Statutory Auditors.

All the resolutions set out in the Notice calling the Annual General Meeting were passed with the requisite majority and are deemed to be passed on the date of the Annual General Meeting, i.e. September 30, 2023.

Kindly take the above proceedings on your record and oblige.

Yours sincerely,

**For Victoria Enterprises Limited,**

**Krishna Kumar Pittie**  
**DIN: 00023052**  
**Chairman of 41<sup>st</sup> AGM**