| General information about | General information about company | | | | | | |
|----------------------------------------------------------------|-----------------------------------|--|--|--|--|--|--|
| Scrip code | 533427 | | | | | | |
| NSE Symbol | | | | | | | |
| MSEI Symbol | | | | | | | |
| ISIN | INE932K01015 | | | | | | |
| Name of the entity | VMS INDUSTRIES LIMITED | | | | | | |
| Date of start of financial year | 01-04-2020 | | | | | | |
| Date of end of financial year | 31-03-2021 | | | | | | |
| Reporting Quarter | Quarterly | | | | | | |
| Date of Report | 31-12-2020 | | | | | | |
| Risk management committee | Not Applicable | | | | | | |
| Market Capitalisation as per immediate previous Financial Year | Any other | | | | | | |

Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Wether the listed entity has a Regular Chairperson Yes

| | | | | | | | Whe | ther Chair | person is re | lated to MD | or CEO | Yes | | | | |
|-------------------|------------|----------|-------------------------------------------------------|----------------------------|-------------------------------|--------------------|----------------------------------------------------------------------------------------------------|---------------------------------------------|-----------------------------------|-----------------------|-------------------|--------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| ne of the irector | PAN | DIN | Category 1 of directors | Category 2 of directors | Category 3 of directors | of | Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations] | Date of passing special resolution | Initial Date of appointment | Date of Reappointment | Date of cessation | Tenure of director (in months) | No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations) | No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations | Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations) | No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations) |
|)JKUMAR | ABUPJ3093R | 02190018 | Executive Director | Chairperson | MD | 18- 12- 1961 | NA | | 29-09-2014 | 30-09-2019 | | | 1 | 0 | 0 | 0 |
| EETA | ADBPJ6532G | 00125273 | Executive Director | Not Applicable | | 22- 01- 1968 | NA | | 29-09-2014 | 30-09-2019 | | | 1 | 0 | 1 | 0 |
| UMAR ANLAL | ADAPJ7975L | 00114766 | Non- Executive - Non Independent Director | Not Applicable | | 19- 12- 1936 | Yes | 30-09- 2018 | 30-09-2012 | | | | 1 | 0 | 1 | 0 |
| L NLAL A | AGNPM2902J | 02902485 | Non- Executive - Independent Director | Not Applicable | | 16- 06- 1952 | NA | | 29-09-2014 | 30-09-2019 | | 60 | 1 | 1 | 3 | 1 |

| | | | | | | | | I | . Compos | ition of | Board of | Directors | 1 | | | | |
|----|-----------------|------------------------------------|------------|----------|------------------------------------------------|-------------------------------|-------------------------------|---------------------|----------------------------------------------------------------------------------------------------|---------------------------------------------|-----------------------------|-----------------------|-------------------|--------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------|---|
| | | | | | | | Disclosu | ire of | notes on co | mpositio | n of board o | of directors | explana | tory | | | |
| | ı | | 1 | T | 1 | 1 | | Wetl | er the liste | d entity h | as a Regula | r Chairper | son | 1 | T | | _ |
| Si | Title (Mr / Ms) | Name of the Director | PAN | DIN | Category 1 of directors | Category 2 of directors | Category 3 of directors | Date of Birth | Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations] | Date of passing special resolution | Initial Date of appointment | Date of Reappointment | Date of cessation | Tenure of director (in months) | No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations) | No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations | |
| 5 | Mr | PRANAVKUMAR VINAYKANT PARIKH | ABCPP1785A | 02906210 | Non- Executive - Independent Director | Not Applicable | | 05- 06- 1959 | NA | | 29-09-2014 | 30-09-2019 | | 60 | 1 | 1 | |
| 6 | Mr | HITESH LOONIA | ABUPL1185A | 02906216 | Non- Executive - Independent Director | Not Applicable | | 22- 09- 1984 | NA | | 29-09-2014 | 30-09-2019 | | 60 | 1 | 1 | |

| Au | Audit Committee Details | | | | | | | |
|----|-------------------------|---------------------------------|---------------------------------------------|----------------------|------------|--|--|--|
| | | Whether th | gular Chairperson | Yes | | | | |
| Sr | DIN Number | Name of Committee members | Date of Appointment | Date of Cessation | Remarks | | | |
| 1 | 02902485 | BAKUL KISHANLAL MEHTA | Non-Executive - Independent Director | Chairperson | 29-09-2014 | | | |
| 2 | 02906210 | PRANAVKUMAR VINAYKANT PARIKH | Non-Executive - Independent Director | Member | 29-09-2014 | | | |
| 3 | 00114766 | AJITKUMAR BHAJANLAL JAIN | Non-Executive - Non Independent Director | Member | 30-09-2012 | | | |

| No | Nomination and remuneration committee | | | | | | | |
|----|---------------------------------------|---------------------------------|---------------------------------------------|----------------------|------------|--|--|--|
| | W | hether the Nomination and remu | gular Chairperson | Yes | | | | |
| Sr | DIN Number | Name of Committee members | Date of Appointment | Date of Cessation | Remarks | | | |
| 1 | 02906210 | PRANAVKUMAR VINAYKANT PARIKH | Non-Executive - Independent Director | Chairperson | 29-09-2014 | | | |
| 2 | 02902485 | BAKUL KISHANLAL MEHTA | Non-Executive - Independent Director | Member | 29-09-2014 | | | |
| 3 | 00114766 | AJITKUMAR BHAJANLAL JAIN | Non-Executive - Non Independent Director | Member | 30-09-2012 | | | |

| Sta | Stakeholders Relationship Committee | | | | | | | | |
|-----|-------------------------------------|------------------------------------------------------|-----------------------------------------|----------------------|------------|--|--|--|--|
| | V | hether the Stakeholders Ro | Yes | | | | | | |
| Sr | DIN Number | Name of Committee members | Date of Appointment | Date of Cessation | Remarks | | | | |
| 1 | 02906216 | HITESH LOONIA | Non-Executive - Independent Director | Chairperson | 29-09-2014 | | | | |
| 2 | 02902485 | BAKUL KISHANLAL Non-Executive - Independent Director | | Member | 29-09-2014 | | | | |
| 3 | 00125273 | SANGEETA JAIN | Executive Director | Member | 29-09-2014 | | | | |

| Ris | Risk Management Committee | | | | | | | |
|-----|---------------------------|---------------------------|-------------------------|-------------------------|------------------------|----------------------|---------|--|
| | | Whether the Risk Manage | ment Committee has a | Regular Chairperson | | | | |
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks | |

| Corporate Social Responsibility Committee | | | | | | | |
|-------------------------------------------|---------------|------------------------------|-------------------------|-------------------------|---------------------|----------------------|---------|
| | Whether the | e Corporate Social Responsi | bility Committee has a | Regular Chairperson | No | | |
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |

| I | Otl | ner Committee | | | | | |
|---|-----|---------------|---------------------------|-------------------------|-------------------------|-------------------------|---------|
| ſ | Sr | DIN Number | Name of Committee members | Name of other committee | Category 1 of directors | Category 2 of directors | Remarks |

| | | | Aı | nnexure 1 | | | |
|----|--------------------------------------------------------------|-------------------------------------------------------------|----------------------------------------------------------------------|------------------------------|--------------------------------------------|------------------------------------|-----------------------------------------------------------|
| An | nexure 1 | | | | | | |
| Ш | . Meeting of Board | l of Directors | | | | | |
| | | etes on meeting of ectors explanatory | | | | | |
| Sr | Date(s) of meeting (if any) in the previous quarter | Date(s) of meeting (if any) in the current quarter | Maximum gap between any two consecutive (in number of days) | Notes for not providing Date | Whether requirement of Quorum met (Yes/No) | Number of Directors present* | No. of Independent Directors attending the meeting* |
| 1 | 15-09-2020 | | | | Yes | | |
| 2 | | 21-10-2020 | 35 | | Yes | 6 | 3 |
| 3 | | 10-11-2020 | 19 | | Yes | 4 | 2 |
| 4 | | 21-12-2020 | 40 | | Yes | 4 | 2 |

| | Annexure 1 | | | | | | | |
|-----|----------------------------------------------------------|-------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------|---------------------------------------|-----------------------------------------------------|------------------------------------|-----------------------------------------------------|
| IV. | IV. Meeting of Committees | | | | | | | |
| | Disclosure of notes on meeting of committees explanatory | | | | | | | |
| Sr | Name of Committee | Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order) | Maximum gap between any two consecutive (in number of days) | Name of other committee | Reson for not providing date | Whether requirement of Quorum met (Yes/No) | Number of Directors present* | No. of Independent Directors attending the meeting* |
| 1 | Audit Committee | 15-09-2020 | | | | Yes | 3 | 3 |
| 2 | Audit Committee | 10-11-2020 | 55 | | | Yes | 3 | 3 |

| | Annexure 1 | | | | | | |
|----|---------------------------------------------------------------------------------------------------------|-----|--|--|--|--|--|
| V. | V. Related Party Transactions | | | | | | |
| Sr | Sr Subject Compliance status (Yes/No/NA) If status is "No" details of non-compliance may be given here. | | | | | | |
| 1 | Whether prior approval of audit committee obtained | Yes | | | | | |
| 2 | Whether shareholder approval obtained for material RPT | Yes | | | | | |
| 3 | Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee | Yes | | | | | |

| | Annexure 1 | | | | |
|-----|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------|--|--|--|
| VI. | VI. Affirmations | | | | |
| Sr | Subject | Compliance status (Yes/No) | | | |
| 1 | The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 | Yes | | | |
| 2 | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee | Yes | | | |
| 3 | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee | Yes | | | |
| 4 | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee | Yes | | | |
| 5 | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 500 listed entities) | NA | | | |
| 6 | The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. | Yes | | | |
| 7 | The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. | Yes | | | |
| 8 | This report and/or the report submitted in the previous quarter has been placed before Board of Directors. | Yes | | | |

| | Annexure 1 | | |
|----|-------------------|------------------------------------------|--|
| Sr | Subject | Compliance status | |
| 1 | Name of signatory | HEMAL PATEL | |
| 2 | Designation | Company Secretary and Compliance Officer | |

| Signatory Details | | |
|-----------------------|------------------------------------------|--|
| Name of signatory | HEMAL PATEL | |
| Designation of person | Company Secretary and Compliance Officer | |
| Place | AHMEDABAD | |
| Date | 05-01-2021 | |