

NOTICE

Notice is hereby given that the 21st [Twenty First] Annual General Meeting of the Company will be held on 11.00 hours on Wednesday, 25th day of September, 2013 at the Registered Office of the Company situated at 808/C Pinnacle Business Park, Corporate Road, Prahladnagar, Ahmedabad-380015, to transact the following business.

Ordinary Business:

1. To receive, consider and adopt the Audited Balance Sheet of the Company as at March, 31, 2013 and the Profit and Loss Account for the Year ended on that date together with the Report of Board of Directors and Auditors thereon;
2. To appoint Director in place of Mr. Ajit Kumar Jain, who retires by rotation and, being eligible, offers himself for re-appointment.
3. To appoint Director in place of Mr. Bakul Mehta, who retires by rotation and, being eligible, offers himself for re-appointment.
4. To appoint M/s K Solanki & Co., Chartered Accountants, Ahmedabad, (Firm Registration Number 114694W) as Statutory Auditors of the Company to hold office from the conclusion of this Meeting, until the conclusion of the next Annual General Meeting, on such remuneration plus out of pocket expenses, if any, as may be mutually agreed upon between the Board of Directors of the Company and said Statutory Auditors;

**By Order of Board of Directors
For: VMS INDUSTRIES LIMITED**

Place : Ahmedabad
Date : 14th August, 2013

Hemal Patel
Company Secretary

Notes:

- i) A member entitled to attend to vote at the meeting is entitled to appoint a proxy, to attend and vote on poll on his behalf and such a proxy need not be member of the Company, Proxies in order to be effective must be deposited at the Registered Office or with the Registrar and Share Transfer Agents of the Company, M/s Cameo Corporate Services Limited, not less than 48 hours before the meeting.
- ii) The Registrar of Members of the Company and the Share Transfer Registrar shall remain closed from Wednesday, 18th September, 2013 to Wednesday, 25th September 2013 (both days inclusive)
- iii) The members are requested to
 - a) Notify immediately any change in their address to the Company
 - b) Bring their copy of the Annual Report to the Annual General Meeting.
- iv) The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participant with whom they are maintaining their Demat accounts.
- v) Brief profile of the Directors who are retiring by rotation and are eligible for re appointment as Directors at the ensuing Annual General Meeting are furnished with Notice of Annual General Meeting, which forms part of Annual Report.

**By Order of Board of Directors
For: VMS INDUSTRIES LIMITED**

Place : Ahmedabad
Date : 14th August, 2013

Hemal Patel
Company Secretary



VMS Industries Limited

Details of Directors seeking reappointment in Annual General Meeting (in pursuant of Clause 49 of Listing Agreement)

Name of Director	Mr. Ajit Kumar Jain	Mr. Bakul Mehta
Date of Birth	19/12/1936	16/06/1953
Nationality	Indian	Indian
Date of Appointment on the Board	05.09.2005	28.04.2010
Qualification	B.A	B.A
Experience of functional area	Business	Business
Shareholding in the Company	50000	-
List of Directorship held in other Companies	NIL	NIL
Committee Membership	1	2