



VR FILMS & STUDIOS LIMITED

(FORMERLY KNOWN AS V R FILMS & STUDIOS PVT LTD)

Date: 07th September, 2022

To,
The Listing Compliance
BSE Ltd.
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001
Ref. BSE Scrip Code: 542654

Subject: Outcome of Board Meeting held on 07th September, 2022.

Dear Sir/Madam,

Pursuant to Regulations 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Schedule III of the said Regulations, we inform you that the Board of Directors of the Company at its meeting held today, i.e., Wednesday, September 7, 2022, inter alia, has approved the following items:

1. Fixed the Date, Time and Venue of 14th Annual General Meeting (AGM) as Friday, 30th September, 2022 at 2:00 P.M. to be held through video conferencing ("VC")/ other audio-visual means ("OAVM")
2. Considered and Approved the Calendar of Events for 14th Annual General Meeting of the Company.
3. Considered and Approved the Appointment of M/S Jaymin Modi & Co as the Scrutinizer of the 14th Annual General Meeting of the Company to be held on 30th September, 2022.
4. In Compliance with the provisions of Regulation 42 of the listing regulations, we hereby inform you that Board of Directors in their meeting held on Wednesday, September 7, 2022 has decided that the Register of Members & share Transfer Books of the Company will remain closed from Saturday, 24th September 2022 to Friday, 30th September 2022 (both days inclusive) for the purpose of Annual General Meeting (AGM) of the Company to be held on 30th September, 2022.
5. Considered and Approved the Director's Report for the Financial Year ended 31st March, 2022 and Notice of 14th Annual General Meeting of the Company.
6. Considered and approved Annual Report for financial year 2021-22.

Enclosure:

- I. Notice of 14th Annual General Meeting of the Company to be held on Friday, 30th September, 2022.



JURISDICTION MUMBAI HIGH COURT

19, Chhadva Apartments, Near Diamond Garden, Sion-Trombay Road, Chembur, Mumbai – 400 071. INDIA

Tel No: 91-22-25273841, Tel Fax No: 91-22-25228467, Email Id: info@vrfilms.in, Website: www.vrfilms.in

CIN : L92100MH2007PLC177175



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We further inform you that the Board Meeting commenced at 01:30 pm today and concluded at 02:30 pm.

Thanking You.

**For and on behalf of the Board of the Directors of
V R FILMS & STUDIOS LTD**

Manish Dutt

**MANISH DUTT
MANAGING DIRECTOR
DIN: 01674671**



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NOTICE

NOTICE IS HEREBY GIVEN THAT THE 14TH ANNUAL GENERAL MEETING OF THE MEMBERS OF V R FILMS & STUDIOS LIMITED WILL BE HELD ON FRIDAY 30TH SEPTEMBER 2022 AT 02:00 P.M THROUGH VIDEO CONFERENCING OR OTHER AUDIO-VISUAL MEANS, TO TRANSACT THE FOLLOWING BUSINESS.

ORDINARY BUSINESS:

Item No. 1.

Adoption of financial statements:

To receive, consider and adopt the audited Standalone Financial Statements of the Company for the financial year ended March 31, 2022 and the Reports of the Directors and the Auditors thereon.

Item No. 2.

To declare Final dividend for the financial year ended 31st March, 2022.

Item No. 3.

Appointment of Mr. Krishi Satprakash Dutt (DIN: 01674721) as a director liable to retire by rotation:

“RESOLVED THAT, pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013 Mr. Krishi Satprakash Dutt (DIN: 01674721) who retires by rotation, be and is hereby re-appointed as a director liable to retire by rotation.”

For and behalf of V R Films & Studios Limited

Sd/-

Manish Satprakash Dutt

Managing Director

DIN 01674671

Date: 07th September 2022

Sd/-

Krishi Satprakash Dutt

Wholetime Director

DIN 01674721

NOTES:

1. In continuation of Ministry's General Circular No. 20/2020 dated 5th May, 2020 General Circular No. 02/2021 dated 13th January, 2021 and General Circular No. 19/2021 dated 8th December, 2021 it has been allowed to organise AGMs in 2022 for the Financial Year ended/ending on or before 31st March, 2022 through VC or OAVM by 30th June, 2022 in accordance with the requirements laid down in Para 3 and Para 4 of the General Circular No.20/2020 dated 5th May, 2020.

Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act. Link for the same is:

<https://us06web.zoom.us/j/82120291009?pwd=Z2xmbHgyYWZacEVCM0hLbzNVM0wrQT09>

Meeting ID: 821 2029 1009

Passcode: 078680

2. A Member entitled to attend and vote at the meeting is entitled to Appoint Proxy/ Proxies to attend and vote instead of himself/herself and the proxy need not be a member of the Company. Since the AGM is being held in accordance with the Circulars through VC, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for the AGM and hence the Proxy Form, Attendance Slip and route map of the AGM are not annexed to this Notice.

3. Participation of members through VC will be reckoned for the purpose of quorum for the AGM as per Section 103 of the Companies Act, 2013 ("the Act").

4. Members of the Company under the category of Institutional Investors are encouraged to attend and vote at the AGM through VC. Corporate Members attending through authorised representatives to attend the AGM are requested to send a duly certified copy of their Board Resolution/ authorisation letter to the Company or upload on the VC portal/ voting portal.

5. Members whose shareholding is in the electronic mode are requested to direct, change of address notification and updating of Saving Bank Account details to their respective Depository Participants. Members whose shareholding is in physical mode are requested to opt for the Electronic Clearing System (ECS) mode to receive dividend on time in line with the Circulars. We urge members to utilise the ECS for receiving dividends. Members holding share in physical form who wish to avail NACH facility, may submit their bank details, viz. Name of the Bank and Branch, their account type and Bank Account No. with MICR No. and IFSC Code along with the copy of cancelled cheque to the RTA at

Link Intime India Pvt. Ltd

1st Floor, 247 Park,

Lal Bahadur Shastri Marg,

Vikhroli (West), Mumbai,

Maharashtra – 400 083

Email id :ganapati.haligouda@linkintime.co.in

Contact number: 9004238646

Landline Number: 022-49186200

6. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed Companies can be transferred only in dematerialised form with effect from 1st April, 2019, except in case of request received transmission or transposition and relogged transfer of securities. Further SEBI vide Circular No. SEBI/HO/ MIRSD/RTAMB/CIR/P/2020/236 dated 2nd December, 2020 had fixed 31st March, 2021 as the cut-off date for re-lodgment of transfer deeds and the shares that are re-lodged for transfer shall be issued only in demat mode. In view of this and to eliminate all risks associated to physical shares and for ease of portfolio management. Member's holdings shares in physical form are requested to

consider converting their holding to dematerialised form. Members can contact the Company or the Company's Registrar and Transfer Agent for assistance in this regard.

7. Members who are holding shares in identical order or names in more than one folio are requested to write to the Company to enable the Company to consolidate their holdings in one folio.

8. The Register of Members and Share Transfer Register in respect of equity shares of the Company will remain closed from Saturday 24th September, 2022 to Friday, 30th September, 2022 (both days inclusive).

9. In furtherance of Green Initiative in Corporate Governance by Ministry of Corporate Affairs, the Shareholders are requested to register their email id with the Company or with the Registrar and Transfer Agent (RTA).

10. Members are requested to intimate changes, if any pertaining to their name, postal address, email address, telephone/mobile number, Permanent Account Number (PAN), mandates, nominations, power of attorney, etc. to their DP's if the shares are held in electronic Form and to RTA if the shares are held in physical form.

11. An electronic copy of the Notice of the Annual General Meeting of the Company inter alia indicating the process and manner of voting is being sent to all the members by email and physical copy of the same will not be made available to the Members of the Company in line with the Circulars. Members may also note that the Notice of the Annual General Meeting and the Annual Report for FY 2021-22 will also be available on the Company's website www.vrfilms.in for their download. The aforesaid documents can also be accessed from the website of the Stock Exchange.

12. Pursuant to Section 72 of the Companies Act, 2013, members holding shares in physical form are advised to file nomination in the prescribed Form SH-13 with the Company's share transfer agent. In respect of shares held in electronic/ demat form, the members may please contact their respective depository participant

13. Members may please note that SEBI has made Permanent Account Number (PAN) as the sole identification number for all participants transacting in the securities market, irrespective of the amount of such transactions.

SEBI has also made it mandatory for submission of PAN in the following cases: (i) Deletion of name of the deceased member(s) (ii) Transmission of shares to the legal heir(s) and (iii) Transposition of shares.

Further, the Members are requested to kindly note that as per SEBI circular bearing no SEBI/HO/MIRSSD_ RTAMB/PCIR/2021/655 dated 3rd November, 2021, it is mandatory for Members holding shares in physical form to register their PAN, KYC details, Bank Particulars and Nomination against their folio no. PAN is also required to be linked to Aadhar No. by the Members to be considered as valid PAN.

Members are requested to provide Form ISR1, ISR2, Nomination Form duly filled and signed along with the hard copy of the following self-attested documents to Link Intime India Pvt Ltd for registration against their respective folio(s):

- Identity Proof: Copy of PAN Card/ Aadhar Card
- Address Proof: Copy of Aadhar Card/ Passport/ Client Master List/ Utility Bill not over 3 months old
- Bank Details: Copy of the cancelled cheque stating the name of the Member as account holder CO31FSSR
- Contact Details: Mobile no., email ID

- Nomination: Please provide Form SH13 duly filled and signed to Link Intime India Pvt Ltd.

In the absence of any of the above information registered against your folio no., your folio no. will be frozen for any updation/ dividend payment as per the direction under the aforesaid Circular.

14. If the shares are held in electronic form, then change of address and change in the Bank Account etc. should be furnished to their respective Depository Participants.

15. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act and the Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Act, will be available for inspection in electronic form without any fee by the Members seeking to inspect such documents can send an email to cs@vrfilms.in.

16. Instructions for members for attending the AGM through VC / OAVM are as under:

i. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act. Link for the same is:

<https://us06web.zoom.us/j/82120291009?pwd=Z2xmbHgyYWZacEVCM0hLbzNVM0wrQT09>

Meeting ID: 821 2029 1009

Passcode: 078680

ii. Facility of joining the AGM through VC / OAVM shall open 15 minutes before the time scheduled for the AGM and will be available for Members on first come first served basis.

iii. Members who need assistance before or during the AGM, can contact Mr. Prasad Sawant, CFO at email id prasad.sawant@vrfilms.in.

iv. Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request from their registered email address mentioning their name, DP ID and Client ID/folio number, PAN, mobile number at info@vrfilms.in from 28th September, 2022 (9:00 a.m. IST) to 30th September, 2022 (5:00 p.m. IST). Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

v. The Voting will be held by 'Show of hands'.

17. Additional Information on Directors recommended for appointment/re-appointment as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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|---------------------------------------|--|
| Name of the Director | Krishi Satprakash Dutt |
| Date of Birth | 08/11/1966 |
| Date of appointment | 04 th March, 2022 |
| Expertise in specific functional area | He is the Whole-Time Director and Promoter of our Company. He has rich experience of 27 years in the textile, apparel & fashion industry and CSR domain impacting lives and ecosystem. |

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| Qualifications | B.Sc, Diploma in Business Management, Diploma – programme in Fashion Designing, Executive Course in Finance Management. He has also completed Management Development Programme in finance for Non - Finance Executives from Indian Institute of Management, Lucknow. |
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For and behalf of V R Films & Studios Limited

Sd/-
Manish Satprakash Dutt
Managing Director
DIN 01674671
Date: 07th September 2022

Sd/-
Krishi Satprakash Dutt
Wholetime Director
DIN 01674721