



VIRAT INDUSTRIES LIMITED



30th ANNUAL REPORT
2019-2020

CORPORATE INFORMATION

BOARD OF DIRECTORS

Shri. Adi F. Madan

Managing Director

Smt. Ayesha K. DadyBurjor

Whole-time Director

Shri. Ajit P. Walwaikar

Shri. Harish H. Shah

Shri. Kaizad R. DadyBurjor

Shri. Pheroze A. Dhanbhoora

COMPANY SECRETARY & COMPLIANCE OFFICER

Shri. Tony G. Gandhi

CHIEF FINANCIAL OFFICER

Shri. Bhavik R. Maisuria

AUDITORS

M/s. B. K. Khare & Co.

Chartered Accountants

BANKERS

Kotak Mahindra Bank Ltd.

REGISTERED OFFICE & FACTORY

A-1/2, GIDC Industrial Estate,
Kabilpore, Navsari - 396 424,
Gujarat.

EMAIL ID

factory@viratindustries.com

WEBSITE

www.viratindustries.com

CONTENTS	Page No.
• Notice	01
• Directors' Report	13
• Independent Auditors' Report	40
• Balance Sheet	49
• Statement of Profit and Loss	50
• Cash Flow Statement	51
• Notes forming part of the Financial Statements	52

NOTICE

NOTICE is hereby given that the 30th Annual General Meeting (AGM) of the Members of Virat Industries Limited will be held on Thursday, September 17, 2020 at 11.30 a.m. through Video Conference / Other Audio Visual Means ('VC'), to transact the following business. The deemed venue of the AGM shall be the Registered Office at A-1/2, GIDC Industrial Estate, Kabilpore, Navsari, Gujarat - 396424

ORDINARY BUSINESS

1. To receive, consider and adopt the Balance Sheet as at 31st March, 2020 and the Profit & Loss Account for the year ended as on that date and the Reports of the Directors and the Auditors thereon.
2. To appoint a Director in place of Shri. Kaizad R. DadyBurjor (DIN: 00022387) who retires by rotation and, being eligible, offers himself for re-election.

SPECIAL BUSINESS

3. To re-appoint Smt. Ayesha K. DadyBurjor (DIN: 02949248) as a Whole Time Director of the Company

To consider and if thought fit, to pass with or without modification (s) the following Resolution as a **SPECIAL RESOLUTION**.

"RESOLVED THAT in terms of Regulation 166 of the Articles of Association of the Company and subject to the provisions of Sections 2(78), 2(94), 196 and 197, 198 and Schedule V and other applicable provisions of the Companies Act, 2013, Smt. Ayesha K. DadyBurjor, be and is hereby re-appointed as the Whole-time Director of the Company with effect from 8th November, 2020 to 7th November, 2023, for a term of 3 years, on terms and conditions mentioned in the Agreement entered in to between the Whole-time Director and the Company.

RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as they may in their absolute discretion deem necessary, expedient and proper in the best interest of the Company."

The Company in General Meeting has to approve the following terms of remuneration and other terms and conditions to the Whole-time Director :

- (a) Salary – ₹ 82,420/- per month
- (b) Perquisites – The following perquisites are allowed in addition to salary.
 - Housing – 35% of the salary towards House Rent Allowance ₹ 28,847/- per month
 - Medical Allowance – ₹ 6,864/- per month (Maximum one month's basic salary for a year)
 - Conveyance Allowance – ₹ 23,349/- per month
 - (Total Emoluments = Salary + Perquisites = ₹ 1,41,480/-)
- (c) Car – Company's car for the business of the Company including Petrol/ Diesel Expenses.
- (d) Gratuity – Gratuity as per the provisions of the Gratuity Act as applicable to all other employees of the Company, subject to the ceiling as per the guidelines for Managerial Remuneration in force from time to time.
- (e) In the event of loss or inadequacy of profits in any financial year, the Whole Time Director shall be paid remuneration by way of salary and perquisites as specified above."
- (f) She will not be entitled to Provident Fund and any other benefit like Leave Travel Allowance, etc.

(g) Other Benefits

Apart from the aforesaid remuneration, the Whole-time Director shall be entitled to reimbursement of expenses incurred in connection with the business of the Company. The Whole-time Director shall not be paid any sitting fees for attending meetings of the Board of Directors or Committees thereof so long as she continues as the Whole-time Director.

Not exclusive

The Directors are at liberty from time to time to appoint any other person or persons to be Whole-time Directors jointly with the Whole-time Director.

Termination

Either party shall be entitled to terminate the Agreement by giving three months' notice in writing to the other party without assigning any reason or on expiry of period of such notice the Agreement shall stand terminated. The Company shall be entitled to give three months' salary and perquisites in lieu of the notice period.

Compensation

If any time the office of the Whole-time Director is determined before the expiry of her term of office, the Whole-time Director shall be entitled to be compensated for loss of office in accordance with and subject to the restrictions laid down in Section 191 of the Companies Act, 2013.

Non-Rotational

The Whole-time Director shall not so long as she continues to hold office as Whole-time Director be liable to retire by rotation and she shall not be reckoned as Director for the purpose of determining the rotation for retirement of Directors.

Arbitration

That in the event of any dispute or difference at any time hereafter arising between the Company on one hand and the Whole-time Director on the other hand with reference to any of the provisions of this Agreement, matters or things herein contained, or any matters or things arising there from or thereabout, such dispute or difference shall be referred to two arbitrators one to be chosen by each party to the dispute or difference or in case of difference between Arbitrators, to an Umpire to be chosen by the Arbitrators before entering upon the matters referred to them and this Agreement shall be deemed to be a submission to the Arbitration of two Arbitrators within the meaning of the Arbitration and Conciliation Act, 1996 or any statutory amendment. Modification and re-enactment thereof, as the case may be.

“RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as they may in their absolute discretion deem necessary, expedient and proper in the best interests of the Company”.

By Order of the Board of Directors

Tony G. Gandhi

Company Secretary

Membership No.: ACS 53163

Registered Office:

A-1/2, GIDC Industrial Estate,
Kabilpore, Navsari 396 424, Gujarat

Place: Mumbai

Date: 25th June, 2020

NOTES

- A. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, in respect of the Special Business mentioned under Resolution No. 3 above, is annexed hereto. The Board of Directors have considered and decided to include the Item No. 3 given above as Special Business in the forthcoming 30th Annual General Meeting, as they are unavoidable in nature.
- B. The Register of Members and the Share Transfer Books shall remain closed **from 11-09-2020 to 17-09-2020 (including both dates)** for the purpose the 30th Annual General Meeting.
- C. In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs ('MCA') has vide its circular dated May 5, 2020 read with Circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars") permitted the holding of the AGM through VC, without the physical presence of the Members at common venue. In compliance with the provisions of the Act, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI LODR') and MCA Circulars, the AGM of the Company is being held through VC. Link Intime India Private Limited, the Registrar and Transfer Agents of the Company (RTA), will be providing facility for voting through remote e-voting, for participation in the AGM through VC facility and e-voting during the AGM. The procedure for participating in the meeting through VC is explained in Notes and is also available on the website of the Company at www.viratindustries.com.
- D. Pursuant to MCA Circulars, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM and hence Proxy Form and Attendance Slip are not annexed to this Notice. However, the Corporate Members are entitled to appoint authorized representatives to attend the AGM through VC and participate thereat and cast their votes through e-voting.
- E. Corporate Members are requested to send to the Company a certified copy of the relevant Board Resolution authorizing their representative(s) to attend and vote on their behalf at the Meeting. The said Resolution shall be sent to the Company by email through its registered email address to factory@viratindustries.com.
- E. Corporate Members are requested to send to the Company a certified copy of the relevant Board Resolution authorizing their representative(s) to attend and vote on their behalf at the Meeting. The said Resolution shall be sent to the Company by email through its registered email address to factory@viratindustries.com.
- F. In accordance with the MCA Circulars and Circular dated May 12, 2020 issued by SEBI, owing to the difficulties involved in dispatching of physical copies of financial statements (including Report of Board of Directors, Auditors' Report and other documents required to be attached therewith) such statements including the Notice of AGM are being sent in electronic mode to the Members whose e-mail address is registered with the Company or the Depository Participant(s).
- G. The notice of AGM along with Annual Report for the financial year 2019-20, is available on the website of the Company at www.viratindustries.com, on the website of the Stock Exchange- www.bseindia.com.
- H. Members are requested to send all communication relating to shares to the Company's Registrar & Transfer Agent- Link Intime India Private Limited. Members holding shares in electronic mode should address all the correspondence to their respective Depository Participants (Dps).
- I. SEBI has mandated the submission of Permanent Account Number (PAN), proof of identity, address and bank details by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit the said documents to their Depository Participant(s). Members holding shares in physical form shall submit the documents to Link Intime India Private Limited.
- J. Members are informed that the facility of dematerialization of shares of the Company is available and members are advised to go for that by approaching concerned DPs. Members holding shares in physical form are requested to dematerialize their holdings at the earliest as henceforth it will not be possible to transfer shares held in physical mode.
- K. The Members holding shares in physical form are requested to notify any change in their address to the Company.
- L. Members desiring any information as regards the Accounts are requested to write to the Company at least 10 days before the date of the meeting to enable the management to keep the information ready.
- M. As per Companies (Management and Administration) Rules, 2014 read with Chapter VII of the Companies Act, 2013, the Shareholders of the Company are requested to furnish their information as per Annexure attached herewith and are required to submit the same to Link Intime India Pvt. Ltd. RTA of Virat industries Limited on or before **30th Annual General Meeting**.
- N. In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide the Members the facility to exercise their right to vote at the 30th Annual general Meeting (AGM) by electronic means and the business may be transacted through e-voting services provided by Link Intime India Private Limited.

O. Since the AGM will be held through VC, the Route Map is not annexed in this Notice

P. Process of Registration of email ID and Bank Account details:

1. In the case of Shares held in Physical mode:

Kindly log in to the website of our RTA, Link Intime India Private Ltd., www.linkintime.co.in under Investor Services > Email/Bank detail Registration- fill in the details, upload the required documents and submit.

2. In the case of Shares held in Demat mode:

The shareholder may please contact the Depository Participant ("DP") and register the email address and bank account details in the demat account as per the process followed and advised by the DP.

Q. E-voting

- In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide its members facility to exercise their right to vote at the 30th Annual General Meeting (AGM) on the items mentioned in the notice by electronic means through e-voting Services provided by Link Intime India Pvt. Ltd. **The e-voting shall be open on 14-09-2020 to 16-09-2020 from 9.00 AM to 5.00 PM.**
- Shri. Vishal Dewang, Company Secretary (Membership No: ACS 26683) has been appointed as the Scrutinizer for conducting the e-voting process in a fair and transparent manner.
- E-voting is optional. The e-voting rights of the shareholders/beneficiary owners shall be reckoned on the equity shares held by them as on **10-09-2020** being the Cut-off date for the purpose. Shareholders of the Company holding shares either in physical or in dematerialized form, as on the Cut-off date, may cast their vote electronically.
- The Scrutinizer shall within a period not exceeding three (3) days from the conclusion of the e-voting period unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, forthwith to the Chairman of the Company.
- The Results of the e-voting along with the result of the poll conducted at the AGM and the Scrutinizer's Report shall be sent to stock exchanges, where the securities of the Company are listed and placed on the Company's website within two (2) days of passing of the resolutions at the AGM.

The instructions for members for voting electronically are as under:-

Note For Remote e-voting and e-voting during AGM / EGM

- ❖ Log-in to e-Voting website of Link Intime India Private Limited (LI IPL)
 1. Visit the e-voting system of LI IPL. Open web browser by typing the following URL: <https://instavote.linkintime.co.in>.
 2. Click on "Login" tab, available under 'Shareholders' section.
 3. Enter your User ID, password and image verification code (CAPTCHA) as shown on the screen and click on "SUBMIT".
 4. Your User ID details are given below:
 - a. Shareholders holding shares in demat account with NSDL: Your User ID is 8 Character DP ID followed by 8 Digit Client ID
 - b. Shareholders holding shares in demat account with CDSL: Your User ID is 16 Digit Beneficiary ID
 - c. Shareholders holding shares in Physical Form (i.e. Share Certificate): Your User ID is Event No + Folio Number Number registered with the Company

5. Your Password details are given below.

If you are using e-Voting system of LIPL:

<https://instavote.linkintime.co.in> for the first time or if you are holding shares in physical form, you need to follow the steps given below: Click on "Sign Up" tab available under 'Shareholders' section register your details and set the password of your choice and confirm (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).

For Shareholders holding shares in Demat Form or Physical Form	
PAN	<ul style="list-style-type: none"> Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (applicable for both demat shareholders as well as physical shareholders) Members who have not updated their PAN with depository Participant or in the company record are requested to use the sequence number which is printed on Ballot Form / Attendance Slip indicated in the PAN Field
DOB/ DOI	Enter the DOB (Date of Birth)/ DOI as recorded with depository participant or in the company record for the said demat account or folio number in dd/mm/yyyy format
BANK ACCOUNT NUMBER	<p>Enter the Bank Account number (Last Four Digits) as recorded in your demat account or in the company records for the said demat account or folio number.</p> <ul style="list-style-type: none"> Please enter the DOB/ DOI or Bank Account number in order to register. If the above mentioned details are not recorded with the depository participants or company, please enter Folio number in the Bank Account number field as mentioned in instruction (iv-c).

If you are holding shares in demat form and had registered on to e-Voting system of LIPL: <https://instavote.linkintime.co.in>, and/or voted on an earlier voting of any company then you can use your existing password to login.

If Shareholders holding shares in Demat Form or Physical Form have forgotten password:

Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on "SUBMIT".

Incase shareholder is having valid email address, Password will be sent to the shareholders registered e-mail address. Else, shareholder can set the password of his/her choice by providing the information about the particulars of the Security Question & Answer, PAN, DOB/ DOI, Dividend Bank Details etc. and confirm. (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)

NOTE: The password is to be used by demat shareholders for voting on the resolutions placed by the company in which they are a shareholder and eligible to vote, provided that the company opts for e-voting platform of LIPL.

For shareholders holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.

It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

❖ Cast your vote electronically

- After successful login, you will be able to see the notification for e-voting on the home page of INSTA Vote. Select/ View "Event No" of the company, you choose to vote.
- On the voting page, you will see "Resolution Description" and against the same the option "Favour/ Against" for voting. 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'. You may also choose the option 'Abstain' and the shares held will not be counted under "Favour/Against".
- If you wish to view the entire Resolution details, click on the 'View Resolutions' File Link.
- After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, 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.

10. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

11. You can also take the printout of the votes cast by you by clicking on "Print" option on the Voting page.

❖ **General Guidelines for shareholders:**

- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to e-Voting system of LIPL: <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.
- During the voting period, shareholders 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.
- In case the shareholders have any queries or issues regarding e-voting, please refer the Frequently Asked Questions ("FAQs") and Instavote e-Voting manual available at <https://instavote.linkintime.co.in>, under Help section or write an email to enotices@linkintime.co.in or Call us :- Tel : 022 - 49186000.

R. Process and manner for attending the Annual General Meeting through InstaMeet:

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 specific email id created 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 panellist, via active chat-board during the meeting.
5. Please remember speaking serial number and start your conversation with panellist 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:

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.

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.

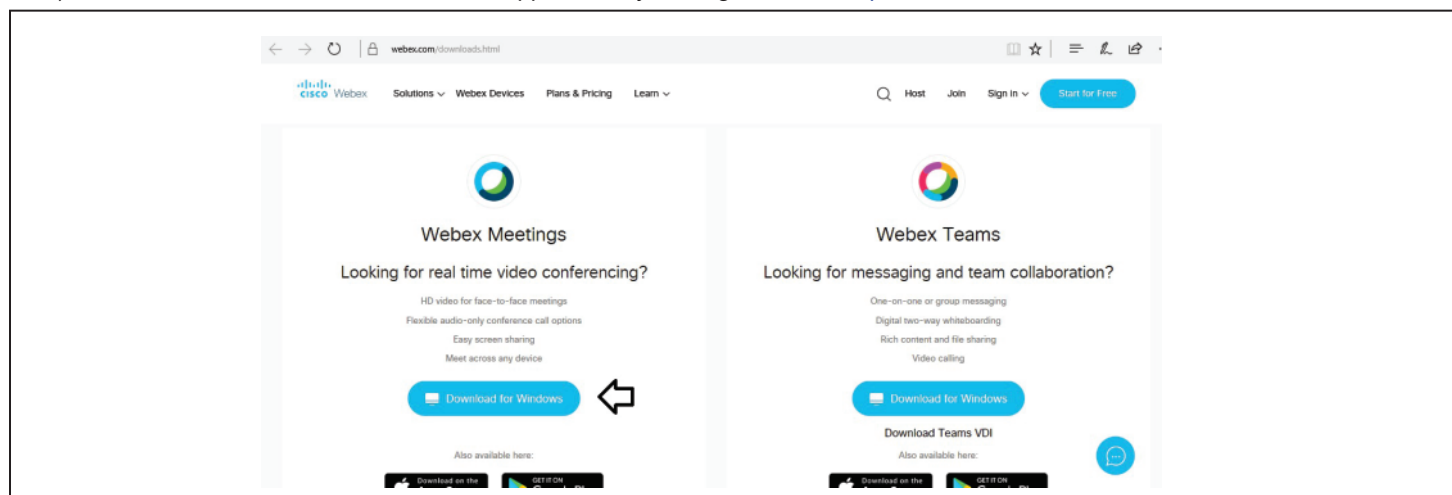
Please note that Shareholders/Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

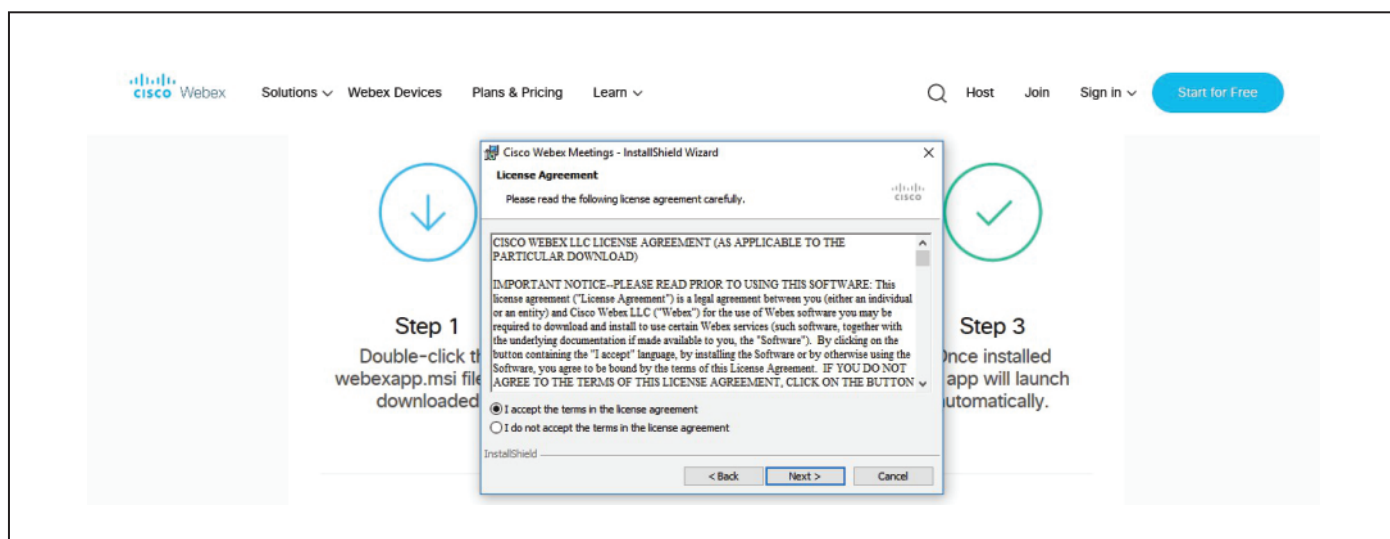
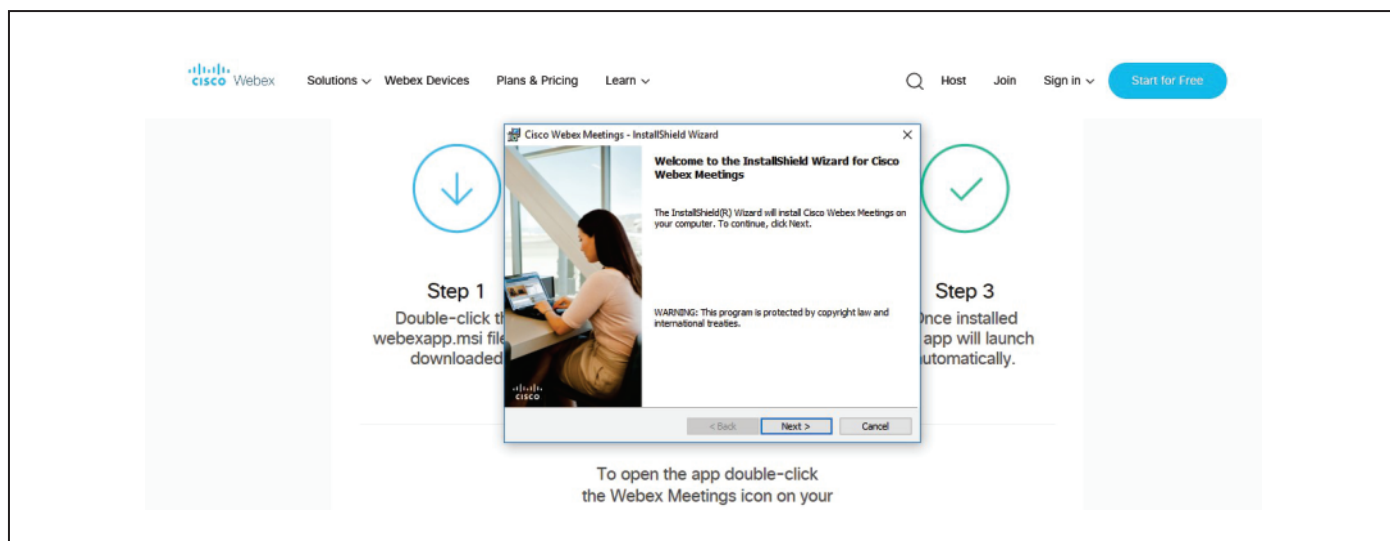
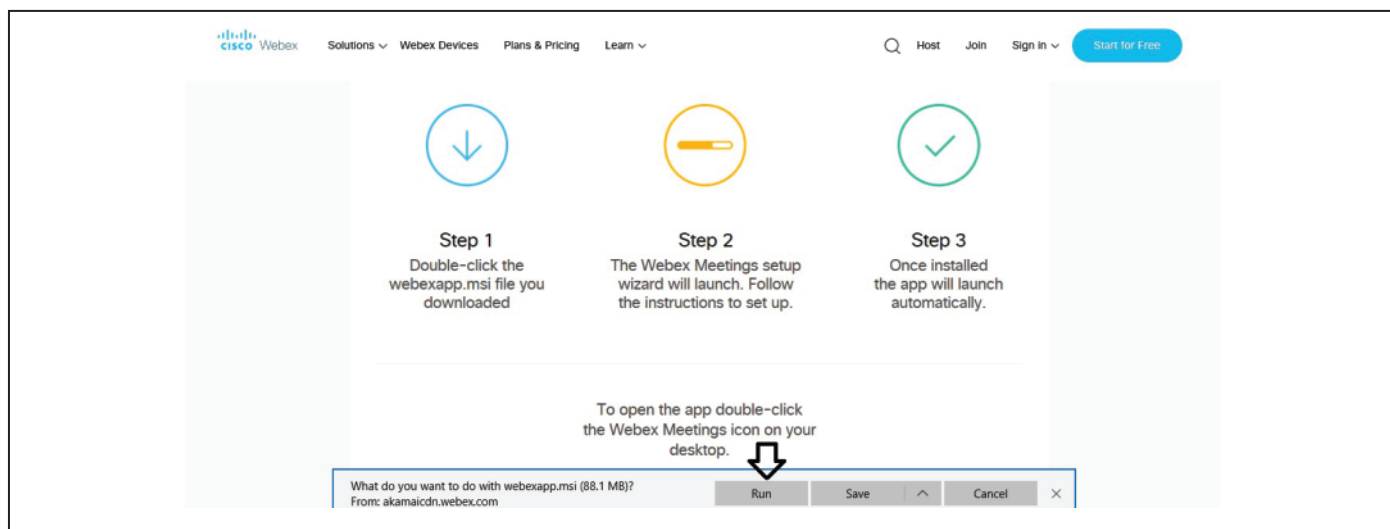
In case shareholders/ members have any queries regarding login/ e-voting, they may send an email to instameet@linkintime.co.in or contact on: - Tel: 022-49186175.

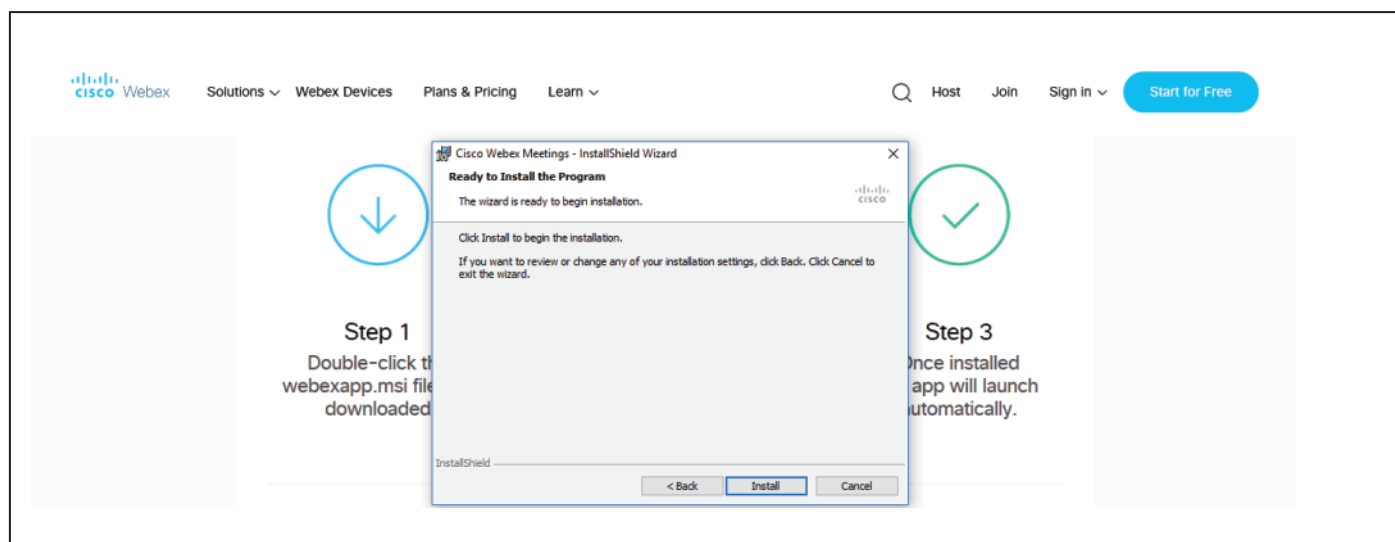
❖ **Guidelines to attend the AGM proceedings of Link Intime India Pvt. Ltd.: InstaMEET**

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:

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

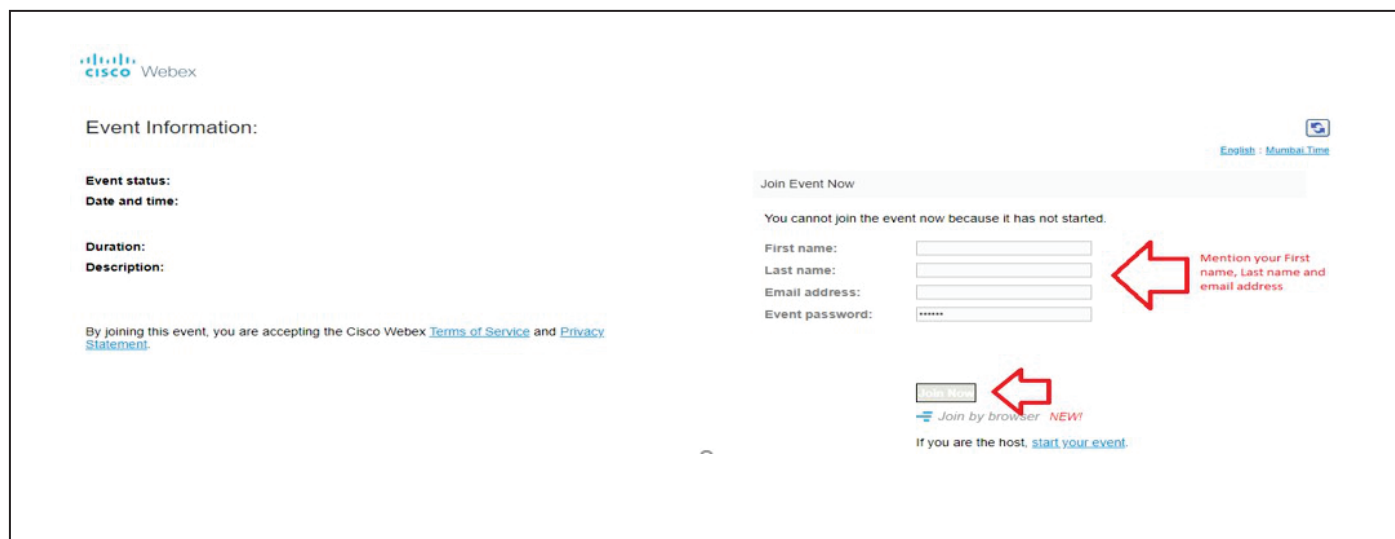






B) If you do not want to download and install the Webex application, you may join the meeting by following the process mentioned as under:

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.



Registered Office:

A-1/2, GIDC Industrial Estate,
Kabilpore, Navsari 396 424, Gujarat

Place: Mumbai

Date: 25th June, 2020

By Order of the Board of Directors

Tony G. Gandhi
Company Secretary
Membership No.: ACS 53163

ANNEXURE TO NOTICE

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

The following Explanatory Statement sets out all material facts relating to the ORDINARY AND SPECIAL BUSINESS mentioned under Item Nos. 2 and 3 of the accompanying Notice.

Business No. 2

Pursuant to the Provisions of Section 152 and other applicable provisions of the Companies Act, 2013 and the Company's Articles of Association, not less than two-thirds of the total number of Directors of the Company shall be liable to retire by rotation. One third of these Directors must retire from office at each Annual General Meeting, but each retiring director is eligible for re-election at such meeting.

Shri. Kaizad R. DadyBurjor, (52) is the Non-executive Director of the Company, subject to retire by rotation within the meaning of Sec. 152 of the Companies Act, 2013. Shri. Kaizad DadyBurjor, is Director of the Company since 22nd September, 2016. Prior the joining Virat Industries Ltd, he promoted the Sigma Group with head quarter at Texas. He also received Award of "Small Business of the year 2004" from Asian American Chamber of Commerce and Industry, Dallas, USA.

Except Smt. Ayesha K. DadyBurjor, no other Director is concerned or interested in this Resolution. The Directors recommend your acceptance thereof in the interest of the Company. This may also be treated as an Abstract of terms and conditions and Memorandum of Interest under Section 190 of the Companies Act, 2013.

Additional Information about Shri Kaizad R. DadyBurjor is provided in Annexure A enclosed hereto.

Business No. 3

Smt. Ayesha K. DadyBurjor (50) (BBA (Hons) University of Texas USA is the Whole-time Director of the Company. She is sought to be appointed as Director of the Company out of the quota of 1/3rd of the Directors who are not subject to retirement by rotation within the meaning of Sec. 152 of the Companies Act, 2013 till she is Whole-time Director of the Company.

She is a charismatic and energetic Sales and Marketing Director with a proven track record of consistently winning high levels of business within a competitive market place like USA. She is able to establish credibility with senior decision makers quickly, in a wide range of business contexts, all with the aim of helping to grow the Company's business. She joined Shapoorjee Chandabhoy Finvest Pvt. Ltd., Mumbai in 2004, onwards Executive Director/Director and its market share. Her professional experience is as under:

- Woford – Plano, TX (USA) : 2002 – 2004
Sales and Marketing for a high-end lingerie and hosiery brand
- Sigma Systems, Inc – Carrollton, TX (USA) : 2000 – 2002
Managed Accounts Receivables and Collections
- Neiman Marcus, Plano TX (USA) : 1995 – 1998
High End Retail Couture Sales and Marketing

Except Smt. Ayesha K. DadyBurjor, Shri. Kaizad R. DadyBurjor, no other Director is concerned or interested in this Resolution. The Directors recommend your acceptance thereof in the interest of the Company. This may also be treated as an Abstract of terms and conditions and Memorandum of Interest under Section 190 of the Companies Act, 2013. The Agreement between the Company and the Whole-time Director is available for inspection of the members of the Company, at the Registered Office, between 11:00 a.m. and 1:00 p.m. on any of the working days up to the date prior to the date of the 30th AGM.

Annexure A:

DETAILS OF DIRECTOR BEING APPOINTED/RE-APPOINTED AT THE ANNUAL GENERAL MEETING
[IN PURSUANCE OF SEBI (LODR) REGULATIONS, 2015]:

Name of Director	Smt. Ayesha K. DadyBurjor	Shri. Kaizad DadyBurjor
Age	50 years	52 years
Qualification	BBA (Hons) in Management and Marketing	Diploma in Business Management
Date of Appointment	01/ 09/ 2014	03 / 09 / 2015
Expertise	<p>Her professional experience is as under:</p> <p>1) ShapoorjeeChandabhoy Finvest Pvt. Ltd. – 2004, onwards, Executive Director/Director</p> <p>2) Wolford – Plano, TX (USA) 2002 – 2004</p> <p>3) Sigma Systems, Inc – Carrollton, TX (USA) :2000 – 2002</p> <p>4) Managed Accounts Receivables And Collections</p> <p>5) Neiman Marcus, Plano TX (USA) 1995 – 1998</p>	<p>He promoted Sigma Group with head quarters at Texas. He has received Award of “Small Business of the year 2004” from Asian American Chamber of Commerce and Industry, Dallas, USA.</p> <p>Proprietor of Otro Consultancy which runs fleet of Ola cabs.</p>
Other Directorships	Shapoorjee Chandabhoy Finvest Pvt. Ltd.	Shapoorjee Chandabhoy Finvest Pvt. Ltd
Chairmanship/Membership of the Committees	None	None
Shareholding in the Company	2,42,252	53004

Annexure to Notes H

Virat Industries Limited

(Regd. Office address: A – 1/2, GIDC Industrial Estate, Kabilpore,
Navsari – 396 424, Gujarat, India)

CIN: L29199GJ1990PLC014514

Tel No: +912637 – 265011/22 | Fax: +912637 – 265712

Email: factory@viratindustries.com | Website: www.viratindustries.com

Dear Members of the Company

Subject: Registration of email Id for the communication through Electronic Mode & providing information as required under section 88(1) of the Companies Act, 2013.

The Companies Act, 2013 allows the Company to communicate with its Members through electronic mode like email. As per the provisions of the said Act, the Company can now opt to send the Notices of the General Meetings and Postal Ballot through the electronic mode. The members may also exercise their right to vote at any General Meeting and on Postal Ballot by electronic means i.e., through e-voting.

The communication between the members and the Company through the electronic mode will help reduce paper consumption and will help in saving the natural resources, which indirectly help you to contribute towards saving environment.

Thus, in view of the above, we request you to register your email Id's with the Company, for the purpose of receiving the future communication from the Company through electronic mode.

We also draw your attention to the Section 88(1) of the Companies Act, 2013 and Rule 3(1) of the Companies (Management and Administration) Rules, 2014.

To enable us to update your details we request you to return/provide the information as per format attached.

We also request you to register your ECS mandate to enable the Company to disburse the dividends through NECS/NEFT/RTGS to avoid misplacement of physical warrant, quick credit to your account and also save your time in depositing the cheque in your bank account. This will also help you participate in e-voting at your convenience.

Shareholders holding shares in demat segment are requested to update their details in their demat account.

**Yours faithfully,
For Virat Industries Limited**

Tony Gandhi
Company Secretary
Membership No: ACS 53163

**Place: Mumbai
Date: 25th June, 2020**