

May 12, 2022

The Manager, Listing Department, BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400 001	The Manager, Listing Department, National Stock Exchange of India Limited Exchange Plaza, 5th Floor, Plot No. C/1, G Block, Bandra-Kurla Complex, Bandra- East, Mumbai- 400 051
Ref: Scrip Code: 532953	Ref: Scrip Code: VGUARD

Dear Sir / Madam,

Sub: Intimation under Regulation 30 of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015, regarding investment in V-Guard Consumer Products Limited (VCPL), Wholly Owned Subsidiary Company.

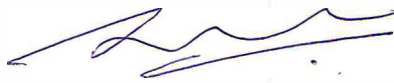
With respect to the above-mentioned subject and pursuant to regulation 30 of the SEBI (LODR) Regulation, 2015, it is hereby informed that the Company has made further investment to the extent of ₹ 29.89 crs in V-Guard Consumer Products Limited (VCPL), the Wholly Owned Subsidiary incorporated on July 19, 2021 and has allotted 2,98,98,757 equity shares of Rs. 10/- each. The total amount of investment made till date of this disclosure is ₹ 89,69,62,640/-.

The details required under regulation 30 of SEBI (LODR) Regulations, 2015 read with SEBI circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015, is enclosed herewith as Annexure -I.

Kindly take the note of the same on your record.

Thanking you,

For V-Guard Industries Ltd.



Jayasree K
Company Secretary & Compliance Officer
Membership No. A15900



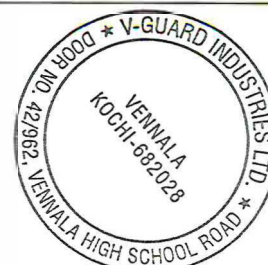
V-GUARD INDUSTRIES LTD.

Regd. office 42/962,
Vennala High School Road,
Vennala, Kochi - 682 028.
CIN: L31200KL1996PLC010010

P +91 484 433 5000, 200 5000
E mail@vguard.in
W www.vguard.in

Annexure-1

Sl No.	Particular	Details
1.	Name of the target entity, details in brief as size, turnover etc.	V-Guard Consumer Products Limited Authorised capital: ₹ 100,00,00,000/- (Rupees One Hundred crores only) Issued Capital: ₹ 89,69,62,640/- (Rupees eighty-nine crores sixty-nine lakhs sixty-two thousand six hundred and forty only)
2.	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arm's length"	As V-Guard Consumer Products Limited is WOS, it is a related party of the Company. Promoters of the Company are interested in the WOS to the extent of their shareholding in the Company.
3.	Industry to which the entity being acquired belongs	Consumer Electricals
4.	Objects and effects of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity)	The WOS is engaged in carrying on the business of manufacturing, selling and dealing in otherwise of various consumer electrical, electronics, electro-mechanical products and home and kitchen appliances of all kinds both electrical and non-electrical and such other allied products.
5.	Brief details of any governmental or regulatory approval for the required acquisition	Requisite approvals have been obtained for making the investment.
6.	Indicative time period for completion of the acquisition	NA.
7.	Nature of consideration whether cash consideration or share swap and details of the same	Investment in securities is made for cash consideration.
8.	Cost of acquisition or the price at which the shares are acquired	Securities are acquired at face value of Number of securities acquired is 2,98,98,757 equity shares of Rs. 10 each/-, ₹ 29,89,87,570/-.
9.	Percentage of shareholding / control acquired and/ or number of shares acquired	100% shareholding
10.	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3-year turnover, country in which the acquired entity has presence and any other significant information (in brief)	Date of Incorporation: July 19, 2021



March 25, 2022

The Manager Listing Department, BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400 001	The Manager Listing Department, National Stock Exchange of India Limited, Exchange Plaza, 5th Floor, Plot No. C/1, G Block, Bandra-Kurla Complex, Bandra- East, Mumbai- 400 051
Ref:- Scrip Code: 532953	Ref:- Symbol: VGUARD

Dear Madam / Sir,

Sub: Outcome of Board Meeting and various disclosures under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

This is to inform you that, the Board of Directors of the Company at their meeting held today i.e. Friday, March 25, 2022, has taken the following decision:

- The Nomination and Remuneration Committee in its meeting held on March 25, 2022, approved grant of options to eligible employee(s) under Employee Stock Option Scheme (ESOS) 2013 and the same was approved by the Board of Directors in their meeting held on the same day. Details of grant approved are as under:

Particulars	Details
Brief details of options granted	59,980 no. of options granted to eligible employee(s) under Employee Stock Option Scheme (ESOS 2013).
Whether the scheme is in terms of SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2011	The scheme is in due compliance with the terms of SEBI (SBEBS) Regulations, 2011.
Total number of shares covered by these options	Options carry the right to apply for equivalent number of equity shares of the Company at face value of ₹ 1/- each
Vesting period	Options granted will be vested over a period of four years, basis time and performance criteria. Time based options will vest equally over a period of four years and performance options will be vested after the end of fourth financial year, subject to achievement of performance criteria.
Time within which may be exercised	6 years from the date of vesting.
Exercise price	₹1/- per option.
Options lapsed or cancelled	If the stock options get lapsed / cancelled or becomes un-exercisable due to any reason, the Nomination and

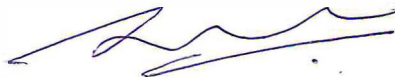
	Remuneration Committee will in accordance with the scheme and applicable laws, in its absolute discretion will decide the re-issue of lapsed/cancelled options.
Brief details of significant terms of ESOS 2013	The ESOS 2013 is administered by the Nomination and Remuneration Committee. Options granted under ESOS 2013 will vest not less than one year and not more than five years from the date of grant of such options. Vesting of options is subject to continued employment with the Company and fulfilment of performance criteria, if any. The Exercise Price shall be determined by the Nomination and Remuneration Committee, from time to time, but shall not be less than face value of the shares and not more than the prevailing market value of the shares as on the date of Grant. The Employee Stock Options granted shall be eligible of being exercised within a period of six years from the date of vesting of Options.

The aforesaid meeting commenced at 11.30 a.m. and concluded at 2.00 p.m.

Kindly take the above information on your records.

Thanking you

For V-Guard Industries Limited



Jayasree K
Company Secretary & Compliance Officer
Membership No.: A15900



March 18, 2022

The Manager Listing Department, BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001	The Manager, Listing Department, National Stock Exchange of India Limited, Exchange Plaza, 5th Floor, Plot No. C/1, G Block, Bandra-Kurla Complex, Bandra East, Mumbai- 400 051
Ref:- Scrip Code: 532953	Ref:- Symbol: VGUARD

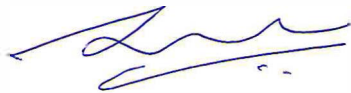
Sub: Outcome of Circular Resolution passed by the Board of Directors of the Company on March 18, 2022 pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir / Madam,

This is to inform you that the Board of Directors of the Company vide. Circular resolution no: 04/2021-22 dated March 18, 2022, has allotted 1,78,632 nos. of equity shares having face value of Re. 1/- each to employees who have exercised stock options under Employee Stock Option Scheme of the Company 'ESOS 2013'. Kindly take the above information on your records.

Thanking You.

For V-Guard Industries Limited



Jayasree K

Company Secretary



February 11, 2022

The Manager Listing Department, BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400 001	The Manager Listing Department, National Stock Exchange of India Limited, Exchange Plaza, 5th Floor, Plot No. C/1, G Block, Bandra-Kurla Complex, Bandra-East, Mumbai- 400 051
Ref:- Scrip Code: 532953	Ref:- Symbol: VGUARD

Dear Madam / Sir,

Sub:- Intimation under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, regarding investment in V-Guard Consumer Products Limited (VCPL), Wholly Owned Subsidiary Company.

With respect to the above-mentioned subject and pursuant to Regulation 30 of the SEBI (LODR) Regulations, 2015, it is hereby informed that the Company has made further investment to the extent of ₹ 15.17 crs in V-Guard Consumer Products Limited (VCPL), the Wholly Owned Subsidiary incorporated on July 19, 2021 and has been allotted 1,51,72,505 equity shares of ₹10/- each on February 11, 2022. Total amount of investment made till date of this disclosure is ₹ 59.80 crs.

The details required under regulation 30 of SEBI (LODR) Regulations, 2015 read with SEBI circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015, is enclosed herewith as Annexure -I.

Kindly take the note of the same on your record.

Thanking you
For V-Guard Industries Limited



Jayasree K
Company Secretary & Compliance Officer
Membership No.: A15900



Encl: as stated

Annexure - I

Sl no.	Particulars	Details
1.	Name of the target entity, details in brief as size, turnover etc.	V-Guard Consumer Products Limited Authorised capital: ₹ 100,00,00,000/- (Rupees One Hundred crores only) Issued Capital: ₹ 59,79,75,070/- (Rupees Fifty Nine crores seventy nine lakhs seventy five thousand and seventy only)
2.	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at “arm’s length”	As V-Guard Consumer Products Limited is WOS, it is a related party of the Company. Promoters of the Company are interested in the WOS to the extent of their shareholding in the Company.
3.	Industry to which the entity being acquired belongs	Consumer Electricals
4.	Objects and effects of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity)	The WOS is engaged in carrying on the business of manufacturing, selling and dealing in otherwise of various consumer electrical, electronics, electro-mechanical products and home and kitchen appliances of all kinds both electrical and non-electrical and such other allied products.
5.	Brief details of any governmental or regulatory approval for the required acquisition	Requisite approvals have been obtained for making the investment.
6.	Indicative time period for completion of the acquisition	Allotment made on February 11, 2022.
7.	Nature of consideration whether cash consideration or share swap and details of the same	Investment in securities is made for cash consideration.
8.	Cost of acquisition or the price at which the shares are acquired	Securities are acquired at face value. Number of securities acquired is 1,51,72,505 equity shares of ₹ 10/- each - ₹ 15,17,25,050/-
9.	Percentage of shareholding / control acquired and/ or number of shares acquired	100% shareholding
10.	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3-year turnover, country in which the acquired entity has presence and any other significant information (in brief)	Date of Incorporation: July 19, 2021 Not applicable as the entity is just incorporated.



February 2, 2022

The Manager Listing Department, BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400 001	The Manager Listing Department, National Stock Exchange of India Limited, Exchange Plaza, 5th Floor, Plot No. C/1, G Block, Bandra-Kurla Complex, Bandra- East, Mumbai- 400 051
Ref:- Scrip Code: 532953	Ref:- Symbol: VGUARD

Dear Madam / Sir,

Sub:- Outcome of Board Meeting and various disclosures under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

This is to inform you that, the Board of Directors of the Company at their meeting held today i.e. Wednesday, February 2, 2022, has approved and adopted the unaudited standalone & consolidated financial results of the Company for the quarter and nine months ended December 31, 2021. The unaudited financial results, both standalone & consolidated, were reviewed by the members of the Audit Committee in their meeting held on the same day. The Limited Review Report on the Standalone and Consolidated Results submitted by M/s. S R Batliboi & Associates LLP, Chartered Accountants, the Statutory Auditors of the Company are also enclosed herewith.

The following decisions were also taken by the Board in the meeting :

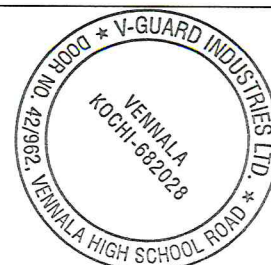
- The Board in its meeting proposed appointment of Mr. Mithun K Chittilappilly, Managing Director of the Company to hold the position of Managing Director at V-Guard Consumer Products Limited (VCPL), Wholly Owned Subsidiary (WOS) of the Company in compliance with the provisions of Section 203 of the Companies Act, 2013.
- The Nomination and Remuneration Committee in its meeting held on February 2, 2022, approved grant of options to eligible employee(s) under Employee Stock Option Scheme (ESOS) 2013 and the same was approved by the Board of Directors in their meeting held on the same day. Details of grant approved are as under:

Particulars	Details
Brief details of options granted	2,51,143 no. of options granted to eligible employee(s) under Employee Stock Option Scheme (ESOS 2013).
Whether the scheme is in terms of SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021	The scheme is in due compliance with the terms of SEBI (SBEBS) Regulations, 2021.

V-GUARD INDUSTRIES LTD.

Regd. office 42/962,
Vennala High School Road,
Vennala, Kochi - 682 028.
CIN: L31200KL1996PLC010010

P +91 484 433 5000, 200 5000
E mail@vguard.in
W www.vguard.in



Total number of shares covered by these options	Options carry the right to apply for equivalent number of equity shares of the Company at face value of ₹ 1/- each
Vesting period	Options granted will be vested over a period of four years, basis time and performance criteria. Time based options will vest equally over a period of four years and performance options will be vested at the end of the fourth year, subject to achievement of performance criteria.
Time within which may be exercised	6 years from the date of vesting.
Exercise price	₹1/- per option.
Options lapsed or cancelled	If an Employee Stock Option is not vested or expired becomes un-exercisable due to any reason, it shall be available for future Grants, subject to compliance with all Applicable Laws. The Nomination and Remuneration Committee will have powers to re-grant such options.
Brief details of significant terms of ESOS 2013	The ESOS 2013 is administered by the Nomination and Remuneration Committee. Options granted under ESOS 2013 will vest not less than one year and not more than four years from the date of grant of such options. Vesting of options is subject to continued employment with the Company and fulfilment of performance criteria, if any. The Exercise Price shall be determined by the Nomination and Remuneration Committee, from time to time, but shall not be less than face value of the share and not more than the prevailing market value of the shares as on the date of Grant. The Employee Stock Options granted shall be capable of being exercised within a period of six years from the date of vesting of the respective Employee Stock Options

The aforesaid meeting commenced at 12 p.m. and concluded at 1.15 p.m.

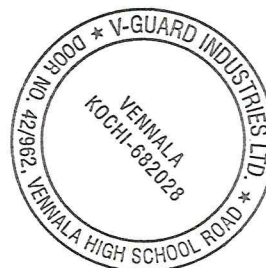
Kindly take the above information on your records.

Thanking you

For V-Guard Industries Limited



Jayasree K
Company Secretary & Compliance Officer
Membership No.: A15900



January 15, 2022

The Manager Listing Department, BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001	The Manager, Listing Department, National Stock Exchange of India Limited, Exchange Plaza, 5th Floor, Plot No. C/1, G Block, Bandra-Kurla Complex, Bandra- East, Mumbai- 400 051
Ref:- Scrip Code: 532953	Ref:- Symbol: VGUARD

Sub: Outcome of Circular Resolution passed by the Board of Directors of the Company on January 15, 2022 pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir / Madam,

This is to inform you that the Board of Directors of the Company vide. Circular resolution no: 03/2021-22 dated January 15, 2022, has allotted 4,66,963 nos. of equity shares having face value of Re. 1/- each to employees who have exercised stock options under Employee Stock Option Scheme of the Company 'ESOS 2013'.

Kindly take the above information on your records.

Thanking You,

For V-Guard Industries Limited

JAYASREE Digitally signed by
JAYASREE KAMALA
Date: 2022.01.15
13:35:36 +05'30'

Jayasree K
Company Secretary



December 20, 2021

The Manager Listing Department, BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400 001	The Manager Listing Department, National Stock Exchange of India Limited, Exchange Plaza, 5th Floor, Plot No. C/1, G Block, Bandra-Kurla Complex, Bandra-East, Mumbai- 400 051
Ref:- Scrip Code: 532953	Ref:- Symbol: VGUARD

Sub: - Outcome of Board Meeting and disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations)

Dear Madam / Sir,

Pursuant to Regulation 30, read with Schedule III, of the SEBI Listing Regulations, this is to inform that the Board of Directors of V-Guard Industries Limited ("the Company") at their meeting held today, i.e. December 20, 2021, based on the recommendation of Audit Committee and Independent Directors Committee has considered and approved a Scheme of Amalgamation amongst the Company, Simon Electric Private Limited ("Transferor Company") and their respective Shareholders and Creditors in compliance with sections 230 to 232 and other applicable provisions of the Companies Act, 2013 ("the Act").

The Board also approved the execution of Merger Implementation Agreement with Simon Electric Private Limited ("SEPL" - the Indian business of Simon Group, Spain) and its Shareholders i.e, Simon Holdings S.L. ("SHSL") and Simon S.A. ("SSA") (corporations established under the laws of Spain) for implementing the amalgamation of SEPL into the Company.

Upon effecting the scheme of Amalgamation, the Simon's India business will be merged with the business of the Company. The value of the transaction is Rs. 27.3 Crores and the equity shares of the Company will be issued and allotted to the shareholders of SEPL.

The above Scheme of Amalgamation shall be subject to the approval of National Company Law Tribunal (NCLT), Securities Exchange Board of India (SEBI), BSE Limited and National Stock Exchange of India Limited (NSE), Shareholders and Creditors of both the Companies.

The detailed disclosure as required under Regulation 30 of the SEBI Listing Regulations, read with Circular CIR/CFD/CMD/4/2015 dated September 9, 2015, as amended from time to time, is enclosed as **Annexure-I** and **Annexure- II** to this outcome.

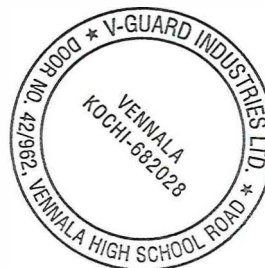
You are requested to take the information on record.

Thanking you

For V-Guard Industries Ltd.



Jayasree K
Company Secretary
(Membership No. A15900)



Encl: as stated

ANNEXURE -I

Regulation 30 read with Schedule III to the Listing Regulations and SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015, as amended from time to time.

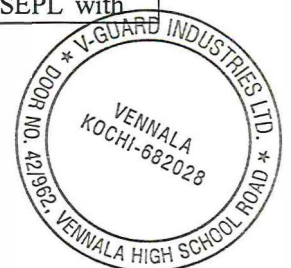
Sl. No.	Particulars	Details												
1	Name of the entity(ies) forming part of the amalgamation, details in brief such as, size, turnover etc.	<p>(a) <u>Details of Transferee Company</u></p> <p>V-Guard Industries Limited (VGIL) is a public limited Company incorporated on February 12, 1996 with Corporate Identification Number L31200KL1996PLC010010. The Registered office of the Company is located at 42/962, Vennala High School Road, Vennala, Ernakulam – 682028. The equity shares of the Company are listed at BSE Limited and National Stock Exchange of India Limited.</p> <p>(b) <u>Details of Transferor Company</u></p> <p>Simon Electric Private Limited (SEPL) is a private limited Company incorporated on August 02, 2006 as a private Company limited by shares with Corporate Identification Number U51101KL2006PTC072824. SEPL is the wholly owned subsidiary of Simon Holding SL and Simon SA, Spain. The Registered office of the Company is located at XIII/300 E-27(XXXV/565), 5th Floor, KCF Tower, Kakkanad Desom, Thrikkakara P.O, Kanayannur Taluk, Vazhakkala, Ernakulam-682021.</p> <p>(c) <u>Details of Net worth and revenue of the Transferee Company and the Transferor Company as on September 30, 2021</u></p> <table> <tr> <th colspan="3">(Rs. in lakhs)</th></tr> <tr> <th>Particulars</th><th>Net worth</th><th>Turnover</th></tr> <tr> <td>VGIL</td><td>1,25,212.73</td><td>1,46,368.53</td></tr> <tr> <td>SEPL</td><td>2,343.78</td><td>578.21</td></tr> </table>	(Rs. in lakhs)			Particulars	Net worth	Turnover	VGIL	1,25,212.73	1,46,368.53	SEPL	2,343.78	578.21
(Rs. in lakhs)														
Particulars	Net worth	Turnover												
VGIL	1,25,212.73	1,46,368.53												
SEPL	2,343.78	578.21												
2	Whether the transaction would fall within related party transactions? If yes, whether the same is done at “arms length”	The Scheme of Amalgamation amongst VGIL, SEPL and their respective Shareholders and Creditors in compliance with Sections 230 to 232 and other applicable provisions of the Act does not fall within the purview of related party transactions.												

22



3	Area of business of the entity(ies);	<p><u>Area of business of VGIL</u></p> <p>The Company is engaged in the business of designing and manufacturing of (a) electrical products such as stabilizers, digital UPS and batteries, solar inverters, (b) electrical items such as house wiring cables, switchgears, modular switches, pumps and (c) household appliances such as solar and electric water heaters, fans, air coolers and kitchen appliances.</p> <p><u>Area of business of SEPL</u></p> <p>The Company is engaged in the business of manufacturing and trading of electrical wiring accessories, such as electrical switches, sockets, fan regulators and home automation products.</p>
4	Rationale for Amalgamation	<p>Rationale and benefits of Amalgamation are as follows;</p> <ul style="list-style-type: none"> (i) Providing an established and operating modular switches manufacturing facility for the Transferee Company along with the required human and other resources; (ii) Enhanced economies of scale in production, through improved utilization of the switches manufacturing facility (iii) Entry/ access to into 'Premium' modular switches segments (iv) Acquiring technical know-how and knowledge required for designing, developing, manufacturing, distributing, and selling switches, as embedded in the current SEPL business (v) Learning from the manufacturing and quality systems of one of the leading global players in the modular switches product category; (vi) Connecting into an established and global vendor / supplier ecosystem; (vii) Quicker access to the existing products and the markets of the Transferor Company (especially in Northern States / regions); (viii) Creating value to various stakeholders of the Transferee Company, including shareholders, creditors, customers, and employees as the combined business would benefit from increased scale and wider product portfolio.
5	In case of cash consideration – amount or otherwise share	Upon the Scheme becoming effective, in consideration of the amalgamation of SEPL with

24



	exchange ratio;	VGIL for an aggregate value of Rs. 27.3 crores, and based on the valuation report issued by D and P India Advisory Services LLP, registered valuer, which is confirmed by the fairness opinion issued by IDBI Capital Markets & Securities Limited, SEBI Registered Merchant Banker, the equity shares of VGIL will be issued and allotted to the shareholders of SEPL in the share exchange ratio of 0.0076646 equity share having a face value of Re. 1 each of VGIL for every 1 equity share having a face value of Rs. 10/- each of SEPL. The equity shares to be issued and allotted pursuant to the Scheme shall rank pari passu with the then existing equity shares of the Company in all respects including dividends, if any, that may be declared by VGIL on or after the Scheme becoming effective, as the case may be, and shall be listed on the stock exchanges.			
6	Brief details of change in shareholding pattern of Listed Entity. Details of shareholding of Transferee Company				
	Category	Pre-Scheme shareholding		Post Scheme shareholding	
		No. of equity shares	% of equity shares	No. of equity shares	% of equity shares
	Promoter and Promoter group	24,11,34,952	55.96	24,11,34,952	55.82
	Public	18,97,61,387	44.04	19,08,44,393	44.18
	Total	43,08,96,339	100.00	43,19,79,345	100.00



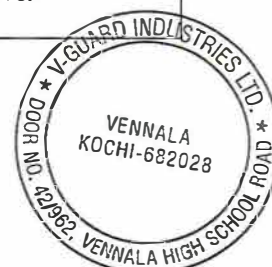
24

Annexure II

Regulation 30 read with Schedule III to the Listing Regulations and SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015, as amended from time to time.

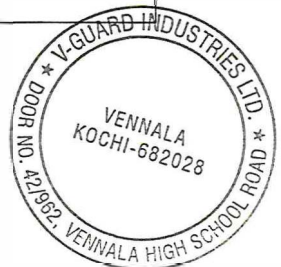
Sr. No.	Particulars
1.	NAME(S) OF THE PARTIES WITH WHOM THE AGREEMENT IS ENTERED
1.1	V-Guard Industries Limited , a company incorporated under the Companies Act, 1956, with corporate identity number L31200KL1996PLC010010 and having its registered office at 42/962, Vennala High School Road, Vennala, Kochi, Ernakulam, Kerala – 682 028.
1.2	Simon Electric Private Limited , a company incorporated under the Companies Act, 1956, with corporate identity number U51101KL2006PTC072824 and having its registered office at XIII/300 E-27(XXXV/565), 5th Floor, KCF Tower, Kakkanad Desom, Thrikkakara P.O, Kanayannur Taluk, Vazhakkala, Ernakulam, Kerala – 682021.
1.3	Simon Holding S. L. , a corporation established under the laws of Spain, having its registered office at Barcelona, Calle Diputación 390, 08013.
1.4	Simon S. A. , a corporation established under the laws of Spain, having its registered office at Barcelona, Calle Diputación 390, 08013.
2.	PURPOSE OF ENTERING INTO THE AGREEMENT
2.1	For the purpose of recording the terms of the Amalgamation of SEPL with VGIL and the rights and obligations of the respective parties in relation thereto.
3.	SIZE OF THE AGREEMENT
3.1	100% of the Amalgamation consideration is payable by VGIL in the form of issuance and allotment of equity shares of the Company to the shareholders of SEPL (in the ratio of their respective shareholding in SEPL). The equity shares of VGIL will be issued and allotted to the shareholders of SEPL in the share exchange ratio of 0.0076646 equity share having a face value of Re. 1 each of VGIL for every 1 equity share having a face value of Rs. 10/- each of SEPL.
4.	SHAREHOLDING, IF ANY, IN THE ENTITY WITH WHOM THE AGREEMENT IS EXECUTED
4.1	Nil.
5	SIGNIFICANT TERMS OF THE AGREEMENT (IN BRIEF), SPECIAL RIGHTS LIKE RIGHT TO APPOINT DIRECTORS, FIRST RIGHT TO SHARE SUBSCRIPTION IN CASE OF ISSUANCE OF SHARES, RIGHT TO RESTRICT ANY CHANGE IN CAPITAL STRUCTURE, ETC.
5.1	The terms of the Merger Implementation Agreement <i>inter alia</i> stipulate the following: <ul style="list-style-type: none"> (i) key conditions for the implementation of the Scheme, which <i>inter alia</i> includes receipt of necessary approvals, such as approval of the Scheme by the jurisdictional National Company Law Tribunal, approval by the respective requisite majorities of each class of Shareholders and Creditors of VGIL and SEPL, the Stock Exchanges issuing their observation letter / no-objection letter in relation to the Scheme under Regulation 37 of the SEBI Listing Regulations, receipt of written Consent from State Industrial Development Corporation of Uttarakhand Limited, etc. (ii) sequence of events to be undertaken for the Scheme to become effective.

2



Sr. No.	Particulars
	(iii) customary representations and warranties, covenants with respect to <i>inter alia</i> maintenance of net-worth by SEPL, non-compete and non-solicitation obligations and customary indemnity obligations by SEPL, SHSL & SSA. No special rights in VGIL are given to the shareholders of SEPL under the Merger Implementation Agreement.
6.	<u>WHETHER THE SAID PARTIES ARE RELATED TO PROMOTER/ PROMOTER GROUP/ GROUP COMPANIES IN ANY MANNER. IF YES, NATURE OF RELATIONSHIP</u>
6.1	The parties to the Merger Implementation Agreement are unrelated to VGIL, its promoters/ promoter group or group companies.
7.	<u>WHETHER THE TRANSACTION WOULD FALL WITHIN RELATED PARTY TRANSACTIONS? IF YES, WHETHER THE SAME IS DONE AT "ARMS LENGTH"</u>
7.1	The transactions contemplated under the Merger Implementation Agreement does not fall within the purview of related party transactions.
8.	<u>IN CASE OF LOAN AGREEMENTS, DETAILS OF LENDER, NATURE OF LOAN, TOTAL AMOUNT OF LOAN GRANTED, TOTAL AMOUNT OUTSTANDING, DATE OF EXECUTION OF THE LOAN AGREEMENT/ SANCTION LETTER, DETAILS OF THE SECURITY PROVIDED TO THE LENDERS FOR SUCH LOAN</u>
8.1	Not applicable.
9.	<u>IN CASE OF ISSUANCE OF SHARES TO THE PARTIES, DETAILS OF ISSUE PRICE, CLASS OF SHARES ISSUED</u>
9.1	The issuance is done as per the share exchange ratio determined by the registered valuer in the valuation report. Each of the shares allotted to the shareholders of SEPL pursuant to the Amalgamation shall rank <i>pari passu</i> in all respects and have the same rights as attached to the then existing equity shares of VGIL.
10.	<u>ANY OTHER DISCLOSURE RELATED TO SUCH AGREEMENTS, VIZ. DETAILS OF NOMINEE ON THE BOARD OF DIRECTORS OF THE LISTED ENTITY, POTENTIAL CONFLICT OF INTEREST ARISING OUT OF SUCH AGREEMENTS, ETC.</u>
10.1	No such case.
11.	<u>IN CASE OF TERMINATION OR AMENDMENT OF AGREEMENT, LISTED ENTITY SHALL DISCLOSE ADDITIONAL DETAILS TO THE STOCK EXCHANGE(S):</u> i. name of parties to the agreement ; ii. nature of the agreement; iii. date of execution of the agreement; iv. details of amendment and impact thereof or reasons of termination and impact thereof.
11.1	Not Applicable

21



November 17, 2021

The Manager Listing Department, BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400 001	The Manager Listing Department, National Stock Exchange of India Limited, Exchange Plaza, 5th Floor, Plot No. C/1, G Block, Bandra-Kurla Complex, Bandra-East, Mumbai- 400 051
Ref:- Scrip Code: 532953	Ref:- Symbol: VGUARD

Dear Madam / Sir,

Sub:- Intimation under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, regarding investment in V-Guard Consumer Products Limited (VCPL), Wholly Owned Subsidiary Company.

With respect to the above-mentioned subject and pursuant to Regulation 30 of the SEBI (LODR) Regulations, 2015, it is hereby informed that the Company has made further investment to the extent of ₹ 19.13 crs in V-Guard Consumer Products Limited (VCPL), the Wholly Owned Subsidiary incorporated on July 19, 2021 and has been allotted 1,91,25,002 equity shares of ₹10/- each on November 17, 2021. Total amount of investment made till date of this disclosure is Rs.44.63 crs.

The details required under regulation 30 of SEBI (LODR) Regulations, 2015 read with SEBI circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015, is enclosed herewith as Annexure -I.

Kindly take the note of the same on your record.

Thanking you
For V-Guard Industries Limited


Jayasree K
Company Secretary & Compliance Officer
Membership No.: A15900



Encl: as stated

Annexure - I

Sl no.	Particulars	Details
1.	Name of the target entity, details in brief as size, turnover etc.	V-Guard Consumer Products Limited Authorised capital: ₹ 100,00,00,000/- (Rupees One Hundred crores only) Issued Capital: ₹ 44,62,50,020/- (Rupees forty-four crores sixty two lakhs fifty thousand and twenty only)
2.	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arm's length"	As V-Guard Consumer Products Limited is WOS, it is a related party of the Company. Promoters of the Company are interested in the WOS to the extent of their shareholding in the Company.
3.	Industry to which the entity being acquired belongs	Consumer Electricals
4.	Objects and effects of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity)	The WOS is engaged in carrying on the business of manufacturing, selling and dealing in otherwise of various consumer electrical, electronics, electro-mechanical products and home and kitchen appliances of all kinds both electrical and non-electrical and such other allied products.
5.	Brief details of any governmental or regulatory approval for the required acquisition	Requisite approvals have been obtained for making the investment.
6.	Indicative time period for completion of the acquisition	Allotment made on November 17, 2021.
7.	Nature of consideration whether cash consideration or share swap and details of the same	Investment in securities is made for cash consideration.
8.	Cost of acquisition or the price at which the shares are acquired	Securities are acquired at face value. Total number of securities acquired presently is 1,91,25,002 equity shares of ₹ 10/- each - ₹ 19,12,50,020/-
9.	Percentage of shareholding / control acquired and/ or number of shares acquired	100% shareholding
10.	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3-year turnover, country in which the acquired entity has presence and any other significant information (in brief)	Not applicable as the entity is just incorporated.

2



October 8, 2021

The Manager Listing Department, BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001	The Manager, Listing Department, National Stock Exchange of India Limited, Exchange Plaza, 5th Floor, Plot No. C/1, G Block, Bandra-Kurla Complex, Bandra- East, Mumbai- 400 051
Ref:- Scrip Code: 532953	Ref:- Symbol: VGUARD

Sub: Outcome of Circular Resolution passed by the Board of Directors of the Company on October 8, 2021 pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir / Madam,

This is to inform you that the Board of Directors of the Company vide. Circular resolution no: 02/2021-22 dated October 8, 2021, has allotted 7,07,881 nos. of equity shares having face value of Re.1/- each to employees who have exercised stock options under Employee Stock Option Scheme of the Company 'ESOS 2013'.

Kindly take the above information on your records.

Thanking You,

For V-Guard Industries Limited


Jayasree K
Company Secretary



V-GUARD INDUSTRIES LTD.

Regd. office 42/962,
Vennala High School Road,
Vennala, Kochi - 682 028.
CIN: L31200KL1996PLC010010

P +91 484 433 5000, 200 5000
E mail@vguard.in
W www.vguard.in

September 13, 2021

The Manager Listing Department, BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400 001	The Manager Listing Department, National Stock Exchange of India Limited, Exchange Plaza, 5th Floor, Plot No. C/1, G Block, Bandra-Kurla Complex, Bandra-East, Mumbai- 400 051
Ref:- Scrip Code: 532953	Ref:- Symbol: VGUARD

Dear Madam / Sir,

Sub: - Intimation under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) (LODR) Regulations, 2015, regarding investment in V-Guard Consumer Products Limited (VCPL), Wholly Owned Subsidiary Company

Ref: - Updates made on July 2, 2021 & September 6, 2021

With respect to the above referred disclosures dated July 2, 2021 and September 6, 2021 made pursuant to Regulation 30 of the SEBI (LODR) Regulations, 2015, it is hereby informed that the Company has made further investment to the extent of ₹ 20.40 crores in V-Guard Consumer Products Limited (VCPL), the Wholly Owned Subsidiary incorporated on July 19, 2021 and has been allotted 2,04,00,000 equity shares of ₹10/- each on September 13, 2021.

The details required under regulation 30 of SEBI (LODR) Regulations, 2015 read with SEBI circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015, is enclosed herewith as Annexure -I.

Kindly take the note of the same on your record.

Thanking you
For V-Guard Industries Limited



Jayasree K
Company Secretary & Compliance Officer
Membership No.: A15900



Encl: as stated

Annexure - I

Sl no.	Particulars	Details
1.	Name of the target entity, details in brief as size, turnover etc.	V-Guard Consumer Products Limited Authorised capital: ₹ 100,00,00,000/- (Rupees One Hundred crores only) Issued Capital: ₹ 25,50,00,000/- (Rupees Twenty-Five crores and Fifty lakhs only)
2.	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arm's length"	As V-Guard Consumer Products Limited is WOS and the entity falls within the related party of the Company. Promoters of the Company are interested in the WOS to the extent of their shareholding in the Company.
3.	Industry to which the entity being acquired belongs	Consumer Electricals
4.	Objects and effects of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity)	The WOS is engaged in establishment and carrying on the business of manufacturing, selling and dealing in otherwise of various consumer electrical, electronics, electro-mechanical products and home and kitchen appliances of all kinds both electrical and non-electrical and such other allied products.
5.	Brief details of any governmental or regulatory approval for the required acquisition	Statutory Forms for allotment of shares to be filed with the Ministry of Corporate Affairs.
6.	Indicative time period for completion of the acquisition	Allotment made on September 13, 2021
7.	Nature of consideration whether cash consideration or share swap and details of the same	Investment in securities is made for cash consideration.
8.	Cost of acquisition or the price at which the shares are acquired	Securities are acquired at face value. Total number of securities acquired presently is 2,04,00,000 equity shares of ₹ 10/- each - ₹ 20,40,00,000/-
9.	Percentage of shareholding / control acquired and/ or number of shares acquired	100% shareholding
10.	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3-year turnover, country in which the acquired entity has presence and any other significant information (in brief)	Date of Incorporation – July 19, 2021 Not applicable as the entity is just incorporated.

22



September 06, 2021

The Manager Listing Department, BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400 001	The Manager Listing Department, National Stock Exchange of India Limited, Exchange Plaza, 5th Floor, Plot No. C/1, G Block, Bandra-Kurla Complex, Bandra-East, Mumbai- 400 051
Ref:- Scrip Code: 532953	Ref:- Symbol: VGUARD

Dear Madam / Sir,

Sub: -Intimation under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) (LODR) Regulations, 2015, regarding investment in V-Guard Consumer Products Limited (VCPL), Wholly Owned Subsidiary Company

Ref: - Meeting Updates made on July 2, 2021

With respect to the above referred disclosure dated July 2, 2021 made pursuant to Regulation 30 of the SEBI (LODR) Regulations, 2015, it is hereby informed that V-Guard Consumer Products Limited (VCPL) the Wholly Owned Subsidiary was incorporated on July 19, 2021 and VCPL shall be engaged in establishment and carrying on the business of manufacturing, selling and dealing in otherwise of various consumer electrical, electronics, electromechanical products and home and kitchen appliances of all kinds both electrical and non-electrical and such other allied products.

The Company has made further investment to the extent of ₹ 5 crores in VCPL and has been allotted 50,00,000 equity shares of ₹ 10/- each on September 6, 2021.

The details required under regulation 30 of SEBI (LODR) Regulations, 2015 read with SEBI circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015, is enclosed herewith as Annexure -I.

Kindly take the note of the same on your record.

Thanking you
For V-Guard Industries Limited



Jayasree K
Company Secretary & Compliance
Officer Membership No.: A15900



Encl: as stated

Annexure - I

Sl no.	Particulars	Details
1.	Name of the target entity, details in brief as size, turnover etc.	V-Guard Consumer Products Limited Authorised capital: ₹ 100,00,00, 000/- (Rupees One Hundred crores only) Issued Capital: ₹ 5,10,00,000/- (Rupees Five crores and Ten lakhs only)
2.	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arm's length"	As V-Guard Consumer Products Limited is WOS and the entity falls within the related party of the Company. Promoters of the Company are interested in the WOS to the extent of their shareholding in the Company.
3.	Industry to which the entity being acquired belongs	Consumer Electricals
4.	Objects and effects of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity)	The WOS is engaged in establishment and carrying on the business of manufacturing, selling and dealing in otherwise of various consumer electrical, electronics, electro-mechanical products and home and kitchen appliances of all kinds both electrical and non-electrical and such other allied products.
5.	Brief details of any governmental or regulatory approval for the required acquisition	Statutory Forms for allotment of shares to be filed with the Ministry of Corporate Affairs.
6.	Indicative time period for completion of the acquisition	Allotment made on September 06, 2021
7.	Nature of consideration whether cash consideration or share swap and details of the same	Investment in securities is made for cash consideration.
8.	Cost of acquisition or the price at which the shares are acquired	Securities are acquired at face value. Total number of securities acquired presently is 50,00,000/- equity shares of ₹10/- each - ₹ 5,00,00,000/-
9.	Percentage of shareholding / control acquired and/ or number of shares acquired	100% shareholding
10.	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3-year turnover, country in which the acquired entity has presence and any other significant information (in brief)	Date of Incorporation – July 19, 2021 Not applicable as the entity is just incorporated.



July 30, 2021

The Manager Listing Department, BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400 001	The Manager Listing Department, National Stock Exchange of India Limited, Exchange Plaza, 5th Floor, Plot No. C/1, G Block, Bandra-Kurla Complex, Bandra- East, Mumbai- 400 051
Ref:- Scrip Code: 532953	Ref:- Symbol: VGUARD

Dear Madam / Sir,

Sub: - Outcome of Board Meeting and various disclosures under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

This is to inform you that, the Board of Directors of the Company at their meeting held today i.e. Friday, July 30, 2021, has approved and adopted the unaudited standalone & consolidated financial results of the Company for the quarter ended June 30, 2021. The unaudited financial results, both standalone & consolidated, were reviewed by the members of the Audit Committee in their meeting held on the same day. The Limited Review Reports on the Unaudited Standalone and Consolidated Financial Results submitted by M/s. S R Batliboi & Associates LLP, Chartered Accountants, the Statutory Auditors of the Company are also enclosed herewith.

The following decisions were also taken by the Board in the meeting :

- V-Guard Consumer Products Limited (VCPL), Wholly Owned Subsidiary (WOS), of the Company is incorporated and it has allotted 1,00,000 equity shares of Rs.10/- each, which was subscribed by the Company. Further, the Board in its meeting held on July 30, 2021 proposed to invest in the securities of WOS to the extent of ₹100 crs in phased manner.
- The Board in its meeting decided to extend Corporate Guarantee to VCPL for availing of credit facilities for a limit not exceeding ₹50 crs from financial institutions / banks to meet its operational requirements.
- The Nomination and Remuneration Committee in its meeting held on July 30, 2021, approved grant of options to eligible employee(s) under Employee Stock Option Scheme (ESOS) 2013 and the same was approved by the Board of Directors in their meeting held on the same day. Details of grant approved are as under:

Particulars	Details
Brief details of options granted	1,47,685 no. of options granted to eligible employee(s) under Employee Stock Option Scheme (ESOS 2013).

V-GUARD INDUSTRIES LTD.

Regd. office 42/962,
Vennala High School Road,
Vennala, Kochi - 682 028.
CIN: L31200KL1996PLC010010

P +91 484 433 5000, 200 5000
E mail@vguard.in
W www.vguard.in

2



Whether the scheme is in terms of SEBI (SBEB) Regulations, 2014	The scheme is formulated in due compliance with the terms of SEBI (SBEB) Regulations, 2014.
Total number of shares covered by these options	Options carry the right to apply for equivalent number of equity shares of the Company at face value of ₹ 1/- each.
Vesting period	Options granted will be vested over a period of four years, basis time and performance criteria. Time based options will vest equally over a period of four years and performance options will be vested at the end of the fourth year, subject to achievement of performance criteria.
Time within which options may be exercised	6 years from the date of vesting.
Exercise price	₹1/- per option.
Options lapsed or cancelled	If an Employee Stock Option is not vested or expired becomes un-exercisable due to any reason, it shall be available for future Grants, subject to compliance with all Applicable Laws. The Nomination and Remuneration Committee will have powers to re-grant such options
Brief details of significant terms of ESOS 2013	The ESOS2013 is administered by the Nomination and Remuneration Committee. Options granted under ESOS2013 will vest not less than one year and not more than four years from the date of grant of such options. Vesting of options is subject to continued employment with the Company and fulfilment of performance criteria, if any. The Exercise Price shall be determined by the Nomination and Remuneration Committee, from time to time, but shall not be less than face value of the share and not more than the prevailing market value of the shares as on the date of Grant. The Employee Stock Options granted shall be capable of being exercised within a period of six years from the date of vesting of the respective Employee Stock Options

The aforesaid meeting commenced at 12 pm and concluded at 1.30 p.m.

Kindly take the above information on your records.

Thanking you

For V-Guard Industries Limited



Jayasree K
Company Secretary & Compliance Officer
Membership No.: A15900



July 02, 2021

The Manager Listing Department, BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400 001	The Manager Listing Department, National Stock Exchange of India Limited, Exchange Plaza, 5th Floor, Plot No. C/1, G Block, Bandra-Kurla Complex, Bandra-East, Mumbai- 400 051
Ref:- Scrip Code: 532953	Ref:- Symbol: VGUARD

Dear Madam / Sir,


Sub: - Intimation under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) (LODR) Regulations, 2015, on proposed formation of Wholly Owned Subsidiary Company - reg

Pursuant to Regulation 30 of the SEBI (LODR) Regulations, 2015, we would like to inform that the Board of Directors at their meeting held today, has approved incorporation of a Wholly Owned Subsidiary (WOS) of the Company.

The details required under regulation 30 of SEBI (LODR) Regulations, 2015 read with SEBI circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015, is enclosed herewith as Annexure -I.

Kindly take the note of the same on your record.

Thanking you
For V-Guard Industries Limited


Jayasree K
Company Secretary & Compliance Officer
Membership No.: A15900

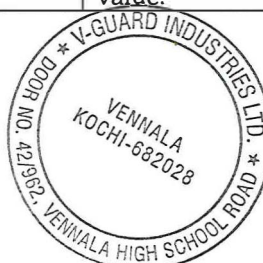


Encl: as stated

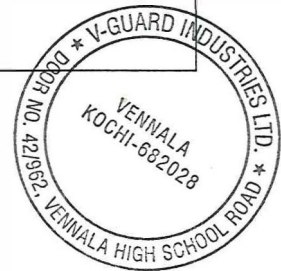
Annexure - I

Sl no.	Particulars	Details
1.	Name of the target entity, details in brief as size, turnover etc.	Name proposed is V-Guard Consumer Products Ltd. / V-Guard Manufacturing Ltd. / or such other name with 'V-Guard' mark as 'prefix', which will be approved by the Central Registration Centre (CRC) of the Ministry of Corporate Affairs (MCA). Proposed Authorised capital: Rs. 10,00,000/- (Rupees Ten lakhs only)
2.	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arm's length"	The Company is proposing to form a Wholly Owned Subsidiary (WOS) and the entity after incorporation, shall be a related party of the Company. Promoters of the Company are interested in the formation of WOS to the extent of their shareholding in the Company.
3.	Industry to which the entity being acquired belongs	Consumer Electricals
4.	Objects and effects of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity)	The proposed WOS shall be engaged in establishment and carrying on the business of manufacturing, selling and dealing in otherwise of various consumer electrical, electronics, electromechanical products and home and kitchen appliances of all kinds both electrical and non-electrical and such other allied products.
5.	Brief details of any governmental or regulatory approval for the required acquisition	Incorporation of the entity is subject to the approval of the MCA and such other statutory authorities.
6.	Indicative time period for completion of the acquisition	Entity shall be incorporated on receipt of requisite approvals from various statutory authorities.
7.	Nature of consideration whether cash consideration or share swap and details of the same	Securities shall be subscribed for cash.
8.	Cost of acquisition or the price at which the shares are acquired	Securities shall be subscribed at face value.

22



9.	Percentage of shareholding / control acquired and/ or number of shares acquired	100% shareholding
10.	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3-year turnover, country in which the acquired entity has presence and any other significant information (in brief)	Not applicable as the entity is yet to be incorporated.



22

May 26, 2021

The Manager Listing Department, BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400 001	The Manager Listing Department, National Stock Exchange of India Limited, Exchange Plaza, 5th Floor, Plot No. C/1, G Block, Bandra-Kurla Complex, Bandra-East, Mumbai- 400 051
Ref:- Scrip Code: 532953	Ref:- Symbol: VGUARD

Sub: - Intimation under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Madam / Sir,

This is to inform you that, the Board of Directors of V-Guard Industries Limited at their meeting held on May 26, 2021, today, i.e. May 26, 2021, appointed Prof. Biju Varkkey (DIN: 01298281), as an Additional Director in the Independent Category, subject to the approval of the shareholders at the 25th Annual General Meeting for a tenure of five years. The Board also recommended re-appointment of Ms. Radha Unni (DIN: 03242769), Independent Director for another term of five years effective from September 27, 2021, subject to the approval of the shareholders in the said Annual General Meeting.

Profile of Prof. Biju Varkkey and Ms. Radha Unni, are enclosed herewith.

Kindly take the information on record.

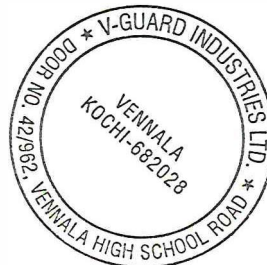
Thanking you

For V-Guard Industries Limited



Jayasree K
Company Secretary

Encl: as above



ANNEXURE 1

S. No.	Disclosure Requirement	Radha Unni	Biju Varkkey
1	Reason for Change	Re-appointment of Ms. Radha Unni as an Independent Director	Appointment of Prof. Biju Varkkey as an Additional Director in the Independent Category to hold office till the conclusion of 25 th Annual General Meeting (AGM) and subject to approval of the shareholders at the 25 th AGM, appointment as an Independent Director effective from May 26, 2021.
2	Date and term of Appointment	Re-appointment is for a period of 5 years from September 27, 2021 to September 26, 2026. She is not liable to retire by rotation.	Appointment is for a period of 5 years from May 26, 2021 to May 25, 2026. He is not liable to retire by rotation.
3	Brief Profile	<p>Ms. Radha Unni was appointed as Independent Director of the Company from September 27, 2018 for a period three years. She is having more than 38 years of experience in banking industry. She had held various positions at the State Bank of India and retired as Chief General Manager. Post retirement she has been engaged by the State Bank of India in Management Audit and recruitment of its officers.</p> <p>She is on the Board of several companies as Independent Director, which include Nitta Gelatin India Ltd, Royal Sundaram General Insurance Co. Ltd., Muthoot Capital Services Ltd., and Western India Plywoods Ltd., apart from others.</p> <p>She holds a Post Graduate in Economics from University of Delhi and secured first rank. She also holds Bachelor's degree in Education from Annamalai University.</p>	<p>Prof. Biju Varkkey holds Master's Degree in Human Resource Management from Mahatma Gandhi University, Kerala and Fellow Title in management from NIBM, Pune.</p> <p>He has industry experience in Consulting and teaching in Leading Management Schools in India. He has worked on various consulting assignments with leading organizations across the globe.</p> <p>Currently he is a faculty at IIM Ahmedabad in Human Resource Management Area where he teaches for graduation, executive development and doctoral programs.</p>
4	Disclosure of relationship between Directors	There is no inter-se relationship between Ms. Radha Unni and other members of the Board.	There is no inter-se relationship between Prof. Biju Varkkey and other members of the Board.



April 1, 2021

The Manager, Listing Department, BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400 001	The Manager, Listing Department, National Stock Exchange of India Limited Exchange Plaza, 5th Floor, Plot No. C/1, G Block, Bandra-Kurla Complex, Bandra-East, Mumbai- 400 051
Scrip Code: 532953	SYMBOL: VGUARD

Dear Sir / Madam,

Sub: - Intimation of resignation of Director pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') read with Para A of Part A of Schedule III to the Listing Regulations, we hereby inform that Ms. Joshna Johnson Thomas, Non-Executive Non-Independent Director (DIN: 02613030), has tendered resignation from the position with effect from April 01, 2021 due to personal reasons.

Kindly take the above information on record.

Thanking You,

For V-Guard Industries Limited


Jayasree K
Company Secretary

