

March 1, 2023

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 of Schedule of Analyst / Institutional Investor Meet.

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby provide the following details of investor conferences / proposed to be attended by the Company:

Sl no.	Type of Meeting	Day, Date and Time
1	A group meeting organised by ULJK Financial Services	Wednesday, March 2, 2023, at 4 p.m.
2	A one-on-one meeting with the sell-side analyst at Emkay - Mr. Abhineet Anand	Monday, March 6, 2023, at 10 a.m.

Please take the above information on record.

Thanking you,

For **V-Guard Industries Ltd.**

VIKAS  
KUMAR  
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by VIKAS KUMAR  
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Date: 2023.03.01  
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**Vikas Kumar Tak**  
**Company Secretary and Compliance Officer**  
**Membership no. F 6618**

February 3, 2023

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: Unaudited Standalone and Consolidated Financial Results for the quarter ended December 31, 2022, published in newspapers.**

Dear Sir/Madam,

Pursuant to Regulation 47 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing the Unaudited Standalone and Consolidated Financial Results for the quarter ended December 31, 2022, published in Business Standard (English) & Deepika (Malayalam) on February 3, 2023.

The Unaudited Standalone and Consolidated Financial Results for the quarter ended December 31, 2022, is available in the company's website, [www.vguard.in](http://www.vguard.in).

Kindly take the above on record.

Thanking you,

**For V-Guard Industries Limited**

MITHUN  
KOCHOUSEPH  
CHITTILAPPILLY  
CHITTILAPPILLY

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MITHUN KOCHOUSEPH  
CHITTILAPPILLY  
Date: 2023.02.03  
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**Mithun K Chittilappilly**  
**Managing Director**  
**DIN: 00027610**



Encl: as above



## MAHINDRA HOLIDAYS & RESORTS INDIA LTD

Regd. Off.: Mahindra Towers, 17/18, Pattalus Road, Chennai - 600 002  
Corp. Off.: Mahindra Towers, G M Bhosle Marg, Worli, Mumbai - 400 018  
CIN: L55101TN1996PLC036555, w: www.clubmahindra.com, e: investors@mahindaholidays.com

### EXTRACT OF UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED DECEMBER 31, 2022

Sr. No.	Particulars	Standalone			Consolidated		
		Quarter ended December 31, 2022	Nine months ended December 31, 2022	Quarter ended December 31, 2021	Quarter ended December 31, 2021	Nine months ended December 31, 2021	Quarter ended December 31, 2021
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited
1.	Total income from operations	36,322.75	96,924.46	28,453.08	62,443.85	1,88,963.00	58,444.54
2.	Net Profit / (Loss) for the period before Tax	8,449.43	17,163.14	4,870.38	132.65	9,350.53	2,003.84
3.	Net Profit / (Loss) for the period after Tax	6,278.19	12,732.18	3,598.20	(1,371.28)	5,751.11	1,338.55
4.	Other Comprehensive Income after tax	172.77	361.30	2.68	107.32	192.31	0.22
5.	Total Comprehensive Income for the period after tax	6,450.96	13,093.48	3,600.88	(1,263.96)	5,943.42	1,338.77
6.	Equity Share Capital (Net of Treasury of Shares)	20,051.30	20,051.30	19,981.56	20,051.30	20,051.30	19,981.56
7.	Earnings per Share (of ₹ 10/- each) (not annualized)	3.14	6.36	1.80	(0.59)	2.93	0.69
	(a) Basic (in ₹)	3.12	6.33	1.80	(0.59)	2.92	0.69
	(b) Diluted (in ₹)						

#### Notes:

- The above is an extract of the detailed format of Quarterly Financial Results of the Company for the quarter and nine months ended December 31, 2022 filed with the Stock Exchanges under Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The full format of the quarterly financial results are available on BSE LTD. (www.bseindia.com) and National Stock Exchange of India Limited (www.nseindia.com) and on Company's website (www.clubmahindra.com).
- The Standalone and Consolidated financial results for the quarter and nine months ended December 31, 2022 were reviewed by the Audit Committee and approved by the Board of Directors at their meeting held on February 2, 2023. These financial results were subject to limited review by Statutory auditors of the Company who have expressed an unmodified opinion thereon.
- Estimation of uncertainty relating to COVID-19 outbreak  
The Group (MHRIL and its subsidiaries) has considered internal and external sources of information, economic forecasts and industry reports, up to the date of approval of the financial results, in determining the impact of COVID-19 pandemic on various elements of its business operations and financial results. The Group has used the principles of prudence in applying judgements, estimates and assumptions and based on the current estimates, the Group expects to recover the carrying amount of its current and non current assets. The eventual outcome of impact of the global health pandemic may be different from those estimated as on the date of review of these financial results depending on how long the pandemic lasts and time period taken for the economic activities to return to normalcy.
- During the quarter ended December 31, 2022, the Company has allotted 1,48,784 equity shares of ₹ 10/- each, pursuant to exercise of stock options in accordance with Company's Stock Option Scheme (ESOS 2014 & 2020).
- During the quarter ended December 31, 2022, pursuant to the conversion of 25,000 7% Non-cumulative redeemable participating optionally convertible preference shares of ₹ 10/- each of Guestline Hospitality Management and Development Services Limited ("Guestline") into 25,000 equity shares of ₹ 10/- each on December 2, 2022, Guestline has become a subsidiary of the company.
- Figures for the previous periods have been re-grouped / re-classified where necessary.

For MAHINDRA HOLIDAYS & RESORTS INDIA LTD

Sd/-

Kavinder Singh

Managing Director & CEO

Mumbai, February 2, 2023

Aditors 531



## Apollo Tyres Q3 revenue up 13%; 9M revenue up 19%

### EXTRACT OF UNAUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED DECEMBER 31, 2022

S. No.	PARTICULARS	₹ Million			
		QUARTER ENDED		NINE MONTHS ENDED	YEAR ENDED
		31.12.2022	31.12.2021	31.12.2022	31.03.2022
		(UNAUDITED)	(UNAUDITED)	(UNAUDITED)	(AUDITED)
1	Total income from operations	64,227.51	57,074.70	183,208.00	209,475.78
2	Net profit / (loss) for the period (before tax and exceptional items)	4,237.34	3,073.82	9,006.30	8,535.82
3	Net profit / (loss) for the period before tax (after exceptional items)	4,237.34	3,068.69	9,006.30	8,476.74
4	Net profit / (loss) for the period after tax (after exceptional items)	2,921.05	2,235.44	6,772.38	6,386.00
5	Total comprehensive income for the period (comprising profit / (loss) for the period (after tax) and other comprehensive income (after tax))	9,086.52	682.77	6,562.20	5,312.86
6	Paid up equity share capital (equity shares of ₹ 1 each)	635.10	635.10	635.10	635.10
7	Reserves excluding revaluation reserves				116,855.00
8	Securities premium account	31,317.67	31,317.67	31,317.67	31,317.67
9	Net worth	122,019.44	116,250.32	122,019.44	117,521.32
10	Paid up debt capital	57,440.26	69,911.41	57,440.26	61,936.60
11	Outstanding redeemable preference shares	-	-	-	-
12	Debt equity ratio (in times)	0.47	0.60	0.47	0.53
13	Earnings per share (of ₹ 1 each) (not annualized):				
	Basic (₹)	4.60	3.52	10.66	10.06
	Diluted (₹)	4.60	3.52	10.66	10.06
14	Capital redemption reserve	44.40	44.40	44.40	44.40
15	Debt redemption reserve	1,039.50	1,039.50	1,039.50	1,039.50
16	Debt service coverage ratio (in times)*	1.19	2.37	1.19	1.18
17	Interest service coverage ratio (in times)	5.47	5.40	7.58	4.87

#### Notes:

- The key standalone financial information of the Company is as under:

PARTICULARS	₹ Million			
	QUARTER ENDED		NINE MONTHS ENDED	YEAR ENDED
	31.12.2022	31.12.2021	31.12.2022	31.03.2022
	(UNAUDITED)	(UNAUDITED)	(UNAUDITED)	(AUDITED)
Total income from operations	42,466.16	37,916.98	129,347.85	146,494.04
Net profit for the period before tax (after exceptional items)	2,087.90	642.66	4,586.29	3,503.52
Net profit for the period after tax (after exceptional items)	1,375.62	491.91	3,227.06	2,610.64

- The above is an extract of the detailed format of quarter and nine months ended December 31, 2022 financial results filed with the stock exchanges under Regulation 33 and 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The full format of the quarter and nine months ended December 31, 2022 financial results (Consolidated/Standalone) are available on the stock exchange websites (National Stock Exchange of India Limited (www.nseindia.com) & BSE Limited (www.bseindia.com)) and on the Company's website (www.apollotyres.com).
- For the other line items referred in Regulation 52(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, pertinent disclosures have been made to the National Stock Exchange of India Limited (www.nseindia.com) & BSE Limited (www.bseindia.com) and can be accessed on Company's website (www.apollotyres.com).

## APOLLO TYRES LTD

For and on behalf of the Board of Directors of Apollo Tyres Ltd

CIN: L55111KL1979PLC030449  
Regd. Office: 3rd Floor, Aarekallu Main Road,  
Panampilly Nagar, Kochi 482034, Kerala, India.  
Corporate Office: Apollo House, 7 Institutional Area,  
Sector 32, Gurgaon 122001, India.

Tel: +91 484 4012044, Fax: +91 484 4012048  
Email: investors@apollotyres.com, www.apollotyres.com

Place : Gurgaon  
Date : 27 February 2023

ONKAR KANWAR  
CHAIRMAN

Sd/-



Registered office: 1st Floor, August Kranti Bhawan,  
Bhikai Chana Place, K. K. Putam, New Delhi,  
South Delhi - 110066. CIN: L24999DL2002PL118633.  
Email: investors@starpapermills.com  
Phone No: 011-26738296, Fax: 011-26182957

### NOTICE

Notice is hereby given pursuant to Regulation 29, 33 read with Regulation 47 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("Listing Regulations") that a meeting of Board of Directors of the Company will be held on Friday, 10th February, 2023, inter alia, to consider, approve and take on record the Unaudited Financial Results (Standalone and Consolidated) of the Company for the quarter and nine months ended 31st December, 2022.  
Pursuant to the "RVIL" code of conduct for regulating and reporting trading by Designated Persons and their immediate relatives: "the Trading Window Closure" period has commenced from 1st January, 2023 and will end 48 hours after the financial results are made public on Friday, 10th February, 2023.  
The information contained in this notice is also available on website of the Company at [www.rvnl.org](http://www.rvnl.org) and website of stock exchanges where the shares of the Company are listed at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com).

Place: New Delhi  
Date: 02.02.2023

For Rail Vikas Nigam Limited Sd/-  
Company Secretary & Compliance Officer



## STAR PAPER MILLS LIMITED

CIN: L24111WB1993PLC00873  
Registered Office: Duncan House, 2nd Floor,  
31, Netaji Subhas Road, Kolkata 700 001  
Ph: 033-22427380  
E-mail: [star.cal@starpapers.com](mailto:star.cal@starpapers.com) Website: [www.starpapers.com](http://www.starpapers.com)

### NOTICE

Notice is hereby given pursuant to the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 that a meeting of the Board of Directors of the company is scheduled to be held on Friday, 10th February, 2023 to inter-alia consider and approve Un-audited financial results for the Quarter & Nine months ended 31st December, 2022.

The Notice is also available on website of the company ([www.starpapers.com](http://www.starpapers.com)) and that of BSE Limited ([www.bseindia.com](http://www.bseindia.com)) and National Stock Exchange of India Limited ([www.nseindia.com](http://www.nseindia.com)).

2nd February 2023  
Saharanpur (U.P.)

For STAR PAPER MILLS LTD. Sd/-  
SAURABH AORIKA  
(Company Secretary)



## V-GUARD INDUSTRIES LTD.

Registered Office: 42/962, Vennala High School Road, Vennala, Ernakulam-682 028, Kerala.  
Tel: 0484-4335000, Email: [mail@vguard.in](mailto:mail@vguard.in) CIN: L31200KL1996PLC01010

### Extract of Unaudited Standalone Financial Results for the Quarter and Nine months ended 31.12.2022

Sl. No.	Particulars	For the three months ended			For the nine months ended		For the year ended
		31.12.2022	30.09.2022	31.12.2021	31.12.2022	31.12.2021	
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	
1.	Total income from operations (net)	97,722.99	98,107.00	96,688.57	2,56,815.81	2,42,543.64	3,47,666.74
2.	Net Profit / (Loss) from ordinary activities after tax	3,581.97	4,314.77	5,250.22	13,299.01	13,619.36	22,679.72
3.	Net Profit / (Loss) for the period after tax (after extraordinary items)	3,581.97	4,314.77	5,250.22	13,299.01	13,619.36	22,679.72
4.	Total Comprehensive Income for the period (comprising profit / (loss) for the period (after tax) and Other Comprehensive Income) after tax.	3,581.97	4,314.77	5,250.22	13,299.01	13,619.36	22,679.72
5.	Equity Share Capital	4,317.72	4,316.80	4,308.96	4,317.72	4,308.96	4,315.42
6.	Earnings per share of ₹ 1/- each (before extraordinary items)	0.83	0.99	1.22	3.08	3.16	5.27
	(a) Basic	0.82	0.99	1.21	3.06	3.14	5.23
7.	Earnings per share of ₹ 1/- each (after extraordinary items)	0.83	0.99	1.22	3.08	3.16	5.27
	(a) Basic	0.82	0.99	1.21	3.06	3.14	5.23
	(b) Diluted						

### Extract of Unaudited Consolidated Financial Results for the Quarter and Nine months ended 31.12.2022

Sl. No.	Particulars	For the three months ended			For the nine months ended		For the year ended
		31.12.2022	30.09.2022	31.12.2021	31.12.2022	31.12.2021	
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	
1.	Total income from operations (net)	98,083.84	98,655.27	96,756.60	2,58,590.04	2,44,101.70	3,50,018.59
2.	Net Profit / (Loss) from ordinary activities after tax	3,928.62	4,366.33	5,391.98	13,631.93	13,886.17	22,843.75
3.	Net Profit / (Loss) for the period after tax (after extraordinary items)	3,928.62	4,366.33	5,391.98	13,631.93	13,886.17	22,843.75
4.	Total Comprehensive Income for the period (comprising profit / (loss) for the period (after tax) and Other Comprehensive Income) after tax.	3,928.62	4,366.33	5,391.98	13,631.93	13,886.17	22,843.75
5.	Equity Share Capital	4,317.72	4,316.80	4,308.96	4,317.72	4,308.96	4,315.42
6.	Earnings per share of ₹ 1/- each (before extraordinary items)	0.91	1.01	1.23	3.16	3.21	5.29
	(a) Basic	0.90	1.00	1.22	3.13	3.18	5.25
7.	Earnings per share of ₹ 1/- each (after extraordinary items)	0.91	1.01	1.23	3.16	3.21	5.29
	(a) Basic	0.90	1.00	1.22	3.13	3.18	5.25
	(b) Diluted						

#### Notes:

- The above unaudited standalone and unaudited consolidated financial results for the quarter and nine months ended December 31, 2022 were reviewed by the Audit Committee and approved by the Board of Directors and taken on record at the meetings held on February 2, 2023.
- The above is an extract of unaudited financial results filed with the Stock Exchanges under Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The full format of the unaudited financial results are available in the Company's website ([www.vguard.in](http://www.vguard.in)) and on the websites of the National Stock Exchange of India Limited ([www.nseindia.com](http://www.nseindia.com)) and BSE Limited ([www.bseindia.com](http://www.bseindia.com)).

Place: Kochi  
Date: 02.02.2023

For V-GUARD INDUSTRIES LIMITED Sd/-  
Managing Director

Unparalleled technology led new products for higher growth.

### EXTRACT OF STANDALONE AND CONSOLIDATED UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED 31<sup>st</sup> DECEMBER, 2022

Sr. No.	Particulars	Standalone			Consolidated		
		Quarter Ended	Nine Months Ended	Quarter Ended	Quarter Ended	Nine Months Ended	Quarter Ended
		31.12.2022	31.12.2022	31.12.2021	31.12.2022	31.12.2022	31.12.2021
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
1	Total Income from Operations	45580.38	126581.11	38700.60	45782.45	127096.80	38808.02
2	Net Profit / (Loss) for the period (before Tax, Exceptional and / or Extraordinary items)	7729.85	19828.44	5649.20	7829.79	20074.35	5783.51
3	Net Profit / (Loss) for the period before Tax (after Exceptional and/or Extraordinary items)	7729.85	19828.44	5649.20	7829.79	20074.35	5783.51
4	Net Profit / (Loss) for the period after Tax (after Exceptional and/or Extraordinary items)	5637.23	14679.97	4227.42	5688.88	14789.08	4286.52
5	Total Comprehensive Income for the period (comprising Profit / (Loss) for the period (after tax) and Other Comprehensive Income (after tax))	5599.81	14578.52	4190.00	5651.89	14697.30	4249.79
6	Equity Share Capital (Face value of ₹ 5/- each)	650.29	650.29	650.29	650.29	650.29	650.29
7	Other Equity (excluding revaluation reserve) as shown in the Audited Balance Sheet of the previous year						
8	Earnings per equity share (of ₹ 5/- each) (Not annualized):						
	(i) Basic (₹)	43.34	112.81	32.50	43.38	112.76	32.62
	(ii) Diluted (₹)	43.31	112.81	32.50	43.38	112.76	32.62

#### Notes:

- The above is an Extract of the detailed format of results for quarter and nine months ended on 31st December, 2022 filed with the Stock Exchanges under Regulation - 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The full format of the standalone/consolidated unaudited financial results with detailed explanation for the quarter and nine months ended 31st December, 2022 are available on the website of the Stock Exchanges ([www.bseindia.com](http://www.bseindia.com)) and ([www.nseindia.com](http://www.nseindia.com)) and the Company's website ([www.cera-india.com](http://www.cera-india.com)).
- Figures of the previous periods have been regrouped / reclassified / restated wherever necessary.
- The above results have been reviewed by the Audit Committee and approved by the Board of Directors at their meetings held on dt. 02.02.2023.

Date : 2<sup>nd</sup> February 2023  
Place: Ahmedabad

By Order of the Board of Directors  
For, Cera Sanitaryware Limited

Anupam Gupta  
Executive Director (Technical)  
(DIN:09290890)

## Cera Sanitaryware Limited

Registered Office & Works: 9, GIDC Industrial Estate, Kadl 382715, Dist. Mahesana, Gujarat  
CIN: L26910GJ1998PLC034400 Tel: (02764) 242329, 243000 Email: [kadi@cera-india.com](mailto:kadi@cera-india.com) Website: [www.cera-india.com](http://www.cera-india.com)





03-02-2023

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 :- Re-appointment of Secretarial Auditor of the Company to carry out Secretarial Audit of the Company for the Financial Year 2022-2023.**

Dear Sir & Madam,

Pursuant to Regulation 30 of SEBI (listing Obligations and Disclosure Requirements) Regulations 2015, we hereby inform you that on the recommendation of Audit Committee the Board of Directors of the Company at its meeting held on February 2, 2023, has re-appointed Mr. Keyul M Dedhia, Proprietor of M/s Keyul M Dedhia and Associates, Company Secretaries (Unique Code Number: S2009MH120800, FCS no. 7756 & CP no. 8618) as Secretarial Auditor of the Company to conduct the Secretarial Audit of the Company for the Financial Year 2022-2023.

Disclosure of information pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with circular no. CIR/CFD/CMD/4/2015 date 9<sup>th</sup> September 2015 are attached as "Annexure - A"

Please take the above information on record.

Thanking you.

**For V-Guard Industries Limited**

MITHUN  
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CHITTILAPPILLY

Digitally signed by MITHUN  
KOCHOUSEPH CHITTILAPPILLY  
Date: 2023.02.03 12:19:00  
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**Mithun K Chittilappilly**  
**Managing Director**  
**DIN: 00027610**



**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 - A

**Disclosure of information pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015.**

Sr no.	Particulars	
1.	Reason for Change viz. Appointment, Resignation, removal, death or otherwise	Not Applicable Re-appointment is to comply with the Companies act, 2013 and the requirements under SEBI (LODR) Regulations, 2015.
2.	Date of Appointment/Cessation (as applicable) & term of Appointment	02-02-2023 Mr. Keyul M Dedhia, Proprietor of M/s Keyul M Dedhia and Associates, Company Secretaries is appointed as Secretarial Auditor of the Company, to conduct the secretarial auditor for the financial year 2022-2023.
3.	Brief Profile	<b>Name of the Auditor:</b>  Mr. Keyul M Dedhia, Proprietor, M/s Keyul M Dedhia and Associates, Company Secretaries  <b>Address:</b> B/15, 3 <sup>rd</sup> floor, Raja Co-op, HSG Soc. Limited, L T Road, Dahisar (W), Mumbai - 400068.  <b>Email:</b> <a href="mailto:keyulmdedhia@gmail.com">keyulmdedhia@gmail.com</a>  Mr. Keyul M Dedhia is a Fellow Member of the Institute of Company Secretaries of India (ICSI), having a good working experience and proficiency in all matters related to Company law, SEBI and various other business law.
4.	Disclosure of relationships between directors	NA



February 2, 2023

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. Thursday, February 2, 2023, has approved and adopted the unaudited standalone & consolidated financial results of the Company for the quarter ended December 31, 2022. 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. Price Waterhouse Chartered Accountants LLP, the Statutory Auditors of the Company are also enclosed herewith.

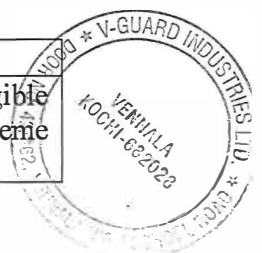
The following decision was also taken by the Board in the meeting:

- Appointment of Mr. Vikas Kumar Tak, as Company Secretary and Compliance Officer of the Company with effect from February 2, 2023. He has been appointed as Key Managerial Personnel as per the provisions of Section 203 of the Companies Act, 2013 (the Act), and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. He has been authorised to determine the materiality of the events and make disclosure of such as per the Regulation 30 of the Listing Regulations. Brief profile of the appointee in terms of Listing Regulations read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015 is enclosed as Annexure A.
- Ms. Jayasree K, Company Secretary of the Company has resigned from the position with effect from February 2, 2023 due to personal reasons. She will also cease to be a Key Managerial Personnel (KMP) under the provisions of Section 203 and other applicable provisions, if any, of the Act and the Listing Regulations.
- The Nomination and Remuneration Committee in its meeting held on February 1, 2023, 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 February 2, 2023. Details of grant approved are as under:

Particulars	Details
Brief details of options	1,23,651 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



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.
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 11.00 am and concluded at 1.00 pm

Kindly take the above information on your records.

Thanking you

For V-Guard Industries Limited  
MITHUN KOCHOUSEPH  
CHITTILAPPILLY

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Date: 2023.02.02 13:13:44  
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Mithun K Chittilappilly  
Managing Director  
DIN:00027610

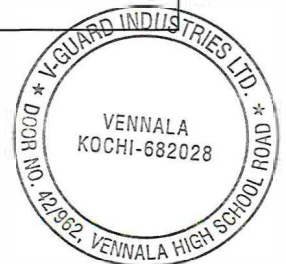




# ANNEXURE - A

## Details pertaining to Appointment/ Resignation

SL No.	Particulars		
1.	Name	Mr. Vikas Kumar Tak	Ms. Jayasree K
2.	Reason for change viz., appointment, resignation, removal, death or otherwise	Appointment as Company Secretary of the Company	Resignation due to personal reasons
3.	Date of Appointment/Resignation	February 2, 2023	February 2, 2023
4.	Brief Profile	Mr. Vikas Kumar Tak (F-6618) is a Fellow member of Institute of Company Secretaries of India, Law Graduate and MBA (Finance). He has about 20 years of experience in company secretary functions. Prior to joining V-guard Industries Ltd, he was working with Relaxo Footwears Ltd as Company Secretary and Compliance officer, handling corporate law compliances, employee stock options, investor relations etc. He has worked with orginations like Archies Ltd, Lloyd Insulations (India) Ltd etc in Company Secretary role..	NA
5.	Disclosure of relationship between Directors	NA	NA



January 19, 2023

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:** Outcome of Circular Resolution passed by the Board of Directors of the Company on January 19, 2023, pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

This is to inform you that the Board of Directors of the Company vide Circular Resolution no: 03/2022-2023 dated January 19, 2023, has allotted 3,24,359 nos. 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 same on record.

Thanking You,

Yours sincerely,

**For V-Guard Industries Limited**

**Jayasree  
Kamala**

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Jayasree Kamala  
Date: 2023.01.19  
14:40:50 +05'30'

**Jayasree K  
Company Secretary  
Membership No. A15900  
Encl: As above**



January 12, 2023

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**

**Ref: - Acquisition of 100% shareholding of Sunflame Enterprises Private Limited**

Dear Madam / Sir,

With reference to the captioned subject and in furtherance to our previous intimation vide Letter dated December 9, 2022, this is to inform you that the Company has completed the acquisition of 100% shareholding of Sunflame Enterprises Private Limited today (i.e. January 12, 2023) for an aggregate consideration of ₹ 680.33 crores (Rupees Six Hundred and Eighty Crores and thirty three lakhs only)] computed after the closing adjustment as described in the Share Purchase Agreement dated December 9, 2022. Out of the total consideration computed, an aggregate amount of ₹25 crores (Rupees Twenty Five crores only) will be paid to the selling shareholders after two years from the date of closure.

Accordingly, Sunflame Enterprises Private Limited has become a Wholly Owned Subsidiary of the Company with effect from January 12, 2023.

We request you to kindly take the above information on record.

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.

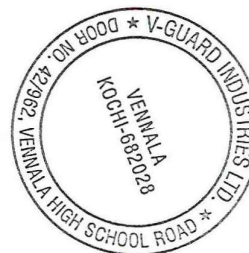
Thanking you

**For V-Guard Industries Limited**

**Jayasree  
Kamala**

Digitally signed by  
Jayasree Kamala  
Date: 2023.01.12 19:08:41  
+05'30'

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



Encl: as stated  
**V-GUARD INDUSTRIES LTD.**  
Regd. office 42/962,  
Vennala High School Road,  
Vennala, Kochi - 682 028.  
CIN: L31200KL1996PLC010010

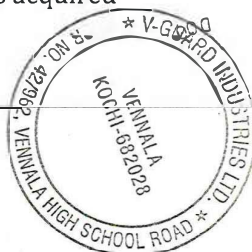
P +91 484 433 5000, 200 5000  
E mail@vguard.in  
W www.vguard.in

Sl no.	Particulars	Details								
1.	Name of the target entity, details in brief as size, turnover etc.	<p>Sunflame Enterprises Private Limited (SEPL).</p> <p>SEPL is engaged in the business of manufacture and marketing of various kitchen and home appliances.</p> <p>Regd. Office address: D-836, New Friends Colony, New Delhi-110025</p> <p>Authorised capital: ₹. 1,00,00,000/- (Rupees One crores only)</p> <p>Paid up Capital: ₹. 15,65,000/- (Rupees Fifteen lakh Sixty Five thousand only)</p> <p>Brief Financial Summary for FY 2021-22:-</p> <table><tr><th colspan="2">₹ In Crs (approx.)</th></tr><tr><td>Revenue from operation</td><td>349.79</td></tr><tr><td>Profit before tax</td><td>44.23</td></tr><tr><td>Profit after tax</td><td>33.01</td></tr></table>	₹ In Crs (approx.)		Revenue from operation	349.79	Profit before tax	44.23	Profit after tax	33.01
₹ In Crs (approx.)										
Revenue from operation	349.79									
Profit before tax	44.23									
Profit after tax	33.01									
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”	<p>No.</p> <p>Acquisition of 100% shareholding of SEPL does not fall within the purview of related party transactions. Promoter / Promoter Group / group companies of the Company do not have any interest in the entity being acquired (i.e. SEPL).</p>								
3.	Industry to which the entity being acquired belongs	Kitchen and small domestic appliances								





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)	<ul style="list-style-type: none"> <li>• Drive growth and margin expansion by catapulting V-Guard into League of serious kitchen players</li> <li>• Strong Brand recall of 'Sunflame' and 'Superflame' brand, with wide product portfolio enabling deeper engagement with consumers</li> <li>• Strong product development capabilities along with established state-of-the-art manufacturing facility at IMT Faridabad, with established front-end and back-end linkages, leading to shortened 'Time to market'</li> <li>• Synergistic fit with multiple levers for unlocking significant synergies in areas like geography, product portfolio and channels</li> </ul>
5.	Brief details of any governmental or regulatory approval for the required acquisition	Acquisition of 100% shareholding of SEPL by the Company does not require any governmental or regulatory approval.
6.	Indicative time period for completion of the acquisition	Transaction Completed
7.	Nature of consideration whether cash consideration or share swap and details of the same	Nature of consideration is cash. Total consideration is ₹ 680.33 crs (Rupees Six Hundred and Eighty crores and Thirty Three lakhs only) computed after all closing adjustments, out of which ₹ 25 crs (Rupees Twenty Five crores only) will be paid to the selling shareholders after two years from transaction closure date.
8.	Cost of acquisition or the price at which the shares are acquired	The cost of acquisition of 100% of the issued and paid up share capital of SEPL is ₹ 680.33 crs (Rupees Six Hundred and Eighty crores and Thirty Three lakhs only) after all closing adjustments. Out of the total consideration, an amount of ₹ 25 crs (Rupees Twenty Five crores only) will be paid to the selling shareholders after two years from transaction closure date.
9.	Percentage of shareholding / control acquired and/ or number of shares acquired	15,650 equity shares of Rs.100/- each of SEPL translating to 100% of the issued and paid-up share capital is acquired by the Company.





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)	<p>SEPL is engaged in the business of manufacture and marketing of Kitchen and Home appliances such as chimneys, cook tops, cookers and other small appliances, and has a pan India presence.</p> <p>Date of Incorporation of SEPL: 21/08/1984</p> <p>Last 3-year turnover of SEPL is following:</p> <table><tr><th colspan="2">₹. In Crs (approx.)</th></tr><tr><td>FY 19-20</td><td>263.00</td></tr><tr><td>FY 20-21</td><td>264.07</td></tr><tr><td>FY 21-22</td><td>349.79</td></tr></table>	₹. In Crs (approx.)		FY 19-20	263.00	FY 20-21	264.07	FY 21-22	349.79
₹. In Crs (approx.)										
FY 19-20	263.00									
FY 20-21	264.07									
FY 21-22	349.79									



December 22, 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 of Schedule of Analyst/Institutional Investor Meet.

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby provide the following details of investor meet :

Sl No.	One on One Meeting	Day, date and Time of the meeting
1	Dolat Capital	Thursday, December 22, 2022 Time : 10-11 a.m. (held today)
2	Motilal Oswal (Meeting to be moderated by PhillipCapital)	Tuesday, December 27, 2022 Time: 4-5 p.m.
3	HSBC (Meeting to be moderated by PhillipCapital)	Thursday, December 29, 2022 Time: 11-12 p.m.

Please take the above information on record.

Thanking you,

For V-Guard Industries Ltd.

**Jayasree Kamala**  
Digitally signed  
by Jayasree  
Kamala  
Date: 2022.12.22  
18:26:36 +05'30'

**Jayasree K**  
Company Secretary  
Membership No. 15900



December 9, 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 Intimation under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Pursuant to Regulation 30 of the SEBI (LODR) Regulations, 2015, we are pleased to inform that the Board of Directors in their meeting held today, approved acquisition of 100% shareholding in Sunflame Enterprises Private Limited (SEPL), subject to completion of certain conditions precedent. The Company has executed a Share Purchase Agreement today with SEPL and its shareholders in relation to the aforesaid transaction.

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  
Kamala**

Digitally signed by  
Jayasree Kamala  
Date: 2022.12.09 14:25:19  
+05'30'

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.	<p>Sunflame Enterprises Private Limited (SEPL).</p> <p>SEPL is engaged in the business of manufacture and marketing of various kitchen and small domestic appliances.</p> <p>Regd. Office address: D-836, New Friends Colony, New Delhi-110025</p> <p>Authorised capital: ₹. 1,00,00,000/- (Rupees One crores only)</p> <p>Paid up Capital: ₹. 15,65,000/- (Rupees Fifteen lakh Sixty Five thousand only)</p> <p>Brief Financial Summary for FY 2021-22:-</p> <table><tr><th colspan="2">₹ In Crs (approx.)</th></tr><tr><td>Revenue from operation</td><td>349.79</td></tr><tr><td>Profit before tax</td><td>44.23</td></tr><tr><td>Profit after tax</td><td>33.01</td></tr></table>	₹ In Crs (approx.)		Revenue from operation	349.79	Profit before tax	44.23	Profit after tax	33.01
₹ In Crs (approx.)										
Revenue from operation	349.79									
Profit before tax	44.23									
Profit after tax	33.01									
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"	<p>No.</p> <p>Acquisition of 100% shareholding of SEPL does not fall within the purview of related party transactions. Promoter / Promoter Group / group companies of the Company do not have any interest in the entity being acquired (i.e. SEPL).</p>								
3.	Industry to which the entity being acquired belongs	Kitchen and small domestic appliances								
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)	<ul style="list-style-type: none"><li>• Drive growth and margin expansion by catapulting V-Guard into League of serious kitchen players</li><li>• Strong Brand recall of 'Sunflame' and 'Superflame' brand, with wide</li></ul>								



		<p>product portfolio enabling deeper engagement with consumers</p> <ul style="list-style-type: none"> <li>• Strong product development capabilities along with established state-of-the-art manufacturing facility at IMT Faridabad, with established front-end and back-end linkages, leading to shortened 'Time to market'</li> <li>• Synergistic fit with multiple levers for unlocking significant synergies in areas like geography, product portfolio and channels</li> </ul>
5.	Brief details of any governmental or regulatory approval for the required acquisition	Acquisition of 100% shareholding of SEPL by the Company does not require any governmental or regulatory approval.
6.	Indicative time period for completion of the acquisition	Mid-January , 2023, subject to fulfilment of conditions precedent agreed in the Share Purchase Agreement.
7.	Nature of consideration whether cash consideration or share swap and details of the same	Nature of consideration is cash. Total consideration is ₹ 660 crs, on cash free debt free basis, (Rupees Six Hundred and Sixty crores only) (subject to closing adjustments), of which ₹ 25 crs (Rupees Twenty Five crores only) will be paid after two years from the date of transaction closure
8.	Cost of acquisition or the price at which the shares are acquired	The cost of acquisition of 100% of the issued and paid up share capital of SEPL is ₹ 660 crs (Rupees Six Hundred and Sixty crores only) (subject to closing adjustments). Out of the total consideration, an amount of ₹ 25 crs (Rupees Six Hundred and Sixty crores only) will be paid after two years from the date of the transaction closure.
9.	Percentage of shareholding / control acquired and/ or number of shares acquired	15,650 equity shares of SEPL amounting to 100% of the issued and paid up share capital is proposed to be acquired by the Company.
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	SEPL is engaged in the business of manufacture and marketing of Kitchen and Home appliances such as chimneys, cook tops, cookers and



<p>has presence and any other significant information (in brief)</p>	<p>other small appliances, and has a pan India presence.</p> <p>Date of Incorporation of SEPL: 21/08/1984</p> <p>Last 3-year turnover of SEPL is following:</p> <table data-bbox="906 436 1359 571"> <thead> <tr> <th></th><th>₹. In Crs (approx.)</th></tr> </thead> <tbody> <tr> <td>FY 19-20</td><td>263.00</td></tr> <tr> <td>FY 20-21</td><td>264.07</td></tr> <tr> <td>FY 21-22</td><td>349.79</td></tr> </tbody> </table>		₹. In Crs (approx.)	FY 19-20	263.00	FY 20-21	264.07	FY 21-22	349.79
	₹. In Crs (approx.)								
FY 19-20	263.00								
FY 20-21	264.07								
FY 21-22	349.79								



November 23, 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 of Schedule of Analyst / Institutional Investor Meet

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby provide the following details of investor meet proposed to be attended by the Company:

Sl no.	Type of Meeting	Day, date and time
1	V-Guard/SIMPL – Virtual Meeting on Zoom	November 24, 2022 10a.m -11 a.m
2	V-Guard/Capital Group – Virtual Meeting on Zoom	November 24, 2022 2 p.m – 3 p.m

Thanking you,

For V-Guard Industries Ltd.

  
Jayasree K  
Company Secretary  
Membership No. 15900





October 27, 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. Thursday, October 27, 2022, has approved and adopted the unaudited standalone & consolidated financial results of the Company for the quarter and half year ended September 30, 2022. 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 Standalone and Consolidated Results submitted by M/s. Price Waterhouse Chartered Accountants LLP, the Statutory Auditors of the Company are also enclosed herewith.

The following decision was also taken by the Board in the meeting:

- Allotted 92,255 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 'ESOS2013'. Out of the total number of 92,255 equity shares allotted, 69,255, and 23,000 nos. of equity shares were allotted at a price of Re. 1/- and Rs.71.36 each respectively. The shares allotted rank pari-passu with the existing equity shares of the Company in all respects.

The aforesaid meeting commenced at 11.00 am and concluded at 1.15 pm

Kindly take the above information on your records.

Thanking you

For V-Guard Industries Limited  
**JAYASREE**  
**KAMALA**  
Jayasree K  
Company Secretary & Compliance Officer  
Membership No.: A15900

Digitally signed by JAYASREE  
KAMALA  
Date: 2022.10.27 13:16:54  
+05'30'



October 21, 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, G Block, Bandra- Kurla Complex, Bandra-East, Mumbai- 400 051
Scrip Code: 532953	Symbol: 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 Rs. 31,39,36,970 crs in V-Guard Consumer Products Limited (VCPL), the Wholly Owned Subsidiary incorporated on July 19, 2021 and has allotted 3,13,93,697 equity shares of Rs. 10/ each. The total amount of investment made till date of this disclosure is Rs. 1,21,08,99,610/-. 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 -1.

Kindly acknowledge the receipt of the same.

Thanking you.

For V-guard Industries limited

**JAYASREE** Digitally signed by  
**KAMALA** JAYASREE KAMALA  
Date: 2022.10.21  
18:45:06 +05'30'

Jayasree K  
Company Secretary  
Membership No. A15900



**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:  ₹ 2,00,00,00,000/- (Rupees Two Hundred crores only)  Issued Capital:  ₹ 1,21,08,99,610/- (Rupees One hundred and twenty-one crores, eight lakh Ninety Nine thousand, Six hundred and ten 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 nonelectrical 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. Total number of securities acquired presently is 3,13,93,697 equity shares of ₹ 10/- each = ₹ 31,39,36,970/-
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 incorporate: July 19, 2021



September 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: Scrip Code: VGUARD

Dear Sir / Madam,

Sub: Intimation of Schedule of Analyst / Institutional Investor Meet

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby provide the following details of investor meet, hosted by Phillip Capital, proposed to be attended by the Company:

Sl. No.	One on One Meeting	Day, Date and Time
1.	BNP – Team	Friday, September 16, 2022 at 12.30 pm
2.	ICICI Prudential Life	Friday, September 16, 2022 at 2.30 pm
3.	SBI MF	Monday, September 19, 2022 at 11.00 am
4.	Canara Robeco	Monday, September 19, 2022 at 12.30 pm
5.	ICICI Prudential MF	Monday, September 19, 2022 at 2.30 pm
6.	Sundaram MF	Monday, September 19, 2022 at 4.00 pm
7.	Nippon	Tuesday, September 20, 2022 at 11.00 am
8.	DSP MF	Tuesday, September 20, 2022 at 12.30 pm

Please take the above information on record.

Thanking you,

For V-Guard Industries Ltd.

**JAYASREE KAMALA**  
Digitally signed by  
JAYASREE KAMALA  
Date: 2022.09.15  
15:34:37 +05'30'

Jayasree K  
Company Secretary





September 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 of Schedule of Analyst / Institutional Investor Meet

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby provide the following details of investor meet proposed to be attended by the Company:

Sl. No.	Type of Meeting	Day, Date and Time
1.	Schroders – One on One Meeting	Tuesday, September 13, 2022 2.30 pm
2.	White Oak– One on One Meeting	Tuesday, September 13, 2022 4.00 pm
3.	Nalanda– One on One Meeting	Wednesday, September 14, 2022 1.00 pm
4.	Enam AMC– One on One Meeting	Friday, 16th September 2022 11:00 am

Please take the above information on record.

Thanking you,

For V-Guard Industries Ltd.

JAYASREE  
KAMALA

Digitally signed by  
JAYASREE KAMALA  
Date: 2022.09.12  
15:12:35 +05'30'

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 1, 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) (LODR) Regulations, 2015**

**Ref:- Company Update made vide Letter dated July 27, 2022 on Acquisition of 26% of equity stake in GUTS Electro-Mech Ltd.**

Pursuant to Regulation 30 of the SEBI (LODR) Regulations, 2015, we are pleased to inform that the Company has completed today, the acquisition of balance 26% of equity shares of Guts Electro-Mech Ltd., Subsidiary company, by making call option in accordance with the Share purchase and Subscription Agreement dated August 31, 2017 and the addendum executed. GUTS Electro-Mech Ltd. has become wholly owned subsidiary of V-Guard Industries Ltd., effective from this day.

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



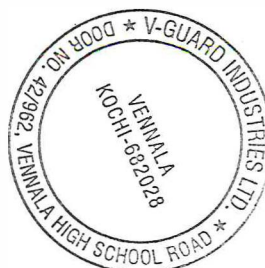
**Jayasree K**  
**Company Secretary & Compliance Officer**  
**Membership No.: A15900**



**Encl: as stated**

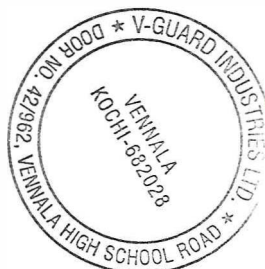
**Annexure - I**

Sl no.	Particulars	Details								
1.	Name of the target entity, details in brief as size, turnover etc.	<p>Guts Electro-Mech Ltd. becomes wholly owned subsidiary of the Company by completing acquisition of balance 26% equity investment. The subsidiary is engaged in the business of manufacture and supply of MCB &amp; RCCB.</p> <p>Regd. Office address: 163/C, 164/E, Phase II, IDA, Cherlapally, Hyderabad, Telangana – 500051</p> <p>Authorised capital: ₹. 2,00,00,000/- (Rupees Two crores only)</p> <p>Paid up Capital: ₹. 1,96,58,420 (Rupees One crore Ninety-Six Lakhs Fifty-Eight Thousand Four hundred and twenty only)</p> <p>Brief Financial Summary for FY 22:-</p> <table><tr><th colspan="2">₹ In Crs</th></tr><tr><td>Revenue from operation</td><td>59.43</td></tr><tr><td>Profit before tax</td><td>4.48</td></tr><tr><td>Profit after tax</td><td>2.87</td></tr></table>	₹ In Crs		Revenue from operation	59.43	Profit before tax	4.48	Profit after tax	2.87
₹ In Crs										
Revenue from operation	59.43									
Profit before tax	4.48									
Profit after tax	2.87									
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 made call option for acquisition of balance 26% equity shares in the Subsidiary Company in accordance with the Share Purchase and subscription agreement dated August 31, 2017. The promoter and promoter group are not interested in the acquisition.								
3.	Industry to which the entity being acquired belongs	Electricals and Electronics								
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)	Acquired by making call option as per the Share purchase and subscription agreement dated August 31, 2017.								
5.	Brief details of any governmental or regulatory approval for the required acquisition	Acquired by making call option as per the Share purchase and subscription agreement dated August 31, 2017.								
6.	Indicative time period for completion of the acquisition	Transaction completed.								

7.	Nature of consideration whether cash consideration or share swap and details of the same	Securities acquired for cash consideration as per the price agreed and mentioned in the Share purchase and subscription agreement dated August 31, 2017.								
8.	Cost of acquisition or the price at which the shares are acquired	The cost of acquisition for the 26% equity stake as per the Share purchase and subscription agreement dated August 31, 2017 is ₹ 6.2 crs.								
9.	Percentage of shareholding / control acquired and/ or number of shares acquired	26% equity Stake. (Total shareholding has become 100% of equity shares of Guts Electro-Mech Ltd).								
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)	<p>The subsidiary is engaged in the business of manufacture and supply of MCB &amp; RCCB.</p> <p>Date of Incorporation: 06/03/1987</p> <p>Last 3-year turnover;</p> <table><tr><td></td><td>₹. In Crs</td></tr><tr><td>FY 20</td><td>52.65</td></tr><tr><td>FY 21</td><td>55.28</td></tr><tr><td>FY 22</td><td>59.43</td></tr></table>		₹. In Crs	FY 20	52.65	FY 21	55.28	FY 22	59.43
	₹. In Crs									
FY 20	52.65									
FY 21	55.28									
FY 22	59.43									

*Handwritten signature*



July 27, 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) (LODR) Regulations, 2015**

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 the proposal for acquisition of balance 26% of equity shares of Guts Electro-Mech Ltd., Subsidiary Company by making call option in accordance with the Share purchase and Subscription Agreement dated August 31, 2017.

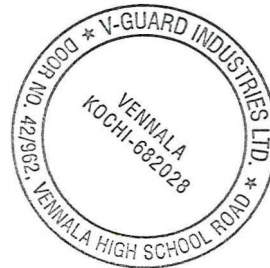
The details required under regulation 30 of SEBI (LODR) Regulations, 2015 read with SEBI circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015, is enclosed herewith as Annexure -I.

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

**V-GUARD INDUSTRIES LTD.**

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

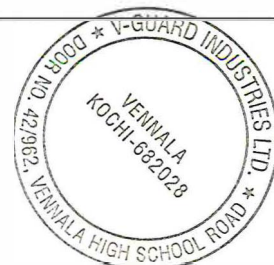
P +91 484 433 5000, 200 5000  
E mail@vguard.in  
W www.vguard.in



Annexure - I

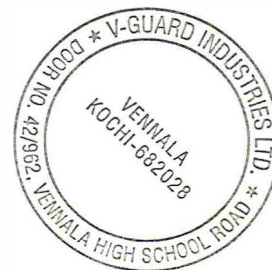
Sl no.	Particulars	Details						
1.	Name of the target entity, details in brief as size, turnover etc.	<p>Guts Electro-Mech Ltd. is a subsidiary of the Company in which the Company is presently holding 74% equity investment. The subsidiary is engaged in the business of manufacture and supply of MCB &amp; RCCB.</p> <p>Regd. Office address: 163/C, 164/E, Phase II, IDA, Cherlapally, Hyderabad, Telangana – 500051</p> <p>Authorised capital: ₹. 2,00,00,000/- (Rupees Two crores only)</p> <p>Paid up Capital: ₹. 1,96,58,420 (Rupees One crore Ninety Six Lakhs Fifty Eight Thousand Four hundred and twenty only)</p> <p>Brief Financial Summary for FY 22:- ₹ In Crs</p> <table><tr><td>Revenue from operation</td><td>59.43</td></tr><tr><td>Profit before tax</td><td>4.48</td></tr><tr><td>Profit after tax</td><td>2.87</td></tr></table>	Revenue from operation	59.43	Profit before tax	4.48	Profit after tax	2.87
Revenue from operation	59.43							
Profit before tax	4.48							
Profit after tax	2.87							
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”	<p>The Company will be making a call option for acquisition of balance 26% equity shares in the Subsidiary Company in accordance with the Share Purchase and subscription agreement dated August 31, 2017. The promoter and promoter group are interested upto there holding at Guts Electro-Mech Ltd.</p>						
3.	Industry to which the entity being acquired belongs	Electricals and Electronics						
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)	Acquisition is by making call option as per the Share purchase and subscription agreement dated August 31, 2017;						

2



5.	Brief details of any governmental or regulatory approval for the required acquisition	Acquisition is by making call option as per the Share purchase and subscription agreement dated August 31, 2017.  Approval of governmental or regulatory authority, if any, required for the transaction will be obtained.								
6.	Indicative time period for completion of the acquisition	Transaction is proposed to be completed on or before September 15, 2022.								
7.	Nature of consideration whether cash consideration or share swap and details of the same	Securities shall be acquired for cash as per the price agreed and mentioned in the Share purchase and subscription agreement dated August 31, 2017.								
8.	Cost of acquisition or the price at which the shares are acquired	The cost of acquisition for the 26% equity stake as per the Share purchase and subscription agreement dated August 31, 2017 is ₹ 6.2 crs.								
9.	Percentage of shareholding / control acquired and/ or number of shares acquired	26% equity Stake								
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)	<p>The subsidiary is engaged in the business of manufacture and supply of MCB &amp; RCCB.</p> <p>Date of Incorporation: 06/03/1987</p> <p>Last 3-year turnover;</p> <table><tr><td></td><td>₹. In Crs</td></tr><tr><td>FY 20</td><td>52.65</td></tr><tr><td>FY 21</td><td>55.28</td></tr><tr><td>FY 22</td><td>59.43</td></tr></table>		₹. In Crs	FY 20	52.65	FY 21	55.28	FY 22	59.43
	₹. In Crs									
FY 20	52.65									
FY 21	55.28									
FY 22	59.43									

22



July 27, 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, July 27, 2022, has approved and adopted the unaudited standalone & consolidated financial results of the Company for the quarter ended June 30, 2022. 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:

- Approved the proposal for acquisition of balance 26% of equity shares of Guts Electro-Mech Ltd., Subsidiary Company by making call option in accordance with the Share purchase and Subscription Agreement dated August 31, 2017.
- Noted the retirement of Mr. B. Jayaraj, Non-Executive Director whose term ceases at the 26<sup>th</sup> Annual General Meeting to be held on July 28, 2022.
- The Nomination and Remuneration Committee in its meeting held on July 26, 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 July 27, 2022. Details of grant approved are as under:

Particulars	Details
Brief details of options granted	86,868 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.

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 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 eligible of being exercised within a period of six years from the date of vesting of Options.

The aforesaid meeting commenced at 10.30 am and concluded at 12.10 pm

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 22, 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 July 22, 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: 01/2022-23 dated July 22, 2022, has allotted 1,38,211 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**  
**Membership No: A15900**



**V-GUARD INDUSTRIES LTD.**

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

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



July 07, 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 of Schedule of Analyst / Institutional Investor Meet

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby provide the following details of investor conferences attended / proposed to be attended by the Company:

Sl. No.	Type of Meeting	Day, Date and Time
1.	Dolat Capital	Thursday, July 7, 2022 10.30 am to 11.00 am
2.	Sharekhan	Thursday, July 7, 2022 11.05 am to 11.35 am

Please take the above information on record.

Thanking you,

For V-Guard Industries Ltd.



Jayasree K  
Company Secretary



June 27, 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 of Schedule of Analyst / Institutional Investor Meet

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby provide the following details of investor conferences attended / proposed to be attended by the Company:

Sl no.	Type of Meeting	Day, Date and Time
1	Elara Capital : Elara Consumer Durables & Electrical Day	Tuesday, June 28, 2022 11:30 a.m
2	CLSA Limited	Monday, July 4, 2022 10:30 a.m – 11:30 a.m

Please take the above information on record.

Thanking you,

For **V-Guard Industries Ltd.**



**Jayasree K**  
Company Secretary



May 31, 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 of Schedule of Analyst / Institutional Investor Meet

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby provide the following details of investor conferences attended / proposed to be attended by the Company:

Sl. No.	Type of Meeting	Day, Date and Time
1.	B&K Securities' Global Investor Conference – Trinity India 2022	Monday, May 30, 2022 11.00 am to 1.00 pm
2.	Nirmal Bang	Tuesday, May 31, 2022 12.00 Noon
3.	Nirmal bang	Thursday, June 2, 2022 11.00 am to 1.00 pm

Please take the above information on record.

Thanking you,

For V-Guard Industries Ltd.



Jayasree K  
Company Secretary



May 27, 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: Transcript of earnings call with respect to Financial Results for the quarter and year ended March 31, 2022

Dear Madam / Sir,

This is with reference to the Company intimation dated May 21, 2022, filed with the stock exchanges in terms of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 regarding the earnings call to discuss the financial results for the quarter and year ended on March 31, 2022, which was held on May 20, 2022.

The audio recording was filed with the stock exchange. We are enclosing the transcript of the Earnings call.

The same is also being uploaded on the website of the Company under <https://www.vguard.in/investor-relations/shareholder-information>

Kindly take the information on record.

Thanking you

For V-Guard Industries Limited



Jayasree K  
Company Secretary  
Membership No. A15900  
Encl: as above



May 28, 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: Intimation to Stock Exchanges regarding Newspaper Advertisement for Transfer of Equity shares to IEPF.

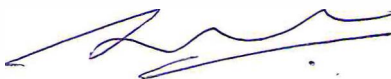
Dear Madam / Sir,

Pursuant to Regulation 47 (3) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("the Regulation"), the Company hereby inform that, a notice pertaining to transfer of equity shares of the Company to Investor Education & Protection Fund (IEPF) to the Shareholder has been published in the 'Business Standards' (English Newspaper) & 'Deepika' (Malayalam newspaper) on Saturday, May 28, 2022, under the applicable provisions of the Companies Act, 2013 read with Investor Education & Protection Fund Authority (Accounting, Audit, Transfer and Refund), Second Amendment Rules, 2017 and amended from time to time.

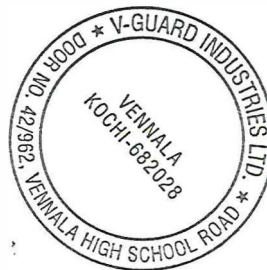
As required under Regulation 46 (2) (q), the said notice has also been placed on the website of the Company at [www.vguard.in](http://www.vguard.in) and the members may refer the same for details.

Thanking you

For V-Guard Industries Limited



Jayasree K  
Company Secretary  
Membership No. A15900  
Encl: as above



**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](mailto:mail@vguard.in)  
W [www.vguard.in](http://www.vguard.in)



May 19, 2022

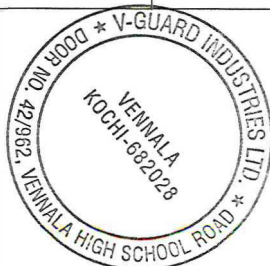
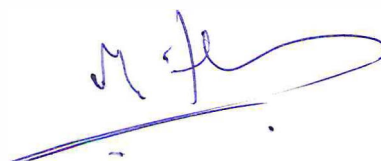
The Manager Listing Department, BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400 001	The Manager Listing Department, National Stock Exchange of India Limited, Exchange Plaza, 5th Floor, Plot No. C/1, G Block, Bandra-Kurla Complex, Bandra-East, Mumbai- 400 051
Ref:- Scrip Code: 532953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

Sub: Outcome of Meeting of the Board held on May 19, 2022 and various disclosures under 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 today, i.e. May 19, 2022, inter alia, transacted the following business:

Sl. No.	Particulars	Details
1	Financial Results	<p>The Board of Directors have adopted the Audited Standalone &amp; Consolidated Financial Results of the Company for the quarter and year ended March 31, 2022. The Audited Financial Results and Auditors' Report thereon as submitted by the Auditors of the Company are enclosed herewith.</p> <p>Further, in terms of Regulation 33(3)(d) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Auditors have given an unmodified opinion on the Audited Standalone and Consolidated Financial Results for the year ended March 31, 2022 and a declaration to that effect by the Managing Director is attached herewith.</p> <p>Key Financial Highlights on the audited standalone financial results for the quarter and year ended March 31, 2022 is enclosed herewith.</p>
2	Annual General Meeting	The 26 <sup>th</sup> Annual General Meeting of the Company (AGM) is scheduled to be held on Thursday, July 28, 2022. It will be held as per the circulars issued by MCA and SEBI from time to time.
3	Dividend	The Board has recommended a final Dividend of Rs.1.30 (130%) per equity share of Re. 1/-each for the financial year 2021-22. The dividend if approved by the members at the 26 <sup>th</sup> Annual General Meeting, shall be disbursed on or before August 26, 2022.

**V-GUARD INDUSTRIES LTD.**  
Regd. office 42/962,  
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Vennala, Kochi - 682 028.  
CIN: L31200KL1996PLC010010

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



4	Book Closure	The Company's Register of Members and Share Transfer Books shall remain closed from July 22, 2022 to July 28, 2022 (both days inclusive) for payment of dividend to the shareholders and dividend will be paid to those shareholders whose name(s) appear in the Register of Members / Register of Beneficial Owners on July 21, 2022.
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5.	ESOS	<p>The Nomination and Remuneration Committee in its meeting held on May 18, 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 today May 19, 2022. Details of grant approved are as under:</p> <table><tr><th>Particulars</th><th>Details</th></tr><tr><td>Brief details of options granted</td><td>91,407 no. of options granted to eligible employee(s) under Employee Stock Option Scheme (ESOS 2013).</td></tr><tr><td>Whether the scheme is in terms of SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021</td><td>The scheme is in due compliance with the terms of SEBI (SBEBS) Regulations, 2021.</td></tr><tr><td>Total number of shares covered by these options</td><td>Options carry the right to apply for equivalent number of equity shares of the Company at face value of ₹ 1/- each.</td></tr><tr><td>Vesting period</td><td>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.</td></tr><tr><td>Time within which may be exercised</td><td>6 years from the date of vesting.</td></tr><tr><td>Exercise price</td><td>₹ 1/- per option.</td></tr><tr><td>Options lapsed or cancelled</td><td>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.</td></tr><tr><td>Brief details of significant terms of ESOS 2013</td><td>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.</td></tr></table>	Particulars	Details	Brief details of options granted	91,407 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.	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.
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		<p>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.</p>
6.	Chief Risk Officer	Based on recommendation of the Risk Management Committee and Nomination and Remuneration Committee held in the meetings on March 29, 2022 and May 18, 2022 respectively, the Board of Directors in their meeting held on May 19, 2022 designated Mr. Chetan Chopra, Head – Control Assurance & Governance as Chief Risk Officer of the Company.
7.	Statutory Auditors	<p>Subject to the approval of the shareholders, the Board proposed the appointment of M/s. Price Waterhouse Chartered Accountant, as Statutory Auditors of the Company for a term of five Years i.e. from the conclusion of 26<sup>th</sup> Annual General Meeting till the conclusion of 31<sup>st</sup> Annual General Meeting to be held during the year 2027.</p> <p>M/s. Price Waterhouse Chartered Accountants LLP has confirmed their eligibility to act as the Statutory Auditors of the Company.</p>

The aforesaid meeting commenced at 10 a.m. and concluded at 12.15 p.m.

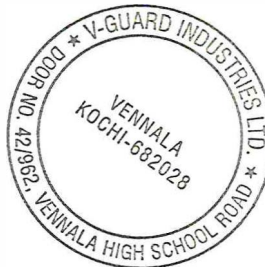
Kindly take the information on record.

Thanking you

For V-Guard Industries Limited

  
Mithun K Chittilappilly  
Managing Director

Encl: as above



May 16, 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 Obligations and Disclosure Requirement) Regulation, 2015 - Receipt of No-Objection letters from BSE Limited & National Stock Exchange of India limited in relation to scheme of amalgamation of Simon Electric Private Limited ("SEPL") ("Transferor Company") and their respective shareholders and Creditors with V-Guard Industries Limited ("VCPL") ("Transferee Company").**

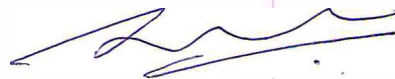
This is in continuation to our earlier intimation dated December 20, 2021, wherein it was informed that the Board of Directors of V-Guard Industries Limited ("Company/VCPL /Transferee Company") had approved the Scheme of Amalgamation of Simon Electric Private Limited ("SEPL/Transferor Company") with the Company ("Scheme") under Section 230 to 232 read with other applicable provisions of the Companies act, 2013 and Rules framed thereunder, subject to receipt of applicable regulatory approvals.

In this regard, we would like to inform you that BSE Limited and the National Stock Exchange of India Limited have issued their Observation/No-objection letter dated May 13, 2022, respectively as required under regulation 37 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015 conveying 'No adverse Observation/No-Objection' to the Scheme. The Copies of said observation/No-Objection letter is enclosed. The aforesaid letters are also being hosted on the website of the Company at <https://www.vguard.in/investor-relations/scheme-of-arrangements>

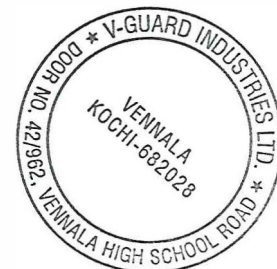
You are requested to kindly take the above on record.

Thanking you,

For V-Guard Industries Ltd.



Jayasree K  
Company Secretary & Compliance Officer  
Membership No. A15900





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.

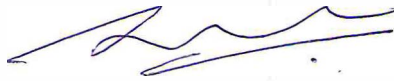
With respect to the above-mentioned subject and pursuant to regulation 30 of the SEBI (LODR) Regulation, 2015, it is hereby informed that the Company has made further investment to the extent of ₹ 29.89 crs in V-Guard Consumer Products Limited (VCPL), the Wholly Owned Subsidiary incorporated on July 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

