

CERTIFICATE

**(Pursuant to Regulation 13 of the Securities and Exchange Board of India
(Share Based Employee Benefits and Sweat Equity) Regulations, 2021)**

To,

The Board of Directors,

V-Guard Industries Limited

Corporate Identity Number: L31200KL1996PLC010010

42/962, Vennala High School Road, Vennala, Ernakulam, Kochi, Kerala- 682 028.

We have been appointed as the Secretarial Auditors by the Board of Directors of V-Guard Industries Limited (hereinafter referred to as 'the Company'), having its registered office at 42/962, Vennala High School Road, Vennala, Ernakulam, Kochi, Kerala- 682 028 [Corporate Identity Number: L31200KL1996PLC010010]. This certificate is issued under Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (hereinafter referred to as 'the SEBI Regulations'), for the financial year ended March 31, 2023.

We understand that this certificate is required by the Company for placing before the shareholders at the ensuing 27th Annual General Meeting of the Company, relevant for financial year 2022-2023, for confirming that the Company's Employee Stock Option Scheme 2013 (hereinafter referred to as 'the Scheme') have been implemented in accordance with the SEBI Regulations, the Scheme and the relevant resolution(s) passed by the Company in respect of the Scheme.

The implementation of Employee Stock Option Scheme, 2013 is the responsibility of the management of the Company. The management is also responsible for the preparation, authentication and maintenance of all the accounting, secretarial and other relevant supporting records and documents. This responsibility includes design, implementation and maintenance of the internal controls relevant to the implementation of the Scheme to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuing compliance with the requirements as stipulated under the SEBI Regulations, the Scheme and the relevant resolution(s) passed by the Company in respect of the Scheme.

We have examined compliance by the Company on test check basis, with the requirements as stipulated under the SEBI Regulations, the Scheme and the relevant resolution(s) passed by the Company in respect of the Company's Employee Stock Option Scheme, 2013 in operation during the financial year ended March 31, 2023.

In our opinion, based on our examinations and verifications, and to the best of our information and according to the explanations given to us and the representations made by the management of the Company, we certify that the Company had complied with the requirements as stipulated under the SEBI Regulations, the Scheme and the relevant resolutions passed by the Company in respect of the Scheme.

We further state that such compliance is neither an assurance to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

This certificate is issued solely for your information and in connection with the purpose mentioned above and is not to be used or referred to for any other purpose or distributed to anyone other than placing before the Shareholders of the Company at the ensuing 27th Annual General Meeting of the Company. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this Certificate is displayed or into whose hands it may come without our prior consent in writing. We have no responsibility to update this Certificate for events and circumstances occurring after the date of this Certificate.

**For Keyul M. Dedhia & Associates
Company Secretaries**

Unique ICSI Code Number: S2009MH120800

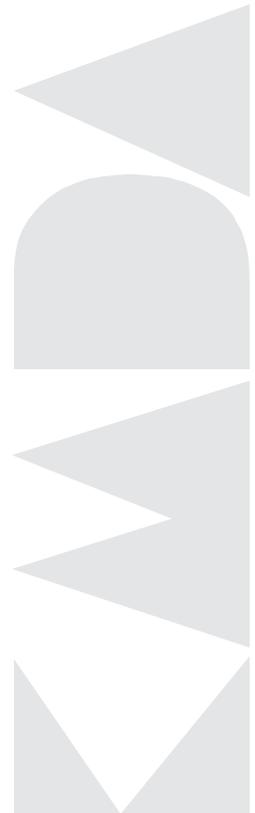
KEYUL
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DEDHIA

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**Keyul M. Dedhia
Proprietor**

FCS No: 7756 COP No: 8618
UDIN: F007756E000830050
Peer Review Certificate No.: 876/2020

August 20, 2023, Mumbai



Form MBP - 4
Register of contracts with related party and contracts and
Bodies etc. in which directors are interested
[Pursuant to section 189(1) of the Companies Act, 2013 and rule 16(1) of The Companies (Meetings of Board and its Powers) Rules, 2014]

A: Contracts or agreements with any related party under section 188 or in which any
director is concerned or interested under sub-section (2) of section 184

| Date of contract / arrangement | Name of the party with which contract is entered into | Name of the interest Director | Relation with Director/Company/Nature of Concern or Interest | Principal terms and conditions | Whether the transaction is at arm's length basis | Date of approval at the meeting of the Board | No. of Directors present in the meeting | Details of voting on such resolution | | | Date of the next meeting at which register was placed for signature | Reference of specific items (a) to (g) under sub section (1) of Section 188 | Amount of contract or arrangement | Date of shareholder's approval if any | Signature | Remarks, if any |
|--------------------------------|---|-------------------------------|--|--|--|--|---|--------------------------------------|--------------------------|-----------------------------|---|---|---|---------------------------------------|-----------|-----------------|
| | | | | | | | | Directors voting in favour | Directors voting against | Directors remaining neutral | | | | | | |
| 1 | 2 | 3 | 4 | 5 | 6 | 7 | 8 | 9 | 10 | 11 | 12 | 13 | 14 | 15 | 16 | 17 |
| 02.02.2023 | Koouseph Chittilappilly | Mithun K Chittilappilly | Relative of Mr. Mithun K Chittilappilly | He will be paid emoluments @ 0.25% of the net profits of the Company on annual basis for a period of five years w.e.f. April 1, 2023 and reimbursement of expenses for travelling and lodging, car, driver or any other personal staff and any other soft perquisites etc. | Yes | 02.02.2023 | 7 (Mr. Mithun K Chittilappilly abstained from the item) | 7 | 0 | 0 | 17.04.2023 | 188 (1) (d) | 0.25% of the net profits of the Company on annual basis for a period of five years w.e.f. April 1, 2023 | | | |

| B. Name of the bodies corporate, firms or other association of individuals as mentioned under sub-section (1) of section 184, in which any director is having any concern or interest | | | | |
|--|--|--|--|--|
| Names of the Companies/Bodies Corporate/Firms/Association of Individuals | Name of the Interested Director | Nature of interest or concern/Change in Interest or concern | Shareholding (if any) | Date on which interest or concern arose/changed |
| Geojit Financial Services Limited | C J George | Managing Director | Holding 4,33,13,236 no. of equity shares which constitute 18.18% of the total paid up capital of the Company | 24.11.1994 |
| Geojit Credits Private Limited | C J George | Managing Director | 0.91% | 11.01.2005 |
| Kerala State Industrial Development Corporation Ltd | C J George | Director | NIL | 09.09.2021 |
| Kerala Infrastructure Fund Management Ltd. | C J George | Director | NIL | 14.02.2020 |
| Aster DM Healthcare Limited | C J George | Independent Director | NIL | 11.04.2020 |
| QBG Geojit Securities LLC | C J George | Director | NIL | 15.07.2012 |
| Barjeel Geojit Financial Services LLC | C J George | Director | NIL | 25.08.2003 |
| Citizen India Foundation | C J George | Trustee | NIL | 30.04.2014 |
| Aster DM Foundation | C J George | Trustee | NIL | 24.02.2021 |
| Geofin Comtrade Limited | C J George | Shareholding by Spouse | 51.44% | 18.11.2008 |
| CJG Holdings India Private Limited | C J George | Director | 20.00% of the paid up capital | 22.03.2010 |
| Veegaland Developers Private Limited | Mithun K Chittilappilly | Member | Holding 5,00,000 nos of equity shares which constitute 10% of the total paid up capital of the Company | 10.08.2007 |
| V-Guard Consumer Products Limited | Mithun K Chittilappilly | Director | Holding 12,10,89,955 equity shares as a nominee shareholder of V-Guard Industries Ltd. | 19.07.2021 |
| V- Star Creation Private limited | Mithun K Chittilappilly | Non-Executive Director | Holding 2,39,800 nos. of equity shares which constitute 7.99% of the total paid up capital of the Company | 05.05.2008 |
| K Chittilappilly Trust | Mithun K Chittilappilly | Trustee | | 08.03.2017 |
| Anekha Chittilappilly Trust | Mithun K Chittilappilly | Trustee | | 21.06.2021 |
| Sunflame Enterprises (P) Ltd. | Mithun K Chittilappilly | Director | Holding 1 share as a nominee shareholder of V-Guard Industries Ltd. | 12.01.2023 |
| V-Guard Consumer Products Limited | Ramachandran V. | Director | Holding 1 share as a nominee shareholder of V-Guard Industries Ltd. | 19.07.2021 |
| Guts Electro-Mech Ltd. | Ramachandran V. | Director | NIL | 01.04.2020 |
| Sunflame Enterprises (P) Ltd. | Ramachandran V. | Director | Holding 1 share as a nominee shareholder of V-Guard Industries Ltd. | 12.01.2023 |
| V-Guard Foundation Ltd. | Ramachandran V. | Director | NIL | 18.07.2017 |

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|---|----------------------|-------------------------------------|---|------------|
| Elias George & Co., Chartered Accountants | Cherian N Punnoose | Partner | | |
| Wonderla Holidays Limited | Ullas K Kamath | Independent Director | NIL | 01.04.2022 |
| Jyothy Labs Limited | Ullas K Kamath | Promoter | 29,02,760 equity shares | |
| Jyothy Fabricare Services Limited | Ullas K Kamath | Promoter & Director | Holding 32,40,000 no. of equity shares which constitute 1.98% of the total paid up capital of the Company | 18.03.2008 |
| Jyothy Kallol Bangladesh Limited | Ullas K Kamath | Director | NIL | 14.10.2010 |
| Innovationqore LLP | Ullas K Kamath | Individual Partner | NIL | 24.02.2020 |
| NITTE University | Ullas K Kamath | Program Chair for Executive Program | NIL | 15.02.2021 |
| Invest Karnataka Forum | Ullas K Kamath | Nominee Director | NIL | 20.09.2021 |
| Justice K.S. Hegde Institute of Management, | Ullas K Kamath | Board Member | NIL | 15.09.2021 |
| Veranda Learning Solutions Limited | Ullas K Kamath | Director | NIL | 28.10.2021 |
| Acevector Limited | Ullas K Kamath | Director | NIL | 19.10.2021 |
| Sami-Sabinsa Group Limited | Ullas K Kamath | Director | NIL | 22.06.2022 |
| Muthoot Money Limited | George Muthoot Jacob | Director | NIL | 10.08.2018 |
| Belstar Microfinance Limited | George Muthoot Jacob | Director | NIL | 29.03.2017 |
| Muthoot Vehicle & Asset Finance Limited | George Muthoot Jacob | Wholetime Director | NIL | 22.04.2015 |
| Venus Diagnostics Limited | George Muthoot Jacob | Director | NIL | 30.03.2015 |
| Muthoot Securities Limited | George Muthoot Jacob | Director | NIL | 16.07.2020 |
| Emgee Muthoot Nidhi Limited | George Muthoot Jacob | Director | NIL | 01.08.2011 |
| MMG Credit Marketing Services Private Limited | George Muthoot Jacob | Director & Shareholder | 50% | 03.01.2019 |
| Emsyne Technologies Private Limited | George Muthoot Jacob | Director | NIL | 30.03.2015 |
| Udeli Rubber and Plantations Private Limited | George Muthoot Jacob | Director | NIL | 30.03.2015 |
| Muthoot Finance UK Limited | George Muthoot Jacob | Director | NIL | |
| Muthoot Global UK Limited | George Muthoot Jacob | Director | NIL | |
| Geobros Properties and Realtors Private Limited | George Muthoot Jacob | Director | NIL | 28.09.2013 |
| Vatul Plantations Private Limited | George Muthoot Jacob | Director & Shareholder | 50% | 02-06-2011 |
| Halaval Rubber & Plantations Private Limited | George Muthoot Jacob | Director & Shareholder | 50% | 06-05-2010 |
| Kasal Rubber & Plantations Private Limited | George Muthoot Jacob | Director & Shareholder | 50% | 07-05-2010 |
| Xandari Hospitality Services Private Limited | George Muthoot Jacob | Director & Shareholder | 50% | 05-08-2016 |
| Green Guardians Organic Farms & Exports Private limited | George Muthoot Jacob | Director & Shareholder | 50% | 01-02-2017 |
| Muthoot Credit Marketing Services Private Limited | George Muthoot Jacob | Director & Shareholder | 50% | 03-01-2019 |
| Muthoot Broadcasting Private Limited | George Muthoot Jacob | Director & Shareholder | 5% | 29-05-2020 |
| Muthoot Finance Limited | George Muthoot Jacob | Director & Promoter | 3.76% | 15-12-2021 |
| Muthoot General Finance | George Muthoot Jacob | Partner | | |
| Muthoot Precious Metals Corporation | George Muthoot Jacob | Partner | | |
| Muthoot Properties and Investments | George Muthoot Jacob | Partner | | |
| Muthoot Housing & Infrastructure | George Muthoot Jacob | Partner | | |
| Muthoot Plantations | George Muthoot Jacob | Partner | | |
| Muthoot Precious Metals LLP | George Muthoot Jacob | Designated Partner | | |
| Muthoot Health Care Private Limited | George Muthoot Jacob | Shareholder | 2.50% | 31-05-2013 |
| MUTHOOT COMMODITIES LIMITED | George Muthoot Jacob | Relatives Interest | | |
| MUTHOOT FOREX LIMITED | George Muthoot Jacob | Relatives Interest | | |
| MGM MUTHOOT MEDICAL CENTRE PRIVATE LTD. | George Muthoot Jacob | Relatives Interest | | |
| XANDARI PEARL BEACH RESORTS PRIVATE LIMITED | George Muthoot Jacob | Relatives Interest | | |

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|--|----------------------|--------------------|--|--|
| MUTHOOT INFOPARK PRIVATE LIMITED | George Muthoot Jacob | Relatives Interest | | |
| MUTHOOT M GEORGE INSTITUTE OF TECHNOLOGY | George Muthoot Jacob | Relatives Interest | | |
| GEEM Marketing Services Private Limited | George Muthoot Jacob | Relatives Interest | | |
| Xandari Heritage Resorts Private Limited | George Muthoot Jacob | Relatives Interest | | |
| MMG Investment Services Private Limited | George Muthoot Jacob | Relatives Interest | | |
| OXBOW PROPERTIES PRIVATE LIMITED | George Muthoot Jacob | Relatives Interest | | |
| MMG Developers Private Limited | George Muthoot Jacob | Relatives Interest | | |
| Xandari Resorts Private Limited | George Muthoot Jacob | Relatives Interest | | |
| MUTHOOT INSURANCE BROKERS (P) LTD. | George Muthoot Jacob | Relatives Interest | | |
| ADAMS PROPERTIES PRIVATE LIMITED | George Muthoot Jacob | Relatives Interest | | |
| MUTHOOT SYNERGY NIDHI LIMITED | George Muthoot Jacob | Relatives Interest | | |
| EMGEE BOARD AND PAPER MILLS PRIVATE | George Muthoot Jacob | Relatives Interest | | |
| MUTHOOT M GEORGE NIDHI LIMITED | George Muthoot Jacob | Relatives Interest | | |
| MMG Farms Private Limited | George Muthoot Jacob | Relatives Interest | | |
| MUTHOOT INVESTMENT ADVISORY SERVICES PRIVATE LIMITED | George Muthoot Jacob | Relatives Interest | | |
| MMG Holiday Homes Private Limited | George Muthoot Jacob | Relatives Interest | | |
| MUTHOOT HOMEFIN (INDIA) LIMITED | George Muthoot Jacob | Relatives Interest | | |
| RANGANA RUBBER & PLANTATIONS PRIVATE | George Muthoot Jacob | Relatives Interest | | |
| MANERI RUBBER & PLANTATIONS PRIVATE | George Muthoot Jacob | Relatives Interest | | |
| AMBOLI RUBBER & PLANTATIONS PRIVATE LIMITED | George Muthoot Jacob | Relatives Interest | | |
| VARAVADE PLANTATIONS PRIVATE LIMITED | George Muthoot Jacob | Relatives Interest | | |
| UNIX PROPERTIES PRIVATE LIMITED | George Muthoot Jacob | Relatives Interest | | |
| SAWANTHAVADI RUBBER AND PLANTATION PRIVATE LIMITED | George Muthoot Jacob | Relatives Interest | | |
| MMG Holidays (P) Ltd. | George Muthoot Jacob | Relatives Interest | | |
| GEO RUBBER AND PLANTATIONS PRIVATE | George Muthoot Jacob | Relatives Interest | | |
| UNISOM RUBBER AND PLANTATIONS PRIVATE LIMITED | George Muthoot Jacob | Relatives Interest | | |
| SHIRGAV RUBBER & PLANTATIONS PRIVATE LIMITED | George Muthoot Jacob | Relatives Interest | | |
| NERUR RUBBER & PLANTATIONS PRIVATE LIMITED | George Muthoot Jacob | Relatives Interest | | |
| PATGAON PLANTATIONS PRIVATE LIMITED | George Muthoot Jacob | Relatives Interest | | |
| TARKALI RUBBER & PLANTATIONS PRIVATE LIMITED | George Muthoot Jacob | Relatives Interest | | |
| Vaghotam Plantations Private Limited | George Muthoot Jacob | Relatives Interest | | |
| PANGRAD PLANTATIONS PRIVATE LIMITED | George Muthoot Jacob | Relatives Interest | | |
| VAGADEPLANTATIONS PRIVATE LIMITED | George Muthoot Jacob | Relatives Interest | | |
| KOZHENCHERRY INFRA DEVELOPERS PRIVATE LIMITED | George Muthoot Jacob | Relatives Interest | | |
| KUMBANAD DEVELOPERS PVT. LTD. | George Muthoot Jacob | Relatives Interest | | |
| MALLAPPALLY PROPERTY DEVELOPERS PVT. LTD. | George Muthoot Jacob | Relatives Interest | | |
| OCHIRA DEVELOPERS PVT. LTD. | George Muthoot Jacob | Relatives Interest | | |

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|---|----------------------|--------------------|--------|------------|
| KONNI BUILDING DEVELOPERS PVT. LTD. | George Muthoot Jacob | Relatives Interest | | |
| KOTTAYAM PROPERTY DEVELOPERS PVT. LTD. | George Muthoot Jacob | Relatives Interest | | |
| THEVARA BUILDERS AND INFRA PVT. LTD. | George Muthoot Jacob | Relatives Interest | | |
| MUTHOOT ROYALEX FOREX SERVICES PRIVATE LIMITED | George Muthoot Jacob | Relatives Interest | | |
| MUTHOOT ASSET MANAGEMENT PRIVATE LIMITED | George Muthoot Jacob | Relatives Interest | | |
| MUTHOOT TRUSTEE PRIVATE LIMITED | George Muthoot Jacob | Relatives Interest | | |
| MVFL BUSINESS SUPPORT SERVICES PRIVATE LIMITED | George Muthoot Jacob | Relatives Interest | | |
| THEKKEMALA HOLDINGS AND TRADING LLP | George Muthoot Jacob | Relatives Interest | | |
| G MG ASSOCIATES | George Muthoot Jacob | Relatives Interest | | |
| ASIA ASSET FINANCE PLC | George Muthoot Jacob | Relatives Interest | | |
| VIJAYADURG RUBBER & PLANTATIONS PRIVATE LIMITED | George Muthoot Jacob | Relatives Interest | | |
| TALERA RUBBER & PLANTATIONS PRIVATE LIMITED | George Muthoot Jacob | Relatives Interest | | |
| CL DIGITAL LLP | George Muthoot Jacob | Relatives Interest | | |
| Muthoot Gold Nidhi Limited | George Muthoot Jacob | Shareholder | 5.15% | 30-09-2004 |
| Konnect CSR Impactors Private Limited | Biju Varkkey | Director | NIL | 14.05.2013 |
| Western India Plywoods Limited | Radha Unni | Director | NIL | 13.11.2019 |
| Wil Car Wheels limited | Radha Unni | Director | NIL | 20.05.2019 |
| The South Indian Bank Ltd. | Radha Unni | Director | NIL | 30.11.2021 |
| Nitta Gelatin India Limited | Radha Unni | Director | NIL | 11.07.2014 |
| Axles India Limited | Radha Unni | Director | NIL | 28.06.2018 |
| Royal Sundaram General Insurance Co. | Radha Unni | Director | NIL | 18.03.2015 |
| Sheenlac Noroo Coatings India (P) Ltd. | Ishwar Subramanian | Director | NIL | 30.01.2015 |
| Next Defence Private Limited | Ishwar Subramanian | Director | 53.85% | 20.10.2021 |
| Forum Synergies (India) PE Fund | Ishwar Subramanian | Director | 11.71% | 16.04.2008 |
| Howden Insurance Brokers India (P) Ltd. | Ishwar Subramanian | Director | NIL | 29.09.2014 |
| Techcompass Services (P) Ltd. | Ishwar Subramanian | Director | 1.00% | 06.01.2023 |
| Cerebral Consultancy Services (P) Ltd. | Ishwar Subramanian | Director | 50.00% | 16.05.2001 |
| Meelroy Sales and Service India (P) Ltd. | Ishwar Subramanian | Director | NIL | 01.10.2022 |
| Dare Foundation | Ishwar Subramanian | Director | 50.00% | 01.04.2022 |

Signature MD/Director/Secretary/Whole time Director

Place: Ernakulam

Date: 23.08.2023

Register of Directors and Key Managerial Personnel and their Shareholding
[Pursuant to section 170 of the Companies Act, 2013 and rule 17 of the Companies (Appointment and Qualifications of Directors) Rules, 2014]

Name of the company: V Guard Industries Limited
Registered office address: 42/962, Vennala High School Road, Vennala Ernakulam-682028
(TO BE MAINTAINED SEPARATELY FOR EACH DIRECTOR AND KMP)

| | |
|--|--|
| Director Identification Number (optional for key managerial personnel) : 00027610 | Nationality (including the nationality of origin, if different) : Indian |
| Present name and surname in full : Mithun Kochouseph Chittilappilly | Occupation : Business |
| Any former name or surname in full : | Date of the board resolution in which the appointment was made : 19.03.2021 |
| Father's Name : Kochouseph Thomas Chittilappilly | Date of appointment and reappointment in the company : 01.04.2021 |
| Mother's Name : Sheela Kochouseph | Date of cessation of office and reasons therefor : NA |
| Date of birth : 02.09.1980 | Office of director or KMP held or relinquished in any other body corporate : 4 |
| | Membership number of the ICSI in case of Company Secretary, if applicable : NA |
| | Permanent Account Number (mandatory for KMP if not having DIN) : ACTPC8004B |

Residential address:

Present: Flat No. 12 D, RDS Avenue One, Cross Road, Opp Passport Office, Ernakulam

Permanent: Flat No. 12 D, RDS Avenue One, Cross Road, Opp Passport Office, Ernakulam.

Details of securities held in the Company, its holding company, subsidiaries, subsidiaries of the company's holding company and associate companies:

| S. No. | Name of the Company | Number of Securities | Description of Securities | Nominal Value of Securities (Rs.) | Date of Acquisition | Price paid for acquisition of securities (Rs.) | Other consideration paid for acquisition | Date of disposal | Price received on disposal | Other consideration received on disposal | Cumulative balance and number of securities held after each transaction | Mode of acquisition of securities | Mode of holding – physical or dematerialized form | Securities have been pledged or any encumbrance has been created |
|--------|-----------------------------------|----------------------|---------------------------|-----------------------------------|----------------------------------|--|--|------------------|----------------------------|--|---|--|---|--|
| (1) | (2) | (4) | (5) | (6) | (7) | (8) | (9) | (9) | (11) | (12) | (13) | (14) | (15) | (16) |
| 1 | Guts Electro-Mech Limited | 100 | Equity | 10 | 12.10.2017 | 4,250.00 | Nil | Nil | Nil | Nil | 100 | Transfer of shares pursuant to acquisition | Demat form | Nil |
| 2 | V-Guard Industries Ltd. | | Equity | 1 | Opening balance as on 07.06.2021 | N.A | N.A | Nil | Nil | Nil | 10,76,87,278 | | Demat | Nil |
| 3 | " | 21300000 | Equity | 1 | Nil | nil | nil | 22.06.2021 | Nil | nil | 8,63,87,278 | Off market transfer to Anekha Chittilappilly Trust | Demat | Nil |
| 4 | V-Guard Consumer Products Limited | 99994 | Equity | 10 | 19.07.2021 | 999940 | Nil | Nil | Nil | Nil | 99,994 | Holding as a subscriber of MOA on behalf of V-Guard Industries Limited | Physical | Nil |
| 5 | V-Guard Consumer Products Limited | 50,00,000 | Equity | 10 | 06.09.2021 | 50000000 | Nil | Nil | Nil | Nil | 50,99,994 | Holding as a subscriber of MOA on behalf of V-Guard Industries Limited | Physical | Nil |

| | | | | | | | | | | | | | | |
|----|--------------------------------------|-------------|--------|-----|------------|--------------|-----|------------|----------|-----|--------------|---|----------|-----|
| 6 | V-Guard Consumer Products Limited | 2,04,00,000 | Equity | 10 | 13.09.2021 | 20,40,00,000 | Nil | Nil | Nil | Nil | 2,54,99,994 | Holding as a subscriber of MOA on behalf of V-Guard Industries Limited | Physical | Nil |
| 7 | V-Guard Consumer Products Limited | 1,91,25,002 | Equity | 10 | 17.11.2021 | 19,12,50,020 | Nil | Nil | Nil | Nil | 4,46,24,996 | Holding as a subscriber of MOA on behalf of V-Guard Industries Limited | Physical | Nil |
| 8 | V-Guard Consumer Products Limited | 1,51,72,505 | Equity | 10 | 11.02.2022 | 15,17,25,050 | Nil | Nil | Nil | Nil | 5,97,97,501 | Holding as a subscriber of MOA on behalf of V-Guard Industries Limited | Physical | Nil |
| 9 | V-Guard Consumer Products Limited | 2,98,98,757 | Equity | 10 | 12.05.2022 | 29,89,87,570 | Nil | Nil | Nil | Nil | 8,96,96,258 | Holding as a subscriber of MOA on behalf of V-Guard Industries Limited | Physical | Nil |
| 10 | V-Guard Industries Ltd. | 2,600 | Equity | 1 | Nil | Nil | Nil | 24-02-2022 | 4,84,718 | Nil | 8,63,89,878 | Open market purchase | Demat | Nil |
| 11 | V-Guard Consumer Products Limited | 3,13,93,697 | Equity | 10 | 21.10.2022 | 31,39,36,970 | Nil | Nil | Nil | Nil | 12,10,89,955 | Holding as a subscriber of MOA on behalf of V-Guard Industries Limited | Physical | Nil |
| 12 | Sunflame Enterprises Private Limited | 1 | Equity | 100 | 12.01.2023 | Nil | Nil | Nil | Nil | Nil | 1 | Holding equity share as a nominee shareholder of V-Guard Industries Limited | Demat | Nil |

Register of Directors and Key Managerial Personnel and their Shareholding
[Pursuant to section 170 of the Companies Act, 2013 and rule 17 of the Companies (Appointment and Qualifications of Directors) Rules, 2014]

Name of the company: V Guard Industries Limited
Registered office address: 42/962, Vennala High School Road, Vennala Ernakulam-682028
(TO BE MAINTAINED SEPARATELY FOR EACH DIRECTOR AND KMP)

| | | | |
|--|-----------------------------|--|--------------|
| Director Identification Number (optional for key managerial personnel) | : 06576300 | Nationality (including the nationality of origin, if different) | : Indian |
| Present name and surname in full | : Ramachandran Venkataraman | Occupation | : Service |
| Any former name or surname in full | : | Date of the board resolution in which the appointment was made | : 22.05.2020 |
| Father's Name | : Venkataraman Ramachandran | Date of appointment and reappointment in the company | : 01.06.2020 |
| Mother's Name | : V Rajalakshmi | Date of cessation of office and reasons therefor | : |
| Spouse's Name (If married) | : Vidyavathi Vaidyanathan | Office of director or KMP held or relinquished in any other body corporate | : 4 |
| Date of birth | : 27.10.1963 | Membership number of the ICSI in case of Company Secretary, if applicable | : |
| | | Permanent Account Number (mandatory for KMP if not having DIN) | : AAPPR7906P |

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| Residential address: | |
| Present: C-80, 3rd Floor, NDSE II, New Delhi - 110049. | Permanent: C-80, 3rd Floor, NDSE II, New Delhi - 110049. |

Details of securities held in the Company, its holding company, subsidiaries, subsidiaries of the company's holding company and associate companies:

| S. No. | Name of the Company | Number of Securities | Description of Securities | Nominal Value of Securities (Rs.) | Date of Acquisition | Price paid for acquisition of securities | Other consideration paid for acquisition | Date of disposal | Price received on disposal | Other consideration received on disposal | Cumulative balance and number of securities held after each transaction | Mode of acquisition of securities | Mode of holding - physical or dematerialized form | Securities have been pledged or any encumbrance has been created |
|--------|-----------------------------------|----------------------|---------------------------|-----------------------------------|----------------------------------|--|--|------------------|----------------------------|--|---|---|---|--|
| (1) | (2) | (4) | (5) | (6) | (7) | (8) | (9) | (9) | (11) | (12) | (13) | (14) | (15) | (16) |
| 1 | V-Guard Industries Ltd. | | Equity | 1 | Opening balance as on 07.06.2021 | | | | | | 11,87,846 | NA | Demat | Yes |
| 2 | " | 30,000 | Equity | 1 | NA | - | - | 07.06.2021 | 79,91,100 | NA | 11,57,846 | NA | Demat | Yes |
| 3 | V-Guard Consumer Products limited | 1 | Equity | 10 | 27.07.2021 | 10 | - | | | | 10 | Holding equity shares on behalf of V-Guard Industries Limited, as a subscriber to MOA & AOA | Physical | NA |
| 4 | V-Guard Industries Ltd. | 2,50,000 | Equity | 1 | 8.10.2021 | 8660000 | - | | NA | NA | 14,07,846 | ESOP | Demat | Yes |
| 5 | V-Guard Industries Ltd. | 40000 | Equity | 1 | NA | - | - | 29.12.2021 | 88,78,400 | NA | 13,67,846 | Market Sale | Demat | Yes |
| 6 | V-Guard Industries Ltd. | 40000 | Equity | 1 | NA | - | - | 30.12.2021 | 88,18,400 | NA | 13,27,846 | Market Sale | Demat | Yes |
| 7 | V-Guard Industries Ltd. | 20000 | Equity | 1 | NA | - | - | 31.12.2021 | 44,37,800 | NA | 13,07,846 | Market Sale | Demat | Yes |
| 8 | V-Guard Industries Ltd. | 350000 | Equity | 1 | 15.01.2022 | 2,40,62,500 | - | | NA | NA | 16,57,846 | ESOP | Demat | Yes |
| 9 | V-Guard Industries Ltd. | 5,000 | Equity | 1 | | - | - | 26.05.2022 | 11,16,993 | | 16,52,846 | Market Sale | Demat | Yes |
| 10 | V-Guard Industries Ltd. | 5,000 | Equity | 1 | | - | - | 27.05.2022 | 11,36,645 | | 16,47,846 | Market Sale | Demat | Yes |
| 11 | V-Guard Industries Ltd. | 3,000 | Equity | 1 | | - | - | 30.05.2022 | 6,91,036 | | 16,44,846 | Market Sale | Demat | Yes |
| 12 | V-Guard Industries Ltd. | 2,000 | Equity | 1 | | - | - | 31.05.2022 | 4,67,472 | | 16,42,846 | Market Sale | Demat | Yes |
| 13 | V-Guard Industries Ltd. | 5,000 | Equity | 1 | | - | - | 01.06.2022 | 11,71,913 | | 16,37,846 | Market Sale | Demat | Yes |
| 14 | V-Guard Industries Ltd. | 5,000 | Equity | 1 | | - | - | 02.06.2022 | 11,66,288 | | 16,32,846 | Market Sale | Demat | Yes |
| 15 | V-Guard Industries Ltd. | 3,000 | Equity | 1 | | - | - | 06.06.2022 | 6,98,048 | | 16,29,846 | Market Sale | Demat | Yes |
| 16 | V-Guard Industries Ltd. | 3,000 | Equity | 1 | | - | - | 07.06.2022 | 6,93,858 | | 16,26,846 | Market Sale | Demat | Yes |
| 17 | V-Guard Industries Ltd. | 5,000 | Equity | 1 | | - | - | 08.06.2022 | 11,52,813 | | 16,21,846 | Market Sale | Demat | Yes |
| 18 | V-Guard Industries Ltd. | 4,580 | Equity | 1 | | - | - | 09.06.2022 | 10,55,609 | | 16,17,266 | Market Sale | Demat | Yes |
| 19 | V-Guard Industries Ltd. | 5,000 | Equity | 1 | | - | - | 10.06.2022 | 11,49,276 | | 16,12,266 | Market Sale | Demat | Yes |
| 20 | V-Guard Industries Ltd. | 5,000 | Equity | 1 | | - | - | 27.06.2022 | 11,06,750 | | 16,07,266 | Market Sale | Demat | Yes |
| 21 | V-Guard Industries Ltd. | 2,000 | Equity | 1 | | - | - | 28.06.2022 | 4,35,380 | | 16,05,266 | Market Sale | Demat | Yes |
| 22 | V-Guard Industries Ltd. | 22,847 | Equity | 1 | | - | - | 17-08-2022 | 57,13,578 | | 15,82,419 | Market Sale | Demat | Yes |
| 23 | V-Guard Industries Ltd. | 20,000 | Equity | 1 | | - | - | 21-09-2022 | 49,48,800 | | 15,62,419 | Market Sale | Demat | Yes |
| 24 | V-Guard Industries Ltd. | 35,000 | Equity | 1 | | - | - | 22-09-2022 | 86,50,600 | | 15,27,419 | Market Sale | Demat | Yes |
| 25 | V-Guard Industries Ltd. | 45,000 | Equity | 1 | | - | - | 23-09-2022 | 1,11,33,450 | | 14,82,419 | Market Sale | Demat | Yes |
| 26 | V-Guard Industries Ltd. | 8271 | Equity | 1 | | - | - | 26-09-2022 | 1979333 | | 14,74,148 | Market Sale | Demat | Yes |
| 27 | V-Guard Industries Ltd. | 30000 | Equity | 1 | | - | - | 30-09-2022 | 72,75,000 | | 14,44,148 | Market Sale | Demat | Yes |
| 28 | V-Guard Industries Ltd. | 20000 | Equity | 1 | | - | - | 19-12-2022 | 5414000 | | 14,24,148 | Market Sale | Demat | Yes |
| 29 | V-Guard Industries Ltd. | 217000 | Equity | 1 | 19-01-2023 | 1,49,18,750 | - | | | | 16,71,148 | ESOP | Demat | Yes |
| 30 | V-Guard Industries Ltd. | 30000 | Equity | 1 | | - | - | 28-02-2023 | 7330550 | | 15,91,148 | Market Sale | Demat | Yes |
| 31 | V-Guard Industries Ltd. | 168000 | Equity | 1 | 30-05-2023 | 2,04,62,400 | - | | | | 17,59,148 | ESOP | Demat | Yes |
| 32 | V-Guard Industries Ltd. | 75000 | Equity | 1 | | - | - | 28-06-2023 | 21139500 | | 15,16,148 | | Demat | Yes |
| 33 | Sunflame Enterprises (P) Ltd. | 1 | Equity | 100 | 12-01-2023 | | | | | | 1 | Holding equity share as a nominee shareholder of V Guard Industries Limited | Demat | Nil |

Register of Directors and Key Managerial Personnel and their Shareholding
[Pursuant to section 170 of the Companies Act, 2013 and rule 17 of the Companies (Appointment and Qualifications of Directors) Rules, 2014]

Name of the company: V Guard Industries Limited
Registered office address: 42/962, Vennala High School Road, Vennala Ernakulam-682028
(TO BE MAINTAINED SEPARATELY FOR EACH DIRECTOR AND KMP)

| | | | |
|---|--------------------------------|--|--------------|
| Director Identification Number (optional for key managerial personnel) | : 01628332 | Nationality (including the nationality of origin, if different) | : Indian |
| Present name and surname in full | : Antony Sebastian Karathra | Occupation | : Service |
| Any former name or surname in full | : | Date of the board resolution in which the appointment was made | : 30/05/2023 |
| Father's Name | : Karathara Antony Sebastian | Date of appointment and reappointment in the company | : 30/05/2023 |
| Mother's Name | : Thachuparambil Poulouse Mary | Date of cessation of office and reasons therefor | : |
| Spouse's Name (If married) | : Nessiet Antony | Office of director or KMP held or relinquished in any other body corporate | : NIL |
| Date of birth | : 23/05/1960 | Membership number of the ICSI in case of Company Secretary, if applicable | : |
| | | Permanent Account Number (mandatory for KMP if not having DIN) | : |

Residential address:

Present: 5/712 AB3, KARATHRA AMRUTHA LANE, THOPPIL, THRIKKAKKARA, ERNAKULAM, KERALA - 682 021

Permanent: 5/712 AB3, KARATHRA AMRUTHA LANE, THOPPIL, THRIKKAKKARA, ERNAKULAM, KERALA - 682 021

Details of securities held in the Company, its holding company, subsidiaries, subsidiaries of the company's holding company and associate companies:

| S. No. | Name of the Company | Number of Securities | Description of Securities | Nominal Value of Securities (Rs.) | Date of Acquisition | Price paid for acquisition of securities | Other consideration paid for acquisition | Date of disposal | Price received on disposal | Other consideration received on disposal | Cumulative balance and number of securities held after each transaction | Mode of acquisition of securities | Mode of holding - physical or dematerialized form | Securities have been pledged or any encumbrance has been created |
|--------|-------------------------------|----------------------|---------------------------|-----------------------------------|----------------------------------|--|--|------------------|----------------------------|--|---|---|---|--|
| (1) | (2) | (4) | (5) | (6) | (7) | (8) | (9) | (9) | (11) | (12) | (13) | (14) | (15) | (16) |
| 1 | V-Guard Industries Ltd. | 459568 | Equity | 1 | Opening balance as on 30/05/2023 | N.A. | - | N.A. | N.A. | - | 459568.00 | N.A. | Demat | Nil. |
| 2 | Sunflame Enterprises (P) Ltd. | 1 | Equity | 100 | Opening balance as on 30/05/2023 | N.A. | - | N.A. | N.A. | - | 1 | Holding equity share as a nominee shareholder of V-Guard Industries Limited | Demat | Nil. |

Register of Directors and Key Managerial Personnel and their Shareholding

[Pursuant to section 170 of the Companies Act, 2013 and rule 17 of the Companies (Appointment and Qualifications of Directors) Rules, 2014]

Name of the company: V Guard Industries Limited
Registered office address: 42/962, Vennala High School Road, Vennala Ernakulam-682028
(TO BE MAINTAINED SEPARATELY FOR EACH DIRECTOR AND KMP)

| | | | |
|---|--------------------------|--|--------------|
| Director Identification Number (optional for key managerial personnel) : | | Nationality (including the nationality of origin, if different) : | Indian |
| Present name and surname in full : | Sudarshan Kasturi | Occupation : | Service |
| Any former name or surname in full : | | Date of the board resolution in which the appointment was made : | May 19,2017 |
| Father's Name : | Kasturi Rangachar | Date of appointment and reappointment in the company : | June 01,2017 |
| Mother's Name : | Ambuga Rangaiyengar Sita | Date of cessation of office and reasons therefor : | |
| Spouse's Name (If married) : | Latha Padmanabhan | Office of director or KMP held or relinquished in any other body corporate : | |
| Date of birth : | 16.02.1966 | Membership number of the ICAI in case of Chartered Accountant, if applicable : | |
| | | Permanent Account Number (mandatory for KMP if not having DIN) : | ACIPS8596H |

| | |
|--|--|
| Residential address: Present: No 4,SFS 1 Phase,XII B Main, Yelahanka New Town,Bangalore-560064 | Permanent: No 4,SFS 1 Phase,XII B Main, Yelahanka New Town,Bangalore-560064 |
|--|--|

Details of securities held in the Company, its holding company, subsidiaries, subsidiaries of the company's holding company and associate companies:

| S. No. | Name of the Company | Number of Securities | Description of Securities | Nominal Value of Securities (Rs.) | Date of Acquisition | Price paid for acquisition of securities | Other consideration paid for acquisition | Date of disposal | Price received on disposal | Other consideration received on disposal | Cumulative balance and number of securities held after each transaction | Mode of acquisition of securities | Mode of holding - physical or dematerialized form | Securities have been pledged or any encumbrance has been created |
|--------|------------------------|----------------------|---------------------------|-----------------------------------|---------------------|--|--|------------------|----------------------------|--|---|-----------------------------------|---|--|
| (1) | (2) | (4) | (5) | (6) | (7) | (8) | (9) | (9) | (11) | (12) | (13) | (14) | (15) | (16) |
| 1 | V Guard Industries Ltd | 15460 | Equity | 1 | 14.03.2018 | 15460.00 | - | - | - | - | 15460 | ESOP Allotment | Demat | No |
| 2 | " | 12500 | Equity | 1 | - | - | - | 29.11.2018 | 26,25,891 | - | 2960 | Market Sale | Demat | No |
| 3 | " | 37707 | Equity | 1 | 09.01.2019 | 37707.00 | - | - | - | - | 40667 | ESOP Allotment | Demat | No |
| 4 | " | 20000 | Equity | 1 | - | - | - | 14.06.2019 | 4752779.2 | - | 20667 | Market Sale | Demat | No |
| 5 | " | 20,667 | Equity | 1 | - | - | - | 14.08.2019 | 4486082.03 | - | 667 | Market sale | Demat | No |
| 6 | " | 26,462 | Equity | 1 | 14.10.2019 | 26462.00 | - | 0 | 0 | - | 27,129 | ESOP Allotment | Demat | No |
| 7 | " | 27,129 | Equity | 1 | - | - | - | 04.12.2019 | 2277394 | - | 2129 | ESOP Allotment | Demat | No |
| 8 | " | 26,706 | Equity | 1 | 10.01.2020 | 26462.00 | - | - | - | - | 28835 | ESOP Allotment | Demat | No |
| 9 | " | 5000 | Equity | 1 | - | - | - | 25.02.2020 | 1016932.92 | - | 23835 | Market Sale | Demat | No |
| 10 | " | 10,000 | Equity | 1 | - | - | - | 27.02.2020 | 2038601.05 | - | 13835 | Market Sale | Demat | No |
| 11 | " | 15462 | Equity | 1 | 13.03.2020 | - | - | NA | NA | - | 29297 | ESOP Allotment | Demat | No |
| 12 | " | 13,192 | Equity | 1 | - | - | - | 08.06.2020 | 2455436 | - | 16105 | Market Sale | Demat | No |
| 13 | " | 5,000 | Equity | 1 | - | - | - | 17.06.2020 | 870034 | - | 11105 | Market Sale | Demat | No |
| 14 | " | 10,000 | Equity | 1 | - | - | - | 22.06.2020 | 1732100 | - | 1105 | Market Sale | Demat | No |
| 15 | " | 37706 | Equity | 1 | 27.07.2020 | - | - | NA | NA | - | 38811 | ESOP Allotment | Demat | No |
| 16 | " | 10000 | Equity | 1 | - | - | - | 09.02.2021 | 2285151 | - | 28811 | Market Sale | Demat | No |
| 17 | " | 5000 | Equity | 1 | - | - | - | 11.02.2021 | 1136418 | - | 23811 | Market Sale | Demat | No |
| 18 | " | 10000 | Equity | 1 | - | - | - | 16.02.2021 | 2222124 | - | 13811 | Market Sale | Demat | No |
| 19 | " | 13000 | Equity | 1 | - | - | - | 12.03.2021 | 2984020 | - | 811 | Market Sale | Demat | No |
| 20 | " | 15462 | Equity | 1 | 19.03.2021 | 15462 | - | - | - | - | 16273 | ESOP Allotment | Demat | No |

| | | | | | | | | | | | | | | |
|----|-------------------------------|--------|--------|-----|------------|-------|---|------------|-----------|---|--------|---|-------|----|
| 21 | " | 15000 | Equity | 1 | - | - | - | 30.03.2021 | 3632040 | - | 1273 | Market Sale | Demat | No |
| 22 | " | 37706 | Equity | 1 | 08.10.2021 | - | - | NA | NA | - | 38979 | ESOP Allotment | Demat | No |
| 23 | " | 12,000 | Equity | 1 | - | - | - | 01.11.2021 | 30,78,924 | - | 26,979 | Market Sale | Demat | No |
| 24 | " | 12,000 | Equity | 1 | - | - | - | 02.11.2021 | 31,09,404 | - | 14,979 | Market Sale | Demat | No |
| 25 | " | 13,000 | Equity | 1 | - | - | - | 03.11.2021 | 34,09,406 | - | 1,979 | Market Sale | Demat | No |
| 26 | " | 52,224 | Equity | 1 | 22.07.2022 | 52224 | - | NA | NA | - | 54,203 | ESOP Allotment | Demat | No |
| 27 | " | 10,000 | Equity | 1 | - | - | - | 25-08-2022 | 23,62,200 | - | 44,203 | Market Sale | Demat | No |
| 28 | " | 40,000 | Equity | 1 | - | - | - | 06-09-2022 | 95,44,800 | - | 4,203 | Market Sale | Demat | No |
| 29 | " | 52,225 | Equity | 1 | 30.05.2023 | 52225 | - | NA | NA | - | 56,428 | ESOP Allotment | Demat | No |
| 30 | " | 20,000 | Equity | 1 | - | - | - | 19-06-2023 | 50,49,823 | - | 36,428 | Market Sale | Demat | No |
| 31 | " | 10,000 | Equity | 1 | - | - | - | 21-06-2023 | 26,10,735 | - | 26,428 | Market Sale | Demat | No |
| 32 | " | 20,000 | Equity | 1 | - | - | - | 26-06-2023 | 54,02,740 | - | 6,428 | Market Sale | Demat | No |
| 33 | Sunflame Enterprises (P) Ltd. | 1 | Equity | 100 | 12.01.2023 | | | | | | 1 | Holding equity share as a nominee shareholder of V-Guard Industries Limited | Demat | No |

Inspection Document

