

**THE VICTORIA MILLS LIMITED**

CIN: L17110MH1913PLC000357  
REG. OFFICE: VICTORIA HOUSE PANDURANG BUDHKAR MARG, LOWER PAREL,  
MUMBAI- 400013 TEL: 24971192/93, FAX: 24971194 EMAIL: [vicml2013@gmail.com](mailto:vicml2013@gmail.com)  
WEB: [www.victoriamills.in](http://www.victoriamills.in)

**NOTICE TO THE SHAREHOLDERS OF 108<sup>TH</sup> ANNUAL GENERAL MEETING OF THE VICTORIA MILLS LIMITED.**

NOTICE is hereby given that the 108<sup>th</sup> Annual General Meeting of the Company will be held on 22<sup>nd</sup> September, 2021, Wednesday at 11:00 am through Video Conference ("VC") / Other Audio Visual Means ("OAVM") (herein after referred to as "electronic mode") to transact the business, as set out in the Notice of the Annual General Meeting which is being circulated for convening the Annual General Meeting.

Notice is also hereby given, pursuant to Section 91 of the Companies Act, 2013 (the "Act") read with Rule 10 of the Companies (Management and Administration) Rules, 2014 and Regulation 42 of the SEBI (Listing Obligation and Disclosure Requirement) Regulation 2015, that the Register of Member and Share Transfer Books of the Company will remain closed from the Tuesday, September 07, 2021 to Wednesday, September 22, 2021 (both days inclusive).

The Company has fixed Monday, September 06, 2021 as the 'Record Date' for determining entitlement of members to final dividend for the financial year ended March 31, 2021, if approved at the AGM.

In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs ("MCA") has vide its Circular dated May 5, 2020, April 8, 2020, April 13, 2020 and January 13, 2021 (hereinafter collectively referred to as "MCA Circulars") and SEBI Circular May 12, 2020 and January 15, 2021 (hereinafter collectively referred to as "SEBI Circulars") permitted the holding of Annual General Meeting through VC or OAVM without the physical presence of Members at a common venue. In compliance with these MCA Circulars and the relevant provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Annual General Meeting of the Members of the Company will be held through VC/OAVM.

The Notice of the Annual General Meeting along with the Annual Report for the financial year 2020-21 is being sent only by electronic mode to those Members whose email addresses are registered with the Company/Depositories in accordance with the aforesaid MCA Circulars and circular issued by SEBI. Members may note that the Notice of Annual General Meeting and Annual Report for the financial year 2020-21 will also be available on the Company's website [www.victoriamills.in](http://www.victoriamills.in) and website of the Stock Exchange i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com). Members can attend and participate in the Annual General Meeting through VC/OAVM facility only. The instructions for joining the Annual General Meeting are provided in the Notice of the Annual General Meeting. Members attending the meeting through VC/OAVM shall be counted for the purposes of reckoning the quorum under Section 103 of the Companies Act, 2013.

The Company is providing remote e-voting facility ("remote e-voting") to all its Members to cast their votes on all resolutions set out in the Notice of the Annual General Meeting. Additionally, the Company is providing the facility of voting through e-voting system during the Annual General Meeting ("e-voting"). Detailed procedure for remote e-voting/ e-voting is provided in the Notice of the Annual General Meeting.

**Registration of email ID and Bank Account details:**

In case the shareholder's email ID is already registered with the Company/its Registrar & Share Transfer Agent "RTA"/Depositories, log in details for e-voting are being sent on the registered email address.

In case the shareholder has not registered his/her/their email address with the Company/its RTA/Depositories and or not updated the Bank Account mandate for receipt of dividend, the following instructions to be followed:

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

**(ii) In the case of Shares held in Demat mode:**

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

For, The Victoria Mills Limited  
Sd/-

Nikunj Kanabar  
Company Secretary

Place: Mumbai  
Date: August 17, 2021

