

# ANNUAL REPORT



**2021-22**

#### BOARD OF DIRECTORS

Mr. Shrey Premal Parekh	~	Managing Director
Mr. Nag Bhushan Rao	~	Director
Mr. Dhansukh Mandan Chodhari	~	Director
Mrs. Nirmala Lavina Menezes	~	Director

#### CHIEF FINANCIAL OFFICER

Mr. Premal Shailesh Parekh

#### COMPANY SECRETARY

Mr. Devang Doshi

#### AUDIT COMMITTEE

Mr. Nag Bhushan Rao	~	Chairman
Mr. Shrey Premal Parekh	~	Director
Mr. Dhansukh Mandan Chodhari	~	Director

#### NOMINATION AND REMUNERATION COMMITTEE

Mr. Nag Bhushan Rao	~	Chairman
Mrs. Nirmala Lavina Menezes	~	Director
Mr. Dhansukh Mandan Chodhari	~	Director

#### STAKEHOLDERS RELATIONSHIP & GRIEVANCE COMMITTEE

Mr. Nag Bhushan Rao	~	Chairman
Mrs. Nirmala Lavina Menezes	~	Director
Mr. Dhansukh Mandan Chodhari	~	Director

#### AUDITORS

Suvarna & Katdare

Chartered Accountant

80E, Mulji Mistry Bldg., 61, Tejapl Road, Opp. Parle Gluco Biscuit Factory, Vile Parle (East), Mumbai – 400057

#### BANKERS

HDFC Bank Limited

State Bank of India

**REGISTERED OFFICE**

16, India Exchange Place 1st Floor,  
Room No- 19, Kolkata – 700001  
Telephone : (91) (033) 2231-1038 / 1039

E-mail : vckmarket@gmail.com  
Website : [www.vckgroup.com/](http://www.vckgroup.com/) [www.24plusventures.com](http://www.24plusventures.com)

**REGISTRAR AND SHARE TRANSFER AGENTS**

**C. B. MANAGEMENT SERVICES PRIVATE LIMITED**

P-22, Bondel Road, Kolkata - 700019  
Phone : (91) (033) 4011-6700/2280; 4011-6692/2282;  
(91) (033) 4011-3643/2487; 4011-0263;  
Facsimile : (91) (033) 4011-6739  
E-mail ID : rta@cbmsl.com;  
Website : www.cbmsl.com

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## GREEN INITIATIVE

DEAR SHAREHOLDERS

### SUB : MCA'S GREEN INITIATIVE FOR PAPERLESS COMMUNICATIONS

Ministry of Corporate Affairs ("MCA") has recently taken a "Green Initiative in Corporate Governance" by allowing paperless compliances by the companies. Towards this, MCA has issued Circulars dated April 21, 2011 and April 29, 2011 stating that the service of notice / document by a Company to its shareholders can now be made through electronic mode, subject to a few conditions.

Our Company appreciates the initiative taken by MCA, as it believes strongly in a Greener Environment. This initiative also helps in prompt receipt of communication, apart from helping avoid losses/delays in postal transit.

We, therefore, propose to send documents, such as the Notice of the Annual General Meeting, Annual Report, Half- yearly communications etc. henceforth to shareholders in Electronic Form at the e-mail address provided by them and made available to us by the depositories from time to time.

In case you wish to receive all the above communications in electronic form; and

- hold your shares in dematerialized form, kindly register your e-mail address with your Depository Participant at the earliest; or
- hold your shares in physical form, kindly register your e-mail address with C. B. Management Services Private Limited, our Registrar and Share Transfer Agent, at the following address at the earliest;

**MR. RANA ROY CHOWDHURY, DEPUTY MANAGER**

**C. B. MANAGEMENT SERVICES PRIVATE LIMITED P-22, BONDEL ROAD. KOLKATA - 700019**

**E-mail Address: ranarc@cbmsl.co**

You may use the format given below for registering your e-mail address with C. B. Management Services Private Limited.

We wish to inform you that in addition to getting the documents through your registered e-mail, you can also have access to the documents through our Company Website: [www.vckgroup.com/](http://www.vckgroup.com/) [www.24plusventures.com](http://www.24plusventures.com). The document will also be available to you for inspection at the Registered Office of the Company during office hours.



We are sure you would appreciate the "Green Initiative" taken by MCA, just as it is being welcomed by companies like us. Needless to say, you will be, as a member of the Company, entitled to be furnished with a copy of the above mentioned documents as required under the provisions of the Companies Act, 1956, free of cost, upon receipt of a requisition from you any time.

We solicit your whole-hearted co-operation in helping the Company implement the e-governance initiatives of the Government in the interest of environment, which is the need of the hour.

This communication may be ignored, if your email address is already registered with your Depository Participant/CB Management Services Private Limited

Thanking you,

Yours faithfully,

For VCK CAPITAL MARKET SERVICES LIMITED

SD/-

SHREY PAREKH

MANAGING DIRECTOR

DIN: 08513653

## E-COMMUNICATION REGISTRATION FORM

*[Exclusively meant for Shareholders holding shares in physical form]*

To

Mr. Rana Roy Chowdhury

Deputy Manager

C.B. MANAGEMENT SERVICES PRIVATE LIMITED

P-22, Bondel Road,

Kolkata – 700019

Name of the Company :

Folio No. : 

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Name of First Registered Holder :

Name of Joint Holder(s) : 


E-mail ID [to be registered] :

Please register my above e-mail ID in your records for receiving communication in electronic form from the Company.

.....  
Signature of the First Holder

Date : .....

Note : Shareholder(s) are requested to keep the Company informed of change, if any, in the e-mail address.

## NOTICE

NOTICE IS HEREBY GIVEN THAT THE THIRTY NINTH ANNUAL GENERAL MEETING OF THE MEMBERS OF VCK CAPITAL MARKET SERVICES LIMITED (CIN-L67190WB1983PLC035658) WILL BE HELD ON FRIDAY, THE SEPTEMBER 30, 2022 AT 04.00 P.M. AT REGISTERED OFFICE OF THE COMPANY SITUATED AT 16, INDIA EXCHANGE PLACE 1ST FLOOR, ROOM NO- 19 KOLKATA -700001, WEST BENGAL TO TRANSACT THE FOLLOWING BUSINESS:

### AS ORDINARY BUSINESS

- (1) To receive, consider and adopt the Audited Financial Statements of the Company for the year ended March 31, 2022, including the Audited Balance Sheet as at March 31, 2022, the Statement of Profit and Loss Account for the year ended on that date and the Report of the Board of Directors and Auditors thereon.
- (2) To appoint a Director in place of Mr. Shrey Premal Parekh (DIN: 08513653), who retires by rotation and being eligible, offers himself for re-appointment

To consider and, if thought fit, to pass with or without modification(s), the following Resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013 read with rules thereunder, Mr. Shrey Premal Parekh (DIN: 08513653), who retires by rotation and being eligible, offers himself for appointment, be and is hereby re-appointed as a director in the category of executive director of the Company.”

### AS SPECIAL BUSINESS

- (3) Appointment of Mr. Dhansukh Mandan Chodhari as a Director (Independent Director) of the Company

To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary resolution:

“RESOLVED THAT, Mr. Dhansukh Mandan Chodhari holding (DIN-09220542) who was appointed as an additional director (Independent Director) of the Company, by the board of directors in their meeting held on 14<sup>th</sup> November 2021, under Section 149, 150, 152 read with schedule IV and Section 161(1) of the Companies Act, 2013 and other applicable provisions of the companies Act, 2013, (including any statutory modifications or re-enactment thereof) and applicable provisions of the articles of association of the Company and who holds office upto the date of this annual general meeting, be and is hereby appointed as director (independent director) of the Company.”



**"RESOLVED FURTHER THAT** any one director of the Company, is hereby authorized to do all the acts, deeds and things which are necessary to give effect to the aforesaid resolution".

**BY ORDER OF THE BOARD**

**For VCK CAPITAL MARKET SERVICES LIMITED**

**SD/-**

**SHREY PAREKH**

**MANAGING DIRECTOR**

**DIN: 08513653**

**Registered Office**

**16, India Exchange Place 1st Floor,**

**Room No- 19, Kolkata – 700001**

**Dated: August 12<sup>th</sup>, 2022**



## NOTES

1. In view of the ongoing COVID-19 pandemic, the Ministry of Corporate Affairs ("MCA"), vide its General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 5, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, Circular No. 02/2021 dated January 13, 2021 and General Circular No. 02/2022 dated May 5, 2022 (collectively "MCA Circulars") and Securities and Exchange Board of India ("SEBI") vide its Circular No. SEBI/HO/CFD/CMD1/ CIR/P/2020/79 dated May 12, 2020, Circular No. SEBI/ HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 on May 13, 2022 (collectively "SEBI Circulars"), have permitted companies to conduct Annual General Meeting through VC or other audio visual means, subject to compliance of various conditions mentioned therein. In compliance with the aforesaid MCA and SEBI Circulars, applicable provisions of the Companies Act, 2013 and rules made thereunder, and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("Listing Regulations") the 35<sup>th</sup> Annual General Meeting of the Company is being convened and conducted through VC. The registered office of the Company shall be deemed to be the venue for the Annual General Meeting..
2. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM/EGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the EGM/AGM will be provided by CDSL.
3. The Members can join the EGM/AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM/AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM/AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the AGM/EGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM/EGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM/EGM through VC/OAVM and cast their votes through e-voting.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM/EGM has been uploaded on the website of the Company at [www.vckgroup.com/](http://www.vckgroup.com/) [www.24plusventures.com](http://www.24plusventures.com). The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively. The AGM/EGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM/EGM) i.e. [www.evotingindia.com](http://www.evotingindia.com).
7. The AGM/EGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.

8. The Register of Members and the Share Transfer Books of the Company will remain closed from September 23<sup>rd</sup>, 2022 to September 30<sup>th</sup>, 2022 (both days inclusive) for determining the name of members eligible for dividend on Equity Shares, if declared at the Annual General Meeting.
9. The Board of Directors has appointed CS Vijaykumar Tiwari (Membership No. 33084, C.P. NO. 12220) of M/s. Vijaykumar S. Tiwari & Associates, Practicing Company Secretaries as the Scrutinizer to scrutinize the voting during the AGM and remote e-voting process in a fair and transparent manner.

**THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTEE-VOTING AND E-VOTING DURING AGM/EGM AND JOINING MEETING THROUGH VC/OAVM ARE AS UNDER:**

- (i) The voting period begins on September 26, 2022 at 9.00 a.m. (IST) and ends on September 29, 2021 at 5.00 p.m.(IST). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of September 23<sup>rd</sup>, 2022 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

- (iv) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> <li>1) Users of who have opted for CDSL's Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URLs for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.</li> <li>2) After successful login the Easi / Easiest user will be able to see the e-Voting Menu. On clicking the e-voting menu, the user will be able to see his/her holdings along with links of the respective e-Voting service provider i.e. CDSL/NSDL/ KARVY/ LINK INTIME as per information provided by Issuer / Company. Additionally, we are providing links to e-Voting Service Providers, so that the user can</li> </ol>