

**General information about company**

Scrip code	543670
NSE Symbol	VINNY
MSEI Symbol	NOTLISTED
ISIN	INE01K101027
Name of the entity	Vinny Overseas Limited
Date of start of financial year	01-04-2023
Date of end of financial year	31-03-2024
Reporting Quarter	Quarterly
Date of Report	31-12-2023
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Top 2000 listed entities

**Annexure I****Annexure I to be submitted by listed entity on quarterly basis****I. Composition of Board of Directors**

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson Yes

Whether Chairperson is related to MD or CEO Yes

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth
1	Mr	HIRALAL JAGDISHCHAND PAREKH	ABJPP8250F	00257758	Executive Director	Chairperson related to Promoter	MD	17-01-1964
2	Mrs	LATADEVI HIRALAL PAREKH	ABBPP5013G	02973048	Executive Director	Not Applicable		20-10-1964
3	Mrs	VANDANI SUMANTH CHOWDHARY	AMYPP3565B	03048990	Non-Executive - Non Independent Director	Not Applicable		14-12-1986
4	Mrs	NISHITA SHAH	BATPP0353F	07197925	Executive Director	Not Applicable		01-08-1990
5	Mr	Rajnish Pathak	CWGPP8117D	08764000	Non-Executive - Independent Director	Not Applicable		25-12-1995
6	Mr	PARAG KAILASH CHANDRA JAGETIYA	AXMPJ0386P	08902895	Non-Executive - Independent Director	Not Applicable		26-12-1994
7	Mr	DIVYAPRAKASH JAGDISHCHANDRA CHECHANI	AFWPC3055J	08921232	Non-Executive - Independent Director	Not Applicable		22-02-1984
8	Mrs	NEELAM MOHANLAL GURBAXANI	CCLPG0370G	09732346	Non-Executive - Independent Director	Not Applicable		06-08-1992

**I. Composition of Board of Directors**

**Disqualification of Directors under section 164 of the Companies Act, 2013**

Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				Active
2	No				Active
3	No				Active
4	No				Active
5	No				Active
6	No				Active
7	No				Active
8	No				Active

**I. Composition of Board of Directors**

Sr	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity [with reference to proviso to regulation 17A(1) & 17A(2)]	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
1	NA		29-05-1992	06-09-2022		60	1	0	1	0		
2	NA		04-03-2010	06-09-2022		60	1	0	0	0		
3	NA		12-05-2010	12-05-2010			1	0	2	1		
4	NA		01-07-2015	06-09-2022		60	1	0	0	0		
5	NA		13-07-2022	06-09-2022		60	3	3	4	0		
6	NA		20-10-2020	20-10-2020		60	1	1	2	4		
7	NA		20-10-2020	20-10-2020		60	1	1	1	0		
8	NA		09-09-2022	09-09-2022		60	1	1	0	0		

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	08902895	PARAG KAILASH CHANDRA JAGETIYA	Non-Executive - Independent Director	Chairperson	20-10-2020		
2	03048990	VANDANI SUMANTH CHOWDHARY	Non-Executive - Non Independent Director	Member	07-08-2018		
3	08921232	DIVYAPRAKASH JAGDISHCHANDRA CHECHANI	Non-Executive - Independent Director	Member	20-10-2020		

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	08902895	PARAG KAILASH CHANDRA JAGETIYA	Non-Executive - Independent Director	Chairperson	20-10-2020		
2	03048990	VANDANI SUMANTH CHOWDHARY	Non-Executive - Non Independent Director	Member	07-08-2018		
3	08921232	DIVYAPRAKASH JAGDISHCHANDRA CHECHANI	Non-Executive - Independent Director	Member	20-10-2020		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	08902895	PARAG KAILASH CHANDRA JAGETIYA	Non-Executive - Independent Director	Member	20-10-2020		
2	03048990	VANDANI SUMANTH CHOWDHARY	Non-Executive - Non Independent Director	Chairperson	07-08-2018		
3	00257758	HIRALAL JAGDISHCHAND PAREKH	Executive Director	Member	20-10-2020		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks



<b>Corporate Social Responsibility Committee</b>							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks

<b>Other Committee</b>						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

**Annexure 1****Annexure 1****III. Meeting of Board of Directors**

Disclosure of notes on meeting of board of directors explanatory								
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	15-07-2023				Yes	8	5	1
2	14-08-2023		29		Yes	8	6	2
3	01-09-2023		17		Yes	8	5	1
4	26-09-2023		24		Yes	8	6	2
5		10-11-2023	44		Yes	8	6	2

**Annexure 1**

**IV. Meeting of Committees**

Disclosure of notes on meeting of committees explanatory										
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	14-08-2023				Yes	3	3	2	0
2	Audit Committee	10-11-2023	87			Yes	3	3	2	0
3	Stakeholders Relationship Committee	01-09-2023				Yes	3	3	1	0

**Annexure 1**

**V. Related Party Transactions**

Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

**Annexure 1****VI. Affirmations**

Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	NA
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

**Annexure 1**

Sr	Subject	Compliance status
1	Name of signatory	Brinda Nathvani
2	Designation	Company Secretary and Compliance Officer

**Details of Cyber security incidence**

Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter

No



**Signatory Details**

Name of signatory	Brinda Nathvani
Designation of person	Company Secretary and Compliance Officer
Place	Ahmedabad
Date	21-01-2024

