

June 26, 2023

**To
The General Manager,
BSE Limited
Corporate Relation Department,
Phiroze Jeejeebhoy Tower
Dalal Street, Mumbai-400001**

**Ref:-Vikas WSP Limited
Slip Code: - 519307**

Subject: Intimation of 34th Annual General Meeting and Date of Book Closure.

Dear Sir/Madam,

Pursuant to Regulations 30, 42 and 44 and other applicable regulations of the SEBI (Listing obligation and Disclosure Requirements) Regulations, 2015, we hereby notify as under:

1. We wish to inform you that the 34th Annual General Meeting (AGM) of the Company will be held on Friday, 28th July, 2023 at 11.00 A.M. through Video Conferencing / Other Audio Visual Means (VC/OAVM) to transact the business as set out in the notice convening the said Annual General Meeting which is e-mailed to the shareholders of the Company.
2. Ministry of Corporate Affairs ("MCA") has vide its Circular No. 10/2022 dated December 28, 2022 read with Circular No.14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 5, 2020 (collectively referred to as MCA Circulars) and Securities and Exchange Board of India ("SEBI") vide its Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 read with Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 (collectively referred to as "SEBI Circulars") permitted the holding of the Annual General Meeting (AGM) through Video Conferencing (VC) or Other Audio Visual Means (OAVM), without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 ("SEBI Listing Regulations"), MCA Circulars and SEBI Circulars, the AGM of the members of the Company is being held through VC / OAVM. The deemed venue of the AGM will be

the Registered Office of the Company. The deemed venue for the 34th AGM will be Hisar Road, Siwani - 127046, Haryana.

3. According to Rule 20 of the Companies (Management and Administration) Rules, 2014 (the "Rules"), as amended from time to time, read with the MCA Circulars, SEBI Circulars and pursuant to Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the Annual General Meeting ("AGM") of the Company is scheduled to be held on Friday, 28th July 2023, at 11:00 A.M. (IST) through VC/OAVM and the voting for items to be transacted in the Notice to this AGM is only through remote electronic voting process ("e-Voting").
4. In compliance with the MCA Circulars and the Circular issued by SEBI dated 12th May, 2020, the Company has sent the Notice of the 34th AGM and the Annual Report for the financial year 2021-2022 has been sent in electronic mode to Members whose e-mail IDs are registered with the Company, RTA or the Depository Participant(s). The requirements of sending physical copy of the Notice of the AGM and Annual Report to the Members have been dispensed with vide MCA Circular/s and SEBI Circular. The Notice of the 34th AGM which is a part of the Company's Annual Report 2021-2022 is also uploaded on the website of the Company at www.vikaswspltd.in . We request you to also upload the same on your website www.bseindia.com .
5. The Annual Report for the financial year 2021-2022 of which the notice of the 34th AGM is a part is also available on the Company's website www.vikaswspltd.in . Members who have not received the Annual Report may download it from the Company's website or may request for an electronic copy of the same by writing to the Company at csgunjanvikaswspltd1984@gmail.com & csvikaswspltd@gmail.com .
6. Members can attend and participate in the AGM through the VC / OAVM facility only. The instructions for joining the AGM are provided in the Notice of AGM. Members attending the meeting through VC / OAVM shall be reckoned for the purpose of quorum under Section 103 of the Act. The facility for the appointment of Proxies by the members will not be available since this AGM is being held through VC / OAVM.

7. We further wish to inform you that pursuant to the provisions of Section 91 of the Companies Act, 2013, the Register of Members and Share Transfer Books of the Company will remain closed from Saturday, the 22nd day of July, 2023 till Friday, 28th day of July, 2023 both day inclusive for the purpose of AGM.
8. We also wish to inform you that pursuant to the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide its members with the facility to exercise their right to vote on the agenda items as stated in the notice of the Annual General Meeting by electronic means and the business may be transacted through the e-voting services provided by the Company's Registrar & Share Transfer Agents- Link Intime India Pvt. Ltd. (LI IPL).

The details pursuant to the provisions of Section 108 of the Companies Act, 2013 and the relevant Rules prescribed there under are as follows:

- (i) The business may be transacted through voting by electronic means.
- (ii) Date and time of commencement of remote e-voting: Tuesday, 25th July, 2023 (09.00 A.M.).
- (iii) Date and time of end of remote e-voting: Thursday, 27th July, 2023 (5.00 P.M.).
- (iv) Cut-off Date: Thursday, 21st July, 2023.
- (v) Any person, who acquire shares of the Company and becomes member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. 21st July, 2023 may obtain the login ID and password by sending an e-mail to enotices@linkintime.co.in or contact on: - Tel: 022 -4918 6000 by mentioning his Folio No. /DP ID and Client ID No.

- (vi) E-voting by electronic mode shall not be allowed beyond 5.00 P.M. on 27th July, 2023.
- (vii) The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM thru VC/OAVM but shall not be entitled to cast their vote again.
- (viii) Members of the Company holding shares either in physical form or in dematerialized form as on the cut-off date of 21st July, 2023 only shall be entitled to avail the facility of remote e-voting as well as voting at the Annual General Meeting. The voting rights of the members shall be in proportion to their shares of the paid-up equity share capital of the Company.
- (ix) The Company is also providing e-voting facility to its members in respect of the business to be transacted during the 34th AGM. Members may follow the same procedure for e-Voting during the 34th AGM as mentioned above for e-Voting. Only those Members, who will be present in the 34th AGM through VC/OAVM Facility and have not cast their vote on the Resolutions through e-Voting, shall be eligible to vote through e-Voting system in the 34th AGM.
9. The Annual Report for the financial year 2021-2022 of which the Notice of the 34th AGM is a part is also available on the Company's website www.vikaswspltd.in and on the website of Link Intime India Pvt. Ltd. (LI IPL) <https://instavote.linkintime.co.in>
10. The shareholders may contact the undersigned for any grievances connected with electronic voting:

Mr. Gunjan Kumar Karn

Company Secretary

Vikas WSP Limited

B-86/87, RIICO, Udyog Vihar

Industrial Area, Sri Ganganagar, Rajasthan-335002

Tel:- 0154-2494319**M.No.-**9821873674/8860858625**Email Id:-** csvikaswspltd@gmail.com, csgunjanvikaswspltd1984@gmail.com

11. The following are enclosed:

- (i) Notice of the 34th AGM;

VIKAS WSP LIMITED

B-86/87, Udyog Vihar, RIICO, Industrial Area

Sriganganagar - 335 002 / INDIA

CIN : L24139HR1988PLC030300

E-mail : vikasvegan@yahoo.com , website : www.vikaswsp Ltd.in

Telephone : 91(154)2494512/2494552 Fax : 91(154)2494361/2475376



(ii) E-voting instructions;

You are also requested to up-date our Company's records/data in stock exchange website and oblige.

Thanking You
Yours faithfully

For **Vikas WSP Limited**

(Company under Corporate Insolvency Resolution Process)

Gunjan Kumar Karn,

Company Secretary cum Compliance officer

M.No.-A38298

By order of the Resolution Professional

Mr. Darshan Singh Anand

Resolution Professional

IBBI Reg. No.: IBBI/IPA-002/IP-N00326/2017-18/10931

CC:-

Link Intime India Pvt. Ltd Noble Heights, 1st Floor, Plot No. NH 2, LSC, C-1 Block, Near Savitri Market, Janakpuri, New Delhi-110058 P: +91 11 49411000 (Extn: 7124) F: +91 11 41410591 Email:- sunil.mishra@linkintime.co.in	Central Depository Services India Limited Marathon Futurex, 25th floor, NM Joshi Marg, Lower Parel(East), Mumbai-400013 , Maharashtra Phone: 91 - 22-2302-3333 Fax: 91 - 22 - 2300 2043/2036. Email:- sidharthk@cdslindia.com	National Securities Depository Limited 4th Floor, 'A' Wing, Trade World, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai - 400 013, India Tel.: 91-22-2499 4200 Fax: 91-22-2497 6351 Email: info@nsdl.co.in
DARSHAN SINGH ANAND RESOLUTION PROFESSIONAL In the matter of Vikas WSP Limited - Undergoing CIRP Reg. No. IBBI/IPA-002/IP-N00326/2017-18/10931 AFA Valid up to 19th December 2023 Reg. Address: EG-46, Inder Puri, New Delhi-110012 E-mail: dsanand57@gmail.com/_cirp.vik	Seema Sharma & Associates Practicing Company Secretary Scrutinizer 16, Nand Ram Sen Street, Sovabazar, Kolkata 700005 Email:- seemasharmac.s@gmail.com	

VIKAS WSP LIMITED

B-86/87, Udyog Vihar, RIICO, Industrial Area

Sriganganagar - 335 002 / INDIA

CIN : L24139HR1988PLC030300

E-mail : vikasvegan@yahoo.com , website : www.vikaswsp Ltd.in

Telephone : 91(154) 2494512/2494552 Fax : 91(154) 2494361/2475376



VIKAS WSP LIMITED

CIN: L24139HR1988PLC030300

Registered Office: Railway Road, Siwani, Haryana -127046 India

Corporate Office: B-86/87, Udyog Vihar, RIICO, Udyog Vihar, Industrial Area,
Sri Ganganagar, Raj.-335002

Website: <http://www.vikaswsp Ltd.in;>

E-mail ID: csgunjanvikaswsp Ltd1984@gmail.com

Tel: 91(154) 2494512/2494552; **Fax:** 31(154) 2494361/2475376

NOTICE OF 34th ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT 34th ANNUAL GENERAL MEETING OF THE MEMBERS OF VIKAS WSP LIMITED (A COMPANY UNDER CORPORATE INSOLVENCY RESOLUTION PROCESS UNDER THE PROVISIONS OF THE INSOLVENCY AND BANKRUPTCY CODE, 2016) WILL BE HELD ON FRIDAY, THE 28th JULY, 2023 AT 11.00 AM BY WAY OF VIDEO CONFERENCING(VC)/OTHER AUDIO VISUAL MEANS ("OAVM") WITHOUT THE IN-PERSON PRESENCE OF SHAREHOLDERS IN COMPLIANCE WITH THE APPLICABLE PROVISIONS OF THE COMPANIES ACT, 2013 AND THE RULES MADE THEREUNDER, READ WITH GENERAL CIRCULAR NO. 2/2022 DATED MAY 05, 2022, GENERAL CIRCULAR NO. 02/2021 DATED JANUARY 13, 2021, GENERAL CIRCULAR NO 19/2021 DATED DECEMBER 8, 2021 & 21/202021 DATED DECEMBER 14, 2021 & GENERAL CIRCULAR 20/2020 DATED MAY 5 2020, BY THE MINISTRY OF CORPORATE AFFAIRS, GOVERNMENT OF INDIA (HEREINAFTER COLLECTIVELY REFERRED TO AS "MCA CIRCULARS"), THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND CIRCULAR NO. SEBI/HO/CFD/CMD2/CIR/P/2022/62 DATED MAY 13, 2022 ISSUED BY THE SECURITIES AND EXCHANGE BOARD OF INDIA (HEREINAFTER COLLECTIVELY REFERRED TO AS "SEBI CIRCULAR") AND ALL OTHER RELEVANT CIRCULARS ISSUED FROM TIME TO TIME IN THIS REGARD. THE VENUE OF THE MEETING SHALL BE DEEMED TO BE THE REGISTERED OFFICE OF THE COMPANY AT RAILWAY ROAD, SIWANI, HARYANA-127046 TO TRANSACT THE FOLLOWING BUSINESSES AS HEREIN CONTAINED;

Background:

The Corporate Insolvency Resolution Process ("CIRP") was initiated, on a petition filed by the Bank of India against **M/s Vikas WSP Limited** ("Corporate Debtor/Company"), which was admitted vide an order dated February 02, 2022 ("Insolvency Commencement Date") of the Hon'ble National Company Law Tribunal ("NCLT"), Chandigarh Bench, under the provisions Section 7 of the Insolvency and Bankruptcy Code, 2016 read with the rules and regulations framed thereunder ("the Code").

The Hon'ble NCLT vide its order dated February 02, 2022, allowed initiation of CIRP of the Company and **Mr. Darshan Singh Anand**, IP Registration No. IBBI/IPA-002/IP-N00326/2017-18/10931 was appointed the Company's Interim Resolution Professional ("IRP"). The appointment of **Mr. Darshan Singh Anand** was confirmed /approved as the Resolution Professional ("RP") of the Company by the 02nd Committee of Creditors ("CoC") in its meeting held on 17th March 2022 under the provisions of the Code. As per Section 17 of the Code, from the date of appointment of the IRP, the management of affairs and powers of the Company's board of directors were suspended and exercised by IRP/RP of the Company.

The Company had received 5 Resolution Plans which were put to vote before the Committee of Creditors ("CoC"). The Committee of Creditors (CoC) has approved the resolution plan submitted by **M/s Arcbolt Space and Foods Private Limited**, with a requisite majority of the voting share as per the Insolvency and Bankruptcy Code, 2016 (IBC) in the 11th Meeting of the Committee of Creditors (COC) held on **Thursday 25th August 2022**. The application for approval of the Resolution Plan by NCLT under Section 30(6) of the Insolvency and Bankruptcy Code, 2016 was filed on 31.10.2022 and the same is pending adjudication before Adjudicating Authority.

In view thereof, the 34th Annual General Meeting ("the AGM / the meeting") of the Members is being called and convened by the RP.

ORDINARY BUSINESS:

To consider and, if thought fit, to pass the following resolutions as Ordinary Resolutions:

1. ADOPTION OF AUDITED FINANCIAL STATEMENTS

To Receive, consider and adopt the audited Standalone Financial Statements of the Company for the Financial Year Ended 31st March, 2022, including Audited Balance Sheet as at March 31, 2022, the Statement of Profit & Loss and the Cash Flow Statement for the year ended on that date together with reports of the auditors' and the report to the shareholders thereon and in this regard to pass the following resolution as **Ordinary Resolution** with or without modifications:

"RESOLVED THAT the Audited Standalone Financial Statements of the Company for the Financial Year ended on 31st March 2022, Auditors' Reports thereon and the Report to the Shareholders, laid before the meeting, be and are hereby received, considered and adopted."

2. TO APPOINT Mr. PAWAN SINGLA (DIN: 08913655), WHO RETIRES BY ROTATION AS A DIRECTOR AND IN THIS REGARD, TO CONSIDER AND IF THOUGHT FIT, TO PASS THE FOLLOWING RESOLUTION AS AN ORDINARY RESOLUTION:

"RESOLVED THAT in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, **Mr. Pawan Singla (DIN:08913655)**, who retires by rotation at this meeting, be and is hereby appointed as a Director of the Company."

(His appointment is part of compliance with section 152(6) of the Companies Act, 2013. However, the Board's powers shall remain suspended during the continuance of CIR Process. The tenure of directors will be subject to the terms of the Resolution Plan as may be approved by the NCLT in terms of Section 31 of the Code).

SPECIAL BUSINESS:

3. APPOINTMENT OF Mr. BUTA SINGH (DIN: 09425405) AS DIRECTOR OF THE COMPANY

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

“RESOLVED THAT pursuant to the provisions of Section 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and in accordance with the Articles of Association of the Company and the recommendations of the resolution professional, **Mr. Darshan Singh Anand** (“RP”), having IBBI Registration No.: **IBBI/IPA-002/IP-N00326/2017-18/10931** and the Committee of Creditors in the matter of the Company, **Mr. Buta Singh (DIN: 09425405)**, who was appointed as an Additional Director by the Board of Directors, with effect from 07th December 2021 and who holds office up to the date of the ensuing Annual General Meeting in terms of Section 161(1) of the Act, and in respect of whom the Company has received a notice in writing under Section 160 of the Act, from a member, proposing his candidature for the office of Director of the Company, be and is hereby appointed as a Director of the Company, liable to retire by rotation with effect from the date of this Meeting.”

RESOLVED FURTHER THAT the Directors of the suspended Board of Directors of the Company (including its committee thereof), **Mr. Darshan Singh Anand** (“RP”) and/ or **Mr. Gunjan Kumar Karn**, Company Secretary of the Company, be and is hereby jointly/severally authorized to do all such acts, deeds and things as in its absolute discretion it may think necessary, expedient or desirable; to settle any question or doubt that may arise in relation thereto in order to give effect to the foregoing resolution and to seek such approval/ consent from the government departments, as may be required in this regard.”

(His appointment is a part of compliance with Sections 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualifications of Directors) Rules, 2014. However, the Board’s powers shall remain suspended during the continuance of CIR Process. The tenure of directors will be subject to the terms of the Resolution Plan as may be approved by the NCLT in terms of Section 31 of the Code).

4. APPOINTMENT OF Mr. BALJINDER SINGH (DIN: 09425377) AS DIRECTOR OF THE COMPANY

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

“RESOLVED THAT pursuant to the provisions of Section 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and in accordance with the Articles of Association of the Company and the recommendations of the resolution professional, **Mr. Darshan Singh Anand** (“RP”), having IBBI Registration No.: **IBBI/IPA-002/IP-N00326/2017-18/10931** and the Committee of Creditors in the matter of the Company, **Mr. BALJINDER SINGH (DIN: 09425377)**, who was appointed as an Additional Executive Director by the Board of Directors, with effect from 10th December 2021 and who holds office up to the date of the ensuing Annual General Meeting in terms of Section 161(1) of the Act, and in respect of whom the Company has received a notice in writing under Section 160 of the Act, from a member, proposing his candidature for the office of Director of the Company, be and is hereby appointed as a Director of the Company, liable to retire by rotation with effect from the date of this Meeting.”

RESOLVED FURTHER THAT the Directors of the suspended Board of Directors of the Company (including its committee thereof), **Mr. Darshan Singh Anand** (“RP”) and/ or **Mr. Gunjan Kumar Karn**, Company Secretary of the Company, be and is hereby jointly/severally authorized to do all such acts, deeds and things as in its absolute discretion it may think necessary, expedient or desirable; to settle any question or doubt that may arise in relation thereto in order to give effect to the foregoing resolution and to seek such approval/ consent from the government departments, as may be required in this regard.”

(His appointment is a part of compliance with sections 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualifications of Directors) Rules, 2014. However, the Board’s powers shall remain suspended during the continuance of the CIR Process. The tenure of directors will be subject to the terms of the Resolution Plan as may be approved by the NCLT in terms of Section 31 of the Code).

5. APPOINTMENT OF Mr. VISHANUDUTT (DIN: 09347447) AS AN INDEPENDENT DIRECTOR OF THE COMPANY

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

“RESOLVED THAT pursuant to the provisions of Section 149, 150, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 (the Act) and the Companies (Appointment and Qualifications of Directors) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), on the recommendation of the resolution professional, **Mr. Darshan Singh Anand** ("RP"), having IBBI Registration No.: **IBBI/IPA-002/IP-N00326/2017-18/10931** and the Committee of Creditors in the matter of the Company for Appointment of **Mr. Vishanudutt (DIN: 09347447)** as an Additional Director (Non-executive) in the capacity of an Independent Director of the Company w.e.f. 05.10.2021, who has submitted a declaration that he meets the criteria for independence as provided under Section 149(6) of the Act and Regulation 16(1) (b) of the Listing Regulations and is eligible for appointment, and in respect of whom the Company has received a notice in writing in terms of Section 160(1) of the Act and who holds office as such up to the date of ensuing Annual General Meeting, be and is hereby, appointed as a Non-Executive Independent Director of the Company not liable to retire by rotation, to hold office for a period of five years with effect from 05.10.2021 till 04.10.2026.”

RESOLVED FURTHER THAT the any Directors of the suspended Board of Directors of the Company (including its committee thereof), **Mr. Darshan Singh Anand** ("RP") and/ or **Mr. Gunjan Kumar Karn**, Company Secretary of the Company, be and is hereby jointly/severally authorized to do all such acts, deeds and things as in its absolute discretion it may think necessary, expedient or desirable; to settle any question or doubt that may arise in relation thereto in order to give effect to the foregoing resolution and to seek such approval/ consent from the any departments, as may be required in this regard.”

(His appointment is a part of compliance with Section 149, 150, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 (the Act) and the Companies (Appointment and Qualifications of Directors) Rules, 2014. However, the powers of the Board shall continue to remain suspended during the continuance of CIR Process. The tenure of directors will be subject to the terms of the Resolution Plan as may be approved by the NCLT in terms of Section 31 of the Code).

6. APPOINTMENT OF Mr. ANANDILAL (DIN: 09347487) AS AN INDEPENDENT DIRECTOR OF THE COMPANY

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

“RESOLVED THAT pursuant to the provisions of Section 149, 150, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 (the Act) and the Companies (Appointment and Qualifications of Directors) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), on the recommendation of the resolution professional, **Mr. Darshan Singh Anand** ("RP"), having IBBI Registration No.: **IBBI/IPA-002/IP-N00326/2017-18/10931** and the Committee of Creditors in the matter of the Company for Appointment of **Mr. ANANDILAL (DIN: 09347487)** as an Additional Director (Non-executive) in the capacity of an Independent Director of the Company w.e.f. 05.10.2021, who has submitted a declaration that he meets the criteria for independence as provided under Section 149(6) of the Act and Regulation 16(1) (b) of the Listing Regulations and is eligible for appointment, and in respect of whom the Company has received a notice in writing in terms of Section 160(1) of the Act and who holds office as such up to the date of ensuing Annual General Meeting, be and is hereby, appointed as a Non-Executive Independent Director of the Company not liable to retire by rotation, to hold office for a period of five years with effect from 05.10.2021 till 04.10.2026.”

RESOLVED FURTHER THAT the any Directors of the suspended Board of Directors of the Company (including its committee thereof), **Mr. Darshan Singh Anand** ("RP") and/ or **Mr. Gunjan Kumar Karn**, Company Secretary of the Company, be and is hereby jointly/severally authorized to do all such acts, deeds and things as in its absolute discretion it may think necessary, expedient or desirable; to settle any question or doubt that may arise in relation thereto in order to give effect to the foregoing resolution and to seek such approval/ consent from any departments, as may be required in this regard.”

(His appointment is part of compliance with Sections 149, 150, and 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 (the Act) and the Companies (Appointment and Qualifications of Directors) Rules, 2014. However, the Board's powers shall remain suspended during the continuance of the CIR Process. The tenure of directors will be subject to the terms of the Resolution Plan as may be approved by the NCLT in terms of Section 31 of the Code).

7. APPOINTMENT OF Mrs. SUMAN DEVI (DIN: 09425407) AS AN INDEPENDENT DIRECTOR OF THE COMPANY

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

"RESOLVED THAT pursuant to the provisions of Section 149, 150, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 (the Act) and the Companies (Appointment and Qualifications of Directors) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), on the recommendation of the resolution professional, **Mr. Darshan Singh Anand** ("RP"), having IBBI Registration No.: **IBBI/IPA-002/IP-N00326/2017-18/10931** and the Committee of Creditors in the matter of the Company for Appointment of **Mrs. SUMAN DEVI (DIN: 09425407)** as an Additional Director (Non-executive) in the capacity of an Independent Director of the Company w.e.f. 21.12.2021, who has submitted a declaration that he meets the criteria for independence as provided under Section 149(6) of the Act and Regulation 16(1) (b) of the Listing Regulations and is eligible for appointment, and in respect of whom the Company has received a notice in writing in terms of Section 160(1) of the Act and who holds office as such up to the date of ensuing Annual General Meeting, be and is hereby, appointed as a Non-Executive Independent Director of the Company not liable to retire by rotation, to hold office for a period of five years with effect from 21.12.2021 till 20.12.2026."

RESOLVED FURTHER THAT the any Directors of the suspended Board of Directors of the Company (including its committee thereof), **Mr. Darshan Singh Anand** ("RP") and/ or **Mr. Gunjan Kumar Karn**, Company Secretary of the Company, be and is hereby jointly/severally authorized to do all such acts, deeds and things as in its absolute discretion it may think necessary, expedient or desirable; to settle any question or doubt that may arise in relation thereto in order to give effect to the foregoing resolution and to seek such approval/ consent from the any departments, as may be required in this regard."

(His appointment is a part of compliance with Sections 149, 150, and 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 (the Act) and the Companies (Appointment and Qualifications of Directors) Rules, 2014. However, the powers

VIKAS WSP LIMITED

B-86/87, Udyog Vihar, RIICO, Industrial Area

Sriganganagar - 335 002 / INDIA

CIN : L24139HR1988PLC030300

E-mail : vikasvegan@yahoo.com , website : www.vikaswspltd.in

Telephone : 91(154)2494512/2494552 Fax : 91(154)2494361/2475376



of the Board shall continue to remain suspended during the continuance of CIR Process. The tenure of directors will be subject to the terms of the Resolution Plan as may be approved by the NCLT in terms of Section 31 of the Code).

By order of the Resolution Professional

For Vikas WSP Limited

(Company under Corporate Insolvency Resolution Process)

Registered Office

Railway Road

Siwani Haryana -127046

CIN:- L24139HR1988PLC030300**Email Id:-**csgunjanvikaswspltd1984@gmail.comcsvikaswspltd@gmail.com**Website:-**<https://vikaswspltd.in>**Place:** Siwani**Date:** 26.06.2023**Gunjan Kumar Karn,**

Company Secretary cum Compliance officer

M.No.-A38298

By order of the Resolution Professional

Mr. Darshan Singh Anand

Resolution Professional

IBBI Reg. No.: IBBI/IPA-002/IP-N00326/2017-18/10931

NOTES

1. Relevant Statement pursuant to Section 102(1) of the Companies Act, 2013, in respect of the Special Business to be transacted at the Annual General Meeting (AGM), is annexed hereto, which is considered unavoidable by the Resolution Professional. Further, additional information as required under Listing Regulations and Circulars issued there under are also annexed.

2. AGM through Video Conferencing (VC)/Other Audio Visual Means (OAVM)

In view of COVID-19 pandemic, the Ministry of Corporate Affairs, Government of India ("MCA") issued General Circular Nos. 14/2020, 17/2020, 20/2020, 02/2021, 19/2021, 21/2021 and 02/2022 dated 08th April 2020, 13th April 2020, 05th May 2020, 13th January 2021, 08th December 2021, 14th December 2021 and 5th May, 2022 respectively, ("MCA Circulars") and SEBI Circular No. SEBI/HO/CFD/CMD1/ CIR/P/2020/79 dated 12th May, 2020, Circular No. SEBI/ HO/CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021 and Circular No. SEBI/HO/CFD/ CMD2/CIR/P/2022/62 dated 13th May, 2022 (collectively referred as "SEBI Circular") (MCA Circulars and SEBI Circulars collectively referred as "Circulars") allowing, inter-alia, conduct of AGMs through Video Conferencing/ Other Audio-Visual Means ("VC/ OAVM") facility on or before 31st, December, 2022. In compliance with these Circulars, provisions of the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the 34th Annual General Meeting ("AGM") of the Company is being conducted through VC/ OAVM facility, which does not require physical presence of members at a common venue. The deemed venue for the 34th AGM shall be the Registered Office of the Company.

3. Generally, a member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the company. Since this AGM is being held through VC/ OAVM pursuant to the MCA circulars, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for the AGM and hence the proxy form and attendance slip are not annexed hereto.

4. 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/SEBI Circulars the Company is providing facility of remote e-voting and voting at the AGM to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with **Link Intime India Private Limited** (Instavote) 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 AGM will be provided by **Link Intime India Private Limited** (Instavote).
5. The Members can join the AGM in the VC/OAVM mode 30 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 AGM through VC/OAVM will be made available to maximum of 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 AGM without restriction on account of first come first served basis.
6. The Register of Members and Share Transfer Books of the Company shall remain closed from Saturday, the 22nd day of July, 2023 to Friday, the 28th day of July, 2023 (both days inclusive).
7. Corporate/Institutional Members are requested to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization, etc., authorizing its representative to attend the AGM through VC / OAVM on its behalf and to vote through e-voting by email to csgunjanvikaswsp Ltd1984@gmail.com with copy to scrutinizer at seemasharmac.s@gmail.com.
8. **Dispatch of Annual Report through electronic mode**

In compliance with the aforesaid MCA Circulars and SEBI Circular dated 13th May, 2022, Notice of the AGM along with the Annual Report 2021-22 is being sent only through electronic mode to those Members whose email addresses are registered with the Company

or CDSL/ NSDL ("Depositories") as on 23.06.2023. Members may note that the Notice and Annual Report 2021-22 will also be available on the Company's website <https://vikaswsp Ltd.in> , websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com

9. Those Members holding shares in physical form, whose email addresses are not registered with the Company, may register their email address by sending, scanned copy of a signed request letter mentioning name, folio number and complete address, self attested scanned copy of the PAN Card; and self attested scanned copy of any document (such as AADHAR Card, Driving License, Election Identity Card, Passport) in support of the address of the Member as registered with the Company, by email to csgunjanvikaswsp Ltd1984@gmail.com. Members holding shares in demat form can update their email address with their Depository Participant.
10. The attendance of the Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
11. Since the AGM will be held through VC/OAVM, the Route Map is not annexed in this Notice.
12. The register of Directors and Key Managerial Personnel and their Shareholding maintained under section 170 of Act, the register of contracts of arrangement in which the Directors are interested, maintained under section 189 of the Act, the Annual Report of the Company and other documents referred to in the Notice, are open for inspection at the Corporate Office of the Company situated at **B-86/87, RIICO, Udyog Vihar, Industrial Area, Sri Ganganagar, Rajasthan-335002** on all working days, except Sunday and other holidays, between 11.00 A.M. to 5.00 P.M. up to the date of the Annual General Meeting. Members seeking to inspect such documents can send an email to csgunjanvikaswsp Ltd1984@gmail.com with the subject line "Vikas WSP Limited" 34th AGM". However, the same will be available electronically for inspection by the members during the AGM after login.
13. Members are advised to refer to the section titled '**Investor Information**' and Sub Section titled "**Shareholder Meeting**" at the website of the Company <https://vikaswsp Ltd.in>
14. (a) SEBI vide notification dated 8th June, 2018 has mandated that except in case of transmission or transposition of securities, request for effecting transfer of shares of

a listed company shall not be processed unless the shares are held in dematerialized form with the depository.

(b) Members who are still holding Shares in Physical Form are advised to dematerialize their shareholdings.

(c) SEBI had further mandated the submission of Permanent Account Number (PAN) by every participant in the Securities Market vide circular No. SEBI/HO/MIRSD/DOP1/CIR/P/2018/73 dated 20th April, 2018 and has advised that the shareholders holding shares in physical form and whose ledger folios do not have/ have incomplete details with regard to PAN and bank particulars, must compulsorily furnish the requisite details to the Company/Registrar and Transfer Agents (RTA). Accordingly, members who are holding shares in physical form are requested to notify the change, if any, in their address or bank details to Company's RTA and always quote their folio number in all correspondence with the Company and RTA. In respect of holding shares in electronic form members are requested to notify any change in address or bank details to their respective Depository Participants.

15. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

16. The remote e-voting facility will be available during the following period:

Commencement of remote e-voting	25 th July, 2023 09.00 A.M.
End of remote e-voting	27 th July, 2023 5.00 P.M.

During this period members' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 23rd June, 2023 may cast their vote by remote e-voting. The remote e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a Resolution is cast by the member, the member shall not be allowed to change it subsequently

17. Members who would like to express their views/ask questions during the AGM have to register themselves as a speaker and may send their request mentioning their

name, demat account number/folio number, email id, mobile no. at email id csgunjanvikaswspltd1984@gmail.com in advance on or before 25th July, 2023 by 5.00 p.m. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting. The Company reserves the right to restrict the number of speakers depending on the availability of time at the AGM.

18. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at csgunjanvikaswspltd1984@gmail.com. These queries will be replied to by the company suitably by email or at the AGM.

19. **Mrs. Seema Sharma**, Practicing Company Secretary (Membership No. FCS 8413, CP No. 11118) has been appointed as Scrutinizer to scrutinize the voting at the ensuing 34th Annual General Meeting and remote e-voting process in a fair and transparent manner and the Scrutinizer and Alternate Scrutinizer have given their consent for appointment and will be available for the said purpose.

20. Members seeking any information with regard to any matter to be placed at the AGM, are requested to write to the Company through an email on csgunjanvikaswspltd1984@gmail.com

Procedure for joining the 34th AGM through VC / OAVM

21. Link Intime will be providing facility for voting through remote e-Voting, for participation in the 34th AGM through VC/OAVM facility and e-Voting during the 34th AGM.

22. Members may note that the VC/OAVM facility, allows participation of at least 1,000 Members on a first come-first-served basis.

23. Members are entitled to attend the Annual General Meeting through VC/OAVM provided by Link Intime by following the below mentioned process. Facility for joining the Annual General Meeting through VC/OAVM shall open 15 minutes before the time scheduled for the Annual General Meeting and will be available to the Members on first come first serve basis.

Members will be provided with InstaMeet facility wherein Member shall register their details and attend the Annual General Meeting as under:

Process and manner for attending the Annual General Meeting through InstaMeet:

1. Open the internet browser and launch the URL: <https://instameet.linkintime.co.in>

► Select the "**Company**" and '**Event Date**' and register with your following details: -

A. Demat Account No. or Folio No: Enter your 16 digit Demat Account No. or Folio No

- Shareholders/ members holding shares in **CDSL demat account shall provide 16 Digit Beneficiary ID**

- Shareholders/ members holding shares in **NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID**

- Shareholders/ members holding shares in **physical form shall provide Folio Number** registered with the Company

B. PAN: Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/

Company shall use the sequence number provided to you, if applicable.

C. Mobile No.: Enter your mobile number.

D. Email ID: Enter your email id, as recorded with your DP/Company.

► Click "Go to Meeting" (You are now registered for InstaMeet and your attendance is marked for the meeting).

Instructions for Shareholders/ Members to Speak during the Annual General Meeting through InstaMeet:

1. Shareholders who would like to speak during the meeting must register their request 3 days in advance with the company on the specific email id created for the general meeting.
2. Shareholders will get confirmation on first cum first basis depending upon the provision made by the client.
3. Shareholders will receive "speaking serial number" once they mark attendance for the meeting.
4. Other shareholder may ask questions to the panellist, via active chat-board during the meeting.
5. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.

Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.

Instructions for Shareholders/ Members to Vote during the Annual General Meeting through InstaMeet:

Once the electronic voting is activated by the scrutinizer/ moderator during the meeting, shareholders/ members who have not exercised their vote through the remote e-voting can cast the vote as under:

1. On the Shareholders VC page, click on the link for e-Voting "Cast your vote"
2. Enter your 16 digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for Insta MEET and click on 'Submit'.
3. After successful login, you will see "Resolution Description" and against the same the option "Favour/ Against" for voting.

4. Cast your vote by selecting appropriate option i.e. "Favour/Against" as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'.
5. After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on "Save". A confirmation box will be displayed. If you wish to confirm your vote, click on "Confirm", else to change your vote, click on "Back" and accordingly modify your vote.
6. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note: Shareholders/ Members, who will be present in the Annual General Meeting through Insta Meet facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting facility during the meeting. Shareholders/ Members who have voted through Remote e-Voting prior to the Annual General Meeting will be eligible to attend/ participate in the Annual General Meeting through Insta Meet. However, they will not be eligible to vote again during the meeting.

Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.

Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that Shareholders/Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

In case shareholders/ members have any queries regarding login/ e-voting, they may send an email to instameet@linkintime.co.in or contact on: - Tel: 022-49186175.

InstaMeet Support Desk

Link Intime India Private Limited

Remote e-Voting Instructions for shareholders:

As per the SEBI circular dated December 9, 2020, individual shareholders holding securities in demat mode can register directly with the depository or will have the option of accessing various ESP portals directly from their demat accounts.

Login method for Individual shareholders holding securities in demat mode is given below:

1. Individual Shareholders holding securities in demat mode with NSDL
 1. Existing IDeAS user can visit the e-Services website of NSDL viz... <https://eservices.nsdl.com> either on a personal computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider **name i.e. LINKINTIME** and you will be re-directed to "InstaVote" website for casting your vote during the remote e-Voting period.
 2. If you are not registered for IDeAS e-Services, option to register is available at <https://eservices.nsdl.com> Select "Register Online for IDeAS Portal" or click at <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>
 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://eservices.nsdl.com> either on a personal computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name **i.e. LINKINTIME** and you will be

redirected to “InstaVote” website for casting your vote during the remote e-Voting period.

2. Individual Shareholders holding securities in demat mode with CDSL

1. Existing users who have opted for Easi / Easiest, can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <https://web.cdslindia.com/myeasi/home/login> or www.cdslindia.com and click on New System Myeasi.
2. After successful login of Easi/Easiest the user will be able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e.LINKINTIME. Click on LINKINTIME and you will be redirected to “InstaVote” website for casting your vote during the remote e-Voting period.
3. If the user is not registered for Easi/Easiest, option to register is available at <https://web.cdslindia.com/myeasi/Registration/EasiRegistration>.
4. Alternatively, the user can directly access e-Voting page by providing demat account number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. LINKINTIME. Click on LINKINTIME and you will be redirected to “InstaVote” website for casting your vote during the remote e-Voting period.

3. Individual Shareholders (holding securities in demat mode) login through their depository participants

You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name **i.e. LINKINTIME** and you will be redirected to “InstaVote” website for casting your vote during the remote e-Voting period.

- ▶Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#\$%*), at least one numeral, at least one alphabet and at least one capital letter).
- ▶Click "confirm" (Your password is now generated).

3. Click on 'Login' under '**SHARE HOLDER**' tab.
4. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on '**Submit**'.

Cast your vote electronically:

1. After successful login, you will be able to see the notification for e-voting. Select '**View**' icon.
2. E-voting page will appear.
3. Refer the Resolution description and cast your vote by selecting your desired option '**Favour / Against**' (If you wish to view the entire Resolution details, click on the '**View Resolution**' file link).
4. After selecting the desired option i.e. Favour / Against, click on '**Submit**'. A confirmation box will be displayed. If you wish to confirm your vote, click on '**Yes**', else to change your vote, click on 'No' and accordingly modify your vote.

Guidelines for Institutional shareholders:

Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on the e-voting system of LI IPL at <https://instavote.linkintime.co.in> and register themselves as '**Custodian / Mutual Fund / Corporate Body**'. They are also required to upload a scanned certified true copy of the board resolution /authority letter/power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the '**Custodian / Mutual Fund / Corporate Body**' login for the Scrutinizer to verify the same.

Helpdesk for Individual Shareholders holding securities in physical mode/ Institutional shareholders:

Shareholders facing any technical issue in login may contact Link Intime INSTAVOTE helpdesk by sending a request at enotices@linkintime.co.in or contact on: - Tel: 022 – 4918 6000.

Helpdesk for Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 22- 23058542-43.

Individual Shareholders holding securities in Physical mode has forgotten the password:

If an Individual Shareholders holding securities in Physical mode has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the “Forgot Password” option available on the e-Voting website of Link Intime: <https://instavote.linkintime.co.in>

- o Click on ‘**Login**’ under ‘**SHARE HOLDER**’ tab and further Click ‘**forgot password?**’
- o Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on “SUBMIT”.

In case a shareholder is having valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing

VIKAS WSP LIMITED

B-86/87, Udyog Vihar, RIICO, Industrial Area

Sriganganagar - 335 002 / INDIA

CIN : L24139HR1988PLC030300

E-mail : vikasvegan@yahoo.com , website : www.vikaswsp Ltd.in

Telephone : 91 (154) 2494512/2494552 Fax : 91 (154) 2494361/2475376



the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above. The password should contain minimum 8 characters, at least one special character (@!#\$%&), at least one numeral, at least one alphabet and at least one capital letter.*

User ID for Shareholders holding shares in Physical Form (i.e. Share Certificate): Your User ID is Event No + Folio Number registered with the Company

Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:

Shareholders who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned depository/ depository participants website.

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

InstaVote Support Desk**Link Intime India Private Limited**

By order of the Resolution Professional

For Vikas WSP Limited

(Company under Corporate Insolvency Resolution Process)

Registered Office

Railway Road

Siwani Haryana -127046

Gunjan Kumar Karn,

Company Secretary cum Compliance officer

M.No.-A38298

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 ("the Act")

Following Statement, pursuant to the provisions of Section 102 of the Companies Act, 2013, sets out the material facts relating to the Special Business mentioned in the accompanying Notice:

ITEM No. 3- APPOINTMENT OF Mr. BUTA SINGH (DIN: 09425405) AS DIRECTOR OF THE COMPANY

As the Company is under Corporate Insolvency Resolution Process. **Mr. Buta Singh (DIN: 09425405)** was appointed as an Additional Director in the capacity of Executive Director of the Company, by Board directors at its meeting held on 07.12.2021 under Section 161 of the Act and in accordance with the Article of Association of the Company and pursuant to the recommendation of the Nomination and Remuneration Committee.

In terms of Section 161 (1) of the Companies Act 2013, **Mr. Buta Singh (DIN: 09425405)** holds office as an Additional Director only up to the date of the forthcoming Annual General Meeting and is eligible for appointment as a Director.

Mr. Buta Singh (DIN: 09425405) was written through mails dated 23/03/2020, 10/04/2023, 23/04/2023 and 01/05/2023 seeking his consent for the re-appointment at the ensuing Annual General Meeting and to confirm that he is not in any way disqualified from appointment as per the provisions of the Act. As he has not even once controverted the request and therefore, he was written on 23rd May, 2023 that in view of the foregoing, his consent is being recorded to continue as an Executive Director till the passage of the Resolution Plan by Adjudicating Authority i.e. Hon'ble NCLT Chandigarh Bench and this matter is being included in the Notice for the Annual General Meeting being issued shortly.

Mr. Buta Singh (DIN: 09425405) is interested in the Resolutions mentioned at Item No. 3 of the Notice. Other than **Mr. Buta Singh (DIN: 09425405)**, no other Director, Key Managerial Personnel or their respective relatives are concerned or interested in the resolutions mentioned at Item No. 3 of the Notice.

In compliance with the applicable provisions of the Act, the approval of the Members is sought for the appointment of **Mr. Buta Singh (DIN: 09425405)** as Executive Director as set out above.

The RP commends the Resolution for approval of the members as an Ordinary Resolution.

(His appointment is a part of compliance with sections 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualifications of Directors) Rules, 2014. However, the Board's powers shall remain suspended during the continuance of CIR Process. The tenure of directors will be subject to the terms of the Resolution Plan as may be approved by the NCLT in terms of Section 31 of the Code).

Details of Directors seeking appointment/re-appointment at the Annual General Meeting of the Company (Pursuant to Regulation 36 of the Listing Regulations and Secretarial Standards -2 on General Meetings)

Name of the Director	Buta Singh
Date of birth	22-07-1986
Date of Appointment	07-12-2021
Qualification	Graduation
Experience in Specific functional areas	Ample experience in Agro Processing industry
No. of Equity Shares held in the Company as on March 31, 2022	Nil
Terms & Conditions of reappointment	As per Company's Appointment and Remuneration Policy
*Remuneration last drawn during the year FY 2021-2022(Rs. in lakhs)	Nil
No. of meetings of Board attended during the FY 2021-2022	6
Directorship held in other Companies as on March 31, 2022	No any
Relationship with any other director inter-se and KMPs of the Company	No relationship

VIKAS WSP LIMITED

B-86/87, Udyog Vihar, RIICO, Industrial Area

Sriganganagar - 335 002 / INDIA

CIN : L24139HR1988PLC030300

E-mail : vikasvegan@yahoo.com , website : www.vikaswsp Ltd.in

Telephone : 91(154)2494512/2494552 Fax : 91(154)2494361/2475376



Names of listed entities in which the person also holds the directorship and the membership of Committees of the board	He is not holding directorship in any other listed Company
--	--

ITEM No. 4- APPOINTMENT OF Mr. BALJINDER SINGH (DIN: 09425377) AS DIRECTOR OF THE COMPANY

As the Company is under Corporate Insolvency Resolution Process. **Mr. Baljinder Singh (DIN: 09425377)** was appointed as an Additional Director in the capacity of Executive Director of the Company, by Board directors at its meeting held on 10.12.2021 under Section 161 of the Act and in accordance with the Article of Association of the Company and pursuant to the recommendation of the Nomination and Remuneration Committee.

In terms of Section 161 (1) of the Companies Act 2013, **Mr. Baljinder Singh (DIN: 09425377)** holds office as an Additional Director only up to the date of the forthcoming Annual General Meeting and is eligible for appointment as a Director.

Mr. Baljinder Singh (DIN: 09425377) was written through mails dated 23/03/2020, 10/04/2023, 23/04/2023 and 01/05/2023 seeking his consent for the re-appointment at the ensuing Annual General Meeting and to confirm that he is not in any way disqualified from appointment as per the provisions of the Act. As he has not even once controverted the request and therefore, he was written on 23rd May, 2023 that in view of the foregoing, his consent is being recorded to continue as an Executive Director till the passage of the Resolution Plan by Adjudicating Authority i.e. Hon'ble NCLT Chandigarh Bench and this matter is being included in the Notice for the Annual General Meeting being issued shortly.

Mr. Baljinder Singh (DIN: 09425377) is interested in the Resolutions mentioned at Item No. 3 of the Notice. Other than **Mr. Baljinder Singh (DIN: 09425377)**, no other Director, Key Managerial Personnel or their respective relatives are concerned or interested in the resolutions mentioned at Item No. 4 of the Notice.

In compliance with the applicable provisions of the Act, the approval of the Members is sought for the appointment of **Mr. Baljinder Singh (DIN: 09425377)** as Executive Director as set out above.

The RP commends the Resolution for approval of the members as an Ordinary Resolution.

(His appointment is a part of compliance with sections 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualifications of Directors) Rules, 2014. However, the Board's powers shall remain suspended during the continuance of CIR Process. The tenure of directors will be subject to the terms of the Resolution Plan as may be approved by the NCLT in terms of Section 31 of the Code).

Details of Directors seeking appointment/re-appointment at the Annual General Meeting of the Company (Pursuant to Regulation 36 of the Listing Regulations and Secretarial Standards -2 on General Meetings)

Name of the Director	Mr. Baljinder Singh
Date of birth	01-01-1978
Date of Appointment	10-12-2021
Qualification	10 th
Experience in Specific functional areas	Ample experience in Agro Processing industry
No. of Equity Shares held in the Company as on March 31, 2022	Nil
Terms & Conditions of reappointment	As per Company's Appointment and Remuneration Policy
*Remuneration last drawn during the year FY 2021-2022(Rs. in lakhs)	Nil
No. of meetings of Board attended during the FY 2021-2022	4
Directorship held in other Companies as on March 31, 2022	No any
Relationship with any other director inter-se and KMPs of the Company	No relationship

VIKAS WSP LIMITED

B-86/87, Udyog Vihar, RIICO, Industrial Area

Sriganganagar - 335 002 / INDIA

CIN : L24139HR1988PLC030300

E-mail : vikasvegan@yahoo.com , website : www.vikaswsp Ltd.in

Telephone : 91(154)2494512/2494552 Fax : 91(154)2494361/2475376



Names of listed entities in which the person also holds the directorship and the membership of Committees of the board	He is not holding directorship in any other listed Company
--	--

ITEM No. 5- APPOINTMENT OF Mr. VISHANUDUTT (DIN: 09347447) AS AN INDEPENDENT DIRECTOR OF THE COMPANY

As the Company is under Corporate Insolvency Resolution Process. **Mr. VISHANUDUTT (DIN: 09347447)** was appointed as an Additional Director in the capacity of Non-executive, Independent Director of the Company, by Board directors at its meeting held on 05th October 2021 under Section 161 of the Act and in accordance with the Article of Association of the Company and pursuant to the recommendation of the Nomination and Remuneration Committee.

In terms of Section 161 (1) of the Companies Act 2013, **Mr. VISHANUDUTT (DIN: 09347447)** holds office as an Additional Director only up to the date of the forthcoming Annual General Meeting and is eligible for appointment as a Director.

In terms of Section 149 of the Companies Act 2013 and other applicable provisions of the Act and SEBI Listing Regulations, 2015, **Mr. VISHANUDUTT (DIN: 09347447)** is eligible to be appointed as an Independent Director of the Company.

Mr. VISHANUDUTT (DIN: 09347447) was written through mails dated 23/03/2023, 10/04/2023, 23/04/2023 and 01/05/2023 seeking his consent for the re-appointment at the ensuing Annual General Meeting and to confirm that he is not in any way disqualified from appointment as per the provisions of the Act. As he has not even once controverted the request and therefore, he was written on 23rd May, 2023 that in view of the foregoing, his consent is being recorded to continue as an Independent Director till the passage of the Resolution Plan by Adjudicating Authority i.e. Hon'ble NCLT Chandigarh Bench and this matter is being included in the Notice for the Annual General Meeting being issued shortly.

In the opinion of the Board, **Mr. VISHANUDUTT (DIN: 09347447)** fulfills the conditions specified in the Act and the Rules made there under and SEBI Listing Regulations, 2015 for her appointment as Independent Director and he is independent of the management and

recommends her appointment for a term of 5 consecutive years effective from October 05th, 2021 till October 04th, 2026.

In compliance with the provisions of Section 149 read with Schedule IV of the Act, the approval of the Members is sought for the appointment of **Mr. VISHANUDUTT** as Independent Director.

The Board of Directors recommends the resolution at Item No. 5 of this Notice for the approval of the members.

The RP commends the Resolution for approval of the members as Special Resolution.

(His appointment is a part of compliance with sections 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualifications of Directors) Rules, 2014. However, the Board's powers shall remain suspended during the continuance of CIR Process. The tenure of directors will be subject to the terms of the Resolution Plan as may be approved by the NCLT in terms of Section 31 of the Code).

None of the Directors other than **Mr. VISHANUDUTT**, Key Managerial Personnel or their respective relatives are concerned or interested in the Resolution at Item No. 5 of the Notice

Details of Directors seeking appointment/re-appointment at the Annual General Meeting of the Company (Pursuant to Regulation 36 of the Listing Regulations and Secretarial Standards -2 on General Meetings)

Name of the Director	Mr. Vishanudutt
Date of birth	30-04-1985
Date of Appointment	05.10.2021
Qualification	10 th
Experience in Specific functional areas	Ample experience in Agro Processing industry
No. of Equity Shares held in the Company as on March 31, 2022	Nil
Terms & Conditions of reappointment	As per Company's Appointment and Remuneration Policy

VIKAS WSP LIMITED

B-86/87, Udyog Vihar, RIICO, Industrial Area

Sriganganagar - 335 002 / INDIA

CIN : L24139HR1988PLC030300

E-mail : vikasvegan@yahoo.com , website : www.vikaswsp Ltd.in

Telephone : 91(154)2494512/2494552 Fax : 91(154)2494361/2475376



*Remuneration last drawn during the year FY 2021-2022(Rs. in lakhs)	Nil
No. of meetings of Board attended during the FY 2021-2022	8
Directorship held in other Companies as on March 31, 2022	1.Vikas Proppant & Granite Limited(12-11- 2021)
Relationship with any other director inter-se and KMPs of the Company	No relationship
Names of listed entities in which the person also holds the directorship and the membership of Committees of the board	Mr. Vishanudutt is Non-Executive - Independent Director, of Vikas Proppant & Granite Limited (Date of Appointment 12-11- 2021). Membership of Committee - Audit Committee, Stakeholders Relationship Committee and Corporate Social Responsibility Committee Chairmanship of Committee - Nomination and remuneration committee,

ITEM No. 6- APPOINTMENT OF Mr. ANANDILAL (DIN: 09347487) AS AN INDEPENDENT DIRECTOR OF THE COMPANY

As the Company is under Corporate Insolvency Resolution Process. **Mr. ANANDILAL (DIN: 09347487)** was appointed as an Additional Director in the capacity of Non-executive, Independent Director of the Company, by Board directors at its meeting held on 05th October 2021 under Section 161 of the Act and in accordance with the Article of Association of the Company and pursuant to the recommendation of the Nomination and Remuneration Committee.

In terms of Section 161 (1) of the Companies Act 2013, **Mr. ANANDILAL (DIN: 09347487)** holds office as an Additional Director only up to the date of the forthcoming

Annual General Meeting and is eligible for appointment as a Director. **Mr. ANANDILAL** is a 12th pass.

In terms of Section 149 of the Companies Act 2013 and other applicable provisions of the Act and SEBI Listing Regulations, 2015, **Mr. ANANDILAL (DIN: 09347487)** is eligible to be appointed as an Independent Director of the Company.

Mr. ANANDILAL (DIN: 09347487) was written through mails dated 23/03/2020, 10/04/2023, 23/04/2023 and 01/05/2023 seeking his consent for the re-appointment at the ensuing Annual General Meeting and to confirm that he is not in any way disqualified from appointment as per the provisions of the Act. As he has not even once controverted the request and therefore, he was written on 23rd May, 2023 that in view of the foregoing, his consent is being recorded to continue as an Independent Director till the passage of the Resolution Plan by Adjudicating Authority i.e. Hon'ble NCLT Chandigarh Bench and this matter is being included in the Notice for the Annual General Meeting being issued shortly.

In the opinion of the Board, **Mr. ANANDILAL (DIN: 09347487)** fulfills the conditions specified in the Act and the Rules made there under and SEBI Listing Regulations, 2015 for her appointment as Independent Director and he is independent of the management and recommends her appointment for a term of 5 consecutive years effective from October 05th, 2021 till October 04th, 2026.

In compliance with the provisions of Section 149 read with Schedule IV of the Act, the approval of the Members is sought for the appointment of **Mr. ANANDILAL (DIN: 09347487)** as Independent Director.

The RP commends the Resolution for approval of the members as Special Resolution.

(His appointment is a part of compliance with sections 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualifications of Directors) Rules, 2014. However, the Board's powers shall remain suspended during the continuance of CIR Process. The tenure of directors will be subject to the terms of the Resolution Plan as may be approved by the NCLT in terms of Section 31 of the Code).

VIKAS WSP LIMITED

B-86/87, Udyog Vihar, RIICO, Industrial Area

Sriganganagar - 335 002 / INDIA

CIN : L24139HR1988PLC030300

E-mail : vikasvegan@yahoo.com , website : www.vikaswsp Ltd.in

Telephone : 91 (154) 2494512/2494552 Fax : 91 (154) 2494361/2475376



The Board of Directors recommends the resolution at Item No. 6 of this Notice for the approval of the members.

None of the Directors other than **Mr. ANANDILAL (DIN: 09347487)**, Key Managerial Personnel or their respective relatives are concerned or interested in the Resolution at Item No. 6 of the Notice

Details of Directors seeking appointment/re-appointment at the Annual General Meeting of the Company (Pursuant to Regulation 36 of the Listing Regulations and Secretarial Standards -2 on General Meetings)

Name of the Director	Mr. Anandilal
Date of birth	05-05-1987
Date of Appointment	05.10.2021
Qualification	10 th
Experience in Specific functional areas	Ample experience in Agro Processing industry
No. of Equity Shares held in the Company as on March 31, 2022	Nil
Terms & Conditions of reappointment	As per Company's Appointment and Remuneration Policy
*Remuneration last drawn during the year FY 2021-2022(Rs. in lakhs)	Nil
No. of meetings of Board attended during the FY 2021-2022	8
Directorship held in other Companies as on March 31, 2022	1.Vikas Proppant & Granite Limited(12-11-2021)
Relationship with any other director inter-se and KMPs of the Company	No relationship
Names of listed entities in which the person also holds the directorship and the membership of Committees of the board	Mr. Anandilal is Non-Executive - Independent Director, of Vikas Proppant & Granite Limited (Date of Appointment 12-11-2021).

	Membership of Committee - Audit Committee, Nomination and remuneration committee Chairmanship of Committee - Stakeholders Relationship Committee
--	---

ITEM No. 7- APPOINTMENT OF Mrs. SUMAN DEVI (DIN: 09425407) AS AN INDEPENDENT DIRECTOR OF THE COMPANY

As the Company is under Corporate Insolvency Resolution Process. **Mrs. SUMAN DEVI (DIN: 09425407)** was appointed as an Additional Director in the capacity of Non-executive, Independent Women Director of the Company, by Board directors at its meeting held on 21st December 2021 under Section 161 of the Act and in accordance with the Article of Association of the Company and pursuant to the recommendation of the Nomination and Remuneration Committee.

In terms of Section 161 (1) of the Companies Act 2013, **Mrs. SUMAN DEVI (DIN: 09425407)** holds office as an Additional Director only up to the date of the forthcoming Annual General Meeting and is eligible for appointment as a Director. **Mrs. SUMAN DEVI (DIN: 09425407)** is a 12th pass.

In terms of Section 149 of the Companies Act 2013 and other applicable provisions of the Act and SEBI Listing Regulations, 2015, **Mrs. SUMAN DEVI (DIN: 09425407)** is eligible to be appointed as an Independent Women Director of the Company.

Mrs. SUMAN DEVI (DIN: 09425407) was written through mails dated 23/03/2020, 10/04/2023, 23/04/2023 and 01/05/2023 seeking his consent for the re-appointment at the ensuing Annual General Meeting and to confirm that he is not in any way disqualified from appointment as per the provisions of the Act. As he has not even once controverted the request and therefore, he was written on 23rd May, 2023 that in view of the foregoing, his consent is being recorded to continue as an Independent Women Director till the passage of the Resolution Plan by Adjudicating Authority i.e. Hon'ble NCLT Chandigarh Bench and this matter is being included in the Notice for the Annual General Meeting being issued shortly.

In the opinion of the Board, **Mrs. SUMAN DEVI (DIN: 09425407)** fulfills the conditions specified in the Act and the Rules made there under and SEBI Listing Regulations, 2015 for her appointment as Independent Director and he is independent of the management and recommends her appointment for a term of 5 consecutive years effective from December 21st, 2021 till December 20th, 2026.

In compliance with the provisions of Section 149 read with Schedule IV of the Act, the approval of the Members is sought for the appointment of **Mrs. SUMAN DEVI (DIN: 09425407)** as Independent Director.

(Her appointment is a part of compliance with sections 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualifications of Directors) Rules, 2014. However, the Board's powers shall remain suspended during the continuance of CIR Process. The tenure of directors will be subject to the terms of the Resolution Plan as may be approved by the NCLT in terms of Section 31 of the Code).

The RP commends the Resolution for approval of the members as Special Resolution.

The Board of Directors recommends the resolution at Item No. 7 of this Notice for the approval of the members.

None of the Directors other than **Mrs. SUMAN DEVI (DIN: 09425407)**, Key Managerial Personnel or their respective relatives are concerned or interested in the Resolution at Item No. 7 of the Notice

Details of Directors seeking appointment/re-appointment at the Annual General Meeting of the Company (Pursuant to Regulation 36 of the Listing Regulations and Secretarial Standards -2 on General Meetings)

Name of the Director	Mrs. Suman Devi
Date of birth	01/07/1990
Date of Appointment	21.12.2021
Qualification	10 th
Experience in Specific functional areas	Ample experience in Agro Processing industry

VIKAS WSP LIMITED

B-86/87, Udyog Vihar, RIICO, Industrial Area

Sriganganagar - 335 002 / INDIA

CIN : L24139HR1988PLC030300

E-mail : vikasvegan@yahoo.com , website : www.vikaswsp Ltd.in

Telephone : 91(154)2494512/2494552 Fax : 91(154)2494361/2475376



No. of Equity Shares held in the Company as on March 31, 2022	Nil
Terms & Conditions of reappointment	As per Company's Appointment and Remuneration Policy
*Remuneration last drawn during the year FY 2021-2022(Rs. in lakhs)	Nil
No. of meetings of Board attended during the FY 2021-2022	1
Directorship held in other Companies as on March 31, 2022	1.Vikas Proppant & Granite Limited(21-12-2021)
Relationship with any other director inter-se and KMPs of the Company	No relationship
Names of listed entities in which the person also holds the directorship and the membership of Committees of the board	Mrs. Suman Devi is Non-Executive - Independent Women Director, of Vikas Proppant & Granite Limited (Date of Appointment 21-12-2021). Membership of Committee – Nomination and remuneration committee, Stakeholders Relationship Committee Chairmanship of Committee - Audit Committee, Corporate Social Responsibility Committee

By order of the Resolution Professional
For Vikas WSP Limited
(Company under Corporate Insolvency Resolution Process)

VIKAS WSP LIMITED

B-86/87, Udyog Vihar, RIICO, Industrial Area

Sriganganagar - 335 002 / INDIA

CIN : L24139HR1988PLC030300

E-mail : vikasvegan@yahoo.com , website : www.vikaswspltd.in

Telephone : 91 (154) 2494512/2494552 Fax : 91 (154) 2494361/2475376

**Registered Office**

Railway Road

Siwani Haryana -127046

CIN:- L24139HR1988PLC030300**Email Id:-**csgunjanvikaswspltd1984@gmail.comcsvikaswspltd@gmail.comWebsite:-<https://vikaswspltd.in>**Place:** Siwani**Date:** 26.06.2023**Gunjan Kumar Karn,**

Company Secretary cum Compliance officer

M.No.-A38298

By order of the Resolution Professional

Mr. Darshan Singh Anand-

Resolution Professional

IBBI Reg. No.: IBBI/IPA-002/IP-N00326/2017-

18/10931