

Parinee Crescenzo, "A" Wing, 1102, 11th Floor,
 "G" Block, Plot No. C38 & C39,
 Behind MCA, Bandra Kurla Complex,
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 CIN : L24116MH1989PLC052224



Annexure A

I) DETAILS OF THE PROCEEDINGS OF THE MEETING		
Sr No.	Particulars	Details
1	Date of the AGM	32 nd Annual General Meeting - Saturday, July 03, 2021
2	Total number of shareholders as on Cut-off date	As of Cut-off date i.e. July 26, 2021 :- 66385
3	No. of Shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public	 Nil 03 56

The following Resolutions as per the business items of the notice were passed by the requisite majority.

Vinati Organics Limited

Resolution Required : (Ordinary)			1 - To consider and Adopt Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2021.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held [1]	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
			[2]	[3]=([2]/[1])*100	[4]	[5]	[6]=([4]/[2])*100	[7]=([5]/[2])*100
Promoter and Promoter Group	E-Voting	76121192	76121192	100.0000	76121192	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		76121192	100.0000	76121192	0	100.0000	0.0000
Public Institutions	E-Voting	12747195	10671481	83.7163	10671481	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		10671481	83.7163	10671481	0	100.0000	0.0000
Public Non Institutions	E-Voting	13913663	828874	5.9573	828848	26	99.9969	0.0031
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		828874	5.9573	828848	26	99.9969	0.0031
Total		102782050	87621547	85.2499	87621521	26	100.0000	0.0000

Vinati Organics Limited

Resolution Required : (Ordinary)			2 - To declare a Final Dividend of Rs 6/- on equity share of face value of Rs 1 each for the financial year 2020-21.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held [1]	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
			[2]	$[3]=\{[2]/[1]\} * 100$	[4]	[5]	$[6]=\{[4]/[2]\} * 100$	$[7]=\{[5]/[2]\} * 100$
Promoter and Promoter Group	E-Voting	76121192	76121192	100.0000	76121192	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		76121192	100.0000	76121192	0	100.0000	0.0000
Public Institutions	E-Voting	12747195	10671481	83.7163	10671481	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		10671481	83.7163	10671481	0	100.0000	0.0000
Public Non Institutions	E-Voting	13913663	828874	5.9573	828869	5	99.9994	0.0006
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		828874	5.9573	828869	5	99.9994	0.0006
Total		102782050	87621547	85.2499	87621542	5	100.0000	0.0000

Vinati Organics Limited

Resolution Required : (Ordinary)			3 - To appoint a Director in place of Ms. Viral Saraf Mittal who retires by rotation at this meeting and being eligible, offers herself for reappointment.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\{[2]/[1]\}*100$	[4]	[5]	$[6]=\{[4]/[2]\}*100$	$[7]=\{[5]/[2]\}*100$
Promoter and Promoter Group	E-Voting	76121192	76121192	100.0000	76121192	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		76121192	100.0000	76121192	0	100.0000	0.0000
Public Institutions	E-Voting	12747195	10671481	83.7163	10671481	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		10671481	83.7163	10671481	0	100.0000	0.0000
Public Non Institutions	E-Voting	13913663	828874	5.9573	827335	1539	99.8143	0.1857
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		828874	5.9573	827335	1539	99.8143	0.1857
Total		102782050	87621547	85.2499	87620008	1539	99.9982	0.0018

Vinati Organics Limited

Resolution Required : (Ordinary)			4 - Ratification of the Remuneration payable to M/s. N. Ritesh & Associates., Cost Accountants, for the Financial Year 2021 – 22.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
			[1]	[2]	$[3]=\{[2]/[1]\} * 100$	[4]	[5]	$[6]=\{[4]/[2]\} * 100$
Promoter and Promoter Group	E-Voting	76121192	76121192	100.0000	76121192	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		76121192	100.0000	76121192	0	100.0000	0.0000
Public Institutions	E-Voting	12747195	10671481	83.7163	10671481	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		10671481	83.7163	10671481	0	100.0000	0.0000
Public Non Institutions	E-Voting	13913663	828869	5.9572	827736	1133	99.8633	0.1367
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		828869	5.9572	827736	1133	99.8633	0.1367
Total		102782050	87621542	85.2498	87620409	1133	99.9987	0.0013

Vinati Organics Limited

Resolution Required : (Special)			5 - Appointment of and payment of remuneration to Shri Jayesh Ashar as Whole-time Director, designated as "Director - Operations.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
			[1]	[2]	$[3]=\{[2]/[1]\} * 100$	[4]	[5]	$[6]=\{[4]/[2]\} * 100$
Promoter and Promoter Group	E-Voting	76121192	76121192	100.0000	76121192	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		76121192	100.0000	76121192	0	100.0000	0.0000
Public Institutions	E-Voting	12747195	10671481	83.7163	8940462	1731019	83.7790	16.2210
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		10671481	83.7163	8940462	1731019	83.7790	16.2210
Public Non Institutions	E-Voting	13913663	828867	5.9572	827735	1132	99.8634	0.1366
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		828867	5.9572	827735	1132	99.8634	0.1366
Total		102782050	87621540	85.2498	85889389	1732151	98.0231	1.9769

Vinati Organics Limited

Resolution Required : (Special)			6 - Approval for loan given/ to be given to Veeral Additives Private Limited (VAPL) under Section 185 of the Companies Act, 2013.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\{[2]/[1]\}*100$	[4]	[5]	$[6]=\{[4]/[2]\}*100$	$[7]=\{[5]/[2]\}*100$
Promoter and Promoter Group	E-Voting	76121192	76121192	100.0000	76121192	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		76121192	100.0000	76121192	0	100.0000	0.0000
Public Institutions	E-Voting	12747195	10671481	83.7163	8465675	2205806	79.3299	20.6701
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		10671481	83.7163	8465675	2205806	79.3299	20.6701
Public Non Institutions	E-Voting	13913663	828872	5.9573	820954	7918	99.0447	0.9553
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		828872	5.9573	820954	7918	99.0447	0.9553
Total		102782050	87621545	85.2499	85407821	2213724	97.4735	2.5265

Vinati Organics Limited

Resolution Required : (Ordinary)			7 - Approval for Transactions under Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.					
Whether promoter/ promoter group are interested in the agenda/resolution?			YES					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\{[2]/[1]\}*100$	[4]	[5]	$[6]=\{[4]/[2]\}*100$	$[7]=\{[5]/[2]\}*100$
Promoter and Promoter Group	E-Voting	76121192	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Institutions	E-Voting	12747195	10671481	83.7163	8375236	2296245	78.4824	21.5176
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		10671481	83.7163	8375236	2296245	78.4824	21.5176
Public Non Institutions	E-Voting	13913663	828878	5.9573	826788	2090	99.7479	0.2521
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		828878	5.9573	826788	2090	99.7479	0.2521
Total		102782050	11500359	11.1891	9202024	2298335	80.0151	19.9849

VIJAY KUMAR MISHRA
B. Com (Hons.), A C A , F C.S
PARESH D PANDYA
B. Com., A.C.S.

VKM & ASSOCIATES
PRACTISING COMPANY SECRETARIES
116, Trinity Building, 1st Floor, 227, Dr. C. H. Street, Behind
Parsi Dairy, Marine Lines (E), Mumbai - 2, Tel. : 2207 7267
Fax : 2207 7542 Mob.: 93229 77388
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Consolidated Scrutinizer's Report

**Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies
(Management and Administration), Rules, 2014, as amended**

To
The Chairman of Thirty-Second Annual General Meeting of the Equity Shareholders of **Vinati Organics Limited** held on Saturday, 03rd July, 2021 at 11:00 a.m. IST through Video Conferencing ("VC") or Other Audio-Visual Means ("OVAM").

Dear Sir(s),

- A. Pursuant to the resolution passed by the Board of Directors of M/s. Vinati Organics Limited (hereinafter referred as "**the Company**") on 13th May, 2021, I, Vijay Kumar Mishra, Partner of M/s. VKM & Associates, Practising Company Secretaries, have been appointed as a Scrutinizer to receive, process and scrutinize the voting through electronic means ("**e-voting**") on the resolutions contained in the notice dated 13th May, 2021 ("**Notice**") issued in accordance with General Circular No. 14/2020, 17/2020, 20/2020 and 2/2021 dated 08th April, 2020, 13th April, 2020, 05th May, 2020 and 13th January, 2021 respectively issued by the Ministry of Corporate Affairs ("**MCA**") , Government of India (hereinafter referred to as "**MCA Circulars**"), calling the 32nd Annual General Meeting ("**AGM**") of the Company through VC/OVAM. The meeting was convened on Saturday, 03rd July, 2021 at 11:00 a.m. IST through VC/OVAM. As the scrutinizer, I have to scrutinize process of e-voting remotely before the AGM ("**remote e-voting**") and process of e-voting at the AGM through electronic voting system ("**Insta Poll**").
- B. Member's approval was sought on the following Resolutions:
- 1) Consider and adopt the Audited Financial Statements for the financial year ended 31st March, 2021 and the reports of Board of Directors and Auditors thereon. (Ordinary Resolution)



- 1) Declaration of final dividend on equity shares for the financial year 2020-21. (Ordinary Resolution)
 - 2) Appointment of Ms. Viral Saraf Mittal, a director retiring by rotation. (Ordinary Resolution)
 - 3) Ratification of remuneration of cost auditor for the financial year 2021-22. (Ordinary Resolution)
 - 4) Appointment and payment of remuneration to Shri. Jayesh Ashar as Whole-time Director, designated as "Director-operations". (Special Resolution)
 - 5) Approval for loan given/to be given to Veeral Additives (VAPL) under Section 185 of the Companies Act, 2013. (Special Resolution)
 - 6) Approval for Transactions under Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. (Ordinary Resolution)
-
- C. As required under Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, the Company completed dispatch of Notice along with explanatory statement on Friday, 11th June, 2021 through electronic mode to those members whose email addresses are registered with the Company/Depositories, in compliance with the MCA circulars.
- D. The remote e-voting facility was provided by National Securities Depository Services Limited ("NSSL") for conducting remote e-voting by Shareholders of Company.
- E. The remote e-voting period commenced on Wednesday, 30th June, 2021 (9:00 a.m. IST) and ended on Friday, 02nd July, 2021 (5:00 p.m. IST) and the NSDL e-voting platform was blocked thereafter.
- F. The Company also provided Insta Poll facility to the shareholders present at the AGM who had not cast their vote earlier.



- G. The shareholders of the Company holding shares as on the “cut-off” date of 26th June, 2021 were entitled to vote on the resolutions as contained in the Notice of the AGM.
- H. After the closure of insta e-voting at the AGM, the report on voting done at the AGM and the votes cast under remote e-voting facility done prior to the AGM were unblocked, counted and the e-voting summary statement was downloaded from e-voting website of NSDL.
- I. The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules thereunder, MCA Circulars and the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 relating to remote e-voting prior and during the AGM on the resolutions contained in the notice of the AGM.
- J. My responsibility as a scrutinizer for the e-voting process (i.e., remote e-voting and Insta Poll) is restricted to making a Consolidated Scrutinizer’s Report of the votes cast in favour or against the resolutions

I now submit my consolidated Report as under on the result of the remote e-voting and voting by electronic voting system at the 32nd AGM in respect of the said resolutions.



Resolution No. 2: Ordinary Resolution

To declare a Final Dividend of Rs 6/- on equity share of face value of Rs 1 each for the financial year 2020-21.

(i) Voted in favour of resolution.

Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
377	8,76,21,542	99.99%

(ii) Voted against the resolution.

Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
1	5	0.01%

(iii) Invalid votes.

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
Nil	N.A.



Resolution No. 4: Ordinary Resolution

To ratify remuneration of Cost Auditors for the Financial Year 2021-22.

(i) Voted in favour of resolution.

Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
364	8,76,20,409	99.99%

(ii) Voted against the resolution.

Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
13	1133	0.01%

(iii) Invalid votes.

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
Nil	N.A.



Resolution No. 5: Special Resolution

Appointment of and payment of remuneration to Shri Jayesh Ashar as Whole-time Director, designated as "Director - Operations"

(i) Voted in favour of resolution.

Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
319	8,58,89,389	98.02%

(ii) Voted against the resolution.

Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
57	17,32,151	1.98%

(iii) Invalid votes.

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
Nil	N.A.



Resolution No. 6: Special Resolution

Approval for loan given/ to be given to Veeral Additives Private Limited (VAPL) under Section 185 of the Companies Act, 2013.

(i) Voted in favour of resolution.

Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
295	8,54,07,821	97.47%

(ii) Voted against the resolution.

Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
82	22,13,724	2.53%

(iii) Invalid votes.

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
Nil	N.A.



Resolution No. 7: Ordinary Resolution

Approval for Transactions under Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

(i) Voted in favour of resolution.

Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
302	92,02,024	80.02%

(ii) Voted against the resolution.

Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
72	22,98,335	19.98%

(iii) Invalid votes.

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
5	7,61,21,192

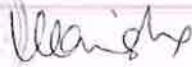


- K. The above Resolutions No 1 to No. 7 were passed with requisite majority of Votes.
- L. All electronic data and relevant records of voting will remain in my custody until the Chairman considers, approves and sign the Minutes of 32nd Annual General meeting of the Company and after, the same will be handed over to Mr. Milind Wagh, Company Secretary of the Company for safe keeping.

Thanking you,


For VKM & ASSOCIATES
Company Secretaries




(Vijay Kumar Mishra)
Partner
C.P.No.4279

UDIN : F005023C000575010
Place : Mumbai
Date : 05/07/2021

Countersigned by :
For Vinati Organics Limited





Milind Wagh
Company Secretary/Compliance Officer