

Parinee Crescenzo, "A" Wing, 1102, 11th Floor,
"G" Block, Plot No. C38 & C39,
Behind MCA, Bandra Kurla Complex,
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Phone : 91-22-6124 0444 / 6124 0428
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Website : www.vinatiorganics.com
CIN : L24116MH1989PLC052224



September 10, 2024

BSE Limited

(Listing Department)
P. J. Towers, 1st Floor,
Dalal Street, Mumbai – 400 001.

Scrip Code: 524200

National Stock Exchange of India Ltd.

Listing Department,
Exchange Plaza, Plot No. C/1, 'G' Block,
Bandra-Kurla Complex,
Bandra (East), Mumbai – 400 051.

NSE Symbol: VINATIORGA / Series: EQ

Dear Sir/ Madam,

Sub: Compliance under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") - Proceedings of 35th Annual General Meeting of the Company held on Tuesday, September 10, 2024

We wish to inform you that the 35th Annual General Meeting ("AGM") of the Company was held on Tuesday, September 10, 2024 at 11:00 a.m. (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"). The proceedings of the AGM were deemed to be conducted at the Registered Office of the Company at B-12 & B-13/1, MIDC Industrial Area, Mahad – 402309, Dist. Raigad, Maharashtra.

As per the provisions of the Companies Act, 2013 ("the Act") and the SEBI Listing Regulations read with relevant circulars issued in this regard, the Company had provided the facility of remote e-voting and e-voting facility at the AGM to the Shareholders holding shares as on the cut-off date i.e. September 3, 2024 to enable them to cast their vote electronically on the Resolutions proposed in the Notice of the 35th AGM. The e-voting was open from September 6, 2024 (Friday) at 9.00 a.m. (IST) and ended on September 9 (Monday) at 5.00 p.m. (IST).

The Board of Directors had appointed Mr. Vijay Kumar Mishra, Managing Partner of M/s. VKM and Associates, Practising Company Secretary, as the Scrutinizer for the remote e-voting and e-voting at the AGM. Mr. Vijay Kumar Mishra will carry out the scrutiny of all the electronic votes received up to 5.00 p.m. (IST) on Monday, September 9, 2024 and e-voting at the AGM after the conclusion of the AGM and will submit the Consolidated Scrutinizer Report within two working days.

In this regard, please find enclosed the proceedings of the 35th AGM of the Company pursuant to Regulation 30 read with Schedule III and other applicable provisions of the SEBI Listing Regulations as Annexure A.

The AGM commenced at 11:00 a.m. (IST) and concluded at 11:46 a.m. (IST).

This intimation is also being uploaded on the website of the Company www.vinatiorganics.com in accordance with Regulation 46 of the SEBI Listing Regulations.

Yours sincerely,

For VINATI ORGANICS LIMITED

Milind Wagh
Company Secretary & Compliance Officer

Encl.: as above

Lote Works : Plot No. A-20, MIDC Industrial Area, Lote Parashuram 415 722 Tal. Khed, Dist. Ratnagiri, Maharashtra, India.
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Annexure – A

Proceedings of the 35th Annual General Meeting of Vinati Organics Limited held today, i.e. Tuesday, September 10, 2024, pursuant to the provisions of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

The 35th Annual General Meeting ("Meeting") of Vinati Organics Limited (the "Company") was held today i.e. Tuesday, September 10, 2024, through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") in compliance with the Companies Act, 2013 read with the Rules framed thereunder and the Circulars issued by the Ministry of Corporate Affairs ("MCA") and the Securities and Exchange Board of India ("SEBI") and the Secretarial Standards issued by the Institute of Company Secretaries of India. The proceedings of the AGM were deemed to be conducted at the Registered Office of the Company at B-12 & B-13/1, MIDC Industrial Area, Mahad – 402309, Dist. Raigad, Maharashtra. The AGM commenced at 11:00 a.m. (IST) and concluded at 11:46 a.m. (IST).

A. Summary of proceedings:

In absence of Mr. Vinod Saraf, Chairman of the Company, the Meeting was chaired by Ms. Vinati Saraf Mutreja, MD & CEO of the Company.

Ms. Vinati Saraf Mutreja, MD & CEO of the Company, chaired the Meeting.

As per the attendance record, 55 members were present through VC at the Meeting and after ascertaining that the requisite quorum was present, the Chairperson called the Meeting to order. Since this AGM was held through VC/OAVM, physical attendance of the Members was dispensed with. Accordingly, the facility for appointment of Proxies by the Members was not available for the AGM.

The Chairperson introduced all the Directors, Key Managerial Personnels, Statutory Auditors and Secretarial Auditor attending the AGM. All the Directors were present at the Meeting through VC/OAVM, except Mr. Vinod Saraf, Ms. Viral Saraf Mittal and Mr. Jayesh Ashar Directors of the Company, who could not attend the Meeting due to pre-occupation.

The Chairperson further requested the Company Secretary to brief the Members on the regulatory matters and procedure of the AGM.

The Company Secretary informed the Members on various aspects including participation in the AGM through VC / OAVM, facility of remote e-voting and e-voting at the AGM provided by the Company through NSDL.

The Company Secretary then requested the Chairperson to continue with proceedings of the general meeting and to brief the shareholders on the business updates of the Company including performance highlights for the FY 2023-24 and other related matters.

The Chairperson informed the Members that the Statutory registers and relevant documents were available electronically for inspection by the Members at the AGM.

The Notice of the Meeting was taken as read. She, thereafter, briefly explained the Resolutions as set out in the Notice of 35th AGM. The following items as stated in the Notice of the 35th AGM were transacted at the Meeting and passed with requisite majority:

Ordinary Business:

1. Consideration and adoption of (a) the audited standalone financial statement of the Company for the financial year ended March 31, 2024, and the reports of the Board of Directors and Auditors thereon; and (b) the audited consolidated financial statement of the Company for the financial year ended March 31, 2024, and the report of Auditors thereon.

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2. Declaration of dividend on equity shares at the rate of ₹ 7/- (Rupees Seven only) per equity share of ₹ 1/- (Rupees One only) each fully paid up for the financial year ended March 31, 2024.
3. Re-appointment of Ms. Vinati Saraf Mutreja (DIN: 00079184), a director retiring by rotation.

Special Business:

4. Ratification of remuneration of Cost Auditors for the financial year ending March 31, 2025.
5. Re-appointment of Mr. J. C. Laddha (DIN: 00118527) as an Independent Director for the Second Term for a period effective from June 13, 2025, to June 12, 2030, on the terms and conditions as set out in the explanatory statement annexed to the notice.

The Chairperson, further informed that the Statutory Auditors Report on the Annual Financial Statements of the Company for the Financial Year ended March 31, 2024 and the Secretarial Audit report for the said period do not contain any qualifications, observations or comments on financial transactions or matters, which have adverse effect on the functioning of the Company, hence, the same need not be read at the AGM.

The Chairperson thereafter informed the Shareholders that the Company has made all efforts feasible under the circumstances to enable the Shareholders to participate and vote on the items being considered in the AGM.

The Chairperson thereafter ordered commencement of e-voting for the Members attending the AGM but who did not cast their votes through remote e-voting.

The Chairperson in order to facilitate the Questions and Answers session, invited the Speaker Members to ask questions or speak/express their views. The Members who had registered as speakers expressed their views and raised some questions and provided various suggestions and comment on functioning of the Company. The Chairperson responded to the clarifications sought by the Speaker Members.

The Chairperson announced that the voting results along with the Consolidated Scrutinizer's Report issued by the Scrutinizer, Mr. Vijay Kumar Mishra, Managing Partner of M/s. VKM and Associates, Practising Company Secretary, shall be informed to the Stock Exchanges and be placed on the website of the Company. The Chairperson authorised Mr. Milind Wagh, Company Secretary, to receive the Consolidated Scrutinizer's Report and also counter-sign the same and declare the results within prescribed timelines. The Scrutinizer's Report and Combined e-voting results have been received and is filed separately.

The Chairperson thereafter thanked the Members for their presence and active participation and support extended to the Company and declared the proceedings as closed and concluded on completion of e-voting by Members. The 35th AGM concluded at 11:46 a.m.

This document does not constitute minutes of the proceedings of the AGM of the Company

Yours sincerely,
For **VINATI ORGANICS LIMITED**

Milind Wagh
Company Secretary & Compliance Officer

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