

Vistar Amar Limited

Head Office: Survey No. 1943, Mangalkunj, Railway Station Road, Opp Balashram, Porbandar, Gujarat – 360575
Factory Address: Plot/ Phase No. 45/2, At Bhalpara GIDC, Tal. Veraval, Dist, Gir Somnath, Gujarat – 362266
Website: www.vistaramar.com, **CIN No.:** L05000GJ1983PLC149135,
Email ID: vistaramarltd@gmail.com, roc.shubhra@gmail.com **Mobile Nos.:** +91 87802 29519, +91 97231 02201

Date: 21/09/2024

To,
Listing Compliance Department
BSE Limited
Department of Corporate Services
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400001

Ref: ISIN: INE878P01019
Scrip Code: 538565

Sub: Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015- Disclosure of the Voting Results of the 40th Annual General Meeting

Dear Sirs,

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the details regarding the Voting Results of the business transacted at the 40th AGM through Video Conference/ Other Audio Visual Means on Friday 20th September, 2024 at 03:00 p.m. (IST) (Meeting started at 03:00 p.m. (IST) and End at 03:35 p.m. (IST)) in the format prescribed under the aforementioned Regulation. The Meeting was held in compliance with the circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India. All the Resolutions were passed with requisite majority. We are also enclosing the Consolidated Report of the Scrutinizer dated 20th September, 2024 on remote e-voting and e-voting at the 40th AGM. The above are also being uploaded on the Company's website www.vistaramar.com.

The details of Scrutinizer are given below:

Name of the Scrutinizer	Isha Sumit Gupta
Firms Name	I S Gupta & Co.
Qualification	B.Com, LLB, CS
Membership Number	F7605
Date of Board Meeting in which appointed	12 th August, 2024
Date of Issuance of report to the Company	20 th September, 2024

Kindly acknowledge the receipt and take the same on record.

Thanking you,

Yours Faithfully,
For Vistar Amar Limited

Ramkumar Panjari
Chairman
DIN No. 00262001

Encl: As above

Vistar Amar Limited

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Details of Voting Result in terms of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Mode of Voting: E-voting

Voting Results

(Results of vote cast by E-voting as provided by CDSL)

Sr. No	Particulars	Details
1	Record date	13 th September, 2024
2	Total number of shareholders on record date	7731
3	No. of Shareholders present in the meeting either in person or through proxy:	Not Applicable
	Promoters and Promoter Group:	
	Public:	
4	No. of Shareholders attended the meeting through Video Conferencing	2 38
	Promoters and Promoter Group:	
	Public:	
5	No. of Resolution passed in the Meeting	3

Resolution No. 1:

Resolution required: (Ordinary/ Special)				Ordinary				
Whether promoter/ promoter group are interested in the Agenda/ Resolution?				No				
Description of resolution considered				Adoption of Audited Financial Statements of the Company for the Financial Year ended 31st March, 2024 and the Report of Board of Directors and Auditors thereon				
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes-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	21,00,700	21,00,700	100%	21,00,700	0	100%	0%
	Poll		0	0%	0	0	0%	0%
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		21,00,700	21,00,700	100%	21,00,700	0	100%
Public – Institutions	E-voting	0	0	0%	0	0	0%	0%
	Poll		0	0%	0	0	0%	0%
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0	0	0%	0	0	0%
Public-Non Institutions	E-voting	10,99,300	1,19,007	10.8257%	1,19,002	5	99.9958%	0.0042%
	Poll		0	0%	0	0	0%	0%
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		10,99,300	1,19,007	10.8257%	1,19,002	5	99.9958%
Total		32,00,000	22,19,707	69.3658%	22,19,702	5	99.9998%	0.0002%
Whether Resolution is passed or not							Yes	
Disclosure of Notes on Resolution							Abstain Vote: 10	

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public Non-Institutions	0

Resolution No. 2:

Resolution required: (Ordinary/ Special)				Ordinary				
Whether promoter/ promoter group are interested in the Agenda/ Resolution?				Yes				
Description of resolution considered				Appointment of a Director in place of Mr. Ramkumar Babulal Panjari (DIN No. 00262001), who retires by rotation and being eligible offers himself for re-appointment				
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes-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	21,00,700	0	0%	0	0	0%	0%
	Poll		0	0%	0	0	0%	0%
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		21,00,700	0	0%	0	0	0%
Public – Institutions	E-voting	0	0	0%	0	0	0%	0%
	Poll		0	0%	0	0	0%	0%
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0	0	0%	0	0	0%
Public-Non Institutions	E-voting	10,99,300	1,19,017	10.8266%	1,19,012	5	99.9958%	0.0042%
	Poll		0	0%	0	0	0%	0%
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		10,99,300	1,19,017	10.8266%	1,19,012	5	99.9958%
Total		32,00,000	1,19,017	3.7193%	1,19,012	5	99.9958%	0.0042%
Whether Resolution is passed or not							Yes	
Disclosure of Notes on Resolution							Abstain Vote: 21,00,700	

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public Non-Institutions	0

Resolution No. 3:

Resolution required: (Ordinary/ Special)				Ordinary				
Whether promoter/ promoter group are interested in the Agenda/ Resolution?				No				
Description of resolution considered				Re-Appointment of Statutory Auditor of the Company and to fix their remuneration				
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes-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	21,00,700	21,00,700	100%	21,00,700	0	100%	0%
	Poll		0	0%	0	0	0%	0%
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		21,00,700	21,00,700	100%	21,00,700	0	100%
Public – Institutions	E-voting	0	0	0%	0	0	0%	0%
	Poll		0	0%	0	0	0%	0%
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0	0	0%	0	0	0%
Public-Non Institutions	E-voting	10,99,300	1,19,007	10.8257%	1,19,002	5	99.9958%	0.0042%
	Poll		0	0%	0	0	0%	0%
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		10,99,300	1,19,007	10.8257%	1,19,002	5	99.9958%
Total		32,00,000	22,19,707	69.3658%	22,19,702	5	99.9998%	0.0002%
Whether Resolution is passed or not							Yes	
Disclosure of Notes on Resolution							Abstain Vote: 10	

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public Non-Institutions	0

As per the provisions of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (LODR) Regulations, 2015 and based on the Report of the Scrutinizer dated 20th September, 2024, I hereby declare that aforesaid Ordinary Resolutions are duly passed with requisite majority.

Yours Faithfully,
For Vistar Amar Limited

Ramkumar Panjari
Chairman
DIN No. 00262001

Date and Place: 21st September, 2024; Porbandar

I S GUPTA & CO.

Company Secretary

Isha Sumit Gupta
B Com, LLB, FCS

8, Govind Nagar, 88, Dixit Road,
Vile Parle (East), Mumbai – 400057
Mob: 9892447117
Email: isha@csisgupta.com,
csishagupta07@gmail.com

Consolidated Scrutinizer's Report

(Pursuant to Section 108 and 109 of the Companies Act, 2013 and Rule 20(3)(xii) and Rule 21 (2) of the Companies (Management and Administration) Rules, 2014)

To,
The Chairman
Vistar Amar Limited
CIN No. L05000GJ1983PLC149135
Survey No. 1943, Mangalkunj
Railway Station Road, Opp Balashram
Porbandar, Gujarat – 360575

Date: 20/09/2024

Ref: 40th Annual General Meeting

Sub: Consolidated Scrutinizer's Report on remote E-voting and E-voting at the 40th Annual General Meeting (AGM) of M/s. Vistar Amar Limited held on Friday 20th September, 2024 at 03:00 p.m. (IST) through Video Conference ("VC")/ Other Audio Visual Means ("OAVM")

Dear Sir,

- 1) I, Isha Sumit Gupta, Proprietor of M/s. I S Gupta & Co., Practicing Company Secretaries, have been appointed as the Scrutinizer by the Board of Directors of Vistar Amar Limited ("the Company") at their Meeting held on 12th August, 2024 for the purpose of scrutinizing the remote e-voting process (i.e., voting remotely, before the AGM, using an electronic voting system) held from Monday 16th September, 2024 at 09:00 a.m. (IST) and ends on Thursday 19th September, 2024 at 05:00 p.m. (IST) under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and subject to Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) regulations, 2015, in respect of Resolutions set out in the notice dated 12th August, 2024 ("Notice") of the 40th Annual General Meeting (AGM) of the Members of the Company held on Friday 20th September, 2024 at 03:00 p.m. IST through Video Conference ("VC") / Other Audio Visual Means ("OAVM").
- 2) I am also appointed as the Scrutinizer to scrutinize the e-voting process during the AGM (process of e-voting at the AGM through electronic voting system).
- 3) The Notice dated 12th August, 2024 convening 40th Annual General Meeting (AGM) of the Members of the Company alongwith the Statement setting out material facts under Section 102 of the Companies Act, 2013 were sent to the Shareholders in respect of the below mentioned resolutions as passed at the said Annual General Meeting of the Company held



on Friday 20th September, 2024 at 03:00 p.m. (IST) through VC / OAVM. The emails were sent in compliance with the General Circular Nos. 20/2020 dated 05th May, 2020, 02/2021 dated 13th January, 2021, 19/2021 dated 08th December, 2021, 21/2021 dated 14th December, 2021, 02/2022 dated 05th May, 2022, 10/2022 dated 28th December, 2022 and 09/2023 dated September 25, 2023 and all other relevant circulars issued from time to time, issue by MCA and Circular nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79, SEBI/HO/CFD/CMD2/CIR/P/2021/11, SEBI/HO/CFD/CMD2/CIR/P/2022/62 and SEBI/HO/CFD/CMD/PoD2/P/CIR/2023/4 and all other relevant circulars from time to time issued by the SEBI (hereinafter collectively referred to as "the Circulars").

- 4) The Company has availed the e-voting facility offered by e-voting platform/ system provided by the Purva Shareregistry (India) private Limited (Purva), the agency engaged by the Company to provide e-voting facility for voting through electronic means.
- 5) The Management of the Company is responsible to ensure the Compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic modes on the resolutions proposed in the Notice of 40th Annual General Meeting of the Members of the Company dated 12th August, 2024. My responsibility as a Scrutinizer for the e-voting process (i.e., through remote e-voting and e-voting during AGM) is to ensure that the voting process is conducted in a fair and transparent manner and is restricted to making a Scrutinizer's Report for the votes cast in "favour" or "against" on the resolutions proposed in the Notice of the AGM of the Company, based on the report generated from the e-voting system provided by Purva and the documents furnished to me electronically for my verification.
- 6) The Members holding Equity shares as on the "cut-off date" i.e. 13th September, 2024 were entitled to vote on the proposed resolutions as set out in Item Nos. 1 to 3 in the Notice of AGM of M/s. Vistar Amar Limited.
- 7) The remote e-voting facility was kept open from Monday 16th September, 2024 at 09:00 a.m. (IST) till Thursday 19th September, 2024 at 05:00 p.m. (IST) and the CDSL e-voting platform was blocked thereafter. The Company had also provided e-voting facility to the Members present/ logged-in at the AGM through VC / OAVM and who had not cast their vote earlier and Members were requested to cast their votes electronically conveying their assent or dissent in respect of the resolution on the e-voting platform provided by Purva.
- 8) After the time fixed for closing of the e-voting by the Chairman, the electronic system recording the e-voting was locked by Purva.
- 9) The votes casted under e-voting facility were then unblocked on Friday 20th September, 2024 after the conclusion of the AGM in the presence of two witnesses not being in the employment of the Company as prescribed under sub-rule 4(xii) of Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time.
- 10) Thereafter, the details containing, inter alia, the list of Equity Shareholders who voted "in favour" or "against" on each of the resolutions that was put to vote, were generated from the e-voting website of Purva, i.e., <https://evoting.purvashare.com>. Based on the report generated by Purva, scrutinized on test check basis and relied upon by me.



11) I now submit my Consolidated Report as under on the result of the remote e-voting conducted prior to the AGM and during the AGM in respect of the said Resolutions:

Resolution 1: Ordinary Resolution

Adoption of Audited Financial Statements of the Company for the Financial Year ended 31st March, 2024 and the Report of Board of Directors and Auditors thereon

Particulars	Remote E-Voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	53	2219702	0	0	53	2219702	100%
Dissent	5	5	0	0	5	5	0%
Total	58	2219707	0	0	58	2219707	100%
Abstain/ Invalid	1	10	0	0	1	10	-

Resolution 2: Ordinary Resolution

Appointment of a Director in place of Mr. Ramkumar Babulal Panjari (DIN No. 00262001), who retires by rotation and being eligible offers himself for re-appointment

Particulars	Remote E-Voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	52	119012	0	0	52	119012	100%
Dissent	5	5	0	0	5	5	0%
Total	57	119017	0	0	57	119017	100%
Abstain/ Invalid*	2	2100700	0	0	2	2100700	-

Resolution 3: Ordinary Resolution

Re-Appointment of Statutory Auditor of the Company and to fix their remuneration

Particulars	Remote E-Voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	53	2219702	0	0	53	2219702	100%
Dissent	5	5	0	0	5	5	0%
Total	58	2219707	0	0	58	2219707	100%
Abstain/ Invalid	1	10	0	0	1	10	-




12) As the number of votes cast in favour of the Resolution Nos. 1 to 3 were more than the number of votes cast against the Resolution Nos. 1 to 3, we report that the Ordinary Resolution no.(s) 1 to 3 as set out in the Notice of the AGM are passed in favour of the Resolutions with majority.

13) All the relevant records / electronic data relating to the e-voting are under my safe custody and will be handed over to the Chairman or Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the said AGM.

14) This report has been issued at the request of the Company for (i) submission to Stock Exchanges and (ii) placing on website of the Company. This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

Thanking you,

Yours Faithfully,
For I S Gupta & Co.
Practicing Company Secretary

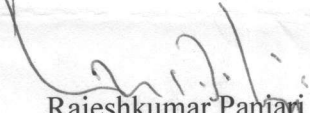

Isha Sumit Gupta
Proprietor
Membership No. F7605
UDIN: F007605F001270339
Peer Review Cert. No. 2173/2022



Place: Mumbai



Counter Signed by
For Vistar Amar Limited


Rajeshkumar Panjari
Managing Director
(DIN No. 00261895)