



Veritas [India] Limited

May 04,2023

To
BSE Ltd,
P. J. Tower, Dalal Street,
Mumbai – 400 001.
Scrip Code: 512229

Sub: Disclosure of Voting Results of the Extra Ordinary General Meeting held on Wednesday, May 03, 2023 as per SEBI (LODR) Regulations, 2015

Respected Sir / Madam,

As per the requirement of Regulation 44(3) of the SEBI (LODR) Regulations, 2015, given below are the details of the voting results of the Extra Ordinary General Meeting of the Company, held on Wednesday, May 03,2023 which commenced at **11:00 a.m.** and concluded at **11:11 a.m.** through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM").

Consolidated Scrutinizer's Report received from JMA & Associates LLP, Practicing Company Secretary on remote e-voting and e-voting at the AGM are also enclosed herewith for your consideration.

You are requested to kindly take the same on record.

Thanking you.

Yours faithfully

for **VERITAS (INDIA) LIMITED**

Amrit Suthar
Company Secretary and Compliance Officer

Encl: as above

Voting Result under Regulation 44(3) of SEBI(LODR) Regulations, 2015

Date of the EGM	03-05-2023
Total number of shareholders on record date	3,008
No. of shareholders present in the meeting either in person or through proxy:	
i. Promoters and Promoter Group	NA
ii. Public	NA
No. of Shareholders attended the meeting through Video Conferencing:	
i. Promoters and Promoter Group	03
ii. Public	19

AGENDA WISE**Mode of voting: Remote E-voting & E-voting at EGM**

Resolution No. 1 – Special Resolution		To Adopt of Articles of Association as per the provisions of the Companies Act, 2013						
Whether promoter/promoter group are interested in the agenda/resolution		No						
Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/ (1)] *100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6) = [(4)/ (2)] *100	% of Votes against on votes polled (7) = [(5)/(2)]*100
Promoter and Promoter Group	Remote E-voting	16988508	16988508	100.00	16988508	0	100.00	0
	E-voting at EGM	0	0	0	0	0	0	0
	Total	16988508	16988508	100.00	16988508	0	100.00	0
Public – Institutions	Remote E-voting	2600000	0	0	0	0	0	0
	E-voting at EGM	0	0	0	0	0	0	0
	Total							
Public- Non-Institutions	Remote E-voting	7221492	360	0.005	360	0	100.00	0
	E-voting at EGM	0	0	0	0	0	0	0
	Total	7221492	360	0.005	360	0	100.00	0
Total		26810000	16988868	63.3677	16988868	0	100.00	0

Resolution No.2 – Ordinary Resolution		To Regularise of Mr. Nikhil V. Merchant (DIN: 00614790) from Additional Non-Executive Director and Chairman of the Company						
Whether promoter/promoter group are interested in the agenda/resolution		Yes						
Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/ (1)] *100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6) = [(4)/ (2)] *100	% of Votes against on votes polled (7) = [(5)/(2)]*100
Promoter and Promoter Group	Remote E-voting	16988508	16988508	100.00	16988508	0	100.00	0
	E-voting at EGM	0	0	0	0	0	0	0
	Total	16988508	16988508	100.00	16988508	0	100.00	0
Public – Institutions	Remote E-voting	2600000	0	0	0	0	0	0
	E-voting at EGM	0	0	0	0	0	0	0
	Total							
Public- Non-Institutions	Remote E-voting	7221492	360	0.005	360	0	100.00	0
	E-voting at EGM	0	0	0	0	0	0	0
	Total	7221492	360	0.005	360	0	100.00	0
Total		26810000	16988868	63.3677	16988868	0	100.00	0

Resolution No. 3 – Ordinary Resolution		To Regularise of Mr. Vivek P. Merchant (DIN: 06389079) as a Non-Executive Director of the Company						
Whether promoter/promoter group are interested in the agenda/resolution		Yes						
Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/ (1)] *100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6) = [(4)/ (2)] *100	% of Votes against on votes polled (7) = [(5)/(2)]*100
Promoter and Promoter Group	Remote E-voting	16988508	16988508	100.00	16988508	0	100.00	0
	E-voting at EGM	0	0	0	0	0	0	0
	Total	16988508	16988508	100.00	16988508	0	100.00	0
Public – Institutions	Remote E-voting	2600000	0	0	0	0	0	0
	E-voting at EGM	0	0	0	0	0	0	0
	Total							
Public- Non-Institutions	Remote E-voting	7221492	360	0.005	360	0	100.00	0
	E-voting at EGM	0	0	0	0	0	0	0
	Total	7221492	360	0.005	360	0	100.00	0
Total		26810000	16988868	63.3677	16988868	0	100.00	0

Resolution No. 4 – Special Resolution		To Regularise of Mr. Rohinton E. Shroff (DIN: 00234712) as an Independent Director of the Company						
Whether promoter/promoter group are interested in the agenda/resolution		No						
Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/ (1)] *100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6) = [(4)/ (2)] *100	% of Votes against on votes polled (7) = [(5)/(2)]*100
Promoter and Promoter Group	Remote E-voting	16988508	16988508	100.00	16988508	0	100.00	0
	E-voting at EGM	0	0	0	0	0	0	0
	Total	16988508	16988508	100.00	16988508	0	100.00	0
Public – Institutions	Remote E-voting	2600000	0	0	0	0	0	0
	E-voting at EGM	0	0	0	0	0	0	0
	Total							
Public- Non-Institutions	Remote E-voting	7221492	360	0.005	360	0	100.00	0
	E-voting at EGM	0	0	0	0	0	0	0
	Total	7221492	360	0.005	360	0	100.00	0
Total		26810000	16988868	63.3677	16988868	0	100.00	0

Resolution No. 5 – Special Resolution		To Appoint Mr. Nikhil V. Merchant (DIN: 00614790) as Managing Director of the Company						
Whether promoter/promoter group are interested in the agenda/resolution		Yes						
Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/ (1)] *100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6) = [(4)/ (2)] *100	% of Votes against on votes polled (7) = [(5)/(2)]*100
Promoter and Promoter Group	Remote E-voting	16988508	16988508	100.00	16988508	0	100.00	0
	E-voting at EGM	0	0	0	0	0	0	0
	Total	16988508	16988508	100.00	16988508	0	100.00	0
Public – Institutions	Remote E-voting	2600000	0	0	0	0	0	0
	E-voting at EGM	0	0	0	0	0	0	0
	Total							
Public- Non-Institutions	Remote E-voting	7221492	360	0.005	360	0	100.00	0
	E-voting at EGM	0	0	0	0	0	0	0
	Total	7221492	360	0.005	360	0	100.00	0
Total		26810000	16988868	63.3677	16988868	0	100.00	0

Yours faithfully,
For Veritas (India)Limited

Amrit Suthar
Company Secretary &
Compliance Officer

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 Board of Directors,
VERITAS (INDIA) LIMITED
Address: Veritas House, 3rd Floor, 70,
Mint Road, Fort Mumbai Mumbai-400001.

Dear Madam/ Sirs,

Subject: Consolidated Report of Scrutinizer on remote e-voting and e-voting at the 01/2023-24 Extra Ordinary General Meeting (EGM) of the Members of Veritas (India) Limited ("the Company") held on Wednesday, May 03, 2023 at 11:00 am (IST) through Video Conferencing (VC) which is deemed to be held at the Registered Office of the Company situated Veritas House, 3rd Floor, 70, Mint Road, Fort Mumbai Mumbai-400001 (the deemed venue of the Meeting).

I, CS Mansi Damania, Designated Partner of JMJA & Associates LLP, Practising Company Secretaries, having office at 131, 1st Floor, Building No. 2, New Sonal Link Industrial Estate, Malad (W), Mumbai- 400 064, was appointed by the Board of Directors of Veritas (India) Limited ("the Company") at their meeting held on April 06, 2023 to act as the Scrutinizers in terms of Rule 20 of the Companies (Management and Administration) Rules, 2014 for the purpose of scrutinizing the process of remote e-voting and voting through electronic voting system during the Extra Ordinary General Meeting on the resolutions set out in the Notice dated April 06, 2023 convening the Extra Ordinary General Meeting of the Members of the Company conducted through Video Conferencing (VC) in accordance with General Circular Nos. 14/2020, 17/2020, 20/2020, 22/2020, 33/2020, 39/2020, 02/2021, 19/2021, 21/2021, 2/2022, 10/2022 & 11/2022 dated April 8, 2020, April 13, 2020, May 5, 2020, June 15, 2020, September 28, 2020, December 31, 2020, January 13, 2021, December 8, 2021, December 14, 2021, May 5, 2022, December 28, 2022 respectively, issued by the Ministry of Corporate Affairs ("MCA Circulars") and Circular No. SEBI/HO/CFO/CMDI/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFO/CMO2/CIR/P/2021/11 dated January 15, 2021 and SEBI/HO/CFO/CMO2/CIR/P/2022/62 dated May 13, 2022

The Company's Management is responsible to ensure the compliance with the requirements of the Companies Act, 2013 ("the Act") read with the Rules, MCA and SEBI Circular/s relating to voting by electronic means, (remote e-voting as well as e-voting during the Extra Ordinary General Meeting), on all the Resolutions contained in the Notice dated April 06, 2023.

My responsibility as the Scrutiniser for the voting process, (remote e-voting as well as e-voting during the Extra Ordinary General Meeting), is restricted to prepare a Scrutinizer's Report of the Votes cast "in favour" or "against" and "invalid, abstain or by interested parties" for all the Resolutions, based on




the Report/s generated from the e-voting system or platform provided by Central Depository Services (India) Limited ("NSDL"), the authorised agency engaged by the Company for facilitating voting through electronic means.

We do hereby submit our report as under:

1. The Company had, on April 10, 2023 completed the dispatch of the notice to all those Members of the Company whose email addresses are registered with the Company/ Depository Participant(s), as the case may be in compliance with MCA Circulars and SEBI Circulars.
2. The Company also published an advertisement in Financial Express (English newspaper) and Mumbai Lakshadeep (Marathi newspaper) on April 11, 2023 informing about the dispatch of the Notice through email only for seeking consent of members of the Company for the Businesses mentioned in the Notice.
3. The Company had availed the e-voting facility offered by service provider NSDL for conducting the remote e-voting and voting through electronic voting system during the Extra Ordinary General Meeting by the members of the Company.
4. The remote e-voting period commenced on Sunday, April 30, 2023 from 09:00 a.m. (IST) and ended on Tuesday, May 02, 2023 at 05:00 p.m. (IST). The remote e-voting was disabled thereafter.
5. The facility of voting through electronic voting system was also made available during the Extra Ordinary General Meeting for the members participating in the meeting and who did not cast their vote through remote e-voting.
6. Voting rights were reckoned as on **Wednesday, April 26, 2023** being the "Cut-off Date" for the purpose of deciding the entitlements of the members for remote e-voting and voting during the Annual General Meeting.
7. After the closure of the e-voting at the Extra Ordinary General Meeting, the report on the e-voting done at the Extra Ordinary General Meeting and the votes cast under remote e-voting facility prior to the Extra Ordinary General Meeting were unblocked by using the Scrutinizer's login on e-voting platform of NSDL in the presence of two witnesses Tanvi Shah and Darshan Jain who are not in the employment of the Company as prescribed in Sub-rule 4(xii) of the said Rule 20, as amended. They have signed below in confirmation of the votes being unblocked in their presence.

Tanvi Shah 

Sign:

Darshan Jain 

Sign:

8. The remote e-voting results and the results of the electronic voting done at the meeting were then reconciled with the records maintained by the Company, Company's RTA and the authorisations lodged with us and were scrutinized by us thereafter in a fair and transparent manner.



9. The consolidated results of remote e-voting and e-voting during the Extra Ordinary General Meeting are enclosed herewith as an **Annexure – I**;

Thanking you.

For JMJA & Associates LLP,
Practising Company Secretaries
Peer Review Certificate No. 980/2020



CS Mansi Damania
Designated Partner
FCS: 7447 | COP: 8120
UDIN: F007447E000252395



Date: May 04, 2023

Place: Mumbai

ANNEXURE - I
CONSOLIDATED RESULTS

Item No.	Item of AGM Notice	Voting type	Votes in favour		Votes in against		Invalid votes	
			No. of votes	% of valid votes cast	No. of votes	% of votes cast	No. of votes	% of votes cast
1.	To Adopt of Articles of Association as per the provisions of the Companies Act, 2013. (Special resolution)	E-Voting	1,69,88,868	100	0	0	0	0
		Poll	NA	NA	NA	NA	NA	NA
		Total	1,69,88,868	100	0	0	0	0
2.	To Regularise of Mr. Nikhil V. Merchant (DIN: 00614790) from Additional Non-Executive Director and Chairman to Director and Chairman of the Company (Ordinary Resolution)	E-Voting	1,69,88,868	100	0	0	0	0
		Poll	NA	NA	NA	NA	NA	NA
		Total	1,69,88,868	100	0	0	0	0
3.	To Regularise of Mr. Vivek P. Merchant (DIN: 06389079) as a Non-Executive Director of the Company (Ordinary Resolution)	E-Voting	1,69,88,868	100	0	0	0	0
		Poll	NA	NA	NA	NA	NA	NA
		Total	1,69,88,868	100	0	0	0	0
4.	To Regularise of Mr. Rohinton E. Shroff (DIN: 00234712) as an Independent Director of the Company (Special Resolution)	E-Voting	1,69,88,868	100	0	0	0	0
		Poll	NA	NA	NA	NA	NA	NA
		Total	1,69,88,868	100	0	0	0	0



Item No.	Item of AGM Notice	Voting type	Votes in favour		Votes in against		Invalid votes	
			No. of votes	% of valid votes cast	No. of votes	% of votes cast	No. of votes	% of votes cast
5.	To Appoint Mr. Nikhil V. Merchant (DIN: 00614790) as Managing Director of the Company (Special Resolution)	E-Voting	1,69,88,868	100	0	0	0	0
		Poll	NA	NA	NA	NA	NA	NA
		Total	1,69,88,868	100	0	0	0	0

Based on the aforesaid result, we report that the **Ordinary Resolutions** as contained in **Item No. 2 & 3** and **Special Resolutions** as contained in **Item No. 1, 4 & 5** of the notice of the Extra Ordinary General Meeting dated May 03, 2023 has been **passed with requisite majority**.

Thanking you.

For JMJA & Associates LLP,

Practising Company Secretaries

Peer Review Certificate No. 980/2020



CS Mansi Damania

Designated Partner

FCS: 7447 | COP: 8120

UDIN: F007447E000252395



Date: May 04, 2023

Place: Mumbai