



3<sup>rd</sup> May, 2023

VCL/SE/12/2023-24

To  
**BSE Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort  
Mumbai – 400 001  
**Scrip Code: 516072**  
**Through: BSE Listing Centre**

**National Stock Exchange of India Limited**  
Exchange Plaza, C-1, Block G  
Bandra-Kurla Complex, Bandra (East),  
Mumbai 400 051  
**NSE Symbol: VISHNU**  
**Through: NEAPS**

Dear Sir/ Madam,

**Subject: Outcome of the Board Meeting dated 3<sup>rd</sup> May, 2023**

In continuation to our letter dated 27<sup>th</sup> April, 2023, we wish to inform you that the Board of Directors of the Company at its meeting held today has:

1. Based on the recommendations of the Audit Committee, approved Audited Standalone and Consolidated Financial Results/ Statements of the Company for the financial year ended 31st March, 2023 along with the Statement of Assets & Liabilities as on that date. It is hereby declared that Auditors have issued their reports with unmodified opinion on the said Audited Standalone & Consolidated Financial Results of the Company for the financial year ended 31st March, 2023. A copy of the said results and Auditor's Reports are enclosed herewith as **Annexure A**.
2. Recommended dividend of Rs. 0.4/- per equity share of Rs. 2/- each (i.e. 20%) for the financial year ended 31st March, 2023 and the same shall be paid subject to approval of the shareholders at ensuing Annual/ General Meeting.
3. Based on the recommendations of Nomination & Remuneration Committee, approved re-appointment of Mr. Veeramachaneni Vimalanand (DIN: 02693721), as an Independent Director of the Company for second term of Two (2) years i.e. from 31.12.2023 till 30.12.2025, subject to approval of the shareholders at ensuing Annual/General Meeting.

The detailed disclosure as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/ 4/2015 dated September 9, 2015 is enclosed herewith as **Annexure B**

4. Appointed Ms. Vibha Shinde, Company Secretary as Compliance Officer for the purpose of SEBI (Prohibition of Insider Trading) Regulations, 2015 w.e.f. 3<sup>rd</sup> May, 2023.

Meanwhile, Mr. Hanumant Bhansai, Vice President (Finance & Strategic Planning) who was designated as Compliance Officer of for the purpose of SEBI (Prohibition of Insider Trading) Regulations, 2015 will cease to be compliance officer with immediate effect.

5. Approved the proposal for incorporation for Wholly Owned Subsidiary.



Further, record date for the purpose of dividend and scheduled date of the 30<sup>th</sup> AGM will be informed in due course.

The meeting of Board of Directors of the Company was duly commenced at 11.45 am and concluded at 14.00 pm

A copy of this disclosure is being uploaded on the website of the Company [www.vishnuchemicals.com](http://www.vishnuchemicals.com).

We request you to kindly take note of the above intimation on your record and disseminate.

Thanking You.

Yours Faithfully,

**For Vishnu Chemicals Limited**

**Vibha Shinde**  
**Company Secretary & Compliance Officer**

**Annexure B**

**Details of Re-appointment of Independent Director**  
*(pursuant to SEBI (LODR) Regulations, 2015 read with SEBI Circular No CIR/CFD/CMD/4/2015 dated 9<sup>th</sup> September, 2015)*

<b>Particulars</b>	<b>Details</b>
Reason for change viz. appointment	Mr. Veeramachaneni Vimalanand (DIN: 02693721) was appointed as an Independent Director for the first term of two years commencing from 31 <sup>st</sup> December, 2021 to 30 <sup>th</sup> December, 2023.  He has been re-appointed as an Independent Director for a second term of two years i.e., from 31 <sup>st</sup> December, 2023 to 30 <sup>th</sup> December, 2025, subject to approval of shareholders.
Date of re-appointment & term of re-appointment	Mr. Veeramachaneni Vimalanand has been re-appointed as Independent Director of the Company by the Board in its meeting held on 3 <sup>rd</sup> May, 2023 for a term of two years w.e.f. 31 <sup>st</sup> December, 2023 to 30 <sup>th</sup> December, 2025, subject to approval of shareholders.
Brief Profile	Mr. Veeramachaneni Vimalanand is a graduate in Commerce and Law. He is one of the leading advocates in State of Telangana with over three decades of experience in the field of Civil and Criminal Law matters. With vast experience in dealing with corporate suits, arbitration and other legal cases under Civil & Criminal Law, he acts as an advisory to several corporate houses & individuals.
Disclosure of relationships between Directors (in case of appointment of a director)	Mr. Veeramachaneni Vimalanand is not holding any shares of the Company directly or indirectly and he is not related to any director or KMP of the company.
Affirmation that Director is not debarred from the holding office of director by virtue of any SEBI order or authority	It is also confirmed that Mr. Veeramachaneni Vimalanand is not debarred from holding the office of director pursuant to any SEBI order or any such other authority.