



# Vinyl Chemicals (India) Ltd.

Regd. Off. : 7th Floor, Regent Chambers, Jammalal Bajaj Marg, 208, Nariman Point, Mumbai - 400 021.  
Phone : 2282 2708 Telefax : 2204 3969  
CIN : L24100MH1986PLC039837

12<sup>th</sup> August, 2022

The Secretary  
BSE Ltd.  
Corporate Relationship Dept.,  
14<sup>th</sup> floor, P.J. Tower,  
Dalal Street, Fort  
Mumbai- 400 001  
Stock Code-524129

The Secretary  
National Stock Exchange of India Ltd.  
Exchange Plaza, Plot no. C/1, G Block,  
Bandra-Kurla Complex,  
Bandra (E),  
Mumbai- 400 051  
Stock Code- VINYLINDIA

Dear Sir,

**Sub: Outcome of the 36<sup>th</sup> Annual General Meeting.**

This is to inform you that the 36<sup>th</sup> Annual General Meeting (AGM) of the Company was held on Friday, 12<sup>th</sup> August, 2022 at 12:00 noon through Video Conferencing (VC)/other Audio Visual Means (OAVM) in accordance with the relevant Circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India. The Company had provided remote e-voting facility and electronic voting facility at the AGM to its members in respect of the business to be transacted at the AGM and also provided live webcast of the proceedings of the AGM for the convenience of the Members.

In the above regard, we are enclosing herewith the following:

1. Proceedings of the 36<sup>th</sup> AGM pursuant to Part A of Schedule III under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 (Listing Regulations) (Annexure A)
2. Voting Results pursuant to Regulation 44(3) of the Listing Regulations. The said disclosure may be considered as compliance of Regulation 30 of the Listing Regulations. (Annexure B)
3. Consolidated Report of the Scrutinizers on remote e-voting and electronic voting at the AGM. (Annexure C)

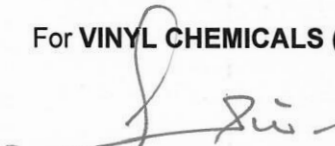
The above results will also be available on the website of the Company ([www.vinylchemicals.com](http://www.vinylchemicals.com)) and on the website of National Securities Depository Limited ([www.evoting.nsdl.com](http://www.evoting.nsdl.com))

Kindly take the above in your records.

Thanking you,

Yours faithfully,

For VINYL CHEMICALS (INDIA) LIMITED

  
(P.C. Patel)  
SECRETARY  
Encl: As above



# Vinyl Chemicals (India) Ltd.

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ANNEXURE A

## **BRIEF PROCEEDINGS OF THE 36<sup>TH</sup> ANNUAL GENERAL MEETING OF THE COMPANY**

The 36<sup>th</sup> Annual General Meeting (AGM) of the Company was held on Friday, 12<sup>th</sup> August, 2022 through two-way Video Conference (VC)/Other Audio Visual Means (OAVM) in accordance with the applicable provisions of the Companies Act, 2013 read with the Rules issued thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) and Circulars issued by the Ministry of Corporate Affairs (MCA) and SEBI from time to time in this regard. The meeting commenced at 12:00 noon.

Shri M.B. Parekh, Chairman of the Company, chaired the proceeding of the meeting. He welcomed all the Directors and Shareholders of the Company to the AGM. Then he requested Shri P.C. Patel, Company Secretary, to elaborate on the applicable legal provisions for holding the AGM.

Shri P.C. Patel informed the members as under:

- a. This meeting is being conducted through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") facility, without the physical presence of the Members.
- b. In terms of the provisions of Section 108 of the Companies Act, 2013, Rules issued thereunder and Regulation 44 of the Listing Regulations, the Company has provided e-voting facility to the Members to exercise their right to vote on the resolutions proposed to be passed at the AGM through electronic voting system prior to the AGM (remote e-voting). The remote e-voting period which had commenced on Tuesday, 9<sup>th</sup> August, 2022 at 9.00 a.m. ended on Thursday, 11<sup>th</sup> August, 2022 at 5.00 p.m. Members, who have not voted earlier, could also vote during the AGM (e-voting). E-voting platform as provided by NSDL was open and would remain open until 15 minutes after closure of the meeting.
- c. The Company had taken all feasible steps under the circumstances to ensure that the shareholders were provided an opportunity to participate and vote on the items being considered at this meeting.
- d. The detailed instructions for speakers and participants have been provided in the Notice of 36<sup>th</sup> AGM.
- e. The facility for appointment of proxy was not available at this meeting as per the MCA Circulars. The Company had received certified copies of resolutions from bodies corporate who are Members u/s 113 of the Companies Act 2013 authorising their representatives to attend and vote at the meeting.



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All Directors of the Company were present for the meeting through VC from their respective locations. CFO, Statutory Auditor and Secretarial Auditor were also present during the meeting.

After ascertaining that the quorum was present, the Chairman commenced the proceedings of the meeting. He introduced all the Directors.

The Notice convening the 36<sup>th</sup> AGM and the Annual Report of the Company for the financial year ended 31<sup>st</sup> March, 2022 were taken as read as the same were already circulated to the Members. Since the Auditors' Report and Secretarial Auditors' Report did not contain any qualification/adverse remarks, the same were also taken as read.

The Chairman then informed the Members that the necessary Registers and documents referred to in the Notice of 36<sup>th</sup> AGM were made available for inspection to the Members.

The Chairman then delivered his speech to the Members of the Company which included highlights of the Company's performance, financials, outlook etc.

The Chairman then placed before the meeting 4 Resolutions as set out in the Notice of the 36<sup>th</sup> AGM for the Members' approval.

The Members were then requested to raise their queries on the Agenda Items as set out in the Notice convening the 36<sup>th</sup> AGM of the Company. Total 4 Speaker shareholders spoke/raised queries made comments on the financial performance and other relevant matters. Necessary clarifications /response were provided to the Members by the Chairman and Company Secretary.

The Chairman then informed that Shri M.M. Sheth, Practising Company Secretary was the Scrutinizer for scrutinizing the votes cast through remote e-voting and electronic voting at this meeting and he would submit his consolidated report within the stipulated time. The Chairman then authorized Shri P.C. Patel, Company Secretary to publish the results of voting alongwith Scrutinizer's Report on the website of the Company and NSDL and also intimate the same to BSE and NSE.

The Company Secretary then proposed a vote of thanks to the Chairman, Directors and Members.

The Chairman then informed that electronic voting would continue for an additional 15 minutes and thereafter the meeting would conclude.



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On completion of the electronic voting process, the meeting concluded at 12: 50 p.m.

As per the Scrutinizer's Report, the following resolutions were passed with requisite majority:

1. Ordinary Resolution for Adoption of Audited Financial Statements of the Company for the year ended 31<sup>st</sup> March, 2022 together with the reports of Board of Directors and Auditors thereon
2. Ordinary Resolution for declaration of Dividend on Equity Shares.
3. Special Resolution for re-appointment of Shri N.K. Parekh as a Director who retires by rotation.
4. Special Resolution for appointment of Shri P.D. Shah, as an Independent Director of the Company for a period of 5 years upto 5<sup>th</sup> October, 2026.



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## ANNEXURE B

### Regulation 30 of SEBI Listing Regulations- Details regarding proceedings of the Meeting

Sr. No.	Particulars	Details
1	Date of AGM	12 <sup>th</sup> August, 2022
2	Total Number of Shareholders as on the AGM date i.e. as on cut-off date 5 <sup>th</sup> August, 2022	34,561
3	Numbers of Share physically present at AGM	NIL
4	Number of Shareholders present through Video Conferencing (VC)	
	(i) Promoter & Promoter Group	29
	(ii) Public	38

## Vinyl Chemicals (India) Ltd

Resolution Required : (Ordinary)		1 - To receive, consider and adopt the Audited Financial Statements for the year ended 31st March, 2022 together with the Directors' Report and Auditors' Report thereon.						
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	9282161	9231441	99.4536	9231441	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
	<b>Total</b>		<b>9231441</b>	<b>99.4536</b>	<b>9231441</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	188286	101042	53.6641	101042	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
	<b>Total</b>		<b>101042</b>	<b>53.6641</b>	<b>101042</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	8866664	30575	0.3448	30575	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
	<b>Total</b>		<b>30575</b>	<b>0.3448</b>	<b>30575</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Total</b>		<b>18337111</b>	<b>9363058</b>	<b>51.0607</b>	<b>9363058</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>

## Vinyl Chemicals (India) Ltd

Resolution Required : (Ordinary)		2 - To declare Dividend on Equity Shares.						
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	9282161	9231441	99.4536	9231441	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
	<b>Total</b>		<b>9231441</b>	<b>99.4536</b>	<b>9231441</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	188286	101042	53.6641	101042	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
	<b>Total</b>		<b>101042</b>	<b>53.6641</b>	<b>101042</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	8866664	30575	0.3448	30575	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
	<b>Total</b>		<b>30575</b>	<b>0.3448</b>	<b>30575</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Total</b>		<b>18337111</b>	<b>9363058</b>	<b>51.0607</b>	<b>9363058</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>

## Vinyl Chemicals (India) Ltd

Resolution Required : (Special)		3 - To appoint a Director in place of Shri N.K.Parekh, who retires by rotation and being eligible, offers himself for re-appointment.						
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	9282161	9231441	99.4536	9231441	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
	<b>Total</b>		<b>9231441</b>	<b>99.4536</b>	<b>9231441</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	188286	101042	53.6641	0	101042		
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>101042</b>	<b>53.6641</b>	<b>0</b>	<b>101042</b>	<b>0.0000</b>	<b>100.0000</b>
Public Non Institutions	E-Voting	8866664	30575	0.3448	30575	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
	<b>Total</b>		<b>30575</b>	<b>0.3448</b>	<b>30575</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Total</b>		<b>18337111</b>	<b>9363058</b>	<b>51.0607</b>	<b>9262016</b>	<b>101042</b>	<b>98.9208</b>	<b>1.0792</b>



## Vinyl Chemicals (India) Ltd

Resolution Required : (Special)		4 - To appoint Shri P.D.Shah as an Independent Director of the Company to hold office for 5 consecutive years.						
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
Promoter and Promoter Group	E-Voting	9282161	9231441	99.4536	9231441	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
	<b>Total</b>		<b>9231441</b>	<b>99.4536</b>	<b>9231441</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	188286	101042	53.6641	101042	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
	<b>Total</b>		<b>101042</b>	<b>53.6641</b>	<b>101042</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	8866664	30575	0.3448	30425	150	99.5094	0.4906
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>30575</b>	<b>0.3448</b>	<b>30425</b>	<b>150</b>	<b>99.5094</b>	<b>0.4906</b>
<b>Total</b>		<b>18337111</b>	<b>9363058</b>	<b>51.0607</b>	<b>9362908</b>	<b>150</b>	<b>99.9984</b>	<b>0.0016</b>



C-510, Fifth Floor, Crystal Plaza, Opp. Infinity Mall, New Link Road, Andheri (West), Mumbai -400053

M. M. SHETH  
Proprietor

Date: 12<sup>th</sup> August, 2022

To,  
The Chairman of  
36<sup>th</sup> Annual General Meeting of  
Vinyl Chemicals (India) Limited  
CIN: L24100MH1986PLC039837  
Regd. Off: Regent Chambers, 7<sup>th</sup> Floor,  
Jamanalal Bajaj Marg, 208,  
Nariman Point, Mumbai - 400021.

**Subject: Consolidated Scrutinizer's Report for Remote E-voting and Electronic Voting at the 36<sup>th</sup> Annual General Meeting (AGM) of the Company held on 12<sup>th</sup> August, 2022**

The Board of Directors of the Company at their meeting held on 16<sup>th</sup> May, 2022 had appointed me as Scrutinizer for remote e-voting and also for electronic voting at the AGM in respect of the below mentioned four resolutions proposed at the 36<sup>th</sup>AGM of the Company held on Friday, 12<sup>th</sup> August, 2022 at 12 noon (IST) through video conferencing/ other audio visual means.

Pursuant to Section 108 of the Companies Act, 2013 [the Act] read with Rule 20 of the Companies (Management and Administration) Rules, 2014 [the Rules], as amended, the Company has confirmed that the Notice convening the 36<sup>th</sup> AGM of the Company along with the instructions for the remote e-voting and electronic voting at the AGM and the Annual Report for the financial year 2021-22 were sent through electronic mode to those Members whose e-mail addresses were registered with the Company/Depository Participant(s) for communication purposes in compliance with MCA Circular dated 5<sup>th</sup> May 2020 read with Circulars dated 8<sup>th</sup> April 2020, 13<sup>th</sup> April 2020, 13<sup>th</sup> January, 2021 , 14<sup>th</sup> December, 2021 and 5<sup>th</sup> May, 2022 (collectively referred to as 'MCA Circulars') and SEBI Circulars dated 12<sup>th</sup>May, 2020 , 15<sup>th</sup> January, 2021 and 13<sup>th</sup> May, 2022.





**M. M. SHETH & Co.**

**Company Secretaries**

The Company has published a notice in this regard, in Business Standard (newspaper in English) and Tarun Bharat (newspaper in Marathi) on 12<sup>th</sup> July, 2022.

Pursuant to Section 108 of the Act read with the Rules and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has provided remote e-voting facility and also electronic voting facility at the AGM to its members in respect of business to be transacted at the AGM.

The Company had appointed National Securities Depository Limited (NSDL) as the service provider for the facility of remote e-voting to its Members as well as electronic voting facility at the AGM to those Members of the Company who had not cast their vote through remote e-voting.

Cut -off date:	5 <sup>th</sup> August, 2022
Remote e-voting commencement date:	9 <sup>th</sup> August, 2022 at 9.00 a.m.
Remote e-voting end date:	11 <sup>th</sup> August, 2022 at 5.00 p.m.

On completion of electronic voting at the AGM, the results of the remote e-voting and electronic voting by Members at the AGM, on the NSDL e-voting platform were unblocked by me, downloaded and diligently scrutinized.

The Management of the Company is responsible to ensure compliance with the requirements of the Act, Rules, Circulars issued by MCA & SEBI relating to remote e-voting and electronic voting at the AGM on the resolutions contained in the notice of the AGM. My responsibility as scrutinizer for the remote e-voting and electronic voting at the AGM is restricted to making a Consolidated Scrutinizer's Report of the votes cast in favour or against the resolutions.

The results of the remote e-voting and electronic voting are as under:





Ordinary Business - Ordinary Resolution no. 1

Adoption of Audited Financial Statements of the Company together with the reports of Board of Directors and Auditors thereon for the year ended 31<sup>st</sup> March, 2022.

No. of Members who cast Vote	No. of shares voted	% of Total Paid-up Share Capital
147	93,63,058	51.06 %

	Remote E-voting		Electronic Voting at the AGM		Total	
	No of members	No of shares	No of members	No of shares	No of shares	%
Assent	145	93,63,053	2	5	93,63,058	100.00
Dissent	0	0	0	0	0	0.00
Total	145	93,63,053	2	5	93,63,058	100.00

Ordinary Business - Ordinary Resolution no. 2

Declaration of Dividend on Equity Shares

No. of Members who cast Vote	No. of shares voted	% of Total Paid-up Share Capital
147	93,63,058	51.06 %

	Remote E-voting		Electronic Voting at the AGM		Total	
	No of members	No of shares	No of members	No of shares	No of shares	%
Assent	145	93,63,053	2	5	93,63,058	100.00
Dissent	0	0	0	0	0	0.00
Total	145	93,63,053	2	5	93,63,058	100.00





Ordinary Business – Special Resolution no. 3

Re-appointment of Shri N. K. Parekh as a Director, who retires by rotation

No. of Members who cast Vote	No. of shares voted	% of Total Paid-up Share Capital
147	93,63,058	51.06 %

	Remote E-voting		Electronic Voting at the AGM		Total	
	No of members	No of shares	No of members	No of shares	No of shares	%
Assent	144	92,62,011	2	5	92,62,016	98.92
Dissent	1	1,01,042	0	0	1,01,042	1.08
Total	145	93,63,053	2	5	93,63,058	100.00

Special Business – Special Resolution no. 4

Appointment of Shri P. D. Shah as Independent Director of the Company for a period of five consecutive years upto 5<sup>th</sup> October, 2026

No. of Members who cast Vote	No. of shares voted	% of Total Paid-up Share Capital
147	93,63,058	51.06 %

	Remote E-voting		Electronic Voting at the AGM		Total	
	No of members	No of shares	No of members	No of shares	No of shares	%
Assent	144	93,62,903	2	5	93,62,908	100.00
Dissent	1	150	0	0	150	0.00*
Total	145	93,63,053	2	5	93,63,058	100.00

\*negligible





**M. M. SHETH & Co.**  
**Company Secretaries**

All the above 4 Resolutions have been passed by the members with requisite majority.

I hereby confirm that I am maintaining the Registers received from the Service Provider electronically, in respect of the votes cast through remote e-voting and electronic voting at the AGM. I shall be arranging to hand over these records to you or such other person authorised by you.

FOR M. M. SHETH & Co.

(M. M. Sheth)

Prop.

FCS: 1455, CP No.: 729

PR No.: 1000/2020

Place: Mumbai

UDIN: F001455D000784996



**PRIYKANT  
CHHOTALA  
L PATEL**

Digitally signed by PRIYKANT CHHOTALAL  
PATEL  
DN: c=IN, o=Personal,  
2.5.4.20=562ec9b3a158b6c1349adf48811  
6e8cdd47e08aeeb499ce38468c21552292  
f, postalCode=400005,  
st=MAHARASHTRA,  
serialNumber=45c91a486d50cd5ebb05fcc  
afd4abce74fab47d24f9a316e595d966692  
ae0606, cn=PRIYKANT CHHOTALAL PATEL  
Date: 2022.08.12 16:48:11 +05'30'