



Vinyl Chemicals (India) Ltd.

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

12th August, 2021

The Secretary
BSE Ltd.
Corporate Relationship Dept.,
14th 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 35th Annual General Meeting.

This is to inform you that the 35th Annual General Meeting (AGM) of the Company was held on Thursday, 12th August, 2021 at 12:00 noon through Video Conferencing (VC)/Other Audio Visual Means (OAVM) in accordance with the Circular(s) 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 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 Regulations 44(3) of the Listing Regulations. The said disclosure may be considered as compliance of Regulation 30 of the Listing Regulation (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 and on the website of National Securities Depository Limited www.evoting.nsdl.com

Kindly take the above in your records.

Thanking you,

Yours faithfully

For Vinyl Chemicals (India) Ltd,

PRIYKANT
CHHOTALAL
PATEL

P.C. Patel
SECRETARY

Encl: As above

Digitally signed by PRIYKANT CHHOTALAL PATEL
DN: cn=PRIYKANT CHHOTALAL PATEL, o=VINYL CHEMICALS (INDIA) LTD., email=priy.kant.chhotalal@vinylchemicals.com, c=IN
Date: 2021.08.12 16:36:31 +05'30'



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ANNEXURE A

BRIEF PROCEEDINGS OF THE 35TH ANNUAL GENERAL MEETING OF THE COMPANY

The 35th Annual General Meeting (AGM) of the Company was held on Thursday, 12th August, 2021 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 (SEBI 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. In view of the continuing COVID-19 pandemic, this meeting was 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 Listing Regulations, the Company had 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 Monday, 9th August, 2021 at 9.00 a.m. ended on Wednesday, 11th August, 2021 at 5.00 p.m. Members who had not exercised their vote earlier, could also vote during the AGM (e-voting). He further informed that the e-voting platform was open and shall 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 in this AGM and vote.
- d. The detailed instructions for Speakers and participants have been provided in the Notice of 35th AGM.
- e. The facility for appointment of proxy was not available at this meeting as per the MCA circular. The Company had received certified copies of resolutions from bodies corporate who were members u/s 113 of the Companies Act 2013 authorising their representatives to attend and vote at the meeting.

The Chairman informed the Members about sad demise of Shri R.M. Gandhi, an Independent Director of the Company, who passed away on 16th July, 2021, who was associated with the Group for about 6 decades and was on the Board of the Company since



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1988. He had been providing valuable guidance and advice from time to time and had been a pillar of strength to the Group.

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

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

The Chairman then announced the commencement of e-voting at the AGM which was provided by NSDL.

The Notice convening the 35th AGM and the Annual Report of the Company for the Financial Year ended 31st March 2021 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 35th 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, impact of Covid-19 pandemic, outlook etc.

Five Resolutions as set out in the Notice of the 35th AGM was placed 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 35th AGM of the Company. Total 3 shareholders spoke/raised queries/made comments on the financial performance and other relevant matters. Necessary clarifications/responses 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. Then the Chairman the 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 to BSE and NSE.

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



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

On completion of the e-voting process, the meeting concluded at 12:45 p.m.

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

1. Ordinary Resolution for Adoption of Audited Financial Statements of the Company together with the reports of Board of Directors and Auditors thereon for the year ended 31st March, 2021.
2. Ordinary Resolution for declaration of Dividend on Equity Shares.
3. Ordinary Resolution for re-appointment of Shri A.B. Parekh as a Director who retires by rotation.
4. Special Resolution for re-appointment of Shri M.B. Parekh as the Managing Director, for a further period of 5 years with effect from 1st April, 2022.
5. Special Resolution for payment of commission to Non-Executive Directors for a period of 5 years commencing from 1st April, 2022.



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Regulation 30 of SEBI Listing Regulations-Details regarding proceedings of the meeting

Sr. No.	Particulars	Details
1	Date of AGM	09/08/2021
2	Total No. of Shareholders as on the AGM date i.e. as on cut-off date 05/08/2021	29,134
3	No. of Shareholders physically present at AGM	NIL
4	No. of Shareholders present through Video Conferencing (VC)	
	(i) Promoter & Promoter Group	28
	(ii) Public	31

Vinyl Chemicals (India) Ltd

1 - To receive, consider and adopt the Audited Financial Statements for the year ended 31st March, 2021 together with the Directors' Report and Auditors' Report thereon.

Resolution Required : (Ordinary)

Whether promoter/ promoter group are interested in the agenda/resolution?										
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	No. of votes Invalid [8]	
Promoter and Promoter Group	E-Voting		9148986	98.5653	9148986	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
		9282161								
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		9148986	98.5653	9148986	0	100.0000	0.0000	0	0
Public Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
		7357								
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		0	0.0000	0	0	0.0000	0.0000	0	0
Public Non Institutions	E-Voting		92338	1.0206	92308	30	99.9675	0.0325	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
		9047593								
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		92338	1.0206	92308	30	99.9675	0.0325	0	0
Total		18337111	9241324	50.3968	9241294	30	99.9997	0.0003	0	0

Vinyl Chemicals (India) Ltd

Resolution Required : (Ordinary)

2 - To declare Dividend on Equity Shares.

Whether promoter/ promoter group are interested in the agenda/resolution?

Category	Mode of Voting	% of Votes Polled			% of Votes in			No. of votes Invalid	
		No. of shares held [1]	No. of votes polled [2]	on outstanding shares [3]={{[2]/[1]}*100	No. of Votes - in favour [4]	No. of Votes -Against [5]	favour on votes polled [6]={{[4]/[2]}*100		% of Votes against on votes polled [7]={{[5]/[2]}*100
Promoter and Promoter Group	E-Voting		9148986	98.5653	9148986	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
		9282161							
	Total		9148986	98.5653	9148986	0	100.0000	0.0000	0
Public Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
		7357							
	Total		0	0.0000	0	0	0.0000	0.0000	0
Public Non Institutions	E-Voting		92338	1.0206	92318	20	99.9783	0.0217	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
		9047593							
	Total		92338	1.0206	92318	20	99.9783	0.0217	0
Total		18337111	9241324	50.3968	9241304	20	99.9998	0.0002	0

Vinyl Chemicals (India) Ltd

3 - To appoint a Director in place of Shri A.B. Parekh, who retires by rotation and being eligible, offers himself for re-appointment.

Resolution Required : (Ordinary)

Whether promoter/ promoter group are interested in the agenda/resolution?

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	No. of votes Invalid [8]
Promoter and Promoter Group	E-Voting		9148986	98.5653	9148986	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
		9282161							
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		9148986	98.5653	9148986	0	100.0000	0.0000	0
Public Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
		7357							
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		0	0.0000	0	0	0.0000	0.0000	0
Public Non Institutions	E-Voting		92338	1.0206	92258	80	99.9134	0.0866	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
		9047593							
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		92338	1.0206	92258	80	99.9134	0.0866	0
Total		18337111	9241324	50.3968	9241244	80	99.9991	0.0009	0

Vinyl Chemicals (India) Ltd

Resolution Required : (Special)

4 - Re-appointment of Shri M.B. Parekh as the Managing Director of the Company for a further period of 5 (five) years.

Whether promoter/ promoter group are interested in the agenda/resolution?

Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled	No. of Votes – in favour [4]	No. of Votes –Against [5]	% of Votes in	% of Votes against	No. of votes Invalid [8]
				on outstanding shares [3]=([2]/[1])*100			favour on votes polled [6]=([4]/[2])*100	on votes polled [7]=([5]/[2])*100	
Promoter and Promoter Group	E-Voting		9148986	98.5653	9148986	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
		9282161							
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		9148986	98.5653	9148986	0	100.0000	0.0000	0
Public Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
		7357							
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		0	0.0000	0	0	0.0000	0.0000	0
Public Non Institutions	E-Voting		92338	1.0206	92181	157	99.8300	0.1700	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
		9047593							
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		92338	1.0206	92181	157	99.8300	0.1700	0
Total		18337111	9241324	50.3968	9241167	157	99.9983	0.0017	0

Vinyl Chemicals (India) Ltd

Resolution Required : (Special)

5 - For payment of Commission to Non- Executive Directors.

Whether promoter/ promoter group are interested in the agenda/resolution?

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	No. of votes Invalid [8]
Promoter and Promoter Group	E-Voting		9148986	98.5653	9148986	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
		9282161							
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		9148986	98.5653	9148986	0	100.0000	0.0000	0
Public Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
		7357							
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		0	0.0000	0	0	0.0000	0.0000	0
Public Non Institutions	E-Voting		92338	1.0206	87738	4600	95.0183	4.9817	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
		9047593							
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		92338	1.0206	87738	4600	95.0183	4.9817	0
Total		18337111	9241324	50.3968	9236724	4600	99.9502	0.0498	0



M. M. SHETH & Co.
Company Secretaries

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csamisheth@gmail.com

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

M. M. SHETH
Proprietor

Date: 12th August, 2021

To,
The Chairman of
35th Annual General Meeting of
Vinyl Chemicals (India) Limited
CIN: L24100MH1986PLC039837
Regd. Off: Regent Chambers, 7th Floor,
Jamanalal Bajaj Marg, 208,
Nariman Point, Mumbai - 400021.

Subject: Consolidated Scrutinizer's Report for Remote E-voting and Electronic Voting at the 35th Annual General Meeting (AGM) of the Company held on 12th August, 2021

The Board of Directors of the Company at their meeting held on 10th May, 2021 had appointed me as Scrutinizer for remote e-voting and also for electronic voting at the AGM in respect of the below mentioned five resolutions proposed at the 35thAGM of the Company held on Thursday, 12th August, 2021 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 35th 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 2020-21 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 5th May 2020 read with Circulars dated 8th April 2020, 13th April 2020 and 13th January 2021 (collectively referred to as 'MCA Circulars') and SEBI Circulars dated 12th May 2020 and 15th January 2021.



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 9th July, 2021.

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 th August, 2021
Remote e-voting commencement date:	9 th August, 2021 at 9.00 a.m.
Remote e-voting end date:	11 th August, 2021 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. No Member has cast his vote through electronic voting facility provided during the AGM.

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 31st March, 2021.

No. of Members who cast Vote	No. of shares voted	% of Total Paid-up Share Capital
142	92,41,324	50.40 %

	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	140	92,41,294	0	0	92,41,294	100.00
Dissent	2	30	0	0	30	0.00*
Total	142	92,41,324	0	0	92,41,324	100.00

*negligible

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
142	92,41,324	50.40 %

	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	141	92,41,304	0	0	92,41,304	100.00
Dissent	1	20	0	0	20	0.00*
Total	142	92,41,324	0	0	92,41,324	100.00

*negligible



Ordinary Business - Ordinary Resolution no. 3

Re-appointment of Shri A.B. Parekh as a Director, who retires by rotation

No. of Members who cast Vote	No. of shares voted	% of Total Paid-up Share Capital
142	92,41,324	50.40 %

	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	139	92,41,244	0	0	92,41,244	100.00
Dissent	3	80	0	0	80	0.00*
Total	142	92,41,324	0	0	92,41,324	100.00

*negligible

Special Business - Special Resolution no. 4

Re-appointment of Shri M B Parekh as the Managing Director, for a further period of 5 years with effect from 1st April, 2022

No. of Members who cast Vote	No. of shares voted	% of Total Paid-up Share Capital
142	92,41,324	50.40 %

	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	138	92,41,167	0	0	92,41,167	100.00
Dissent	4	157	0	0	157	0.00*
Total	142	92,41,324	0	0	92,41,324	100.00

*negligible



M. M. SHETH & Co.
Company Secretaries

Special Business – Special Resolution no. 5

Payment of Commission to Non- Executive Directors for a period of 5 years commencing from 1st April, 2022.

No. of Members who cast Vote	No. of shares voted	% of Total Paid-up Share Capital
142	92,41,324	50.40 %

	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	133	92,36,724	0	0	92,36,724	99.95
Dissent	9	4,600	0	0	4,600	0.05
Total	142	92,41,324	0	0	92,41,324	100.00

All the above 5 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.

Manubhai Sheth

(M. M. Sheth)

Prop.

FCS: 1455, CP No.: 729

PR No.: 1000/2020

Place: Mumbai

PRIYKANT
CHHOTAL
AL PATEL

Digitally signed by PRIYKANT CHHOTAL PATEL
DN: c=IN, o=Personal, 2.5.4.20=562ec9b3a158b6c1349ad488116e8c0c47e08aeeb499ce38468c1552292ff, postalCode=400005, st=MH, HARSHITA, serialNumber=45c91a486d50cd5eb605ccaf044bce74fab7d249a316e595d966692ae06, cn=PRIYKANT CHHOTAL PATEL
Date: 2021.08.12 16:33:11 +05'30'