



1st October, 2021

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

Ref: BSE/2021-2022/23

Sub: Disclosure of Voting Results of the 36th Annual General Meeting of Veritas (India) Limited held on 30th September, 2021 as per requirement of Regulations of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015

Respected Sir / Madam,

As per the requirement of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, given below are the details of the voting results of the 36th Annual General Meeting (AGM) of the Company, held on Thursday, 30th September, 2021 which commenced at 11:00 a.m. and concluded at 11:26 a.m. through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM").

Consolidated Scrutinizer's Report received from JMJA & Associates LLP, Practising 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

Prasad A Oak
Vice President – Legal and
Company Secretary
Encl: as above



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 Chairman
VERITAS (INDIA) LIMITED
Veritas House, 3rd Floor,
70, Mint Road, Fort, Mumbai 400001

Dear Sir,

Subject: Consolidated Report of Scrutinizers on remote e-voting and venue e-voting at the 36th Annual General Meeting (AGM) of the Members of Veritas (India) Limited ("the Company") held on Thursday, September 30, 2021 at 11.00 a.m. (IST) through Video Conferencing (VC) which is deemed to be held at the Registered Office of the Company situated at Veritas House, 3rd Floor, 70, Mint Road, Fort, Mumbai 400001 (the deemed venue of the Meeting).

I, CS Mansi Damania, Designated Partner of **M/s. 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 August 13, 2021 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 Annual General Meeting on the resolutions set out in the Notice dated August 13, 2021 convening the Annual 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 and 02/2021 dated April 08, 2020, April 13, 2020, May 05, 2020 and January 13, 2021 respectively, issued by the Ministry of Corporate Affairs (collectively referred to as "MCA Circulars") and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 (collectively referred to as "SEBI Circulars").

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 Annual General Meeting), on all the Resolutions contained in the Notice dated August 13, 2021.

My responsibility as the Scrutinizer for the voting process, (remote e-voting as well as e-voting during the Annual 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 National Securities Depository 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 September 08, 2021 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. On account of the threat posed by COVID – 19, and considering the relaxations granted by the Ministry of Corporate Affairs ("MCA") and the Securities and Exchange Board of India ("SEBI"), the Notice of the Annual General Meeting and instructions for e-voting were sent only by email to all its members who have registered their email addresses with the Company / Depository Participants.
3. The Company also published an advertisement in Free Press Journal (English newspaper) and Navshakti (Marathi newspaper) on September 09, 2021 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.
4. 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 Annual General Meeting by the members of the Company.
5. The remote e-voting period commenced on Monday, September 27, 2021 from 09:00 a.m. (IST) and ended on Wednesday, September 29, 2021 at 05:00 p.m. (IST). The remote e-voting was disabled thereafter.
6. The facility of voting through electronic voting system was also made available during the Annual General Meeting for the members participating in the meeting and who did not cast their vote through remote e-voting.
7. Voting rights were reckoned as on **Thursday, September 23, 2021** 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.
8. After the closure of the e-voting at the Annual General Meeting, the report on the e-voting done at the Annual General Meeting and the votes cast under remote e-voting facility prior to the Annual General Meeting were unblocked by using the Scrutinizer's login on e-voting platform of NSDL in the presence of two witnesses CS Shikha Sangodkar and Dharmisha Nandha 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.

CS Shikha Sangodkar

Sign: 

Dharmisha Nandha

Sign: 

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

Thanking you.

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

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**CS Mansi Damania
Designated Partner
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UDIN: F007447C001050786**

**Date: September 30, 2021
Place: Mumbai**

ANNEXURE - I
CONSOLIDATED RESULTS

Item No. 1: To receive, consider and adopt the Audited Financial Statements (Standalone) of the Company for the financial year ended 31st March, 2021, together with the Statutory Auditors' Report thereon and the report of the Board of Directors of the Company; the Audited Financial Statements (Consolidated) of the Company for the financial year ended 31st March, 2021, together with the Statutory Auditors' Report thereon (Ordinary Resolution):

Mode	Total Voters count	Total Votes	Invalid/Abstained/ Less Voted		Valid			Favour			Against		
			No. of Voters count	Votes	No. of Voters count	Votes	%	No. of Voters count	Votes	%	No. of Voters count	Votes	%
Remote E-voting	60	1,72,65,818	0	0	60	1,72,65,818	100	60	1,72,65,818	100	0	0	0
Venue Voting	1	2,50,000	0	0	1	2,50,000	100	1	2,50,000	100	0	0	0
Total	61	1,75,15,818	0	0	61	1,75,15,818	100	61	1,75,15,818	100	0	0	0

Item No. 2: To declare Final Dividend Re. 0.05/- per Equity Share, on Equity Shares of Re. 1 /- each, for the financial year ended March 31, 2021 (Ordinary Resolution)

Mode	Total Voters count	Total Votes	Invalid/Abstained / Less Voted		Valid			Favour			Against		
			No. of Voters count	Votes	No. of Voters count	Votes	%	No. of Voters count	Votes	%	No. of Voters count	Votes	%
Remote E-voting	60	1,72,65,818	0	0	60	1,72,65,818	100	59	1,72,65,378	99.99	1	440	0.01
Venue Voting	1	2,50,000	0	0	1	2,50,000	100	1	2,50,000	100	0	0	0
Total	61	1,75,15,818	0	0	61	1,75,15,818	100	60	1,75,15,378	99.99	1	440	0.01

Item No. 3: To appoint Director in place of Mr. Praveen Bhatnagar (DIN: 01193544), Whole-time Director, who retires by rotation and being eligible, offers himself for re-appointment (Ordinary Resolution)

Mode	Total Voters count	Total Votes	Invalid/Abstained/ Less Voted		Valid			Favour			Against		
			No. of Voters count	Votes	No. of Voters count	Votes	%	No. of Voters count	Votes	%	No. of Voters count	Votes	%
Remote E-voting	0	0	0	0	0	0	0	0	0	0	0	0	0
Venue Voting	4	1,62,13,101	0	0	4	1,62,13,101	100	4	1,62,13,101	100	0	0	0
Total	4	1,62,13,101	0	0	4	1,62,13,101	100	4	1,62,13,101	100	0	0	0

Item No. 4: Regularisation of appointment of Mr. Kunal Sharma (DIN: 03553398), Non-Executive Additional Director (Ordinary Resolution)

Mode	Total Voters count	Total Votes	Invalid/Abstained/ Less Voted		Valid			Favour			Against		
			No. of Voters count	Votes	No. of Voters count	Votes	%	No. of Voters count	Votes	%	No. of Voters count	Votes	%
Remote E-voting	0	0	0	0	0	0	0	0	0	0	0	0	0
Venue Voting	4	1,62,13,101	0	0	4	1,62,13,101	100	4	1,62,13,101	100	0	0	0
Total	4	1,62,13,101	0	0	4	1,62,13,101	100	4	1,62,13,101	100	0	0	0

Item No. 5: Approval of Material Related Party Transactions (Ordinary Resolution)

Mode	Total Voters count	Total Votes	Invalid/Abstained/ Less Voted		Valid			Favour			Against		
			No. of Voters count	Votes	No. of Voters count	Votes	%	No. of Voters count	Votes	%	No. of Voters count	Votes	%
Remote E-voting	0	0	0	0	0	0	0	0	0	0	0	0	0
Venue Voting	4	1,62,13,101	3	1,62,13,100	1	1	0.00*	1	1	100	0	0	0
Total	4	1,62,13,101	3	1,62,13,100	1	1	0.00*	1	1	100	0	0	0

* negligible

Item No. 6: Reappointment of Ms. Kamala Aithal (DIN: 07832519) as an Independent Director of the Company (Special Resolution)

Mode	Total Voters count	Total Votes	Invalid/Abstained/ Less Voted		Valid			Favour			Against		
			No. of Voters count	Votes	No. of Voters count	Votes	%	No. of Voters count	Votes	%	No. of Voters count	Votes	%
Remote E-voting	0	0	0	0	0	0	0	0	0	0	0	0	0
Venue Voting	4	1,62,13,101	0	0	4	1,62,13,101	100	4	1,62,13,101	100	0	0	0
Total	4	1,62,13,101	0	0	4	1,62,13,101	100	4	1,62,13,101	100	0	0	0

Based on the aforesaid result, we report that the **Ordinary Resolutions** as contained in **Item No. 1, 2, 3, 4 & 5** and **Special Resolution** as contained in **Item No. 6** of the notice of the Annual General Meeting dated August 13, 2021 has been **passed with requisite majority**.

Thanking you.

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

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**CS Mansi Damania
Designated Partner
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UDIN: F007447C001050786**

**Date: September 30, 2021
Place: Mumbai**

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