



September 26, 2024

To,
Department of Corporate Services,
BSE Limited,
P. J. Towers, Dalal Street,
Mumbai – 400 001.
(Script code: 523888)

Dear Sir/Ma'am,

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and e-voting conducted at the 34th Annual General Meeting ("AGM") of the Company.

Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) of the Companies (Management and Administration), Rules 2014, please find enclosed herewith the Consolidated Scrutinizer's Report on the remote e-voting and e-voting conducted at 34th AGM of the Company held on Wednesday, September 25, 2024 at 10.30 a.m. (IST) through Video Conferencing mode.

Accordingly, all the Resolutions as set out in the Notice of 34th AGM have been duly approved by the shareholders with requisite majority.

Kindly take the same on record.

Yours sincerely,

For V.R.Woodart Limited

Anwar Shaikh
Chief Financial Officer
Encl: A/a



A. D. PAREKH & ASSOCIATES

Company Secretaries

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SCRUTINIZER REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
of the 34th Annual General Meeting of
V.R.WOODART LIMITED
held on Wednesday, 25th September, 2024 at 10.30 a.m.
through Video Conferencing

Dear Sir,

I, **Ankit D. Parekh**, Proprietor of M/s. A. D. Parekh & Associates, Practicing Company Secretaries, (Membership No. ACS - 31990), was appointed as the Scrutinizer for the purpose of the remote e-voting process and e-voting process during the 34th Annual General Meeting ("AGM") pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 read with MCA General Circular No. 14/2020 dated 8th April, 2020; 17/2020 dated 13th April, 2020; 20/2020 and subsequent circulars issued in this regard, the latest being 9/2023 dated 25th September, 2023 issued by Ministry of Corporate Affairs ("MCA"), Government of India (hereinafter referred to as "MCA Circulars") and SEBI Circular dated 07th October, 2023, permitting the holding of Annual General Meeting through Video Conference ("VC") or through Other Audio-Visual Means ("OAVM"), in respect of the resolutions proposed at the AGM of V.R.Woodart Limited held on Wednesday, 25th September, 2024 at 10.30 a.m. through Video Conferencing (VC).

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the resolutions contained in the notice of the 34th AGM of the Members of the Company. Our responsibility as a scrutinizer for the remote e-voting process prior to AGM and e-voting process at the AGM is restricted to ensure that both the e-voting processes are conducted in a fair and transparent manner and to make a Scrutinizer's Report of the votes cast "in favour" or "against" on the resolutions contained in the notice of 34th AGM, based on the reports generated from the e-voting platform / system provided by the National Securities Depository Limited (NSDL) the authorized agency to provide e-voting facilities, engaged by the Company.

As informed to us by the Management, the notice dated 14th August, 2024 convening the 34th AGM of the Company through VC to be held on 25th September, 2024 along with the statement setting out material facts under Section 102 of the Companies Act, 2013 and MCA Circular /

Add: B-402, Krishna Classic, Ram Mandir Road, Babhai Naka, Borivali (W), Mumbai – 400092, MH.

Sole Proprietorship Unique Code No. S2021MH00787600





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SEBI Circular were duly sent to the Members of the Company through electronic mode to those Members whose email addresses were registered with the Company / Depositories, in compliance with the aforesaid MCA and SEBI Circulars. The Members of the Company holding shares on the record date ("Cut off" date) i.e. 18th September, 2024 were entitled to vote on the resolutions as set out in the notice of said AGM. In this regard, we hereby submit our report as under:

1. The Company had availed the e-voting facility offered by National Securities Depository Limited (NSDL), for conducting the remote e-voting prior to the AGM and e-voting during the AGM by the Members of the Company.
2. The remote e-voting period prior to the AGM remained open from Saturday, 21st September, 2024 (9.00 a.m. IST) to Tuesday, 24th September, 2024 (5.00 p.m. IST) ("Remote E-voting period").
3. The Company had also provided e-voting facility to the Members present / logged-in at the AGM through VC and who had not cast their vote earlier. The members were allowed to cast their vote upto 15 minutes after the conclusion of the 34th AGM. NSDL e-voting platform was disabled thereafter.
4. We have received a complete record of votes cast through electronic mode during the remote e-voting period and votes cast during and upto 15 minutes after the closure of the AGM held on 25th September, 2024, from NSDL e-Voting System, the agency appointed for providing and supervising electronic platform. The votes cast were unblocked on 25th September, 2024 at 11.25 a.m. (IST) in the presence of two witnesses, Mr. Bhaskar Jadhav and Ms. Kinjal Parmar who are not in the employment of the Company and who have signed below in confirmation of the votes being unblocked in their presence.


Mr. Bhaskar Jadhav


Ms. Kinjal Parmar

5. We have scrutinized the votes cast through both remote e-voting and e-voting during the AGM for the purpose of this report.
6. The particulars of all the electronic votes cast by the Members through both remote e-voting and e-voting during the AGM has been recorded in the separate registers maintained for the purpose.
7. The result of the voting through both remote e-voting prior to AGM and e-voting during the AGM is as per annexure attached herewith.

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Sole Proprietorship Unique Code No. S2021MH00787600





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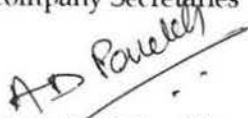
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Recommendation:

8. All the resolutions as set out in Item Nos. 1 to 3 of the Notice dated 14th August, 2024, convening the 34th Annual General Meeting of the Company, have been passed with requisite majority of votes. The Chairperson/Company Secretary/Chief Financial Officer may accordingly declare the result of voting.

Thanking you,

For A. D. PAREKH & ASSOCIATES
Company Secretaries


CS Ankit D Parekh
M. No. ACS 31990
CoP No. 24267



UDIN: A031990F001321399

Place: Mumbai

Date: 26th September, 2024



A. D. PAREKH & ASSOCIATES

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Annexure to the Scrutinizer's Report of the 34th Annual General Meeting ("AGM") of V.R.Woodart Limited

Result of remote e-voting prior to the AGM and e-voting during the AGM

Reso lutio n No.	Resolution heading	Type of resolution	Type of voting	Voted in Favour (Assent)			Voted Against (Dissent)			Total		Invali d votes
				No. of member s voted	No. of valid votes cast by them	% of votes to total no. of valid votes cast	No. of member s voted	No. of valid votes cast by them	% of votes to total no. of valid votes cast	No. of member s voted	No. of votes cast by them	
1.	To consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2024 along with the Reports of the Board of Directors and the Auditors thereon	Ordinary Resolution	Remote e-voting prior to AGM	46	11654393		0	0		46	11654393	0
			E-voting during the AGM	2	100		0	0		2	100	0
			Total	48	11654493	100.00	0	0	0.00	48	11654493	0
Total Votes Cast in favour: 11654493 (100.00% of total valid votes) Total Votes cast Against: 0 (0.00 % of total valid votes) Based on the aforesaid results, we report that the Ordinary Resolution as set out in Item No. 1 of the Notice has been passed with requisite majority.												
2.	To appoint a director in place of Mrs. Rashmi Anand (DIN: 00366258) who retires by rotation and being eligible, offers herself for re-appointment.	Ordinary Resolution	Remote e-voting prior to AGM	46	11654393		0	0		46	11654393	0
			E-voting during the AGM	2	100		0	0		2	100	0
			Total	48	11654493	100.00	0	0	0.00	48	11654493	0
Total Votes Cast in favour: 11654493 (100.00% of total valid votes) Total Votes cast Against: 0 (0.00 % of total valid votes) Based on the aforesaid results, we report that the Ordinary Resolution as set out in Item No. 2 of the Notice has been passed with requisite majority.												





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3.	Re-appointment of Mr. Karthik Jethwa (DIN: 08587759) as an Independent Director of the Company for a second term of 5 years	Special Resolution	Remote e-voting prior to AGM	46	11654393		0	0		46	11654393	0
			E-voting during the AGM	2	100		0	0		2	100	0
			Total	48	11654493	100.00	0	0	0.00	48	11654493	0
Total Votes Cast in favour: 11654493 (100.00% of total valid votes) Total Votes cast Against: 0 (0.00 % of total valid votes)												
Based on the aforesaid results, we report that the Special Resolution as set out in Item No. 3 of the Notice has been passed with requisite majority.												

For A. D. PAREKH & ASSOCIATES

Company Secretaries

AD Parekh
CS Ankit D Parekh

M. No. ACS 31990

CoP No. 24267



UDIN: A031990F001321399

Place: Mumbai

Date: 26th September, 2024