

Parinee Crescenzo, "A" Wing, 1102, 11th Floor,  
"G" Block, Plot No. C38 & C39,  
Behind MCA, Bandra Kurla Complex,  
Bandra (E), Mumbai - 400 051, India.  
Phone : 91-22-6124 0444 / 6124 0428  
Fax : 91-22-6124 0438  
E-mail : [vinati@vinatiorganics.com](mailto:vinati@vinatiorganics.com)  
Website : [www.vinatiorganics.com](http://www.vinatiorganics.com)  
CIN : L24116MH1989PLC052224

**VINATI  
ORGANICS  
LIMITED**



**September 28, 2020**

**The Stock Exchange, Mumbai**  
(Listing Department)  
P. J. Towers, 1<sup>st</sup> Floor,  
Dalal Street, Mumbai – 400 001.

**Scrip Code: 524200**

**National Stock Exchange of India Ltd.**  
Listing Department,  
Exchange Plaza, Plot No. C/1, 'G' Block,  
Bandra-Kurla Complex,  
Bandra (East), Mumbai – 400 051.

**NSE Symbol: VINATIORGA / Series: EQ**

Dear Sir/Madam,

**Sub.: Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") – Voting Results of 31<sup>st</sup> Annual General Meeting (AGM) of the Company.**

The 31<sup>st</sup> Annual General Meeting ("AGM") of the Company was held on Saturday, 26<sup>th</sup> September, 2020 at 11.00 a.m. through Video Conferencing (VC)/Other Audio Visual Means (OAVM).

Pursuant to Regulation 44(3) of the Listing Regulations, we are submitting herewith the details regarding the voting results of the business transacted at the AGM in the prescribed format in Annexure A.

We are also enclosing the consolidated report of the Scrutinizer on remote e-voting prior and during the AGM as Annexure B. The aforesaid voting results and consolidated report are also being uploaded on the Company's website [www.vinatiorganics.com](http://www.vinatiorganics.com) and on the website of National Securities Depository Limited [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

You are requested to take the above information on your records and acknowledge the receipt.

Thanking you,

Yours sincerely,  
For **VINATI ORGANICS LIMITED**

**Milind Wagh**  
**Company Secretary & Compliance Officer**

Encl.: as above

Parinee Crescenzo, "A" Wing, 1102, 11th Floor,  
 "G" Block, Plot No. C38 & C39,  
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 Phone : 91-22-6124 0444 / 6124 0428  
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### Annexure A

#### Details of results of remote e-voting and e-voting at the AGM pursuant to Regulation 44(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015

Sr. No.	Particulars	Details
1	Date of the AGM	September 26, 2020
2	Total number of shareholders on Cut-off date September 19, 2020	54431
3	No. of Shareholders present in the meeting either in person or through proxy:  Promoters and Promoter Group  Public	Not Applicable
4	No. of shareholders who attended the meeting through VC/ OAVM  Promoters and Promoter Group  public	5  60

### Vinati Organics Limited

Resolution Required : (Ordinary)			1 - To receive, consider and adopt the Audited Balance Sheet as at March 31, 2020 and Profit & Loss Account and Cash Flow Statement for the year ended on that date together with the schedules and notes attached thereto, along with the Reports of Directors and Auditors thereon					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held [1]	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
			[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	76121192	76068432	99.9307	76068432	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>76068432</b>	<b>99.9307</b>	<b>76068432</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	11856598	9542480	80.4824	9542480	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>9542480</b>	<b>80.4824</b>	<b>9542480</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	14804260	125882	0.8503	125875	7	99.9944	0.0056
	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>125882</b>	<b>0.8503</b>	<b>125875</b>	<b>7</b>	<b>99.9944</b>	<b>0.0056</b>
<b>Total</b>		<b>102782050</b>	<b>85736794</b>	<b>83.4161</b>	<b>85736787</b>	<b>7</b>	<b>100.0000</b>	<b>0.0000</b>

## Vinati Organics Limited

Resolution Required : (Ordinary)			2 - To Confirm the Payment of Interim Dividend on Equity Shares and declare a Final Dividend of Re. 0.50 paise on the per equity share of face value of Re.1/- each for the financial year 2019 - 20.					
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	76121192	76068432	99.9307	76068432	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>76068432</b>	<b>99.9307</b>	<b>76068432</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	11856598	9542480	80.4824	9542480	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>9542480</b>	<b>80.4824</b>	<b>9542480</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	14804760	125882	0.8503	125748	134	99.8936	0.1064
	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>125882</b>	<b>0.8503</b>	<b>125748</b>	<b>134</b>	<b>99.8936</b>	<b>0.1064</b>
<b>Total</b>		<b>102782050</b>	<b>85736794</b>	<b>83.4161</b>	<b>85736660</b>	<b>134</b>	<b>99.9998</b>	<b>0.0002</b>

## Vinati Organics Limited

Resolution Required : (Ordinary)		3 - To appoint a Director in place of Ms. Vinati Saraf Mutreja (holding DIN: 00079184) who retires by rotation at this meeting and being eligible, offers herself for reappointment.						
Whether promoter/ promoter group are interested in the agenda/resolution?		YES						
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
Promoter and Promoter Group	E-Voting	76121192	76068432	99.9307	76068432	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>76068432</b>	<b>99.9307</b>	<b>76068432</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	11856598	9542480	80.4824	9542480	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>9542480</b>	<b>80.4824</b>	<b>9542480</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	14804260	125882	0.8503	125815	67	99.9468	0.0532
	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>125882</b>	<b>0.8503</b>	<b>125815</b>	<b>67</b>	<b>99.9468</b>	<b>0.0532</b>
<b>Total</b>		<b>102782050</b>	<b>85736794</b>	<b>83.4161</b>	<b>85736727</b>	<b>67</b>	<b>99.9999</b>	<b>0.0001</b>

## Vinati Organics Limited

Resolution Required : (Ordinary)		4 - Ratification of remuneration payable to M/s N. Ritesh and Associates cost accountant for financial year 2020-21						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
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
Promoter and Promoter Group	E-Voting	76121192	76068432	99.9307	76068432	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>76068432</b>	<b>99.9307</b>	<b>76068432</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	11856598	9542480	80.4824	9542480	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>9542480</b>	<b>80.4824</b>	<b>9542480</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	14804260	125882	0.8503	123489	2393	98.0990	1.9010
	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>125882</b>	<b>0.8503</b>	<b>123489</b>	<b>2393</b>	<b>98.0990</b>	<b>1.9010</b>
<b>Total</b>		<b>102782050</b>	<b>85736794</b>	<b>83.4161</b>	<b>85734401</b>	<b>2393</b>	<b>99.9972</b>	<b>0.0028</b>

## Vinati Organics Limited

Resolution Required : (Special)			5 - An appointment/continuation of employment of and payment of remuneration to Shri Vinod Saraf (DIN:00076708) as whole-time director designated as executive chairman of company					
Whether promoter/ promoter group are interested in the agenda/resolution?			YES					
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	76121192	62167850	81.6696	62167850	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>62167850</b>	<b>81.6696</b>	<b>62167850</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	11856598	9542480	80.4824	9542480	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>9542480</b>	<b>80.4824</b>	<b>9542480</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	14804260	125882	0.8503	125670	212	99.8316	0.1684
	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>125882</b>	<b>0.8503</b>	<b>125670</b>	<b>212</b>	<b>99.8316</b>	<b>0.1684</b>
<b>Total</b>		<b>102782050</b>	<b>71836212</b>	<b>69.8918</b>	<b>71836000</b>	<b>212</b>	<b>99.9997</b>	<b>0.0003</b>

## Vinati Organics Limited

Resolution Required : (Ordinary)			6 - To appoint Shri Jagdish Chandra Laddha(DIN:00118527) as an Independent Director					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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
Promoter and Promoter Group	E-Voting	76121192	76068432	99.9307	76068432	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>76068432</b>	<b>99.9307</b>	<b>76068432</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	11856598	9542480	80.4824	9542480	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>9542480</b>	<b>80.4824</b>	<b>9542480</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	14804260	125882	0.8503	125802	80	99.9364	0.0636
	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>125882</b>	<b>0.8503</b>	<b>125802</b>	<b>80</b>	<b>99.9364</b>	<b>0.0636</b>
<b>Total</b>		<b>102782050</b>	<b>85736794</b>	<b>83.4161</b>	<b>85736714</b>	<b>80</b>	<b>99.9999</b>	<b>0.0001</b>



**VIJAY KUMAR MISHRA**

B.Com (Hons.) ACA FCS

**PARESH D PANDYA**

B.Com ACC

**VKM & ASSOCIATES**

**PRACTISING COMPANY SECRETARIES**

118, Trinity Building, 1st Floor, 227, Dr. C. H. Street, Behind

Paral Dairy, Marine Lines (E), Mumbai - 2 Tel: 2207 7267

Fax: 2207 7542 Mob: 93229 77388

E-mail: vkmassociates@yahoo.com

### **SCRUTINIZERS' REPORT**

**The Chairman,  
VINATI ORGANICS LIMITED,  
B-12 & B-13/1 MIDC Industrial Area,  
Mahad 402 309, Dist. Raigad, Maharashtra.**

**Dear Sir(s),**

**Sub: Scrutinizers' Report on Remote e-voting conducted in accordance with the Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration), Rules, 2014 as amended by Companies (Management and Administration), Amendment Rules, 2015 for the 31<sup>st</sup> Annual General Meeting of Vinati Organics Limited held on Saturday, September 26, 2020 at 11:00 A.M. through Video Conferencing ('VC')/ other audio visual means ('OVAM').**

- A. Pursuant to the resolution passed by the Board of Directors of M/s. Vinati Organics Limited (hereinafter referred as "the Company") on 01<sup>st</sup> August, 2020, I, Vijay Kumar Mishra, Partner of M/s. VKM & Associates, Practising Company Secretaries, have been appointed as a Scrutinizer to receive, process and scrutinize the remote e-voting process in respect of the below-mentioned Resolutions proposed at the 31<sup>st</sup> Annual General Meeting ("AGM") of the Company on Saturday, 26<sup>th</sup> September, 2020 at 11:00 A.M. through VC/OVAM. I was also appointed as Scrutinizer to scrutinize the remote e-voting process during the said AGM.



B. Members approval was sought on the following Resolutions:

- 1) Consider and adopt the Audited Financial Statements for the financial year ended 31<sup>st</sup> March, 2020 and the reports of Board of Directors and Auditors thereon. (Ordinary Resolution)
- 2) Confirm the Payment of Interim Dividend on Equity Shares and declare a Final Dividend of Re.50 paisa on the per equity share of face value of Re.1/- each for the financial year 2019 - 20. (Ordinary Resolution)
- 3) Appointment of Ms. Vinati Saraf Mutreja, a director retiring by rotation. (Ordinary Resolution)
- 4) Ratification of remuneration of cost auditor for the financial year 2020-21. (Ordinary Resolution)
- 5) Appointment/Continuation of employment and payment of Shri Vinod Saraf as Whole-time director designated as 'Executive Chairman'. (Special Resolution)
- 6) Appointment of Shri Jagdish Chandra Laddha as an Independent Director of the Company. (Ordinary Resolution)

C. As required under Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, the Company completed dispatch of Notice along with explanatory statement on Wednesday, 02<sup>nd</sup> September, 2020 through electronic mode to those members whose email addresses are registered with the Company/Depositories, in compliance with the circulars dated May 05, 2020 issued by the Ministry of Corporate Affairs ("MCA") read with circulars dated April 08, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars") and SEBI Circular dated May 12, 2020.

D. The remote e-voting facility was provided by National Securities Depository Services Limited ("NSDL") for conducting remote e-voting by Shareholders of Company.

E. The remote e-voting period commenced on Wednesday, 23<sup>rd</sup> September, 2020 (9:00 a.m. IST) and ended on Friday, 25<sup>th</sup> September, 2020 (5:00 p.m. IST) and the NSDL e-voting platform was blocked thereafter.



- F. The Company also provided insta e-voting facility to the shareholders present at the AGM who had not cast their vote earlier.
- G. The shareholders of the Company holding shares as on the "cut-off" date of Saturday, 19<sup>th</sup> September, 2020 were entitled to vote on the resolutions as contained in the Notice of the AGM.
- H. After the closure of insta e-voting at the AGM, the report on voting done at the AGM and the votes cast under remote e-voting facility done prior to the AGM were unblocked, counted and the e-voting summary statement was downloaded from e-voting website of NSDL.
- I. The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting prior and during the AGM on the resolutions contained in the notice of the AGM.
- J. My responsibility as a scrutinizer is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

I now submit my consolidated Report as under on the result of the remote e-voting and voting by electronic voting system at the 31<sup>st</sup> AGM in respect of the said resolutions.



**Resolution Item No. 1: Ordinary Resolution**

To receive, consider and adopt:

- a. **Audited Financial Statements for the financial year ended 31<sup>st</sup> March, 2020 and the Reports of Board of Directors and Auditors thereon.**

- (i) **Voted in favour of resolution.**

Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
207	8,57,36,787	100%

- (i) **Voted against the resolution.**

Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
2	7	0

- (ii) **Invalid votes.**

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
Nil	N.A.



**Resolution No. 2: Ordinary Resolution**

**To declare a final dividend on Equity Shares for the financial year 2019-20.**

**(i) Voted in favour of resolution.**

Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
203	8,57,36,660	99.99%

**(ii) Voted against the resolution.**

Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
6	134	0.01%

**(iii) Invalid votes.**

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
Nil	N.A.



**Resolution No. 3: Ordinary Resolution**

**To appoint a Director in place of Ms. Vinati Saraf Mutreja (DIN: 00079184), who retires by rotation and been eligible, offers herself for re-appointment.**

**(i) Voted in favour of resolution.**

Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
201	8,57,36,727	99.99%

**(ii) Voted against the resolution.**

Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
8	67	0.01%

**(iii) Invalid votes.**

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
Nil	N.A.



**Resolution No. 4: Ordinary Resolution**

**To ratify remuneration of Cost Auditors for the Financial Year 2020-21.**

**(i) Voted in favour of resolution.**

Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
201	8,57,34,401	99.99%

**(ii) Voted against the resolution.**

Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
8	2,393	0.01%

**(iii) Invalid votes.**

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
Nil	N.A.



**Resolution No. 5: Special Resolution**

**To appoint/continue employment and payment of remuneration to Shri Vinod Saraf as Whole-time director designated as 'Executive Chairman'.**

**(i) Voted in favour of resolution.**

Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
199	7,18,36,000	99.99%

**(ii) Voted against the resolution.**

Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
9	212	0.01%

**(iii) Invalid votes.**

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
1	1,39,00,582





**Resolution No. 6: Ordinary Resolution**

**To appoint Shri Jagdish Chandra Laddha as an Independent Director of the Company**

**(i) Voted in favour of resolution.**

Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
203	8,57,36,714	99.99%

**(ii) Voted against the resolution.**

Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
6	80	0.01%

**(iii) Invalid votes.**

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
Nil	N.A.



- K. The above Resolutions No 1 to No. 6 were passed with majority of Votes.
- L. All electronic data and relevant records of voting will remain in my custody until the Chairman considers, approves and sign the Minutes of 31<sup>st</sup> Annual General meeting of the Company and after, the same will be handed over to Mr. Milind Wagh, Company Secretary of the Company for safe keeping.

Thanking you,

For VKM & ASSOCIATES  
Company Secretaries



A handwritten signature in black ink, appearing to read "Vijay Kumar Mishra".

(Vijay Kumar Mishra)  
Partner  
C.P.No.4279

UDIN No. : F005023B000788685

Place : Mumbai

Date : 28/09/2020