

Date: July 26, 2023

VCL/SE/64/2023-24

**The Deputy General Manager,  
Corporate Relationships Department,  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai – 400 001  
SCRIP CODE: 516072**

**The Deputy General Manager,  
Listing Department,  
National Stock Exchange of India Limited  
Exchange Plaza, Plot No. C/1, G Block  
Bandra-Kurla Complex, Bandra (E)  
Mumbai – 400 051  
SCRIP SYMBOL: VISHNU**

**Sub: Qualified institutions placement of equity shares of face value Rs. 2 each (the “Equity Shares”) by Vishnu Chemicals Limited (the “Company”) under the provisions of Chapter VI of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the “SEBI ICDR Regulations”) (the “Issue”).**

Dear Sir/ Madam,

1. We wish to inform you that subsequent to the approval accorded by the board of directors of the Company (the “**Board**”), at its meeting held on February 10, 2023 and the special resolution passed through a postal ballot by the shareholders of the Company on March 22, 2023, the Fund Raising Committee (“**Committee**”) at its meeting held today i.e. July 26, 2023, *inter alia*, passed resolutions for the following:
  - a. Approved and adopted the preliminary placement document dated July 26, 2023 and the application form dated July 26, 2023 in connection with the Issue (“**Preliminary Placement Document**”);
  - b. Authorised the opening of the Issue today, i.e. July 26, 2023; and
  - c. Approved the floor price of Rs. 353.15 for the Issue under the SEBI ICDR Regulations.
2. In relation to the Issue, we have filed the Preliminary Placement Document with your office on July 26, 2023, i.e., today.
3. We further wish to inform you that the ‘Relevant Date’ for the purpose of the Issue, in terms of the Regulation 171(b)(i) of the SEBI ICDR Regulations, is July 26, 2023 and accordingly the floor price in respect of the aforesaid Issue, based on the pricing formula as prescribed under Regulation 176(1) of the SEBI ICDR Regulations is Rs. 353.15 per Equity Share. Pursuant to the SEBI ICDR Regulations, the Company may offer a discount of not more than 5% on the floor price so calculated for the Issue.

The meeting of the Committee commenced at 6.45 pm and concluded at 7.30 pm.

A certified copy of the resolution passed by the Committee approving the Preliminary Placement Document & application form, authorizing the opening of the QIP and fixing the floor price and the relevant date is enclosed for your information and records.



We request you to take the above on record and the same be treated as compliance under the applicable provisions of the SEBI LODR Regulations, as amended.

Thanking you,

Yours truly,

**For Vishnu Chemicals Limited**

**Vibha Shinde**  
**Company Secretary and Compliance Officer**

**CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE 3<sup>RD</sup> MEETING OF THE FUND RAISING COMMITTEE OF VISHNU CHEMICALS LIMITED (CIN: L85200TG1993PLC046359) HELD ON WEDNESDAY, JULY 26, 2023 AT 6.45 P.M. THROUGH VIDEO CONFERENCING (VC) AT THE REGISTERED OFFICE OF THE COMPANY AT PLOT NO. C-23, ROAD NO-8, FILM NAGAR, JUBILEE HILLS, HYDERABAD - 500 096**

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**TO APPROVE THE PRELIMINARY PLACEMENT DOCUMENT**

**“RESOLVED THAT** the draft preliminary placement document dated July 26, 2023 (**“Preliminary Placement Document”**), which includes disclosures prescribed under the Companies Act, 2013 in Form PAS-4 and Chapter VI read with Schedule VII of the SEBI ICDR Regulations, in respect of the Issue of such number of equity shares of face value of ₹ 2 each (the **“Equity Shares”**) at such premium aggregating to an amount up to ₹ 3,000 million (Rupees Three thousand million only), as per the copy placed before the Committee duly initiated by the Company Secretary for the purpose of identification, be and is hereby finalized, adopted and approved for filing with the Stock Exchanges where the Equity Shares to be allotted in the Issue will be listed and any other regulatory authority, as may be required, subject to such minor updates, modifications, corrections, etc. as may be required to be undertaken prior to such filings.”

**“RESOLVED FURTHER THAT** Mr. Ch Krishna Murthy, Chairman & Managing Director and Mr. Ch Siddartha, Joint Managing Director be and are hereby severally authorised to sign the Preliminary Placement Document on behalf of the Board and the Company, make such confirmations and declarations (including the ones on the declaration pages) on behalf of the Company as may be required in relation to the Preliminary Placement Document, and make any changes to the Preliminary Placement Document that they, in their absolute discretion, think fit and also to effect and/or carry out such alterations, additions, omissions, variations, amendments, modifications or corrections in the Preliminary Placement Document as may be necessary or desirable.”

**“RESOLVED FURTHER THAT** Mr. Ch Krishna Murthy, Chairman & Managing Director and Mr. Ch Siddartha, Joint Managing Director and Ms. Vibha Shinde, Company Secretary be and are hereby severally authorised to do all such acts, deeds and things, as may be required to give effect to the above resolutions, including but not limited to delivering the Preliminary Placement Document to the Stock Exchanges, intimating the Stock Exchanges in relation to the above and filing of applications for seeking listing and trading permissions in respect of the Issue and making other statutory and regulatory filings, as required, and to affix the common seal of the Company on all necessary documents, as required, in accordance with the provisions of the SEBI ICDR Regulations, the Companies Act, and the rules made thereunder and other applicable laws.”

**For Vishnu Chemicals Limited**

**Vibha Shinde**  
**Company Secretary and Compliance Officer**

**CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE 3<sup>RD</sup> MEETING OF THE FUND RAISING COMMITTEE OF VISHNU CHEMICALS LIMITED (CIN: L85200TG1993PLC046359) HELD ON WEDNESDAY, JULY 26, 2023 AT 6.45 P.M. THROUGH VIDEO CONFERENCING (VC) AT THE REGISTERED OFFICE OF THE COMPANY AT PLOT NO. C-23, ROAD NO-8, FILM NAGAR, JUBILEE HILLS, HYDERABAD - 500 096**

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**APPROVAL OF THE APPLICATION FORM**

**“RESOLVED THAT** the application form, as per the copy placed before the Committee for the purpose of identification, be and is hereby approved and that serially numbered application forms, together with serially numbered Preliminary Placement Documents, be sent to eligible qualified institutional buyers inviting bids and for the purpose of receiving filled in application forms along with application amounts for subscription of Equity Shares pursuant to the Issue.”

**“RESOLVED FURTHER THAT** Mr. Ch Krishna Murthy, Chairman & Managing Director, and Mr. Ch Siddartha, Joint Managing Director be and are hereby severally authorized by the Committee to finalize, settle, approve, sign and deliver on behalf of the Company the application form and any modification(s) or amendment(s) thereto, if any, and take such actions or give such directions as may be necessary.”

**For Vishnu Chemicals Limited**

**Vibha Shinde  
Company Secretary and Compliance Officer**

**CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE 3<sup>RD</sup> MEETING OF THE FUND RAISING COMMITTEE OF VISHNU CHEMICALS LIMITED (CIN: L85200TG1993PLC046359) HELD ON WEDNESDAY, JULY 26, 2023 AT 6.45 P.M. THROUGH VIDEO CONFERENCING (VC) AT THE REGISTERED OFFICE OF THE COMPANY AT PLOT NO. C-23, ROAD NO-8, FILM NAGAR, JUBILEE HILLS, HYDERABAD - 500 096**

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**TO APPROVE THE OPENING OF THE ISSUE, RELEVANT DATE AND FLOOR PRICE**

**“RESOLVED THAT** pursuant to the resolution passed by the board of directors of the Company at its meeting held on February 10, 2023 and the special resolution passed by shareholders of the Company by the way of Postal Ballot on March 22, 2023, under Section 62 and other applicable provisions of the Companies Act, 2013, as amended (the **“Companies Act”**), and the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the **“SEBI ICDR Regulations”**), and the provisions of all other applicable laws, rules, regulations, guidelines, circulars and notifications, the issue of equity shares of the Company of face value of ₹ 2 each (the **“Equity Shares”**) to eligible qualified institutional buyers (**“QIBs”**) for an amount aggregating up to ₹ 3,000 million under Chapter VI of the SEBI ICDR Regulations and Section 42 of the Companies Act, 2013, read with Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014, each, as amended (the **“Issue”**) be opened today, i.e. July 26, 2023.”

**“RESOLVED THAT** the relevant date, in terms of Regulation 171(b)(i) of the SEBI ICDR Regulations, for determination of the minimum price at which the Equity Shares shall be issued pursuant to the Issue shall be the date of this resolution, i.e., July 26, 2023.”

**“RESOLVED THAT** in respect of the Issue, the floor price of ₹ 353.15 per Equity Share (the **“Floor Price”**), as calculated based on the pricing formula prescribed under Regulation 176(1) of the SEBI ICDR Regulations be and is hereby considered and taken on record.”

**“RESOLVED FURTHER THAT** in accordance with the proviso to Regulation 176(1) of the SEBI ICDR Regulations, the Fund Raising Committee be and are hereby severally authorised to offer a discount of not more than 5% to the Floor Price, calculated for the Issue, in accordance with the approval of the shareholders of the Company on March 22, 2023.”

**“RESOLVED FURTHER THAT** Mr. Ch Krishna Murthy, Chairman & Managing Director, and Mr. Ch. Siddartha, Joint Managing Director be and are hereby severally authorised to do all such acts, deeds and things, as may be required to give effect to the above resolutions.

**For Vishnu Chemicals Limited**

**Vibha Shinde**  
**Company Secretary and Compliance Officer**