

24th March, 2023

VCL/SE/129/2022-23

To
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400 001
Scrip Code: 516072
Through: BSE Listing Centre

To
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G
Bandra Kurla Complex, Bandra (East),
Mumbai -400 051
NSE Symbol : VISHNU
Through : NEAPS

Dear Sir/ Madam,

Sub: Voting results of the Postal Ballot through remote E-voting process along with Scrutinizer's report

In furtherance to our earlier intimation dated 20th February, 2023, regarding the Notice of Postal Ballot and commencement of the remote E-voting thereon, for the purpose of the Special businesses as mentioned below:

1. To consider and approve the proposal for capital raising in one or more tranches by way of issuance of equity shares and/or equity linked securities by way of Qualified Institutions Placement ("QIP")
2. To approve variation of terms of Cumulative Redeemable Preference Shares of the company

In this regard, enclosed please find the voting results in the format prescribed under Regulation 44 of SEBI (LODR) Regulation, 2015 along with the Scrutinizer's report dated 23rd March, 2023, as per Section 108, 110 of the Companies Act, 2013, and the Rules framed thereunder read with the Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time.

Based on the Scrutinizer's report, it is hereby informed that all the resolutions mentioned in the Notice of the Postal Ballot dated 10th February, 2023 shall be deemed to be passed with requisite majority on 22nd March, 2023, being the last date of E-voting.

The aforesaid documents are also being made available on the website of the Company at www.vishnuchemicals.com and on the website of the E-voting agency i.e CDSL <https://www.evotingindia.com/>

This is for your information and record.

Thanking You.

Yours Faithfully,

For Vishnu Chemicals Limited



Vibha Shinde
Company Secretary & Compliance Officer



Encl: As Above



VISHNU CHEMICALS LIMITED	
Details of the voting results of Postal Ballot through e-voting pursuant to the Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	
Date of commencement of e-voting for the Postal Ballot	21 st February, 2023
Date of end of e-voting for the Postal Ballot	22 nd March, 2023
Total number of Shareholders as on record date (Cut-off date) on 17 th February, 2023	22,401
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group Public	Not Applicable
No. of shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group Not Applicable Public	Not Applicable

AN ISO - 9001 - 2015 COMPANY

V. Prasad



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Resolution (1)								
Resolution required: (Ordinary / Special) whether promoter/promoter group are interested in the issuance/resolution? Description of resolution considered				Special No To consider and approve the proposal for capital raising in one or more tranches by way of issuance of equity shares and/or equity linked securities by way of Qualified Institutions Placement ("QIP")				
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)=1(2)/(1) *100	(4)	(5)	(6)=1(4)/(2) *100	(7)=1(5)/(2) *100
Promoter and Promoter Group	E-Voting		44797530	100.0000	44797530	0	100.0000	0.0000
	Poll	44797530	0	0.0000	0	0	0	0
	Postal Ballot (if app		0	0.0000	0	0	0	0
	Total	44797530	44797530	100.0000	44797530	0	100.0000	0.0000
Public- Institutions	E-Voting		297301	25.8795	227413	69888	76.4925	23.5075
	Poll	1148790	0	0.0000	0	0	0	0
	Postal Ballot (if app		0	0.0000	0	0	0	0
	Total	1148790	297301	25.8795	227413	69888	76.4925	23.5075
Public- Non Institutions	E-Voting		2331481	16.9147	2320926	10555	99.5473	0.4527
	Poll	13783780	0	0.0000	0	0	0	0
	Postal Ballot (if app		0	0.0000	0	0	0	0
	Total	13783780	2331481	16.9147	2320926	10555	99.5473	0.4527
Total		59730100	47426312	79.4010	47345863	80443	99.8304	0.1696
Whether resolution is Pass or Not.								Yes
Disclosure of notes on resolution								Add Notes

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public - Non Institutions	



V. Srinivas



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Resolution (2)								
Resolution required: (Ordinary / Special) whether promoter/promoter group are interested in the passage/resolution?				Special Yes To approve variation of terms of Cumulative Redeemable Preference Shares of the company				
Description of resolution considered								
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)	$\frac{(3)-(1)(2)}{100}$	(4)	(5)	$\frac{(6)-(4)(2)}{100}$	$\frac{(7)-(5)(2)}{100}$
Promoter and Promoter Group	E-Voting		0	0.0000	0	0	0	0
	Poll	44797530	0	0.0000	0	0	0	0
	Postal Ballot (if app		0	0.0000	0	0	0	0
	Total	44797530	0	0.0000	0	0	0.0000	0.0000
Public-Insitutions	E-Voting		297301	25.8795	297301	0	100.0000	0.0000
	Poll	1148790	0	0.0000	0	0	0	0
	Postal Ballot (if app		0	0.0000	0	0	0	0
	Total	1148790	297301	25.8795	297301	0	100.0000	0.0000
Public-Non Insitutions	E-Voting		2331331	16.9136	2320480	10851	99.5346	0.4654
	Poll	13783780	0	0.0000	0	0	0	0
	Postal Ballot (if app		0	0.0000	0	0	0	0
	Total	13783780	2331331	16.9136	2320480	10851	99.5346	0.4654
Total		59730100	2628632	4.4008	2617781	10851	99.5872	0.4128
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



V. Anand





L.D. Reddy & Co

Company Secretaries
Insolvency Professionals

Phone(O) 040-2331 5262
Mobile 99499 38181
98492 69757

Off: Plot No. 6-2-1/2, Flat No. 504, Afzal Commercial Complex, Lakdi-ka-pool, Hyderabad-500 004, Telangana
E-mail: l.d.reddy@gmail.com, ldreddy2016@gmail.com, ldreddy2019@gmail.com

L. Dhanajay Reddy B.Com.LL.B., ACS.

Scrutinizer's Report

[Pursuant to Section 110 and 108 of the Companies Act,2013 and Rules 20 and 21 of the Companies (Management and Administration), Rules,2014 and read with the SEBI (LODR) Regulations 2015]

To
The Chairman
VISHNU CHEMICALS LIMITED
H. No. 8-2-293/82/F/23-C, Plot No. 23, Road No. 8 Film Nagar,
Jubilee Hills, Hyderabad TG 500096 IN

Dear Sir,

1. I L. Dhanamjay Reddy, Company Secretary in Whole Time Practice was appointed as Scrutinizer(s), by the Board of Directors of Vishnu Chemicals Limited (the company) for conducting and scrutinizing the postal ballot e-voting process carried out as per the provision of section 108 and Section 110 of the Companies Act,2013 read with Rule 20 and 21 of the Companies (management and administration), Rules,2014 (Rules) for approval of Special Resolution(s).

2. Accordingly as Scrutinizer, I Report as under:

A. The Board of Directors of Vishnu Chemicals Limited appointed me as Scrutinizer and I declare and confirm that I am not in the employment of the Company and the Board is of the opinion that I can conduct the postal ballot e-voting process in a fair and transparent manner.

B. I have given my consent in writing to be the scrutinizer for the postal ballot e-voting process under reference and made myself available for the purpose of ascertaining the requisite majority.

1

V. Anand



[Handwritten signature]

- C. In accordance with General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No.22/2020 dated June 15, 2020, General Circular No.33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, read with other relevant circulars, including General Circular No. 03/2022 dated May 5, 2022 and General Circular no. 11/2022 dated December 28, 2022 issued by Ministry of Corporate Affairs, Government of India (hereinafter referred "the MCA circulars"), the Company has sent the Postal Ballot Notice in electronic form only. Accordingly, the communication of the assent or dissent of the members took place through e-voting system only.
- D. The Company has sent Postal Ballot Notice electronically to all those Members whose name appeared on the Register of Members/List of Beneficiaries and whose e-mail id(s) were registered with the Company and/or their depositories as on cut-off date Friday i.e. 17th February, 2023 and Postal Ballot Notice and the Explanatory Statement also announced through an advertisement in 1 (one) English newspaper, all India and 1 (one) Telugu newspaper, in Hyderabad where the registered office of the Company is situated, and also on websites of the Stock Exchanges i.e. BSE Limited and the National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively. The Notice is also available on the website of CDSL at www.evotingindia.com. And published on the Company website www.vishnuchemicals.com.
- E. In compliance to provisions of Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 read with Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided e-Voting facility to all its Shareholders (including companies /FIs/FILs etc.) to enable them to cast their votes electronically. The remote E-voting started on Tuesday, 21st February, 2023 at 09.00 a.m. (IST) and ended on Wednesday, 22nd March, 2023 at 05.00 p.m. (IST).
- F. The Company has engaged Central Depository Services Limited (CDSL) as the service provider, for extending the facility of e-voting to all the Members of the Company.
- G. We have monitored the process of e-voting through the scrutinizer's secured link provided by CDSL through its designated website.

V. Srinivas



- H. The e-voting was unblocked by us on 22/03/2023 after the end of e-voting period in presence of two witnesses not in the employment of the Company and we have downloaded the E-voting report from the website of CDSL in respect of members, who voted through e-voting.
- I. The management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions of (i) the Companies Act, 2013 and the rules made thereunder including MCA circulars; and (ii) the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to postal ballot voting by electronic means.
- J. Our responsibility as Scrutinizer for e-voting process is restricted to making Scrutinizer's Report of the votes cast "in favour" or "against" the resolution(s) contained in the Notice, based on the reports generated from the e-voting system provided by CDSL.
- K. After our scrutiny, the summary of E-voting is given below: -

Resolution No 1:

SPECIAL RESOLUTION

Proposal for Capital Raising in one or more tranches by way Of Issuance Of Equity Shares and/or Equity Linked Securities by way of Qualified Institutions Placement ("QIP"):

MODE: EVOTING FOR RESOLUTION NO: 1	NUMBER OF MEMBERS VOTED	NO. OF SHARES VOTED	PERCENTAGE
Total Number of votes cast in favour of the resolution through the postal ballot e-voting	175	47345869	99.83
Total number of votes cast against the resolution by postal ballot e-voting	8	80443	0.17
Invalid votes	Nil	Nil	Nil
Total Voting (For+ Against)	183	47426312	100

V. Anirudh



Resolution No 2:

SPECIAL RESOLUTION

Variation of Terms of Cumulative Redeemable Preference Shares of The Company:

MODE: EVOTING FOR RESOLUTION NO: 2	NUMBER OF MEMBERS VOTED	NO. OF SHARES VOTED	PERCENTAGE
Total Number of votes cast in favour of the resolution through the postal ballot e-voting	165	2617781	99.59
Total number of votes cast against the resolution by postal ballot e-voting	10	10851	0.41
Invalid votes	Nil	Nil	Nil
Total Voting (For+ Against)	175	2628632	100

**Percentage reckoned to the total number of shares / votes covered in the postal ballot e-voting.

1. In View of the above I report that the Resolution No.1 to 2 made in pursuance of Section 110 of the Companies Act, 2013 is assented to by the requisite majority of the shareholders by means of postal ballot e-voting means.

The results of the voting by members through Postal Ballots E-Voting in respect of the above-mentioned Resolutions may accordingly be declared by the Chairman or any other authorized Directors or Company Secretary of the Company.

Place: Hyderabad

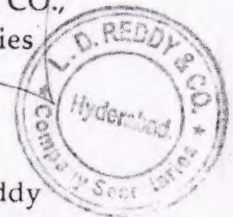
Date: 23.03.2023

V. Srinivas



For L D REDDY & CO.,
Company Secretaries

[Handwritten Signature]



L. Dhanamjaya Reddy

C. P. No. 3752

M. No- 13104

UDIN: A013104D003307912