



**Date:** September 29, 2023

To,  
**National Stock Exchange of India Limited,**  
Exchange Plaza, C-1, Block G,  
Bandra-Kurla Complex,  
Bandra (East), Mumbai-400 051

**Symbol:** VSCL

**Subject: Voting Results and Scrutinizer's Report as per Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 of the 14<sup>th</sup> Annual General Meeting of the Company held on Thursday, September 28, 2023**

Dear Sir/Ma'am,

Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 or amendments made therein, please find enclosed the consolidated outcome of voting held through remote e-voting and e-voting for the business transacted at the 14<sup>th</sup> Annual General Meeting (AGM) of the Company held on Thursday, September 28, 2023 at 3.00 p.m. through Video Conferencing along with the Scrutinizer's Report.

The Company had tied up with National Securities Depository Limited ('NSDL') to provide facility for voting through remote e-voting, e-voting during the AGM and participation in the AGM through VC/OAVM facility.

Based on the consolidated Report of the Scrutinizer submitted by MMJB & Associates LLP, Practicing Company Secretaries engaged as Scrutinizer, as annexed, all the Resolutions as set out in the Notice of the 14<sup>th</sup> Annual General Meeting have been duly approved by the Shareholders with requisite majority.

This disclosure is also being uploaded on the Company's website at [www.vscl.in](http://www.vscl.in).

You are requested to kindly take above information on your records.

For **Vadivarhe Speciality Chemicals Limited**

**Meena Pophale**  
**Whole-Time Director**  
**DIN: 00834085**

**Place:** Mumbai  
**Encl:** A/a

## **Vadivarhe Speciality Chemicals Ltd.**

**Corporate Office:** K. K. Chambers, Sir P. T. Road, Fort, Mumbai - 400 001. Tel: 022-22072526 Fax: 022-26740371  
**Registered Office & Factory:** Gat No. : 204, Nashik - Mumbai Highway, VTC Phata, Vadivarhe,  
Taluka - Igatpuri, Dist.: Nashik - 422403 Tel: 02553-282200 / 238 / 252  
Email: sales@vscl.in Website: www.vscl.in  
CIN: L24100MH2009PLC190516

### Voting Result

<b>Date of the AGM</b>	September 28, 2023
<b>Total number of shareholders on record date (i.e., as on the cut-off date September 22, 2023)</b>	369
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	
Promoter and Promoter group	Not Applicable
Public	Not Applicable
<b>No. of shareholders attended the meeting through Video Conferencing:</b>	
Promoter and Promoter group	4
Public	12

#### Resolution Item No. 1 - Ordinary Resolution:

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2023 together with the reports of the Board of Directors and Auditors thereon.

Sr. No	Promoter/ Public	Mode of voting	Total 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
1	Promoter and Promoter Group	Remote e-voting	95,41,250	95,38,250	99.9686	95,38,250	0	100.0000	0.0000
		E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
		<b>Total</b>		<b>95,38,250</b>	<b>99.9686</b>	<b>95,38,250</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
2	Public - Institutions	Remote e-voting	0	0	0.0000	0	0	0.0000	0.0000
		E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
		<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
3	Public-Non-Institutions	Remote e-voting	32,41,500	18,000	0.5553	18,000	0	100.0000	0.0000
		E-voting at AGM		6,000	0.1851	6,000	0	100.0000	0.0000
		<b>Total</b>		<b>24,000</b>	<b>0.7404</b>	<b>24,000</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Total</b>			<b>1,27,82,750</b>	<b>95,62,250</b>	<b>74.8059</b>	<b>95,62,250</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>

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 Email: sales@vscl.in Website: www.vscl.in  
 CIN: L24100MH2009PLC190516

**Resolution Item No. 2 - Ordinary Resolution:**

To appoint Mr. Sunil H. Pophale (DIN: 00064412) as a director, who retires by rotation and being eligible offers himself for re-appointment.

Sr. No	Promoter/ Public	Mode of voting	Total 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
1	Promoter and Promoter Group	Remote e-voting	95,41,250	95,38,250	99.9686	95,38,250	0	100.0000	0.0000
		E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
		Total		95,38,250	99.9686	95,38,250	0	100.0000	0.0000
2	Public - Institutions	Remote e-voting	0	0	0.0000	0	0	0.0000	0.0000
		E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
		Total		0	0.0000	0	0	0.0000	0.0000
3	Public-Non-Institutions	Remote e-voting	32,41,500	15,000	0.4627	15,000	0	100.0000	0.0000
		E-voting at AGM		6,000	0.1851	6,000	0	100.0000	0.0000
		Total		21,000	0.6478	21,000	0	100.0000	0.0000
<b>Total</b>			<b>1,27,82,750</b>	<b>95,59,250</b>	<b>74.7824</b>	<b>95,59,250</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>

**Vadivarhe Speciality Chemicals Ltd.**

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**Resolution Item No. 3 – Special Resolution:**

Appointment of Mr. Anil Suryavanshi (DIN: 10052423) as the Whole-time Director of the Company and approve the remuneration payable to him.

Sr. No	Promoter/ Public	Mode of voting	Total 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
1	Promoter and Promoter Group	Remote e-voting	95,41,250	95,38,250	99.9686	95,38,250	0	100.0000	0.0000
		E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
		Total		95,38,250	99.9686	95,38,250	0	100.0000	0.0000
2	Public - Institutions	Remote e-voting	0	0	0.0000	0	0	0.0000	0.0000
		E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
		Total		0	0.0000	0	0	0.0000	0.0000
3	Public-Non-Institutions	Remote e-voting	32,41,500	15,000	0.4627	15,000	0	100.0000	0.0000
		E-voting at AGM		6,000	0.1851	6,000	0	100.0000	0.0000
		Total		21,000	0.6478	21,000	0	100.0000	0.0000
Total			1,27,82,750	95,59,250	74.7824	95,59,250	0	100.0000	0.0000

For Vadivarhe Speciality Chemicals Limited

**Meena Pophale**  
**Whole-Time Director**  
 DIN: 00834085

**Vadivarhe Speciality Chemicals Ltd.**

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# *MMJB & Associates LLP*

## Company Secretaries

Ecstasy, 803/804, 8<sup>th</sup> Floor, City of Joy, J.S.D Road, Mulund (W), Mumbai- 400080, (T) 022-21678100

### Consolidated Report of Scrutinizer on Remote e-voting and e-voting during the 14<sup>th</sup> Annual General Meeting (“AGM”)

To,  
The Chairman,  
**Vadivarhe Speciality Chemicals Limited**  
Gat No. 204, Vadivarhe,  
Igatpuri -422403, Maharashtra.

**Consolidated Scrutinizer’s Report on voting through remote e-voting and e-voting during the 14<sup>th</sup> AGM of the shareholders of the Company, held on Thursday, September 28, 2023 at 03.00 P.M. through video conference /other audio visual means (“VC/OAVM”) in terms of provisions of the Companies Act, 2013 (“the Act”) read with the Rules issued thereunder and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the Listing Regulations”)**

- A. I, Deepti Kulkarni, Designated Partner of M/s. MMJB & Associates LLP, Practicing Company Secretaries, have been appointed as Scrutinizer by the Board of Directors of the Company at their meeting held on August 31, 2023, to conduct the following:
- (i) **Remote e-voting** process done by the shareholders of the Company pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014; and
  - (ii) **E-voting during the AGM** under the provisions of Section 109 of the Act read with Rule 21 of the Companies (Management and Administration) Rules, 2014 during the 14<sup>th</sup> AGM held on Thursday, September 28, 2023 at 03.00 P.M. IST.
- B. Pursuant to Sections 101, 108 of the Act and Rule 20 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification(s) and/or re-enactment(s) thereof for the time being in force), the Company has confirmed that the electronic copy of the Notice convening the 14<sup>th</sup> AGM of the Company and explanatory statement along with the procedure for remote e-voting and e-voting during the AGM were sent to the shareholders whose e-mail addresses were registered with the Company’s Registrar and Share Transfer Agent/Depository Participant(s) for communication purposes in compliance with the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020, May 05, 2020, May 05, 2022 and December 28, 2022 and by SEBI Circulars dated January 05, 2023 and other applicable provisions of the Listing Regulations, the Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India. The Company completed dispatch of

Notice along with explanatory statement on Tuesday, September 05, 2023, to those members whose name(s) appeared on the Register of Members of the Company or Register of Beneficial Owner maintained by the Depositories as on September 01, 2023 (“Cut off date”)

- C. The Company had appointed National Securities Depository Limited (“NSDL”) for conducting the electronic voting by the shareholders of the Company at the AGM. After the time fixed for closing of electronic voting at AGM by the Chairman, voting was closed and votes cast were unblocked.
- D. The Company had availed the remote e-voting facility provided by NSDL for conducting the voting by the shareholders of the Company. The remote e-voting commenced on Monday, September 25, 2023 at 9.00 a.m. IST and ended on Wednesday, September 27, 2023 at 5.00 p.m. IST and NSDL remote e-voting portal was blocked for voting thereafter.
- E. On the basis of the votes exercised by the shareholders of the Company by way of remote e-voting and by way of electronic voting at the AGM, I have issued Scrutinizer’s Report dated September 29, 2023.

<b>Date of the AGM</b>	September 28, 2023
<b>Total number of shareholders on record date (i.e., as on the cut-off date September 22, 2023)</b>	369
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	
Promoter and Promoter group	Not Applicable
Public	Not Applicable
<b>No. of shareholders attended the meeting through Video Conferencing:</b>	
Promoter and Promoter group	4
Public	12

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

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2023 together with the reports of the Board of Directors and Auditors thereon.

Sr. No	Promoter/ Public	Mode of voting	Total 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
1	Promoter and Promoter Group	Remote e-voting	95,41,250	95,38,250	99.9686	95,38,250	0	100.0000	0.0000
		E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
		Total		95,38,250	99.9686	95,38,250	0	100.0000	0.0000
2	Public - Institutions	Remote e-voting	0	0	0.0000	0	0	0.0000	0.0000
		E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
		Total		0	0.0000	0	0	0.0000	0.0000
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		E-voting at AGM		6,000	0.1851	6,000	0	100.0000	0.0000
		Total		24,000	0.7404	24,000	0	100.0000	0.0000
<b>Total</b>			<b>1,27,82,750</b>	<b>95,62,250</b>	<b>74.8059</b>	<b>95,62,250</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>

**Resolution Item No. 2 - Ordinary Resolution:**

To appoint Mr. Sunil H. Pophale (DIN: 00064412) as a director, who retires by rotation and being eligible offers himself for re-appointment.

Sr. No	Promoter/ Public	Mode of voting	Total 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
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		Total		95,38,250	99.9686	95,38,250	0	100.0000	0.0000
2	Public - Institutions	Remote e-voting	0	0	0.0000	0	0	0.0000	0.0000
		E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
		Total		0	0.0000	0	0	0.0000	0.0000
3	Public-Non-Institutions	Remote e-voting	32,41,500	15,000	0.4627	15,000	0	100.0000	0.0000
		E-voting at AGM		6,000	0.1851	6,000	0	100.0000	0.0000
		Total		21,000	0.6478	21,000	0	100.0000	0.0000
<b>Total</b>			<b>1,27,82,750</b>	<b>95,59,250</b>	<b>74.7824</b>	<b>95,59,250</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>



**Resolution Item No. 3 – Special Resolution:**

Appointment of Mr. Anil Suryavanshi (DIN: 10052423) as the Whole-time Director of the Company and to approve the remuneration payable to him.

Sr. No	Promoter/ Public	Mode of voting	Total no. of shares held	No. of votes polled	% of votes polled on outstandin g 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
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		E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
		Total		95,38,250	99.9686	95,38,250	0	100.0000	0.0000
2	Public - Institutions	Remote e-voting	0	0	0.0000	0	0	0.0000	0.0000
		E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
		Total		0	0.0000	0	0	0.0000	0.0000
3	Public-Non- Institutions	Remote e-voting	32,41,500	15,000	0.4627	15,000	0	100.0000	0.0000
		E-voting at AGM		6,000	0.1851	6,000	0	100.0000	0.0000
		Total		21,000	0.6478	21,000	0	100.0000	0.0000
Total			1,27,82,750	95,59,250	74.7824	95,59,250	0	100.0000	0.0000

F. As requested by the management, I am submitting herewith a consolidated report on the results of remote e-voting together with the results of the e-voting facilitated during the AGM.

**It is to be noted that:**

1. The votes cast does not include abstained votes.
2. All the aforesaid resolutions were passed by the members of the Company with requisite majority.

Thanking you,

Yours faithfully,

**For MMJB & Associates LLP  
Company Secretaries**

**For Vadivarhe Speciality Chemicals Limited**

**Deepti Kulkarni  
Designated Partner  
ACS: 34733  
CP: 22502  
PR: 2826/2022  
UDIN: A034733E001124349  
Date: 29.09.2023  
Place: Mumbai**

**Mr. Sunil Haripant Pophale  
Chairman and Executive Director  
DIN: 00064412**