

September 16, 2022

To, The Manager – CRD BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001 Scrip Code: 530627

Sub.: <u>Disclosure under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure</u> <u>Requirements) Regulations, 2015 for 50th Annual General Meeting of Vipul Organics</u> <u>Limited held on Wednesday, September 14, 2022.</u>

Dear Sir / Madam,

Pursuant to the provisions of Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, we are submitting herewith the details regarding the voting results in the prescribed format as required under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, for the business transacted at the 50th Annual General Meeting (AGM) of the Company held on Wednesday, September 14, 2022 at 4:30 P.M. through Video Conferencing (VC) / Other Audio Visual Means (OAVM).

The proceedings of the AGM were conducted at the Corporate Office of the Company situated at B- 603 A, Kaledonia Bldg., Sahar Road, Off W. E. Highway, Andheri (East), Mumbai-400069, which is considered as deemed venue of the AGM.

Further, to facilitate the voting during the AGM to the members present thereat and did not cast their votes earlier through remote e-voting facility, the Company provided e-voting facility to enable them to cast their vote in respect of items of business as set out in the Notice of the 50th AGM.

CS Manish Baldeva, Proprietor, M/s. M Baldeva Associates, Company Secretaries, Thane was appointed as Scrutinizer to scrutinize the e-voting in a fair and transparent manner.

The result of e-voting on each resolution was determined considering the aggregate of votes cast by the members on each resolution, both through remote e-voting as well as e-voting during the 50th AGM on which Scrutinizer has made Consolidated Scrutinizer's Report. The results along with Consolidated Scrutinizer's Report are being uploaded on the website of the Company at <u>www.vipulorganics.com</u> and on the CDSL e-voting website i.e. <u>www.evotingindia.com</u>.

The AGM was attended by requisite quorum and the following businesses were transacted:

1. APPROVAL OF STANDALONE AND CONSOLIDATED FINANCIAL STATEMENTS:

The members received, considered and adopted the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2022, together with reports of the Boards of Directors' and Auditors' thereon by passing Ordinary Resolutions with unanimous consent.



Vipul Organics Limited

Corporate Office : B-603A, Kaledonia Bldg., Sahar Road, Off W. E. Highway, Andheri (East), Mumbai - 400 069, India. Regd. Office : 102, Andheri Industrial Estate, Off Veera Desai Road, Andheri (West), Mumbai - 400 053, India. CIN: L24110MH1972PLC015857 \$\mathbf{G}\$ +91 22 6613 9999 \$\mathbf{c}\$ info@vipulorganics.com \$\mathbf{O}\$ www.vipulorganics.com



2. DECLARATION OF DIVIDEND:

The members approved the payment of dividend of Re. 0.90 per equity share of Rs. 10/- each i.e. 9% of the paid-up equity capital of the Company for the financial year ended March 31, 2022 by passing Ordinary Resolution with unanimous consent.

3. RE-APPOINTMENT OF DR. SHIV NATH SAHAI AS A DIRECTOR OF THE COMPANY:

The members re-appointed Dr. Shiv Nath Sahai (DIN: 00332652) as a Director of the Company, who retired by rotation and being eligible offered himself for re-appointment by passing Special Resolution with unanimous consent.

4. APPOINTMENT OF M/S. J. A. RAJANI & CO. CHARTERED ACCOUNTANTS, MUMBAI (FIRM REGISTRATION NO.: 108331W) AS STATUTORY AUDITORS OF THE COMPANY AND TO FIX THEIR REMUNERATION:

The members approved the appointment of M/s. J. A. Rajani & Co. Chartered Accountants, Mumbai (Firm Registration No.: 108331W) as Statutory Auditors of the Company for a consecutive period of 5 years and authorized Board of Directors of the Company to fix their audit fees from time to time by passing Ordinary Resolution with requisite majority.

5. REVISION IN REMUNERATION PAYABLE TO MR. VIPUL P. SHAH (DIN: 00181636), MANAGING DIRECTOR OF THE COMPANY:

The members approved the revision in remuneration payable to Mr. Vipul P. Shah (DIN: 00181636), Managing Director of the Company for the period from April 1, 2022 to June 14 2022, by passing Special Resolution with requisite majority.

6. REVISION IN REMUNERATION PAYABLE TO MR. MIHIR V. SHAH (DIN: 05126125), WHOLE TIME DIRECTOR & CHIEF FINANCIAL OFFICER OF THE COMPANY:

The members approved the revision in remuneration payable to Mr. Mihir V. Shah (DIN: 05126125), Whole Time Director & Chief Financial Officer of the Company w.e.f. April 1, 2022 for remaining period of his current tenure by passing Special Resolution with requisite majority.

7. RE-APPOINTMENT OF MR. VIPUL P. SHAH (DIN: 00181636) AS MANAGING DIRECTOR OF THE COMPANY FOR A FURTHER PERIOD OF FIVE YEARS W.E.F. JUNE 15, 2022 TO JUNE 14, 2027:

The members re-appointed Mr. Vipul P. Shah (DIN: 00181636) as the Managing Director of the Company for a period of 5 years w.e.f. June 15, 2022 and approved remuneration payable to him for a period of 3 years with effect from the said date by passing Special Resolution with unanimous consent.



Vipul Organics Limited



The copy of the Consolidated Scrutinizers' Report and voting results are enclosed herewith for your reference.

Please take the same on your records.

Thanking you,

Yours faithfully,

For VIPUL ORGANICS LIMITED

VIPUL PRAVINCHAN DRASHNCHAN DRASHNCHAN

Vipul P. Shah Managing Director DIN: 00181636

Encl.: As above

Vipul Organics Limited





Date of the AGM	September 14, 2022
Total number of shareholders on record date	8331
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	5
Public	44

Resolution No. 1:

equired: (Ordin moter / prom red in the Mode of Voting E-Voting -	noter group	 (a) Standa financi the Bo (b) Consol financi 	esolutions for alone Audited ial year endec ard of Directo lidated Audite al year endec rs' thereon. % of Votes Polled on	Financial S 31 st March rs' and Aud d Financial	tatements , 2022 toge itors' there Statements	ether with th on; and s of the Com ether with re	ne reports of pany for the eport of the
E-Voting -	held	nollad	CO DEPOSITO DEL 251 DODA	votes –	votes-	% of votes in	% of Votes
E-Voting -		ponea	outstanding	in favour	against	favour	against on
E-Voting -			shares			on votes polled	votes polled
Remote		7478991*	88.1347	7478991	0	100.0000	0.0000
Poll – E-voting during the AGM	8485866*	0	0.0000	0	0	0.0000	0.0000
Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
TOTAL	8485866	7478991	88.1347	7478991	0	100.0000	0.0000
E-Voting - Remote		0	0.0000	0	0	0.0000	0.0000
Poll – E-voting during the AGM	125	0	0.0000	0	0	0.0000	0.0000
Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
TOTAL	125	0	0.0000	0	0	0.0000	0.0000
E-Voting –	4325884	295325	6.8269	295325	0	100.0000	0.0000
F	Postal Ballot TOTAL E-Voting - Remote Poll – E-voting during the AGM Postal Ballot TOTAL	Postal Ballot TOTAL 8485866 E-Voting - Remote Poll – E-voting 125 during the AGM Postal Ballot TOTAL 125 E-Voting –	Postal BallotN.A.TOTAL84858667478991E-Voting - Remote0Poll - E-voting during the AGM0Postal BallotN.A.Postal BallotN.A.TOTAL125E-Voting - B-Voting -04325884295325	Postal Ballot N.A. TOTAL 8485866 7478991 88.1347 E-Voting - Remote A A A Poll - - 0 0.0000 E-voting during the AGM 125 0 0.0000 Postal Ballot N.A. N.A. Postal Ballot N.A. N.A. Postal Ballot 0 0.0000 E-Voting - 4325884 295325 6.8269	Postal Ballot N.A. N.A. N.A. TOTAL 8485866 7478991 88.1347 7478991 E-Voting - Remote 485866 7478991 0.0000 0 Poll - - 0 0.0000 0 E-voting during the AGM 125 - - - - Postal Ballot N.A. N.A. N.A. - - - - - - - 0	Postal Ballot N.A. N.A. N.A. N.A. TOTAL 8485866 7478991 88.1347 7478991 0 E-Voting - Remote 0 0.0000 0 0 0 Poll - 0 0.0000 0 0 0 E-voting during the AGM 125 N.A. N.A. N.A. N.A. Postal Ballot N.A. N.A. N.A. N.A. N.A. Postal Ballot N.A. N.A. N.A. N.A. N.A. Postal Ballot N.A. N.A. N.A. N.A. 0 E-Voting - 125 0 0.0000 0 0 0	Postal Ballot N.A. N.A. N.A. N.A. N.A. TOTAL 8485866 7478991 88.1347 7478991 0 100.0000 E-Voting - Remote Poll - 125 0 0.0000 0 0 0 0.0000 Poll - 125 0 0.0000 0 0 0 0.0000 E-voting the AGM 125 N.A. N.A. N.A. N.A. N.A. Postal Ballot N.A. N.A. N.A. N.A. N.A. N.A. Poll - 125 0 0.00000 0 0 0 0.0000 E-voting the AGM 125 N.A. N.A. N.A. N.A. N.A. Postal Ballot N.A. N.A. N.A. N.A. N.A. N.A. E-Voting - 4325884 295325 6.8269 295325 0 100.0000



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Institutions	Remote							
	Poll –		3777	0.0873	3777	0	100.0000	0.0000
	E-voting							
	during the							
	AGM							
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	TOTAL	4325884	299102	6.9142	299102	0	100.0000	0.0000
TOTAL		12811875	7778093	60.7100	7778093	0	100.0000	0.0000

Invalid votes: 608125 (Promoter and Promoter Group) Result: The resolution is passed unanimously.

*Total number of shares held by Promoters and promoter group and voted thereby includes 1991 equity shares held by Mr. Vipul P. Shah, held in trust on behalf of those members, entitled to such fractional shares in proportion of their respective fractional entitlement, arose out of the issue and allotment of Bonus equity shares.



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Resolution No. 2:

Resolution F	Required: (Ordii	nary)		Resolution for he Equity Sha		of dividen		(9.00%) per
Whether pr are interes resolution?	omoter / prom sted in the	noter group agenda /	No	, 2022.				
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
Promoter	E-Voting -		7478991*	88.1347	7478991	0	100.0000	0.0000
and Promoter group	Remote Poll – E-voting during the AGM	8485866*	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	TOTAL	8485866	7478991	88.1347	7478991	0	100.0000	0.0000
Public- Institutions	E-Voting - Remote		0	0.0000	0	0	0.0000	0.0000
	Poll – E-voting during the AGM	125	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	TOTAL	125	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting - Remote		295325	6.8269	295325	0	100.0000	0.0000
	Poll – E-voting during the AGM	4325884	3777	0.0873	3777	0	100.0000	0.0000
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	TOTAL	4325884	299102	6.9142	299102	0	100.0000	0.0000
TOTAL		12811875	7778093	60.7100	7778093	0	100.0000	0.0000

Invalid votes: 608125 (Promoter and Promoter Group) Result: The resolution is passed unanimously.

*Total number of shares held by Promoters and promoter group and voted thereby includes 1991 equity shares held by Mr. Vipul P. Shah, held in trust on behalf of those members, entitled to such fractional shares in proportion of their respective fractional entitlement, arose out of the issue and allotment of Bonus equity shares.



Vipul Organics Limited



Resolution F	Required: (Spec	ial)	Nath Saha	solution for a i (DIN: 003326 mself for re-a	552), who re	t of a dire tired by ro		e of Dr. Shiv
Whether pr are interes resolution?	omoter / prom sted in the	noter group agenda /	No		spontment.	0		
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
Promoter and	E-Voting - Remote		7478991*	88.1347	7478991	0	100.0000	0.0000
Promoter group	Poll – E-voting during the AGM	8485866*	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	TOTAL	8485866	7478991	88.1347	7478991	0	100.0000	0.0000
Public- Institutions	E-Voting - Remote		0	0.0000	0	0	0.0000	0.0000
	Poll – E-voting during the AGM	125	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	TOTAL	125	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting - Remote		295325	6.8269	295325	0	100.0000	0.0000
	Poll – E-voting during the AGM	4325884	3777	0.0873	3777	0	100.0000	0.0000
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	TOTAL	4325884	299102	6.9142	299102	0	100.0000	0.0000
TOTAL		12811875	7778093	60.7100	7778093	0	100.0000	0.0000

Invalid votes: 608125 (Promoter and Promoter Group) Result: The resolution is passed unanimously.

*Total number of shares held by Promoters and promoter group and voted thereby includes 1991 equity shares held by Mr. Vipul P. Shah, held in trust on behalf of those members, entitled to such fractional shares in proportion of their respective fractional entitlement, arose out of the issue and allotment of Bonus equity shares.



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Resolution No. 4:

Resolution F	Required: (Ord	inary)	Chartered A	esolution fo Accountants, uditors of the	Mumbai (Fi	ent of M/ rm Registra	ation No.: 10	jani & Co., 08331W), as
	omoter / pron ted in the	U 1	No		. ,			
Category	Mode of Voting	No. of Shares held	No. of valid 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
Promoter and	E-Voting - Remote		7478991*	88.1347	7478991	0	100.0000	0.0000
Promoter group	Poll – E-voting during the AGM	8485866*	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	TOTAL	8485866	7478991	88.1347	7478991	0	100.0000	0.0000
Public- Institutions	Remote E-Voting		0	0.0000	0	0	0.0000	0.0000
	E-voting during the AGM	125	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	TOTAL	125	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	Remote E-Voting		295325	6.8269	295313	12	99.9959	0.0041
	E-voting during the AGM	4325884	3777	0.0873	3777	0	100.0000	0.0000
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	TOTAL	4325884	299102	6.9142	299090	12	99.9960	0.0040
TOTAL		12811875	7778093	60.7100	7778081	12	99.9998	0.0002

Invalid votes: 608125 (Promoter and Promoter Group) Result: The resolution is passed with requisite majority.

*Total number of shares held by Promoters and promoter group and voted thereby includes 1991 equity shares held by Mr. Vipul P. Shah, held in trust on behalf of those members, entitled to such fractional shares in proportion of their respective fractional entitlement, arose out of the issue and allotment of Bonus equity shares.



Vipul Organics Limited



Resolution No. 5:

Resolution F	Required: (Spe	cial)	Shah (DIN: from 1 st Ap	olution for re 00181636), N ril, 2022 for	Managing Di	muneratior rector of t	he Company	Mr. Vipul P. with effect
are interes	omoter / pror ted in the	noter group agenda /	upto 14 th Ju Yes	ine, 2022.				
category	Mode of Voting	No. of Shares held	No. of valid 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
Promoter and	E-Voting - Remote		7478991*	88.1347	7478991	0	100.0000	0.0000
Promoter group	Poll – E-voting during the AGM	8485866*	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	TOTAL	8485866	7478991	88.1347	7478991	0	100.0000	0.0000
Public- Institutions	Remote E-Voting		0	0.0000	0	0	0.0000	0.0000
	E-voting during the AGM	125	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	TOTAL	125	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	Remote E-Voting		295325	6.8269	295313	12	99.9959	0.0041
	E-voting during the AGM	4325884	3777	0.0873	3777	0	100.0000	0.0000
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	TOTAL	4325884	299102	6.9142	299090	12	99.9960	0.0040
TOTAL		12811875	7778093	60.7100	7778081	12	99.9998	0.0002

Invalid votes: 608125 (Promoter and Promoter Group) Result: The resolution is passed with requisite majority.

*Total number of shares held by Promoters and promoter group and voted thereby includes 1991 equity shares held by Mr. Vipul P. Shah, held in trust on behalf of those members, entitled to such fractional shares in proportion of their respective fractional entitlement, arose out of the issue and allotment of Bonus equity shares.

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Resolution No. 6:

Resolution R	equired: (Spe	cial)	Shah (DIN: the Compa	olution for re 05126125), V ny with effec	Vhole Time I	nuneration Director &	Chief Financ	Mr. Mihir V. ial Officer of
Whether pro are interes resolution?	omoter / pron ted in the	• .	of his curre Yes	nt tenure.				
Category	Mode of Voting	No. of Shares held	No. of valid 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
Promoter and	E-Voting - Remote		7478991*	88.1347	7478991	0	100.0000	0.0000
Promoter group	Poll – E-voting during the AGM	8485866*	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	TOTAL	8485866	7478991	88.1347	7478991	0	100.0000	0.0000
Public- Institutions	Remote E-Voting		0	0.0000	0	0	0.0000	0.0000
	E-voting during the AGM	125	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	TOTAL	125	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	Remote E-Voting		295325	6.8269	295313	12	99.9959	0.0041
	E-voting during the AGM	4325884	3777	0.0873	3777	0	100.0000	0.0000
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	TOTAL	4325884	299102	6.9142	299090	12	99.9960	0.0040
TOTAL		12811875	7778093	60.7100	7778081	12	99.9998	0.0002

Invalid votes: 608125 (Promoter and Promoter Group) Result: The resolution is passed with requisite majority.

*Total number of shares held by Promoters and promoter group and voted thereby includes 1991 equity shares held by Mr. Vipul P. Shah, held in trust on behalf of those members, entitled to such fractional shares in proportion of their respective fractional entitlement, arose out of the issue and allotment of Bonus equity shares.

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Resolution No. 7:

Resolution F	Required: (Spec	ial)	(DIN: 0018	esolution fo 31636) as Ma 5 (five) years	naging Dire	ntment o ctor of the	Company f	or a further
	omoter / prom sted in the	• .	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
Promoter and	E-Voting - Remote		7478991*	88.1347	7478991	0	100.0000	0.0000
Promoter group	Poll – E-voting during the AGM	8485866*	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	TOTAL	8485866	7478991	88.1347	7478991	0	100.0000	0.0000
Public- Institutions	E-Voting - Remote		0	0.0000	0	0	0.0000	0.0000
	Poll – E-voting during the AGM	125	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	TOTAL	125	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting - Remote		295325	6.8269	295325	0	100.0000	0.0000
	Poll – E-voting during the AGM	4325884	3777	0.0873	3777	0	100.0000	0.0000
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	TOTAL	4325884	299102	6.9142	299102	0	100.0000	0.0000
TOTAL		12811875	7778093	60.7100	7778093	0	100.0000	0.0000

Invalid votes: 608125 (Promoter and Promoter Group) Result: The resolution is passed unanimously.

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Vipul Organics Limited

Corporate Office : B-603A, Kaledonia Bldg., Sahar Road, Off W. E. Highway, Andheri (East), Mumbai - 400 069, India. Regd. Office : 102, Andheri Industrial Estate, Off Veera Desai Road, Andheri (West), Mumbai - 400 053, India. CIN: L24110MH1972PLC015857 \$\mathbf{S}\$+91 22 6613 9999 \$\mathbf{S}\$ info@vipulorganics.com \$\mathbf{S}\$ www.vipulorganics.com



G-02, Salasar Jyot CHS Ltd., Bageshree Park, Shiv Sena Gali, Bhayandar (West), Dist. Thane - 401101. Phone : 022 - 2818 5738 Email : manish@csmanishb.in Website : www.csmanishb.in

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman of 50th Annual General Meeting of Vipul Organics Limited 102, Andheri Industrial Estate, Off. Veera Desai Road, Andheri (West), Mumbai – 400053, Maharashtra, India.

Dear Sir,

Sub.: Consolidated Scrutinizer's Report on e-voting done by members of the Company through "remote e-voting process" and "e-voting process" during the 50th Annual General Meeting held on Wednesday, 14th September, 2022.

I, CS Manish Baldeva, Proprietor, M/s. M Baldeva Associates, Company Secretaries, Thane was appointed as Scrutinizer by the Board of Directors of **Vipul Organics Limited** ('the Company') in its meeting held on 30th May, 2022 for the purpose of scrutinizing the voting done through remote e-voting process and e-voting process during the 50th Annual General Meeting ('AGM') of the Company held on Wednesday, 14th September, 2022, pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 for passing of the resolutions as mentioned under item numbers 1 to 7 in the Notice of the 50th AGM of the members of the Company dated 11th August, 2022.

I submit my report as under:

- As per the guidelines issued by the Ministry of Corporate Affairs ('MCA') vide its General Circular No. 02/2022 dated 5th May, 2022 read with Circular Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020 and 20/2020 dated 5th May, 2020 (collectively referred to as ('MCA Circulars'), the 50th AGM was held through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM').
- 2. The management of the Company is responsible to ensure the compliances with the requirements of the Companies Act, 2013 and rules relating to remote e-voting and the e-voting during the 50th AGM on the resolutions contained in the said notice of 50th AGM of the members of the Company. My responsibility as Scrutinizer for the remote e-voting process and e-voting conducted during the 50th AGM is restricted to make the Scrutinizer's Report on the votes cast "in favour" or "against" the resolutions stated in the said notice based on the report generated from the e-voting system provided by the Central Depository Services (India) Limited ('CDSL'), the agency engaged by the Company to provide e-voting facility i.e. remote e-voting facility and e-voting facility during the 50th AGM.

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- 3. The Notice of the 50th AGM dated 11th August, 2022 along with the statement setting out material facts under Section 102 of the Act and Regulations 17(1A) and 36(3) & (5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 was sent to the members through e-mail on 23rd August, 2022, whose email address were registered with the Company / Depository Participants. The said notice was dispatched on the basis of Register of Members and List of Beneficiaries as on 19th August, 2022.
- 4. As per the provisions of Rule 20 of the Companies (Management and Administration) Rules, 2014 and as required under said Circulars, the Company has published advertisement about sending of the notice of 50th AGM through e-mail in accordance with the said Circulars, in English newspaper "Financial Express" and in the Marathi newspaper "Mumbai Lakshadweep" on Monday, 22nd August, 2022 and published advertisement giving notice of 50th AGM, providing remote e-voting facility and e-voting facility during the said AGM and book closure in the English newspaper "Financial Express" on Thursday, 25th August, 2022 and in the Marathi newspaper "Mumbai Lakshadweep" on Friday, 26th August, 2022.
- The voting rights of members were considered in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date i.e. Wednesday, 7th September, 2022.
- 6. In terms of the aforesaid Notice, the remote e-voting was kept open for 3 (three) days i.e. from Sunday, 11th September, 2022 (9:00 A.M.) to Tuesday, 13th September, 2022 (5:00 P.M.). The members cast their votes electronically on remote e-voting platform provided by the CDSL. The shareholders who were present at the 50th AGM of the Company through VC / OAVM and had not voted through remote e-voting process earlier were allowed to cast their votes through e-voting system provided by the CDSL during the 50th AGM.
- 7. The summary of the voting through remote e-voting facility and e-voting process during the 50th AGM are as under:

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Resolution No. 1:

Whether pro are interest resolution?	equired: (Ordi omoter / prom ted in the	oter group agenda /	 (a) Standa financi the Box (b) Consol financi Audito No 	esolutions for lone Audited al year endec ard of Directo idated Audite al year endec rs' thereon.	Financial St 1 31 st March, rs' and Audi d Financial S 1 31 st March	atements (2022 toge tors' there statements , 2022 toge	ther with th on; and of the Com ether with re	e reports of pany for the eport of the
Category	Mode of Voting	No. of Shares	No. of valid	% of Votes Polled on	No. of votes –	No. of votes-	% of votes in	% of Votes
		held	votes	outstanding	in favour	against	favour	against on
			polled	shares			on votes	votes
							polled	polled
Promoter	Remote		7478991	88.1347	7478991	0	100.0000	0.0000
and	E-Voting							
Promoter	E-voting	8485866	0	0.0000	0	0	0.0000	0.0000
group	during the AGM		ľ.					
	TOTAL	8485866	7478991	88.1347	7478991	0	100.0000	0.0000
Public-	Remote		0	0.0000	0	0	0.0000	0.0000
Institutions	E-Voting							
	E-voting	125	0	0.0000	0	0	0.0000	0.0000
	during the							
	AGM							
	TOTAL	125	0	0.0000	0	0	0.0000	0.0000
Public- Non	Remote		295325	6.8269	295325	0	100.0000	0.0000
Institutions	E-Voting	100-00-					100	
	E-voting	4325884	3777	0.0873	3777	0	100.0000	0.0000
	during the			2				
	AGM	4225004	200102	6.9142	299102	0	100.0000	0.0000
	TOTAL	4325884	299102			0	100.0000	0.0000
TOTAL		12811875	7778093	60.7100	7778093	U	100.0000	0.0000

Invalid votes: 608125 (Promoter and Promoter Group) Result: The resolution is passed unanimously.

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Resolution No. 2:

Resolution R	solution Required: (Ordinary)			esolution for a	declaration	of dividend	of Re. 0.90	(9.00%) per
				e Equity Shar	es of Rs. 10/	- each for	the financial	year ended
			31 st March,	2022.				
Whether pro	omoter / prom	noter group	No					
are interes	ted in th e	agenda /						
resolution?								
Category	Mode of	No. of	No. of	% of Votes	No. of	No. of	% of	% of
	Voting	Shares	valid	Polled on	votes –	votes-	votes in	Votes
		held	votes	outstanding	in favour	against	favour	against on
			polled	shares			on votes	votes
							polled	polled
Promoter	Remote		7478991	88.1347	7478991	0	100.0000	0.0000
and	E-Voting							
Promoter	E-voting	8485866	0	0.0000	0	0	0.0000	0.0000
group	during the							
	AGM							
	TOTAL	8485866	7478991	88.1347	7478991	0	100.0000	0.0000
Public-	Remote		0	0.0000	0	0	0.0000	0.0000
Institutions	E-Voting							
	E-voting	125	0	0.0000	0	0	0.0000	0.0000
	during the							
	AGM							
	TOTAL	125	0	0.0000	0	0	0.0000	0.0000
Public- Non	Remote		295325	6.8269	295325	0	100.0000	0.0000
Institutions	E-Voting							
	E-voting	4325884	3777	0.0873	3777	0	100.0000	0.0000
	during the							
	AGM							
	TOTAL	4325884	299102	6.9142	299102	0	100.0000	0.0000
TOTAL		12811875	7778093	60.7100	7778093	0	100.0000	0.0000

Invalid votes: 608125 (Promoter and Promoter Group) Result: The resolution is passed unanimously.



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Resolution No. 3:

Resolution Re	equired: (Spec	ial)	Nath Sahai	olution for a (DIN: 003326 self for re-ap	52), who ret			
Whether pro	moter / prom	oter group	No					
are interest	ed in the	agenda /						
resolution?								
Category	Mode of	No. of	No. of	% of Votes	No. of	No. of	% of	% of
	Voting	Shares	valid	Polled on	votes	votes-	votes in	Votes
		held	votes	outstanding	in favour	against	favour	against on
			polled	shares			on votes	votes
							polled	polled
Promoter	Remote		7478991	88.1347	7478991	0	100.0000	0.0000
and	E-Voting							
Promoter	E-voting	8485866	0	0.0000	0	0	0.0000	0.0000
group	during the							
	AGM							
	TOTAL	8485866	7478991	88.1347	7478991	0	100.0000	0.0000
Public-	Remote		0	0.0000	0	0	0.0000	0.0000
Institutions	E-Voting							
	E-voting	125	0	0.0000	0	0	0.0000	0.0000
	during the							
	AGM							
	TOTAL	125	0	0.0000	0	0	0.0000	0.0000
Public- Non	Remote		295325	6.8269	295325	0	100.0000	0.0000
Institutions	E-Voting							
	E-voting	4325884	3777	0.0873	3777	0	100.0000	0.0000
	during the							
	AGM							
	TOTAL	4325884	299102	6.9142	299102	0	100.0000	0.0000
TOTAL			7778093	60.7100	7778093	0	100.0000	0.0000

Invalid votes: 608125 (Promoter and Promoter Group) Result: The resolution is passed unanimously.



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Resolution No. 4:

Resolution Required: (Ordinary)			Ordinary Resolution for appointment of M/s. J. A. Rajani & Co., Chartered Accountants, Mumbai (Firm Registration No.: 108331W), as						
			Statutory Auditors of the Company and to fix their remuneration.						
Whether promoter / promoter group		No							
are interest	are interested in the agenda /								
resolution?									
Category	Mode of	No. of	No. of	% of Votes	No. of	No. of	% of	% of	
	Voting	Shares	valid	Polled on	votes –	votes-	votes in	Votes	
		held	votes	outstanding	in favour	against	favour	against on	
			polled	shares			on votes	votes	
					1		polled	polled	
Promoter	Remote		7478991	88.1347	7478991	0	100.0000	0.0000	
and	E-Voting								
Promoter	E-voting	8485866	0	0.0000	0	0	0.0000	0.0000	
group	during the								
	AGM								
	TOTAL	8485866	7478991	88.1347	7478991	0	100.0000	0.0000	
Public-	Remote		0	0.0000	0	0	0.0000	0.0000	
Institutions	E-Voting								
	E-voting	125	0	0.0000	0	0	0.0000	0.0000	
	during the								
	AGM								
	TOTAL	125	0	0.0000	0	0	0.0000	0.0000	
Public- Non	Remote		295325	6.8269	295313	12	99.9959	0.0041	
Institutions	E-Voting								
	E-voting	4325884	3777	0.0873	3777	0	100.0000	0.0000	
	during the								
	AGM								
	TOTAL	4325884	299102	6.9142	299090	12	99.9960	0.0040	
TOTAL		12811875	7778093	60.7100	7778081	12	99.9998	0.0002	

Invalid votes: 608125 (Promoter and Promoter Group) Result: The resolution is passed with requisite majority.



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Resolution No. 5:

Resolution Required: (Special)			Special Resolution for revision in remuneration payable to Mr. Vipul P. Shah (DIN: 00181636), Managing Director of the Company with effect from 1 st April, 2022 for the remaining period of his current tenure i.e. upto 14 th June, 2022.						
Whether promoter / promoter group		Yes							
are interest	ted in the	agenda /							
resolution?									
Category	Mode of	No. of	No. of	% of Votes	No. of	No. of	% of	% of	
	Voting	Shares	valid	Polled on	votes –	votes-	votes in	Votes	
		held	votes	outstanding	in favour	against	favour	against on	
			polled	shares			on votes	votes	
							polled	polled	
Promoter	Remote		7478991	88.1347	7478991	0	100.0000	0.0000	
and	E-Voting								
Promoter	E-voting	8485866	0	0.0000	0	0	0.0000	0.0000	
group	during the								
	AGM								
	TOTAL	8485866	7478991	88.1347	7478991	0	100.0000	0.0000	
Public-	Remote		0	0.0000	0	0	0.0000	0.0000	
Institutions	E-Voting								
	E-voting	125	0	0.0000	0	0	0.0000	0.0000	
	during the								
	AGM								
	TOTAL	125	0	0.0000	0	0	0.0000	0.0000	
Public- Non	Remote		295325	6.8269	295313	12	99.9959	0.0041	
Institutions	E-Voting								
	E-voting	4325884	3777	0.0873	3777	0	100.0000	0.0000	
	during the								
	AGM								
	TOTAL	4325884	299102	6.9142	299090	12	99.9960	0.0040	
TOTAL		12811875	7778093	60.7100	7778081	12	99.9998	0.0002	

Invalid votes: 608125 (Promoter and Promoter Group) Result: The resolution is passed with requisite majority.

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Resolution No. 6:

Resolution Required: (Special)			Special Resolution for revision in remuneration payable to Mr. Mihir V. Shah (DIN: 05126125), Whole Time Director & Chief Financial Officer of the Company with effect from 1 st April, 2022 for the remaining period of his current tenure.						
	omoter / prom ted in the	-	Yes						
Category	Mode of Voting	No. of Shares held	No. of valid 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	
Promoter and	Remote E-Voting		7478991	88.1347	7478991	0	100.0000	0.0000	
Promoter group	E-voting during the AGM	8485866	0	0.0000	0	0	0.0000	0.0000	
	TOTAL	8485866	7478991	88.1347	7478991	0	100.0000	0.0000	
Public- Institutions	Remote E-Voting		0	0.0000	0	0	0.0000	0.0000	
	E-voting during the AGM	125	0	0.0000	0	0	0.0000	0.0000	
	TOTAL	125	0	0.0000	0	0	0.0000	0.0000	
Public- Non Institutions	Remote E-Voting		295325	6.8269	295313	12	99.9959	0.0041	
	E-voting during the AGM	4325884	3777	0.0873	3777	0	100.0000	0.0000	
	TOTAL	4325884	299102	6.9142	299090	12	99.9960	0.0040	
TOTAL		12811875	7778093	60.7100	7778081	12	99.9998	0.0002	

Invalid votes: 608125 (Promoter and Promoter Group) Result: The resolution is passed with requisite majority.



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Resolution No. 7:

Resolution Required: (Special)			Special Resolution for re-appointment of Mr. Vipul P. Shah (DIN: 00181636) as Managing Director of the Company for a further period of 5 (five) years with effect from 15 th June, 2022 to 14 th June, 2027.						
Whether promoter / promoter group		Yes							
are interest	ted in the	agenda /							
resolution?		i							
Category	Mode of	No. of	No. of	% of Votes	No. of	No. of	% of	% of	
	Voting	Shares	valid	Polled on	votes –	votes-	votes in	Votes	
		held	votes	outstanding	in favour	against	favour	against on	
			polled	shares			on votes	votes	
							polled	polled	
Promoter	Remote		7478991	88.1347	7478991	0	100.0000	0.0000	
and	E-Voting								
Promoter	E-voting	8485866	0	0.0000	0	0	0.0000	0.0000	
group	during the								
	AGM								
	TOTAL	8485866	7478991	88.1347	7478991	0	100.0000	0.0000	
Public-	Remote		0	0.0000	0	0	0.0000	0.0000	
Institutions	E-Voting								
	E-voting	125	0	0.0000	0	0	0.0000	0.0000	
	during the								
	AGM								
	TOTAL	125	0	0.0000	0	0	0.0000	0.0000	
Public- Non	Remote		295325	6.8269	295325	0	100.0000	0.0000	
Institutions	E-Voting								
	E-voting	4325884	3777	0.0873	3777	0	100.0000	0.0000	
	during the								
	AGM								
	TOTAL	4325884	299102	6.9142	299102	0	100.0000	0.0000	
TOTAL		12811875	7778093	60.7100	7778093	0	100.0000	0.0000	

Invalid votes: 608125 (Promoter and Promoter Group) Result: The resolution is passed unanimously.

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The relevant records relating to e-voting shall remain in my safe custody until the Chairman considers, approves and signs the minutes of the aforesaid meeting and the same will be handed over to the Company Secretary for safe keeping.



For **M Baldeva Associates** Company Secretaries

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CS Manish Baldeva Proprietor

M. No. FCS 6180; C.P. No. 11062 Peer Review: 1436/2021 UDIN: F006180D000978624

Date: 15th September, 2022 Place: Thane

Countersigned by

For Vipul Organics Limited

VIPUL PRAVINCHA NDRA SHAH

Chairman / Authorised Signatory

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