

3rd October, 2023

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

Dear Sir/Madam,

Sub.: Disclosure under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for 51st Annual General Meeting (AGM) held on Saturday, the 30th day of September, 2023.

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company provided remote e-voting facility to its members to vote on the matters transacted at the 51st Annual General Meeting held on Saturday, the 30th day of September, 2023 through Video Conferencing (VC) / Other Audio Visual Means (OAVM) without physical presence of the members at a common venue, in terms of the applicable provisions of the Companies Act, 2013 and rules framed thereunder and General Circular No. 10/2022 dated 28th December, 2022 read with General Circular Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, 20/2020 dated 5th May, 2020 and 02/2022 dated 5th May, 2022 issued by the Ministry of Corporate Affairs ('collectively referred to as MCA Circulars'). The proceedings of the AGM were conducted at the Corporate Office of the Company situated at B-603A, Kaledonia Bldg, Sahar Road, Off W.E. Highway, Andheri (East), Mumbai - 400069, which is deemed venue of the AGM pursuant to the aforesaid MCA circulars.

Further, to facilitate the voting during the AGM to the members present thereat and who did not cast their votes earlier through remote e-voting, 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 51st Annual General Meeting of the Company dated 14th August, 2023.

CS Manish Baldeva, Proprietor of 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 AGM, on which Scrutinizer has issued Consolidated Scrutinizer's Report. The aforesaid are being uploaded on the website of the Company viz. www.vipulorganics.com and on the CDSL e-voting website viz. www.evotingindia.com.

The Annual General Meeting was attended by requisite quorum and the following businesses were transacted:

VIPUL ORGANICS LIMITED

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 31st March, 2023, together with the reports of Board of Directors and Auditors thereon by passing Ordinary Resolutions unanimously.

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 31st March, 2023 by passing an Ordinary Resolution with requisite majority.

3. APPOINTMENT OF MR. VIPUL P. SHAH:

The members appointed Mr. Vipul P. Shah (DIN: 00181636), as a director of the Company, who retired by rotation and being eligible offered himself for re-appointment by passing an Ordinary Resolution with requisite majority.

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

The members approved revision in remuneration payable to Mr. Vipul P. Shah (DIN: 00181636), Managing Director of the Company, for the period from 1st April, 2023 to 14th June, 2025 by passing a Special Resolution with requisite majority.

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

The members approved the revision in remuneration payable to Mr. Mihir V. Shah, Whole Time Director and Chief Financial Officer of the Company w.e.f. 1st April, 2023 for remaining period of his current tenure by passing a Special Resolution with requisite majority.

The copy of the Consolidated Scrutinizers' Report and Voting Results are enclosed for your reference.

Please take the same on your records.

Thanking you,

Yours faithfully,

For **VIPUL ORGANICS LIMITED**

Vipul P. Shah
Managing Director
DIN: 00181636

Encl.: As above

VIPUL ORGANICS LIMITED

Date of the AGM	30 th September, 2023
Total number of shareholders on record date	7309
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	N. A.
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public	6 33
Mode of voting	Remote e-voting and e-voting during the Annual General Meeting

VIPUL ORGANICS LIMITED

Resolution No. 1:

Resolution Required: (Ordinary)			Ordinary Resolutions for adoption of: (a) Standalone Audited Financial Statements of the Company for the financial year ended 31 st March, 2023 together with the reports of the Board of Directors and Auditors thereon; and (b) Consolidated Audited Financial Statements of the Company for the financial year ended 31 st March, 2023 together with report of the Auditors thereon.					
Whether promoter / promoter group are interested in the agenda / resolution?			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 Promoter group	Remote E-Voting	8511925	5958866	70.0061	5958866	0	100.0000	0.0000
	E-voting during the AGM		0	0.0000	0	0	0.0000	0.0000
	TOTAL		8511925	5958866	70.0061	5958866	0	100.0000
Public-Institutions	Remote E-Voting	100	0	0.0000	0	0	0.0000	0.0000
	E-voting during the AGM		0	0.0000	0	0	0.0000	0.0000
	TOTAL		100	0	0.0000	0	0	0.0000
Public-Non Institutions	Remote E-Voting	4299850	987728	22.9712	987728	0	100.0000	0.0000
	E-voting during the AGM		0	0.0000	0	0	0.0000	0.0000
	TOTAL		4299850	987728	22.9712	987728	0	100.0000
TOTAL		12811875	6946594	54.2200	6946594	0	100.0000	0.0000

Invalid votes: Nil

Result: The resolution is passed unanimously.

VIPUL ORGANICS LIMITED

Resolution No. 2:

Resolution Required: (Ordinary)			Ordinary Resolution for declaration of dividend of Re. 0.90 (9%) per share on the Equity Shares of Rs. 10/- each for the financial year ended 31 st March, 2023.					
Whether promoter / promoter group are interested in the agenda / resolution?			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 Promoter group	Remote E-Voting	8511925	5958866	70.0061	5958866	0	100.0000	0.0000
	E-voting during the AGM		0	0.0000	0	0	0.0000	0.0000
	TOTAL		5958866	70.0061	5958866	0	100.0000	0.0000
Public-Institutions	Remote E-Voting	100	0	0.0000	0	0	0.0000	0.0000
	E-voting during the AGM		0	0.0000	0	0	0.0000	0.0000
	TOTAL		0	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	Remote E-Voting	4299850	987728	22.9712	987478	250	99.9747	0.0253
	E-voting during the AGM		0	0.0000	0	0	0.0000	0.0000
	TOTAL		987728	22.9712	987478	250	99.9747	0.0253
TOTAL		12811875	6946594	54.2200	6946344	250	99.9964	0.0036

Invalid votes: Nil

Result: The resolution is passed with requisite majority.

VIPUL ORGANICS LIMITED

Resolution No. 3:

Resolution Required: (Ordinary)			Ordinary Resolution for appointment of a director in place of Mr. Vipul P. Shah (DIN: 00181636), who retired by rotation and being eligible, offered himself for re-appointment.					
Whether promoter / promoter group are interested in the agenda / resolution?			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 Promoter group	Remote E-Voting	8511925	5958866	70.0061	5958866	0	100.0000	0.0000
	E-voting during the AGM		0	0.0000	0	0	0.0000	0.0000
	TOTAL	8511925	5958866	70.0061	5958866	0	100.0000	0.0000
Public-Institutions	Remote E-Voting	100	0	0.0000	0	0	0.0000	0.0000
	E-voting during the AGM		0	0.0000	0	0	0.0000	0.0000
	TOTAL	100	0	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	Remote E-Voting	4299850	987728	22.9712	987478	250	99.9747	0.0253
	E-voting during the AGM		0	0.0000	0	0	0.0000	0.0000
	TOTAL	4299850	987728	22.9712	987478	250	99.9747	0.0253
TOTAL		12811875	6946594	54.2200	6946344	250	99.9964	0.0036

Invalid votes: Nil

Result: The resolution is passed with requisite majority.

VIPUL ORGANICS LIMITED

Resolution No. 4:

Resolution Required: (Special)			Special Resolution for revision in remuneration payable to Mr. Vipul P. Shah (DIN: 00181636), Managing Director of the Company for a period from 1 st April, 2023 to 14 th June, 2025					
Whether promoter / promoter group are interested in the agenda / resolution?			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 Promoter group	Remote E-Voting	8511925	5958866	70.0061	5958866	0	100.0000	0.0000
	E-voting during the AGM		0	0.0000	0	0	0.0000	0.0000
	TOTAL	8511925	5958866	70.0061	5958866	0	100.0000	0.0000
Public-Institutions	Remote E-Voting	100	0	0.0000	0	0	0.0000	0.0000
	E-voting during the AGM		0	0.0000	0	0	0.0000	0.0000
	TOTAL	100	0	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	Remote E-Voting	4299850	987728	22.9712	987478	250	99.9747	0.0253
	E-voting during the AGM		0	0.0000	0	0	0.0000	0.0000
	TOTAL	4299850	987728	22.9712	987478	250	99.9747	0.0253
TOTAL		12811875	6946594	54.2200	6946344	250	99.9964	0.0036

Invalid votes: Nil

Result: The resolution is passed with requisite majority.

VIPUL ORGANICS LIMITED

Resolution No. 5:

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 w.e.f. 1 st April, 2023 for remaining period of his current tenure.					
Whether promoter / promoter group are interested in the agenda / resolution?			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 Promoter group	Remote E-Voting	8511925	5958866	70.0061	5958866	0	100.0000	0.0000
	E-voting during the AGM		0	0.0000	0	0	0.0000	0.0000
	TOTAL	8511925	5958866	70.0061	5958866	0	100.0000	0.0000
Public-Institutions	Remote E-Voting	100	0	0.0000	0	0	0.0000	0.0000
	E-voting during the AGM		0	0.0000	0	0	0.0000	0.0000
	TOTAL	100	0	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	Remote E-Voting	4299850	987728	22.9712	987478	250	99.9747	0.0253
	E-voting during the AGM		0	0.0000	0	0	0.0000	0.0000
	TOTAL	4299850	987728	22.9712	987478	250	99.9747	0.0253
TOTAL		12811875	6946594	54.2200	6946344	250	99.9964	0.0036

Invalid votes: Nil

Result: The resolution is passed with requisite majority.

VIPUL ORGANICS LIMITED



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 51st 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 51st Annual General Meeting held on Saturday, 30th September, 2023.

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 14th August, 2023 for the purpose of scrutinizing the voting done through remote e-voting process and e-voting process during the 51st Annual General Meeting ('AGM') of the Company held on Saturday, 30th September, 2023, 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 5 in the Notice of the 51st AGM of the members of the Company dated 14th August, 2023.

I submit my report as under:

1. As per the guidelines issued by the Ministry of Corporate Affairs vide General Circular No. 10/2022 dated 28th December, 2022 read with Circular Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, 20/2020 dated 5th May, 2020 and 02/2022 dated 5th May, 2022 (collectively referred to as 'MCA Circulars'), the 51st 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 51st AGM on the resolutions contained in the said notice of 51st AGM of the members of the Company. My responsibility as Scrutinizer for the remote e-voting process and e-voting conducted during the 51st 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 51st AGM.



3. The Notice of the 51st AGM dated 14th August, 2023 along with the statement setting out material facts under Section 102 of the Act and Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 was sent to the members through e-mail on 7th September, 2023, 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 1st September, 2023.
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 51st AGM through e-mail in accordance with the said circulars, in English newspaper "Financial Express" and in the Marathi newspaper "Mumbai Lakshadweep" on Wednesday, 6th September, 2023 and published advertisement giving notice of 51st AGM, providing remote e-voting facility and e-voting facility during the said AGM and book closure in the English newspaper "Financial Express" and in the Marathi newspaper "Mumbai Lakshadweep" on Friday, 8th September, 2023.
5. 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. Saturday, 23rd September, 2023.
6. In terms of the aforesaid Notice, the remote e-voting was kept open for 3 (three) days i.e. from Wednesday, 27th September, 2023 (9:00 A.M.) to Friday, 29th September, 2023 (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 51st 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 51st AGM.
7. The summary of the voting through remote e-voting facility and e-voting process during the 51st AGM are as under:





Resolution No. 1:

Resolution Required: (Ordinary)			Ordinary Resolutions for adoption of:					
			(a) Standalone Audited Financial Statements of the Company for the financial year ended 31 st March, 2023 together with the reports of the Board of Directors and Auditors thereon; and					
			(b) Consolidated Audited Financial Statements of the Company for the financial year ended 31 st March, 2023 together with report of the Auditors thereon.					
Whether promoter / promoter group are interested in the agenda / resolution?			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 Promoter group	Remote E-Voting	8511925	5958866	70.0061	5958866	0	100.0000	0.0000
	E-voting during the AGM		0	0.0000	0	0	0.0000	0.0000
	TOTAL		5958866	70.0061	5958866	0	100.0000	0.0000
Public-Institutions	Remote E-Voting	100	0	0.0000	0	0	0.0000	0.0000
	E-voting during the AGM		0	0.0000	0	0	0.0000	0.0000
	TOTAL		0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	Remote E-Voting	4299850	987728	22.9712	987728	0	100.0000	0.0000
	E-voting during the AGM		0	0.0000	0	0	0.0000	0.0000
	TOTAL		987728	22.9712	987728	0	100.0000	0.0000
TOTAL		12811875	6946594	54.2200	6946594	0	100.0000	0.0000

Invalid votes: Nil

Result: The resolution is passed unanimously.





Resolution No. 2:

Resolution Required: (Ordinary)			Ordinary Resolution for declaration of dividend of Re. 0.90 (9%) per share on the Equity Shares of Rs. 10/- each for the financial year ended 31 st March, 2023.					
Whether promoter / promoter group are interested in the agenda / resolution?			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 Promoter group	Remote E-Voting	8511925	5958866	70.0061	5958866	0	100.0000	0.0000
	E-voting during the AGM		0	0.0000	0	0	0.0000	0.0000
	TOTAL		5958866	70.0061	5958866	0	100.0000	0.0000
Public- Institutions	Remote E-Voting	100	0	0.0000	0	0	0.0000	0.0000
	E-voting during the AGM		0	0.0000	0	0	0.0000	0.0000
	TOTAL		0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	Remote E-Voting	4299850	987728	22.9712	987478	250	99.9747	0.0253
	E-voting during the AGM		0	0.0000	0	0	0.0000	0.0000
	TOTAL		987728	22.9712	987478	250	99.9747	0.0253
TOTAL		12811875	6946594	54.2200	6946344	250	99.9964	0.0036

Invalid votes: Nil

Result: The resolution is passed with requisite majority.





Resolution No. 3:

Resolution Required: (Ordinary)			Ordinary Resolution for appointment of a director in place of Mr. Vipul P. Shah (DIN: 00181636), who retired by rotation and being eligible, offered himself for re-appointment.					
Whether promoter / promoter group are interested in the agenda / resolution?			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 Promoter group	Remote E-Voting	8511925	5958866	70.0061	5958866	0	100.0000	0.0000
	E-voting during the AGM		0	0.0000	0	0	0.0000	0.0000
	TOTAL		5958866	70.0061	5958866	0	100.0000	0.0000
Public- Institutions	Remote E-Voting	100	0	0.0000	0	0	0.0000	0.0000
	E-voting during the AGM		0	0.0000	0	0	0.0000	0.0000
	TOTAL		0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	Remote E-Voting	4299850	987728	22.9712	987478	250	99.9747	0.0253
	E-voting during the AGM		0	0.0000	0	0	0.0000	0.0000
	TOTAL		987728	22.9712	987478	250	99.9747	0.0253
TOTAL		12811875	6946594	54.2200	6946344	250	99.9964	0.0036

Invalid votes: Nil

Result: The resolution is passed with requisite majority.





Resolution No. 4:

Resolution Required: (Special)			Special Resolution for revision in remuneration payable to Mr. Vipul P. Shah (DIN: 00181636), Managing Director of the Company for a period from 1 st April, 2023 to 14 th June, 2025					
Whether promoter / promoter group are interested in the agenda / resolution?			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 Promoter group	Remote E-Voting	8511925	5958866	70.0061	5958866	0	100.0000	0.0000
	E-voting during the AGM		0	0.0000	0	0	0.0000	0.0000
	TOTAL		5958866	70.0061	5958866	0	100.0000	0.0000
Public-Institutions	Remote E-Voting	100	0	0.0000	0	0	0.0000	0.0000
	E-voting during the AGM		0	0.0000	0	0	0.0000	0.0000
	TOTAL		0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	Remote E-Voting	4299850	987728	22.9712	987478	250	99.9747	0.0253
	E-voting during the AGM		0	0.0000	0	0	0.0000	0.0000
	TOTAL		987728	22.9712	987478	250	99.9747	0.0253
TOTAL		12811875	6946594	54.2200	6946344	250	99.9964	0.0036

Invalid votes: Nil

Result: The resolution is passed with requisite majority.





Resolution No. 5:

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 w.e.f. 1 st April, 2023 for remaining period of his current tenure.					
Whether promoter / promoter group are interested in the agenda / resolution?			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 Promoter group	Remote E-Voting	8511925	5958866	70.0061	5958866	0	100.0000	0.0000
	E-voting during the AGM		0	0.0000	0	0	0.0000	0.0000
	TOTAL		5958866	70.0061	5958866	0	100.0000	0.0000
Public-Institutions	Remote E-Voting	100	0	0.0000	0	0	0.0000	0.0000
	E-voting during the AGM		0	0.0000	0	0	0.0000	0.0000
	TOTAL		0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	Remote E-Voting	4299850	987728	22.9712	987478	250	99.9747	0.0253
	E-voting during the AGM		0	0.0000	0	0	0.0000	0.0000
	TOTAL		987728	22.9712	987478	250	99.9747	0.0253
TOTAL		12811875	6946594	54.2200	6946344	250	99.9964	0.0036

Invalid votes: Nil

Result: The resolution is passed with requisite majority.





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



CS Manish Baldeva
Proprietor

Place: Thane
Date: 3rd October, 2023

M. No. FCS 6180; C.P. No. 11062
Peer Review: 1436/2021
UDIN: F006180E001158815

Countersigned by

For Vipul Organics Limited

Chairman / Authorised Signatory