



October 01, 2022

To,

The Manager

National Stock Exchange of India Limited

Exchange Plaza, 5th Floor, Plot No. C/1,

G Block, Bandra-Kurla Complex,

Bandra (East), Mumbai – 400 051

Stock Code: VAISHALI

SUB: THE CONSOLIDATED SCRUTINIZER'S REPORT ON REMOTE E-VOTING AND EVOTING FACILITY DURING THE 15TH ANNUAL GENERAL MEETING HELD ON SEPTEMBER 30, 2022.

Dear Sir/Madam,

In compliance with the provisions of Regulations 44(3) of the LODR, Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules 2014 as amended, the Company had provided voting facility to all its members to enable them to cast their vote on all matters listed in the Notice convening the Annual General Meeting through electronic means (remote e-voting) during the period commencing from September 27, 2022 to September 29, 2022.

The Company had also provided voting facility through e-voting to the members present at the Annual General Meeting and who had not cast their vote earlier through remote e-voting facility.

We wish to inform you that all the resolutions contained in the Notice of the Annual General Meeting were approved by the Members.

In this connection, please find enclosed the following:

- A. Consolidated Report of the Scrutinizer on remote e-voting and e-voting conducted during the AGM.
- B. Details regarding the voting results of the business transacted at the said AGM in the prescribed format pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The above are also being uploaded on the Company's website www.vaishalipharma.com and is also being made available on the website at the National Securities Depository Limited at www.evoting.nsdl.com.

You are requested to take a note of the same and bring it to the notice of all concerned.

Thanking you.

Yours faithfully,

For Vaishali Pharma Limited,

Vishwa Mekhia
Company Secretary & Compliance Officer

Place: Mumbai

DISHA & ASSOCIATES

PRACTICING COMPANY SECRETARY

204, Dattatray Chsl, Opp. Charkop Bus Depot, Sector – 5, Charkop, Kandivali (W), Mumbai – 400067.

E-mail: csdisha88@gmail.com | Contact: +91 8433560016

SCRUTINIZER REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time and as per MCA General Circular No. 14/2020 dated 08.04.2020, Circular No. 17/2020 dated 13.04.2020, Circular Na. 20/2020 dated 05.05.2020 and Circular No. 2/2022 dated May 05, 2022 ('MCA Circulars')]

To,

The Chairman

VAISHALI PHARMA LIMITED

706 to 709, 7th Floor, Aravali Business Center, R. C. Patel Road,
Off Sodawala Lane, Borivali (West) Mumbai – 400 092.

held on Friday, 30th September 2022 at 11:00 A.M. (1ST)

through Video Conferencing/ Other Audio Visual Means ('VC / OAVM')

Dear Sir,

I, Practicing Company Secretary, Disha Shah, Proprietor of M/s. Disha & Associates, was appointed as the Scrutinizer for the purpose of the remote e-voting process prior to the Annual General Meeting (AGM) and e-voting process during the AGM in respect of below mentioned resolutions proposed at the AGM of VAISHALI PHARMA LIMITED ('the Company') held on Friday, 30th September 2022, commenced at 11:29 A.M. (1ST) through Video Conferencing / Other Audio Visual means (VC/OAVM).

As informed by the Management, the notice dated 1st September 2022 convening the AGM of the Company through VC/OAVM held on Friday, 30th September 2022 along with the statement setting out material facts under Section 102 of the Companies Act, 2013 and MCA Circular / SEBI Circular were duly sent to the Members of the Company through electronic mode to those Members whose email addresses were registered with the Company / Depositories, in compliance with the MCA Circular No. 2/2022 dated May 05, 2022 that allows companies to hold AGM in the manner detailed in the General Circular No. 14/2020, dated 08th April, 2020 and General Circular No. 17/2020 dated 13th April, 2020 read with SEBI Circular: SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020, General Circular No.22/2020 dated 15th June, 2020, General Circular No.33/2020 dated 28th

September, 2020 and General Circular No. 39/2020 dated 31st December, 2020, Circular No. 02/2021 dated January 13, 2021, Circular No. 20/2020 dated May 05.

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 Rules made thereunder;
- ii. The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and
- iii. Secretarial Standard - 2 on General Meetings issued by the Institute of the Company Secretaries of India, if any, relating to remote E-voting prior to the date of EGM and E-voting process during the EGM.

My responsibility as a Scrutinizer is restricted to give a consolidated Report on votes cast by the Members of the Company.

In this regard, I, hereby, submit my report as under:

1. The Company had availed the e-voting facility offered by National Securities Depository Limited (NSDL), for conducting remote e-voting prior to AGM and e-voting during the AGM by the Members of the Company.
2. The Members of the Company holding shares on the record date ("Cut off" date) of 24th September 2022 were entitled to vote on the resolutions as set out in the notice of said AGM.
3. The remote e-voting prior to AGM period remained open from Tuesday, 27th September 2022 (9:00 a.m. IST) to Thursday, 29th September 2022(5:00 p.m. IST) and NSDL e-Voting System, was disabled thereafter.
4. The Company had also provided e-voting facility to the Members present / logged-in at the AGM through VC and who had not cast their vote earlier.
5. After the completion of the e-voting process at the AGM, the votes cast through remote e-voting prior to the date of AGM as well as during the AGM were unblocked and downloaded from the NSDL e-voting platform at about 12:13 P.M. in the presence of two witnesses, Mr. Ronak Shah and Ms. Bhavna Gandhi, who are not in the employment of the Company.
6. I have scrutinized the votes cast through both remote e-voting and e-voting during the AGM processes for the purpose of this report and the result of the voting is as per annexure attached herewith.

Recommendation:

All the resolutions having secured requisite majority of votes, may be considered to have been passed. The Chairman may, accordingly, declare the result of voting.

Thanking you,

Yours faithfully,

For M/s. Disha & Associates
Practicing Company Secretary

DISHA DEEPAK SHAH
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DISHA DEEPAK SHAH
Date: 2022.10.01
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Disha Shah

Proprietor

Membership No.: A34831

CP No. 22710

Peer Review Certificate No.: 1968/2022

UDIN: A034831D001112050

Place: Mumbai

Date: 1st October 2022

Annexure to the Scrutinizer's Report
Result of Remote e-voting prior to AGM and E-voting during the AGM

Reso. No. /Item No.	Heading of Resolution	Type of Resolution	Type of Voting	Voting in Favour (Assent)			Voted Against (Dissent)			Total	
				No. of Members Voting	No. of Votes Cast	% of total number of valid votes	No. of Members Voting	No. of Votes Cast	% of total number of valid votes	No. of Members Voting	No. of Votes Cast
1	To receive consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2022 together with the Reports of the Board of Directors and the Auditors thereon.	Ordinary Resolution	Remote E-Voting prior to AGM	60	5219028	100.00	1	1	0.00	61	5219029
			E-Voting during the AGM	1	70	0.00	0	0	0.00	1	70
			Total	61	5219098	100.00	1	1	0.00	62	5219099
2	To consider appointment of a Director, Mr. Dewansh Vasani (DIN: 08111804), liable to retire by rotation, and being eligible, offers himself for re-appointment.	Ordinary Resolution	Remote E-Voting prior to AGM	60	5219028	100.00	1	1	0.00	61	5219029
			E-Voting during the AGM	1	70	0.00	0	0	0.00	1	70
			Total	61	5219098	100.00	1	1	0.00	62	5219099
3	To re-appoint M/s. Raman S. Shah & Associates, Chartered Accountants as Statutory Auditors of the Company and to fix their remuneration, and if thought fit, to pass with or without modification, the following resolution as an Ordinary Resolution	Ordinary Resolution	Remote E-Voting prior to AGM	60	5219028	100.00	1	1	0.00	61	5219029
			E-Voting during the AGM	1	70	0.00	0	0	0.00	1	70
			Total	61	5219098	100.00	1	1	0.00	62	5219099

Reso. No. /Item No.	Heading of Resolution	Type of Resolution	Type of Voting	Voting in Favour (Assent)			Voted Against (Dissent)			Total	
				No. of Members Voting	No. of Votes Cast	% of valid votes	No. of Members Voting	No. of Votes Cast	% of valid votes	No. of Members Voting	No. of Votes Cast
4	To re- appoint Mr. Atul Vasani as Managing Director and, in this regard, to consider and if thought fit, to pass, with or without modification, the following resolution as a Special Resolution	Special Resolution	Remote E-Voting prior to AGM	59	2957005	100.00	1	1	0.00	60	2957006
			E-Voting during the AGM	1	70	0.00	0	0	0.00	1	70
			Total	60	2957075	100.00	1	1	0.00	61	2957076
5	To re- appoint Mrs. Jagruti Vasani as a Whole Time Director and in this regard, to consider and if thought fit, to pass, with or without modification, the following resolution as a Special Resolution	Special Resolution	Remote E-Voting prior to AGM	60	5219028	100.00	1	1	0.00	61	5219029
			E-Voting during the AGM	1	70	0.00	0	0	0.00	1	70
			Total	61	5219098	100.00	1	1	0.00	62	5219099

% calculation has been rounded off to nearest decimal.

For M/s. Disha & Associates
Practicing Company Secretary

DISHA
DEEPAK SHAH

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DISHA DEEPAK SHAH
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Disha Shah

Proprietor

Membership No.: A34831

CP No. 22710

Peer Review Certificate No.: 1968/2022

UDIN: A034831D001112050

Place: Mumbai

Date: 1st October 2022