

January 05, 2023

To,
National Stock Exchange of India Ltd.
Exchange Plaza, Plot No. C/1, G Block,
Bandra Kurla Complex, Bandra East,
Mumbai - 400051

STOCK CODE: VAISHALI

SUB: SUBMISSION OF THE PROCEEDINGS OF THE EXTRA - ORDINARY GENERAL MEETING HELD ON WEDNESDAY, JANUARY 04, 2023, THE CONSOLIDATED SCRUTINIZER'S REPORT ON REMOTE E-VOTING AND E- VOTING FACILITY DURING THE EXTRA - ORDINARY GENERAL MEETING HELD ON WEDNESDAY, JANUARY 04, 2023.

Dear Sir/ Ma'am,

In terms of General Circular nos.14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, 20/2020 dated 5th May, 2020, 02/2021 dated 13th January, 2021, 19/2021 dated 8th December, 2021, 21/2021 dated 14th December, 2021 and 02/2022 dated 5th May, 2022 issued by Ministry of Corporate Affairs ("MCA") and Circular nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021 and SEBI/HO/CFD/CMD2/CIR/P/2022/62 on 13th May, 2022 issued by Securities and Exchange Board of India ("SEBI") ("collectively referred to as Circulars") and in compliance with other applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (listing Regulations'), the Extra-ordinary General Meeting (EGM) of the Company was held on Wednesday, January 4, 2023 AT 12:30 PM. (IST) through Video Conference ('VC') / Other Audio Visual Means ('OAVM') to transact the business as stated in the EGM Notice dated Wednesday, January 4, 2023 AT 12:30 PM.

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 Extra - Ordinary General Meeting through electronic means (remote e-voting) during the period commencing from January 01, 2023 to January 03, 2023.

The Company had also provided voting facility through e-voting to the members present at the Extra - Ordinary 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 Extra - Ordinary General Meeting were approved by the Members.

In this connection, please find enclosed the following:

- A. The proceedings of the Extra - Ordinary General Meeting held on Wednesday, January 04, 2023
- B. Consolidated Report of the Scrutinizer on remote e-voting and e-voting conducted during the EGM.
- C. Details regarding the voting results of the business transacted at the said EGM 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 of 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

PROCEEDINGS OF THE EXTRA-ORDINARY GENERAL MEETING (CAGM') OF VAISHALI PHARMA LIMITED HELD ON WEDNESDAY, JANUARY 04, 2023 AT 12:30 PM IST THROUGH VIDEO CONFERENCING ("VC") / OTHER AUDIO-VISUAL MEANS ("AOVM")

We would like to inform you that the Extra - Ordinary General Meeting of the Company was held on January 04, 2023 at 12:30 pm through Video - Conferencing ("VC")/ Other Audio Visual Means ("OAVM").

Shri. Atul Arvind Vasani, Chairman & Managing Director took the Chair. The Company Secretary welcomed the Members and informed that the Meeting was held through VC/OAVM in compliance with the Circulars issued by the Ministry of Corporate Affairs and the Securities Exchange Board of India.

After confirming that the requisite quorum for the meeting was present at 12:30 pm, the Chairman commenced the meeting. Thereafter invited Mr. Dewansh Ajay Vasani, Executive director, to introduce the Directors attending through VC and requested to conduct the meeting.

The Executive Director delivered the speech and, thereafter the Company Secretary briefed the Members on the remote e-voting mechanism and the process of e-voting at the Extra - Ordinary General Meeting.

The Following Business were transacted at the Extra - Ordinary General Meeting:-

SR. NO.	ITEMS	TYPE OF RESOLUTION
Special Business		
1	ISSUE OF SECURITIES ON A PREFERENTIAL BASIS	Special Resolution

The Company Secretary informed that the Company was not in receipt of any clarification or queries from any shareholder.

The Members who did not cast their vote through remote e-voting casted their votes through e-voting during the Extra-ordinary General Meeting. The members were informed that the Consolidated Voting Results cast through remote e-voting and e-voting at the Extra- Ordinary General Meeting on all the Resolutions once finalised shall be communicated to the Stock Exchange viz., National Stock Exchange of India Limited and also place on the Company's website, www.vaishalipharma.com within two working days of conclusion of the Extra-Ordinary General Meeting.

The Company Secretary proposed a vote of thanks to the Chairman, Directors and the Members. The Meeting was concluded at 12:43 pm.

Thanking you,

**Yours faithfully,
For Vaishali Pharma Limited**

**Vishwa Mekhia
Company Secretary & Compliance Officer**

PCS MADHVI BANG

Flat No 405 / Wing B, Salasar Aarti, Ashish Complex, Temba Road,
Near Maxus Mall, Bhayander West MH 401101 IN

SCRUTINIZER'S REPORT

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

The Chairman
Vaishali Pharma Limited
706 to 709, 7th Floor, Aravali Business Center,
R. C. Patel Road, Off Sodawala Lane,
Borivali West, Mumbai 400092

Scrutinizers Report on voting by electronic means in respect of passing of the resolutions contained in the EGM Notice dated 12th December 2022:

Dear Sir,

I, Madhvi Bang, Practicing Company Secretary have been appointed as a Scrutinizer by the Board of Directors of **Vaishali Pharma Limited** ("the Company") having CIN: L52310MH2008PLC181632 for scrutinizing voting by electronic means pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, in respect of the passing of the resolutions contained in the EGM Notice dated 12th December 2022.

The management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions of the Companies Act, 2013 and the Rules made thereunder and, relating to voting by electronic means. My responsibility as a scrutinizer is restricted to making a Scrutinizer's Report of the votes cast by the members for the resolutions contained in the Notice dated 12th December 2022 based on the reports generated from the e-voting system provided by NSDL, the authorized agency engaged by the Company to provide e-voting facilities for e-voting.



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In view of the outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and in accordance with General Circular No. 14/2020, 17/2020, 20/2020, 02/2021, 2/2022 and 10/2022 dated 08th April, 2020, 13th April, 2020, 05th May, 2020, 13th January, 2021, 5th May, 2022 and 28th December 2022 respectively issued by Ministry of Corporate Affairs ("MCA"), Government of India (hereinafter referred to as "MCA Circulars"), Annual General Meeting (AGM) of the Companies may be held through Video Conferencing (VC) or Other Audio Visual Means (OAVM). Hence, the company has availed the services of National Securities Depository Limited (NSDL) for the VC/OAVM and E-voting arrangements for the Extraordinary General Meeting (EGM) held on 4th January, 2023 at 12:00 pm but due to the absence of a quorum, the meeting was adjourned and initiated on the same day at 12:30 pm.

Since the EGM is being conducted through VC/OAVM pursuant to the circulars issued by the Ministry of Corporate Affairs, therefore, there was no physical voting took place in respect of the passing of the resolutions contained in the EGM Notice dated 12th December 2022.

The voting right of Members is one vote for each membership with the Company as on cut-off date i.e., 28th December, 2022.

The remote e-voting period was commenced from Sunday, 1st January, 2023 to Tuesday, 03rd January, 2023. In addition, the company has provided the facility for casting the vote through electronic voting system at the EGM for the Members attending the EGM and who have not cast their vote by remote e-voting.

The voting period for e-voting commenced on 4th January, 2023 at 12:45 pm and ended on 4th January, 2023 at 01:00 pm thereafter e-voting platform was blocked and the votes cast under e-voting facility were then unblocked from the website <https://evoting.nsdl.com/> in the presence of two witnesses, Mrs. Priyanka Shah and Miss Pooja Sahani not being in the employment of the Company:



Priyanka Shah
(Team Member of Scrutiniser)



Pooja Sahani
(Team Member of Scrutiniser)



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I submit herewith the Consolidated Scrutinizer's Report on the results of the remote e-voting based on the reports generated by NSDL, scrutinized and relied upon by me as under:

Reso. No. / Item No.	Heading of Resolution	Type of Resolution	Type of Voting	Voting in Favour (Assent)			Voting 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.	Issue of securities on a preferential basis	Special Resolution	Remote E-Voting prior to EGM	35	2937188	100	0	0	0	35	2937188
			E-Voting during the EGM	7	70220	0	0	0	0	7	70220
			Total	42	3007408	100	0	0	0	42	3007408

% calculation has been rounded off to the nearest decimal.



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Notes:

1. Since no physical EGM was held and therefore no physical voting has been recorded.
2. The electronic data of e voting and all other relevant records relating to the e-voting are under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman signs the Minutes.

For PCS MADHVI RAVI BANG

Madhvi
CS Madhvi Ravi Bang
Membership No: ACS 63686 CP 25821
UDIN No. - A063686D002874780
Place: Mumbai
Date: 04.01.2023



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