

Date: May 05, 2026

VCL/SE/11/2026-27

To
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400 001
Scrip Code: 516072
Through: BSE Listing Centre

To
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G
Bandra Kurla Complex, Bandra (East),
Mumbai – 400 051
NSE Symbol: VISHNU
Through: NEAPS

Subject: Minutes of the Resolution passed by way of Postal Ballot through remote e-voting process

Dear Sir/ Madam,

With reference to the above subject, enclosed please find copy of the minutes of the resolution passed by the way of postal Ballot through remote e- voting process on **April 22, 2026**. The results of Postal Ballot were announced vide our earlier letter dated April 24, 2026.

This is for your information and record.

Thanking You.

Yours faithfully,

For Vishnu Chemicals Limited

Vibha Shinde
Company Secretary & Compliance Officer

MINUTES OF THE RESOLUTION PASSED BY THE WAY POSTAL BALLOT (REMOTE E-VOTING PROCESS) BY MEMBERS OF VISHNU CHEMICALS LIMITED (CIN: L85200TG1993PLC046359) ON 22ND APRIL 2026, RESULTS OF WHICH WERE DECLARED ON 24TH APRIL 2026

The Board of Directors of the Company by way of a resolution passed through circulation on 12th March, 2026, approved the proposal to conduct a Postal Ballot by remote e-voting pursuant to section 108 and 110 of the Companies Act, 2013 and Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, and the latest one being General Circular 03/2025 dated September 22, 2025 issued by Ministry of Corporate Affairs, Government of India (hereinafter referred "**the MCA circulars**") to seek approval of the Members for the following resolution as set out in the notice of Postal Ballot dated 11th March, 2026.

Sr. No	Particulars	Type of Resolution
1	Re-appointment of Mr. Ch. Siddartha (DIN: 01250728) as an Joint Managing Director of the Company For further period of 5 Years effective from May 02, 2026 to May 01, 2031 and payment of remuneration.	Special Resolution

The Board appointed M/s L D Reddy & Co, Practicing Company Secretaries represented by Mr. L D Reddy, Partner (CP No: 3752), as the 'Scrutinizer' for conducting the Postal Ballot only through the e-voting process in a fair and transparent manner. The Company had provided e-voting facility to its members through Central Depository Services (India) Limited. The e-voting period commenced at 9:00 A.M. (IST), Tuesday 24th March 2026 and ended at 5:00 P.M (IST) Wednesday, 22nd April, 2026. A newspaper advertisement (with respect to completion of despatch) as required under the Companies Act, 2013 was published in Financial Express, English(All India) and Nava Telangana, Telugu,(Hyderabad) on Tuesday, 24th March 2026.

The scrutinizer submitted his report on postal ballot by remote e-voting process to the chairman of the company on Wednesday, 22nd April 2026. The summary of Scrutinizer report is as under:

1. Postal Ballot notice together with explanatory statement dated 11th March 2026 was send only through e-mail to the members, whose name appeared in the Register of Members / Depositories / Registrar and share Transfer Agent (RTA) as on Cut-off date i.e. 20th March 2026.
2. The remote E- voting Facility commenced from Tuesday, 24th March, 2026 at 9:00 A.M. (IST) and ended on Wednesday, 22nd April, 2026 at 5:00 P.M. (IST).
3. Post completion of remote e-voting period on 22nd April, 2026, based on the analysis of votes, the Scrutinizer submitted his report dated 22nd April, 2026 addressed to Chairman & Managing Director of the Company in the prescribed format. Based on the report, the special resolution as set out in the postal ballot notice was passed with the requisite majority on 22nd April, 2026.

The result were declared on 24th April, 2026 to the Stock Exchange(s) i.e. BSE Limited and National Stock Exchange of India Limited and uploaded on website of the company.

The details of the voting on the resolution as per Scrutinizer's Report are as under:

RE-APPOINTMENT OF MR. CH. SIDDARTHA (DIN: 01250728) AS JOINT MANAGING DIRECTOR OF THE COMPANY FOR FURTHER PERIOD OF 5 YEARS EFFECTIVE FROM MAY 02, 2026 TO MAY 01, 2031 AND PAYMENT OF REMUNERATION:

Nature of Resolution: Special Resolution

“RESOLVED THAT in accordance with the provisions of Section 196, 197 and 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and those contained in the Securities and Exchange of Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s), or re-enactment thereof, for the time being in force) approval of members of the Company be and is hereby accorded to re-appoint Mr. Ch. Siddartha (DIN: 01250728) as Joint Managing Director of the Company for further period of five (5) years with effect from May 02, 2026, on the terms and conditions including remuneration as detailed below:

I. Salary

Salary shall not be less than Rs 72,00,000 (Rupees Seventy Two Lakhs) as recommended by Nomination and Remuneration Committee as per the limits prescribed under section 197 and all other applicable provisions, if any, of the Companies Act, 2013 including the limits prescribed under Schedule V of the Companies Act, 2013 and Regulation 17(6)(e) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time.

II. Perquisites

Perquisites as follows will be paid and/or provided in addition to salary. Perquisites shall be valued in terms of actual expenditure incurred by the company. However, in cases where the actual amount of expenditure cannot be ascertained with reasonable accuracy the perquisites shall be valued as per Income Tax Rules:

- a. Medical Reimbursement: Reimbursement of medical expenses actually incurred for self and family as per the rules of the company.
- b. Leave Travel Concession / allowance: For self and family, once in a year in accordance with the rules of the company/ rules of Income Tax Act, 1961
- c. Club Fees: Fees of Club payable as per the rules of the company.
- d. Car: Use of fully maintained company's car with chauffeurs and fuel reimbursement
- e. Telephone Reimbursement of residential telephone bills at actual (Use of telephone for official purpose shall not be considered as perquisite) and Use of one mobile phone for official purpose.

III. Commission

RESOLVED FURTHER THAT in addition to salary, perquisites and other benefits as mentioned above, Mr. Ch. Siddartha shall also be paid commission of a sum not exceeding 1.25% of the previous year net profits of the Company (plus GST at applicable rates and subject to tax deduction at source), computed in accordance with Section 198 of the Companies Act, 2013, and other applicable provisions of the Companies Act, 2013 or any statutory amendments thereof and the said commission be paid in such amount, proportion and manner as may be decided by the Board of Directors of the Company from time to time.

RESOLVED FURTHER THAT the aggregate remuneration inclusive of salary, perquisites, commission and allowances and other benefits payable to Mr. Ch. Siddartha shall always be subjected to and in accordance with provisions of Section 197 read with schedule V of the Companies Act, 2013(including any statutory modifications or re-enactments thereof, for the time being in force).

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall be deemed to include any Committee of the Board) be and is hereby authorized to alter and/ or vary the terms and conditions of the said re-appointment including remuneration within the overall limits prescribed under section 197 read with schedule V of the Companies Act, 2013 or any statutory modification(s) or re-enactment thereof

RESOLVED FURTHER THAT where in any financial year, during the tenure of Mr. Ch. Siddartha, the Company incurs a loss or its profits are inadequate, the Company shall continue to pay to minimum remuneration to Mr. Ch. Siddartha as per limits prescribed under Section II of part II of Schedule V to the Companies Act, 2013 without requiring further approval of the Central Government.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby severally authorized to do all such acts, deeds and things as it may deem necessary and authorize executives of the Company for the purpose of giving effect to this resolution."

The result of voting through Postal Ballot by remote e- voting was as follows:

Total No of Vote Cast	No of votes in favour of Resolution	% of total No of votes valid cast in favour of resolution	No of votes cast against the resolution	% of total No of votes valid cast in against of resolution	No of Invalid Votes
11,84,489	11,66,453	98.47%	18,036	1.53%	33,68,671

Resolution passed by Requisite Majority.

Voting results were noted as above and it was recorded and declared that the resolution, as set out in the notice of Postal Ballot dated 11th March 2026 was passed on 22nd April, 2026 with requisite majority.

Date of Entry: 04-05-2026

Sd/-
CHAIRMAN