

16th December 2022

VCL/SE/89/2022-23

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 NSE Digital Exchange

Dear Sir/ Madam,

Sub: Voting results of the Postal Ballot through remote E-voting process along with Scrutinizer's report

In furtherance to our earlier intimation dated 14th November 2022 , regarding the Notice of Postal Ballot and commencement of the remote E-voting thereon, for the purpose of the Special businesses as mentioned below:

1. Sub-division of 1(One) equity share of the face value of Rs 10/- (Rupees Ten only) per share to 5 (Five) equity shares of face value of Rs 2/-(Rupees Two only) per share
2. Amendment of the memorandum of association of the company

In this regard, enclosed please find the voting results in the format prescribed under Regulation 44 of SEBI (LODR) Regulation, 2015 along with the Scrutinizer's report dated 15th December 2022 , as per Section 108, 110 of the Companies Act, 2013, and the Rules framed thereunder read with the Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time.

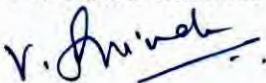
Based on the Scrutinizer's report, it is hereby informed that all the resolutions mentioned in the Notice of the Postal Ballot dated 31st October, 2022 shall be deemed to be passed with requisite majority on 14th December 2022 , being the last date of E-voting.

The aforesaid documents are also being made available on the website of the Company at www.vishnuchemicals.com and on the website of the E-voting agency i.e CDSL <https://www.evotingindia.com/>

The above is for your information and record.

Thanking you,

For Vishnu Chemicals Limited



Vibha Shinde
Company Secretary & Compliance Officer
Encl : As Above





VISHNU CHEMICALS LIMITED	
Details of the voting results of Postal Ballot through e-voting pursuant to the Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	
Date of commencement of e-voting for the Postal Ballot	15 th November 2022
Date of end of e-voting for the Postal Ballot	14 th December 2022
Total number of Shareholders as on record date (Cut-off date) on 11th November 2022	17,945
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group Public	Not Applicable
No. of shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group Not Applicable Public	Not Applicable

V. Praveen



Home

Validate

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				SUB-DIVISION OF 1(ONE) EQUITY SHARE OF THE FACE VALUE OF RS.10/- (RUPEES TEN ONLY) PER SHARE TO 5(FIVE) EQUITY SHARES OF THE FACE VALUE OF RS.2/- (RUPEES TWO ONLY)				
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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		8959506	100.0000	8959506	0	100.0000	0.0000
	Poll	8959506	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	8959506	8959506	100.0000	8959506	0	100.0000	0.0000
Public-Institutions	E-Voting		115156	69.8364	115156	0	100.0000	0.0000
	Poll	164894	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	164894	115156	69.8364	115156	0	100.0000	0.0000
Public- Non Institutions	E-Voting		9797	0.3472	9782	15	99.8469	0.1531
	Poll	2821620	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	2821620	9797	0.3472	9782	15	99.8469	0.1531
Total		11946020	9084459	76.0459	9084444	15	99.9998	0.0002
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

V. Anand



Home

Validate

Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				AMENDMENT OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY				
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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		8959506	100.0000	8959506	0	100.0000	0.0000
	Poll	8959506	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	8959506	8959506	100.0000	8959506	0	100.0000	0.0000
Public- Institutions	E-Voting		115156	69.8364	115156	0	100.0000	0.0000
	Poll	164894	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	164894	115156	69.8364	115156	0	100.0000	0.0000
Public- Non Institutions	E-Voting		9795	0.3471	9770	25	99.7448	0.2552
	Poll	2821620	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	2821620	9795	0.3471	9770	25	99.7448	0.2552
Total		11946020	9084457	76.0459	9084432	25	99.9997	0.0003
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

N. Srinivas



SCRUTINIZER'S REPORT

[Pursuant to Regulation 44 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pursuant to Section 108 & 110 of the Companies Act, 2013 and Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014]

To
The Chairman/Managing Director
Vishnu Chemicals Limited ("Company")
(CIN: L85200TG1993PLC046359)
H.No. 8-2-293/82/F/23-C,
Plot No. 23, Road No. 8 Film Nagar,
Jubilee Hills, Hyderabad, Telangana, 500096, India

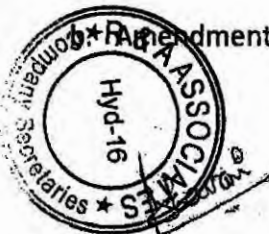
Sub: Scrutinizer's Report on the Postal Ballot conducted through voting by Electronic Means in respect of the resolution(s) contained in the Notice dated 31st October, 2022

Dear Sir,

I, Bhavani Chandolu, Practicing Company Secretary (FCS: 17687, CP No. 10032), Partner of R&A Associates, Company Secretaries, Hyderabad was appointed as Scrutinizer by the Board of Directors of the Company pursuant to the resolution passed in the Board Meeting held on 31st October, 2022, for the purpose of scrutinizing postal ballot which was conducted only through electronic means in respect of the resolutions contained in the Postal Ballot Notice dated 31st October, 2022 in a fair and transparent manner and for ascertaining the requisite majority for the resolutions proposed to be passed with respect to the provisions of Section 108 and 110 of the Companies Act, 2013 (Act) read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and Regulation 44 of Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015, as amended, on the resolutions as set-out in the notice of Postal Ballot.

I do hereby submit my report as under:

1. Members approval were sought for the following resolutions:
 - a. Sub-division of 1 equity share of the face value of Rs. 10/- per share to 5 equity shares of face value of Rs. 2/- per share



2. Amendment to the Memorandum of Association of the Company.

V. Shinde



2. Pursuant to the provisions of the Companies Act, 2013 and MCA Circulars, the Postal Ballot notice(s) dated 31st October, 2022 were sent via email to only those Members whose name(s) appeared in the Register of Members/ Depositories/ Registrar and Share Transfer Agent ('RTA') as on the Cut-off date i.e., Friday, 11th November, 2022.
3. As stated in sub-rule 3 of Rule 22 of Companies (Management and Administration) Rules, 2014, as amended from time to time, the Company had published the notice of Postal Ballot on Tuesday, 15th November, 2022, in Financial Express ('English Newspaper'), Hyderabad Edition and in Nava Telangana ('Telugu Newspaper') informing about the completion of dispatch of Postal Ballot notices to its shareholders through electronic means, along with all requisite information.
4. The Company had availed the e-voting facility offered by Central Depository Services (India) Limited (CDSL) as the Agency, for conducting remote e-voting by the members of the Company.
5. The Members of the Company holding equity shares, as on the Cut-off date i.e., Friday, 11th November, 2022 were entitled to vote on the proposed resolutions as set out in the Notice of Postal Ballot dated 31st October, 2022, through remote e-voting only.
6. The remote e-voting facility commenced from Tuesday, 15th November 2022 at 9:00 A.M. IST and ended on Wednesday, 14th December 2022 at 5:00 P.M. IST (both days Inclusive). E-voting facility was disabled thereafter.
7. After completion of e-voting process, the votes casted by the members, through remote e-voting were unblocked by me in presence of two witnesses, who are not in employment of the Company.
8. I have monitored the entire process of electronic voting (i.e., remote e-voting) through the scrutinizer's secured link provided by CDSL through its designated website.
9. The remote e-voting report downloaded from the website of CDSL has been kept separately for the purpose of postal ballot. I have scrutinized and reviewed the data pertaining to remote e-voting downloaded from the CDSL e-voting system.
10. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made thereunder including circulars issued by Ministry of Corporate Affairs (MCA Circulars) relating to e-voting on resolutions contained in the Notice of postal ballot.



S. Saurabh



V. Srinivas



11. My responsibility as Scrutinizer is restricted to make Scrutinizers' Report of the votes cast "For" or "Against" the resolutions stated in the Notice of Postal Ballot dated 31st October, 2022.
12. Votes casted by the members through remote e-voting, were reconciled with the records maintained by Registrar and Transfer Agent of the Company and authorizations lodged with the Company.
13. After ascertaining the votes casted by remote e-voting, I hereby submit the result as under in **Annexure-A**.
14. The percentage of total votes [ballot/ remote e-voting) casted by the members of Company in favour of all the resolutions is more than the requisite majority, and therefore, all the resolutions are deemed to be passed. The Chairman of the meeting may declare the result accordingly.

Thanking you,
Yours faithfully,
For R & A Associates
Company Secretaries



Bhavani Chandolu
Partner
CP.No.10032
FCS: 17687

UDIN: A017687D002720189
Date: 15th December 2022
Place: Hyderabad

V. J. V. V.



ANNEXURE A - RESULTS OF E-VOTING

Resolution Nos & Type of Resolution	Resolutions	Total no. of votes cast	Votes in favour of the resolution		Votes against the resolution		Invalid / Abstained votes*	
			No. of votes cast in favour of resolution	% of total number of valid votes cast	No. of votes cast against the resolution	% of total number of valid votes cast	No. of invalid	% of total number of invalid
			1	2	3 = (2)/(1)%	4	5 = (4)/(1)%	6
1 - Ordinary Resolution (Special Business)	SUB-DIVISION OF 1 EQUITY SHARE OF THE FACE VALUE OF RS. 10/- PER SHARE TO 5 EQUITY SHARES OF FACE VALUE OF RS. 2/- PER SHARE	90,84,459	90,84,444	99.9998%	15	0.0002%	-	-
2 - Ordinary Resolution (Special Business)	AMENDMENT OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY	90,84,457	90,84,432	99.9997%	25	0.0003%	2	0.00%



V. Anand

