

Parinee Crescenzo, 1102, 11th Floor,
"G" Block, Plot No. C38 & C39,
Behind MCA, Bandra Kurla Complex,
Bandra (E), Mumbai - 400 051, India.
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VOL/MUM/GSS/1516

August 3, 2013

National Stock Exchange of India Ltd.
Listing Department,
Exchange Plaza, Plot No. C/1, 'G' Block,
Bandra-Kurla Complex, Bandra (East), Mumbai - 400 051.

Dear Sir/Madam,

Ref: NSE Symbol: VINATIORGA / Series: EQ

This is to inform you that Twenty Fourth Annual General Meeting of the Company was held on Saturday, 3rd August 2013 at 12.00 Noon at the Registered office of the company at B-12 & B-13/1, MIDC Industrial Area, Mahad - 402 309, Dist. Raigad, Maharashtra.

The following Resolutions for all the business as per the Agenda of the notice were passed unanimously by the shareholders.

1. "RESOLVED THAT the Audited Balance Sheet as at March 31, 2013 and Profit & Loss Account for the year ended March 31, 2013 and Reports of Directors' and Auditors' thereon be and are hereby adopted".
2. "RESOLVED THAT dividend @ 125% on the equity shares (face value Rs.2/-) of the company for the financial year ended 31st March 2013 be declared and paid to all those Equity Shareholders whose names appear on the Register of Members of the Company after giving effect to all valid share transfers in physical form lodged with the Company on or before 24th July 2013 or those whose names appear as beneficial owners as at the end of business on 24th July 2013 as per lists to be furnished by the depositories viz. National Securities Depository Limited and Central Depository Services (India) Limited".
3. "RESOLVED THAT Mr. R. K. Saraswat, Director of the Company, retiring by rotation, be and is hereby reappointed as a Director of the Company".
4. "RESOLVED THAT Mr. Mohit Mutreja, Director of the Company, retiring by rotation, be and is hereby reappointed as a Director of the Company".
5. "RESOLVED THAT M/s. Karnavat & Co., Chartered Accountants, be and are hereby appointed as the Auditors of the Company from the conclusion of this meeting till the conclusion of the next Annual General Meeting of the Company and that the Managing Director be and is hereby authorized to fix their remuneration".

SPECIAL BUSINESS:

6. Revision in the terms of Remuneration of Mr. Vinod Saraf, Managing Director:

"RESOLVED THAT modification of Special Resolution No.7 passed at the 22nd Annual General Meeting of the Company held on 30th July 2011 and in accordance with the provisions of Sections 198, 269, 309, 310 and other applicable provisions, if any of the Company's Act, 1956 (the Act), and with schedule XIII of the Act, the Company hereby approves of the revision in the remuneration payable to Mr. Vinod Saraf, Managing Director of the Company (including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year during the tenure of his appointment) with effect from 1st April 2013 for the remainder of the tenure of his contract up to 31st October 2015 as under:

BASIC SALARY: Rs.5,00,000/- per month.

PERQUISITES:

i) **HOUSE:** In case of unfurnished accommodation hired by the Company, the expenditure incurred by the Company on hiring of such accommodation, shall not exceed 60% of the salary, over and above 10% payable by himself if posted in Mumbai, Kolkata, Delhi or Chennai or 50% if posted at any other place.

Lote Works : Plot No. A-20, MIDC Industrial Area, Lote Parashuram 415 722 Tal. Khed, Dist. Ratnagiri, Maharashtra, India.

Phone : (02356) 273032 - 33 • **Fax:** 91-2356-272448 • **E-mail:** vinlote@vinatiorganics.com

Regd. Office & Mahad Works : B-12 & B-13/1, MIDC Industrial Area, Mahad 402 309, Dist. Raigad, Maharashtra, India.

Phone : (02145) 232013/14 • **Fax :** 91-2145-232010 • **E-mail:** vinmhd@vinatiorganics.com

OR

HOUSE RENT ALLOWANCE: @ 30% of the salary.

ii) MEDICAL REIMBURSEMENT: Expenses incurred for himself and his family subject to ceiling of one month's salary in a year or 3 months' salary over a period of 3 years.

iii) LEAVE TRAVEL CONCESSION: Reimbursement of expenses incurred for himself and his family subject to ceiling of one month's salary once in a year or 3 months' salary over a period of 3 years in accordance with the rules of the Company.

iv) CLUB FEES: Fees for clubs subject to a maximum of two clubs. This will not include admission and life membership fees.

v) GAS & ELECTRICITY CHARGES: Reimbursement of Gas & Electricity Charges incurred.

vi) PROVIDENT FUND: Contribution to Provident Fund shall be such percentage as may be allowed under respective law from time to time.

vii) GRATUITY: As per Company's rule and regulation applicable to the Senior Executives of the Company.

viii) COMPANY CAR, TELEPHONE AND MOBILE: Provision of Car for use of company's business and telephone and mobile at residence. Use of car, telephone and mobile for personal use will be billed to him.

ix) PERSONAL ACCIDENT INSURANCE: Premium not to exceed Rs.5,000/- per annum.

x) MEDICLAIM POLICY FOR FAMILY: As per Company's rule and regulation applicable to the Senior Executives of the Company.

xi) LEAVE AND LEAVE ENCASHMENT: As per Company's rule and regulation applicable to the Senior Executives of the Company.

xii) There will be 10% increase every year in salary and perquisites.

"RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board be and is hereby authorized to do all such acts, deeds, matters and things as they may in their absolute discretion deem necessary, expedient, usual and proper".

7. Revision in the terms of Remuneration of Ms. Vinati Saraf Mutreja, Executive Director:

"RESOLVED THAT modification of Special Resolution No.6 passed at the 23rd Annual General Meeting of the Company held on 1st September 2012 and in accordance with the provisions of Sections 198, 269, 309, 310 and other applicable provisions, if any of the Company's Act, 1956 (the Act), and with schedule XIII of the Act, the Company hereby approves of the revision in the remuneration payable to Ms. Vinati Saraf Mutreja, Executive Director of the Company (including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year during the tenure of her appointment) with effect from 1st April 2013 for the remainder of the tenure of her contract up to 19th May 2016 as under:

BASIC SALARY: Rs.3,50,000/- per month.

PERQUISITES:

i) HOUSE: In case of unfurnished accommodation hired by the Company, the expenditure incurred by the Company on hiring of such accommodation, shall not exceed 60% of the salary, over and above 10% payable by herself if posted in Mumbai, Kolkata, Delhi or Chennai or 50% if posted at any other place.

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HOUSE RENT ALLOWANCE: @ 30% of the salary.

ii) MEDICAL REIMBURSEMENT: Expenses incurred for herself and her family subject to ceiling of one month's salary in a year or 3 months' salary over a period of 3 years.

iii) LEAVE TRAVEL CONCESSION: Reimbursement of expenses incurred for herself and her family subject to ceiling of one month's salary once in a year or 3 months' salary over a period of 3 years in accordance with the rules of the Company.

iv) CLUB FEES: Fees for clubs subject to a maximum of two clubs. This will not include admission and life membership fees.

v) GAS & ELECTRICITY CHARGES: Reimbursement of Gas & Electricity Charges incurred.

vi) PROVIDENT FUND: Contribution to Provident Fund shall be such percentage as may be allowed under respective law from time to time.

vii) GRATUITY: As per Company's rule and regulation applicable to the Senior Executives of the Company.

viii) COMPANY CAR, TELEPHONE AND MOBILE: Provision of Car for use of company's business and telephone and mobile at residence. Use of car, telephone and mobile for personal use will be billed to her.

ix) PERSONAL ACCIDENT INSURANCE: Premium not to exceed Rs.5,000/- per annum.

x) MEDICLAIM POLICY FOR FAMILY: As per Company's rule and regulation applicable to the Senior Executives of the Company.

xi) LEAVE AND LEAVE ENCASHMENT: As per Company's rule and regulation applicable to the Senior Executives of the Company.

xii) There will be 10% increase every year in salary and perquisites.

"RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board be and is hereby authorized to do all such acts, deeds, matters and things as they may in their absolute discretion deem necessary, expedient, usual and proper".

8. Revision in the terms of Remuneration of Ms. Viral Saraf Mittal, Director - Corporate Strategy:

"RESOLVED THAT modification of Special Resolution No.8 passed at the 20th Annual General Meeting of the Company held on 19th September 2009 and in accordance with the provisions of Sections 198, 269, 309, 310 and other applicable provisions, if any of the Company's Act, 1956 (the Act), and with schedule XIII of the Act, the Company hereby approves of the revision in the remuneration payable to Ms. Viral Saraf Mittal, Director - Corporate Strategy of the Company (including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year during the tenure of her appointment) with effect from 1st April 2013 for the remainder of the tenure of her contract up to 18th May 2014 as under:

BASIC SALARY: Rs.2,00,000/- per month.

PERQUISITES:

i) HOUSE: In case of unfurnished accommodation hired by the Company, the expenditure incurred by the Company on hiring of such accommodation, shall not exceed 60% of the salary, over and above 10% payable by herself if posted in Mumbai, Kolkata, Delhi or Chennai or 50% if posted at any other place.

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- 4 -

OR

HOUSE RENT ALLOWANCE: @ 30% of the salary.

ii) MEDICAL REIMBURSEMENT: Expenses incurred for herself and her family subject to ceiling of one month's salary in a year or 3 months' salary over a period of 3 years.

iii) LEAVE TRAVEL CONCESSION: Reimbursement of expenses incurred for herself and her family subject to ceiling of one month's salary once in a year or 3 months' salary over a period of 3 years in accordance with the rules of the Company.

iv) CLUB FEES: Fees for clubs subject to a maximum of two clubs. This will not include admission and life membership fees.

v) GAS & ELECTRICITY CHARGES: Reimbursement of Gas & Electricity Charges incurred.

vi) PROVIDENT FUND: Contribution to Provident Fund shall be such percentage as may be allowed under respective law from time to time.

vii) GRATUITY: As per Company's rule and regulation applicable to the Senior Executives of the Company.

viii) COMPANY CAR, TELEPHONE AND MOBILE: Provision of Car for use of company's business and telephone and mobile at residence. Use of car, telephone and mobile for personal use will be billed to her.

ix) PERSONAL ACCIDENT INSURANCE: Premium not to exceed Rs.5,000/- per annum.

x) MEDICLAIM POLICY FOR FAMILY: As per Company's rule and regulation applicable to the Senior Executives of the Company.

xi) LEAVE AND LEAVE ENCASHMENT: As per Company's rule and regulation applicable to the Senior Executives of the Company.

xii) There will be 10% increase every year in salary and perquisites.

"RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board be and is hereby authorized to do all such acts, deeds, matters and things as they may in their absolute discretion deem necessary, expedient, usual and proper".

This is to further inform you that date of payment of dividend is 7th August 2013.

Thanking you,

Yours faithfully,
For Vinati Organics Limited

A handwritten signature in blue ink, appearing to read "Singhi G. S.", is written over the typed name.

G. S. Singhi
Company Secretary cum
Finance Controller

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