

VISTAR AMAR LIMITED

(Formerly known as Shubhra Leasing Finance And Investment Company Limited)
Reg. Off.: Plot - A4, APMC - MAFCO Yard, Sector 18, Vashi, Navi Mumbai – 400703
Tel: +91 22 6551 5555/ 6551 5556 Fax: +91 22 27880820
Website: www.vistaramar.com CIN No.: L05000MH1983PLC272707

Date: 18-07-2018

To,
Bombay Stock Exchange
1st Floor, P. J. Towers,
Dalal Street, Mumbai – 400001

Sub: Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015- Details of the Voting Results of the 34th Annual General Meeting

Dear Sirs,

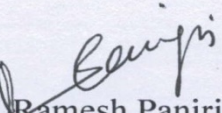
Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the details regarding the Voting Result of the business transacted at the 34th AGM in the prescribed format.

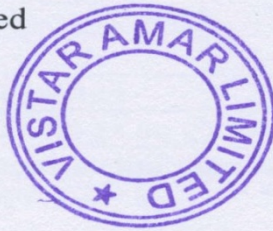
We are also enclosing the consolidated Report of the Scrutinizer on e-voting and voting through Ballot Paper at the 34th AGM. The above are also being uploaded on the Company's website.

Kindly acknowledge the receipt and take the same on record.

Thanking you,

Yours faithfully
For Vistar Amar Limited


Ramesh Panjri
Managing Director
DIN No. 00300737



Encl: As above

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34TH ANNUAL GENERAL MEETING HELD ON 17TH JULY, 2018

Declaration of Results of Remote e-voting and Poll

Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided the facility of remote e-voting to the Members to enable them to cast their vote electronically on the Resolutions proposed in the Notice of 34th Annual General Meeting (AGM). The remote e-voting was open from 10:00 a.m. on 14th July, 2018 upto 5:00 p.m. on 16th July, 2018.

Further in line with the provisions of the Companies Act, 2013 and in terms of the clarifications issued by Ministry of Corporate Affairs, voting of Show of Hands was not permitted at the General Meeting where e-voting has been offered to the Members. Therefore, at the 34th AGM, Voting was conducted by means of poll.

The Board of Directors had appointed Mrs. Isha Sumit Gupta, proprietor of M/s. I S Gupta & Co., Company Secretaries as the scrutinizer for remote e-voting and poll. The Scrutinizer have carried out the scrutiny of all the electronic votes received till 05:00 p.m. on 16th July, 2018 and on poll at the 34th AGM and submitted Consolidated Report on 17th July, 2018.

Based on the Scrutinizer's Report and pursuant to Clause 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the following result is hereby announced to the Members on 18th July, 2018 at the Registered Office of the Company:

Sr. No	Particulars	Details
1	Date of Annual General Meeting	17th July, 2018
2	Total number of shareholders as on Cut-Off date	604
3	No. of Shareholders present in the meeting either in person or through proxy:	
	Promoters and Promoter Group:	1
	Public:	7
4	No. of Shareholders attended the meeting through Video Conferencing	Not Applicable
	Promoters and Promoter Group:	
	Public:	

5	Detail of the Agenda:	Resolution required: (Ordinary/ Special)	Whether promoter/ promoter group interested in the Agenda/ Resolution	Mode of voting: (Show of hands/ Poll/ Postal Ballot/ E-voting)	Result
(i)	Adoption of Audited Financial Statements of the Company for the Financial Year ended 31st March, 2018 and the Report of Board of Directors and Auditors thereon	Ordinary Resolution	Not Interested	Poll/ E-voting	Passed with requisite majority
(ii)	Appointment of a Director in place of Mr. Ram Babulal Panjri (DIN No. 00262001), who retires by rotation and being eligible offers himself for re-appointment	Ordinary Resolution	Interested	Poll/ E-voting	Passed with requisite majority
(iii)	Ratification of appointment of M/s. S. P. Gupta & Associates, Chartered Accountants as Statutory Auditors of the Company for the year 2018-2019	Ordinary Resolution	Not Interested	Poll/ E-voting	Passed with requisite majority
(iv)	Regularization of Mr. Ramesh Ishwarlal Upadhyay as Non-Executive Director of the Company	Ordinary Resolution	Not Interested	Poll/ E-voting	Passed with requisite majority
(v)	Regularization of Mr. Ashwin Rughani as Non Executive Independent Director of the Company	Ordinary Resolution	Not Interested	Poll/ E-voting	Passed with requisite majority
(vi)	Ratification of Related Party Transactions entered during the F.Y. 2017-2018	Ordinary Resolution	Interested	Poll/ E-voting	Passed with requisite majority

Consolidated Result of E-voting and Poll

Ordinary Resolution No.1 - Adoption of Audited Financial Statements of the Company for the Financial Year ended 31st March, 2018 and the Report of Board of Directors and Auditors thereon

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes-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	21,00,000	21,00,000	100%	21,00,000	0	100%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		21,00,000	21,00,000	100%	21,00,000	0	100%
Public – Institutions	E-voting	0	0	0.00%	0	0	0.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0	0	0.00%	0	0	0.00%
Public-Non Institutions	E-voting	11,00,000	11	0.00%	11	0	100%	0.00%
	Poll		2,00,505	18.23%	2,00,505	0	100%	0.00%
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		11,00,000	2,00,516	18.23%	2,00,516	0	100%
Total		32,00,000	23,00,516	71.89%	23,00,516	0	100%	0.00%

Ordinary Resolution No.2 - Appointment of a Director in place of Mr. Ram Babulal Panjri (DIN No. 00262001), who retires by rotation and being eligible offers himself for re-appointment

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes-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	21,00,000	0	0.00%	0	0	0.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		21,00,000	0	0.00%	0	0	0.00%
Public – Institutions	E-voting	0	0	0.00%	0	0	0.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0	0	0.00%	0	0	0.00%
Public-Non Institutions	E-voting	11,00,000	11	0.00%	11	0	100%	0.00%
	Poll		2,00,505	18.23%	2,00,505	0	100%	0.00%
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		11,00,000	2,00,516	18.23%	2,00,516	0	100%
Total		32,00,000	2,00,516	6.27%	2,00,516	0	100%	0.00%

* 1 Invalid vote counted as M/s. RBP Holdings Private Limited, being Promoter/ Promoter Group Member of the Company holding 21,00,000 Shares (65.62%) in the Company who have voted via remote e-voting and is interested in this Resolution

Ordinary Resolution No.3 - Ratification of appointment of M/s. S. P. Gupta & Associates, Chartered Accountants as Statutory Auditors of the Company for the year 2018-2019

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes-favour in	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	21,00,000	21,00,000	100%	21,00,000	0	100%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		21,00,000	21,00,000	100%	21,00,000	0	100%
Public – Institutions	E-voting	0	0	0.00%	0	0	0.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0	0	0.00%	0	0	0.00%
Public-Non Institutions	E-voting	11,00,000	11	0.00%	11	0	100%	0.00%
	Poll		2,00,505	18.23%	2,00,505	0	100%	0.00%
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		11,00,000	2,00,516	18.23%	2,00,516	0	100%
Total		32,00,000	23,00,516	71.89%	23,00,516	0	100%	0.00%

Ordinary Resolution No. 4 - Regularization of Mr. Ramesh Ishwarlal Upadhyay as Non-Executive Director of the Company

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes-favour in	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	21,00,000	21,00,000	100%	21,00,000	0	100%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		21,00,000	21,00,000	100%	21,00,000	0	100%
Public – Institutions	E-voting	0	0	0.00%	0	0	0.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0	0	0.00%	0	0	0.00%
Public-Non Institutions	E-voting	11,00,000	11	0.00%	11	0	100%	0.00%
	Poll		1,45,505	13.23%	1,45,505	0	100%	0.00%
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		11,00,000	1,45,516	13.23%	1,45,516	0	100%
Total		32,00,000	22,45,516	70.17%	22,45,516	0	100%	0.00%

**2 Invalid Vote counted as Mr. Ramesh Upadhyay and Mrs. Anju Upadhyay, being Members of the Company holding 28,000 Shares and 27,000 Shares respectively in aggregate 55,000 Shares (1.72% in aggregate) in the Company who have voted via Poll and are interested in this Resolution.*

Ordinary Resolution No. 5 - Regularization of Mr. Ashwin Rughani as Non Executive Independent Director of the Company

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes-favour in	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	21,00,000	21,00,000	100%	21,00,000	0	100%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		21,00,000	21,00,000	100%	21,00,000	0	100%
Public – Institutions	E-voting	0	0	0.00%	0	0	0.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0	0	0.00%	0	0	0.00%

Public-Non Institutions	E-voting	11,00,000	11	0.00%	11	0	100%	0.00%
	Poll		2,00,505	18.23%	2,00,505	0	100%	0.00%
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	11,00,000	2,00,516	18.23%	2,00,516	0	100%	0.00%
Total		32,00,000	23,00,516	71.89%	23,00,516	0	100%	0.00%

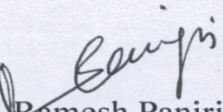
Ordinary Resolution No. 6 - Ratification of Related Party Transactions entered during the F.Y. 2017-2018

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes-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	21,00,000	0	0.00%	0	0	0.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	21,00,000	0	0.00%	0	0	0.00%	0.00%
Public – Institutions	E-voting	0	0	0.00%	0	0	0.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	0	0	0.00%	0	0	0.00%	0.00%
Public-Non Institutions	E-voting	11,00,000	11	0.00%	11	0	100%	0.00%
	Poll		2,00,505	18.23%	2,00,505	0	100%	0.00%
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	11,00,000	2,00,516	18.23%	2,00,516	0	100%	0.00%
Total		32,00,000	2,00,516	6.27%	2,00,516	0	100%	0.00%

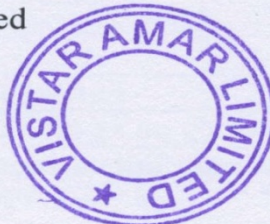
** 1 Invalid vote counted as M/s. RBP Holdings Private Limited, being Promoter/ Promoter Group Member of the Company holding 21,00,000 Shares (65.62%) in the Company who have voted via remote e-voting and is interested in this Resolution*

As per the provisions of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (LODR) Regulations, 2015 and based on the Report of the Scrutinizer dated 17th July, 2018, I hereby declare that aforesaid Ordinary Resolutions are duly passed by requisite majority.

Yours faithfully
For Vistar Amar Limited



Ramesh Panjri
Managing Director
DIN No. 00300737



Date and Place: 18th July, 2018; Navi Mumbai