

## VISTAR AMAR LIMITED

Reg. Off.: Plot - A4, APMC - MAFCO Yard, Sector 18, Vashi, Navi Mumbai – 400703

Tel: +91 22 27880820

Website: [www.vistaramar.com](http://www.vistaramar.com)

CIN No.: L05000MH1983PLC272707

---

Date: 23-09-2020

To,  
Listing Compliance Department  
BSE Limited  
Department of Corporate Services  
Phiroze Jeejeebhoy 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 36<sup>th</sup> Annual General Meeting**

Dear Sirs,

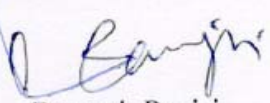
Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the details regarding the Voting Results of the business transacted at the 36<sup>th</sup> AGM through Video Conference/ Other Audio Visual Means in the prescribed format.

We are also enclosing the consolidated Report of the Scrutinizer on remote e-voting and e-voting at the 36<sup>th</sup> 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

# VISTAR AMAR LIMITED

Reg. Off.: Plot - A4, APMC - MAFCO Yard, Sector 18, Vashi, Navi Mumbai – 400703

Tel: +91 22 27880820

Website: [www.vistaramar.com](http://www.vistaramar.com)

CIN No.: L05000MH1983PLC272707

## Details of Voting Result in terms of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

### Mode of Voting: E-voting

#### Voting Results

(Results of vote cast by E-voting as provided by CDSL)

Sr. No.	Particulars	Details			
1	<b>Date of Annual General Meeting</b>	<b>22<sup>nd</sup> September, 2020</b>			
2	<b>Total number of shareholders as on Cut-Off date</b>	<b>652</b>			
3	<b>No. of Shareholders present in the meeting either in person or through proxy:</b>	<b>Not Applicable</b>			
	Promoters and Promoter Group:				
	Public:				
4	<b>No. of Shareholders attended the meeting through Video Conferencing</b>	1 14			
	Promoters and Promoter Group:				
	Public:				
5	<b>Detail of the Agenda:</b>	<b>Resolution required:</b> (Ordinary/ Special)	<b>Whether promoter/ promoter group interested in the Agenda/ Resolution</b>	<b>Mode of voting:</b> (Show of hands/ Poll/ Postal Ballot/ E-voting)	<b>Result</b>
(i)	Adoption of Audited Financial Statements of the Company for the Financial Year ended 31st March, 2020 and the Report of Board of Directors and Auditors thereon	Ordinary Resolution	Not Interested	E-voting	Passed unanimously
(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	E-voting	Passed unanimously
(iii)	Ratification of appointment of M/s. S. P. Gupta & Associates, Chartered Accountants as Statutory Auditors of the Company for the year 2020-2021	Ordinary Resolution	Not Interested	E-voting	Passed unanimously
(vi)	Ratification of Related Party Transactions entered during the F.Y. 2019-2020	Ordinary Resolution	Interested	E-voting	Passed unanimously

## Result of E-voting

**Ordinary Resolution No.1** - Adoption of Audited Financial Statements of the Company for the Financial Year ended 31st March, 2020 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%
	Poll		0	0%	0	0	0%	0%
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		<b>21,00,000</b>	<b>21,00,000</b>	<b>100%</b>	<b>21,00,000</b>	<b>0</b>	<b>100%</b>
Public – Institutions	E-voting	0	0	0%	0	0	0%	0%
	Poll		0	0%	0	0	0%	0%
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0%</b>	<b>0</b>	<b>0</b>	<b>0%</b>
Public-Non Institutions	E-voting	11,00,000	8,17,313	74.30%	8,17,313	0	100%	0%
	Poll		0	0%	0	0	0%	0%
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		<b>11,00,000</b>	<b>8,17,313</b>	<b>74.30%</b>	<b>8,17,313</b>	<b>0</b>	<b>100%</b>
<b>Total</b>		<b>32,00,000</b>	<b>29,17,313</b>	<b>91.17%</b>	<b>29,17,313</b>	<b>0</b>	<b>100%</b>	<b>0%</b>

**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%	0	0	0%	0%
	Poll		0	0%	0	0	0%	0%
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		<b>21,00,000</b>	<b>0</b>	<b>0%</b>	<b>0</b>	<b>0</b>	<b>0%</b>
Public –	E-voting		0	0%	0	0	0%	0%

Institutions	Poll	0	0	0%	0	0	0%	0%
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	<b>0</b>	<b>0</b>	<b>0%</b>	<b>0</b>	<b>0</b>	<b>0%</b>	<b>0%</b>
Public-Non Institutions	E-voting	11,00,000	8,17,313	74.30%	8,17,313	0	100%	0%
	Poll		0	0%	0	0	0%	0%
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	<b>11,00,000</b>	<b>8,17,313</b>	<b>74.30%</b>	<b>8,17,313</b>	<b>0</b>	<b>100%</b>	<b>0%</b>
<b>Total</b>		<b>32,00,000</b>	<b>8,17,313</b>	<b>25.54%</b>	<b>8,17,313</b>	<b>0</b>	<b>100%</b>	<b>0%</b>

**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 2020-2021

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%
	Poll		0	0%	0	0	0%	0%
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	<b>21,00,000</b>	<b>21,00,000</b>	<b>100%</b>	<b>21,00,000</b>	<b>0</b>	<b>100%</b>	<b>0%</b>
Public – Institutions	E-voting	0	0	0%	0	0	0%	0%
	Poll		0	0%	0	0	0%	0%
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	<b>0</b>	<b>0</b>	<b>0%</b>	<b>0</b>	<b>0</b>	<b>0%</b>	<b>0%</b>
Public-Non Institutions	E-voting	11,00,000	8,17,313	74.30%	8,17,313	0	100%	0%
	Poll		0	0%	0	0	0%	0%
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	<b>11,00,000</b>	<b>8,17,313</b>	<b>74.30%</b>	<b>8,17,313</b>	<b>0</b>	<b>100%</b>	<b>0%</b>
<b>Total</b>		<b>32,00,000</b>	<b>29,17,313</b>	<b>91.17%</b>	<b>29,17,313</b>	<b>0</b>	<b>100%</b>	<b>0%</b>

**Ordinary Resolution No.4** - Ratification of Related Party Transactions entered during the F.Y. 2019-2020

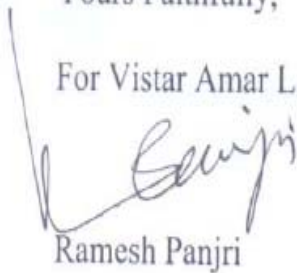
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes-favour	No. of Votes-against	% of Votes in favour on votes polled	% of votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)] *100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100

Promoter and Promoter Group	E-voting	21,00,000	0	0%	0	0	0%	0%
	Poll		0	0%	0	0	0%	0%
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>21,00,000</b>	<b>0</b>	<b>0%</b>	<b>0</b>	<b>0</b>	<b>0%</b>	<b>0%</b>
Public – Institutions	E-voting	0	0	0%	0	0	0%	0%
	Poll		0	0%	0	0	0%	0%
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>0</b>	<b>0</b>	<b>0%</b>	<b>0</b>	<b>0</b>	<b>0%</b>	<b>0%</b>
Public-Non Institutions	E-voting	11,00,000	8,17,313	74.30%	8,17,313	0	100%	0%
	Poll		0	0%	0	0	0%	0%
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>11,00,000</b>	<b>8,17,313</b>	<b>74.30%</b>	<b>8,17,313</b>	<b>0</b>	<b>100%</b>	<b>0%</b>
<b>Total</b>		<b>32,00,000</b>	<b>8,17,313</b>	<b>25.54%</b>	<b>8,17,313</b>	<b>0</b>	<b>100%</b>	<b>0%</b>

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 22<sup>nd</sup> September, 2020, I hereby declare that aforesaid Ordinary Resolutions are duly passed unanimously.

Yours Faithfully,

For Vistar Amar Limited

  
Ramesh Panjri



Managing Director

DIN NO. 00300737

Date and Place: 23<sup>rd</sup> September, 2020; Navi Mumbai

# I S GUPTA & CO.

## Company Secretary

Isha Sumit Gupta  
B Com, LLB, FCS

8, Govind Nagar, 88, Dixit Road,  
Vile Parle (East), Mumbai – 400057  
Tel: 26116374, 26120042  
Mob: 9892447117  
Email: [csisha@caspgupta.com](mailto:csisha@caspgupta.com),  
[csishagupta07@gmail.com](mailto:csishagupta07@gmail.com)

---

### **Consolidated Scrutinizer's Report**

(Pursuant to Section 108 and 109 of the Companies Act, 2013 and Rule 20(3)(xii) and Rule 21 (2) of the Companies (Management and Administration) Rules, 2014)

To,  
The Chairman  
Vistar Amar Limited  
Plot - A4, APMC - MAFCO Yard,  
Sector 18, Vashi,  
Navi Mumbai – 400703

Date: 22-09-2020

Re.: **36<sup>th</sup> Annual General Meeting of the Equity Shareholders of Vistar Amar Limited held on Tuesday, 22<sup>nd</sup> September, 2020 at 11.30 a.m. through Video Conference (VC)/ Other Audio Visual Means (OAVM)**

Dear Sir,

- 1) I, Isha Sumit Gupta, Proprietor of M/s. I S Gupta & Co., Practicing Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of Vistar Amar Limited ("the Company") for the purpose of the remote e-voting (i.e., voting remotely, before the AGM, using an electronic voting system on the dates referred to in the Notice calling the AGM) and e-voting during AGM (process of e-voting at the AGM through electronic voting system) on the resolutions contained in the notice dated 20<sup>th</sup> August, 2020 ("Notice") issued in accordance with General Circular No. 14/2020, 17/2020 and 20/2020 dated 8 April 2020, 13 April 2020 and 5 May 2020 respectively, issued by Ministry of Corporate Affairs (MCA) (hereinafter referred to as "MCA Circulars"), Government of India, calling the Annual General Meeting ("the Meeting" /"AGM") through VC / OAVM. The AGM was convened on Tuesday 22<sup>nd</sup> September, 2020 at 11:30 a.m. IST through VC /OAVM.
- 2) The Management of the Company is responsible to ensure the Compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic modes on the resolutions proposed in the Notice of 36<sup>th</sup> Annual General Meeting of the Members of the Company dated 20<sup>th</sup> August, 2020. My responsibility as a Scrutinizer for the e-voting process (i.e., through remote e-voting and e-voting during AGM) is to ensure that the voting process is conducted in a fair and transparent manner and is restricted to making a Scrutinizer's Report for the votes cast in "favour" or "against" on the resolutions proposed in the Notice of the AGM of the Company, based on the report generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the agency engaged by the Company to provide e-voting facility for voting through electronic means and the documents furnished to me electronically for my verification.



Resolution 2: Ordinary Resolution

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

Particulars	Remote E-Voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	37	817313	0	0	37	817313	100%
Dissent	0	0	0	0	0	0	0%
Total	37	817313	0	0	37	817313	100%
Abstain/ Invalid	0	0	0	0	0	0	0

Resolution 3: Ordinary Resolution

Ratification of appointment of M/s. S. P. Gupta & Associates, Chartered Accountants as Statutory Auditors of the Company for the year 2020-2021

Particulars	Remote E-Voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	38	2917313	0	0	38	2917313	100%
Dissent	0	0	0	0	0	0	0%
Total	38	2917313	0	0	38	2917313	100%
Abstain/ Invalid	0	0	0	0	0	0	0

Resolution 4: Ordinary Resolution

Ratification of Related Party Transactions entered during the F.Y. 2019-2020

Particulars	Remote E-Voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	37	817313	0	0	37	817313	100%
Dissent	0	0	0	0	0	0	0%
Total	37	817313	0	0	37	817313	100%
Abstain/ Invalid	0	0	0	0	0	0	0

- 8) Based on the foregoing, the resolution no.(s) 1 to 4 shall be deemed to have been passed unanimously.
- 9) All the relevant records / electronic data relating to the e-voting are under my safe custody and will be handed over to the Chairman or Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the said AGM.



10) This report has been issued at the request of the Company for (i) submission to Stock Exchanges and (ii) placing on website of the Company. This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

Thanking you,

Yours faithfully,  
For I S Gupta & Co.  
Practicing Company Secretary

  
Isha Sumit Gupta  
Proprietor  
Membership No. F7605  
UDIN: F007605B000750017



Place: Mumbai

Counter Signed by  
For Vistar Amar Limited

  
Ramesh Panjri  
Managing Director  
(DIN No. 00300737)

