

VISTAR AMAR LIMITED

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

Tel: +91 22 27880820

Website: www.vistaramar.com

CIN No.: L05000MH1983PLC272707

Date: 21-09-2021

To,
Listing Compliance Department
BSE Limited
Department of Corporate Services
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400001

Sub: Proceeding of the 37th Annual General Meeting held on Tuesday 21st September, 2021

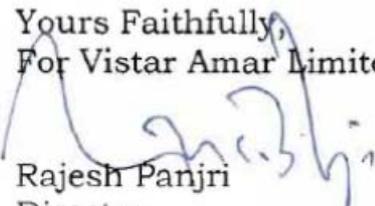
Dear Sir,

Pursuant to the Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2016, please find enclosed herewith the copy of the proceedings of 37th Annual General Meeting of Vistar Amar Limited held on Tuesday, 21st September, 2021 at 11:00 a.m. through Video Conference/ Other Audio Visual Means.

Kindly acknowledge the receipt and take the same on record.

Thanking You,

Yours Faithfully,
For Vistar Amar Limited


Rajesh Panjri
Director
DIN No. 00261895



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GIST OF THE PROCEEDINGS OF THE 37TH ANNUAL GENERAL MEETING OF VISTAR AMAR LIMITED

The 37th Annual General Meeting ('AGM' or 'Meeting') of the Members of Vistar Amar Limited ('the Company') was held on Tuesday 21st September, 2021 at 11:00 a.m. (IST) via Video Conferencing ('VC')/ Other Audio Visual Means ("OAVM"). The Company, while conducting the Meeting, adhered to the circulars issued by the Ministry of Corporate Affairs ('MCA'), the Securities and Exchange Board of India ('SEBI') and other social distancing norms in view of the outbreak of Covid-19 pandemic.

Shri Rajesh Panjri, Director and Chairman of the Company took the Chair and precede the Meeting. Since the Chairman was not feeling well and was not able to speak at the Meeting he requested Shri Ram Panjri, CFO and Director of the Company to speak on his behalf.

The requisite quorum being present, Shri Ram Panjri called the Meeting to order.

The Members of the Meeting are briefed on certain points relating to the participation at the Meeting through Video Conferencing.

The Registered Office of the Company situated at Plot - A4, APMC - MAFCO Yard, Sector 18, Vashi, Navi Mumbai – 400703 shall be deemed as the venue for this AGM and proceedings of the AGM shall be deemed to be made here at.

The Directors, Company Secretary, Committee Members and the invitees present at the Meeting through VC/ OAVM. The Representatives from M/s. S. P. Gupta & Associates, Statutory Auditor of the Company and from M/s. I S Gupta & Co., Secretarial Auditor of the Company was also present at the Meeting through VC/ OAVM.

The Registers and other relevant documents mentioned in the Notice were available for inspection.

It was informed in the Meeting that the Members were requested and given opportunity to register their Email ID by giving advertisement in newspapers on 24th August, 2021. Moreover, Notice of 37th AGM through VC was also published in Newspapers on 31st August, 2021. There are still some Shareholders who's Email ID's are still not available. They are once again requested to register their Email ID in their respective Demat Account with their DP or send request to the Company.

The Notice convening the 37th Annual General Meeting, the Directors' Report and the Audited Financial Statements for the Financial Year ended 31st March, 2021 having been circulated to all the Members with the permission of Chairman were taken as read.

In the absence of any qualification, observation or comment on financial transactions or matters which have any adverse effect on the functioning of the Company mentioned in the Auditors' Report, the Auditors' Report not required to be read out in the Meeting in terms of Section 145 of the Companies Act, 2013.

Mrs. Isha Sumit Gupta, proprietor of M/s. I S Gupta & Co., Practicing Company Secretaries was the Scrutinizer appointed by the Board to scrutinize the e-votes cast during the Meeting and through remote e - Voting, in a fair and transparent manner.

Shri Ram Panjri briefed the Members about the financial performance of the Company. He then requested Members to consider Chairman Speech as read which will be uploaded at website of the Company.

It is informed to the Members that the Company had provided its Members the facility to cast their vote electronically through the Central Depository Services (India) Limited (CDSL) system before the Meeting. It is further informed that the remote e-voting facility was also made available during the AGM for the benefit of Members who were present during the Meeting and had not cast their votes earlier through remote e-voting.

The combined results of the remote e-voting before as well as remote e- voting during the AGM will be declared on 22nd September, 2021 and the results along with the Scrutinizer's Report would be intimated to the Stock Exchanges in terms of the Listing Regulations and would be placed on the websites of the Company.

The following agenda set out in the Notice convening the AGM were put to vote by remote e-voting and remote e-voting during the Meeting:

Item No.	Details of the Agenda	Resolution required (Ordinary/Special)	Mode of Voting
1.	Adoption of Audited Financial Statements of the Company for the Financial Year ended 31st March, 2021 and the Report of Board of Directors and Auditors thereon	Ordinary	Remote e-voting and remote e-voting during the AGM

2.	Appointment of a Director in place of Mr. Ramesh Ishwarlal Upadhyay (DIN No. 07087829), who retires by rotation and being eligible offers himself for re-appointment	Ordinary	Remote e-voting and remote e-voting during the AGM
3.	Re-appointment of M/s. S. P. Gupta & Associates, Chartered Accountants as Statutory Auditors of the Company for a second term of five years from the conclusion of this 37 th AGM of the Company till the conclusion of the 42 nd AGM of the Company to be held in the year 2026	Ordinary	Remote e-voting and remote e-voting during the AGM
4.	Regularization of Mr. Rajesh Babulal Panjri (DIN No. 00261895) from Additional Director to Director of the Company	Ordinary	Remote e-voting and remote e-voting during the AGM
5.	Appointment of Mr. Rajesh Babulal Panjri (DIN No. 00261895) as Managing Director of the Company for a period of 5 (five) years w.e.f. 01 st October, 2021	Ordinary	Remote e-voting and remote e-voting during the AGM
6.	Reappointment of Mrs. Varsha Manish Sanghai (DIN 07445502) as an Independent Director for a second term for five consecutive years upto the conclusion of the AGM of the Company to be held in the calendar year 2026	Special	Remote e-voting and remote e-voting during the AGM
7.	Appointment of Mr. Jaidip Dilipkumar Simaria (DIN 02587800) as a Non-Executive Independent Director for five consecutive years upto the conclusion of the AGM of the Company to be held in the calendar year 2026	Special	Remote e-voting and remote e-voting during the AGM
8.	Ratification of Related Party Transactions entered during the F.Y. 2020-2021	Ordinary	Remote e-voting and remote e-voting during the AGM

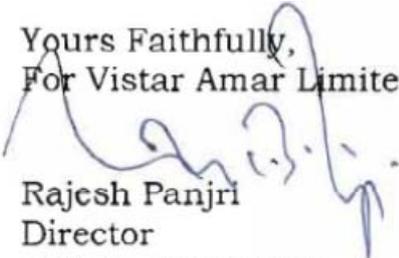
Two Members have registered themselves as Speaker. However when their names were called to speak in the Meeting they were not available. With the permission of the Chairman, the questions as asked by the Members in the chat box were read out in the Meeting. Shri Ram Panjri appropriately responded and given reply to them except to one question to which Shri Ram Panjri said it will be replied through email in detail after the Meeting.

The Members are thanked for their continued support and for attending and participating in the Meeting. The Directors and other KMPs are also thanked for joining the Meeting virtually. The e-voting facility was kept open for the next 15 minutes to enable the Members to cast their vote who have not cast their vote before. The Meeting then declared as concluded.

The Meeting commenced at 11:00 a.m. and ended at 11:31 a.m after the end of 15 minutes given to the Members for e-voting.

Thanking You,

Yours Faithfully,
For Vistar Amar Limited


Rajesh Panjri
Director
DIN No. 00261895

