

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: 22-09-2021

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

Ref: ISIN: INE878P01019
Scrip Code: 538565

Sub: Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015- Disclosure of the Voting Results of the 37th 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 37th AGM through Video Conference/ Other Audio Visual Means on Tuesday 21st September, 2021 at 11:00 a.m. (IST) (Meeting started at 11:00 a.m. (IST) and End at 11:31 a.m. (IST)) in the format prescribed under the aforementioned Regulation. The Meeting was held in compliance with the circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India. All the Resolutions were passed with requisite majority. We are also enclosing the Consolidated Report of the Scrutinizer dated 21st September, 2021 on remote e-voting and e-voting at the 37th AGM. The above are also being uploaded on the Company's website www.vistaramar.com.

The details of Scrutinizer are given below:

Name of the Scrutinizer	Isha Sumit Gupta
Firms Name	I S Gupta & Co.
Qualification	B.Com, LLB, CS
Membership Number	F7605
Date of Board Meeting in which appointed	23 rd August, 2021
Date of Issuance of report to the Company	21 st September, 2021

Kindly acknowledge the receipt and take the same on record.

Thanking you,

Yours Faithfully,
For Vistar Amar Limited

Rajesh Panjri
Director
DIN No. 00261895



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

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	Record date	14 th September, 2021
2	Total number of shareholders on record date	1398
3	No. of Shareholders present in the meeting either in person or through proxy:	Not Applicable
	Promoters and Promoter Group:	
	Public:	
4	No. of Shareholders attended the meeting through Video Conferencing	1 30
	Promoters and Promoter Group:	
	Public:	
5	No. of Resolution passed in the Meeting	8

Resolution No. 1:

Resolution required: (Ordinary/ Special)				Ordinary				
Whether promoter/ promoter group are interested in the Agenda/ Resolution?				No				
Description of resolution considered				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				
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		21,00,000	21,00,000	100%	21,00,000	0	100%
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		0	0	0%	0	0	0%
Public-Non Institutions	E-voting	11,00,000	3,23,684	29.4258%	3,23,676	8	99.9975%	0.0025%
	Poll		0	0%	0	0	0%	0%
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		11,00,000	3,23,684	29.4258%	3,23,676	8	99.9975%
Total		32,00,000	24,23,684	75.7401%	24,23,676	8	99.9997%	0.0003%
Whether Resolution is passed or not							Yes	
Disclosure of Notes on Resolution							-	

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

Resolution No. 2:

Resolution required: (Ordinary/ Special)				Ordinary				
Whether promoter/ promoter group are interested in the Agenda/ Resolution?				No				
Description of resolution considered				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				
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		21,00,000	21,00,000	100%	21,00,000	0	100%
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		0	0	0%	0	0	0%
Public-Non Institutions	E-voting	11,00,000	2,68,684	24.4258%	2,68,676	8	100%	0%
	Poll		0	0%	0	0	0%	0%
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		11,00,000	2,68,684	24.4258%	2,68,676	8	99.9970%
Total		32,00,000	23,68,684	74.0214%	23,68,676	8	99.9997%	0.0003%
Whether Resolution is passed or not							Yes	
Disclosure of Notes on Resolution							-	

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

Resolution No. 3:

Resolution required: (Ordinary/ Special)				Ordinary				
Whether promoter/ promoter group are interested in the Agenda/ Resolution?				No				
Description of resolution considered				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				
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		21,00,000	21,00,000	100%	21,00,000	0	100%
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		0	0	0%	0	0	0%
Public-Non Institutions	E-voting	11,00,000	3,23,684	29.4258%	3,23,676	8	99.9975%	0.0025%
	Poll		0	0%	0	0	0%	0%
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		11,00,000	3,23,684	29.4258%	3,23,676	8	99.9975%
Total		32,00,000	24,23,684	75.7401%	24,23,676	8	99.9997%	0.0003%
Whether Resolution is passed or not							Yes	
Disclosure of Notes on Resolution							-	

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

Resolution No. 4:

Resolution required: (Ordinary/ Special)				Ordinary				
Whether promoter/ promoter group are interested in the Agenda/ Resolution?				Yes				
Description of resolution considered				Regularization of Mr. Rajesh Babulal Panjri (DIN No. 00261895) from Additional Director to 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	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.
	Total		21,00,000	0	0%	0	0	0%
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		0	0	0%	0	0	0%
Public-Non Institutions	E-voting	11,00,000	3,23,684	29.4258%	3,23,676	8	99.9975%	0.0025%
	Poll		0	0%	0	0	0%	0%
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		11,00,000	3,23,684	29.4258%	3,23,676	8	99.9975%
Total		32,00,000	3,23,684	10.1151%	3,23,676	8	99.9975%	0.0025%
Whether Resolution is passed or not							Yes	
Disclosure of Notes on Resolution							-	

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	21,00,000*
Public Institutions	0
Public Non-Institutions	0

* 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

Resolution No. 5:

Resolution required: (Ordinary/ Special)				Ordinary				
Whether promoter/ promoter group are interested in the Agenda/ Resolution?				Yes				
Description of resolution considered				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				
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.
	Total		21,00,000	0	0%	0	0	0%
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		0	0	0%	0	0	0%
Public-Non Institutions	E-voting	11,00,000	3,23,684	29.4258%	3,23,676	8	99.9975%	0.0025%
	Poll		0	0%	0	0	0%	0%
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		11,00,000	3,23,684	29.4258%	3,23,676	8	99.9975%
Total		32,00,000	3,23,684	10.1151%	3,23,676	8	99.9975%	0.0025%
Whether Resolution is passed or not							Yes	
Disclosure of Notes on Resolution							-	

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	21,00,000*
Public Institutions	0
Public Non-Institutions	0

* 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

Resolution No. 6:

Resolution required: (Ordinary/ Special)				Special				
Whether promoter/ promoter group are interested in the Agenda/ Resolution?				No				
Description of resolution considered				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				
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		21,00,000	21,00,000	100%	21,00,000	0	100%
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		0	0	0%	0	0	0%
Public-Non Institutions	E-voting	11,00,000	3,23,684	29.4258%	3,23,676	8	99.9975%	0.0025%
	Poll		0	0%	0	0	0%	0%
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		11,00,000	3,23,684	29.4258%	3,23,676	8	99.9975%
Total		32,00,000	24,23,684	75.7401%	24,23,676	8	99.9997%	0.0003%
Whether Resolution is passed or not							Yes	
Disclosure of Notes on Resolution							-	

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

Resolution No. 7:

Resolution required: (Ordinary/ Special)				Special				
Whether promoter/ promoter group are interested in the Agenda/ Resolution?				No				
Description of resolution considered				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				
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		21,00,000	21,00,000	100%	21,00,000	0	100%
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		0	0	0%	0	0	0%
Public-Non Institutions	E-voting	11,00,000	3,23,684	29.4258%	3,23,676	8	99.9975%	0.0025%
	Poll		0	0%	0	0	0%	0%
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		11,00,000	3,23,684	29.4258%	3,23,676	8	99.9975%
Total		32,00,000	24,23,684	75.7401%	24,23,676	8	99.9997%	0.0003%
Whether Resolution is passed or not							Yes	
Disclosure of Notes on Resolution							-	

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

Resolution No. 8:

Resolution required: (Ordinary/ Special)				Ordinary				
Whether promoter/ promoter group are interested in the Agenda/ Resolution?				Yes				
Description of resolution considered				Ratification of Related Party Transactions entered during the F.Y. 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	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		21,00,000	0	0%	0	0	0%
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		0	0	0%	0	0	0%
Public-Non Institutions	E-voting	11,00,000	3,23,684	29.4258%	3,23,676	8	99.9975%	0.0025%
	Poll		0	0%	0	0	0%	0%
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		11,00,000	3,23,684	29.4258%	3,23,676	8	99.9975%
Total		32,00,000	3,23,684	10.1151%	3,23,676	8	99.9975%	0.0025%
Whether Resolution is passed or not							Yes	
Disclosure of Notes on Resolution							-	

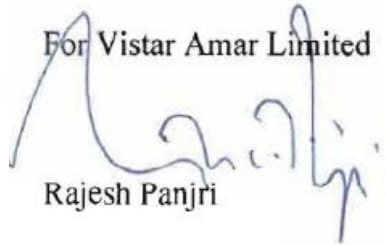
Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	21,00,000*
Public Institutions	0
Public Non-Institutions	0

* 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 21st September, 2021, I hereby declare that aforesaid Ordinary/ Special Resolutions are duly passed with requisite majority.

Yours Faithfully,

For Vistar Amar Limited



Rajesh Panjri

Director

DIN No. 00261895



Date and Place: 22nd September, 2021; 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,
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: 21-09-2021

Ref: **37th Annual General Meeting**

Sub: **Consolidated Scrutinizer's Report on remote E-voting and E-voting at the 37th Annual General Meeting (AGM) of M/s. Vistar Amar Limited held on Tuesday, 21st September, 2021 at 11.00 a.m. (IST) 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, have been appointed as the Scrutinizer by the Board of Directors of Vistar Amar Limited ("the Company") at their Meeting held on 23rd August, 2021 for the purpose of scrutinizing the remote e-voting process (i.e., voting remotely, before the AGM, using an electronic voting system) held from Saturday 18th September, 2021 at 10:00 a.m. (IST) to Monday 20th September, 2021 at 05:00 p.m. (IST) under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and subject to Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) regulations, 2015, in respect of Resolutions set out in the notice dated 23rd August, 2021 ("Notice") of the 37th Annual General Meeting (AGM) of the Members of the Company held on Tuesday 21st September, 2021 at 11:00 a.m. IST through Video Conference ("VC") / Other Audio Visual Means ("OAVM").
- 2) I am also appointed as the Scrutinizer to scrutinize the e-voting process during the AGM (process of e-voting at the AGM through electronic voting system).



- 3) The Notice dated 23rd August, 2021 convening 37th Annual General Meeting (AGM) of the Members of the Company alongwith the Statement setting out material facts under Section 102 of the Companies Act, 2013 were sent to the Shareholders in respect of the below mentioned resolutions as passed at the said Annual General Meeting of the Company held on Tuesday 21st September, 2021 at 11:00 a.m. (IST) through VC / OAVM. The emails were sent in compliance with the General Circular nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 05, 2020 and 02/2021 dated January 13, 2021 issued by the Ministry of Corporate Affairs ("MCA") read with Circular nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 issued by the SEBI (hereinafter collectively referred to as "the Circulars").
- 4) The Company has availed the e-voting facility offered by e-voting platform/ system provided by the Central Depository Services (India) Limited (CDSL), the agency engaged by the Company to provide e-voting facility for voting through electronic means.
- 5) 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 37th Annual General Meeting of the Members of the Company dated 23rd August, 2021. 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 CDSL and the documents furnished to me electronically for my verification.
- 6) The Members holding Equity shares as on the "cut-off date" i.e.14th September, 2021 were entitled to vote on the proposed resolutions as set out in Item Nos. 1 to 8 in the Notice of AGM of M/s. Vistar Amar Limited.
- 7) The remote e-voting facility was kept open from Saturday 18th September, 2021 at 10:00 a.m. IST till Monday 20th September, 2021, 05:00 pm. IST and the CDSL e-voting platform was blocked thereafter. The Company had also provided e-voting facility to the Members present/ logged-in at the AGM through VC / OAVM and who had not cast their vote earlier and Members were requested to cast their votes electronically conveying their assent or dissent in respect of the resolution on the e-voting platform provided by CDSL.
- 8) After the time fixed for closing of the e-voting by the Chairman, the electronic system recording the e-voting was locked by CDSL.
- 9) The votes casted under e-voting facility were then unblocked on Tuesday, 21st September, 2021 after the conclusion of the AGM in the presence of two witnesses not being in the employment of the Company as prescribed under sub-rule 4(xii) of Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time.
- 10) Thereafter, the details containing, interalia, the list of Equity Shareholders who voted "in favour" or "against" on each of the resolutions that was put to vote, were generated from the



e-voting website of CDSL, i.e., <https://evotingindia.com>. Based on the report generated by CDSL, scrutinized on test check basis and relied upon by me.

11) I now submit my Consolidated Report as under on the result of the remote e-voting conducted prior to the AGM and during the AGM in respect of the said Resolutions:

Resolution 1: Ordinary Resolution

Adoption of Audited Financial Statements of the Company for the Financial Year ended 31stMarch, 2021 and the Report of Board of Directors and Auditors thereon

Particulars	Remote E-Voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	39	2268676	4	155000	43	2423676	100%
Dissent	2	8	0	0	2	8	0%
Total	41	2268684	4	155000	45	2423684	100%
Abstain/ Invalid	0	0	0	0	0	0	

Resolution 2: Ordinary Resolution

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

Particulars	Remote E-Voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	39	2268676	2	100000	41	2368676	100%
Dissent	2	8	0	0	2	8	0%
Total	41	2268684	2	100000	43	2368684	100%
Abstain/ Invalid	0	0	0	0	0	0	

Resolution 3: Ordinary Resolution

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 37th AGM of the Company till the conclusion of the 42nd AGM of the Company to be held in the year 2026



Particulars	Remote E-Voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	39	2268676	4	155000	43	2423676	100%
Dissent	2	8	0	0	2	8	0%
Total	41	2268684	4	155000	45	2423684	100%
Abstain/ Invalid	0	0	0	0	0	0	

Resolution 4: Ordinary Resolution

Regularization of Mr. Rajesh Babulal Panjri (DIN No. 00261895) from Additional Director to Director of the Company

Particulars	Remote E-Voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	38	168676	4	155000	42	323676	100%
Dissent	2	8	0	0	2	8	0%
Total	40	168684	4	155000	44	323684	100%
Abstain/ Invalid	1*	2100000	0	0	1*	2100000	

* 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

Resolution 5: Ordinary Resolution

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. 01st October, 2021

Particulars	Remote E-Voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	38	168676	4	155000	42	323676	100%
Dissent	2	8	0	0	2	8	0%
Total	40	168684	4	155000	44	323684	100%
Abstain/ Invalid	1*	2100000	0	0	1*	2100000	

* 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



Resolution 6: Special Resolution

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

Particulars	Remote E-Voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	39	2268676	4	155000	43	2423676	100%
Dissent	2	8	0	0	2	8	0%
Total	41	2268684	4	155000	45	2423684	100%
Abstain/ Invalid	0	0	0	0	0	0	

Resolution 7: Special Resolution

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

Particulars	Remote E-Voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	39	2268676	4	155000	43	2423676	100%
Dissent	2	8	0	0	2	8	0%
Total	41	2268684	4	155000	45	2423684	100%
Abstain/ Invalid	0	0	0	0	0	0	

Resolution 8: Ordinary Resolution

Ratification of Related Party Transactions entered during the F.Y. 2020-2021

Particulars	Remote E-Voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	38	168676	4	155000	42	323676	100%
Dissent	2	8	0	0	2	8	0%
Total	40	168684	4	155000	44	323684	100%
Abstain/ Invalid	1*	2100000	0	0	1*	2100000	


* 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



- 12) As the number of votes cast in favour of the Resolution Nos. 1 to 8 were more than the number of votes cast against the Resolution Nos. 1 to 8, we report that the Ordinary/Special Resolution no. (s) 1 to 8 as set out in the Notice of the AGM is passed in favour of the Resolutions with requisite majority.
- 13) 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.
- 14) 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: F007605C000982106



Place: Mumbai

Counter Signed by
For Vistar Amar Limited




Rajesh Panjfi
Director
(DIN No. 00261895)

WITNESS:

1) Bhakti K. Kaurani
407, Mahavir Apt - Sion,
Mumbai - 400022,
CS Trainee.



2) Sneha A. Bane
Samrat Ashok Nagar CPWD
Office opp chagala Marg
Vile-parle (E) mum - 400099
Accountant

