

# Vistar Amar Limited

Head Office : Plot - A4, APMC - MAFCO Yard, Sector 18, Vashi,  
Navi Mumbai – 400703, Tel: +91 22 27880820

E-mail: vistaramarltd@gmail.com  
roc.shubhra@gmail.com

Factory Address : Plot/Phase No. 45/2,  
At Bhalpara GIDC, Tal. Veraval,  
Dist. Gir Somnath, Gujarat – 362266  
Mob No.:+91 87802 29519

Branch : C/o Amarsagar Seafoods Pvt. Ltd.,  
Survey No. 29 Paiki 1, Jawar Naka,  
Porbandar, Gujarat – 360575,  
Mob No.:+91 97231 02201

Website: www.vistaramar.com ● CIN No.: L05000MH1983PLC272707

Date: 01-08-2023

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

Sub: Proceeding of the 39<sup>th</sup> Annual General Meeting held on Tuesday 01<sup>st</sup> August, 2023

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 39<sup>th</sup> Annual General Meeting of Vistar Amar Limited held on Tuesday, 01<sup>st</sup> August, 2023 at 03:00 p.m. through Video Conference/ Other Audio Visual Means and ended at 03:22 p.m.

Kindly acknowledge the receipt and take the same on record.

Thanking You,

Yours Faithfully,  
For Vistar Amar Limited

Rajeshkumar Panjari  
Managing Director  
DIN No. 00261895

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## **GIST OF THE PROCEEDINGS OF THE 39<sup>TH</sup> ANNUAL GENERAL MEETING OF VISTAR AMAR LIMITED**

The 39<sup>th</sup> Annual General Meeting ('AGM' or 'Meeting') of the Members of Vistar Amar Limited ('the Company') was held on Tuesday 01<sup>st</sup> August, 2023 at 03:00 p.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') and the Securities and Exchange Board of India ('SEBI').

Shri Ramkumar Panjari, Chairman took the Chair and precede the Meeting.

The requisite quorum being present, the Chairman 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 Chairman and 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 04<sup>th</sup> July, 2023. Moreover, Notice of 39<sup>th</sup> AGM through VC was also published in Newspapers on 06<sup>th</sup> July, 2023. 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 39<sup>th</sup> Annual General Meeting, the Directors' Report

and the Audited Financial Statements for the Financial Year ended 31st March, 2023 having been circulated to all the Members with the permission of Chairman were taken as read.

In the Auditors' Report given by M/s. S. P. Gupta & Associates and the Secretarial Audit Report issued by M/s. I S Gupta & Co., there were remarks raised by the said Auditors for which proper explanation has been given by the Board of Directors in their Board Reports' and which does not have any adverse effect on the functioning of the Company and hence were taken as read.

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.

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 receipt of Scrutinizer's Report. 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 Chairman Speech on request considered as read and uploaded at website of the Company at [www.vistaramar.com](http://www.vistaramar.com).

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:

<b>Item No.</b>	<b>Details of the Agenda</b>	<b>Resolution required (Ordinary/Special)</b>	<b>Mode of Voting</b>
1.	Adoption of Audited Financial Statements of the Company for the Financial Year ended 31st March, 2023 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.	Approval of remuneration to Statutory Auditors for the Financial Year 2023-24	Ordinary	Remote e-voting and remote e-voting during the AGM
4.	Approval of shifting of Registered Office of the Company from the State of Maharashtra to the State of Gujarat and alteration of Clause II – Registered Office Clause in the Memorandum of Association of the Company subject to the approval of the Central Government	Special	Remote e-voting and remote e-voting during the AGM

The Chairman thanked Members 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 Chairman informed the Members that 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 Chairman then declared the Meeting as concluded.

The Meeting commenced at 03:00 p.m. and ended at 03:22 p.m.

Thanking You,

Yours Faithfully,  
For Vistar Amar Limited

Rajeshkumar Panjari  
Managing Director  
DIN No. 00261895