



September 27, 2019

Corporate Relationship Department,
BSE Limited,
New Trading Wing,
Rotunda Building, P J Towers,
Dalal Street, Fort,
Mumbai – 400 001

Dear Sirs,

Sub: Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015: Details regarding Voting Results at 29th Annual General Meeting of the Company
Ref: V.R. WOODART LIMITED (STOCK CODE: 523888)

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the following Voting Report for 29th Annual General Meeting of the Company held on Friday, 27th September, 2019.

1. Report Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as Annexure 1.
2. Consolidated report of Scrutinizers dated 27th September, 2019 on remote e-voting and voting through Ballot at the AGM.

We request you to kindly take same on record and bring it to the notice of the stakeholders.

Thanking You

Yours faithfully,
For V R WOODART LIMITED


Divya Pai
Director
DIN: 07915821



Encl. A/a

Disclosure as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of AGM	27th September, 2019
Total number of shareholders on record date	10144
No. of shareholders present in the meeting either in person or through proxy:	31
Promoters and Promoter Group:	5
Public:	26
No. of Shareholders attended the meeting through Video Conferencing:	0

RESOLUTION - 1

Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/ resolution?			No					
Category	Mode of Voting	No. of shares held	No of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		1	2	$(3) = \frac{(2)}{(1)} * 100$	4	5	$(6) = \frac{(4)}{(2)} * 100$	$(7) = \frac{(5)}{(2)} * 100$
Promoter and Promoter group	E-voting	4491146	4457446	99.25	4457446	0	100.000	0.000
	Poll	4491146	0	0.00	0	0	0.000	0.000
	Postal Ballot	4491146	0	0.00	0	0	0.000	0.000
	Total	4491146	4457446	99.25	4457446	0	100.000	0.000
Public Institutions	E-voting	362200	0	0.00	0	0	0.000	0.000
	Poll	362200	0	0.00	0	0	0.000	0.000
	Postal Ballot	362200	0	0.00	0	0	0.000	0.000
	Total	362200	0	0.00	0	0	0.000	0.000
Public Non-Institutions	E-voting	10038460	7161800	71.34	7161800	0	100.000	0.000
	Poll	10038460	520	0.01	520	0	100.000	0.000
	Postal Ballot	10038460	0	0.00	0	0	0.000	0.000
	Total	10038460	7162320	71.35	7162320	0	100.000	0.000
Total		14891806	11619766	78.03	11619766	0	100	0.000

RESOLUTION - 2

Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/ resolution?			No					
Category	Mode of Voting	No. of shares held	No of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		1	2	$(3) = \frac{(2)}{(1)} * 100$	4	5	$(6) = \frac{(4)}{(2)} * 100$	$(7) = \frac{(5)}{(2)} * 100$
Promoter and Promoter group	E-voting	4491146	4457446	99.25	4457446	0	100.000	0.000
	Poll	4491146	0	0.00	0	0	0.000	0.000
	Postal Ballot	4491146	0	0.00	0	0	0.000	0.000
	Total	4491146	4457446	99.25	4457446	0	100.000	0.000
Public Institutions	E-voting	362200	0	0.00	0	0	0.000	0.000
	Poll	362200	0	0.00	0	0	0.000	0.000
	Postal Ballot	362200	0	0.00	0	0	0.000	0.000
	Total	362200	0	0.00	0	0	0.000	0.000
Public Non-Institutions	E-voting	10038460	7161800	71.34	7161800	0	100.000	0.000
	Poll	10038460	520	0.01	520	0	100.000	0.000
	Postal Ballot	10038460	0	0.00	0	0	0.000	0.000
	Total	10038460	7162320	71.35	7162320	0	100.000	0.000
Total		14891806	11619766	78.03	11619766	0	100	0.000



RESOLUTION - 3

Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/ resolution?			No					
Category	Mode of Voting	No. of shares held	No of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		1	2	$(3) = \frac{(2)}{(1)} * 100$	4	5	$(6) = \frac{(4)}{(2)} * 100$	$(7) = \frac{(5)}{(2)} * 100$
Promoter and Promoter group	E-voting	4491146	4457446	99.25	4457446	0	100.000	0.000
	Poll	4491146	0	0.00	0	0	0.000	0.000
	Postal Ballot	4491146	0	0.00	0	0	0.000	0.000
	Total	4491146	4457446	99.25	4457446	0	100.000	0.000
Public Institutions	E-voting	362200	0	0.00	0	0	0.000	0.000
	Poll	362200	0	0.00	0	0	0.000	0.000
	Postal Ballot	362200	0	0.00	0	0	0.000	0.000
	Total	362200	0	0.00	0	0	0.000	0.000
Public Non-Institutions	E-voting	10038460	7161800	71.34	7161800	0	100.000	0.000
	Poll	10038460	520	0.01	520	0	100.000	0.000
	Postal Ballot	10038460	0	0.00	0	0	0.000	0.000
	Total	10038460	7162320	71.35	7162320	0	100.000	0.000
Total		14891806	11619766	78.03	11619766	0	100	0.000

RESOLUTION - 4

Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/ resolution?			No					
Category	Mode of Voting	No. of shares held	No of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		1	2	$(3) = \frac{(2)}{(1)} * 100$	4	5	$(6) = \frac{(4)}{(2)} * 100$	$(7) = \frac{(5)}{(2)} * 100$
Promoter and Promoter group	E-voting	4491146	4457446	99.25	4457446	0	100.000	0.000
	Poll	4491146	0	0.00	0	0	0.000	0.000
	Postal Ballot	4491146	0	0.00	0	0	0.000	0.000
	Total	4491146	4457446	99.25	4457446	0	100.000	0.000
Public Institutions	E-voting	362200	0	0.00	0	0	0.000	0.000
	Poll	362200	0	0.00	0	0	0.000	0.000
	Postal Ballot	362200	0	0.00	0	0	0.000	0.000
	Total	362200	0	0.00	0	0	0.000	0.000
Public Non-Institutions	E-voting	10038460	7161800	71.34	7161800	0	100.000	0.000
	Poll	10038460	520	0.01	520	0	100.000	0.000
	Postal Ballot	10038460	0	0.00	0	0	0.000	0.000
	Total	10038460	7162320	71.35	7162320	0	100.000	0.000
Total		14891806	11619766	78.03	11619766	0	100	0.000





SANJAY DHOLAKIA & ASSOCIATES

BCOM LLB FCS

COMPANY SECRETARIES

GP 15, 2nd Floor, Raghuleela Mall, Behind Poincur Bus Depot, Kandivali (West), Mumbai - 400 067.
☎ : 2807 3233 / 62363233 / 98700 31365 • E-mail : sanjayrd65@gmail.com

SCRUTINIZER'S REPORT

To,
The Chairperson of
29th Annual General Meeting (AGM) of the Members of V.R. Woodart Limited
held on Friday, 27th September, 2019 at 09.30 a.m. at
63-64, 6th Floor, Wing C,
Mittal Court, Nariman Point,
Mumbai - 400 021.

Dear Sir,

1. The Board of Directors of the Company at its meeting held on 30th August, 2019, has appointed me as the Scrutinizer for the purpose of scrutinizing the Remote e-Voting process and polling process conducted at the AGM, for all the Resolutions as set out in the Notice of the AGM.
2. In compliance with the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), the Company had provided its Members the Remote e-voting facility as provided by National Securities Depository Limited (NSDL) for all the Resolutions as set out in the Notice of the said AGM.
3. Further, the facility for voting through Ballot Paper was also made available at the AGM for those Members / proxy holders who attended the AGM and have not cast their vote by Remote e-voting.
4. I submit my report as under:
 - 4.1 The Company gave the Ballot Paper to the Members who were present at the AGM held on Friday, 27th September, 2019 at 09.30 a.m. at 63-64, 6th Floor, Wing C, Mittal Court, Nariman Point, Mumbai - 400 021.
 - 4.2 Particulars of all the Ballot Papers received from the Members and the votes cast by electronic mode have been entered in register maintained for the purpose.
 - 4.3 The Ballot Papers were kept under my safe custody in sealed and tamper proof ballot boxes before commencing the scrutiny of such Ballot Papers.
 - 4.4 The ballot box was opened in my presence.
 - 4.5 The ballot forms were duly opened in my presence and scrutinized and the shareholding was matched / confirmed with the Register of Members of the Company as on 20th September 2019.
 - 4.6 I did not find any defaced or mutilated Ballot Papers.





SANJAY DHOLAKIA & ASSOCIATES

BCOM LLB FCS

COMPANY SECRETARIES

GP 15, 2nd Floor, Raghuleela Mall, Behind Poinsur Bus Depot, Kandivali (West), Mumbai - 400 067.
☎ : 2807 3233 / 62363233 / 98700 31365 • E-mail : sanjayrd65@gmail.com

4.7 The voting period for remote e-voting commenced on Tuesday, 24th September, 2019 (9.00 a.m.) and ended on Thursday, 26th September, 2019 (5.00 p.m.).

4.8 I have also received a complete record of votes cast through electronic mode, upto 5:00 p.m. on 26th September, 2019 from NSDL, the agency appointed for providing and supervising electronic platform. The votes cast were unblocked on 27th September, 2019 at 10.19 a.m. (IST) in the presence of two witnesses, Mr. Tejendra Jadeja and Ms. Pooja Sanghavi who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.


Name: Tejendra Jadeja


Name: Pooja Sanghavi

- 4.9 The e-voting data was scrutinized by me for verification of votes cast in favour and against the Resolutions, as set in the Notice of the AGM.
5. A summary of the combined voting results of the votes cast through Ballot Papers received and Remote e-voting is given as **Annexure 1**.
6. I have handed over the Ballot Papers and other related papers/ registers and records for the safe custody to the Chairperson who has been authorized by the Board to supervise the Ballot process.
7. On the basis of the scrutiny of the votes cast by Ballot Papers and through Remote e-voting, the Resolution no. 1 to Resolution no.4 as set out in the Notice of the AGM have been passed by the Shareholders of the Company with the requisite majority.
8. You may accordingly declare the aforesaid voting result of votes cast through Ballot Papers and Remote e-voting.

Thanking you,
For Sanjay Dholakia & Associates
Practicing Company Secretary



Sanjay Dholakia
Proprietor
Membership No. 2655 /CP No. 1798



Date: 27th September 2019
Place: Mumbai

Annexure 1

ORDINARY BUSINESS:

RESOLUTION 1: ORDINARY RESOLUTION - ADOPTION OF AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2019 TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON.

Particulars	Remote E-voting		Polling at the AGM		Consolidated voting Results		
	No. of Members voted	No. of valid votes cast	No. of Members / Proxy voted	No. of Valid votes cast	Total No. of Members voted	Total No. of valid votes cast	% of total number of valid votes cast
Infavour of the Resolution	10	11619246	13	520	23	11619766	100.00
Against the Resolution	0	0	0	0	0	0	0.00
Invalid votes	0	0	0	0			

RESOLUTION2: ORDINARY RESOLUTION-RE- APPOINTMENT OF MRS. DIVYA SANTOSH PAI (DIN 07915821), WHO RETIRES BYROTATION ANDBEING ELIGIBLE, OFFERS HERSELF FOR RE-APPOINTMENT.

Particulars	Remote E-voting		Polling at the AGM		Consolidated voting Results		
	No. of Members voted	No. of valid votes cast	No. of Members / Proxy voted	No. of Valid votes cast	Total No. of Members voted	Total No. of valid votes cast	% of total number of valid votes cast
Infavour , of the Resolution	10	11619246	13	520	23	11619766	100.00
Against the Resolution	0	0	0	0	0	0	0.00
Invalid votes	0	0	0	0			



SPECIAL BUSINESS:

RESOLUTION3: ORDINARY RESOLUTION - REGULARIZATION OF APPOINTMENT OF MR. RAJARAMAN NATARAJAN (DIN: 08299550) AS AN INDEPENDENT DIRECTOR OF THE COMPANY FOR A TERM OF 5 YEARS.

Particulars	Remote E-voting		Polling at the AGM		Consolidated voting Results		
	No. of Members voted	No. of valid votes cast	No. of Members / Proxy voted	No. of Valid votes cast	Total No. of Members voted	Total No. of valid votes cast	% of total number of valid votes cast
Infavour of the Resolution	10	11619246	13	520	23	11619766	100.00
Against the Resolution	0	0	0	0	0	0	0.00

Invalid votes	0	0	0	0
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RESOLUTION4: ORDINARY RESOLUTION - REGULARIZATION OF APPOINTMENT OF MRS. SUJATHA MANJUNATH SHETTY (DIN: 08299196) AS A NON-EXECUTIVE DIRECTOR OF THE COMPANY.

Particulars	Remote E-voting		Polling at the AGM		Consolidated voting Results		
	No. of Members voted	No. of valid votes cast	No. of Members / Proxy voted	No. of Valid votes cast	Total No. of Members voted	Total No. of valid votes cast	% of total number of valid votes cast
Infavour of the Resolution	10	11619246	13	520	23	11619766	100.00
Against the Resolution	0	0	0	0	0	0	0.00

Invalid votes	0	0	0	0
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