



September 30, 2021

To,
Department of Corporate Services,
BSE Limited,
P. J. Towers, Dalal Street,
Mumbai – 400 001.

Dear Sir/Ma'am,

Sub: Proceedings of the 31st Annual General Meeting (AGM) of the Company held on Thursday, September 30, 2021

Ref: V.R.Woodart Limited (STOCK CODE: 523888)

With reference to the captioned subject matter, please find enclosed herewith the gist of the proceedings of the 31st AGM of the Company held on Thursday, September 30, 2021 at 10:00 a.m. through Video Conferencing facility pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

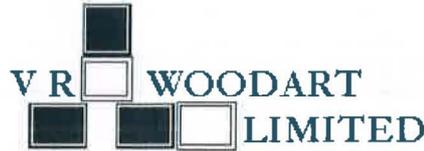
You are requested to kindly take the same on record and bring it to the notice of your constituents.

Thanking You,
For **V.R.Woodart Limited**


Juhi Nagpal
Company Secretary



Encl. A/a



PROCEEDINGS /OUTCOME OF THE 31st ANNUAL GENERAL MEETING (AGM) OF V.R.WOODART LIMITED

The 31st AGM of the Members of V.R.Woodart Limited ('the Company') was held on Thursday, September 30, 2021 at 10.00 a.m. (IST) through Video Conferencing ('VC') facility. The Meeting was conducted in accordance with the circulars issued by the Ministry of Corporate Affairs ('MCA') and the Securities and Exchange Board of India ('SEBI').

34 (thirty-four) Members attended the Meeting through Video Conferencing Mode to form the quorum.

Ms. Juhi Nagpal, Company Secretary & Compliance Officer of the Company, welcomed the Members to the Meeting and briefed them on the details relating to their participation at the Meeting through VC.

She informed the members that, since the physical attendance of members is not required at the meeting, the facility for appointment of proxies by Members has not been made available. She also informed that, the registers required to be maintained under the Companies Act, 2013 were available for inspection during the meeting. Members wanting to inspect the same may write to the email ID mentioned in the notice of the AGM.

Ms. Juhi Nagpal, then introduced the Board of Directors and Senior Management Team of the Company who were attending the meeting through VC to the members. The following Directors/officers/Auditors were attending the meeting:

Mrs. Rashmi Anand	Chairman and Director
Mr. Sanjay Anand	Director
Mr. Kartik Jethwa	Independent Director
Mr. N. Rajaraman	Independent Director and Chairman of Audit Committee, Nomination & Remuneration Committee and Stakeholders Relationship Committee.
Mr. Anwar Shaikh	Chief Financial Officer
Mr. Govind Prajapati	On behalf of M/s. Thakur, Vaidyanath Aiyar & Co., the Statutory Auditors of the Company.
Mr. Ajit Sharma	Proprietor, M/s. AJS & Associates, Practicing Company Secretaries, Secretarial Auditors of the Company for the F.Y. 2020-21.
Mr. Ankit Parekh	Proprietor, M/s. A. D. Parekh & Associates, Practicing Company Secretaries, as Scrutinizer for the meeting.

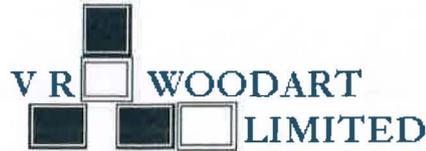
Thereafter, the Company Secretary requested Mrs. Rashmi Anand, Chairman and Director of the Company to commence the meeting by addressing the members as the necessary Quorum being present.

Mrs. Rashmi Anand then took the Chair and welcomed the members of the Company. On confirmation of the necessary quorum being present for the meeting, she called the meeting to order and further requested the Company Secretary, Ms. Juhi Nagpal to take the meeting way forward.

On request of Mrs. Rashmi Anand, Ms. Juhi Nagpal proceeded further with the meeting.

Ms. Juhi Nagpal thereafter apprised the Members that, the Company had provided the Members, the opportunity to send their queries to the Company to be answered at the AGM through email and in response to that, the Company has not received any queries /questions.





The members were then informed about the NSDL's remote e-voting facility which commenced on Monday, September 27, 2021 at 09.00 a.m. (IST) and concluded on Wednesday, September 29, 2021 at 5.00 p.m. (IST) for casting votes on the resolutions set-forth in the notice of the AGM. Members who had not cast their votes through remote e-voting and who had participated in the meeting were given an opportunity to cast their votes during the meeting.

She further informed that, the Company has appointed M/s. A. D. Parekh & Associates, Practicing Company Secretaries, as the scrutinizer for remote e-voting and e-voting at the AGM.

Moving forward, the notice of the 31st Annual General Meeting which was circulated to all the members, was taken as read. Since there was no qualification or adverse remark in the Independent Auditor's Report as well as in the Secretarial Auditor's report, the said reports were not read.

Ms. Juhi Nagpal then apprised the Members that, in terms of Notice dated August 13, 2021 convening the 31st AGM of the Company, the following agenda items/business shall be taken up and the resolutions as set forth in the Notice shall be treated as read and adopted:

Item No.	Agenda	Resolution Type
1.	To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 31 st March, 2021 together with the Report of the Auditors' and Board of Directors' thereon.	Ordinary Resolution
2.	To consider appointment of a Director in place of Mr. Sanjay Anand (DIN: 01367853) who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary Resolution
3.	Regularization of appointment of Mrs. Rashmi Anand (DIN: 00366258) as a Whole-time Director of the Company.	Ordinary Resolution

After reading all Agenda Items Members were informed that, the consolidated e-voting results will be disseminated to the Stock Exchange and will also be made available on the website of the Company within two working days of conclusion of the Meeting.

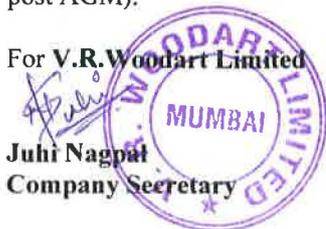
She then thanked the Members, the Board of Directors, Senior Management for their valuable time attending and participating in the Meeting and after covering all the agenda items and disseminating other information to the shareholders the meeting was concluded.

The e-voting facility was kept open for 15 minutes post conclusion of the meeting to enable the Members to cast their vote.

The meeting commenced at 10:00 a.m. and concluded at 10:28 a.m. (including time allowed for e-voting post AGM).

For V.R. Woodart Limited

Juhi Nagpal
Company Secretary



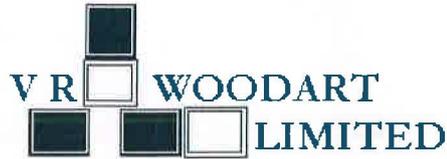
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Registered Office: Shop No. 1, Rajul Apartments, 9, Harkness road, Walkeshwar Mumbai-400006

Corporate Office: 63-64, Mittal Court, C Wing, Nariman Point, Mumbai 400 021

Tel. : 91 (22) 43514444, 66604600 * Fax : 91 (22) 24936811 * E-mail : investors@vrwoodart.com*

Website : www.vrwoodart.com



September 30, 2021

To,
Department of Corporate Services,
BSE Limited,
P. J. Towers, Dalal Street,
Mumbai – 400 001.

Dear Sir/Ma'am,

Sub: Voting Results of the 31st Annual General Meeting (AGM) of the Company held on Thursday, September 30, 2021

Ref: V.R.Woodart Limited (STOCK CODE: 523888)

In reference to the captioned subject matter, please find enclosed herewith the following:

- 1) Voting Results pursuant to Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- 2) The Scrutinizer's Report dated September 30, 2021, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014;

All the resolutions at the AGM were passed with requisite majority.

The voting results along with the Scrutinizer's Report will also be made available on the Company's website at www.vrwoodart.com.

You are requested to kindly take the same on record and bring it to the notice of your constituents.

Thanking You,
For **V.R.Woodart Limited**


Juhi Nagpal
Company Secretary



Encls. A/a

V.R. Woodart Limited								
Voting Results pursuant to Regulation 44(3) of SEBI (LODR) Regulations 2015								
Date of AGM			30.09.2021					
Total number of shareholders on record date			10141					
No. of shareholders attending the meeting through VC			34					
Promoters and Promoter Group			5					
Public			29					
Resolution (1)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 31st March, 2021 together with the Report of the Auditors' and Board of Directors' thereon.					
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)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		4265746	94.9812	4265746	0	100.0000	0.0000
	Poll	4491146	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	4491146	4265746	94.9812	4265746	0	100.0000	0.0000
Public- Institutions	E-Voting		0	0.0000	0	0	0	0
	Poll	362200	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	362200	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		3713606	36.9938	3713506	100	99.9973	0.0027
	Poll	10038460	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	10038460	3713606	36.9938	3713506	100	99.9973	0.0027
Total		14891806	7979352	53.5822	7979252	100	99.9987	0.0013
Whether resolution is Pass or Not.							Yes	



Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider appointment of a Director in place of Mr. Sanjay Anand (DIN: 01367853) 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 – in 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		4265746	94.9812	4265746	0	100.0000	0.0000
	Poll	4491146	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	4491146	4265746	94.9812	4265746	0	100.0000	0.0000
Public- Institutions	E-Voting		0	0.0000	0	0	0	0
	Poll	362200	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	362200	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		3713606	36.9938	3713506	100	99.9973	0.0027
	Poll	10038460	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	10038460	3713606	36.9938	3713506	100	99.9973	0.0027
Total		14891806	7979352	53.5822	7979252	100	99.9987	0.0013
Whether resolution is Pass or Not.							Yes	



Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Regularization of appointment of Mrs. Rashmi Anand (DIN: 00366258) as a Whole-time 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 – in 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		4265746	94.9812	4265746	0	100.0000	0.0000
	Poll	4491146	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	4491146	4265746	94.9812	4265746	0	100.0000	0.0000
Public-Institutions	E-Voting		0	0.0000	0	0	0	0
	Poll	362200	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	362200	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		3713606	36.9938	3713506	100	99.9973	0.0027
	Poll	10038460	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	10038460	3713606	36.9938	3713506	100	99.9973	0.0027
Total		14891806	7979352	53.5822	7979252	100	99.9987	0.0013
Whether resolution is Pass or Not.							Yes	





A. D. PAREKH & ASSOCIATES

Company Secretaries

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SCRUTINIZER REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014]

To,

**The Chairman of the 31st Annual General Meeting of
V.R.WOODART LIMITED
held on Thursday, 30th September, 2021 at 10.00 a.m.
through Video Conferencing**

Dear Sir,

I, **Ankit D Parekh**, Proprietor of M/s. A. D. Parekh & Associates, Practicing Company Secretaries, (Membership No. ACS - 31990), appointed by the Board of Directors of V.R.Woodart Limited as the Scrutinizer pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 read with MCA General Circular Nos. 14/ 2020, 17/ 2020, 20/2020 and 2/2021 dated 8th April, 2020, 13th April, 2020, 5th May, 2020 and 13th January 2021, respectively issued by Ministry of Corporate Affairs ("MCA"), (hereinafter referred to as "MCA Circulars") read with SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 & SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 12th May, 2020 and 15th January, 2021 respectively for the purpose of the remote e-voting process prior to the Annual General Meeting (AGM) and e-voting process during the AGM for the below mentioned resolutions proposed at the 31st AGM of **V.R.Woodart Limited** held on Thursday, 30th September, 2021 at 10.00 A.M. through Video Conferencing (VC).

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 means on the resolutions contained in the notice of the 31st AGM of the Members of the Company. Our responsibility as a scrutinizer for the remote e-voting process prior to AGM and e-voting process at the AGM is restricted to ensure that both the e-voting processes are conducted in a fair and transparent manner and to make a Scrutinizer's Report of the votes cast "in favour" or "against" on the resolutions contained in the notice of 31st AGM, based on the reports generated from the e-voting platform / system provided by the National Securities Depository Limited (NSDL) the authorized agency to provide e-voting facilities, engaged by the Company.

As informed to us by the Management, the notice dated 13th August, 2021 convening the 31st AGM of the Company through VC held on 30th September, 2021 along with the statement setting out material facts under Section 102 of the Companies Act, 2013 and MCA Circular /



A. D. PAREKH & ASSOCIATES

Company Secretaries

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SEBI Circular were duly sent to the Members of the Company through electronic mode to those Members whose email addresses were registered with the Company / Depositories, in compliance with the MCA Circulars dated 08th April, 2020, 13th April, 2020, 05th May, 2020 and 13th January, 2021 read with SEBI Circular dated 12th May, 2020 and 15th January, 2021. The Members of the Company holding shares on the record date ("Cut off" date) i.e. 23rd September, 2021 were entitled to vote on the resolutions as set out in the notice of said AGM. In this regard, we hereby submit our report as under:

1. The Company had availed the e-voting facility offered by National Securities Depository Limited (NSDL), for conducting the remote e-voting prior to the AGM and e-voting during the AGM by the Members of the Company.
2. The remote e-voting period prior to the AGM remained open from Monday, 27th September, 2021 (9.00 a.m. IST) to Wednesday, 29th September, 2021 (5.00 p.m. IST) ("Remote E-voting period").
3. The Company had also provided e-voting facility to the Members present / logged-in at the AGM through VC and who had not cast their vote earlier. The members were allowed to cast their vote upto 15 minutes after the conclusion of the 31st AGM. NSDL e-voting platform was disabled thereafter.
4. We have received a complete record of votes cast through electronic mode during the remote e-voting period and votes cast during and upto 15 minutes after the closure of the AGM held on 30th September, 2021, from NSDL e-Voting System, the agency appointed for providing and supervising electronic platform. The votes cast were unblocked on 30th September, 2021 at 10.28 a.m. (IST) in the presence of two witnesses, who are not in the employment of the Company.
5. We have scrutinized the votes cast through both remote e-voting and e-voting during the AGM for the purpose of this report.
6. The particulars of all the electronic votes cast by the Members through both remote e-voting and e-voting during the AGM has been recorded in the separate registers maintained for the purpose.
7. The result of the voting through both remote e-voting prior to AGM and e-voting during the AGM is as per annexure attached herewith.





A. D. PAREKH & ASSOCIATES

Company Secretaries

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Note: All the resolutions having secured requisite majority of votes, may be considered to have been passed. The Chairman /Company Secretary may accordingly declare the result of voting.

Thanking you,

For A. D. PAREKH & ASSOCIATES

Company Secretaries

AnkitD Parekh



CS AnkitD Parekh

M. No. ACS 31990

CoP No. 24267

UDIN: A031990C001042054

Place: Mumbai

Date: 30th September, 2021



A. D. PAREKH & ASSOCIATES

Company Secretaries

Email: ankitdparekh@adparekh.com | Mob: +91 9664833084 | www.adparekh.com

Annexure to the Scrutinizer's Report of the 31st Annual General Meeting ("AGM") of V.R.Woodart Limited

Result of remote e-voting prior to the AGM and e-voting during the AGM

Reso lutio n No.	Resolution heading	Type of resolution	Type of voting	Voted in Favour (Assent)			Voted Against (Dissent)			Total		Invali d votes
				No. of member s voted	No. of valid votes cast by them	% of votes to total no. of valid votes cast	No. of member s voted	No. of valid votes cast by them	% of votes to total no. of valid votes cast	No. of member s voted	No. of votes cast by them	
1.	To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 31 st March, 2021 together with the Report of the Auditors' and Board of Directors thereon.	Ordinary Resolution	Remote e- voting prior to AGM	36	7979252	99.9987	1	100	0.0013	37	7979352	0
			E-voting during the AGM	0	0	0.0000	0	0	0.0000	0	0	0
			Total	36	7979252	99.9987	1	100	0.0013	37	7979352	0
2.	To consider appointment of a Director in place of Mr. Sanjay Anand (DIN: 01367853) who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary Resolution	Remote e- voting prior to AGM	36	7979252	99.9987	1	100	0.0013	37	7979352	0
			E-voting during the AGM	0	0	0.0000	0	0	0.0000	0	0	0
			Total	36	7979252	99.9987	1	100	0.0013	37	7979352	0
3.	Regularization of appointment of Mrs. Rashmi Anand (DIN:	Ordinary Resolution	Remote e- voting prior to AGM	36	7979252	99.9987	1	100	0.0013	37	7979352	0





A. D. PAREKH & ASSOCIATES

Company Secretaries

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00366258) as a Whole-time Director of the Company.	E-voting during the AGM	0	0	0.0000	0	0	0.0000	0	0	0
	Total	36	7979252	99.9987	1	100	0.0013	37	7979352	0

For A. D. PAREKH & ASSOCIATES

Company Secretaries

AOParekh
CS AnkitD Parekh

M. No. ACS 31990

CoP No. 24267



UDIN: A031990C001042054

Place: Mumbai

Date: 30th September, 2021