



September 30, 2023

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

Dear Sir/Ma'am,

Sub: Voting Results of the 33rd Annual General Meeting (AGM) of the Company and the Scrutinizer's Report

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

Pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 we are enclosing the Voting Results of the 33rd Annual General Meeting of the Company held on Friday, September 29, 2023 at 10.30 a.m. (IST) through video conferencing, in the prescribed format together with the Scrutinizer's Report.

All the resolutions proposed 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.

Yours sincerely,
For **V.R.Woodart Limited**

Anwar Shaikh
Chief Financial Officer

Encl: a/a

V.R. Woodart Limited	
Voting Results pursuant to Regulation 44(3) of SEBI (LODR) Regulations 2015	
Date of AGM	29/09/2023
Total number of shareholders on record date (i.e., September 22, 2023)	10138
No. of Shareholders present in the meeting either in person or through proxy	Not Applicable
Promoters and Promoter Group:	
Public:	
No. of shareholders attending the meeting through VC	
Promoters and Promoter Group:	4
Public:	36

Resolution (1)								
Resolution required: (Ordinary / Special)					Ordinary			
Whether promoter/promoter group are interested in the agenda/resolution?					No			
Description of resolution considered					To consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2023 along with the Report of the Board of Directors and the Auditors 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	4491146	4491146	100.0000	4491146	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		4491146	4491146	100.0000	4491146	0	100.0000
Public- Institutions	E-Voting	362200	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		362200	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	10038460	7163147	71.3570	7163147	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		10038460	7163147	71.3570	7163147	0	100.0000
Total		14891806	11654293	78.2598	11654293	0	100.0000	0.0000
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 appoint 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	4491146	4491146	100.0000	4491146	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		4491146	4491146	100.0000	4491146	0	100.0000
Public- Institutions	E-Voting	362200	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		362200	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	10038460	7163147	71.3570	7163147	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		10038460	7163147	71.3570	7163147	0	100.0000
Total		14891806	11654293	78.2598	11654293	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	

Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Approval of the Material Related Party Transaction				
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	4491146	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		4491146	0	0.0000	0	0	0.0000
Public-Institutions	E-Voting	362200	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		362200	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	10038460	4147	0.0413	4147	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		10038460	4147	0.0413	4147	0	100.0000
Total		14891806	4147	0.0278	4147	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	

Resolution (4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval for conversion of Loan into Equity				
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	4491146	4376246	97.4416	4376246	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		4491146	4376246	97.4416	4376246	0	100.0000
Public- Institutions	E-Voting	362200	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		362200	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	10038460	7163147	71.3570	7163147	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		10038460	7163147	71.3570	7163147	0	100.0000
Total		14891806	11539393	77.4882	11539393	0	100.0000	0.0000
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 33rd Annual General Meeting of
V.R.WOODART LIMITED
held on Friday, 29th September, 2023 at 10.30 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), was appointed as the Scrutinizer for the purpose of the remote e-voting process and e-voting process during the 33rd Annual General Meeting ("AGM") 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 No. 14/2020 dated 8th April, 2020; 17/2020 dated 13th April, 2020; 20/2020 dated 5th May, 2020; 02/2021 dated 13th January, 2021; 03/2022 dated 05th May, 2022 and 10/2022 dated 28th December 2022 respectively issued by Ministry of Corporate Affairs ("MCA"), Government of India (hereinafter referred to as "MCA Circulars") read with SEBI Circular dated 12th May, 2020, 15th January, 2021, 13th May, 2022 and 05th January 2023 in respect of the resolutions proposed at the AGM of V.R.Woodart Limited held on Friday, 29th September, 2023 at 10.30 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 33rd 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 33rd 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 14th August, 2023 convening the 33rd AGM of the Company through VC to be held on 29th September, 2023 along with the statement setting out material facts under Section 102 of the Companies Act, 2013 and MCA Circular /





A. D. PAREKH & ASSOCIATES

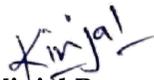
Company Secretaries

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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 8th April, 2020, 13th April, 2020, 5th May, 2020, 13th January, 2021, 5th May, 2022 and 28th December 2022 read with SEBI Circular dated 12th May, 2020, 15th January, 2021 13th May, 2022 and 05th January 2023. The Members of the Company holding shares on the record date ("Cut off" date) i.e. 22nd September, 2023 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 Tuesday, 26th September, 2023 (9.00 a.m. IST) to Thursday, 28th September, 2023 (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 33rd 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 29th September, 2023, from NSDL e-Voting System, the agency appointed for providing and supervising electronic platform. The votes cast were unblocked on 29th September, 2023 at 11.20 a.m. (IST) in the presence of two witnesses, Mr. Bhaskar Jadhav and Ms. Kinjal Parmar who are not in the employment of the Company and who have signed below in confirmation of the votes being unblocked in their presence.


Mr. Bhaskar Jadhav


Ms. Kinjal Parmar

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.



Add: B-402, Krishna Classic, Ram Mandir Road, Babhai Naka, Borivali (W), Mumbai – 400092, MH.

Sole Proprietorship Unique Code No. S2021MH00787600



A. D. PAREKH & ASSOCIATES

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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.

Recommendation:

8. All the resolutions as set out in Item Nos. 1 to 4 of the Notice dated 14th August, 2023, convening the 33rd Annual General Meeting of the Company, have been passed with requisite majority of votes. The Chairperson/Company Secretary may accordingly declare the result of voting.

Thanking you,

For A. D. PAREKH & ASSOCIATES
Company Secretaries

AOParekh
CS AnkitD Parekh
M. No. ACS 31990
CoP No. 24267



UDIN: A031990E001136258

Place: Mumbai

Date: 30th September, 2023



A. D. PAREKH & ASSOCIATES

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Annexure to the Scrutinizer's Report of the 33rd 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 consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2023 along with the Report of the Board of Directors and the Auditors thereon	Ordinary Resolution	Remote e-voting prior to AGM	43	11654293		0	0		43	11654293	0
			E-voting during the AGM	0	0		0	0		0	0	0
			Total	43	11654293	100.00	0	0	0.00	43	11654293	0
Total Votes Cast in favour: 11654293 (100.00% of total valid votes) Total Votes cast Against: 0 (0.00 % of total valid votes) Based on the aforesaid results, we report that the Ordinary Resolution as set out in Item No. 1 of the Notice has been passed with requisite majority.												
2.	To appoint 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	43	11654293		0	0		43	11654293	0
			E-voting during the AGM	0	0		0	0		0	0	0
			Total	43	11654293	100.00	0	0	0.00	43	11654293	0
Total Votes Cast in favour: 11654293 (100.00% of total valid votes) Total Votes cast Against: 0 (0.00 % of total valid votes) Based on the aforesaid results, we report that the Ordinary Resolution as set out in Item No. 2 of the Notice has been passed with requisite majority.												





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3.	Approval of Material Related Party Transaction	Ordinary Resolution	Remote e-voting prior to AGM	35	4147		0	0		35	4147	0
			E-voting during the AGM	0	0		0	0		0	0	0
			Total	35	4147	100.00	0	0	0.00	35	4147	0
Total Votes Cast in favour: 4147 (100.00% of total valid votes) Total Votes cast Against: 0 (0.00 % of total valid votes) Based on the aforesaid results, we report that the Ordinary Resolution as set out in Item No. 3 of the Notice has been passed with requisite majority.												
4.	Approval for conversion of Loan into Equity	Special Resolution	Remote e-voting prior to AGM	42	11539393		0	0		42	11539393	0
			E-voting during the AGM	0	0		0	0		0	0	0
			Total	42	11539393	100.00	0	0	0.00	42	11539393	0
Total Votes Cast in favour: 11539393 (100.00% of total valid votes) Total Votes cast Against: 0 (0.00 % of total valid votes) Based on the aforesaid results, we report that the Special Resolution as set out in Item No. 4 of the Notice has been passed with requisite majority.												

For A. D. PAREKH & ASSOCIATES
Company Secretaries

AD Parekh
CS AnkitD Parekh
M. No. ACS 31990
CoP No. 24267



UDIN: A031990E001136258

Place: Mumbai

Date: 30th September, 2023