



24th March, 2022

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

Dear Sir/Ma'am,

Sub: Declaration of Voting Results of the Postal Ballot along with the Scrutinizer's Report
Ref: V.R.Woodart Limited (Stock Code: 523888)

In furtherance to the Company's letter dated 21st February, 2022, regarding submission of Postal Ballot Notice dated 14th February, 2022, to the Members of the Company, seeking their approval for following Special Business:

1. Appointment of Mr. Manan Shah (DIN: 07589737) as the Non-Executive and Independent Director of the Company; and
2. Appointment of Mr. Vinit Rathod (DIN: 07589863) as the Non-Executive and Independent Director of the Company.

We wish to inform you that, A. D. Parekh & Associates, Practicing Company Secretary, who was appointed as the Scrutinizer for the aforesaid Postal Ballot process has submitted his Report on 24th March, 2022. In accordance with the said Report, Special Resolutions as contained in the Postal Ballot Notice dated 14th February, 2022 have been passed with requisite majority.

The Special Resolutions as set out in the Postal Ballot Notice shall be deemed to have been passed on Wednesday, 23rd March, 2022, being the last date of voting period.

The details of the voting results of Postal Ballot pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Scrutinizer's Report are enclosed herewith.

The aforementioned information is also be made available on the Company's website at <http://www.vrwoodart.com/>

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

Thanking you.

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

Samruddhi Varadkar
Company Secretary and Compliance Officer

Encl: a/a

V.R. Woodart Limited	
Voting Results pursuant to Regulation 44(3) of SEBI (LODR) Regulations 2015	
VOTING RESULTS - POSTAL BALLOT	
Name of the Company	V.R.Woodart Limited
Postal Ballot Notice dated	February 14, 2022
E-voting start date:	February 22, 2022
E-voting End date:	March 23, 2022
Total number of shareholders on Record Date (i.e. February 18, 2022, cut- off date for voting)	10145
*No. of shareholders present in the meeting either in person or through proxy	
Promoters and Promoter Group:	Not applicable
Public:	Not applicable
*No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not applicable
Public:	Not applicable

V.R. Woodart Limited								
Voting Results pursuant to Regulation 44(3) of SEBI (LODR) Regulations 2015								
Resolution (1)								
Resolution required: (Ordinary / Special)				Special Resolution				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Manan Shah (DIN: 07589737) as the Non-Executive Independent 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	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	7160242	71.3281	7160141	101	99.9986	0.0014
	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	7160242	71.3281	7160141	101	99.9986
Total		14891806	11651388	78.2403	11651287	101	99.9991	0.0009
Whether resolution is Pass or Not.							Yes	

V.R. Woodart Limited

Voting Results pursuant to Regulation 44(3) of SEBI (LODR) Regulations 2015

Resolution (2)

Resolution required: (Ordinary / Special)				Special Resolution				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Vinit Rathod (DIN: 07589863) as the Non-Executive Independent 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	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	7160242	71.3281	7160141	101	99.9986	0.0014
	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	7160242	71.3281	7160141	101	99.9986
Total		14891806	11651388	78.2403	11651287	101	99.9991	0.0009
Whether resolution is Pass or Not.							Yes	



A. D. PAREKH & ASSOCIATES

Company Secretaries

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

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

V.R.WOODART LIMITED

1, Rahul Apartments,

9, Harkness Road,

Walkeshwar, Mumbai - 400006.

SCRUTINIZER'S REPORT ON POSTAL BALLOT CONDUCTED THROUGH ELECTRONIC VOTING SYSTEM

Dear Sir,

I, **Ankit D Parekh**, Proprietor of M/s. A. D. Parekh & Associates, Practicing Company Secretaries, (Membership No. ACS - 31990), was appointed by the Company as the Scrutinizer pursuant to the provisions of Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 read with MCA General Circular Nos. 14/2020 dated 8th April, 2020 and 17/2020 dated 13th April, 2020, read with other relevant circulars, including General Circular No. 10/2021 dated 23rd June, 2021 and General Circular No. 20/2021 dated 8th December, 2021, issued by Ministry of Corporate Affairs ("MCA"), (hereinafter referred to as "MCA Circulars") in relation to "Clarification on passing of Ordinary and Special resolutions by Companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by COVID - 19" issued by the Ministry of Corporate Affairs, Government of India.

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 Postal Ballot dated 14th February, 2022 of the Company. Our responsibility as a scrutinizer for the remote e-voting process for the Postal Ballot is restricted to ensure that the e-voting process is 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, 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 per the MCA Circulars and on account of threats posed by the COVID-19 pandemic, physical copies of the Notice, postal ballot forms, etc., were not dispatched to Members for this Postal Ballot. Accordingly, the communication for the assent or dissent of the members





A. D. PAREKH & ASSOCIATES

Company Secretaries

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

took place through the remote e-voting system only. The Company completed the dispatch of the Notice of Postal Ballot by E-Mail on 21st February, 2022 to the members who have registered their Email IDs with the Company / Depositories.

The Members of the Company holding shares on the record date ("Cut off" date) i.e. 18th February, 2022 were entitled to vote on the resolutions as set out in the notice of the Postal Ballot. 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 to enable the Members to cast their vote electronically.
2. The remote e-voting facility was kept open from Tuesday, 22nd February, 2022 at 9.00 a.m. till Wednesday, 23rd March, 2022 at 5.00 p.m.
3. We have received a complete record of votes cast through electronic mode during the remote e-voting period which were unblocked by us on 24th March 2022 and have scrutinized the votes cast through remote e-voting for the purpose of this report.
4. On the scrutiny of the remote e-voting result, we report that the Special Resolutions as contained in the Notice of the Postal Ballot dated 14th February, 2022 have been passed with requisite majority.
5. The result of the Postal Ballot voting through remote e-voting is as per annexure attached herewith.

Thanking you,

For A. D. PAREKH & ASSOCIATES
Company Secretaries

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



UDIN: A031990C003084501

Place: Mumbai
Date: 24th March, 2022



A. D. PAREKH & ASSOCIATES

Company Secretaries

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

Annexure to the Scrutinizer's Report of the Postal Ballot dated 14th February 2022 of V.R.Woodart Limited
Result of remote e-voting on the Postal Ballot

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.	Appointment of Mr. Manan Shah (DIN: 07589737) as the Non-Executive Independent Director of the Company	Special Resolution	Remote e-voting	35	11651287	99.9991	2	101	0.0009	37	11651388	0
				Total	35	11651287	99.9991	2	101	0.0009	37	11651388
2.	Appointment of Mr. Vinit Rathod (DIN: 07589863) as the Non-Executive Independent Director of the Company	Special Resolution	Remote e-voting	35	11651287	99.9991	2	101	0.0009	37	11651388	0
				Total	35	11651287	99.9991	2	101	0.0009	37	11651388

For A. D. PAREKH & ASSOCIATES
Company Secretaries

A. D. Parekh
CS AnkitD Parekh
M. No. ACS 31990
CoP No. 24267



UDIN: A031990C003084501

Place: Mumbai
Date: 24th March, 2022