



Vinyl Chemicals (India) Ltd.

Regd. Off. : 7th Floor, Regent Chambers, Jammalal Bajaj Marg, 208, Nariman Point, Mumbai - 400 021.

Phone : 2282 2708 / 6982 9000

Website : www.vinylchemicals.com | Email : cs.vinylchemicals@pidilite.com

CIN : L24100MH1986PLC039837

8th August, 2024

The Secretary
BSE Ltd.
Corporate Relationship Dept.,
14th floor, P.J. Tower,
Dalal Street, Fort
Mumbai- 400 001
Stock Code-524129

The Secretary
National Stock Exchange of India Ltd.
Exchange Plaza, Plot no. C/1, G Block,
Bandra-Kurla Complex,
Bandra (E),
Mumbai- 400 051
Stock Code- VINYLINDIA

Dear Sir,

Sub: Outcome of the 38th Annual General Meeting.

This is to inform you that the 38th Annual General Meeting (AGM) of the Company was held on Thursday, 8th August, 2024 at 12:00 noon through Video Conferencing (VC)/other Audio Visual Means (OAVM) in accordance with the relevant Circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India. The Company had provided remote e-voting facility and also electronic voting facility at the AGM to its members in respect of the business to be transacted at the AGM.

In this regard, we are enclosing herewith the following:

1. Proceedings of the 38th AGM pursuant to Part A of Schedule III under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 (Listing Regulations) (Annexure A).
2. Voting Results pursuant to Regulation 44(3) of the Listing Regulations. The said disclosure may be considered as compliance of Regulation 30 of the Listing Regulations (Annexure B).
3. Consolidated Report of the Scrutinizers, dated 8th August, 2024 on remote e-voting and electronic voting at the AGM (Annexure C).

The AGM concluded at 12: 50 p.m. (IST)

The above results are also available on the website of the Company www.vinylchemicals.com and on the website of National Securities Depository Limited www.evoting.nsdl.com.

Kindly take the above in your records.

Thanking you,

Yours faithfully,

For VINYL CHEMICALS (INDIA) LIMITED

(P.C. PATEL)
COMPANY SECRETARY

Encl: As above



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ANNEXURE A

BRIEF PROCEEDINGS OF THE 38TH ANNUAL GENERAL MEETING OF THE COMPANY

The 38th Annual General Meeting (AGM) of the Company was held on Thursday, 8th August, 2024 through two-way Video Conference (VC)/Other Audio Visual Means (OAVM) in accordance with the applicable provisions of the Companies Act, 2013 read with the Rules issued thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) and Circulars issued by the Ministry of Corporate Affairs (MCA) and SEBI from time to time in this regard. The meeting commenced at 12:00 noon.

Shri M.B. Parekh, Chairman of the Company, chaired the proceedings of the meeting. He welcomed all the Directors and Shareholders of the Company to the AGM. Then he requested Shri P.C. Patel, Company Secretary to elaborate on the applicable legal provisions for holding this AGM.

Shri P.C. Patel informed the members as under:

- a. This meeting was conducted through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") facility, without the physical presence of the Members.
- b. In terms of the provisions of Section 108 of the Companies Act, 2013, Rules issued thereunder and Regulation 44 of the Listing Regulations, the Company had provided e-voting facility to the Members to exercise their right to vote on four resolutions proposed to be passed at the AGM through electronic voting system prior to the AGM (remote e-voting). The remote e-voting period had commenced on Monday, 5th August, 2024 at 9.00 a.m. and ended on Wednesday, 7th August, 2024 at 5.00 p.m. Members who had not voted earlier, could also vote during the AGM (e-voting). The E-voting platform remained open until 15 minutes after closure of the meeting.
- c. The Company had taken all feasible steps under the circumstances to ensure that the shareholders were provided an opportunity to participate and vote at this AGM.
- d. The detailed instructions for speakers and participants had been provided in the Notice of the AGM.
- e. The facility for appointment of proxy was not available at this meeting as per the MCA Circulars. The Company had received certified copies of resolutions from bodies corporate who were Members under Section 113 of the Companies Act 2013 authorising their representatives to attend and vote at the meeting.
- f. The Company had tied up with National Securities Depository Limited (NSDL) to provide facility for voting through remote e-voting, e-voting at AGM and for participation of members in AGM.



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The Chairman announced that the requisite Quorum was present through Video Conferencing and as such he called the meeting to be in order. He announced the commencement of E-voting at the AGM. He introduced all the Directors of the Company to the Members. He further informed the members that the Chairpersons of the Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee were present at the AGM to address the queries of the shareholders, if any. The Chief Financial Officer, Statutory Auditors and Secretarial Auditors were also present during the meeting.

The Notice convening the AGM and the Annual Report of the Company for the Financial Year ended 31st March, 2024 were taken as read as the same were already circulated to the Members. Since the Auditors' Report and Secretarial Auditors' Report did not contain any qualifications/adverse remarks, the same were also taken as read.

The Chairman then informed the Members that the necessary Registers and documents referred to in the notice convening AGM were made available for inspection by the Members.

The Chairman then delivered his speech to the Members of the Company which included highlights of the Company's performance, financials, outlook etc.

The Chairman then placed before the meeting four Resolutions as set out in the Notice dated 3rd May, 2024 convening AGM for the Members' approval.

The Members were then requested to raise their queries on the Agenda Items as set out in the Notice convening the AGM of the Company. Total 5 shareholders spoke/raised queries/made comments on the financial performance and other relevant matters. Necessary clarifications/responses were provided to the Members by the Chairman and Company Secretary.

The Chairman then informed that Shri Mitesh Dhaliwala, Practising Company Secretary was the Scrutinizer for scrutinizing the votes cast through remote e-voting and electronic voting at the AGM and he would submit his consolidated report on Remote E-voting and electronic voting at this meeting within the stipulated time. The Chairman then authorized Shri P.C. Patel, Company Secretary to publish the results of voting alongwith Scrutinizer's Report on the website of the Company and NSDL and also intimate the same to BSE and NSE.

The Company Secretary then proposed a vote of thanks to the Chairman, Directors and Members.

The Chairman thanked all the Directors, Members and others for participating in the AGM and authorised the Company Secretary to conduct the voting procedure and conclude the meeting. He informed that electronic voting would continue for an additional 15 minutes after the closure of the meeting.



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On completion of the electronic voting process, the meeting concluded at 12:50 p.m.

As per the Scrutinizer's Report, the following four resolutions were passed with requisite majority:

1. Ordinary Resolution for adoption of Audited Financial Statements of the Company for the Financial Year ended 31st March, 2024 together with Directors' Report and Auditors' Report thereon.
2. Ordinary Resolution for declaration of Dividend on Equity Shares
3. Special Resolution for re-appointment of Shri N.K. Parekh (DIN: 00111518), who retires by rotation, as a Director of the Company.
4. Ordinary Resolution for appointment of M/s. Mehul Gada & Associates, Chartered Accountants (Firm Registration No. 156057W) as Statutory Auditors of the Company.



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ANNEXURE B

Regulation 30 of SEBI Listing Regulations- Details regarding proceedings of the Meeting

Sr. No.	Particulars	Details
1	Date of AGM	8 th August, 2024
2	Total Number of Shareholders as on the AGM date i.e. as on the cut-off date 1 st August, 2024	44,855
3	Number of Shareholders physically present at AGM	Nil
4	Number of Shareholders present through Video Conferencing:	
	(i) Promoter & Promoter Group	26
	(ii) Public	26

Vinyl Chemicals (India) Ltd

Resolution Required :Ordinary		1 - To receive, consider and adopt the Audited Financial Statements for the Financial Year ended 31st March, 2024 together with the Directors' Report and Auditors' Report thereon.						
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]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	9244578	9223003	99.7666	9223003	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		9223003	99.7666	9223003	0	100.0000	0.0000
Public Institutions	E-Voting	8348	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	9084185	77891	0.8574	77417	474	99.3915	0.6085
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		77891	0.8574	77417	474	99.3915	0.6085
Total		18337111	9300894	50.7217	9300420	474	99.9949	0.0051

Vinyl Chemicals (India) Ltd

Resolution Required :Ordinary			2 - To declare Dividend on Equity Shares for the Financial Year ended 31st March, 2024.					
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]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	9244578	9223003	99.7666	9223003	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		9223003	99.7666	9223003	0	100.0000	0.0000
Public Institutions	E-Voting	8348	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	9084185	77891	0.8574	77417	474	99.3915	0.6085
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		77891	0.8574	77417	474	99.3915	0.6085
Total		18337111	9300894	50.7217	9300420	474	99.9949	0.0051

Vinyl Chemicals (India) Ltd

Resolution Required :Ordinary		3 - To re-appoint Shri N.K. Parekh (DIN: 00111518) as a Director of the Company liable to retire by rotation.						
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]={([2]/[1])*100	[4]	[5]	[6]={([4]/[2])*100	[7]={([5]/[2])*100
Promoter and Promoter Group	E-Voting	9244578	9223003	99.7666	9223003	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		9223003	99.7666	9223003	0	100.0000	0.0000
Public Institutions	E-Voting	8348	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	9084185	77891	0.8574	77409	482	99.3812	0.6188
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		77891	0.8574	77409	482	99.3812	0.6188
Total		18337111	9300894	50.7217	9300412	482	99.9948	0.0052

Vinyl Chemicals (India) Ltd

Resolution Required :Ordinary		4 - To appoint M/s Mehul Gada & Associates, Chartered Accountants (FRN: 156057W) as Statutory Auditors of the Company for a term of five consecutive years from F.Y. 2024-2025 to F.Y. 2028-2029.						
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]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	9244578	9223003	99.7666	9223003	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		9223003	99.7666	9223003	0	100.0000	0.0000
Public Institutions	E-Voting	8348	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	9084185	77891	0.8574	77417	474	99.3915	0.6085
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		77891	0.8574	77417	474	99.3915	0.6085
Total		18337111	9300894	50.7217	9300420	474	99.9949	0.0051



To,
The Chairman
Vinyl Chemicals (India) Limited
Regent Chambers, 7th Floor,
Jamnalal Bajaj Marg, 208, Nariman Point,
Mumbai 400 021.

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 for the 38th Annual General Meeting of Vinyl Chemicals (India) Limited held on Thursday, August 08, 2024 at 12:00 noon (IST) through video conferencing ('VC') / other audio visual means ('OAVM').

I, Mitesh Dhaliwala, of Parikh & Associates, Practising Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of Vinyl Chemicals (India) Limited pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the remote e-voting process in respect of the below mentioned resolutions proposed at the 38th Annual General Meeting ("AGM") of Vinyl Chemicals (India) Limited on Thursday, August 08, 2024 at 12:00 noon (IST) through VC/OAVM.

I was also appointed as Scrutinizer to scrutinize the e-voting process during the said AGM.

The notice dated May 03, 2024, convening the AGM, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions proposed to be passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/ Depositories, in compliance with the General Circular No. 09/2023 dated September 25, 2023 and other circulars issued by the Ministry of Corporate Affairs (collectively referred to as 'MCA Circulars'), Master Circular No. SEBI/HO/CFD/POD2/CIR/P/2023/120 dated July 11, 2023 and Circular No. SEBI/HO/CFD/CFD-POD-2/P/CIR/2023/167 dated October 07, 2023 issued by Securities and Exchange Board of India ("SEBI").

The Company had availed the e-voting facility offered by National Securities Depository Limited's ('NSDL') for conducting remote e-voting and e-voting at the AGM by the Shareholders of the Company.

The voting period for remote e-voting commenced on Monday, August 05, 2024 at 9:00 a.m. (IST) and ended on Wednesday, August 07, 2024 at 5:00 p.m. (IST) and the NSDL e-voting platform was disabled thereafter.

The Company had also provided e-voting facility to the shareholders present at the AGM through VC/OAVM and who had not cast their vote earlier.

The shareholders of the Company holding shares as on the "cut-off" date of Thursday, August 01, 2024 were entitled to vote on the resolutions as contained in the Notice of the AGM.

After the closure of e-voting at the AGM, the report on voting done during the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked and counted.

I have scrutinized and reviewed the remote e-voting and e-voting during the AGM and votes cast therein based on the data downloaded from the NSDL e-voting system.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting and e-voting during the AGM on the resolutions contained in the notice of the AGM.

My responsibility as scrutinizer for the remote e-voting and e-voting during the AGM is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

I now submit my consolidated report as under on the results of the remote e-voting and e-voting during the AGM in respect of the said resolutions.

Resolution 1: Ordinary Resolution

To receive, consider and adopt the Audited Financial Statements for the Financial Year ended March 31, 2024 together with the Directors' Report and Auditors' Report thereon.

(i) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
130	93,00,420	100.00 (Rounded Off)

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
5	474	0.00

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

Resolution 2: Ordinary Resolution

To declare Dividend on Equity Shares for the Financial Year ended March 31, 2024.

(i) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
130	93,00,420	100.00 (Rounded Off)

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
5	474	0.00

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

Resolution 3: Special Resolution

To appoint a Director in place of Shri N.K. Parekh (DIN: 00111518), who has attained 75 years of age and retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
129	93,00,412	100.00 (Rounded Off)

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
6	482	0.00

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

Resolution 4: Ordinary Resolution

Appointment of M/s. Mehul Gada & Associates, Chartered Accountants (Firm Registration No. 156057W) as Statutory Auditors of the Company to hold office for a term of 5 (Five) consecutive years.

(i) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
130	93,00,420	100.00 (Rounded Off)

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
5	474	0.00

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

Thanking you,

Yours faithfully,

Mitesh Dilip Dhabliwala
 Digitally signed by Mitesh Dilip Dhabliwala
 Date: 2024.08.08 14:45:11 +05'30'

Mitesh Dhabliwala

Parikh & Associates

Practising Company Secretaries

FCS: 8331 CP No.: 9511

111,11th Floor, Sai Dwar CHS Ltd

Sab TV Lane, Opp. Laxmi Indl. Estate,

Off Link Road, Above Shabari Restaurant,

Andheri West, Mumbai – 400053

Place: Mumbai

Dated: August 08, 2024

UDIN: F008331F000928943

P/R No.: 1129/2021

PRIYKANT CHHOTALAL PATEL
 Digitally signed by PRIYKANT CHHOTALAL PATEL
 Date: 2024.08.08 15:45:35 +05'30'