CORPORATE & REGISTERED OFFICE :
706-709, 7th Floor, Aravali Business Centre,
R. C. Patel Road, Off. Sodawala Lane,
Borivali (West), Mumbai-400 092.
Tel.: +91-22-4217 1819 (30 Lines)
Fax: +91-22-2892 8833
E-mail : info@vaishalipharma.com
export@vaishalipharma.com
CIN - L52310MH2008PLC181632

Date: 30.09.2019

To,

National Stock Exchange of India Ltd.

Exchange Plaza,

Bandra Kurla Complex,

Bandra (East), Mumbai – 400051.

NSE Symbol: VAISHALI **NSE Series:** SM

Sub: Outcome of the 12th Annual General Meeting of the Company held on 30th September, 2019

Dear Sir / Madam,

Pursuant to Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that 12th Annual General Meeting of the Members of the Company was held today i.e. 30th September, 2019 at 9.00 a.m. at 706 to 709, 7th Floor, Aravali Business Center, R. C. Patel Road, Off Sodawala Lane, Borivali (West), Mumbai – 400092, with requisite quorum.

The polling exercise has been conducted on the following businesses:

Ordinary Business

1. Adoption of the Financial Statements for the year ended March 31, 2019 together with the Reports of Board of Director's and Auditor's thereon.

2. Re-appointment of Ms. Jagruti Vasani (DIN: 02107094), retiring by rotation, as a Director of the Company and will continue as Whole Time Director of the Company.

Special Business

3. Re-appointment of Mr. Atul Vasani (DIN:02107085) as Managing Director of the Company.

4. Re-appointment of Ms. Jagruti Vasani (DIN: 02107094) as Whole Time Director of the Company.

5. Appointment of Mr. Sanjay Mirani (DIN: 08216772) as an Independent Director of the Company.

6. Continuation of Mr. Prataprai Gandhi as an Independent Director.

The consolidated results of voting by poll at the Annual General Meeting and remote e-voting opted by the shareholders on all the aforesaid resolutions is attached herewith.

Kindly take the above on record.

Thanking you,

Yours Sincerely,

For Vaishali Pharma Limited

Atul Vasani

Chairman & Managing Director

Enclosure: a/a

AASHISH K. BHATT & ASSOCIATES
Practicing Company Secretaries

Aashish K. Bhatt
B.Com., A.C.S., PGDSL

SCRUTINIZER'S CONSOLIDATED REPORT ON VOTING

[Pursuant to applicable provisions of the Companies Act, 2013, Rules made thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

September 30, 2019

To,

The Chairman,

Vaishali Pharma Limited,

706 to 709, 7th Floor, Aravali Business Center,

R. C. Patel Road, Off Sodawala Lane,

Borivali (W), Mumbai - 400092.

Subject : Consolidated Report on Members' voting through remote e-voting and poll at the 12th Annual General Meeting

Dear Sir,

I, Aashish K. Bhatt, Practicing Company Secretary, Mumbai, had been appointed as the Scrutinizer by the Board of Directors of **Vaishali Pharma Limited** (hereinafter referred as "the Company") vide Board Resolution dated August 26, 2019, in pursuance to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (hereinafter referred to as "the Rules") and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, to scrutinize the remote e-voting and voting at the Annual General Meeting ("AGM") of the members of the Company, held on September 30, 2019 at 9.00 a.m. at 706 to 709, 7th Floor, Aravali Business Center, R. C. Patel Road, Off Sodawala Lane, Borivali (West), Mumbai - 400092.

Members of the Company were provided remote e-voting facility through Karvy Fintech Private Limited whereby they could cast their votes during the e-voting period.

AASHISH K. BHATT & ASSOCIATES MUMBAI COMPANY SECRETARIES

D / 101, Lata Annexe, Above Axis Bank, W. E. Highway, Borivali (East), Mumbai - 400 066.
Mob. : 98671 51081, 80979 85754 • Telefax : 022 2846 1715
Email : mail@aashishbhatt.in • W. : www.aashishbhatt.in

Members attending the AGM and who did not cast their votes through remote e-voting were invited by the Chairman to cast their votes at the Meeting through Poll on all resolutions set out in the Notice convening the AGM, in accordance with sub-rule 4(iii)(B) of Rule 20 of the aforesaid Rules. Accordingly, the Members present casted their votes through Poll conducted at AGM.

The Cut-off date for the purposes of identifying the Members who will be entitled to vote on the resolutions placed for approval of the Members was Tuesday, September 24, 2019.

After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling were locked in our presence with due identification marks placed by us.

Upon conclusion of the Poll conducted by the Chairman, the ballot box wherein the Members had dropped their Poll Papers were opened by me in presence of two witnesses not in employment of the Company. The Poll Papers were diligently scrutinized by us and reconciled with the records maintained by the Company and relevant authorizations / proxies lodged with the Company. In case of votes received through Poll at the AGM as well as through remote e-voting for the same shareholding from any Member, the votes received through remote e-voting from such Member were considered and the votes received through Poll were considered invalid.

In pursuance of sub-rule 4(xii) of Rule 20 of the aforesaid Rules; immediately after the conclusion of voting at the AGM, I first counted the votes casted through Poll and thereafter unblocked the votes casted through e-voting in the presence of two witnesses not in the employment of the Company. The witnesses' confirmation in this context is submitted herein next along with this Report.

The papers pertaining to e-voting and all other relevant records are kept in our safe custody.

Information with respect to AGM as well Members' participation in the AGM is provided in Annexure 1 and the consolidated result of total votes cast, whether in favour or against, in accordance with rule 4(xii) of Rule 20 of the aforesaid Rules is annexed as Annexure 2 to this Report and based on which we confirmed that resolutions were passed with requisite majority.

AASHISH K. BHATT & ASSOCIATES
MUMBAI
COMPANY SECRETARIES

You are requested to acknowledge receipt of this report.

Thanking you,

AASHISH K. BHATT & ASSOCIATES
MUMBAI
COMPANY SECRETARIES

Aashish K. Bhatt
Practicing Company Secretary
(Membership No.: A19639 / COP No.: 7023)

Place: Mumbai
Date: September 30, 2019

WITNESSES' CONFIRMATION

In pursuance of Rule 20 of the Companies (Management and Administration) Rules, 2014 and with respect to the conduct of voting through Poll and e-voting by Members of **Vaishali Pharma Limited ("the Company")** on all resolutions set out in the Notice convening the 12th AGM of Company, which was held on September 30, 2019 at 9.00 a.m. at 706 to 709, 7th Floor, Aravali Business Center, R. C. Patel Road, Off Sodawala Lane, Borivali (West), Mumbai - 400092. We, Darshit Jhaveri (working at D/101, Lata Annexe, Above Axis Bank, W.E. Highway, Borivali East, Mumbai - 400066) and Dhara Dalal (working at D/101, Lata Annexe, Above Axis Bank, W.E. Highway, Borivali East, Mumbai - 400066) hereby confirm our witnessing the following-

a) After completion of the voting process through Poll at the above mentioned AGM, the Polling Box wherein the members of the Company have dropped their Poll Papers was opened by Mr. Aashish K. Bhatt in our presence; and

b) After completion of voting by Members through Poll, Mr. Aashish K. Bhatt un-blocked the votes that the members of the Company have casted through e-voting.

We further state that we are not in the employment of the Company.

Witness 1:

(Darshit Jhaveri)

Witness 2:

(Dhara Dalal)

Date: September 30, 2019
Place: Mumbai

ANNEXURE - 1

Date of the AGM	September 30, 2019
Total number of shareholders on record date	333
No. of Shareholders present in the meeting either in person or through proxy	
Promoters and Promoter Group:	7
Public:	19
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	-
Public:	-

AASHISH K. BHATT & ASSOCIATES * COMPANY SECRETARIES * MUMBAI

ANNEXURE - 2

1. Resolution required: Ordinary	To consider and adopt the Audited Financial Statement of the Company for the Financial Year ended 31st March, 2019 together with the Reports of the Board of Directors and the Auditors 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	37,15,385	0	0.00	0	0	0.00	0.00
	Poll		37,15,385	100.00	37,15,385	0	100.00	0.00
	Total	**37,15,385**	**37,15,385**	**100.00**	**37,15,385**	**0**	**100.00**	**0.00**
Public - Institutions	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total	**0**	**0**	**0.00**	**0**	**0**	**0.00**	**0.00**
Public - Non Institutions	E-Voting	28,76,000	0	0.00	0	0	0.00	0.00
	Poll		13,72,000	47.71	13,72,000	0	100.00	0.00
	Total	**28,76,000**	**13,72,000**	47.71	13,72,000	0	100.00	0.00
Total		**65,91,385**	**50,87,385**	**77.19**	**50,87,385**	**0**	**100.00**	**0.00**

AASHISH K. BHATT & ASSOCIATES ★ COMPANY SECRETARIES ★ MUMBAI

2. Resolution required: Ordinary			To Re-appoint Ms. Jagruti Vasani (DIN: 02107094), retiring by rotation, as a Director of the Company and continuation as Whole Time Director of the Company.					
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	37,15,385	0	0.00	0	0	0.00	0.00
	Poll		37,15,385	100.00	37,15,385	0	100.00	0.00
	Total	**37,15,385**	**37,15,385**	**100.00**	**37,15,385**	**0**	**100.00**	**0.00**
Public - Institutions	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total	**0**	**0**	**0.00**	**0**	**0**	**0.00**	**0.00**
Public - Non Institutions	E-Voting	28,76,000	0	0.00	0	0	0.00	0.00
	Poll		13,72,000	47.71	13,72,000	0	100.00	0.00
	Total	**28,76,000**	**13,72,000**	47.71	13,72,000	0	100.00	0.00
Total		**65,91,385**	**50,87,385**	**77.19**	**50,87,385**	**0**	**100.00**	**0.00**

AASHISH K. BHATT & ASSOCIATES * COMPANY SECRETARIES * MUMBAI

3. Resolution required: Special	To Re-appoint of Mr. Atul Vasani (DIN:02107085) as Managing Director of the Company
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	37,15,385	0	0.00	0	0	0.00	0.00
	Poll		37,15,385	100.00	37,15,385	0	100.00	0.00
	Total	**37,15,385**	**37,15,385**	**100.00**	**37,15,385**	**0**	**100.00**	**0.00**
Public - Institutions	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total	**0**	**0**	**0.00**	**0**	**0**	**0.00**	**0.00**
Public - Non Institutions	E-Voting	28,76,000	0	0.00	0	0	0.00	0.00
	Poll		13,72,000	47.71	13,72,000	0	100.00	0.00
	Total	**28,76,000**	**13,72,000**	47.71	13,72,000	0	100.00	0.00
Total		**65,91,385**	**50,87,385**	**77.19**	**50,87,385**	**0**	**100.00**	**0.00**

AASHISH K. BHATT & ASSOCIATES * COMPANY SECRETARIES * MUMBAI

4. Resolution required: Special			To Re-appoint of Ms. Jagruti Vasani (DIN: 02107094) as Whole Time Director of the Company.					
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	37,15,385	0	0.00	0	0	0.00	0.00
	Poll		37,15,385	100.00	37,15,385	0	100.00	0.00
	Total	**37,15,385**	**37,15,385**	**100.00**	**37,15,385**	**0**	**100.00**	**0.00**
Public - Institutions	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total	**0**	**0**	**0.00**	**0**	**0**	**0.00**	**0.00**
Public - Non Institutions	E-Voting	28,76,000	0	0.00	0	0	0.00	0.00
	Poll		13,72,000	47.71	13,72,000	0	100.00	0.00
	Total	**28,76,000**	**13,72,000**	47.71	13,72,000	0	100.00	0.00
Total		**65,91,385**	**50,87,385**	**77.19**	**50,87,385**	**0**	**100.00**	**0.00**

AASHISH K. BHATT & ASSOCIATES * COMPANY SECRETARIES * MUMBAI

5. Resolution required: Ordinary		To Appoint of Mr. Sanjay Mirani (DIN: 08216772) as an Independent Director of the Company..						
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	37,15,385	0	0.00	0	0	0.00	0.00
	Poll		37,15,385	100.00	37,15,385	0	100.00	0.00
	Total	**37,15,385**	**37,15,385**	**100.00**	**37,15,385**	**0**	**100.00**	**0.00**
Public - Institutions	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total	**0**	**0**	**0.00**	**0**	**0**	**0.00**	**0.00**
Public - Non Institutions	E-Voting	28,76,000	0	0.00	0	0	0.00	0.00
	Poll		13,72,000	47.71	13,72,000	0	100.00	0.00
	Total	**28,76,000**	**13,72,000**	47.71	13,72,000	0	100.00	0.00
Total		**65,91,385**	**50,87,385**	**77.19**	**50,87,385**	**0**	**100.00**	**0.00**

AASHISH K. BHATT & ASSOCIATES * COMPANY SECRETARIES * MUMBAI

6. Resolution required: Special			Continuation of Mr. Prataprai Gandhi as an Independent Director.					
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	37,15,385	0	0.00	0	0	0.00	0.00
	Poll		37,15,385	100.00	37,15,385	0	100.00	0.00
	Total	**37,15,385**	**37,15,385**	**100.00**	**37,15,385**	**0**	**100.00**	**0.00**
Public - Institutions	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total	**0**	**0**	**0.00**	**0**	**0**	**0.00**	**0.00**
Public - Non Institutions	E-Voting	28,76,000	0	0.00	0	0	0.00	0.00
	Poll		13,72,000	47.71	13,72,000	0	100.00	0.00
	Total	**28,76,000**	**13,72,000**	47.71	13,72,000	0	100.00	0.00
Total		**65,91,385**	**50,87,385**	**77.19**	**50,87,385**	**0**	**100.00**	**0.00**

AASHISH K. BHATT & ASSOCIATES * COMPANY SECRETARIES * MUMBAI