



A Govt. Recognised One Star Export House

# Vinny Overseas Limited

MFG. OF RAYON - COTTON - POLYESTER - FASHION WEAR OF FABRICS

B/h.. International Hotel, Narol-Isanpur Road, Narol, Ahmedabad-382 405. (Guj.) INDIA.  
(M) 9328804500-6300-7400 E-mail : cfo@vinnyoverseas.in, vinnyoverseas@gmail.com, vinnyoverseas2001@yahoo.com  
Web. : www.vinnyoverseas.in • CIN : L51909GJ1992PLC017742

Date: October 01, 2022

To,  
The National Stock Exchange Limited,  
Exchange Plaza, C-1, Block G,  
Bandra Kurla Complex,  
Bandra (E).  
Mumbai.

Dear Sir/Madam,

**Sub: Scrutinizer's Report on Voting Results of 30<sup>th</sup> AGM of the Company.**  
**Ref: Scrip code: VINNY (Vinny Overseas Limited)**

In compliance with Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 company has submitted the voting results of the resolutions passed at the Annual General Meeting of the company held on September 30, 2022 from 04:00 p.m. to 06:00 p.m. at the registered office of the company situated at B/h International Hotel Narol-Isanpur Road, Narol Ahmedabad 382405.

Further, in terms of the Rule 20(4) of the Companies (Management and Administration) Rules, 2014, as amended, the scrutinizer's report on the poll is enclosed herewith.

Please take the same on your records.

Thanking You,

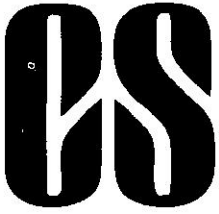
**Yours faithfully,**  
**For, Vinny Overseas Limited**

**Hiralal Jagdishchand Parekh** Digitally signed by Hiralal Jagdishchand Parekh  
Date: 2022.10.03 12:23:22 +05'30'

**HIRALAL JAGDISHCHAND PAREKH**  
**MANAGING DIRECTOR**  
**(DIN: 00257758)**

Encl: Scrutinizer's Report





FORM No. MGT-13  
Report of Scrutinizer(s)  
[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of  
the Companies (Management and Administration) Rules, 2014]

**SCRUTINIZER'S REPORT**

To,  
The Chairman  
30<sup>th</sup> Annual General Meeting of the Equity Shareholders of  
VINNY OVERSEAS LIMITED  
held on September 30, 2022 at 4.00 P.M.  
CIN: L51909GJ1992PLC017742  
B/H INTERNATIONAL HOTEL NAROL-ISANPUR ROAD  
NAROL AHMEDABAD GJ 382405 IN

Dear Sir,

**Sub: Scrutinizer's Report**

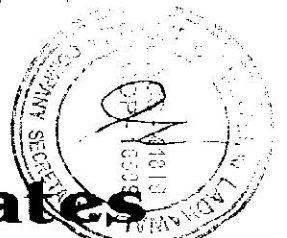
We, M/s. Ladhawala Ronak And Associates, a Practicing Company Secretaries firm, having its office at A/26, Silver Arc, Ellisbridge, Ahmedabad - 380006 Gujarat India, have been appointed as Scrutinizer by the Board of Directors of VINNY OVERSEAS LIMITED (the "Company") in connection with e- voting held between September 27<sup>th</sup> 2022 to September 29<sup>th</sup> 2022 on the resolution(s), as set out in the notice convening the 30<sup>th</sup> Annual General Meeting of Equity shareholders held on September 30, 2022 at 4:00 PM for the purpose of scrutinizing the remote e-voting in a fair and transparent manner and ascertaining the requisite majority for the said voting as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, on the resolutions referred to in this report.

**Responsibility as Scrutinizer**

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013, Rules relating to voting by electronic means for the resolutions so contained in the notice of the AGM dated 30<sup>th</sup> September, 2022.

My responsibility as a Scrutinizer for the remote e-voting is restricted to make a consolidated Scrutinizer's Report for the votes casted "in Favor" or "Against" the resolutions as stated in the said Notice, based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL), the agency engaged by the Company to provide e-voting facility and poll conducted at AGM, in a fair and transparent manner.

**Ladhawala Ronak & Associates**



308, Dev Shikhar Commercial, Near Ganesh Chokdi, Anand – 388001

(O) : 90992 63711 (M) : 9429663711

A/26, Silver Arc, B/h. Townhall, Ellisbridge, Ahmedabad-380006 Email : csladhawala@gmail.com, csronak@ladhawala.in

I submit this report as under:

1. The remote e-voting period remained open from 11:00 AM IST on 27th September 2022 till 29th September, 2022 up to 5:00 PM IST.
2. The shareholders holding shares as on the "cut off" date, 23rd September 2022 were entitled to vote on the proposed nine resolutions as mentioned in the Notice/s circulated.
3. The votes were unblocked on Saturday, 1st October 2022 around 11:00 AM after completion of AGM in the presence of witness, who are not in employment of the Company.
4. On completion of e-voting by the members of the Company, NSDL provided us with the voting results.
5. The votes were reconciled with the records maintained by the Company / Registrar and Share Transfer Agent of the Company and the authorizations/proxies lodged with the Company.
6. The votes which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separate.
7. The consolidated result of e-voting (Event ID: 122389) is as under:

**A. ORDINARY BUSINESS:**

1. To consider and adopt the audited financial statements of the company for the year ended 31<sup>st</sup> March, 2022 together with the reports of Board of Directors and the Auditors thereon.

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

| Mode of voting  | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting | 22                      | 8144179                      | 100%                                  |

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

| Mode of voting  | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting | 0                       | 0                            | 0                                     |

**(iii) Invalid votes:**

| Total number of members whose votes were declared invalid | Total number of votes cast by them |
|-----------------------------------------------------------|------------------------------------|
| NIL                                                       | NIL                                |

2. To appoint a director in place of Mrs. Vandani Sumanth Chowdhary (DIN



03048990) who retires by rotation and being eligible offers herself for re-appointment.

(i) Voted in favour of the resolution:

| Mode of voting  | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting | 22                      | 8144179                      | 100%                                  |

(ii) Voted against the resolution:

| Mode of voting  | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting | 0                       | 0                            | 0                                     |

(iii) Invalid votes:

| Total number of members whose votes were declared invalid | Total number of votes cast by them |
|-----------------------------------------------------------|------------------------------------|
| NIL                                                       | NIL                                |

3. To Re-Appoint M/s. Kishan M Mehta & Co., Chartered Accountants, Ahmedabad as Statutory Auditor

(i) Voted in favour of the resolution:

| Mode of voting  | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting | 22                      | 8144179                      | 100%                                  |

(ii) Voted against the resolution:

| Mode of voting  | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting | 0                       | 0                            | 0                                     |

(iii) Invalid votes:

| Total number of members whose votes were declared invalid | Total number of votes cast by them |
|-----------------------------------------------------------|------------------------------------|
| NIL                                                       | NIL                                |

## B. SPECIAL BUSINESS

4. Re-Appointment of Mr. Hiralal Jagdishchand Parekh (DIN 00257758) as Managing Director of the company for a further term of five years.

(i) Voted in favour of the resolution:



| Mode of voting  | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting | 22                      | 8144179                      | 100%                                  |

(ii) Voted against the resolution:

| Mode of voting  | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting | 0                       | 0                            | 0                                     |

(iii) Invalid votes:

| Total number of members whose votes were declared invalid | Total number of votes cast by them |
|-----------------------------------------------------------|------------------------------------|
| NIL                                                       | NIL                                |

5. Re-Appointment of Ms. Nishita Shah (DIN: 07197925) as Whole time Director.

(i) Voted in favour of the resolution:

| Mode of voting  | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting | 22                      | 8144179                      | 100%                                  |

(ii) Voted against the resolution:

| Mode of voting  | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting | 0                       | 0                            | 0                                     |

(iii) Invalid votes:

| Total number of members whose votes were declared invalid | Total number of votes cast by them |
|-----------------------------------------------------------|------------------------------------|
| NIL                                                       | NIL                                |

6. Re-Appointment of Mrs. Latadevi Hiralal Parekh (DIN: 02973048) as Whole time Director.

(i) Voted in favour of the resolution:

| Mode of voting  | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting | 22                      | 8144179                      | 100%                                  |

(ii) Voted against the resolution:

| Mode of voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|----------------|-------------------------|------------------------------|---------------------------------------|
|----------------|-------------------------|------------------------------|---------------------------------------|



|                 |   |   |   |
|-----------------|---|---|---|
| Remote e-voting | 0 | 0 | 0 |
|-----------------|---|---|---|

(iii) Invalid votes:

|                                                           |                                    |
|-----------------------------------------------------------|------------------------------------|
| Total number of members whose votes were declared invalid | Total number of votes cast by them |
| NIL                                                       | NIL                                |

7. To regularize the appointment of Mr. Rajnish Pathak (DIN 08764000) as Non-Executive Independent Director of the company

(i) Voted in favour of the resolution:

| Mode of voting  | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting | 22                      | 8144179                      | 100%                                  |

(ii) Voted against the resolution:

| Mode of voting  | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting | 0                       | 0                            | 0                                     |

(iii) Invalid votes:

|                                                           |                                    |
|-----------------------------------------------------------|------------------------------------|
| Total number of members whose votes were declared invalid | Total number of votes cast by them |
| NIL                                                       | NIL                                |

8. Ratification of Remuneration of cost auditors for the Financial Year 2022-23:

(i) Voted in favour of the resolution:

| Mode of voting  | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting | 22                      | 8144179                      | 100%                                  |

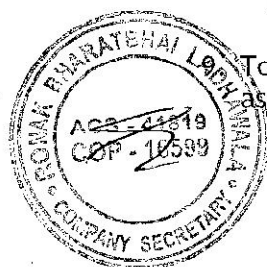
(ii) Voted against the resolution:

| Mode of voting  | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting | 0                       | 0                            | 0                                     |

(iii) Invalid votes:

|                                                           |                                    |
|-----------------------------------------------------------|------------------------------------|
| Total number of members whose votes were declared invalid | Total number of votes cast by them |
| NIL                                                       | NIL                                |

To regularize the appointment of Mrs. Neelam Mohanlal Gurbaxani (DIN: 09732346) as Non-Executive Independent Director of the company



| Mode of voting  | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting | 22                      | 8144179                      | 100%                                  |

(ii) Voted against the resolution:

| Mode of voting  | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting | 0                       | 0                            | 0                                     |

(iii) Invalid votes:

| Total number of members whose votes were declared invalid | Total number of votes cast by them |
|-----------------------------------------------------------|------------------------------------|
| NIL                                                       | NIL                                |

8. All the resolutions proposed herein above have been passed with requisite majority.
9. The remote e-voting register and other records shall remain in my safe custody until the Chairman of the meeting considers, approves and signs the minutes in this regard and thereafter it will be handed over to CFO as authorized by the Board of Directors for safe keeping.

Thanking you,  
Yours faithfully,

For LADHAWALA RONAK AND ASSOCIATES  
Practicing Company Secretaries

  
LADHAWALA RONAK

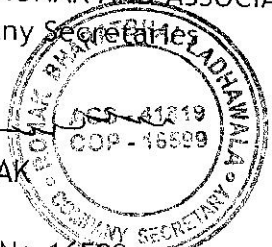
Proprietor

ACS No.41819 CP No.16599

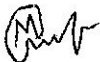
UDIN: A041819D001114066

Place: Ahmedabad

Dated: 01/10/2022



Received the report of the Scrutinizer  
for VINNY OVERSEAS LIMITED



MULARAM NARURAM PRAJAPATI  
Authorized Representative