

# VERONICA PRODUCTION LIMITED

CIN: L22130GJ1990PLC014567

Regd. Office 130, SILVER CHAMBER, TAGORE ROAD, OPP. ATUL MOTORS, RAJKOT,  
Gujarat, India, 360002

Email Id: [shreychemicals@gmail.com](mailto:shreychemicals@gmail.com)

Contact No.: - +91 96014 52529

Website: [www.veronicaproduction.com](http://www.veronicaproduction.com)

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Date: - **01/10/2024**

To,  
Corporate Listing Department  
**The BSE Limited,**  
P J Towers, Dalal Street, Fort,  
Mumbai-400 001

**Subject: - Scrutinizer's Report of Annual General Meeting**

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Dear Sir / Madam,

We, Veronica Production Limited hereby submitting the Scrutinizer's Report of Voting through e-voting facility and ballot voting pursuant to the Regulation 44 (3) of SEBI (LODR) Regulation, 2015 of Annual General Meeting of the Company held on Monday, 30<sup>th</sup> September, 2024 at 02:00 PM at Registered Office of the Company situated at 130, Silver Chamber, Tagore Road, Opp. Atul Motors, Rajkot, Gujarat, India, 360002.

By the order of the Board of Directors

**For, Veronica Production Limited**

**Nirbhaybhai Dhruvbhai Dave**  
**Managing Director**  
**DIN: 10439618**



***Dharti Patel & Associates,***  
*Company Secretaries*  
*Suvas Bunglows,*  
*New C.G. Road,*  
*Chandkheda,*  
*Ahmedabad-382424*  
*M: 7487033350, Email: [csdhartipatel@gmail.com](mailto:csdhartipatel@gmail.com)*

**SCRUTINIZER'S CONSOLIDATED REPORT**  
**[Pursuant to Section 108 of the Companies Act, 2013 and Rule 21(2) of the**  
**Companies (Management and Administration) Rules, 2014]**

**To,**  
**The Board of Directors/Chairman,**  
**Annual General Meeting of Shareholders of**  
**M/s Veronica Production Limited,**  
**Held on Monday, 30<sup>th</sup> September, 2024 at 02:00 P.M at the Registered Office of the**  
**Company**

Dear Sir,

I, **Dharti Patel**, proprietor of **M/s. Dharti Patel & Associates**, Practicing Company Secretary, Ahmedabad appointed as Scrutinizer by the Board of Directors for the purpose of Scrutinizing the remote e-voting and Voting through Ballot form at the time of Annual General Meeting in a fair and transparent manner at the Annual General Meeting (AGM) of **M/s Veronica Production Limited**, held on Monday, 30<sup>th</sup> September, 2024 at 02:00 P.M at the registered office of the company situated at 130, Silver Chamber, Tagore Road, Opp. Atul Motors, Rajkot, Gujarat, India, 360002. The Company has provided the Remote E-voting Facility pursuant to the circular issued by the ministry of corporate affairs, Securities and Exchange Board of India and Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing obligation and Disclosure Requirements) Regulations, 2015.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and voting through ballot form at the time of AGM process on the resolution contained in the Notice of the Annual General Meeting dated August 31, 2024. My Responsibility as a Scrutinizer for remote e-voting and ballot form voting process at the time of AGM is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions, based on the reports generated from the remote e-voting of Central Depository Services (India) Limited and postal ballot papers from the ballot box at the time of AGM.

I submit my report as under: -

1. The Company had appointed Central Depository Services (India) Limited as the service provider, for extending the facility for the remote e-voting to the Members of the Company from 27<sup>th</sup> September, 2024 at 9.00 A.M. and ends on 29<sup>th</sup> September, 2024 at 05.00 P.M.



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2. The voting rights were reckoned as on 23<sup>rd</sup> September, 2024 being cut-off date for the purpose of deciding the entitlements of Members at the remote e-voting and voting at the Meeting through ballot form.
3. The Company facilitated the Members present in the Annual General Meeting who could not participate in the remote e-voting to cast their votes through ballot form.
4. The votes were unblocked in the presence of the two witnesses not being in the employment of the company on 30<sup>th</sup> September, 2024 (after the conclusion of the meeting).
5. The Result of the voting are as under: -

### **Ordinary Business**

#### **Resolution No. 1: - (Ordinary Resolution)**

#### **Adoption of Financial Statements for the FY 2023-24**

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

	Number of members voted through electronic voting system or Ballot Paper	Number of votes casted (Shares)	% of total number of valid votes cast
Remote E-voting	0	0	0.00
Venue Voting	18	63	100.00%
<b>Total</b>	<b>18</b>	<b>63</b>	<b>100.00%</b>

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

	Number of members voted through electronic voting system or Ballot Paper	Number of votes casted (Shares)	% of total number of valid votes cast
Remote E-voting	0	0	0.00%
Venue Voting	0	0	0.00%
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>

(iii) Invalid votes:

	Total Number Members whose voted were declared invalid	Number of votes casted (Shares)
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Promoter and Promoter Group	0	0
Public Institutions	0	0
Public – non-institutions	0	0
<b>Total Voting</b>	<b>0</b>	<b>0</b>

Based on the aforesaid result, we report that the Ordinary Resolution as set out in Item no. 1 of the Notice of the AGM dated 31<sup>st</sup> August, 2024 has been passed with requisite majority.

**Resolution No. 2: - (Ordinary Resolution)**

**To appoint Mr. Vijaybhai Rameshbhai Patni [DIN 09675100] as Director, who retires by rotation, and being eligible, offers himself for re-appointment**

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

	Number of members voted through electronic voting system or Ballot Paper	Number of votes casted (Shares)	% of total number of valid votes cast
Remote E-voting	0	0	0.00
Venue Voting	18	63	100.00%
<b>Total</b>	<b>18</b>	<b>63</b>	<b>100.00%</b>

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

	Number of members voted through electronic voting system or Ballot Paper	Number of votes casted (Shares)	% of total number of valid votes cast
Remote E-voting	0	0	0.00%
Venue Voting	0	0	0.00%
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>

(iii) Invalid votes:

	Total Number Members whose voted were declared invalid	Number of votes casted (Shares)
Promoter and Promoter Group	0	0
Public Institutions	0	0
Public – non-institutions	0	0



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<b>Total Voting</b>	<b>0</b>	<b>0</b>
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Based on the aforesaid result, we report that the Ordinary Resolution as set out in Item no. 2 of the Notice of the AGM dated 31<sup>st</sup> August, 2024 has been passed with requisite majority.

**Resolution No. 3: - (Ordinary Resolution)**

**To Appointment of M/s. S K Bhavsar & Co, Chartered Accountants, as a Statutory Auditor of the Company for a period of five years**

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

	Number of members voted through electronic voting system or Ballot Paper	Number of votes casted (Shares)	% of total number of valid votes cast
Remote E-voting	0	0	0.00
Venue Voting	18	63	100.00%
<b>Total</b>	<b>18</b>	<b>63</b>	<b>100.00%</b>

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

	Number of members voted through electronic voting system or Ballot Paper	Number of votes casted (Shares)	% of total number of valid votes cast
Remote E-voting	0	0	0.00%
Venue Voting	0	0	0.00%
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>

(iii) Invalid votes:

	Total Number Members whose voted were declared invalid	Number of votes casted (Shares)
Promoter and Promoter Group	0	0
Public Institutions	0	0
Public – non-institutions	0	0
<b>Total Voting</b>	<b>0</b>	<b>0</b>



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Based on the aforesaid result, we report that the Ordinary Resolution as set out in Item no. 3 of the Notice of the AGM dated 31<sup>st</sup> August, 2024 has been passed with requisite majority.

**Special Business**

**Resolution No. 4: - (Special Resolution)**

**Regularization of Mr. Vijaybhai Rameshbhai Patni [DIN: 09675100] as Managing Director of the Company for a period of five years**

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

	Number of members voted through electronic voting system or Ballot Paper	Number of votes casted (Shares)	% of total number of valid votes cast
Remote E-voting	0	0	0.00
Venue Voting	18	63	100.00%
<b>Total</b>	<b>18</b>	<b>63</b>	<b>100.00%</b>

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

	Number of members voted through electronic voting system or Ballot Paper	Number of votes casted (Shares)	% of total number of valid votes cast
Remote E-voting	0	0	0.00%
Venue Voting	0	0	0.00%
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>

(iii) Invalid votes:

	Total Number Members whose voted were declared invalid	Number of votes casted (Shares)
Promoter and Promoter Group	0	0
Public Institutions	0	0
Public - non-institutions	0	0
<b>Total Voting</b>	<b>0</b>	<b>0</b>



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Based on the aforesaid result, we report that the Special Resolution as set out in Item no. 4 of the Notice of the AGM dated 31<sup>st</sup> August, 2024 has been passed with requisite majority.

**Resolution No. 5: - (Ordinary Resolution)**

**To Regularization of Mrs. Sweta Rasiklal Panchal [DIN: 10298714] as Independent Director of the Company for a period of five years**

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

	Number of members voted through electronic voting system or Ballot Paper	Number of votes casted (Shares)	% of total number of valid votes cast
Remote E-voting	0	0	0.00
Venue Voting	18	63	100.00%
<b>Total</b>	<b>18</b>	<b>63</b>	<b>100.00%</b>

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

	Number of members voted through electronic voting system or Ballot Paper	Number of votes casted (Shares)	% of total number of valid votes cast
Remote E-voting	0	0	0.00%
Venue Voting	0	0	0.00%
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>

(iii) Invalid votes:

	Total Number Members whose voted were declared invalid	Number of votes casted (Shares)
Promoter and Promoter Group	0	0
Public Institutions	0	0
Public – non-institutions	0	0
<b>Total Voting</b>	<b>0</b>	<b>0</b>

Based on the aforesaid result, we report that the Ordinary Resolution as set out in Item no. 5 of the Notice of the AGM dated 31<sup>st</sup> August, 2024 has been passed with requisite majority.



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**Resolution No. 6: - (Ordinary Resolution)**

**To Regularization of Mr. Jayesh Laxmanbhai Bhavsar [DIN: 10752926] as Independent Director of the Company for a period of five years (Ordinary Resolution)**

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

	Number of members voted through electronic voting system or Ballot Paper	Number of votes casted (Shares)	% of total number of valid votes cast
Remote E-voting	0	0	0.00
Venue Voting	18	63	100.00%
<b>Total</b>	<b>18</b>	<b>63</b>	<b>100.00%</b>

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

	Number of members voted through electronic voting system or Ballot Paper	Number of votes casted (Shares)	% of total number of valid votes cast
Remote E-voting	0	0	0.00%
Venue Voting	0	0	0.00%
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>

(iii) Invalid votes:

	Total Number Members whose voted were declared invalid	Number of votes casted (Shares)
Promoter and Promoter Group	0	0
Public Institutions	0	0
Public - non-institutions	0	0
<b>Total Voting</b>	<b>0</b>	<b>0</b>

Based on the aforesaid result, we report that the Ordinary Resolution as set out in Item no. 6 of the Notice of the AGM dated 31<sup>st</sup> August, 2024 has been passed with requisite majority.



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**RESULT**

As the number of votes cast in favour of the resolution was more than the number of votes cast against, I report that the Resolutions with regard to Item no. 1 to 8 as set out in the Notice of the 40<sup>th</sup> Annual General Meeting (AGM) are passed in favour of the resolution with requisite majority.

Thanking you.

***Date: 01/10/2024***

***Place: Ahmedabad***

***For, Dharti Patel & Associates***  
***Company Secretaries***

DHARTI  
NARANBHAI  
PATEL

Digitally signed by  
DHARTI NARANBHAI  
PATEL  
Date: 2024.10.01  
11:13:08 +05'30'

***Dharti Patel***

***Proprietor***

***M.NO: 12801***

***COP: 19303***

***UDIN: F012801F001393136***

***PEER REVIEW CERTIFICATE NO: 4617/2023***

***Counter Signed By***  
***On And Behalf of***  
***M/s. Veronica Production Limited***

RAJESHBHAI  
HARIBHAI  
RUPARELIA

Digitally signed by RAJESHBHAI  
HARIBHAI RUPARELIA  
Date: 2024.10.01 12:16:34  
+05'30'

.....  
***Rajeshbhai Haribhai Ruparelia***  
***Director***  
***DIN: 06546212***