

VISISTH CHAY VYAPAR LTD.

CIN : L15491DL1985PLC019848
Registered Office : A- 446, Basement,
Defence Colony, New Delhi - 110 024

Head Office : 5, Gorky Terrace
2nd Floor, Kolkata - 700 017
Phone : 033-66133300
Fax : 033-66133303
E-mail : corp@citystarinfra.com

Summary of proceedings of the Annual General Meeting:

The 35th Annual General Meeting ("AGM") of the Members of Visisth Chay Vyapar Limited was held on Tuesday, September 29, 2020 at 2.30 P.M. through video Conferencing/ Other Audio Visual Means (VC/OAVM) in compliance with the circulars issued by the Ministry of Corporate Affairs and the Securities Exchange Board of India. The Meeting commenced at 2:30 p.m. and concluded at 3: 00 p.m. Mr. Binod Kumar Bihani chaired the meeting. The requisite quorum being present, the Chairman called the meeting to order. He introduced the Directors on the dias.

The Chairman delivered his speech. The Chairman informed that the Company has provided the Members, facility to cast their vote electronically, on all resolutions set forth in the Notice. No poll was held at the venue of AGM as all the shareholders present had already cast their vote by electronic means. It was further informed that there would be no voting by show of hands.

The following items of business, as per the Notice of AGM dated 30th July, 2020 were transacted at the meeting.

1. To receive, consider and adopt the Audited Balance Sheet and statement of Profit and Loss Account and Cash Flow Statement for the financial year ended March 31, 2020 along with the Auditor's Report and the Director's Report as circulated to the shareholders and laid before the meeting, be received, considered and adopted.
2. To appoint Ms. Tripti Modi (Din No. 07203672), as Director who is retiring by rotation and being eligible for re-appointment.
3. Appointment of Mr. Avi Lunia (DIN 07687360) as the Independent Director of the Company
4. Appointment of Mr. Mohit Parakh (DIN 02033194) as the Independent Director of the Company
5. Re-appointment of Mr. Champa Lal Pareek (DIN 00030815) as the Managing Director of the Company.

The clarification was provided to the queries raised by the members.

The Board of Directors appointed Ms. Priya Mankani (Cop No. 17947 & Membership No. 34744) as the Scrutinizer to scrutinize the voting by remote e-voting and votes cast through Ballot Paper at the AGM in fair and transparent manner. The Chairman declared the results of Voting. The Scrutinizer's Report was received and accordingly all the Resolutions as set out in the Notice were declared as passed.

This is for your information and records.

Thanking you,
Yours faithfully,
For, Visisth Chay Vyapar Limited

Binod Bihani

Binod Kumar Bihani
Chairman



VISISTH CHAY VYAPAR LIMITED - ANNUAL GENERAL MEETING ('AGM') Voting Results
 [Regulation 44(3) of the SEBI (Listing Obligations and Disclosures Requirements) Regulation, 2015]

Date of the AGM	September 29, 2020
Total number of shareholders on record date (being the cut-off date for determining the shareholders entitled to vote-July 24, 2017)	244
No. of Shareholders present in the meeting either in person or through proxy:	
Promoter and Promoter Group	
Public	NOT APPLICABLE
No. of Shareholders attended the meeting through Video Conferencing:	
Promoter and Promoter Group	3
Public	2
Resolution required:(Ordinary/Special)	Ordinary Resolution
Whether promoter/promoter group are interested in the agenda/resolution?	Yes, deemed to be interested to the extent of their respective shareholding in the Company

ORDINARY BUSINESS:

Item No. 1 :Adoption of Balance Sheet, Statement of Profit and Loss, Report of Auditors and Board of Directors for the year ended 31st March, 2020.

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	4214500	0	0	0	0	0	0
	Poll		4214500	100	4214500	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4214500	4214500	100	4214500	0	100
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	15784500	9187600	58.21	9187600	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		15784500	9187600	9187600	0	100	0
Total		19999000	13402100	67.01	13402100	0	100	0

Item No. 2: Re-Appointment of Ms. Tripti Modi (DIN: 07203672) as Director who is retiring by rotation.

Resolution required: (Ordinary / Special)				ORDINARY				
Whether promoter/promoter group are interested in the				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	4214500	0	0	0	0	0	0
	Poll		4214500	100	4214500	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4214500	4214500	100	4214500	0	100
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	15784500	9187600	58.21	9187600	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		15784500	9187600	9187600	0	100	0
Total		19999000	13402100	67.01	13402100	0	100	0

Item No. 3: Appointment of Mr. Avi Lunia (DIN 07687360) as the Independent Director of the Company

Resolution required: (Ordinary / Special)				ORDINARY				
Whether promoter/promoter group are interested in the				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	4214500	0	0	0	0	0	0
	Poll		4214500	100	4214500	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4214500	4214500	100	4214500	0	100
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	15784500	9187600	58.21	9187600	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		15784500	9187600	9187600	0	100	0
Total		19999000	13402100	67.01	13402100	0	100	0

Item No. 4: Appointment of Mr. Mohit Parakh (DIN 02033194) as the Independent Director of the Company

Resolution required: (Ordinary / Special)				ORDINARY				
Whether promoter/promoter group are interested in the				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	4214500	0	0	0	0	0	0
	Poll		4214500	100	4214500	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4214500	4214500	100	4214500	0	100
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	15784500	9187600	58.21	9187600	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		15784500	9187600		9187600	0	100
Total		19999000	13402100	67.01	13402100	0	100	0

Item No. 5: Re-appointment of Mr. Champa Lal Pareek (DIN 00030815) as the Managing Director of the Company

Resolution required: (Ordinary / Special)				ORDINARY				
Whether promoter/promoter group are interested in the				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	4214500	0	0	0	0	0	0
	Poll		4214500	100	4214500	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4214500	4214500	100	4214500	0	100
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	15784500	9187600	58.21	9187600	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		15784500	9187600		9187600	0	100
Total		19999000	13402100	67.01	13402100	0	100	0



Mankani & Associates

Practicing Company Secretaries.....

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SCRUTINIZER'S REPORT FOR REMOTE E-VOTING & POLL

[PURSUANT TO SECTION 108 OF THE COMPANIES ACT, 2013 AND COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014]

To,

The Chairman of the 35th Annual General Meeting of Members of **Visisth Chay Vyapar Limited**, held on Tuesday, the 29th day of September, 2020 at A-446, Basement, Defence Colony, New Delhi - 110024, at 02.30 P.M.

Dear Sir,

1. I, **Priya Mankani**, Practicing Company Secretary (ACS: 34744, CP No.:17947), appointed by the Board of Directors of **M/S. VISISTH CHAY VYAPAR LIMITED** (the Company) for the purpose of scrutinizing the process of voting through Remote e-Voting and voting by use of ballot at the 35th Annual General Meeting pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 and 21 of the Companies (Management & Administration) Rules, 2014 as amended by Companies (Management & Administration) Amendment Rules, 2015, Regulation 44 of SEBI (LODR) Regulations, 2015 and Secretarial Standards on General Meetings in respect of the below mentioned Resolutions proposed at the Annual General Meeting of the Company held on Tuesday, the 29th day of September, 2020 at A-446, Basement, Defence Colony, New Delhi - 110024, at 02.30 P.M
2. The compliance with the provisions of the Act and rules made there under relating to voting through electronic means on the resolutions contained in the said Notice is the responsibility of the Management. My responsibility as a scrutinizer to ensure that the voting process is conducted in a fair and transparent manner and submit a consolidated scrutinizer's report on the voting to the Chairman of the Company on the resolutions based on the reports generated from the electronic voting system provided by Central Depository Services (India) Limited (CDSL) the agency appointed to provide E-voting facilities, Further to above, I submit my report as follows:

In accordance with the notice of the 35th Annual General Meeting and as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, the voting period for remote e-voting commenced on Saturday, the 26th day of September, 2020 (09:00 A.M.) and ended on Monday, the 28th day of September, 2020 (5:00 P.M.).

- a. The Equity Shareholders holding shares as on 22nd September, 2020, "Cut Off date" were entitled to vote on the resolution stated in the notice of the 35th Annual General Meeting of the Company.



- b. At the end of remote e-voting period on 28th September, 2020 at 5.00 P.M. voting portal of service provider was blocked forthwith.
- c. At the AGM, the Chairman after discussion on all matters included in the said Notice announced that the Members present at the AGM and who have not cast their vote by remote e-voting, can exercise their voting rights through poll which was made available at the venue of the AGM.
- d. As stated above the e-voting period ended on 28th September, 2020 at 5.00 P.M. The vote casts on e-voting were unblocked by me in presence of two witnesses who were not in the employment of the company.
- e. The consolidated results of the remote e-voting and poll are as under:

Resolution 1: ORDINARY BUSINESS: Adoption of the Audited Financial Statements of the company for the year ended March 31, 2020 together with the Report of the Board of Directors and Auditors thereon.

Resolution Required:					Ordinary Resolution			
Whether the promoter/promoter group are interested in the agenda/ resolution					No			
Category	Mode of Voting	No. of Shares Held (1)	No. of Votes Polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)] *100	No. of votes in favour (4)	No. of votes against (5)	% of Votes in favour of votes polled (6)=[(4)/(2)*100]	% of Votes against on votes polled (7)=[(5)/(2)*100]
Promoter and Promoter	E-voting	0 4214500	0	0	0	0	0	0.00
	Poll		4214500	100.00	4214500	0	100.00	0.00



Group	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	4214500	4214500	100	4214500	0	100.00	0.00
Public Institutional Holders	E-voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		0	0	0.00%	0	0	0.00%
Public-Others	E-voting	15784500	9187600	58.21	9187600	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		15784500	9187600	58.21	9187600	0	100.00
Total		19999000	13402100	67.01%	14551100	0	100.00%	0

Resolution 2: ORDINARY BUSINESS: To appoint a director in place of Ms. Tripty Modi (Din No. 07203672), who retires by rotation and being eligible offers herself for re-appointment.

Resolution Required:	Ordinary Resolution
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Whether the promoter/promoter group are interested in the agenda/ resolution					No			
Category	Mode of Voting	No. of Shares Held (1)	No. of Votes Polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]*100	No. of votes in favour (4)	No. of votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)*100]	% of Votes against on votes polled (7)=[(5)/(2)*100]
Promoter and Promoter Group	E-voting	0	0	0.00	0	0	0.00	0.00
	Poll	4214500	4214500	100.00	4214500	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		4214500	4214500	100	4214500	0	100.00
Public Institutional Holders	E-voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	0	0	0.00%	0	0	0.00%	0.00
Public-Others	E-voting	1578450	9187600	58.21	9187600	0	100.00	0.00



	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applic able)		0	0.00	0	0	0.00	0.00
	Total	1578450 0	9187600	58.21	9187600	0	100.00	0
Total		1999900 0	1340210 0	67.01%	1455110 0	0	100.00 %	0

Resolution 3: SPECIAL BUSINESS: To consider appointment of Mr. Avi Lunia (Din: 07687360) as Independent Director for a period of five years.

Resolution Required:					Special Resolution			
Whether the promoter/promoter group are interested in the agenda/ resolution					No			
Category	Mode of Voting	No. of Shares Held (1)	No. of Votes Polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]*100	No. of votes in favour (4)	No. of votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)*100]	% of Votes against on votes polled (7)=[(5)/(2)*100]
Promoter and Promoter	E-voting	0	0	0.00	0	0	0.00	0.00





Group	Poll	4214500	4214500	100.00	4214500	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	4214500	4214500	100	4214500	0	100.00	0.00
Public Institutional Holders	E-voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	0	0	0.00%	0	0	0.00%	0.00
Public-Others	E-voting	1578450	9187600	58.21	9187600	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00



	Total	1578450 0	9187600	58.21	9187600	0	100.00	0
Total		1999900 0	1340210 0	67.01%	1455110 0	0	100.00 %	0

All the Resolutions mentioned in the AGM Notice dated 30th July, 2020 as per the details above stand passed under Remote e-Voting and voting conducted at AGM by way of ballot papers with the requisite majority and hence deemed to be passed as on the date of the AGM.

I hereby confirm that, I am maintaining the registers/ records received from the service provider electronically in respect of the votes cast through Remote e-voting and voting conducted at the AGM by way of Ballot Papers by the Members of the Company. The Ballot papers and all other relevant records relating to e-voting were sealed and handed over to the Company Secretary/ Director authorized by the Board for safe keeping.

Thanking You,
Yours Faithfully,

For, MANKANI & ASSOCIATES



Priya Mankani

PRIYA MANKANI

(Proprietor)

C. P. No.17947

Membership No.34744

Udin: A034744B000814006

Place: Kolkata
Date: 30/09/2020

We the undersigned witnesses that the votes in the respect of the e-voting of the shareholders of the company were unblocked from e-voting website of the CDSL in our presence

Shyam

(Mr. Shyam Verma)

J Supta

(Ms. Jaya Gupta)