



Ref. No. VIPUL/SEC/VC/FY2016-17/

September 26, 2016

- 1) The Secretary  
BSE Limited, (Equity Scrip Code: 511726)  
Corporate Relationship Department,

The Secretary  
BSE Ltd (Debt Scrip Code: 952788, 952859, 953019 and 953542)  
Debt listing Department

At: 1<sup>ST</sup> Floor, New Trading Ring, Rotunda Building,  
Phirozejeejeebhoy Towers, Dalal Street, Fort,  
Mumbai-400001

- 2) The Manager (Listing)  
National Stock Exchange of India Limited  
Exchange Plaza, BandraKurla Complex,  
Bandra, Mumbai-400051

Dear Sir(s),

**Sub: Voting Results pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Pursuant to regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we submit herewith the voting results at the Twenty-fifth Annual General Meeting (AGM) of the Company held on Saturday, September 24, 2016, at 11:00 Sri SathyaSai International Centre, PragatiVihar, Lodhi Road, New Delhi-110003. The mode of voting was remote e-voting and Ballot Paper/Poll at the AGM.

**Date of the AGM** : Saturday, September 24, 2016  
(Concluded at 12:00 noon)

|   |   |      |
|---|---|------|
| <b>Total number of shareholders on the record/cut-off</b> | : |      |
| <b>Date i.e. Saturday, September 17, 2016</b>             | : | 3471 |
| <b>No. of shareholders present at the meeting</b>         | : |      |
| <b>Either in person or through proxy</b>                  | : | 172  |
| <b>Promoters and Promoter Group</b>                       | : | 10   |
| <b>Public</b>   | : | 162  |



**No. of shareholders who attended the meeting  
through Video Conferencing:-**

**Promoter and Promoter Group** : Nil

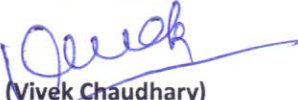
**Public** : Nil

The Agenda-wise Resolutions passed by remote e-voting and Ballot Paper/Poll at the AGM are given in **Annexure 'A'**.

Further, please find enclosed Scrutinizer's Report issued by Mr. Amitabh, Practicing Company Secretary (Membership No. 14190, COP No. 5500), partner, AVA Associates as **Annexure "B"**.

You are requested to take the above information on record and bring the same to the notice of all concerned.

Thanking you  
Yours faithfully  
For **Vipul Limited**

  
(Vivek Chaudhary)  
Company Secretary

Encl: Annexure 'A'

**Vipul Limited - 25<sup>th</sup> Annual general meeting**  
**Voting Results - Agenda-wise Disclosure - Resolution No. 1**

| Resolution No. 1   |                               | Ordinary Resolution    |                         | (a) To adopt the Standalone Audited Financial Statements including Balance Sheet as at March 31, 2016, Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and reports of the Board and Auditors thereon.<br>(b) To adopt the Consolidated Audited Financial Statements including Balance Sheet as at March 31, 2016, Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and reports of the Auditors thereon. |                              |                          |  |  |  |
|--|-------------------------------|------------------------|-------------------------|--|------------------------------|--------------------------|--|--|--|
| Whether 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 shares 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                      | -                      |                         |  |                              |                          |  |  |  |
|  | Poll                          | 76050109               | 76050109                | 100  | 76050109                     | -                        | 100  | -  |  |
|  | Postal Ballot (if applicable) | -                      | -                       | -  | -                            | -                        | -  | -  |  |
|  | <b>Total</b>                  | <b>76050109</b>        | <b>76050109</b>         | <b>100</b>   | <b>76050109</b>              | <b>-</b>                 | <b>100</b>   | <b>-</b>   |  |
| Public Institutions  | E-Voting                      | -                      | -                       | -  | -                            | -                        | -  | -  |  |
|  | Poll                          | -                      | -                       | -  | -                            | -                        | -  | -  |  |
|  | Postal Ballot (if applicable) | -                      | -                       | -  | -                            | -                        | -  | -  |  |
|  | <b>Total</b>                  | <b>-</b>               | <b>-</b>                | <b>-</b>   | <b>-</b>                     | <b>-</b>                 | <b>-</b>   | <b>-</b>   |  |
| Public Non Institutions  | E-Voting                      | 3698                   | 3698                    | 100  | 3698                         | -                        | 100  | -  |  |
|  | Poll                          | 179152                 | 179152                  | 100  | 179152                       | -                        | 100  | -  |  |
|  | Postal Ballot (if applicable) | -                      | -                       | -  | -                            | -                        | -  | -  |  |
|  | <b>Total</b>                  | <b>182850</b>          | <b>182850</b>           | <b>100</b>   | <b>-</b>                     | <b>-</b>                 | <b>100</b>   | <b>-</b>   |  |
| <b>Total</b>   |                               | <b>76232959</b>        | <b>76232959</b>         | <b>100</b>   | <b>76232959</b>              |                          | <b>100</b>   | <b>-</b>   |  |

**Vipul Limited – 25<sup>th</sup> Annual general meeting**  
**Voting Results – Agenda-wise Disclosure – Resolution No. 2**

| <b>Resolution No. 2</b>  |                               | <b>Ordinary Resolution</b>    |                                | To ratify the appointment of M/s. L.B. Jha & Co., Chartered Accountants, as Statutory Auditors of the Company to hold office till the conclusion of the AGM to be held in the year 2017 and to fix their remuneration. |                                     |                                 |   |   |  |
|--|-------------------------------|-------------------------------|--------------------------------|--|-------------------------------------|---------------------------------|---|---|--|
| Whether promoter / promoter group are interested in the agenda / resolution? |                               |                               |                                | No   |                                     |                                 |   |   |  |
| <b>Category</b>  | <b>Mode of voting</b>         | <b>No. of shares held (1)</b> | <b>No. of votes polled (2)</b> | <b>% of shares Polled on outstanding shares (3)=[(2)/(1)]*100</b>  | <b>No. of Votes - in favour (4)</b> | <b>No. of Votes against (5)</b> | <b>% of Votes in favour on votes polled (6)=[(4)/(2)]*100</b> | <b>% of Votes against on votes polled (7)=[(5)/(2)]*100</b> |  |
| <b>Promoter and Promoter Group</b>   | E-Voting                      | -                             |                                |  |                                     |                                 |   |   |  |
|  | Poll                          | 76050109                      | 76050109                       | 100  | 76050109                            | -                               | 100   | -   |  |
|  | Postal Ballot (if applicable) | -                             | -                              | -  | -                                   | -                               | -   | -   |  |
|  | <b>Total</b>                  | <b>76050109</b>               | <b>76050109</b>                | <b>100</b>   | <b>76050109</b>                     | <b>-</b>                        | <b>100</b>  | <b>-</b>  |  |
| <b>Public Institutions</b>   | E-Voting                      | -                             | -                              | -  | -                                   | -                               | -   | -   |  |
|  | Poll                          | -                             | -                              | -  | -                                   | -                               | -   | -   |  |
|  | Postal Ballot (if applicable) | -                             | -                              | -  | -                                   | -                               | -   | -   |  |
|  | <b>Total</b>                  | <b>-</b>                      | <b>-</b>                       | <b>-</b>   | <b>-</b>                            | <b>-</b>                        | <b>-</b>  | <b>-</b>  |  |
| <b>Public Non Institutions</b>   | E-Voting                      | 3698                          | 3698                           | 100  | 3698                                | -                               | 100   | -   |  |
|  | Poll                          | 179152                        | 179152                         | 100  | 179152                              | -                               | 100   | -   |  |
|  | Postal Ballot (if applicable) | -                             | -                              | -  | -                                   | -                               | -   | -   |  |
|  | <b>Total</b>                  | <b>182850</b>                 | <b>182850</b>                  | <b>100</b>   | <b>-</b>                            | <b>-</b>                        | <b>100</b>  | <b>-</b>  |  |
| <b>Total</b>   |                               | <b>76232959</b>               | <b>76232959</b>                | <b>100</b>   | <b>76232959</b>                     |                                 | <b>100</b>  | <b>-</b>  |  |

**Vipul Limited - 25<sup>th</sup> Annual general meeting**  
**Voting Results - Agenda-wise Disclosure - Resolution No. 3**

| <b>Resolution No. 3</b>  |                               | <b>Ordinary Resolution</b>    |                                | To ratify the remuneration payable to M/s Vijender Sharma & Co., Cost Auditor, for conducting cost audit for the financial year ending March 31, 2017. |                                     |                                 |   |   |  |
|--|-------------------------------|-------------------------------|--------------------------------|--|-------------------------------------|---------------------------------|---|---|--|
| Whether promoter / promoter group are interested in the agenda / resolution? |                               |                               |                                | No   |                                     |                                 |   |   |  |
| <b>Category</b>  | <b>Mode of voting</b>         | <b>No. of shares held (1)</b> | <b>No. of votes polled (2)</b> | <b>% of shares Polled on outstanding shares (3)=[(2)/(1)]*100</b>  | <b>No. of Votes - in favour (4)</b> | <b>No. of Votes against (5)</b> | <b>% of Votes in favour on votes polled (6)=[(4)/(2)]*100</b> | <b>% of Votes against on votes polled (7)=[(5)/(2)]*100</b> |  |
| <b>Promoter and Promoter Group</b>   | E-Voting                      | -                             |                                |  |                                     |                                 |   |   |  |
|  | Poll                          | 76050109                      | 76050109                       | 100  | 76050109                            | -                               | 100   | -   |  |
|  | Postal Ballot (if applicable) | -                             | -                              | -  | -                                   | -                               | -   | -   |  |
|  | <b>Total</b>                  | <b>76050109</b>               | <b>76050109</b>                | <b>100</b>   | <b>76050109</b>                     | <b>-</b>                        | <b>100</b>  | <b>-</b>  |  |
| <b>Public Institutions</b>   | E-Voting                      | -                             | -                              | -  | -                                   | -                               | -   | -   |  |
|  | Poll                          | -                             | -                              | -  | -                                   | -                               | -   | -   |  |
|  | Postal Ballot (if applicable) | -                             | -                              | -  | -                                   | -                               | -   | -   |  |
|  | <b>Total</b>                  | <b>-</b>                      | <b>-</b>                       | <b>-</b>   | <b>-</b>                            | <b>-</b>                        | <b>-</b>  | <b>-</b>  |  |
| <b>Public Non Institutions</b>   | E-Voting                      | 3698                          | 3698                           | 100  | 3698                                | -                               | 100   | -   |  |
|  | Poll                          | 179152                        | 179152                         | 100  | 179152                              | -                               | 100   | -   |  |
|  | Postal Ballot (if applicable) | -                             | -                              | -  | -                                   | -                               | -   | -   |  |
|  | <b>Total</b>                  | <b>182850</b>                 | <b>182850</b>                  | <b>100</b>   | <b>-</b>                            | <b>-</b>                        | <b>100</b>  | <b>-</b>  |  |
| <b>Total</b>   |                               | <b>76232959</b>               | <b>76232959</b>                | <b>100</b>   | <b>76232959</b>                     | <b>-</b>                        | <b>100</b>  | <b>-</b>  |  |

# AVA Associates

## Company Secretaries

C-240, Flat No. 107, Near  
Akshardham Crossing,  
Pandav Nagar, Delhi-110092  
Ph. :22481547

### SCRUTINIZER'S REPORT

|                            |  |
|----------------------------|--|
| <b>NAME OF THE COMPANY</b> | VIPUL LIMITED  |
| <b>MEETING</b>             | 25 <sup>TH</sup> ANNUAL GENERAL MEETING  |
| <b>DATE &amp; TIME</b>     | SATURDAY, SEPTEMBER 24, 2016 AT 11:00 A.M.                                       |
| <b>VENUE</b>               | SRI SATHYA SAI INTERNATIONAL CENTRE, PRAGATI VIHAR, LODHI ROAD, NEW DELHI-110001 |

#### **1. Appointment as Scrutinizer:**

I was appointed as the Scrutinizer for the remote e-voting as well as the ballot Voting conducted at the 25<sup>th</sup> Annual General Meeting (25<sup>th</sup> AGM) of Vipul Limited (hereinafter referred to as the Company) held on Saturday, September 24, 2016 at 11:00 a.m. at the Sri Sathya Sai International Centre, Pragati Vihar, Lodhi Road, New Delhi-110001.

#### **2. Dispatch of Notice convening the Meeting**

The Company has informed that on the basis of the Register of Members and the List of Beneficiary Owners made available by the depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), the dispatch of the Notice of the AGM was completed on August 31, 2016.

#### **3. Cut-off date**

The Voting rights were reckoned as on Saturday, September 17, 2016, being the Cut-off date for the purpose of deciding the entitlements of members at the remote e-Voting and voting at the Meeting.

#### **4. Remote e-Voting:**

##### **4.1 Agency:**

The Company had appointed National Securities Depository Limited (NSDL) as the agency for providing the remote e-voting platform.

##### **4.2 Remote e-Voting:**

Remote e-Voting platform was open from 9.00 a.m. on Tuesday, September 20, 2016 to 5.00 p.m. on Friday, September 23, 2016 and members were required to cast their votes electronically conveying their assent or dissent in respect of the Resolutions on the e-Voting platform provided by NSDL.

#### **5. Voting at the AGM:**

5.1 As prescribed under Rule 20(4)(xii) of the Companies (Management and Administration) Amendment Rules, 2015, for the purpose of ensuring that members who have cast their votes through remote e-Voting do not vote again at the general meeting, the Scrutinizer shall have access after closure of period of remote e-Voting and before the start of general meeting, to only such details relating to members who have cast their votes through remote e-Voting, such as their names, DP Id/ Client Id, folios, number of shares held but not the manner in which they have voted.

# AVA Associates

## Company Secretaries

C-240, Flat No. 107, Near  
Akshardham Crossing,  
Pandav Nagar, Delhi-110092  
Ph. :22481547

5.2 accordingly, NSDL, the remote e-Voting Agency provided us with the names, DP Id/ Client Id, folios and shareholding of the members who had cast their votes through remote e-Voting.

5.3 Considering the aforesaid, the Company issued ballot papers to the members who attended the meeting.

## 6 Counting Process

6.1 On completion of ballot voting at the meeting, MAS Services Ltd, Registrar and Transfer Agent (RTA) of the Company provided me with the list of members who had cast their votes, their holding details and details of vote cast on each of the resolutions.

6.2 The votes were reconciled with the records maintained by the Company and RTA with respect to the authorizations/proxies lodged with the Company.

6.3 I unlocked the remote e-Voting results on the NSDL e-Voting platform in the presence of Ms. Komal Ahuja and Ms. Meenakshi Mishra and downloaded the e-Voting results.

### Results:

I observed that:

- a) 157 Members had cast their votes at the meeting out of which votes cast by 2 members were found to be invalid.
- b) 9 Members had cast their votes through remote e-Voting

The Consolidated Results with respect to each item on the agenda as set out in the Notice of the 25<sup>th</sup> Annual General Meeting dated August 12, 2016 is enclosed.

Based on the aforesaid results, I report that three Ordinary Resolutions as contained in item No 1 to 3 of the notice dated August 12, 2016, have been passed with requisite majority.

Date :26.09.2016  
Place :New Delhi

For **AVA Associates**  
Company Secretaries  
New Delhi  
  
(Amitabh)  
Partner  
CP-5500

## CONSOLIDATED RESULTS

1 (a) To adopt the Standalone Audited Financial Statements including Balance Sheet as at March 31, 2016, Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and reports of the Board and Auditors thereon.

1 (b) To adopt the Consolidated Audited Financial Statements including Balance Sheet as at March 31, 2016, Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and reports of the Auditors thereon.

| PARTICUALRS | REMOTE E VOTING |       | VOTING AT THE AGM |          | TOTAL  |          | PERCENTAGE |
|-------------|-----------------|-------|-------------------|----------|--------|----------|------------|
|             | NUMBER          | VOTES | NUMBER            | VOTES    | NUMBER | VOTES    |            |
| ASSENT      | 9               | 3698  | 155               | 76229261 | 164    | 76232959 | 99.995     |
| DISSENT     | -               | -     | -                 | -        | 0      | 0        | 0.000      |
| ABSTAIN     | -               | -     | -                 | -        | 0      | 0        | 0.000      |
| TOTAL       | 9               | 3698  | 155               | 76229261 | 164    | 76232959 | 99.995     |

Based on the aforesaid results I report that the Ordinary Resolution as contained in Item No 1 of the Notice dated August 12, 2016 has been passed with requisite majority

2. To ratify the appointment of M/s. L.B. Jha & Co., Chartered Accountants, as Statutory Auditors of the Company to hold office till the conclusion of the AGM to be held in the year 2017 and to fix their remuneration.

| PARTICUALRS | REMOTE E VOTING |       | VOTING AT THE AGM |          | TOTAL  |          | PERCENTAGE |
|-------------|-----------------|-------|-------------------|----------|--------|----------|------------|
|             | NUMBER          | VOTES | NUMBER            | VOTES    | NUMBER | VOTES    |            |
| ASSENT      | 9               | 3698  | 155               | 76229261 | 164    | 76232959 | 99.995     |
| DISSENT     | -               | -     | -                 | -        | 0      | 0        | 0.000      |
| ABSTAIN     | -               | -     | -                 | -        | 0      | 0        | 0.000      |
| TOTAL       | 9               | 3698  | 155               | 76229261 | 164    | 76232959 | 99.995     |

Based on the aforesaid results I report that the Ordinary Resolution as contained in Item No 2 of the Notice dated August 12, 2016 has been passed with requisite majority

3. To ratify the remuneration payable to M/s Vijender Sharma & Co., Cost Auditor, for conducting cost audit for the financial year ending March 31, 2017.

| PARTICUALRS | REMOTE E VOTING |       | VOTING AT THE AGM |          | TOTAL  |          | PERCENTAGE |
|-------------|-----------------|-------|-------------------|----------|--------|----------|------------|
|             | NUMBER          | VOTES | NUMBER            | VOTES    | NUMBER | VOTES    |            |
| ASSENT      | 9               | 3698  | 155               | 76229261 | 164    | 76232959 | 99.995     |
| DISSENT     | -               | -     | -                 | -        | 0      | 0        | 0.000      |
| ABSTAIN     | -               | -     | -                 | -        | 0      | 0        | 0.000      |
| TOTAL       | 9               | 3698  | 155               | 76229261 | 164    | 76232959 | 99.995     |

Based on the aforesaid results I report that the Ordinary Resolution as contained in Item No 3 of the Notice dated August 12, 2016 has been passed with requisite majority

