

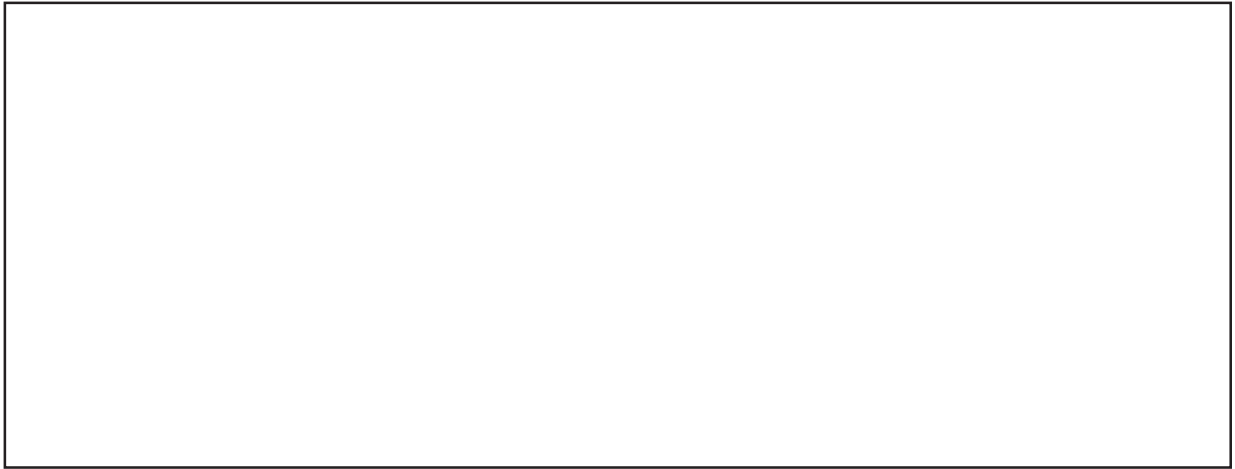


Vipul

VIPUL LIMITED

CIN: L65923DL2002PLC167607

Regd Off: Regus Rectangle, Level 4, Rectangle 1, D4, Commercial Complex,
Saket, New Delhi-110017, Tel:- 91-124-4065500, Fax: 91-124-4061000
Email: info@vipulgroup.in, Website: www.vipulgroup.in



ELECTRONIC VOTING PARTICULARS

EVEN (Remote E-Voting Event Number)	USER ID	PASSWORD/PIN	NO. OF SHARES

The e-voting facility will be available during the following voting period:

Commencement of remote e-voting	From 9.00 a.m. (IST) on Monday, September 18, 2017
End of remote e-voting	Up to 5.00 p.m. (IST) on Thursday, September 21, 2017

The remote e-voting will not be allowed beyond the aforesaid date and time and the remote e-voting module shall be disabled by NSDL upon expiry of aforesaid period.
The cut-off date for the purpose of remote e-voting and voting at the Meeting is Friday, September 15, 2017.
Please read the instructions given below carefully before exercising the vote through e-voting.

.....TEAR HERE



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ATTENDANCE SLIP

Regd. Folio No./DP ID - Client ID : _____

Name & Address of First/Sole Member : _____

No. of Shares held : _____

I/We hereby record my/our presence at the 26th Annual General Meeting (AGM) of the Company scheduled to be held on Friday, September 22, 2017 at 11:00 a.m. of at NCUI Auditorium & Convention Centre, 3, August Kranti Marg, New Delhi – 110016.

Signature of Member/Proxy

Notes:

- Only Member/Proxy can attend the meeting. No minors would be allowed at the meeting.
- Member/Proxy wish to attend the meeting must bring this attendance slip to the meeting and handover at the entrance duly filled in and signed.

1. Instructions relating to remote e-voting:

A. In case of members receiving E-mail:

In case a Member receives an e-mail from NSDL [for members whose e-mails IDs are registered with the Company/ Depository Participant(s)]:

- (i) Open e-mail and open the PDF file 'Vipul e-voting.pdf' attached to the e-mail using your Client ID/Folio No. as password. The said PDF file contains your User ID and Password/PIN for e-voting. Please note that the Password provided in PDF is an 'Initial Password'.
- (ii) Launch an internet browser by typing the following URL: <https://www.evoting.nsd.com>.
- (iii) Click on Shareholder – Login.
- (iv) Put 'User ID' and 'Initial Password' as noted in step (i) above and click on 'Login'.
- (v) Password change menu will appear. Change the Password with a new Password of your choice with minimum 8 digits/characters or combination thereof. Please note the new Password. It is strongly recommended not to share your Password with any person and take utmost care to keep it confidential.
- (vi) Home page of e-voting opens. Click on e-Voting – Active Voting Cycles.
- (vii) Select 'EVEN' (E-voting Event Number) of Vipul Limited.
- (viii) Now you are ready for e-voting as 'Cast Vote' page opens.
- (ix) Cast your vote by selecting appropriate option and click on 'Submit' and also 'Confirm' when prompted.
- (x) Upon confirmation, the message 'Vote cast successfully' will be displayed.
- (xi) Once you have confirmed your vote on the resolution, you cannot modify your vote
- (xii) Institutional shareholders (i.e. other than individuals, HUF, NRI, etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/Authority Letter, etc. along with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by an e-mail at avairm@gmail.com with a copy marked to evoting@nsdl.co.in.

B. In case of members receiving the physical copy:

In case a member receives physical copy of the Notice of AGM [for members whose e-mails IDs are not registered with the Company/ Depository Participant(s)]:

- (i) EVEN, User ID and Initial Password/PIN are provided at the top of the Attendance Slip for the AGM.
- (ii) Please follow all steps from Sr. No. (ii) to Sr. No. (xii) Mentioned above, to cast vote.

2. General Instructions:

- (i) In case of any queries, you may refer to the Frequently Asked Questions (FAQs) and e-voting user manual' for Shareholders available at the download section of NSDL's e-voting website www.evoting.nsd.com or call on toll free No. 1800-222-990. In case of any grievance(s) in connection with voting by electronic means, you may send an e-mail to the Company Secretary at secretarial@vipulgroup.in or to Mr. Shrawan Mangla, General Manager at info@masserv.com.
- (ii) If you are already registered with NSDL for e-voting then you can use your existing user ID and password/ PIN for casting your vote.
- (iii) The remote e-voting period commences on **Monday, September 18, 2017, 9.00 am and ends on Thursday, September 21, 2017, 5.00 pm**. During this period, Members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e., **Friday, September 15, 2017**, may cast their vote electronically through remote e-voting. A person who is not a Member as on the cut-off date should treat this notice for information purposes only.
- (iv) Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently. At the end of the remote e-voting period, the facility shall forthwith be blocked.
- (v) Members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
- (vi) The voting rights of members shall be in proportion to their share in the paid-up equity share capital of the Company as on Friday, September 15, 2017, being the cut-off date. Members are eligible to cast vote only if they are holding shares as on that date.
- (vii) (i) Members of the Company who acquires shares after the dispatch of the Notice and hold shares as on the cut-off date i.e. Friday, September 15, 2017, may obtain the user ID and Password by sending a request at evoting@nsdl.co.in or secretarial@vipulgroup.in. However, if they are already registered with NSDL for remote e-voting, then they can use their existing user ID and password/PIN for casting their vote. If they have forgotten their password, they can reset their password by using 'Forgot User Details/ Password' option available on www.evoting.nsd.com or contact NSDL at the following toll free No. 1800-222-990.
- (viii) M/s AVA Associates through its Partner Mr. Amitabh, Practicing Company Secretary (Membership No. 14190, COP No. 5500), has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- (ix) The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of "Ballot Paper" for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
- (x) The Scrutinizer shall after the conclusion of voting at the AGM, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting.
- (xi) The results shall be declared not later than forty-eight hours from conclusion of the meeting. The results declared along with the Scrutinizer's Report will be placed on the website of the Company at www.vipulgroup.in and the website of NSDL: <https://www.evoting.nsd.com> immediately after the result is declared and will simultaneously be forwarded to BSE Limited and National Stock Exchange of India Limited, where Equity Shares of the Company are listed. The results shall also be displayed at the notice board of Corporate Office i.e. Vipul Tech Square, Golf Course Road, Sector-43, Gurugram-122009 /Registered Office of the Company.
- (xii) Subject to receipt of requisite number of votes, the Resolution shall be deemed to be passed on the date of the Meeting i.e. **September 22, 2017**.