

Vipul Limited

Vipul TechSquare Golf-Course Road, Sector-43 Gurgaon - 122 009 Tel: 91-124-406 5500 Fax: 91-124-406 1000 E-mail : info@vipulgroup.in www.vipulgroup.in

Ref. No. VIPUL/SEC/FY2018-19/

September 29, 2018

The Secretary
BSE Limited, (Equity Scrip Code: 511726)
Corporate Relationship Department,
At: 1ST Floor, New Trading Ring, Rotunda
Building, Phiroze Jeejeebhoy Towers, Dalal
Street, Fort, Mumbai-400001

The Manager (Listing)
National Stock Exchange of India Limited,
(Equity Scrip Code: VIPULLTD)
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-Seventh Annual General Meeting (AGM) of the Company held on Saturday, September 29, 2018 at 11.00 a.m. at NCUI Auditorium & Convention Centre, 3, August Kranti Marg, New Delhi – 110016. The mode of voting was remote e-voting and Ballot Paper/Poll at the AGM.

Date of the AGM : Saturday, September 29, 2018 (Concluded at 12:30 PM)

Total number of shareholders on the record/cut-off

Date i.e. Saturday, September 22, 2018 : 4415

No. of shareholders present at the meeting

Either in person or through proxy : 85

Promoters and Promoter Group : 09

Public : 76

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

Promoter and Promoter Group : Nil

Public : Nil



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The Agenda-wise Resolutions passed by remote e-voting and Ballot Paper/Poll at the AGM are annexed to this letter

Further, please find enclosed Scrutinizer's Report issued by M/s AVA Associates through its Partner Mr. Amitabh, Practicing Company Secretary (Membership No. 14190, COP No. 5500)is annexed.

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**

PUNIT Digitally signed by PUNIT BERIWALA
BERIWALA Date: 2018.09.29
16:59:12 +05'30'

(Punit Beriwala) Managing Director

Encl: Annexures as stated above



Annexure "B"

SCRUTINIZER'S REPORT

NAME OF THE COMPANY	VIPUL LIMITED
MEETING	27 TH ANNUAL GENERAL MEETING
DATE & TIME	SATURDAY, SEPTEMBER 29, 2018 AT 11:00 A.M.
VENUE	NCUI AUDITORIUM & CONVENTION CENTRE, 3,AUGUSTKRANTIMARG, NEW DELHI – 110016

1. Appointment as Scrutinizer:

I, Amitabh, Partner, AVA Associates, was appointed as the Scrutinizer for the remote e-voting as well as the ballot Voting conducted at the 27th Annual General Meeting (27th AGM) of Vipul Limited (hereinafter referred to as the "Company") held on Saturday, September 29, 2018 at 11:00 a.m. at NCUI Auditorium & Convention Centre, 3, August Kranti Marg, New Delhi - 110016.

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 Company dispatched of the Notice of the AGM as under:-

- > On September 07, 2018 by email to Members who had registered their email-ids with the Company/Depositories.
- > On September 04, 2018 by Courier to members who hold shares in physical form.

3. Cut-off date

The Voting rights were reckoned as on Saturday, September 22, 2018, being the Cut-off date for the purpose of deciding the entitlements of members at the remote e-Voting and ballot 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 Tuesday, the 25th day of September, 2018 at 9.00 AM till 5.00 P.M. of Friday, the 28th day of September, 2018 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.
- 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.
- After announcement of poll by the Chairman, ballot boxes were kept for polling, locked in my presence with due identification marks placed by me.

6. Counting Process

- 6.1 On completion of ballot voting at the meeting, M/s. 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. Jyoti Gera and Ms. Geetika Ralli and downloaded the e-Voting results.
- 7. As per the provisions of Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company has published advertisement about having sent the notice of meeting and providing e-voting facilities in newspapers, both English and Hindi languages, on Saturday, September 08, 2018.





Results:

I observed that:

- a) 76 Members had cast their votes at the meeting and none of them was invalid.
- b) 17 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 27th Annual General Meeting dated August 14, 2018 is enclosed.

Based on the aforesaid results, I report that Four Ordinary Resolutions as contained in item No. 1 to 4 and one Special resolution as contained in item No. 5 of the notice dated August 14, 2018, have been passed with requisite majority.

For AVA Associates

Company Secretaries

Amitabh

Partner

ACS: 14190

CP: 5500

Place: New Delhi

Date: 29th September, 2018

Vipul Limited - 27th Annual general meeting Voting Results - Agenda-wise Disclosure - Resolution No. 1

			70.4	ing nesuits =	Voling nesums - Agenda-Wise Discressing	cast amount			
Resolution No. 1	10.1	Ordin	Ordinary Resolution	(a) To a	dopt the Standalo	ne Audited Fi	nancial State	To adopt the Standalone Audited Financial Statements including Balance Sheet as at	lance Sheet as at
				Maı	ch 31, 2018, Stater	nent of Profit	and Loss and	March 31, 2018, Statement of Profit and Loss and Cash Flow Statement for the year	nent for the year
				end	ended on that date and reports of the Board and Auditors thereon.	d reports of th	e Board and	Auditors thereon.	
				(b) To a	dopt the Consolid	lated Audited	Financial Sta	(h) To adopt the Consolidated Audited Financial Statements including Balance Sheet as	Balance Sheet as
				at N end	at March 31, 2018, Statement of Profit and Loss and Casl ended on that date and reports of the Auditors thereon.	ement of Prof d reports of th	it and Loss ar	at March 31, 2018, Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and reports of the Auditors thereon.	ment for the year
Whether promoter / promoter group are interested	er / promo	ter grou	up are interested						
in the avenda / r	resolution?	0	•	No					
	Mode	Jo	No. of shares	No. of	% of shares	No. of	No. of	% of Votes in	% of Votes
6-8	voting		held	votes	Polled on	Votes - in	Votes	favour on	against on
The second secon)		(1)	polled	outstanding	favour	against	votes polled	votes polled
				(2)	shares (3)=[(2)/(1)]*100	(4)	(2)	(6)=[(4)/(2)]*100	(/)=[(2)/(5)]100
Promoter and	E-Voting				-	1	•	1	•
	_		76050109	76050109	100.00	76050109	•	100.00	•
TOTOTOT	1							21	•
Group	Postal	Ballot	•	•	1	•	•		
	(if applicable)	able)						00000	
	Total		76050109	76050109	100.00	76050109	•	100.00	
Public	E-Voting	3	•	·		1			-
Institutions	Poll								1
	Postal	Ballot	1	1	•	•	•	•	
	(if applicable)	able)							
	Total				•		5		•
Public Non	E-Voting		1845	1845	100.00	1845	•	100.00	•
ion	_		9961764	9961764	100.00	9961764	1	100.00	•
	Postal	Ballot	1		1	,	1		•
	(if applicable)	able)						0000	
	Total		6098966	6098966	100.00	6098966	1	100.00	•
Total			86013718	86013718	100.00	86013718	1	86013718	,
Toma			NATIONAL PROPERTY OF THE PROPE						



Vipul Limited – 27th Annual general meeting Voting Results – Agenda-wise Disclosure – Resolution No. 2

		5						
Resolution No. 2		Ordinary Resolution	To declare a	Dividend on equi	ty shares for t	he Financial	To declare a Dividend on equity shares for the Financial Year ended March 31, 2018.	31, 2018.
Whether promote	er / promoter gro	Whether promoter / promoter group are interested						
in the agenda / resolution?	esolution?		Yes, upto th	Yes, upto the extent of their shareholding	areholding	The State of the s		
Category		of No. of shares	No. of	% of shares	No. of	No. of	% of Votes in	% of Votes
,	voting	held	votes	Polled on	Votes - in	Votes	favour on	against on
)	(1)	polled	outstanding	favour	against	votes polled	votes polled
			(2)	shares (3)=[(2)/(1)]*100	(4)	(2)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and	E-Voting		•	•	-	•		1
Promoter	Poll	76050109	76050109	100.00	76050109	•	100.00	1
Group	Postal Ballot	1	1	1	•	•	•	•
The state of the s	Total	76050109	76050109	100.00	76050109		100.00	1
Public	E-Voting	1	1	1	•	•	-	-
Institutions	Poll						90	•
	Postal Ballot	1		1	1	1	•	
	(if applicable)							
	Total	•	•		•	•	•	1
Public Non	E-Voting	1845	1845	100.00	1845	-	100.00	1
Institutions	Poll	9961764	9961764	100.00	9961764	•	100.00	•
	Postal Ballot		1	1		•	•	
	(if applicable)							
	Total	6098966	6098966	100.00	609£966	•	100.00	•
Total		86013718	86013718	100.00	86013718	•	86013718	•



Vipul Limited - 27th Annual general meeting Voting Results - Agenda-wise Disclosure - Resolution No. 3

		10.4	- cimeau giir	voling nesults - Agentia-wise Disclosure - Nesotution 110.3	crosme - wes	Julion 140.	The second secon	
Resolution No. 3		Ordinary Resolution	To appoint	a Director in place	of Mr. Punit F	eriwala (DIN	To appoint a Director in place of Mr. Punit Beriwala (DIN: 00231682), who retires by rotation	etires by rotation
			and being e	and being eligible, offers himself for re-appointment.	elf for re-appo	ointment.		
Whether promoter / promoter in the agenda / resolution?	er / promoter gr esolution?	Whether promoter / promoter group are interested in the agenda / resolution?	Yes (votes c	Yes (votes casted by Promoter Group have been excluded)	Group have l	een exclude	J)	
Category		of No. of shares	No. of	% of shares	No. of	No. of	% of Votes in	% of Votes
	voting	held	votes	Polled on	Votes - in	Votes	favour on	against on
		(1)	polled	outstanding	favour	against	votes polled	votes polled
			(2)	shares (3)=[(2)/(1)]*100	(4)	(c)	(b)=[(4)/(2)]*100	001.[(z)/(c)]=(/)
Promoter and	E-Voting	-		•		-	•	1
Promoter	Poll	•		•	•	•		3
Group	Postal Ballot	-	-		•	•	ı	
	(if applicable)							
	Total							
Public	E-Voting		•	•	•		-	
Institutions	Poll							•
	Postal Ballot	,	1	1		1	•	1
	(if applicable)							
	Total				•	1	1	1
Public Non	E-Voting	1845	1845	100.00	1845	•	100.00	1
Institutions	Poll	9961764	9961764	100.00	9961764	-	100.00	1
	Postal Ballot		1	1	•	1	1	,
	(if applicable)							
	Total	6098966	6098966	100.00	6098966		100.00	
Total		6098966	6098966	100.00	6098966	τ	100.00	•



Vipul Limited – 27th Annual general meeting Voting Results – Agenda-wise Disclosure – Resolution No. 4

			: · · ·		My to Illand	/ Timedon	Charma & Co	not Anditor for
Resolution No. 4		Ordinary Resolution	lo ratify th	e remuneration I	ayable to M	/s vijender	to ratify the remuneration payable to M/s vijender Sharina & Co., Cost Audion, 101	ost Auditor, 101
			conducting	conducting cost audit for the financial year ending March 31, 2019.	nancial year e	ending March	131, 2019.	
Whether promot	Whether promoter / promoter group are interested	up are interested						
in the agenda / resolution?	esolution?		No					
Category	Mode of	No. of shares	No. of	% of shares	No. of	No. of	% of Votes in	% of Notes
	voting	held	votes	Polled on	Votes - in	Votes	favour on	against on
)	(1)	polled	outstanding	favour	against	votes polled	votes polled
	NATIONAL PROPERTY.		(2)	shares	(4)	(2)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
				(3)=[(2)/(1)]*100				
Promoter and	E-Voting	•	1	•	,			
	_	76050109	76050109	100.00	76050109	•	100.00	
Group	Postal Ballot	1	τ		1	•	1	
•	(if applicable)				M			
	Total	76050109	76050109	100.00	76050109		100.00	
Public	E-Voting		1	•	1	•	•	
Institutions	Poll							
	Postal Ballot	,	1	1	•	•		
	(if applicable)				30			
	Total		1	1	1		1	,
Public Non	E-Voting	1845	1845	100.00	845	1000	45.80	54.20
Institutions	Poll	9961764	9961764	100.00	9961764		100.00	•
	Postal Ballot	1	1		ľ	•	•	1
	(if applicable)							
	Total	6098966	6098966	100.00	6092966	1000	66.66	0.01
Total		86013718	86013718	100.00	86012718	1000	66.66	0.01

Vipul Limited – 27th Annual general meeting Voting Results – Agenda-wise Disclosure – Resolution No. 5

Resolution No. 5		Special Resolution	Issuance of	Non-Convertible	Debentures	("NCDs"), in	Issuance of Non-Convertible Debentures ("NCDs"), in one or more tranches, on private	iches, on private
			placement u	placement upto an amount of Rs. 750 Crores.	Rs. 750 Crore	Š.		
Whether promoter / promo in the agenda / resolution?	Whether promoter / promoter group are interested in the agenda / resolution?	up are interested	°Z					
Category	Mode of	No. of shares	No. of	% of shares	No. of	No. of	% of Votes in	% of Votes
·		200 1	votes	Polled on	Votes - in	Votes	favour on	against on
)	(1)	polled	outstanding	favour	against	votes polled	votes polled
			(2)	shares (3)=[(2)/(1)]*100	(4)	(2)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and	E-Voting	1			1	1	•	•
Promoter	Poll	76050109	76050109	100.00	76050109	,	100.00	-
Group	Postal Ballot	1	•	•			•	1
	(if applicable)						The second secon	
	Total	76050109	76050109	100.00	76050109	1	100.00	1
Public	E-Voting	1	1			ı	-	1
Institutions	Poll							-
	Postal Ballot	L	1	N.	ľ	U		•
	(if applicable)							
	Total		1	•	•	1		
Public Non	E-Voting	1845	1845	100.00	845	1000	45.80	54.20
Institutions	Poll	9961764	9961764	100.00	9961764	-	100.00	1
	Postal Ballot	1	1	1	1	1	-	
	(if applicable)							
	Total	6098966	6098966	100.00	6092966	1000	99.99	0.01
Total		86013718	86013718	100.00	86012718	1000	66.66	0.01



CONSOLIDATED RESULTS

(a) To adopt the Standalone Audited Financial Statements including Balance Sheet as at March 31, 2018, Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and reports of the Board and Auditors thereon.

(b) To adopt the Consolidated Audited Financial Statements including Balance Sheet as at March 31, 2018, Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and reports of the Auditors thereon. H

Particulars	Remote E Voting	ing	Voting at the AGM	AGM	Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	17	1845	26	86011873	93	86013718	100.00
Dissent	-	-	-		•	·	
Abstain	•	•	•	*	•	•	-
Total	17	1845	92	86011873	93	86013718	100.00
Based on the passed with re	Based on the aforesaid rules, I repassed with requisite majority.	eport that the Ord	inary Resolution a	Based on the aforesaid rules, I report that the Ordinary Resolution as contained in Item No. 1 of the Notice dated August 14, 2018 has been passed with requisite majority.	No. 1 of the Not	ice dated August 1	4, 2018 has been

Particulars	Remote E Voting	ing	Voting at the AGM	AGM	Total
The same of the sa					

Number	
2/2	1845
1	
•	
9/	1845

Based on the aforesaid rules, I report that the Ordinary Resolution as contained in Item No. 2 of the Notice dated August 14, 2018 has been passed with requisite majority.



Particulars Remote E Voting Voting at the AGM Total Total Percentage Assent Number Votes Number Votes Number Votes Assent 17 1845 76 9961764 93 9963609 100.00 Dissent - - - - - - Abstain - - - - - Total 17 1845 76 9961764 93 9963609 100.00 Based on the aforesaid rules I report that the Ordinary Resolution as contained in Item No. 3 of the Notice dated August 14, 2018 has been		To appoint a L	Director in place of	To appoint a Director in place of Mr. Punit Beriwala (DIN: 00231682), who retires by rotation and being eligible, offers himself for re-appointment	(DIN: 00231682), w	who retires by rotatic	on and being eligib	le, offers himself fo	r re-appointmen
Assent Inamber Votes Number Number Number Abstain - - - - - Total I7 1845 76 9961764 93 Total - - - - - Total I7 1845 76 9961764 93 Based on the aforesaid rules I report that the Ordinary Resolution as contained in Item No. 3 of the contain		Particulars	Remote E Vot	ting	Voting at the	AGM	Total		Percentage
Assent 17 1845 76 9961764 93 Dissent - - - - - Abstain - - - - - - Total 17 1845 76 9961764 93 Based on the aforesaid rules I report that the Ordinary Resolution as contained in Item No. 3 of the state of the	- 1		Number	Votes	Number	Votes	Number	Votes	
Dissent - </td <td></td> <td>Assent</td> <td>17</td> <td>1845</td> <td>92</td> <td>9961764</td> <td>93</td> <td>6098966</td> <td>100.00</td>		Assent	17	1845	92	9961764	93	6098966	100.00
Abstain		Dissent	•	-		-		1	1
Total 17 1845 76 9961764 93 Based on the aforesaid rules I report that the Ordinary Resolution as contained in Item No. 3 of ti		Abstain		1	-	-			1
Based on the aforesaid rules I report that the Ordinary Resolution as contained in Item No. 3 of the	-	Total	17	1845	92	9961764	93	6098966	100.00
passed with requisite majority. The Vote casted by promoter group have been excluded.		Based on the passed with re	aforesaid rules I r	eport that the Ord The Vote casted by	inary Resolution as promoter group ha	s contained in Iten	n No. 3 of the Not	ice dated August 1	4, 2018 has bee

Particulars	Remote E Voting	ing	Voting at the AGM	AGM	Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	16	845	92	86011873	92	86012718	66.66
Dissent	1	1000		1	1	1000	0.01
Abstain	1	1	•	-	-	-	-
Total	17	1845	92	86011873	93	86013718	100.00



ssuance of Non-Convertible Debentures ("NCDs"), in one or more tranches, on private placement upto an amount of Rs. 750 Crores.				
, on private placement upto an amount of Rs. 7		Crores	1010	
		F Re 750		
		mount	o amount	
		nto an a	Pro mi m	
		in fuemer		
		vate nlac	and but	
ssuance of Non-Convertible Debentures ("NCDs"), in one or more tranche			, ou pre	
ssuance of Non-Convertible Debentures ("NCDs"), in one or more		tranche	-	
ssuance of Non-Convertible Debentures ("NCDs"), in or		arom ro ac	וכ סו חוסור	
ssuance of Non-Convertible Debentures ("NCDs	200	") in or	, m	
ssuance of Non-Convertible Debentures ("NODS	200	
ssuance of Non-Convertible D		bhontires (Common	
ssuance of Non-Con		Vartible L	VCI LIDIO L	
ssuance of	2000	Non-Con	TACIL CON	
		seriance of	Banice of	

Particulars	Remote E Voting	ing	Voting at the AGM	AGM	Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	16	845	2/9	86011873	92	86012718	66.66
Dissent	1	1000			1	1000	0.01
Abstain	1			1	,	. 1	ı
Total	17	1845	92	86011873	93	86013718	100.00
Based on the aforesaid with requisite majority	foresaid rules I rep majority.	oort that the Specia	I Resolution as con	tained in Item No.	5 of the Notice date	Based on the aforesaid rules I report that the Special Resolution as contained in Item No. 5 of the Notice dated August 14, 2018 has been passed with requisite majority.	has been passe

