



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: 1 ST 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, Bandra Kurla Complex, Bandra, Mumbai-400051
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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
BERIWALA

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

(Punit Beriwal)
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.

5.4 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

Resolution No. 1	Ordinary Resolution	(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.						
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	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	76050109	76050109	100.00	76050109	-	100.00	-
	Total	76050109	76050109	100.00	76050109	-	100.00	-
	E-Voting Poll	-	-	-	-	-	-	-
Public Institutions	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
	E-Voting Poll	1845	1845	100.00	1845	-	100.00	-
	Postal Ballot (if applicable)	9961764	9961764	100.00	9961764	-	100.00	-
Public Non Institutions	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
	E-Voting Poll	9963609	9963609	100.00	9963609	-	100.00	-
	Postal Ballot (if applicable)	86013718	86013718	100.00	86013718	-	86013718	-
Total								



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

Resolution No. 2		Ordinary Resolution									
Whether promoter / promoter group are interested in the agenda / resolution?		To declare a Dividend on equity shares for the Financial Year ended March 31, 2018.									
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	Yes, upto the extent of their shareholding		
Promoter and Promoter Group	E-Voting	-	-	-	-	-	-	-	-	-	-
	Poll	76050109	76050109	100.00	76050109	-	100.00	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-	-	-	-
	Total	76050109	76050109	100.00	76050109	-	100.00	-	-	-	-
Public Institutions	E-Voting	-	-	-	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-	-	-	-
Public Non Institutions	E-Voting	1845	1845	100.00	1845	-	100.00	-	-	-	-
	Poll	9961764	9961764	100.00	9961764	-	100.00	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-	-	-	-
	Total	9963609	9963609	100.00	9963609	-	100.00	-	-	-	-
Total		86013718	86013718	100.00	86013718	-	86013718	-	-	-	-



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

Resolution No. 3	Ordinary Resolution		To appoint a Director in place of Mr. Punit Beriwalla (DIN: 00231682), who retires by rotation and being eligible, offers himself for re-appointment.						
Whether promoter / promoter group are interested in the agenda / resolution?	Yes (votes casted by Promoter Group have been excluded)								
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	-	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-	-
	Total								
Public Institutions	E-Voting	-	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-	-
	Total								
Public Non Institutions	E-Voting	1845	1845	100.00	1845	-	100.00	-	-
	Poll	9961764	9961764	100.00	9961764	-	100.00	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-	-
	Total	9963609	9963609	100.00	9963609	-	100.00	-	-
Total		9963609	9963609	100.00	9963609	-	100.00	-	-



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

Resolution No. 4		Ordinary Resolution		To ratify the remuneration payable to M/s Vijender Sharma & Co., Cost Auditor, for conducting cost audit for the financial year ending March 31, 2019.						
Category	Whether promoter / promoter group are interested in the agenda / resolution?	Mode of voting	No. of shares held (1)	No						
				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	100.00	76050109	-	100.00	-	
		Postal Ballot (if applicable)	-	-	-	-	-	-	-	
		Total	76050109	76050109	100.00	76050109	-	100.00	-	
Public Institutions		E-Voting	-	-	-	-	-	-	-	
		Poll	-	-	-	-	-	-	-	
		Postal Ballot (if applicable)	-	-	-	-	-	-	-	
		Total	-	-	-	-	-	-	-	
Public Non Institutions		E-Voting	1845	1845	100.00	845	1000	45.80	54.20	
		Poll	9961764	9961764	100.00	9961764	-	100.00	-	
		Postal Ballot (if applicable)	-	-	-	-	-	-	-	
		Total	9963609	9963609	100.00	9962609	1000	99.99	0.01	
Total			86013718	86013718	100.00	86012718	1000	99.99	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 one or more tranches, on private placement upto an amount of Rs. 750 Crores.								
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	100.00	76050109	-	100.00	-	-	
	Postal Ballot (if applicable)	-	-	-	-	-	-	-	-	
	Total	76050109	76050109	100.00	76050109	-	100.00	-	-	
Public Institutions	E-Voting	-	-	-	-	-	-	-	-	
	Poll	-	-	-	-	-	-	-	-	
	Postal Ballot (if applicable)	-	-	-	-	-	-	-	-	
	Total	-	-	-	-	-	-	-	-	
Public Non Institutions	E-Voting	1845	1845	100.00	845	1000	45.80	54.20		
	Poll	9961764	9961764	100.00	9961764	-	100.00	-		
	Postal Ballot (if applicable)	-	-	-	-	-	-	-		
	Total	9963609	9963609	100.00	9962609	1000	99.99	0.01		
Total		86013718	86013718	100.00	86012718	1000	99.99	0.01		



CONSOLIDATED RESULTS

1. (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.

1. (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.

Particulars	Remote E Voting		Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	17	1845	76	86011873	93	86013718	100.00
Dissent	-	-	-	-	-	-	-
Abstain	-	-	-	-	-	-	-
Total	17	1845	76	86011873	93	86013718	100.00

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.

2. To declare a Dividend on equity shares for the Financial Year ended March 31, 2018.

Particulars	Remote E Voting		Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	17	1845	76	86011873	93	86013718	100.00
Dissent	-	-	-	-	-	-	-
Abstain	-	-	-	-	-	-	-
Total	17	1845	76	86011873	93	86013718	100.00

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.



3. To appoint a Director in place of Mr. Punit Beriwalla (DIN: 00231682), who retires by rotation and being eligible, offers himself for re-appointment							
Particulars	Remote E Voting		Voting at the AGM		Total		Percentage
	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 passed with requisite majority. The Vote casted by promoter group have been excluded.							

4. To ratify the remuneration payable to M/s Vijender Sharma & Co., Cost Auditor, for conducting cost audit for the financial year ending March 31, 2019.							
Particulars	Remote E Voting		Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	16	845	76	86011873	92	86012718	99.99
Dissent	1	1000	-	-	1	1000	0.01
Abstain	-	-	-	-	-	-	-
Total	17	1845	76	86011873	93	86013718	100.00
Based on the aforesaid rules I report that the Ordinary Resolution as contained in Item No. 4 of the Notice dated August 14, 2018 has been passed with requisite majority.							



5. Issuance of Non-Convertible Debentures ("NCDs"), in one or more tranches, on private placement upto an amount of Rs. 750 Crores.

Particulars	Remote E Voting		Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	16	845	76	86011873	92	86012718	99.99
Dissent	1	1000	-	-	1	1000	0.01
Abstain	-	-	-	-	-	-	-
Total	17	1845	76	86011873	93	86013718	100.00

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.

