



Vipul Limited

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E-mail : info@vipulgroup.in
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Ref. No. VIPUL/SEC /FY2018-19/1911

March 30, 2019

The Secretary BSE Limited, (Equity Scrip Code: 511726) Corporate Relationship Department, At: 1 ST Floor, New Trading Ring, Rotunda Building, PhirozeJeejeebhoy 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
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Sub: Postal Ballot Result

Dear Sir(s),

This in continuation of our letter no. Ref. no. VIPUL/SEC/FY2018-19/1905 dated February 25, 2019. Pursuant to Regulation 44(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed detailed Voting Results of Postal Ballot including E-voting along with Report submitted by the Scrutinizer.

This is for your information and records please.

Thanking you
Yours faithfully
Vipul Limited


(Sunit Kumar)
Company Secretary

Encl: As above



SCRUTINIZER'S REPORT

Mr. Punit Beriwal,
Managing Director
Vipul Limited,
Vipul TechSquare, Golf Course Road,
Sector-43, Gurugram-122009

Sub: Passing of resolution using poll through evoting and postal ballots on
29.03.2019 of the members of Vipul Limited

Dear Sir,

1. The company had appointed our firm, through a circular resolution of the Board passed on February 22, 2019, as Scrutinizer for conducting poll of the company to be completed on 29.03.2019 using Postal Ballot and E-voting process for approval of Members for following resolution as a special resolution :

- CONTINUATION OF DR. BIDHUBHUSAN SAMAL (DIN: 00007256) FROM APRIL 1, 2019 TILL CONCLUSION OF HIS PRESENT TERM AND RE-APPOINTMENT AS NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY FOR A SECOND TERM OF CONSECUTIVE FIVE YEARS W.E.F. SEPTEMBER 24, 2019

"RESOLVED THAT pursuant to recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors by passing circular resolution on February 22, 2019 and pursuant to Regulation 17(1A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended and the applicable provisions of the Companies Act, 2013, if any and Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), consent of the members of the Company be and is hereby accorded to the continuation of Dr. Bidhubhusan Samal (DIN: 00007256), aged 76 years, as an Non- Executive and Independent Director of the Company, not liable to retire by rotation, from April 1, 2019 till his current term of appointment;

RESOLVED FURTHER THAT pursuant to recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors and pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies

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Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 17(1A) and other applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), as amended, Dr. Bidhubhusan Samal (DIN: 00007256), aged 76 years and who holds office as an Independent Director and whose current period of office is expiring on September 23, 2019, being eligible, be and is hereby re-appointed as an Independent Director of the Company for a second term of 5 (five) consecutive years, w.e.f. September 24, 2019 to September 23, 2024 not liable to retire by rotation".

2. We, hereby, submit our report as under:

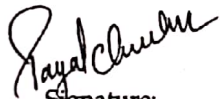
2.1 The Company had completed on February 25, 2019 the dispatch of Postal Ballot Forms along with self-addressed prepaid postage business reply envelopes to its members whose name(s) appeared on the Registers of Members/Record of Depositories as on February 22, 2019,

2.2 The Company had published notice in newspapers in respect thereof on February 26, 2019, in English and Hindi editions of Business Standard.

2.3 The e-voting commenced on Thursday, February 28, 2019 (9:00 a.m.) and ended on Friday, March 29, 2019 (5:00 p.m.).

2.4 Particulars of all Postal ballot forms received from the members have been entered in a register separately maintained for the purpose.

2.5 The votes casted by remote e-voting were unblocked and authorised on March 29, 2019 at around 05:30 p.m. in presence of 2 witnesses, Ms. Payal Chauhan & Ms. Jyoti Gera, who are not in the employment of the Company. They have signed confirmation of the e-votes being unblocked in their presence.

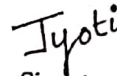


Signature:

Name: Payal Chauhan

Address: H. No. 681, Sarita Vihar,

New Delhi-110076



Signature:

Name: Jyoti Gera

Address: 12/92, Geeta
Colony,

Delhi-110092



2.6 The Postal Ballot forms were kept under our safe custody in sealed and tamper proof ballot boxes before commencing the scrutiny of such Postal ballot forms.

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- 2.7 The Ballot boxes were opened on March 30, 2019 at 12:30 p.m. in the presence of aforesaid witnesses who are not in the employment of the Company.
- 2.8 The Postal Ballot forms were duly opened and scrutinized in our presence and the shareholding was matched / confirmed with the Register of Members of the Company/Record of Depositories as on February 22, 2019.
- 2.9 The e-voting results was scrutinized by us for verification of votes casted in favour and against the Resolution.
- 2.10 All the Postal Ballot forms received upto March 29, 2019 at 5:00 p.m., the last date and time fixed by the Company for receipt of the forms, were considered for our scrutiny.
- 2.11 No Envelopes containing Postal Ballot forms were received after 5:00 p.m. on March 29, 2019.
- 2.12 No Envelopes containing Postal ballot were received as undelivered from the postal authorities.
- 2.13 We did not find any defaced or mutilated ballot paper.

3. The detail of Postal ballot forms received is given below: -

Resolution No. 1	Special Resolution	Seeking consent of Members/Shareholders for continuation of Dr. Bidhubhushan Samal (DIN: 00007256) from April 1, 2019 till conclusion of his present term and re-appointment as Non-Executive Independent Director of the Company for a second term of consecutive five years w.e.f. September 24, 2019.							
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	76108717	-	-	-	-	-	-	
	Poll (Not Applicable)		-	-	-	-	-	-	
	Postal Ballot		76108717	76108717	100.00	76108717	-	100.00	-
	Total		76108717	76108717	100.00	76108717	-	100.00	-
Public Institutions	E-Voting	-	-	-	-	-	-	-	
	Poll (Not Applicable)		-	-	-	-	-	-	
	Postal		-	-	-	-	-	-	

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	Ballot							
	Total	-	-	-	-	-	-	-
Public Non Institutions	E-Voting		1754	0.9147	1625	129	92.6454	7.3546
	Poll (Not Applicable)		-	-	-	-	-	-
	Postal Ballot *	191761	190007	99.0853	190000	7	99.9963	0.0037
	Total	191761	191761	100.00	191625	136	99.9291	0.0709
Total		76300478	76300478	100.00	76300342	136	99.9998	0.0002

*Excluding invalid votes

4. We have on reckoning the voting rights of shareholders on the basis of the paid-up value of the shares registered in their names as on February 22, 2019 and found that total the number of votes cast in favour was more than 3 times the number of votes cast against in respect of the resolution, hence we hereby report that the above resolution, was passed as Special Resolution.
5. The last date for receipt of duly completed Postal Ballot forms for e-voting has been taken as the date of passing of this resolution i.e. March 29, 2019.
6. We confirm that the Postal ballot process has been carried in fair and transparent manner.
7. We have handed over the Postal Ballot forms and other related papers/registers and records for safe custody to the company.
8. The Board may accordingly declare that the Special Resolution was passed with requisite majority.

Thanking you,


Amitabh
Scrutinizer
Partner M/s AVA Associates
Practicing Company Secretaries



Place: New Delhi

Date: March 30, 2019

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VIPUL LIMITED

Voting Result Postal Ballot

[Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

Date of declaration of voting results of Postal ballot (including e-voting)	March 30, 2019
Total number of shareholders as on Record Date i.e. February 22, 2019	4426
No. of Shareholders present at the Meeting either in person or as Proxy	Not Applicable
- Promoter and Promoter Group	
- Public	
No. of shareholders who attended the meeting through video conferencing	Not Applicable
- Promoter and Promoter Group	
- Public	

Voting Results-Agenda Wise disclosure

Resolution No. 1	Special Resolution	Seeking consent of Members/Shareholders for continuation of Dr. Bidhubhusan Samal (DIN: 00007256) from April 1, 2019 till conclusion of his present term and re-appointment as Non-Executive Independent Director of the Company for a second term of consecutive five years w.e.f. September 24, 2019						
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 (Not Applicable)		-	-	-	-	-	-
	Postal Ballot	76108717	76108717	100.00	76108717	-	100.00	-
	Total	76108717	76108717	100.00	76108717	-	100.00	-
Public Institutions	E-Voting		-	-	-	-	-	-
	Poll (Not Applicable)		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public Non Institutions	E-Voting		1754	0.9147	1625	129	92.6454	7.3546
	Poll (Not Applicable)	191761	-	-	-	-	-	-
	Postal Ballot *	191761	190007	99.0853	190000	7	99.9963	0.0037
	Total	76300478	76300478	100.00	76300342	136	99.9998	0.0002
Total								

*Excluding invalid votes



Signature