



V.B. INDUSTRIES LIMITED

CIN No.: L51909WB1982PLC035222

9, OLD CHINA BAZAR STREET, 5TH FLOOR,
ROOM NO. 85, KOLKATA - 700 001

Tele-fax : 033 - 2242 7270

E-mail : vbindustries1@gmail.com

Website : www.vbindustriesltd.in

May 13, 2019

The Manager
Corporate Relationship Department
BSE Limited
P J Towers, Dalal Street, Fort
Mumbai — 400 001

The Company Secretary
The Calcutta Stock Exchange Association Limited
7, Lyons Range
Kolkata-700001

Ref: Scrip Code BSE - 539123, CSE-10032008

Sub: Voting Results of Postal Ballot (including voting by electronic means) as per Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and submission of Scrutinizer's Report.

Dear Sir/Madam,

This has further reference to our letter dated April 9, 2019, intimating the details of Postal Ballot seeking approval of the members of the Company for the item of business as set out in the notice of Postal Ballot dated April 6, 2019. In this regard, Mr. Sanjay Kumar Vyas, Practicing Company Secretary (Membership No. ACS 55689) who was appointed as the Scrutinizer for conducting the Postal Ballot process has submitted his report dated May 11, 2019 on the voting through Postal Ballot which includes e-voting, to the Chairman of the Company. In accordance with the said report, the result of Postal Ballot (which includes voting through electronic means i.e. E-Voting) was declared by the Managing Director, authorised by the Chairman of the Company, today i.e. May 13, 2019.

Accordingly, the Special Resolution as set out in the notice of Postal Ballot has been passed on Friday, May 10, 2019 i.e. the last date of receipt of Postal Ballot forms and e-voting, by the members of the Company with requisite majority.

Further, in compliance with the Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the copy of Voting Results is enclosed herewith as **Annexure-I**. The report submitted by the Scrutinizer is also attached herewith as **Annexure-II**.

You are requested to take the above information on your records and disseminate the same on your website.

Thanking you,

Yours faithfully,

For V.B. INDUSTRIES LIMITED
For V. B. INDUSTRIES LTD.

SHYAM SUNDAR PARASRAMKA
MANAGING DIRECTOR

DIN: 00511476



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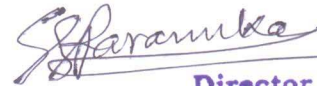
Website : www.vbindustriesltd.in

Annexure-I

DETAILS OF VOTING RESULTS

Sr. No.	Particulars	Details
1	Date of Postal Ballot Notice	06-04-2019
2	Voting period Start Date End Date	11-04-2019 10-05-2019
3	Total number of shareholders on Cut-off date	4417
4	No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	Not Applicable Not Applicable
5	No. of Shareholders attended the meeting through Video Conferencing	Not Applicable

For V. B. INDUSTRIES LTD.


Director



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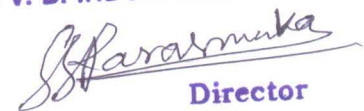
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Resolution No. 1	Amendment to Main Object Clause of the Memorandum of Association						
Type	Special Resolution						
Mode of voting	E-voting and Ballot						
Category	Shares Held	No. of votes polled	% of votes polled on Outstanding shares	No. of Votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
	1	2	3	4	5	6	7
Promoter & Promoter Group	1,17,500	1,17,500	100%	1,17,500	0	100%	0
Public-Inst. Holders	0	0	0.00	0	0	0.00	0
Public-Others	1,29,90,450	10,04,571	7.73	9,92,356	12,215	98.78	1.22
Total	1,31,07,950	11,22,071	8.56	11,09,856	12,215	98.91	1.08

For V. B. INDUSTRIES LTD.


Director



SANJAY KUMAR VYAS

COMPANY SECRETARY IN PRACTICE

Office Address: 20 Pannalal Basak Lane, Howrah – 711204

Email:- sanjayvyas1802@gmail.com

Phone No.:- +91 9874730085

SCRUTINIZER'S REPORT

(Pursuant to Section 110 of the Companies Act, 2013 and Rule 22(9) of the Companies (Management and Administration) Rules, 2014)

To,
The Chairman,
V B Industries Limited
9 Old China Bazar Street,
5th Floor, Room No: 85
Kolkata: 700001.

Dear Sir,

Myself, CS Sanjay Kumar Vyas, Practicing Company Secretary (Membership No. ACS No.55689), having my office at 20, Pananalal Basak Lane, Howrah: 711204, have been appointed as the Scrutinizer by the Company on April 6, 2019 to scrutinize the voting by the shareholders through the Postal Ballot (including voting by electronic means i.e. E-Voting) in respect of Special Resolution for adoption of new set of Articles of Association of the Company, as stated in the Notice of Postal Ballot dated April 6, 2019, issued under Section 110 of the Companies Act, 2013 (the "Act") read with Companies (Management and Administration), Rules, 2014, as amended from time to time.

The compliance with the provisions of Section 110 of the Companies Act, 2013 and the Rules made thereunder relating to Postal Ballot on the resolution proposed in the Notice of Postal Ballot is the responsibility of the Management. My responsibility as a Scrutinizer is to submit Scrutinizer's Report of the total votes cast in favor or against the resolution.

In this regard, I submit my report as under:

1. The Notice of Postal Ballot along with statement setting out material facts under Section 102 of the Act were sent / dispatched to the shareholders whose name appeared on the Register of Members / list of Beneficial Owners as received from National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on the cut-off date i.e. April 5, 2019.
2. The Company had availed the e-voting facility offered by NSDL for conducting remote e-Voting by the shareholders of the Company. The voting period for remote e-voting





SANJAY KUMAR VYAS

COMPANY SECRETARY IN PRACTICE

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Commenced on Thursday, April 11, 2019 at 09:00 a.m. (IST) and ended on Friday, May 10, 2019 at 05:00 p.m. (IST) and the NSDL e-voting platform was closed thereafter.

3. The Postal Ballot Forms were kept under safe custody at ABS Consultants Pvt Ltd., the Registrar & Transfer Agent (RTA) of the Company, before commencing the scrutiny of such Postal Ballot Forms. Thereafter, the Postal Ballot forms were scrutinized and signatures of the Members verified with their specimen signatures registered with RTA as provided by the Depositories, with the support of RTA. The votes cast under remote e-voting facility were unblocked and e-voting summary statement was downloaded from e-voting website of NSDL (www.evoting.nsdl.com).

4. Votes cast through physical ballot forms and remote e-voting up to Friday 10, 2019 at 05:00 p.m. (IST) were considered. No envelope containing Postal Ballot Form was received after the 05:00 p.m. (IST) on Friday 10, 2019 up to the date of this report. No Invalid physical ballot papers were found and thereafter the summary results were prepared.

5. My report on the result of e-voting is based on the data downloaded from the NSDL e-Voting system and the physical ballot forms received from the shareholders of the Company at RTA. I have maintained a register in which necessary entries have been made regarding voting done by the shareholders on the business transacted through means of Postal Ballot, in accordance with the Companies (Management and Administration) Rules, 2014, as amended from time to time.

6. After the scrutiny of Postal Ballot Forms and taking into account the remote e-voting result, I report that, the Special Resolution as stated in the Notice of Postal Ballot has been passed with requisite majority.

7. The result of voting is as under:

SPECIAL BUSINESS

Special Resolution - Amendment to main object of the memorandum of association.

(i) Voted in favor of the resolution:





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A) E-Voting

Number of members Voted	Number of valid votes cast (shares)	% of total number of valid votes cast
44	11,21,072	8.55

B) Postal Ballot Forms

Number of members Voted	Number of valid votes cast (shares)	% of total number of valid votes cast
NIL	NIL	NIL

C) Total Voting in favor of the resolution

Number of members Voted	Number of valid votes cast (shares)	% of total number of valid votes cast
37	11,08,857	98.91

(ii) Voted **against** of the resolution:

A) E-Voting

Number of members Voted	Number of valid votes cast (shares)	% of total number of valid votes cast
7	12215	1.09

B) Postal Ballot Forms

Number of members Voted	Number of valid votes cast (shares)	% of total number of valid votes cast
NIL	NIL	NIL





SANJAY KUMAR VYAS
COMPANY SECRETARY IN PRACTICE
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C) Total Voting against the resolution

Number of members Voted	Number of valid votes cast (shares)	% of total number of valid votes cast
7	12215	1.09

(iii) Invalid votes:

Particulars	Total number of members whose votes were declared invalid	Total number of invalid votes cast (shares)
E-Voting	NIL	NIL
Physical Forms	NIL	NIL
Total	NIL	NIL

8. Register of postal ballot and all other relevant records of voting process given / provided / maintained in electronic mode and the postal ballots (physical) will remain in my custody until the Chairman considers, approves and signs the minutes of the postal ballot and the same shall be handed over thereafter to the Chairman / Person authorized by him for keeping in safe custody.

Thanking you,
Yours Sincerely,

Sanjay Kumar Vyas



SANJAY KUMAR VYAS
PRACTICING COMPANY SECRETARY
SOLE PROPRIETOR
ACS No.55689, C.P. No.21598

Place: Kolkata

Date: 11.05.2019