

SHILPESH DALAL & CO.

PRACTISING COMPANY SECRETARY

219, D.M. Tower, 21/1, Dr. R.S. Bhandari Marg,

Janjeer Wala Square, Indore (M.P.) -452 003

Ph. 0731-4094803 Fax: 0731-2560690

Mob.94250-56686

E-mail : csshilpeshdalal@gmail.com

Report of Scrutinizer on E-voting

[Pursuant to rule section 108 of the Companies Act, 2013 and rule 20 of the Companies (Management and Administration) Rules, 2014]

To,
Chairman of the AGM
VippyIndustries Limited
CIN: U15142MP1973PLC001225
Dewas

Sub :Passing of Resolution through electronic voting pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014

43rd Annual General Meeting of the Equity Shareholders of VippyIndustriesLimited on 29th September, 2017 at Registered Office of the Company at Dewas.

Dear Sir,

Pursuant to the Resolution passed by the Board of Directors of Vippy Industries Limited on 01st June, 2017, I have been appointed as Scrutiniser for the E-Voting process as mentioned under Rules 20 of Companies (Management and Administration) Rules 2014.

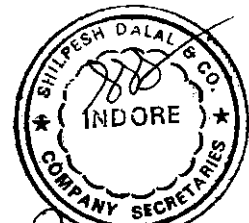
The Company has appointed Central Depository Services Limited as Service Provider, for providing platform for electronic voting to shareholders. Ankit Consultancy Pvt. Ltd. is Registrar and Share Transfer Agent. The Service Provider had provided a platform, through website www.evotingindia.com, for recording the votes of the shareholders electronically on all the items of business as specified in AGM Notice.

As on cut-off date, i.e. 22nd September, 2017, there were 10978 Share holders in the company. The e-voting kept open for 3 days from 26th September, 2017 (9.00 a.m) to 28th, September, 2017 (5.00 p.m.).

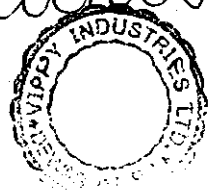
At the end of voting period on 28th September, 2017, the voting portal of Service Provider (CDSL) duly blocked by me. and on 29th September,2017 the votes case through e-voting facility was duly unblocked by me as Scrutiniser in presence of Ms Pooja Bansal and Shri Sumet Bansal, witnessed.

Now I, Shilpesh Dalal, Practising Company Secretary, 219, D.M. Tower, 21/1, Dr. R.S. Bhandari Marg, Janjeerwala Square Indore, duly appointed as Scrutinizer by the Board of Directors for the purpose of the e-voting taken under Section 108 of the Companies Act, 2013 and Rules made thereunder, for the below mentioned resolution(s), submit my report as under:

Total Number of Nil Share Holder participated in e-voting, holding total Number of Nil Shares.



Ramkishan



The result of E-Voting is as under:

ORDINARY BUSINESS

Item No. 1-Ordinary Resolution

Adoption of Financial Statements for the year ended 31st March, 2017 and Reports of the Board of Directors and Auditors thereon.

(I) Voted in favour of resolution:

Number of Members Voted(in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(II) Voted against the resolution:

Number of Members Voted(in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(III) Invalid Votes

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

Item No. 2- Ordinary Resolution

Re-appointment of Shri Praneet Mutha (DIN- 00424250), who retires by rotation at the this Annual General Meeting and being eligible ,offers himself for re-appointment

(I) Voted in favour of resolution:

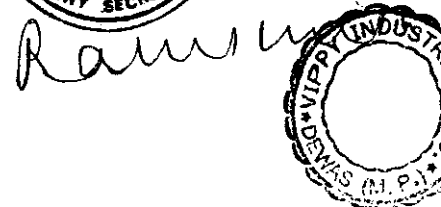
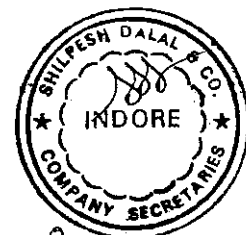
Number of Members Voted(in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(II) Voted against the resolution:

Number of Members Voted(in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(III) Invalid Votes

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
NIL	NIL



Item No. 3-Ordinary Resolution

Appointment of M/s. N.K. Ajmera & Associates, Chartered Accountants (Firm Registration No.015260C) as Auditors of the Company, in place of retiring Auditor M/s. Sodani & Co., Chartered Accountant, to hold office for a term of 5 years and fixing their remuneration.

(I) Voted in favour of resolution:

Number of Members Voted(in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(II) Voted against the resolution:

Number of Members Voted(in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(III) Invalid Votes

Total number of members (in person or by proxy)whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

SPECIAL BUSINESS

Item No. 4-Ordinary Resolution

Approval of Remuneration of Cost Auditors for the Financial Year ending 31st March, 2018.

(I) Voted in favour of resolution:

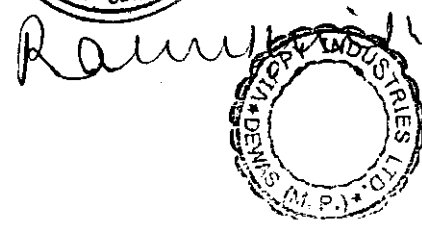
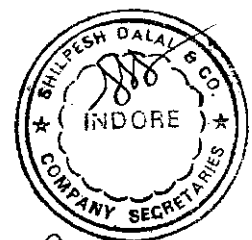
Number of Members Voted(in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(II) Voted against the resolution:

Number of Members Voted(in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(III) Invalid Votes

Total number of members (in person or by proxy)whose votes were declared invalid	Total number of votes cast by them
NIL	NIL



Item No. 5- Special Resolution**Approval to deliver document through particular mode as may be sought by the Member.**

(I) Voted in favour of resolution:

Number of Members Voted(in person or by proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
NIL	NIL	NIL

(II) Voted against the resolution:

Number of Members Voted(in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(III) Invalid Votes

Total number of members (in person or by proxy)whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

Item No.6-Special Resolution**Approval for payment of remuneration of Shri Praneet Mutha, Joint Managing Director of the Company for the remaining period from 01.10.2016 to 31.03.2018.**

(I) Voted in favour of resolution:

Number of Members Voted(in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(II) Voted against the resolution:

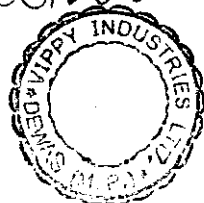
Number of Members Voted(in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(III) Invalid Votes

Total number of members (in person or by proxy)whose votes were declared invalid	Total number of votes cast by them
NIL	NIL



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Item No.7-Special Resolution

Approval for payment of remuneration of Shri Rahul Mutha, Managing Director of the Company for the remaining period from 01.10.2016 to 31.03.2017.

(I) Voted in favour of resolution:

Number of Members Voted(in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(II) Voted against the resolution:

Number of Members Voted(in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(III) Invalid Votes

Total number of members (in person or by proxy)whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

Item No.8-Special Resolution

Approval of term and re-appointment of Shri Rahul Mutha, as a Managing Director of the Company for a period of 2 years w.e.f. 01.04.2017.

(I) Voted in favour of resolution:

Number of Members Voted(in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

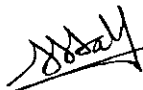
(II) Voted against the resolution:

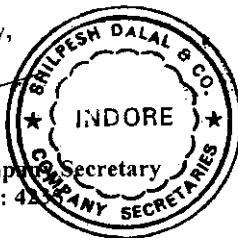
Number of Members Voted(in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL


(III) Invalid Votes

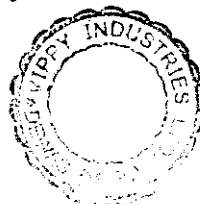
Total number of members (in person or by proxy)whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

Thanking you,
Yours faithfully,


Shilpesh Dalal
Practising Company Secretary
FCS: 5316, CP : 42
Indore
Date: 29.09.2017







SHILPESH DALAL & CO.

PRACTISING COMPANY SECRETARY

219, D.M. Tower, 21/1, Dr. R.S. Bhandari Marg,

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Ph. 0731-4094803.Fax: 0731-2560690

Mob.94250-56686

E-mail : csshilpeshdalal@gmail.com

Report of Scrutinizer on Poll

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2)
of the Companies (Management and Administration) Rules, 2014]

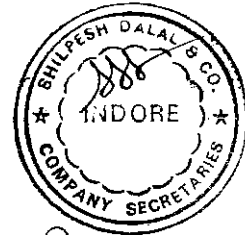
To,
Chairman of the AGM
Vippy Industries Limited
CIN:U15142MP1973PLC001225
Dewas

43rd Annual General Meeting of the Equity Shareholders of Vippy Industries Limited on 29th September, 2017 at Registered Office of the Company at Dewas.

Dear Sir,

I, Shilpesh Dalal, Practising Company Secretary, 219, D.M. Tower, 21/1, Dr. R.S. Bhandari Marg, Janjeerwala Square, Indore and appointed as Scrutinizer by the Board of Directors for the purpose of the poll taken under Section 109 of the Companies Act, 2013 and Rules made thereunder, for the below mentioned resolution(s), at the 43rd AGM of the Equity Shareholders of Vippy Industries Limited, held on 29th September, 2017 at Registered Office of the Company at Dewas, submit our report as under:

1. After the time fixed for closing of the poll by the Chairman, One ballot box kept for polling were locked in my presence with due identification marks placed by me.
2. The locked ballot boxes were subsequently opened in my presence and witness Ms Pooja Bansal and Shri Sumeet Bansal and poll papers were diligently scrutinized by me. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
3. I did not find any poll papers invalid.



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The result of the Poll is as under:

ORDINARY BUSINESS

Item No. 1-Ordinary Resolution

Adoption of Financial Statements for the year ended 31st March,2017 and Reports of the Board of Directors and Auditors thereon.

(I) Voted in favour of resolution:

Number of Members Voted(in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
32	156439137	100

(II) Voted against the resolution:

Number of Members Voted(in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(III) Invalid Votes

Total number of members (in person or by proxy)whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

Item No. 2- Ordinary Resolution

Re-appointment of Shri Praneet Mutha (DIN- 00424250), who retires by rotation at the this Annual General Meeting and being eligible ,offers himself for re-appointment

(I) Voted in favour of resolution:

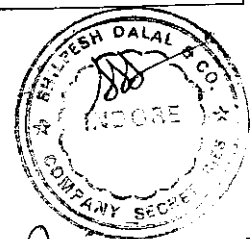
Number of Members Voted(in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
32	156439137	100

(II) Voted against the resolution:

Number of Members Voted(in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(III) Invalid Votes

Total number of members (in person or by proxy)whose votes were declared invalid	Total number of votes cast by them
NIL	NIL



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Item No. 3-Ordinary Resolution

Appointment of M/s. N.K. Ajmera & Associates, Chartered Accountants (Firm Registration No.015260C)as Auditors of the Company, in place of retiring Auditor M/s. Sodani & Co., Chartered Accountant, to hold office for a term of 5 years and fixing their remuneration.

(I) Voted in favour of resolution:

Number of Members Voted(in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
32	156439137	100

(II) Voted against the resolution:

Number of Members Voted(in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(III) Invalid Votes

Total number of members (in person or by proxy)whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

SPECIAL BUSINESS

Item No. 4-Ordinary Resolution

Approval of Remuneration of Cost Auditors for the Financial Year ending 31st March,2018.

(I) Voted in favour of resolution:

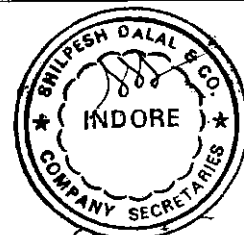
Number of Members Voted(in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
32	156439137	100

(II) Voted against the resolution:

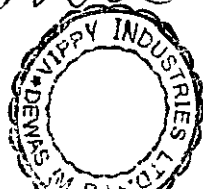
Number of Members Voted(in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(III) Invalid Votes

Total number of members (in person or by proxy)whose votes were declared invalid	Total number of votes cast by them
NIL	NIL



Ramkishan



Item No. 5- Special Resolution**Approval to deliver document through particular mode as may be sought by the Member.**

(I) Voted in favour of resolution:

Number of Members Voted(in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
32	156439137	100

(II) Voted against the resolution:

Number of Members Voted(in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(III) Invalid Votes

Total number of members (in person or by proxy)whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

Item No.6-Special Resolution**Approval for payment of remuneration of Shri Praneet Mutha, Joint Managing Director of the Company for the remaining period from 01.10.2016 to 31.03.2018.**

(I) Voted in favour of resolution:

Number of Members Voted(in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
32	156439137	100

(II) Voted against the resolution:

Number of Members Voted(in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

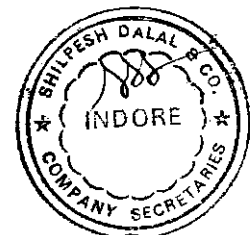
(III) Invalid Votes

Total number of members (in person or by proxy)whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

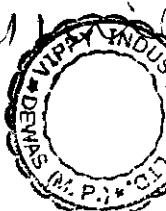
Item No.7-Special Resolution**Approval for payment of remuneration of Shri Rahul Mutha, Managing Director of the Company for the remaining period from 01.10.2016 to 31.03.2017.**

(I) Voted in favour of resolution:

Number of Members Voted(in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
32	156439137	100



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(II) Voted against the resolution:

Number of Members Voted(in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(III) Invalid Votes

Total number of members (in person or by proxy)whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

Item No.8-Special Resolution

Approval of term and re-appointment of Shri Rahul Mutha, as a Managing Director of the Company for a period of 2 years w.e.f.01.04.2017.

(I) Voted in favour of resolution:

Number of Members Voted(in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
32	156439137	100

(II) Voted against the resolution:

Number of Members Voted(in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(III) Invalid Votes

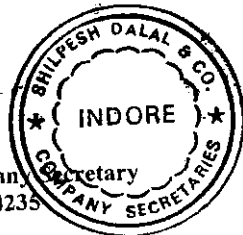
Total number of members (in person or by proxy)whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

3. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those who votes were invalid, for each resolution is enclosed.

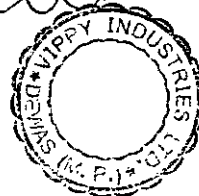
4. The poll papers and all other relevant records were sealed and handed over to Mr Prakash Chakrawarti, Sr. Manager (Legal) & Company Secretary for safe keeping as authorized by the Board.

Thanking you,
Yours faithfully,

Shilpesh Dalal
Shilpesh Dalal
Practicing Company Secretary
FCS: 5316, CP : 4235
Indore
Date:29.09.2017



Ramkish



SHILPESH DALAL & CO.

PRACTISING COMPANY SECRETARY

219, D.M. Tower, 21/1, Dr. R.S. Bhandari Marg,

Janjeer Wala Square, Indore (M.P.) -452 003

Ph. 0731-4094803 Fax: 0731-2560690

Mob.94250-56686

E-mail : csshilpeshdalal@gmail.com

COMBINED REPORT OF SCRUTINISER ON EVOTING AND POLL

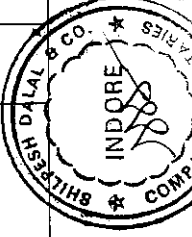
To,
Chairman of the AGM
Vippy Industries Limited
CIN: U15142MP1973PLC001225
Dewas

Dear Sir

I Shilpesh Dalal, Practicing Company Secretary have been appointed as Scrutiniser by Board of Directors for E-voting u/s 108 and for Poll u/s 109 of the Companies Act, 2013 read with Rules made thereunder.

I have submitted separate Scrutinizer's report for E-voting and for Poll. I herewith submit the combined report of votes casted through E-Voting and by Poll.

Sr. No.	Resolution	E-voting			Voted against the resolution:			Voted in favour of the resolution:			Total number of votes cast by them	
		Number of Members Voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast	Number of votes cast by them	% of total number of valid votes cast	Number of Members Voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast	Total number of members or proxy whose votes were declared invalid	Total number of votes cast by them	



Handwritten signature

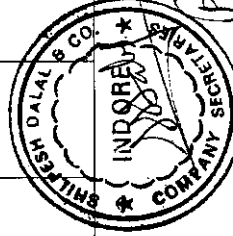
T	Adoption of Financial Statements for the year ended 31 st March, 2017 and Reports of the Board of Directors and Auditors thereon	Nil	Nil	Nil	Nil	Nil	32	156439137	100	Nil	Nil	Nil	Nil	Nil	Nil
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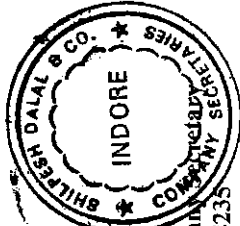
Ramwani



2	Re-appointment of Shri Praneet Mutha (DIN-00424250), who retires by rotation at the this Annual General Meeting and being eligible ,offers himself for re-appointment	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	100	Nil	Nil	Nil	Nil	Nil	Nil
3	Appointment of M/s. N.K. Ajmera & Associates, Chartered Accountants (Firm Registration No.015260 C)as Auditors of the Company, in place of retiring Auditor M/s. Sodani & Co.,	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	100	Nil	Nil	Nil	Nil	Nil	Nil



of 2 years w.e.f.01.04. 2017													
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Thanking you,
Yours faithfully,
[Signature]
Shilpesh Dalal
Practicing Company
FCS: 5316, CP : 4235



[Signature]

Indore Date: 29.09.2017