

## **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**

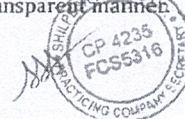
[Pursuant to rule section 108 of the Companies Act, 2013 and rule 20  
of the Companies (Management and Administration) Rules, 2014 as amended]

To,  
Chairman  
Vippy Industries Limited  
CIN: U15142MP1973PLC001225  
Indore

**Sub: Consolidated Scrutinizer's Report on e-voting Process (Remote e-voting and e-voting during the 47<sup>th</sup> Annual General Meeting of the Company held on 30<sup>th</sup> September, 2021 through Video Conferencing.**

Dear Sir,

I, Shilpesh Dalal, Practising Company Secretary, 219, D.M. Tower, 21/1, Dr. R.S. Bhandari Marg, Janjeerwala Square Indore, was appointed as Scrutinizer to scrutinize the remote e-voting and e-voting during the 47<sup>th</sup> Annual General Meeting ('AGM') of Vippy Industries Limited ('the Company'), carried out pursuant to Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, as amended, on the Ordinary Business (Item Nos. 1, 2 & 3) and Special Business (Item No. 4, 5 & 6) set forth in the Notice of the 47<sup>th</sup> AGM of the Company held on Thursday, 30<sup>th</sup> September, 2021 at 11:30 A.M. (IST) through Video Conferencing/ Other Audio Visual Means, in a fair and transparent manner.



In the view of the continuing COVID-19 pandemic and as per Ministry of Corporate Affairs General Circular No. 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 5, 2020 and General Circular No. 02/2021 dated 13<sup>th</sup> January, 2021 (hereinafter collectively called as MCA Circulars) the Company held the 47<sup>th</sup> AGM through VC/OAVC, without the physical presence of Members at a Common venue.

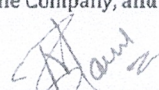
I submit my report as under:

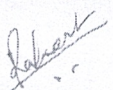
1. In compliance with MCA Circulars, Notice of the 47<sup>th</sup>AGM along with Annual Report 2020-21 has been sent by the Company only through electronic mode to those Members whose e-mail address were registered with the Depository/the Company's Registrar & Transfer Agent -Ankit Consultancy Pvt. Ltd. ("Ankit"). The Company had completed their dispatch on September 07, 2021.
2. The cut-off date for e-voting was Thursday, September 23, 2021. Only those Members, whose names appeared in the Register of Members/List of Beneficial Owners as on the Cut-off date, were entitled to vote (through remote e-voting & e-voting during the AGM) on the Ordinary Business (Item Nos. 1, 2 & 3) and Special Business (Item No.4, 5 & 6) set forth in the Notice of 47<sup>th</sup>AGM and their voting rights were in proportion to their share in the paid-up equity share capital of the Company as on the Cut-off date.
3. The total paid-up equity share capital of the Company as on the Cut-off date was Rs. 16,05,77,596/- divided into 160577596 equity shares of Rs.1 each, fully paid-up.
4. The Company had engaged the services of National Security Depository Limited ("NSDL") as the Agency to provide facility for remote e-voting and e-voting during the AGM.
5. The remote e-voting commenced at 9:00 A.M. (IST) on Monday, 27<sup>th</sup> September, 2021 and ended at 5:00 P.M. (IST) on Wednesday, 29<sup>th</sup> September, 2021.





6. Members who were present in the 47th AGM through VC/OAVM and have not casted their votes through remote e-voting were allowed to vote through e-voting during the AGM post 30 minutes after the conclusion of the meeting.
7. After the conclusion of e-voting in the 47th AGM, the votes cast through remote e-voting and e-voting during the AGM were unblocked in the presence of Ms. Marvi Budhwani and Mr. Rakesh Vishwkarma, who were not the employees of the Company, and who have signed below as witnesses:

  
Name: Marvi Budhwani  
Address: D.M. Tower, Indore

  
Name: Rakesh Vishwkarma  
Address: D.M. Tower, Indore

8. The requisite register has been maintained to record the assent or dissent received, mentioning the particulars of Name, Address, Folio No. DP ID-Client ID of the Members, No. of shares held by them, Nominal value of such shares.

51 (Fifty One) Members were present at the 47th AGM through VC as per the Attendance Report generated through NSDL Portal and 59 (Fifty nine) Share Holders participated in e-voting, holding total 15,72,89,350 (Fifteen Crore Seventy two Lacs Eighty Nine Thousand Three Hundred and Fifty) Shares.

**The result of E-Voting is as under:**

**Item No. 1-Ordinary Resolution**

Consideration and adoption of the Audited Financial Statements, Reports of the Board of Directors and Auditor for the Financial Year ended 31st March, 2021.

- (I) Voted in favour of resolution:

Number of Members Voted	Number of votes cast by them (Shares)	% of total number of valid votes cast
58	15,72,88,602	99.9995%



(II) Voted against the resolution:

Number of Members Voted)	Number of votes cast by them (Shares)	% of total number of valid votes cast
1	748	0.0005%

(III) Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them (Shares)
NIL	NIL

**Item No. 2- Ordinary Resolution**

Re-appointment of Mr. Rahul Mutha (DIN: 00424128), who is liable to retire by rotation and being eligible, offer himself for re-appointment.

(I) Voted in favour of resolution:

Number of Members Voted	Number of votes cast by them (Shares)	% of total number of valid votes cast
58	15,72,88,602	99.9995%





(II) Voted against the resolution:

Number of Members Voted)	Number of votes cast by them (Shares)	% of total number of valid votes cast
1	748	0.0005%

(III) Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them (Shares)
NIL	NIL

**Item No. 3-Ordinary Resolution**

To appoint CA Chaitanya Maheshwari, Chartered Accountants as the Statutory Auditors of the Company:

(I) Voted in favour of resolution:

Number of Members Voted	Number of votes cast by them (Shares)	% of total number of valid votes cast
58	15,72,88,602	99.9995%

(II) Voted against the resolution:

Number of Members Voted)	Number of votes cast by them (Shares)	% of total number of valid votes cast
1	748	0.0005%



(III) Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them (Shares)
NIL	NIL

**Item No. 4 - Ordinary Resolution**

To ratify the remuneration of the Cost Auditors for the financial year 2021-22.

(I) Voted in favour of resolution:

Number of Members Voted	Number of votes cast by them (Shares)	% of total number of valid votes cast
58	15,72,88,602	99.9995%

(II) Voted against the resolution:

Number of Members Voted	Number of votes cast by them (Shares)	% of total number of valid votes cast
1	748	0.0005%





(III) Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them (Shares)
NIL	NIL

**Item No. 5 – Special Resolution**

Re-appointment of Mr. Praneet Mutha (DIN- 00424250), as a Whole Time Director designated as Joint Managing Director of the Company

(I) Voted in favour of resolution:

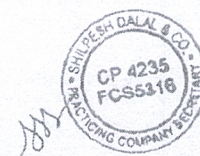
Number of Members Voted	Number of votes cast by them (Shares)	% of total number of valid votes cast
58	15,72,88,602	99.9995%

(II) Voted against the resolution:

Number of Members Voted	Number of votes cast by them (Shares)	% of total number of valid votes cast
1	748	0.0005%

(III) Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them (Shares)
NIL	NIL



**Item No. 6 – Special Resolution**

Re-appointment of Mr. Rahul Mutha (DIN- 00424126), as Managing Director of the Company.

**(I) Voted in favour of resolution:**

Number of Members Voted	Number of votes cast by them (Shares)	% of total number of valid votes cast
58	15,72,88,602	99.9995%

**(II) Voted against the resolution:**

Number of Members Voted)	Number of votes cast by them (Shares)	% of total number of valid votes cast
1	748	0.0005%

**(III) Invalid Votes**

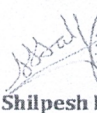

Total number of members whose votes were declared invalid	Total number of votes cast by them (Shares)
NIL	NIL






It is clear from the above voting details that the Ordinary Resolutions (1, 2, 3& 4) and Special Resolution (5 and 6) have been passed with the requisite majority. Based on this report, the Company may declare the results of the 47<sup>th</sup> AGM.

Thanking you,  
Yours faithfully,

  
  
Shilpesh Dalia  
Practicing Company Secretary  
FCS: 5316, CP: 4235  
UDIN: U15142MP1973PLC001225  
Indore  
Date: 01.10.2021

  
To be counter signed by the Chairman  
Date: 01.10.2021  
Venue: Indore

