



July 29, 2016

BSE LIMITED  
Phiroze Jeejeebhoy Towers,  
Dalal Street  
Mumbai – 400 001

Scrip Code : 507880

Dear Sir,

**Sub: Submission of Voting Results pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

This is to inform you that the 49<sup>th</sup> Annual General Meeting (AGM) of the Company was held on Thursday the 28<sup>th</sup> July, 2016 at 3.00 p.m. at “NIWEC”, P-29, Street 14, MIDC, Satpur, Nashik – 422 007.

Pursuant to Section 108 of the Companies Act, 2013 read with the Rules made there under, as amended (“Rules”) and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided facility for remote e-voting to the shareholders as on 21st July, 2016 (being cut-off date for the purpose of e-voting) to cast their votes on the items of business stated in the AGM Notice. The remote e-voting system was open from Monday, 25th July, 2016 (9.00 am) to Wednesday, 27th July, 2016 (5.00 pm).

The Company has now received the Consolidated Scrutinizer’s Report, confirming details of voting through remote e-voting and through poll at the AGM. Accordingly, as per the said Rules, on account of passing of resolutions with requisite majority, the resolutions are deemed to be passed on the date of AGM i.e. on 28<sup>th</sup> July, 2016.

A disclosure of voting results of the meeting in terms of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the business considered and approved by the shareholders with an overwhelming majority is enclosed, together with the Scrutinizer’s consolidated report on e-voting. A copy of the same is also being placed on the website of the Company.

Thanking you,

Yours faithfully,  
For V.I.P. INDUSTRIES LTD.,

Anahd Daga  
Company Secretary &  
Head Legal

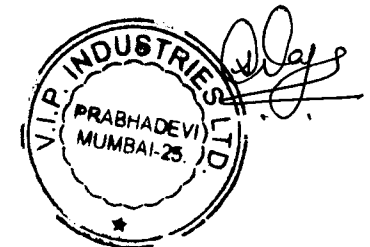
**VIP INDUSTRIES LIMITED**

DGP House, 5th Floor, 88C, Old Prabhadevi Road, Mumbai 400 025. INDIA. TEL: +91(22) 6653 9000 FAX: +91 (22) 6653 9089  
EMAIL : corpcomm@vipbags.com WEB: www.vipbags.com  
Registered Office: 78 A, MIDC Estate, Satpur, Nashik 422 007.  
CIN - L25200MH1968PLC013914

V.I.P. Industries Limited	
Date of AGM	28th July, 2016
Total number of Shareholders on record date	43,409
No. of Shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	2
Public:	45
No. of Shareholders attended the meeting through Video Conferencing:	Nil
Promoters and Promoter Group:	-
Public:	-

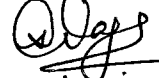
**Agenda-wise Disclosure:**

	Category	Mode Of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstading	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)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
Resolution No.1 - consider and adopt the Audited Financial Statements of the Company on standalone and consolidated basis for the financial year ended 31st March, 2016 together with the Reports of the Board of Directors and the Auditors thereon	Promoter & Promoter Group	E-Voting	74,196,520	71,705,585	96.64	71,705,585	-	100.00	-	
		Poll		2,257,435	3.04	2,257,435	-	100.00	-	
		Poatal Ballot (Not Applicable)		-	-	-	-	-	-	
	Public - Institutional Holders	E-Voting	33,593,441	25,886,075	77.06	25,886,075	-	-	-	
		Poll		-	-	-	-	-		
		Poatal Ballot (Not Applicable)		-	-	-	-	-		
	Public- Non Institution	E-Voting	33,527,354	16,294	0.05	16,294	-	100.00	-	
		Poll		115,204	0.34	115,204	-	100.00	-	
		Poatal Ballot (Not Applicable)		-	-	-	-	-		
	Whether promoter/ promoter group are interested in the agenda/resolution? - No	<b>Total</b>		<b>141,317,315</b>	<b>99,980,593</b>	<b>70.75</b>	<b>99,980,593</b>	-	<b>100.00</b>	-
	Resolution No.2 - Confirmation of payment of Interim Dividend on equity shares for the financial year 2015-16 (Ordinary Resolution)	Promoter & Promoter Group	E-Voting	74,196,520	71,705,585	96.64	71,705,585	-	100.00	-
			Poll		2,257,435	3.04	2,257,435	-	100.00	-
Poatal Ballot (Not Applicable)			-		-	-	-	-		
Public - Institutional Holders		E-Voting	33,593,441	25,886,075	77.06	25,886,075	-	-	-	
		Poll		-	-	-	-	-		
		Poatal Ballot (Not Applicable)		-	-	-	-	-		
Public- Non Institution		E-Voting	33,527,354	16,294	0.05	16,294	1.00	100.00	-	
		Poll		115,204	0.34	115,203	-	-		
		Poatal Ballot (Not Applicable)		-	-	-	-	-		
Whether promoter/ promoter group are interested in the agenda/resolution? - No		<b>Total</b>		<b>141,317,315</b>	<b>99,980,593</b>	<b>70.75</b>	<b>99,980,592</b>	<b>1.00</b>	<b>100.00</b>	<b>0.00</b>



Resolution No.3 - Declaration of final dividend on equity shares for financial year 2015-16 (Ordinary Resolution)	Promoter & Promoter Group	E-Voting	74,196,520	71,705,585	96.64	71,705,585	-	100.00	-
		Poll		2,257,435	3.04	2,257,435	-	100.00	-
		Poatal Ballot (Not Applicable)		-	-	-	-	-	-
	Public - Institutional Holders	E-Voting	33,593,441	25,886,075	77.06	25,886,075	-	-	-
		Poll		-	-	-	-	-	-
		Poatal Ballot (Not Applicable)		-	-	-	-	-	-
	Public - Non Institution	E-Voting	33,527,354	16,294	0.05	16,294	-	100.00	-
		Poll		115,204	0.34	115,204	-	100.00	-
		Poatal Ballot (Not Applicable)		-	-	-	-	-	-
Whether promoter/ promoter group are interested in the agenda/resolution? - No	<b>Total</b>	<b>141,317,315</b>	<b>99,980,593</b>	<b>70.75</b>	<b>99,980,593</b>	-	<b>100.00</b>	-	
Resolution No.4 - Re-appointment of Ms. Radhika Piramal (DIN- 02105221), Director, who retires by rotation (Ordinary Resolution)	Promoter & Promoter Group	E-Voting	74,196,520	71,705,585	96.64	71,705,585	-	100.00	-
		Poll		2,257,435	3.04	2,257,435	-	100.00	-
		Poatal Ballot (Not Applicable)		-	-	-	-	-	-
	Public - Institutional Holders	E-Voting	33,593,441	25,886,075	77.06	25,886,075	-	-	-
		Poll		-	-	-	-	-	-
		Poatal Ballot (Not Applicable)		-	-	-	-	-	-
	Public - Non Institution	E-Voting	33,527,354	16,294	0.05	16,294	-	100.00	-
		Poll		115,204	0.34	115,204	-	100.00	-
		Poatal Ballot (Not Applicable)		-	-	-	-	-	-
Whether promoter/ promoter group are interested in the agenda/resolution? - No	<b>Total</b>	<b>141,317,315</b>	<b>99,980,593</b>	<b>70.75</b>	<b>99,980,593</b>	-	<b>100.00</b>	-	
Resolution No.5 - Apoinment of M/s. Price Waterhouse Chartered Accountants LLP, Chartered Accountants as Statutory Auditors of the Company (Ordinary Resolution)	Promoter & Promoter Group	E-Voting	74,196,520	71,705,585	96.64	71,705,585	-	100.00	-
		Poll		2,257,435	3.04	2,257,435	-	100.00	-
		Poatal Ballot (Not Applicable)		-	-	-	-	-	-
	Public - Institutional Holders	E-Voting	33,593,441	25,886,075	77.06	25,886,075	-	-	-
		Poll		-	-	-	-	-	-
		Poatal Ballot (Not Applicable)		-	-	-	-	-	-
	Public - Non Institution	E-Voting	33,527,354	16,294	0.05	16,294	-	100.00	-
		Poll		115,204	0.34	115,204	-	100.00	-
		Poatal Ballot (Not Applicable)		-	-	-	-	-	-
Whether promoter/ promoter group are interested in the agenda/resolution? - No	<b>Total</b>	<b>141,317,315</b>	<b>99,980,593</b>	<b>70.75</b>	<b>99,980,593</b>	-	<b>100.00</b>	-	
Resolution No.6 - Keeping of Statutory Records at Corporate Office (Special Resolution)	Promoter & Promoter Group	E-Voting	74,196,520	71,705,585	96.64	71,705,585	-	100.00	-
		Poll		2,257,435	3.04	2,257,435	-	100.00	-
		Poatal Ballot (Not Applicable)		-	-	-	-	-	-
	Public - Institutional Holders	E-Voting	33,593,441	25,886,075	77.06	25,886,075	-	-	-
		Poll		-	-	-	-	-	-
		Poatal Ballot (Not Applicable)		-	-	-	-	-	-
	Public - Non Institution	E-Voting	33,527,354	16,294	0.05	16,294	-	100.00	-
		Poll		115,204	0.34	115,204	-	100.00	-
		Poatal Ballot (Not Applicable)		-	-	-	-	-	-
Whether promoter/ promoter group are interested in the agenda/resolution? - No	<b>Total</b>	<b>141,317,315</b>	<b>99,980,593</b>	<b>70.75</b>	<b>99,980,593</b>	-	<b>100.00</b>	-	

For V.I.P. INDUSTRIES LIMITED



Anand Daga

Company Secretary & Head-Legal



# Ragini Chokshi & Co.

Tel. : 022-2283 1120  
022-2283 1134

## Company Secretaries

34, Kamer Building, 5th Floor, 38 Cawasji Patel Street, Fort, Mumbai - 400 001.  
E-mail : ragini.c@rediffmail.com / mail@csraginichokshi.com  
web: csraginichokshi.com

Date : 28.07.2016

### Consolidated Scrutinizer's Report

[Pursuant to Section 108 and 109 of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014 as amended]

To,

The Chairman of 49<sup>th</sup> Annual General Meeting (AGM) of the Equity Shareholders of V.I.P Industries Limited held on Thursday, 28<sup>th</sup> July, 2016 at 3.00 p.m. at NIWEC", P-29, Street 14, MIDC, Satpur, Nashik-422 007.

Dear Sir,

I, Ragini Chokshi, Partner of M/s. Ragini Chokshi & Co., a Company Secretary Firm having its registered office at 34, Kamer Bldg, 5<sup>th</sup> Floor, 38, Cawasji Patel Street, Fort, Mumbai-400001, have been appointed as the Scrutinizer by the Board of Directors of V.I.P Industries Limited (the Company) for the purpose of:

- (i) Scrutinizing the remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, and
- (ii) Scrutinizing the physical ballot (Poll) voting process under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014, conducted for passing the resolutions contained in the Notice convening the 49<sup>th</sup> AGM of the Equity Shareholders of the Company held on Thursday, 28<sup>th</sup> July, 2016 at 3.00 p.m. at NIWEC", P-29, Street 14, MIDC, Satpur, Nashik-422 007.

The Notice dated 25<sup>th</sup> May, 2016 convening the AGM along with the statement setting out material facts under Section 102 of the Companies Act, 2013 were sent to



the shareholders in respect of the below mentioned resolutions to be passed at the AGM of the Equity Shareholders of the Company.

The Company had availed the remote e - voting facility offered by Central Depository Services (India) Limited (CDSL) for facilitating remote e-voting to the Shareholders of the Company. The Company also provided voting by physical ballot at the venue of the AGM to those members who attended the AGM and who had not voted electronically.

The Shareholders of the Company holding shares of the Company as on the “cut-off” date of 21<sup>st</sup> July, 2016 were entitled to vote on the resolutions as contained in the Notice of AGM of the Company.

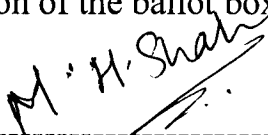
The period for remote e-voting commenced on Monday, 25<sup>th</sup> July, 2016 at 9.00 a.m. (IST) and ended on Wednesday, 27<sup>th</sup> July, 2016 at 5.00 p.m. (IST).

On 27th July, 2016, after the end of the remote e-voting period, I was provided access to details of the members who had opted for e-voting. The details such as the name of the member, folio no., and number of shares held by the member could be seen to ensure that these members do not vote again at the AGM. However the manner in which the votes were cast by the members were not available.

Further, the Chairman announced the poll at the AGM for the Shareholders who attended the meeting and had not cast their vote earlier through remote e-voting.

After the time fixed for closing of the poll by the Chairman, One (1) ballot box kept for polling was locked in our presence with due identification marks placed by me.

The locked ballot box was subsequently opened in the presence of two witnesses, Ms.Miti H Shah(Residing at A/3,Saibaba Enclave Towers Building No. 3,C.D.Baug, S.V.Road, Goregaon (West),Mumbai-400104.) and Ms. Harshili H. Chogle (Residing at D 305, Gods Gift Buld. Tower 1, N M Joshi Marg, Lower Parel West, Mumbai 400030 ) who are not in the employment of the Company. They have signed below in confirmation of the ballot box being opened in their presence.



Name: Miti H Shah



Name: Harshili H. Chogle



The poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by Link Intime India Private Limited, Registrar and Transfer Agents of the Company and the authorization/proxies lodged with the Company.

The poll papers, which were incomplete and /or which were otherwise found defective have been treated as invalid and kept separately.

The votes cast through e-voting were unblocked after the AGM in the presence of two witnesses, Ms. Miti H. Shah(Residing at A/3,Saibaba Enclave Towers Building No. 3,C.D.Baug, S.V.Road, Goregaon (West),Mumbai-400104. ) and Ms. Harshili H. Chogle (Residing at D 305, Gods Gift Buld. Tower 1, N M Joshi Marg, Lower Parel West, Mumbai 400030 ). They have signed below in confirmation of the votes being unblocked in their presence.

*M. H. Shah*

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Name: Ms. Miti H. Shah

*H. Chogle*

-----  
Name: Ms. Harshili H. Chogle

I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the e-voting website of CDSL and also the ballot forms received during the poll process at the AGM.

**The Consolidated Report on the result of the remote e-voting and voting at the meeting through poll (physical ballot) in respect of the said Resolutions is as under:**

**Resolution No.1: Ordinary:** Consider and adopt the Audited Financial Statements of the Company on standalone and consolidated basis for the financial year ended 31st March 2016 together with the Reports of the Board of Directors and the Auditors thereon.

(i) Voted **in favor** of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	57	97607954	100



Physical Ballot	36	2372639	100
Total	93	99980593	100

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	Nil	Nil	0
Physical Ballot	Nil	Nil	0
Total	Nil	Nil	0

(iii) **Invalid** votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-voting	Nil	Nil
Physical Ballot	Nil	Nil

**Resolution No.2: Ordinary:** Confirmation of payment of interim dividend on equity shares for the financial 2015-16

(i) Voted **in favor** of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	56	97607953	99.9999
Physical Ballot	36	2372639	100
Total	92	99980592	99.9999



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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	1	1	0.00001
Physical Ballot	Nil	Nil	0
Total	1	1	0.00001

(iii) **Invalid** votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-voting	Nil	Nil
Physical Ballot	Nil	Nil

**Resolution No.3: Ordinary:** Declaration of final dividend on equity shares for the financial year 2015-16.

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	57	97607954	100
Physical Ballot	36	2372639	100
Total	93	99980593	100





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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	Nil	Nil	0
Physical Ballot	Nil	Nil	0
Total	Nil	Nil	0

(iii) **Invalid** votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-voting	Nil	Nil
Physical Ballot	Nil	Nil

**Resolution No.4: Ordinary:** Re-appointment of Ms. Radhika Piramal, (DIN-02105221), Director, who retires by rotation.

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	57	97607954	100
Physical Ballot	36	2372639	100
Total	93	99980593	100

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	Nil	Nil	0



Physical Ballot	Nil	Nil	0
Total	Nil	Nil	0

(iii) **Invalid votes:**

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-voting	Nil	Nil
Physical Ballot	Nil	Nil

**Resolution No.5: Ordinary:** Appointment of M/s. Price Waterhouse Chartered Accountants LLP, Chartered Accountants as Statutory Auditors of the Company.

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	57	97607954	100
Physical Ballot	36	2372639	100
Total	93	99980593	100

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	Nil	Nil	0
Physical Ballot	Nil	Nil	0
Total	Nil	Nil	0

(iii) **Invalid votes:**



Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-voting	Nil	Nil
Physical Ballot	Nil	Nil

**Resolution No.6: Special: Keeping of Statutory Records at Corporate Office.**

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	57	97607954	100
Physical Ballot	36	2372639	100
Total	93	99980593	100

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	Nil	Nil	0
Physical Ballot	Nil	Nil	0
Total	Nil	Nil	0

(iii) **Invalid** votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-voting	Nil	Nil
Physical Ballot	Nil	Nil



The register, all other papers and relevant records relating to remote e-voting/physical ballot forms and voting at the meeting shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting, after which the same will be handed over to the Company Secretary for safe keeping.

Thanking You,

Yours faithfully,

Place: Nasik

Date: 28.07.2016



**FOR RAGINI CHOKSHI & CO.**

*R. K. Chokshi*

**MRS. RAGINI CHOKSHI**

(Partner)

C.P. Number : 1436

Membership Number : 2390

**FOR V.I.P. INDUSTRIES LIMITED**

**ANAND DAGA  
COMPANY SECRETARY & HEAD LEGAL  
49<sup>TH</sup> ANNUAL GENERAL MEETING**

**For V. I. P. INDUSTRIES LIMITED**

X

*Radhika PIRAMAL*  
**RADHIKA PIRAMAL  
MANAGING DIRECTOR**