



6<sup>th</sup> August, 2020

<b>BSE Limited</b> Phiroze Jeejeebhoy Towers, Dalal St, Kala Ghoda, Fort, Mumbai – 400001  BSE Code No. 507880	<b>National Stock Exchange of India Ltd.</b> Exchange Plaza, 5th Floor, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (East), Mumbai – 400 051.  NSE Code – VIPIND
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**Subject: Submission of Voting Results pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir / Madam,

This is to inform you that the 53<sup>rd</sup> Annual General Meeting (AGM) of the Company was held on Wednesday, 5<sup>th</sup> August, 2020, at 4:00 p.m. IST through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”) in compliance with circulars issued by the Ministry of Corporate Affairs dated 8<sup>th</sup> April, 2020, 13<sup>th</sup> April, 2020 and 5<sup>th</sup> May, 2020 read with circular dated 12<sup>th</sup> May, 2020 issued by the SEBI.

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 and in compliance with above mentioned circulars, the Company had provided facility for remote e-voting to the shareholders as on 29<sup>th</sup> July, 2020 (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 Sunday, 2<sup>nd</sup> August, 2020 (09:00 a.m.) till Tuesday, 4<sup>th</sup> August, 2020 (05:00 p.m.). Since the meeting was conducted through VC/OAVM, the Company had provided the facility of voting through e-voting system during the AGM (“e-voting”).

**VIP INDUSTRIES LIMITED**

Registered Office: DGP House, 5<sup>th</sup> 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  
CIN - L25200MH1968PLC013914



The Company has now received the Consolidated Scrutinizer's Report, confirming details of voting through remote e-voting and e-voting at the AGM. Accordingly, as per the said Rules, on account of passing of resolutions with requisite majority, the resolutions specified in the Notice of AGM are deemed to be passed on the date of AGM i.e. on 5<sup>th</sup> August, 2020.

A disclosure of voting results of the meeting in terms of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the business considered and approved by the shareholders with an overwhelming majority are enclosed along 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 Limited**

**Anand Daga**

**Company Secretary & Head – Legal**

Encl.: As above

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CIN - L25200MH1968PLC013914

## V.I.P. Industries Limited

### Format for Voting Results

Date of AGM	05th August, 2020
Total Number of Shareholders as on Record Date (i.e. 29th July, 2020)	1,21,002
Number of Shareholders present in the meeting either in person or through Proxy;	Not Applicable as the meeting was conducted through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") in compliance with circulars issued by the Ministry of Corporate Affairs dated 8th April, 2020, 13th April, 2020 and 5th May, 2020 read with circular dated 12th May, 2020 issued by the SEBI
Promoters and Promoter Group	
Public	
Number of Shareholders attended the meeting through Video Conferencing ;	
Promoters and Promoter Group	9
Public	86

### Agenda- wise Disclosure

**Resolution No. 1 - To receive, consider and adopt the Audited Financial Statements of the Company on standalone and consolidated basis for the financial year ended 31st March, 2020 together with the Reports of the Board of Directors and the Auditors thereon.**

Resolution Required : (Ordinary/Special)		Ordinary							
Whether promoter/ promoter group are interested in the agenda/resolution?		No							
Category	Mode of Voting	No. of 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	No. of votes Invalid
		[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100	[8]
Promoter and Promoter Group	E-Voting	75544637	75544637	100.0000	75544637	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>75544637</b>	<b>100.0000</b>	<b>75544637</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	25568292	16495329	64.5148	16495329	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>16495329</b>	<b>64.5148</b>	<b>16495329</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	40204386	175484	0.4365	174948	536	99.6946	0.3054	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>175484</b>	<b>0.4365</b>	<b>174948</b>	<b>536</b>	<b>99.6946</b>	<b>0.3054</b>	<b>0.0000</b>
<b>Total</b>		<b>141317315</b>	<b>92215450</b>	<b>65.2542</b>	<b>92214914</b>	<b>536</b>	<b>99.9994</b>	<b>0.0006</b>	<b>0</b>

(Please note E Voting includes Remote E - Voting and E - Voting during AGM)



## V.I.P. Industries Limited

Resolution No. 2 -To confirm the interim dividend of Rs. 3.20 per equity share (160%) of face value of Rs. 2 each, already paid, as the final dividend for the financial year ended 31st March, 2020

Resolution Required : (Ordinary/Special)			Ordinary						
Whether promoter/ promoter group are interested in the agenda/resolution?			No						
Category	Mode of Voting	No. of 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	No. of votes Invalid
			[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	75544637	75544637	100.0000	75544637	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>75544637</b>	<b>100.0000</b>	<b>75544637</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public Institutions	E-Voting	25568292	17927646	70.1167	17927646	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>17927646</b>	<b>70.1167</b>	<b>17927646</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public Non Institutions	E-Voting	40204386	175374	0.4362	174758	616	99.6488	0.3512	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>175374</b>	<b>0.4362</b>	<b>174758</b>	<b>616</b>	<b>99.6488</b>	<b>0.3512</b>	<b>0</b>
<b>Total</b>		<b>141317315</b>	<b>93647657</b>	<b>66.2676</b>	<b>93647041</b>	<b>616</b>	<b>99.9993</b>	<b>0.0007</b>	<b>0</b>

(Please note E Voting includes Remote E - Voting and E - Voting during AGM)



## V.I.P. Industries Limited

**Resolution No. 3 -To appoint a Director in place of Mr. Dilip G. Piramal (DIN- 00032012), who retires by rotation and being eligible, seeks re-appointment**

**Resolution Required : (Ordinary/Special)**

**Ordinary**

**Whether promoter/ promoter group are interested in the agenda/resolution?**

**No**

Category	Mode of Voting	No. of 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	No. of votes Invalid
Promoter and Promoter Group	E-Voting	75544637	75544637	100.0000	75544637	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>75544637</b>	<b>100.0000</b>	<b>75544637</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public Institutions	E-Voting	25568292	17927646	70.1167	17462379	465267	97.4048	2.5952	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>17927646</b>	<b>70.1167</b>	<b>17462379</b>	<b>465267</b>	<b>97.4048</b>	<b>2.5952</b>	<b>0</b>
Public Non Institutions	E-Voting	40204386	175483	0.4365	174213	1270	99.2763	0.7237	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>175483</b>	<b>0.4365</b>	<b>174213</b>	<b>1270</b>	<b>99.2763</b>	<b>0.7237</b>	<b>0</b>
<b>Total</b>		<b>141317315</b>	<b>93647766</b>	<b>66.2677</b>	<b>93181229</b>	<b>466537</b>	<b>99.5018</b>	<b>0.4982</b>	<b>0</b>

(Please note E Voting includes Remote E - Voting and E - Voting during AGM)



## V.I.P. Industries Limited

Resolution No. 4 -Re-appointment of Mr. Amit Jatia (DIN 00016871) as Non- Executive Independent Director of the Company for a period of 5 (five) years w.e.f. 24th July, 2020 to 23rd July, 2025

Resolution Required : (Ordinary/Special)			Special						
Whether promoter/ promoter group are interested in the agenda/resolution?			No						
Category	Mode of Voting	No. of 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	No. of votes Invalid
			[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	75544637	75544637	100.0000	75544637	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>75544637</b>	<b>100.0000</b>	<b>75544637</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public Institutions	E-Voting	25568292	17927646	70.1167	17878591	49055	99.7264	0.2736	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>17927646</b>	<b>70.1167</b>	<b>17878591</b>	<b>49055</b>	<b>99.7264</b>	<b>0.2736</b>	<b>0</b>
Public Non Institutions	E-Voting	40204386	175354	0.4362	173839	1515	99.1360	0.8640	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>175354</b>	<b>0.4362</b>	<b>173839</b>	<b>1515</b>	<b>99.1360</b>	<b>0.8640</b>	<b>0</b>
<b>Total</b>		<b>141317315</b>	<b>93647637</b>	<b>66.2676</b>	<b>93597067</b>	<b>50570</b>	<b>99.9460</b>	<b>0.0540</b>	<b>0</b>

(Please note E Voting includes Remote E - Voting and E - Voting during AGM)



## V.I.P. Industries Limited

**Resolution No. 5 -Amendment of the Object Clause in the Memorandum of Association of the Company**

**Resolution Required : (Ordinary/Special)**

**Special**

**Whether promoter/ promoter group are interested in the agenda/resolution?**

**No**

Category	Mode of Voting	No. of 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	No. of votes Invalid
			[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	75544637	75544637	100.0000	75544637	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>75544637</b>	<b>100.0000</b>	<b>75544637</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public Institutions	E-Voting	25568292	17927646	70.1167	17927646	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>17927646</b>	<b>70.1167</b>	<b>17927646</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public Non Institutions	E-Voting	40204386	175245	0.4359	172495	2750	98.4308	1.5692	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>175245</b>	<b>0.4359</b>	<b>172495</b>	<b>2750</b>	<b>98.4308</b>	<b>1.5692</b>	<b>0</b>
<b>Total</b>		<b>141317315</b>	<b>93647528</b>	<b>66.2676</b>	<b>93644778</b>	<b>2750</b>	<b>99.9971</b>	<b>0.0029</b>	<b>0</b>

(Please note E Voting includes Remote E - Voting and E - Voting during AGM)



## V.I.P. Industries Limited

**Resolution No. 6 -Alteration in the Liability Clause of the Memorandum of Association of the Company**

**Resolution Required : (Ordinary/Special)**

**Special**

**Whether promoter/ promoter group are interested in the agenda/resolution?**

**No**

Category	Mode of Voting	No. of 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	No. of votes Invalid
			[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	75544637	75544637	100.0000	75544637	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>75544637</b>	<b>100.0000</b>	<b>75544637</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public Institutions	E-Voting	25568292	17927646	70.1167	17927646	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>17927646</b>	<b>70.1167</b>	<b>17927646</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public Non Institutions	E-Voting	40204386	175243	0.4359	172239	3004	98.2858	1.7142	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>175243</b>	<b>0.4359</b>	<b>172239</b>	<b>3004</b>	<b>98.2858</b>	<b>1.7142</b>	<b>0</b>
<b>Total</b>		<b>141317315</b>	<b>93647526</b>	<b>66.2676</b>	<b>93644522</b>	<b>3004</b>	<b>99.9968</b>	<b>0.0032</b>	<b>0</b>

(Please note E Voting includes Remote E - Voting and E - Voting during AGM)





## V.I.P. Industries Limited

Resolution No. 7 - Adoption of new Articles of Association of the Company containing clauses in conformity with the Companies Act, 2013

Resolution Required : (Ordinary/Special)

Special

Whether promoter/ promoter group are interested in the agenda/resolution?

No

Category	Mode of Voting	No. of 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	No. of votes Invalid
Promoter and Promoter Group	E-Voting	75544637	75544637	100.0000	75544637	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>75544637</b>	<b>100.0000</b>	<b>75544637</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public Institutions	E-Voting	25568292	17925738	70.1093	17746764	178974	99.0016	0.9984	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>17925738</b>	<b>70.1093</b>	<b>17746764</b>	<b>178974</b>	<b>99.0016</b>	<b>0.9984</b>	<b>0</b>
Public Non Institutions	E-Voting	40204386	175375	0.4362	172688	2687	98.4679	1.5321	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>175375</b>	<b>0.4362</b>	<b>172688</b>	<b>2687</b>	<b>98.4679</b>	<b>1.5321</b>	<b>0</b>
<b>Total</b>		<b>141317315</b>	<b>93645750</b>	<b>66.2663</b>	<b>93464089</b>	<b>181661</b>	<b>99.8060</b>	<b>0.1940</b>	<b>0</b>

(Please note E Voting includes Remote E - Voting and E - Voting during AGM)



Tel 022-2283 1120  
022-2283 1134



## ***Ragini Chokshi & Co.*** ***Company Secretaries***

34, Kamer Building, 5<sup>th</sup> Floor, 38 Cawasji Patel Street, Fort, Mumbai- 400 001

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Web: [csraginichokshi.com](http://csraginichokshi.com)

### **CONSOLIDATED SCRUTINIZER'S REPORT**

[Pursuant to Section 108 of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014 read with amendments made thereto and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]]

To,  
The Chairman,  
53<sup>rd</sup> Annual General Meeting  
**V.I.P. INDUSTRIES LIMITED**

Dear Sir,

#### **1. Appointment as Scrutinizer:**

I, Ragini Chokshi, Partner of M/s. Ragini Chokshi & Co., a Company Secretary Firm, having its registered office at 34, 5th Floor, Kamer Building, 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 scrutinizing the remote e-voting and voting through electronic voting system during the 53<sup>rd</sup> Annual General Meeting ('AGM') carried out as per the provisions of Section 108 of the Companies Act, 2013 (the "Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 read with amendments made thereto and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') on the businesses contained in the Notice of the 53<sup>rd</sup> AGM of the Members of the Company, held on Wednesday, 5<sup>th</sup> August, 2020 at 4:00 p.m.(IST) through Video Conferencing facility / Other Audio Visual Means ('VC / OAVM').

#### **2. Our Responsibility:**

The management of the Company is responsible to ensure the compliance with the requirements of the Act, Rules and notifications and SEBI Listing Regulations relating to voting through electronic means on the businesses set out in the Notice of the 53<sup>rd</sup> AGM of the Members of the Company. Our responsibility as a Scrutinizer is restricted in submitting a Consolidated Scrutinizer's Report on the voting on the resolutions set out in the Notice, based on the reports generated from the e-Voting system of National Securities Depository Limited ("NSDL"), the authorized agency to provide remote e-Voting facilities before and during the AGM, engaged by the Company.



### 3. Dispatch of Notice convening AGM

- i) The notice (in respect of the below mentioned resolutions passed at the AGM of the Company ) along with Annual Report 2019-20, as confirmed by the Company was sent to the shareholders on 13<sup>th</sup> July, 2020 through electronic mode to those Members whose email addresses are registered with the Company/Depositories, in compliance with the MCA Circular dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars") and SEBI Circular dated May 12, 2020. The Company in compliance with the above circulars published Newspaper Advertisement in The Financial Express (English) and Mumbai Lakshadeep (Marathi) on 11<sup>th</sup> July, 2020 i.e. pre-dispatch of Notice to shareholders and also published Newspaper Advertisement in The Financial Express (English) and Mumbai Lakshadeep (Marathi) on 15<sup>th</sup> July, 2020 as per the Companies Act, 2013 i.e. Post dispatch of Notice to shareholders specifying all the necessary information as prescribed under the rules, circulars and Act.
- ii) The Company had availed the facility for conducting remote e-voting by the Shareholders of the Company and also voting through e-voting system during the AGM ("e-voting") offered by National Securities Depository Limited ("NSDL"). The Company hosted the notice of AGM on the website of the Company, National Securities Depository Limited (NSDL) and also uploaded on the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively.

### 4. Cut-off date

Voting rights were reckoned as on Wednesday, 29<sup>th</sup> July, 2020, being the cut-off date for the purpose of deciding the entitlements of members for remote e-voting and e-voting during the AGM.

### 5. E-voting process

- i) **Agency:** The Company had appointed National Securities Depository Limited ("NSDL") as the agency for providing the platform for remote e-voting and e-voting during the AGM.
- ii) **Remote e-voting period:** The Remote e-voting remained open 9:00 a.m. on Sunday, 2<sup>nd</sup> August, 2020 till 05:00 p.m. on Tuesday, 4<sup>th</sup> August, 2020.

The votes cast were unblocked on Wednesday, 5<sup>th</sup> August, 2020 after the conclusion of the AGM and was witnessed by two witnesses, who are not in the employment of the Company. They have signed below in confirmation of the same.

S. Phadnis

Name: Saraswati Phadnis

Pradi

Name: Pradi Dhuri

- iii) **Voting at the AGM:** After the time fixed for closing of the e-voting by the Chairman, the electronic system recording the e-voting (e-votes) was locked by NSDL.

The e-votes cast were unblocked on Wednesday, 5<sup>th</sup> August, 2020 after the conclusion of the AGM.



I hereby submit the Consolidated Scrutinizer's Report based on the results of remote e-voting and e-voting during the AGM based on the reports downloaded from the e-voting website of NSDL and relied upon by me as under:

### CONSOLIDATED RESULTS

**Item No 1: Ordinary Resolution**

To receive, consider and adopt the Audited Financial Statements of the Company on standalone and consolidated basis for the financial year ended 31st March, 2020 together with the Reports of the Board of Directors and the Auditors thereon.

(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	284	92095515	99.87
Voting at the AGM	24	119399	0.13
Total	308	92214914	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	6	531	0.00
Voting at the AGM	1	5	0.00
Total	7	536	0.00

**Item No 2: Ordinary Resolution**

To confirm the interim dividend of Rs. 3.20 per equity share (160%) of face value of Rs. 2 each, already paid, as the final dividend for the financial year ended 31<sup>st</sup> March, 2020.

(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	281	93527642	99.87
Voting at the AGM	24	119399	0.13
Total	305	93647041	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	10	611	0.00
Voting at the AGM	1	5	0.00
Total	11	616	0.00



**Item No 3: Ordinary Resolution**

To appoint a Director in place of Mr. Dilip G. Piramal (DIN- 00032012), who retires by rotation and being eligible, seeks re-appointment.

(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	269	93061835	99.37
Voting at the AGM	23	119394	0.13
Total	292	93181229	99.50

(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	23	466526	0.50
Voting at the AGM	3	11	0.00
Total	26	466537	0.50

**Item No 4: Special Resolution**

Re-appointment of Mr. Amit Jatia (DIN 00016871) as Non- Executive Independent Director of the Company for a period of 5 (five) years w.e.f. 24<sup>th</sup> July, 2020 to 23<sup>rd</sup> July, 2025.

(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	270	93477668	99.82
Voting at the AGM	24	119399	0.13
Total	294	93597067	99.95

(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	22	50565	0.05
Voting at the AGM	1	5	0.00
Total	23	50570	0.05

**Item No 5: Special Resolution**

Amendment of the Object Clause in the Memorandum of Association 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	272	93525379	99.87
Voting at the AGM	24	119399	0.13
Total	296	93644778	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	18	2745	0.00
Voting at the AGM	1	5	0.00
Total	19	2750	0.00

**Item No 6: Special Resolution**

Alteration in the Liability Clause of the Memorandum of Association 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	267	93525123	99.87
Voting at the AGM	24	119399	0.13
Total	291	93644522	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	22	2999	0.00
Voting at the AGM	1	5	0.00
Total	23	3004	0.00

**Item No 7: Special Resolution**

Adoption of new Articles of Association of the Company containing clauses in conformity with the Companies Act, 2013.

(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	270	93344690	99.68



Voting at the AGM	24	119399	0.13
Total	294	93464089	99.81

(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	20	181656	0.19
Voting at the AGM	1	5	0.00
Total	21	181661	0.19

**Note:** Figures have been rounded off to the nearest two decimal.

**RESULTS:**

The Electronic Records containing details of the Members, who voted "IN FAVOUR", or "AGAINST" for each resolution under remote e-Voting and e - voting at the AGM has been handed over to the Company Secretary for safe custody.

The above mentioned resolutions are deemed to be passed with requisite majority as on the date of the 53<sup>rd</sup> AGM of the Company i.e. Wednesday 5<sup>th</sup> August, 2020.

Thanking You,

Yours faithfully,

Place: Mumbai  
Date: 05-08-2020

For RAGINI CHOKSHI & CO

*R. K. Chokshi*



RAGINI CHOKSHI  
(Partner)  
Membership No: 2390  
C.P. Number: 1436  
UDIN: F002390B000554392

Countersigned

For V.I.P INDUSTRIES LIMITED

DILIP  
GOPIKISAN  
PIRAMAL

Digitally signed by  
DILIP GOPIKISAN  
PIRAMAL  
Date: 2020.08.06  
13:43:29 +05'30'

Chairman

53<sup>rd</sup> Annual General Meeting