



VAIBHAV GLOBAL LIMITED

Ref: VGL/CS/2019/108

Date: 30th July, 2019

**National Stock Exchange of
India Limited (NSE)**
Exchange Plaza, C-I, Block G
Bandra Kurla Complex
Bandra, Mumbai-400051
Symbol: VAIBHAVGBL

BSE Limited
Phiroze jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001
Scrip Code: 532156

Sub: 30th Annual General Meeting (AGM) and Voting Results

The 30th Annual General Meeting of the members of Vaibhav Global Limited ('the Company') was held on Tuesday 30th July, 2019 at 10.00 AM (IST) at E-69, EPIP, Sitapura, Jaipur - 302022.

In this regard, please find enclosed the following:

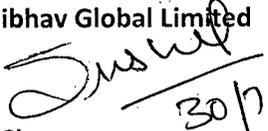
1. Brief proceedings as required under the Regulation 30, Part A of Schedule - III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as **Annexure – I**.
2. Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as **Annexure - II**.
3. Report of Scrutinizer dated 30th July, 2019, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (4) (xii) of the Companies (Management and Administration), Rules 2014 as **Annexure - III**.

This is for your information and record.

Thanking you.

Yours truly,

For Vaibhav Global Limited


Sushil Sharma

Company Secretary

Membership No. : F-6536



Brief Proceedings of the 30th Annual General Meeting:

The 30th Annual General Meeting of the members of Vaibhav Global Limited ('the Company') was held on Tuesday, 30th July, 2019 at 10.00 AM at E-69, EPIP, Sitapura, Jaipur – 302022

The Company Secretary commenced the meeting by welcoming the shareholders at 30th Annual General Meeting and introduced the Directors/dignitaries sitting on the dais.

Mr. Harsh Bahadur, Chairman, took the chair and after ascertaining presence of requisite quorum, called the meeting in order. He gave an overview of the financial performance of the Company for the financial year ended 31st March, 2019 and addressed the Shareholders.

With the permission of the members, the Agenda, Director's Report, Auditor's Report were taken as read.

The Company Secretary informed that the Company has provided remote e-voting facility to the Members of the Company in respect of business to be transacted at the Annual General Meeting. The remote e-voting was commenced on Friday, 26th July, 2019 at 10.00 a.m. and ended on Monday, 29th July, 2019 at 5.00 p.m.

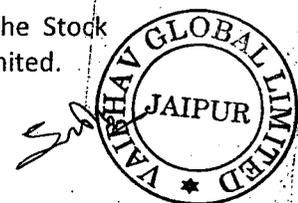
He further informed that the Company has arranged for ballot voting on all the business to be transacted at the Annual General Meeting for those members who could not cast their vote by remote e-voting.

Mr. B.K. Sharma, Company Secretary in practice, was appointed as Scrutinizer for remote e-voting process and the ballot voting process. The following Resolutions were stated in the notice of 30th Annual General Meeting were commended for the consideration and approval of the members:

Sr. No.	Particulars	Type of Resolution
	Ordinary Business:	
1.	Adoption of Financial Statements (Standalone & Consolidated) for the financial year ended 31 st March, 2019 and reports of the Board of Directors and Auditors thereon.	Ordinary Resolution
2.	Re-appointment of Mr. Nirmal Kumar Bardiya (DIN : 00044624) as a Director, who retires by rotation and being eligible offered himself for the re-appointment.	Ordinary Resolution
3.	Declaration of Final Dividend Rs. 5.00 per equity share for the year ended 31 st March, 2019 and to confirm an interim dividend of Rs 5.00 per equity share, already paid during the year 2018-19.	Ordinary Resolution
	Special Business:	
4.	Adoption of new set of Articles of Association of the Company	Special Resolution
5.	Alteration of the Object Clause & Liability Clause of the Memorandum of Association of the Company	Special Resolution

Thereafter, the shareholders voted at the meeting through ballot voting process.

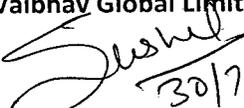
It was informed to the members that the result of voting shall be disseminated to the Stock Exchanges and also uploaded on the website of the Company and Karvy Fintech Private Limited.



The Meeting was concluded at 10:19 A.M. with vote of thanks to the Chair and thanks to the members and others for attending the 30th Annual General Meeting.

Post completion of the Annual General Meeting, the Scrutinizer took the custody of the remote e-voting and Ballot paper at the venue of the meeting. The Scrutinizer submitted their Report post verification of the votes. As per the report submitted by the Scrutinizer considering the results of the remote e-voting and Ballot Paper at the venue, all the resolutions embodied in the Notice of Annual General Meeting dated 21st May, 2019 were passed with requisite majority.

For Vaibhav Global Limited


30/7/19
Sushil Sharma

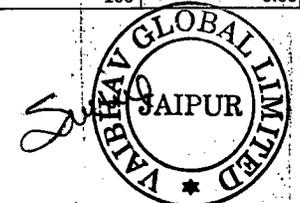
Company Secretary

Membership No. : F6536



VOTING RESULTS

Company Name		VAIBHAV GLOBAL LIMITED						
Date of the AGM/EGM		30-Jul-19						
Total number of shareholders on record date		6741						
No. of shareholders present in the meeting either in person or through proxy:								
Promoters and Promoter Group:		5						
Public:		37						
No. of Shareholders attended the meeting through Video Conferencing								
Promoters and Promoter Group:		0						
Public:		0						
Resolution - 1								
Item No. 1	To receive, consider and adopt the Audited Financial Statements (Standalone and Consolidated) of the Company for the financial year ended 31st March, 2019 together with the Reports of the Board of Directors and 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 (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Public- Institutional Holders	E-Voting	9,467,863	6,317,461	66.73	6,317,461	0	100	0.00
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Promoter and Promoter Group	E-Voting	18,965,060	18,962,060	99.98	18,962,060	0	100	0.00
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public- Others	E-Voting	4,388,410	803,001	18.30	802,999	2	100	0.00
	Poll		5,347	0.12	5,347	0	100	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
Total		32,821,333	26,087,869	79.48	26,087,867	2	100	0.00



Resolution - 2

Item No. 2	To appoint Mr. Nirmal Kumar Bardia (DIN : 00044624) who retires by rotation at this Annual General Meeting and being eligible, offers himself for reappointment							
Resolution required: (Ordinary/ Special)	ORDINARY							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Public- Institutional Holders	E-Voting	9,467,863	6,317,461	66.73	6,165,852	151,609	97.60	2.40
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Promoter and Promoter Group	E-Voting	18,965,060	18,962,060	99.98	18,962,060	0	100	0.00
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public- Others	E-Voting	4,388,410	803,001	18.30	802,999	2	100	0.00
	Poll		5,347	0.12	5,347	0	100	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
Total		32,821,333	26,087,869	79.48	25,936,258	151,611	99.42	0.58

Resolution - 3

Item No. 3	To declare a final dividend of Rs. 5.00 per equity share for the year ended 31st March, 2019 and to confirm an interim dividend of Rs. 5.00 per equity share, already paid during the year 2018-19.							
Resolution required: (Ordinary/ Special)	ORDINARY							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Public- Institutional Holders	E-Voting	9,467,863	6,317,461	66.73	6,317,461	0	100	0.00
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Promoter and Promoter Group	E-Voting	18,965,060	18,962,060	99.98	18,962,060	0	100	0.00
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public- Others	E-Voting	4,388,410	803,001	18.2982	803000	1	100	0.00
	Poll		5,347	0.12	5,347	0	100	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
Total		32,821,333	26,087,869	79.48	26,087,868	1	100	0.00

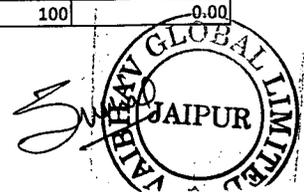


Resolution - 4

Item No. 4		Adoption of new set of Articles 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 (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Public- Institutional Holders	E-Voting	9,467,863	6,317,461	66.73	6,302,030	15,431	99.76	0.24
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Promoter and Promoter Group	E-Voting	18,965,060	18,962,060	99.98	18,962,060	0	100	0.00
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public- Others	E-Voting	4,388,410	803,001	18.30	802,999	2	100	0.00
	Poll		5,347	0.12	5,347	0	100	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
Total		32,821,333	26,087,869	79.48	26,072,436	15,433	99.94	0.06

Resolution - 5

Item No. 5		Alteration of the Object Clause & 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 (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Public- Institutional Holders	E-Voting	9,467,863	6,317,461	66.73	6,317,461	0	100	0.00
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Promoter and Promoter Group	E-Voting	18,965,060	18,962,060	99.98	18,962,060	0	100	0.00
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public- Others	E-Voting	4,388,410	803,001	18.30	802,999	2	100	0.00
	Poll		5,347	0.12	5,347	0	100	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
Total		32,821,333	26,087,869	79.48	26,087,867	2	100	0.00





Report of Scrutinizer

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (4) (xii) and of the Companies (Management and Administration) Rules, 2014 as amended up to date.]

To

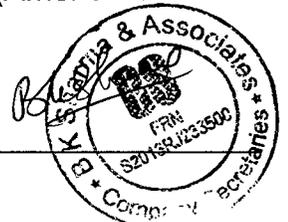
The Chairman,

30th Annual General Meeting of the Equity Shareholders of Vaibhav Global Limited held on Tuesday, 30th July, 2019 at E-69, EPIP, Sitapura, Jaipur-302 022 at 10.00 AM and concluded at 10.19 AM.

Dear Sir,

I, Brij Kishore Sharma, Proprietor of M/s. B K Sharma & Associates, Company Secretaries, having its registered office at AB-162, Vivekanand Marg, Nirman Nagar, Ajmer Road, Jaipur- 302019, was appointed as Scrutinizer by the Board of Directors of the Vaibhav Global Limited for the purpose of scrutinizing e-voting process (Remote E-Voting) and the voting by means of Physical Ballot paper at the Meeting pursuant to Section 108 of The Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 as amended up to date, in respect of the below mentioned resolution(s) proposed at the 30th Annual General Meeting of the Equity Shareholders of Vaibhav Global Limited, held on Tuesday, the 30th July, 2019 at 10:00 A.M., at E-69, EPIP, Sitapura, Jaipur-302022, submit my Report as under:

1. The Compliance with the Provisions of the Companies Act, 2013 and the Rules made there under relating to voting through electronic means (by remote e-voting) and voting by use of ballot paper at the AGM by the Shareholders on the Resolutions proposed in the Notice of 30th Annual General Meeting of the Company is the responsibility of the management. My responsibility as scrutinizer is to ensure that voting process both through electronic means and by use of ballot paper at the meeting are concluded in a fair and transparent manner and render consolidated Scrutinizer's Report of the total votes cast in favour or against if any, to the Chairman/Company Secretary on the Resolutions, based on the reports generated from the electronic voting system provided by Karvy Fintech Private Limited and voting by ballot papers provided by the company at the Meeting.
2. In accordance with the advertisement published pursuant to Rule 20(4) (V) of The Companies (Management and Administration) Rule, 2014 (Amendment





B K Sharma & Associates

Company Secretaries

Rules, 2015) on July 5, 2019, the Remote E-voting opened at 10.00 AM on Friday the 26th July, 2019 and remained opened up to 05.00 PM. on Monday the 29th July, 2019.

3. The Equity Shareholders holding shares as on the "cut off" date i.e. Tuesday, 23rd July, 2019, were entitled to vote on the proposed resolutions (Item no. 1 to 5) as set out in the Notice dated 21st May, 2019 convening the 30th Annual General Meeting of Vaibhav Global Limited.
4. After the end of Remote e-voting period i.e. 29th July, 2019 at 5.00 P.M., the details of the Members, who have cast votes through remote e-voting, were downloaded from the e-voting website of the Karvy Fintech Private Limited (Karvy) <https://evoting.karvy.com> and I was provided access to details of the members who have opted for the e-voting. The details such as the name of the member, folio No. and number of shares held by the member have been seen to ensure that these members do not vote again at the Annual General Meeting. However the manner in which votes were cast by the members were not available.
5. After declaration of voting by means of physical ballot paper by the Chairman at the AGM, the physical ballot paper circulated to those shareholder who have attended the meeting and had not cast vote earlier through remote e-voting.
6. At the Venue of AGM one empty ballot box was kept for voting through Ballot papers, was locked in my presence with due identification marks placed by me.
7. After the time fixed for closing of the poll, the locked ballot box was opened in my presence along with the presence of two witnesses, Mr. Suresh Kumar Dalmia, A-29, Kirti Nagar, Tonk Road, Jaipur-302018 and Mr. Girdhar Singh Naruka, 52, Bhagirath Nagar, Gopalpura Bye-pass, Jaipur-302018, (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: Suresh Kumar Dalmia

Name: Girdhar Singh Naruka





B K Sharma & Associates
Company Secretaries

The Poll paper was diligently scrutinized. The poll paper was reconciled with the records maintained by M/S Karvy Fintech Private Limited, Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.

8. We did not find any poll paper invalid.
9. The Remote E-voting was unblocked on Tuesday the 30th July, 2019 at 10.42 A.M. after conclusion of voting at the AGM in the presence of two witnesses, Mr. Suresh Kumar Dalmia, A-29, Kirti Nagar, Tonk Road, Jaipur-302018 and Mr. Girdhar Singh Naruka, 52, Bhagirath Nagar, Gopalpura Bye-pass, Jaipur-302018, (who are not in the employment of the Company). They have signed below in confirmation of the votes being unblocked in their presence.

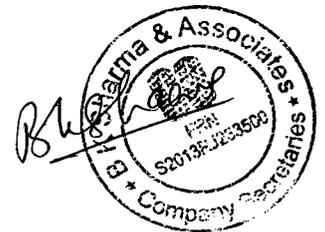


.....
Name: Suresh Kumar Dalmia



.....
Name: Girdhar Singh Naruka

10. Thereafter, e-voting results / list of equity shareholders, who have voted "For and Against", were, downloaded from the Remote E-voting website of Karvy Fintech Private Limited i.e. <https://evoting.karvy.com> .
11. The overall result of Remote E-voting and Poll at AGM is as under :





a) Resolution No.1: (Ordinary Resolution)

Adoption of Financial Statements:

To receive, consider and adopt the Audited Financial Statements (Standalone and Consolidated) of the Company for the financial year ended 31st March, 2019 together with the Reports of the Board of Directors and Auditors thereon.

(i) Voted in favour of resolution:

Mode of Polling	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	44	26082520	99.9795
Ballot at AGM	8	5347	0.0205
Total	52	26087867	100.00

(ii) Voted against the resolution:

Mode of Polling	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	2	2	0.00
Ballot at AGM	-	-	-
Total	2	2	0.00

(iii) Invalid/Abstained votes:

Mode of Polling	Total numbers of members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	-	-
Ballot at AGM	-	-
Total	-	-





b) Resolution No. 2- (Ordinary Resolution)

Re-appointment of Mr. Nirmal Kumar Bardia as a Director, liable to retire by rotation

To appoint a Director in place of Mr. Nirmal Kumar Bardia (DIN: 00044624) who retires by rotation at this Annual General Meeting and, being eligible, offers himself for re-appointment.

(i) Voted in favour of resolution:

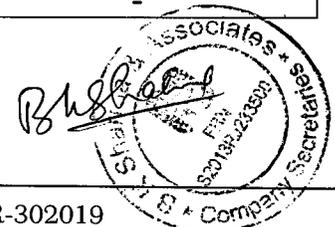
Mode of Polling	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	24	25930911	99.3983
Ballot at AGM	8	5347	0.0205
Total	32	25936258	99.4188

(ii) Voted against the resolution:

Mode of Polling	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	22	151611	0.5812
Ballot at AGM	-	-	
Total	22	151611	0.5812

(iii) Invalid/Abstained votes:

Mode of Polling	Total numbers of members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	-	-
Ballot at AGM	-	-
Total	-	-





c) Resolution No. 3- (Ordinary Resolution)

Declaration of dividend

To declare a final dividend of Rs. 5.00 per equity share for the year ended 31st March, 2019 and to confirm an interim dividend of Rs. 5.00 per equity share, already paid during the year 2018-19.

(i) Voted in favour of resolution:

Mode of Polling	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	45	26082521	99.9795
Ballot at AGM	8	5347	0.0205
Total	53	26087868	100.00

(ii) Voted against the resolution:

Mode of Polling	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	1	1	0.00
Ballot at AGM	-	-	0.00
Total	1	1	0.00

(iii) Invalid/Abstained votes:

Mode of Polling	Number of members voted	Total number of votes cast by them
Remote E-voting	-	-
Ballot at AGM	-	-
Total	-	-





d) Resolution No. 4 - (Special Resolution)
Adoption of new set of Articles of Association of the Company

(i) Voted in favour of resolution:

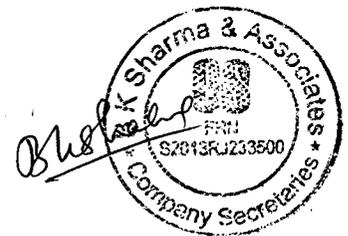
Mode of Polling	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	42	26067089	99.9203
Ballot at AGM	8	5347	0.0205
Total	50	26072436	99.9408

(ii) Voted against the resolution:

Mode of Polling	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	4	15433	0.0592
Ballot at AGM	-	-	0.0592
Total	4	15433	0.0592

(iii) Invalid/Abstained votes:

Mode of Polling	Number of members voted	Total number of votes cast by them
Remote E-voting	-	-
Ballot at AGM	-	-
Total	-	-





e) Resolution No. 5 - (Special Resolution)
Alteration of the Object Clause & Liability Clause of the Memorandum of Association of the Company

(i) Voted in favour of the resolution:

Mode of Polling	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	44	26082520	99.9795
Ballot at AGM	8	5347	0.0205
Total	52	26087867	100.00

(ii) Voted against the resolution:

Mode of Polling	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	2	2	0.00
Ballot at AGM	-	-	-
Total	2	2	0.00

(iii) Invalid/Abstained votes:

Mode of Polling	Number of members voted	Total number of votes cast by them
Remote E-voting	-	-
Ballot at AGM	-	-
Total	-	-





B K Sharma & Associates
Company Secretaries

10. The electronic data and all other relevant records relating to Remote E-voting and Physical voting through Ballot papers at AGM venue will remain in my safe custody until the chairman considers, approves and signs the Minutes of the 30th Annual General Meeting and the same shall be handed over thereafter to the Chairman/ Company Secretary for the safe keeping.

Thanking you.

For **B K Sharma & Associates**
Company Secretaries
FRN: S2013RJ233500

Brij Kishore Sharma

[Brij Kishore Sharma]
Proprietor
CP. NO- 12636
M. No.: F 6206



Place: Jaipur
Dated: 30th July, 2019

Countersigned by
For Vaibhav Global Limited



Sushil
30/07/2019

Chairman / Company Secretary