



VAIBHAV GLOBAL LIMITED

Ref: VGL/CS/2020/120

Date: 31st July, 2020

**National Stock Exchange of
India Limited (NSE)**
Exchange Plaza, C-1, Block G
Bandra Kurla Complex
Bandra, Mumbai-400051
Symbol: VAIBHAVGBL

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

Sub: 31st Annual General Meeting (AGM) and Voting Results

The 31st Annual General Meeting of the members of Vaibhav Global Limited ('the Company') was held on Thursday 30th July, 2020 at 09.00 AM (IST) through Video Conferencing (VC) / Other Audio Visual Means (OAVM).

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 31st July, 2020, 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



Brief Proceedings of the 31st Annual General Meeting

The 31st Annual General Meeting (AGM) of the members of Vaibhav Global Limited ('the Company') was held on Thursday, 30th July, 2020 at 09.00 AM (IST) through Video Conferencing (VC) / Other Audio Visual Means (OAVM). The meeting was held in compliance with the General Circular numbers 20/2020, 14/2020, 17/2020 issued by the Ministry of Corporate Affairs (MCA) and Circular number SEBI/HO/CFD/CMD1/CIR/P/2020/79 issued by the Securities and Exchange Board of India (SEBI) and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder.

The Company Secretary commenced the meeting by welcoming all participants at 31st Annual General Meeting (AGM) who were participating the Meeting through Video Conferencing (VC) / Other Audio-Visual Means (OAVM) and he also briefed the general instruction regarding participation in the meeting through video conferencing. He also informed that the Register of Directors and KMP, the Register of Contracts or Arrangements, have been made available for inspection electronically by the members during the AGM.

Mr. Harsh Bahadur, chaired the meeting and welcomed all shareholders, directors, auditors and other invitees who has joined the meeting and informed that this annual general meeting is being held through video conference in accordance with the circulars issued by the Ministry of Corporate Affairs and SEBI. The Board members introduced themselves during the meeting. Thereafter he confirmed that requisite quorum was present and called the meeting in order. He addressed the shareholders followed by presentation of Mr. Sunil Agrawal, Managing Director. Thereafter, he informed that the Company had provided remote e-voting facility to members to cast the votes on all resolutions set forth in the Notice. Members who could not cast their votes through remote e-voting and who are participating in this meeting can cast their vote through the e-voting system provided by Kfin Technologies.

The Chairman also informed that the Audit report on standalone & Consolidated financial statements, the secretarial audit report of the Company for the financial year 2019-20 do not contain any qualification, reservation and adverse remark and disclaimer and the same shall be taken as read.

With the permission of the members, the Notice of 31st AGM and Director's Report, were taken as read.

During Q & A session, the speaker shareholders asked the questions and expressed their views. Thereafter the questions received during the meeting through given platform were read by Company Secretary. The Managing Director responded to the questions asked by the members.

The voting for the members attending the AGM, who could not cast their vote by remote e-voting, was opened and remained open for till 15 minutes after conclusion of the Meeting.

The Company Secretary was authorized to announce the results at the earliest. It was informed that the results shall be disseminated at the website of the company and shall be communicated to the stock exchanges. The resolutions shall deem to be passed in this AGM subject to receipt of requisite votes.

The meeting was declared as closed after thanks to the members who attended the meeting. The Meeting was concluded at 10:19 A.M (IST).



Company Name	VAIBHAV GLOBAL LIMITED
Date of the AGM/EGM	30-Jul-20
Total number of shareholders on record date	10431
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	9
Public:	60

Resolution - 1

Item No. 1	Adoption of Financial Statements										
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	Votes Invalid	Votes Abstained	
Promoter and Promoter Group	E-Voting	1,89,40,060	1,89,37,060	99.98	1,89,37,060	0	100	0	0	0	
	Poll		-	-	-	-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	-	-	-	-
	Total		1,89,37,060	99.98	1,89,37,060	0	100	0	0	0	
Public- Institutions	E-Voting	1,01,96,501	96,80,082	94.94	96,80,082	0	100	0	0	796	
	Poll		-	-	-	-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	-	-	-	
	Total		96,80,082	94.9353	96,80,082	0	100	0	0	796	
Public- Non Institutions	E-Voting	32,37,640	7,63,480	23.58	7,63,480	0	100	0	0	0	
	Poll		1,086	0.03	1,086	0	100	0	0	0	
	Postal Ballot (if applicable)		-	-	-	-	-	-	-	-	
	Total		7,64,566	23.61	7,64,566	0	100	0	0	0	
Total		3,23,74,201	2,93,81,708	90.76	2,93,81,708	0	100	0	0	796	



Resolution - 2

Item No. 2		Re-appointment of Mrs. Sheela Agarwal as a Director, liable to retire by rotation								
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	1,89,40,060	1,89,37,060	99.98	1,89,37,060	0	100	0	0	0
	Poll		-	-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-	-
	Total		1,89,37,060	99.98	1,89,37,060	0	100	0.0000	0	0
Public- Institutions	E-Voting	1,01,96,501	96,80,878	94.94	96,70,775	10,103	99.90	0.10	0	0
	Poll		-	-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-	-
	Total		96,80,878	94.94	96,70,775	10,103	99.90	0.10	0	0
Public- Non Institutions	E-Voting	32,37,640	7,63,480	23.58	7,63,480	0	100	0	0	0
	Poll		1,086	0.03	1,086	0	100	0	0	0
	Postal Ballot (if applicable)		-	-	-	-	-	-	-	-
	Total		7,64,566	23.61	7,64,566	0	100	0	0	0
Total		3,23,74,201	2,93,82,504	90.76	2,93,72,401	10,103	99.97	0.03	0	0

Resolution No - 3

Item No. 3		Declaration of dividend								
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	1,89,40,060	1,89,37,060	99.98	1,89,37,060	0	100	0	0	0
	Poll		-	-	-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	-	-	
	Total		1,89,37,060	99.98	1,89,37,060	0	100	0	0	0
Public- Institutions	E-Voting	1,01,96,501	96,80,878	94.94	96,80,878	0	100	0	0	0
	Poll		-	-	-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	-	-	
	Total		96,80,878	94.94	96,80,878	0	100	0	0	0
Public- Non Institutions	E-Voting	32,37,640	7,63,480	23.58	7,63,480	0	100	0	0	0
	Poll		1,086	0.03	1,086	0	100	0	0	0
	Postal Ballot (if applicable)		-	-	-	-	-	-	-	
	Total		7,64,566	23.61	7,64,566	0	100	0	0	0
Total		3,23,74,201	2,93,82,504	90.76	2,93,82,504	0	100	0	0	0

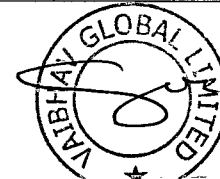


Resolution No. - 4

Item No. 4		Appointment of Ms. Monica Justice as an Independent Director of the Company								
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	1,89,40,060	1,89,37,060	99.98	1,89,37,060	0	100	0	0	0
	Poll		-	-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-	-
	Total		1,89,37,060	99.98	1,89,37,060	0	100	0	0	0
Public- Institutions	E-Voting	1,01,96,501	96,80,878	94.9431	96,80,878	0	100	0	0	0
	Poll		-	-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-	-
	Total		96,80,878	94.94	96,80,878	0	100	0	0	0
Public- Non Institutions	E-Voting	32,37,640	7,63,480	23.58	7,63,480	0	100	0	0	0
	Poll		1,086	0.03	1,086	0	100	0	0	0
	Postal Ballot (if applicable)		-	-	-	-	-	-	-	-
	Total		7,64,566	23.61	7,64,566	0	100	0	0	0
Total		3,23,74,201	2,93,82,504	90.76	2,93,82,504	0	100	0	0	0

Resolution No. - 5

Item No. 5		Re-appointment of Mr. Sunil Goyal as an Independent Director 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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	1,89,40,060	1,89,37,060	99.98	1,89,37,060	0	100	0	0	0
	Poll		-	-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-	-
	Total		1,89,37,060	99.98	1,89,37,060	0	100	0	0	0
Public- Institutions	E-Voting	1,01,96,501	96,80,878	94.94	96,76,590	4,288	99.96	0.04	0	0
	Poll		-	-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-	-
	Total		96,80,878	94.94	96,76,590	4,288	99.96	0.04	0	0
Public- Non Institutions	E-Voting	32,37,640	7,63,480	23.58	7,63,480	0	100	0	0	0
	Poll		1,086	0.03	1,086	0	100	0	0	0
	Postal Ballot (if applicable)		-	-	-	-	-	-	-	-
	Total		7,64,566	23.61	7,64,566	0	100	0	0	0
Total		3,23,74,201	2,93,82,504	90.76	2,93,78,216	4,288	99.99	0.01	0	0





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,
Vaibhav Global Limited

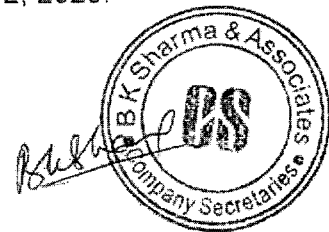
Dear Sir,

Sub.: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and General Circular Nos. for the 31st Annual General Meeting of Vaibhav Global Limited held on Thursday, July 30, 2020 at 9:00a.m. through video conferencing ('VC') / other audio visual means ('OAVM') concluded at 10:19 a.m..

I, B K Sharma, Practicing Company Secretaries, has been appointed as Scrutinizer by the Board of Directors of Vaibhav Global Limited pursuant to Section-108 of The Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended to conduct the remote e-voting process in respect of the below mentioned resolutions at the 31st Annual General Meeting of Vaibhav Global Limited, held on Thursday, the 30th July, 2020 at 09:00 A.M., through Video Conferencing (VC)/ Other Audio Visual Means (OAVM).

I was also appointed as Scrutinizer to scrutinize the e-voting process during the said AGM.

The notice dated May 27, 2020, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions passed at the AGM of the Company 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 had availed the e-voting facility from KFin Technologies Private Limited (KFintech) for conducting remote e-voting and e-voting during AGM by the Shareholders of the Company.

The voting period for remote e-voting commenced on Sunday, July 26, 2020 (10:00 a.m. IST) and ended on Wednesday, July 29, 2020 (5:00 p.m. IST) and the KFintech e-voting platform was blocked thereafter.

The Company had also provided e-voting facility to the shareholders present at the AGM through Insta Poll and who had not cast their vote earlier.

The shareholders of the Company holding shares as on the "cut-off" date of Thursday, July 23, 2020 were entitled to vote on the resolutions as contained in the Notice of the AGM.

After the closure of e-voting at the AGM, the E-voting was unblocked on Thursday the 30th July, 2020 at 10.54 A.M. in the presence of two witnesses, Ms. Vanshika Gupta, 15-A, Vishveshwariya Nagar, Gopalpura Bypass, Jaipur-302018, Rajasthan and Ms. Sakshi Agarwal, Plot-48, Vikas Nagar, Heerapura, Jaipur-302021, Rajasthan, (who are not in the employment of the Company). They have signed below in confirmation of the votes being unblocked in their presence.

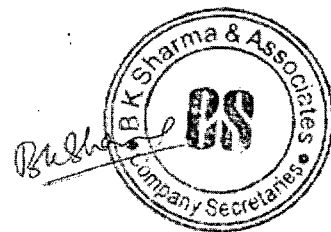
Name: Vanshika Gupta

Name: Sakshi Agarwal

The e-voting done at the AGM and the votes casted through remote e-voting facility prior to the AGM were unblocked.

I have scrutinized and reviewed the remote e-voting and e-voting during the AGM and votes casted therein based on the data downloaded from the KFintech e-voting system.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting and e-voting during the AGM on the resolutions contained in the notice of the AGM.





My responsibility as scrutinizer for the e-voting is restricted for making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

I now submit my consolidated Report as under on the result of the remote e-voting and e-voting during AGM in respect of the said resolutions.

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 31th March, 2020 together with the Reports of the Board of Directors and Auditors thereon.

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

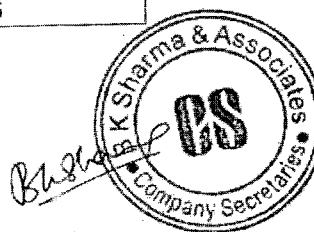
Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
109	29381708	100.00

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
-	-	-

(iii) **Invalid/Abstained votes:**

Number of members whose votes were declared invalid	Number of votes cast by them
1	796





Resolution No. 2- (Ordinary Resolution)

Re-appointment of Mrs. Sheela Agarwal as a Director, liable to retire by rotation

To appoint a Director in place of Mrs. Sheela Agarwal (DIN: 00178548) who retires by rotation at this Annual General Meeting and, being eligible, offers herself for re-appointment.

(i) Voted in favour of resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
108	29372401	99.9656

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
2	10103	0.0344

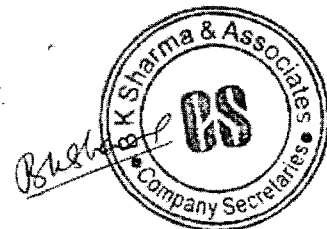
(iii) Invalid/Abstained votes:

Number of members whose votes were declared invalid	Number of votes cast by them
-	-

Resolution No. 3- (Ordinary Resolution)

Declaration of dividend

To declare a final dividend of Rs. 7.00 per equity share for the year ended 31st March, 2020 and to confirm an interim dividend of Rs.7.00 per equity share and special interim dividend of Rs.19.74 per equity share, already paid during the year 2019-20.





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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
110	29382504	100.00

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
-	-	-

(iii) **Invalid/Abstained votes:**

Number of members whose votes were declared invalid	Number of votes cast by them
-	-

Resolution No. 4 - (Ordinary Resolution)

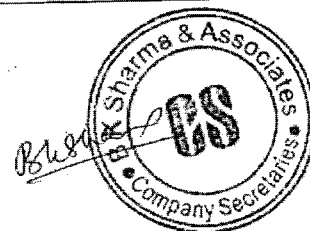
Appointment of Ms. Monica Justice as an Independent Director of the company:

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
110	29382504	100.00

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
-	-	-





(iii) **Invalid/Abstained votes:**

Number of members whose votes were declared invalid	Number of votes cast by them
-	-

Resolution No. 5 - (Special Resolution)

Re-appointment of Mr. Sunil Goyal as an Independent Director of the company

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

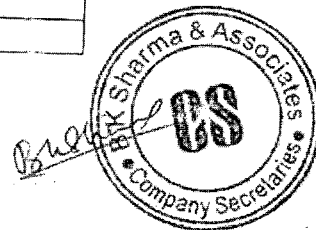
Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
109	29378216	99.9854

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1	4288	0.0146

(iii) **Invalid/Abstained votes:**

Number of members whose votes were declared invalid	Number of votes cast by them
-	-

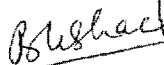
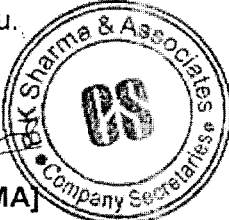




B K Sharma & Associates
Company Secretaries

The electronic data and all other relevant records relating to Remote e-voting and e-voting (Insta Poll) during the AGM through KFintech will remain in my safe custody until the Chairman considers, approves and signs the Minutes of the 31st Annual General Meeting and the same shall be handed over thereafter to the Chairman/ Company Secretary for the safe keeping.

Thanking you.

[B K SHARMA]
Practicing Company Secretary
CP. NO- 12636
M. No.: F6206

UDIN : F006206B000538531

Place: Jaipur
Dated: 31st July, 2020

Countersigned by
For **Vaibhav Global Limited**



Chairman / Company Secretary