



VAIBHAV GLOBAL LIMITED

Ref: VGL/CS/2016/103

Date: 29th July, 2016

National Stock Exchange of
India Limited (NSE)
Exchange Plaza,
Bandra Kurla Complex
Bandra, Mumbai-400051

BSE Limited
Phiroze jeejeebhoy Towers,
Dalal Street,
Mumbai - 400001

Scrip Code: VAIBHAVGBL; 532156

Sub: Voting Results of 27th Annual General Meeting

Dear Sir / Madam,

Pursuant to regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed combined results of remote e-voting and polling along with Scrutinizer's report.

Kindly take the same on record.

Thanking you.

Yours truly,

For Vaibhav Global Limited



Brahm Prakash
Company Secretary & Compliance Officer

VOTING RESULTS OF 27TH ANNUAL GENERAL MEETING

| | | | | | | | | |
|---|---|------------------------|-------------------------|--|------------------------------|----------------------------|--|--|
| Company Name | | VAIBHAV GLOBAL LIMITED | | | | | | |
| Date of the AGM | | 28th July, 2016 | | | | | | |
| Total number of shareholders on record date | | 5055 | | | | | | |
| No. of shareholders present in the meeting either in person or through proxy: | | | | | | | | |
| Promoters and Promoter Group: | | 8 | | | | | | |
| Public: | | 36 | | | | | | |
| No. of Shareholders attended the meeting through Video Conferencing | | NA | | | | | | |
| Promoters and Promoter Group: | | NA | | | | | | |
| Public: | | NA | | | | | | |
| Resolution required: (Ordinary/ Special) | ORDINARY - 1. To receive, consider and adopt the Audited Financial Statements of the Company along with Consolidated Financial Statements for the financial year ended 31st March, 2016 together with the Reports of the Board of Directors and Auditors thereon. | | | | | | | |
| 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 |
| Promoter and Promoter Group | E-Voting | 22,226,983 | 22,226,983 | 100.0000 | 22,226,983 | - | 100.0000 | - |
| | Poll | | - | - | - | - | - | |
| | Postal Ballot (if applicable) | | NA | NA | NA | NA | NA | |
| Public- Institutions | E-Voting | 6,179,714 | 5,462,718 | 88.3976 | 5,462,718 | - | 100.0000 | - |
| | Poll | | - | - | - | - | - | |
| | Postal Ballot (if applicable) | | NA | NA | NA | NA | NA | |
| Public- Non Institutions | E-Voting | 4,117,208 | 119,191 | 2.8949 | 119,191 | - | 100.0000 | - |
| | Poll | | 342 | 0.0083 | 342 | - | 100.0000 | - |
| | Postal Ballot (if applicable) | | NA | NA | NA | NA | NA | |
| Total | | 32,523,905 | 27,809,234 | 85.5040 | 27,809,234 | - | 100.0000 | - |



| | | | | | | | | |
|---|---|------------------------|-------------------------|--|------------------------------|----------------------------|--|--|
| Resolution required: (Ordinary/ Special) | ORDINARY - 2. To appoint a Director in place of Mr. Rahimullah (holding DIN : 00043791) who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment. | | | | | | | |
| 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 |
| Promoter and Promoter Group | E-Voting | 22,226,983 | 22,226,983 | 100.0000 | 22,226,983 | - | 100.0000 | - |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot (if applicable) | | NA | NA | NA | NA | NA | NA |
| Public- Institutions | E-Voting | 6,179,714 | 5,462,718 | 88.3976 | 5,462,718 | - | 100.0000 | - |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot (if applicable) | | NA | NA | NA | NA | NA | NA |
| Public- Non Institutions | E-Voting | 4,117,208 | 119,191 | 2.8949 | 119,191 | - | 100.0000 | - |
| | Poll | | 342 | 0.0083 | 342 | - | 100.0000 | - |
| | Postal Ballot (if applicable) | | NA | NA | NA | NA | NA | NA |
| Total | | 32,523,905 | 27,809,234 | 85.5040 | 27,809,234 | - | 100.0000 | - |

| | | | | | | | | |
|---|--|------------------------|-------------------------|--|------------------------------|----------------------------|--|--|
| Resolution required: (Ordinary/ Special) | ORDINARY - 3. To re-appoint Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of next Annual General Meeting (AGM) and to fix their remuneration | | | | | | | |
| 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 |
| Promoter and Promoter Group | E-Voting | 22,226,983 | 22,226,983 | 100.0000 | 22,226,983 | - | 100.0000 | - |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot (if applicable) | | NA | NA | NA | NA | NA | NA |
| Public- Institutions | E-Voting | 6,179,714 | 5,462,718 | 88.3976 | 5,461,816 | 902 | 99.9835 | 0.0165 |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot (if applicable) | | NA | NA | NA | NA | NA | NA |
| Public- Non Institutions | E-Voting | 4,117,208 | 119,191 | 2.8949 | 119,191 | - | 100.0000 | - |
| | Poll | | 342 | 0.0083 | 342 | - | 100.0000 | - |
| | Postal Ballot (if applicable) | | NA | NA | NA | NA | NA | NA |
| Total | | 32,523,905 | 27,809,234 | 85.5040 | 27,808,332 | 902 | 99.9968 | 0.0032 |



| Resolution required: (Ordinary/ Special) | ORDINARY- 4. Appointment of Mr. Santiago Roces Moran as an Independent Director | | | | | | | |
|---|---|------------------------|-------------------------|--|------------------------------|----------------------------|--|--|
| 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 |
| Promoter and Promoter Group | E-Voting | 22,226,983 | 22,226,983 | 100.0000 | 22,226,983 | - | 100.000 | - |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot (if applicable) | | NA | NA | NA | NA | NA | NA |
| Public- Institutions | E-Voting | 6,179,714 | 5,462,718 | 88.3976 | 5,461,816 | 902 | 99.983 | 0.0165 |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot (if applicable) | | NA | NA | NA | NA | NA | NA |
| Public- Non Institutions | E-Voting | 4,117,208 | 119,191 | 2.8949 | 119,191 | - | 100.000 | - |
| | Poll | | 342 | 0.0083 | 342 | - | 100.000 | - |
| | Postal Ballot (if applicable) | | NA | NA | NA | NA | NA | NA |
| Total | | 32,523,905 | 27,809,234 | 85.5040 | 27,808,332 | 902 | 99.9968 | 0.0032 |

| Resolution required: (Ordinary/ Special) | ORDINARY - 5. Appointment of Mr. Harsh Bahadur as an Independent Director | | | | | | | |
|---|---|------------------------|-------------------------|--|------------------------------|----------------------------|--|--|
| 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 |
| Promoter and Promoter Group | E-Voting | 22,226,983 | 22,226,983 | 100.0000 | 22,226,983 | 0 | 100.0000 | - |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot (if applicable) | | NA | NA | NA | NA | NA | NA |
| Public- Institutions | E-Voting | 6,179,714 | 5,462,718 | 88.3976 | 5,462,718 | - | 100.0000 | - |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot (if applicable) | | NA | NA | NA | NA | NA | NA |
| Public- Non Institutions | E-Voting | 4,117,208 | 119,191 | 2.8949 | 119,191 | - | 100.0000 | - |
| | Poll | | 342 | 0.0083 | 342 | - | 100.0000 | - |
| | Postal Ballot (if applicable) | | NA | NA | NA | NA | NA | NA |
| Total | | 32,523,905 | 27,809,234 | 85.5040 | 27,809,234 | 0 | 100.0000 | - |





Report of Scrutinizer

[Pursuant to Section 108 and 109 of the Companies Act, 2013 and Rule 20 (3)(xii) & Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To

The Chairman,

27th Annual General Meeting of the Equity Shareholders of Vaibhav Global Limited held on Thursday, 28th July, 2016 at 10.00 AM at E-69 EPIP, Sitapura, Jaipur-302 022.

Dear Sir,

I, B. K. 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 for the purpose of Remote e-voting and the poll taken on the below mentioned resolution(s) at the 27th Annual General Meeting of the Equity Shareholders of Vaibhav Global Limited, held on Thursday, the 28th July, 2016 at 10:00A.M., at E-69, EPIP, Sitapura, Jaipur-302022, submit my Report as under:

1. The Remote E-voting remained open from 24th July, 2016 at 10.00 AM to 27th July, 2016 at 05.00 PM.
2. The Shareholders holding shares as on the "cut off" date i.e. Thursday, 21st July, 2016, were entitled to vote on the proposed resolutions (item no. 1 to 5 as set out in the Notice dated 19th May, 2016 convening the 27th Annual General Meeting of Vaibhav Global Limited).
3. The details of the Members, who have cast votes through remote-evoting, were downloaded from the e-voting website of the Karvy Computershare Private Limited (Karvy) <https://evoting.karvy.com>.
4. After the time fixed for closing of the poll by the Chairman, ONE ballot box kept for polling was locked in our presence with due identification marks placed by us.
5. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.





6. We did not find any poll paper invalid.
7. The Remote E-voting was unblocked on 28th July 2016 at 10.56 A.M. in the presence of two witnesses, Ms. Varsha, A-123, Chand Bihari Nagar, Jhotwara, Jaipur-302012 and Ms. Shweta Sharma, C-243, Nirman Nagar, Kings Road, Jaipur-302019 (who are not in the employment of the Company). They have signed below in confirmation of the votes being unblocked in their presence.

Name: Varsha Jangir

Name: Shweta Sharma

8. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the Remote E-voting website of Karvy Computershare Private Limited i.e. <https://evoting.karvy.com>.
9. The overall result of Remote E-voting and Poll at AGM is as under :
- a) **Resolution 1: To receive, consider and adopt the Audited Financial Statements of the Company along with Consolidated Financial Statements for the year ended 31st March, 2016 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 | 85 | 2,78,08,892 | 99.9987 |
| Ballot at AGM | 5 | 342 | 0.0013 |
| Total | 90 | 2,78,09,234 | 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 | - | - | - |
| Ballot at AGM | - | - | - |
| Total | - | - | - |

(iii) Invalid/Abstained votes:

| Mode of Polling | Total number of members whose votes were declared invalid | Total number of votes cast by them |
|-----------------|---|------------------------------------|
| Remote E-voting | 1 | 580 |
| Ballot at AGM | - | - |
| Total | 1 | 580 |

- b) Resolution 2- To appoint a Director in place of Mr. Rahimullah (holding DIN : 00043791) who retires by rotation at this Annual General Meeting and being eligible, offers himself for reappointment.

(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 | 85 | 2,78,08,892 | 99.9987 |
| Ballot at AGM | 5 | 342 | 0.0013 |
| Total | 90 | 2,78,09,234 | 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 | - | - | - |
| Ballot at AGM | - | - | - |
| Total | - | - | - |

(iii) Invalid/Abstained votes:

| Mode of Polling | Total number of members whose votes were declared invalid | Total number of votes cast by them |
|-----------------|---|------------------------------------|
| Remote E-voting | 1 | 580 |
| Ballot at AGM | - | - |
| Total | 1 | 580 |

- c) Resolution 3- To re-appoint Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of next Annual General Meeting (AGM) and to fix their remuneration.

(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 | 84 | 2,78,07,990 | 99.9956 |
| Ballot at AGM | 5 | 342 | 0.0012 |
| Total | 89 | 2,78,08,332 | 99.9968 |





(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 | 902 | 0.0032 |
| Ballot at AGM | - | - | - |
| Total | 1 | 902 | 0.0032 |

(iii) Invalid/Abstained votes:

| Mode of Polling | Number of members voted | Total number of votes cast by them |
|-----------------|-------------------------|------------------------------------|
| Remote E-voting | 1 | 580 |
| Ballot at AGM | - | - |
| Total | 1 | 580 |

d) Resolution 4- Appointment of Mr. Santiago Rocas Moran as an Independent Director.

(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 | 84 | 2,78,07,990 | 99.9956 |
| Ballot at AGM | 5 | 342 | 0.0012 |
| Total | 89 | 2,78,08,332 | 99.9968 |





(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 | 902 | 0.0032 |
| Ballot at AGM | - | - | - |
| Total | 1 | 902 | 0.0032 |

(iii) Invalid/Abstained votes:

| Mode of Polling | Total number of members whose votes were declared invalid | Total number of votes cast by them |
|-----------------|---|------------------------------------|
| Remote E-voting | 1 | 580 |
| Ballot at AGM | - | - |
| Total | 1 | 580 |

e) Resolution 5 - Appointment of Mr. Harsh Bahadur as an Independent Director

(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 | 85 | 2,78,08,892 | 99.9987 |
| Ballot at AGM | 5 | 342 | 0.0013 |
| Total | 90 | 2,78,09,234 | 100.00 |





B K SHARMA & Associates
Company Secretaries

(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 | - | - | - |
| Ballot at AGM | - | - | - |
| Total | - | - | - |

(iii) Invalid/Abstained votes:

| Mode of Polling | Total number of members whose votes were declared invalid | Total number of votes cast by them |
|-----------------|---|------------------------------------|
| Remote E-voting | 1 | 580 |
| Ballot at AGM | - | - |
| Total | 1 | 580 |

10. The Register, all the poll papers and relevant records relating to electronic voting and Poll at AGM were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.

Thanking you.

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


[B K SHARMA]
Proprietor
CP. NO- 12636
M. No.: F6206



Place: Jaipur
Dated: 28th July, 2016