



Vaibhav Global Limited

Regd. Off. : K-6B , Fateh Tiba, Adarsh Nagar, Jaipur – 302004

Phone: 91-141-2601020; Fax: 91-141-2605077 ; CIN: L36911RJ1989PLC004945

Email: [investor\\_relations@vaibhavglobal.com](mailto:investor_relations@vaibhavglobal.com) ; Website: [www.vaibhavglobal.com](http://www.vaibhavglobal.com)

### Format of Voting Results

Date of the AGM / EGM	NA The date of passing the Special Resolution by the Members through Postal Ballot is 16 <sup>th</sup> January, 2016.
Total number of shareholders on record date	5,256
No. of shareholders present in the meeting either in person or through proxy: Promoter & Promoter Group: Public	NA
No. of shareholders present in the meeting through Video Conferencing: Promoter & Promoter Group: Public	NA

### Agenda – wise disclosure (to be disclosed separately for each agenda item)

#### 1. Reduction of Capital by setting off the Accumulated Losses against the Securities Premium Account

Resolution required: (Ordinary / Special)			Special Resolution					
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 (3)=[(2)/(1)]*100	No. of Votes – in favour	No. of Votes – in against	% of Votes favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (6)=[(4)/(2)]*100
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(6)=[(4)/(2)]*100
Promoter and Promoter Group	E-Voting	1,82,76,983	1,82,76,983	100.00%	1,82,76,983	0	100.00%	0.00%
	Poll	-	-	-	-	-	-	-
	Postal Ballot (If Applicable)	-	-	-	-	-	-	-
	Total	1,82,76,983	1,82,76,983	100.00%	1,82,76,983	0	100.00%	0.00%
Public - Institutions	E-Voting	15,65,787	15,65,787	100.00%	15,65,787	0	100.00%	0.00%
	Poll	-	-	-	-	-	-	-
	Postal Ballot (If Applicable)	-	-	-	-	-	-	-
	Total	15,65,787	15,65,787	100.00%	15,65,787	0	100.00%	0.00%

15  
Vaibhav Global Limited

Public - Non Institutions	E-Voting	93,216	93,206	99.99%	93,201	5	99.99%	0.01%
	Poll	-	-	-	-	-	-	-
	Postal Ballot (If Applicable)	237	237	100.00%	236	1	99.58%	0.42%
	Total	93,453	93,443	99.99%	93,437	6	99.99%	0.01%
Total		1,99,36,223	1,99,36,213	99.99%	1,99,36,207	6	99.99%	0.00%

**Note:** The above resolution was passed with requisite majority.

## 2. Approval of Remuneration to Non-Executive Directors

Resolution required: (Ordinary / Special)			Special Resolution					
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 (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – in against (5)	% of Votes favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (6)=[(4)/(2)]*100
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(6)=[(4)/(2)]*100
Promoter and Promoter Group	E-Voting	1,82,76,983	1,82,76,983	100.00%	1,82,76,983	0	100.00%	0.00%
	Poll	-	-	-	-	-	-	-
	Postal Ballot (If Applicable)	-	-	-	-	-	-	-
	Total	1,82,76,983	1,82,76,983	100.00%	1,82,76,983	0	100.00%	0.00%
Public - Institutions	E-Voting	15,65,787	15,65,787	100.00%	8,99,590	6,66,197	57.45%	42.55%
	Poll	-	-	-	-	-	-	-
	Postal Ballot (If Applicable)	-	-	-	-	-	-	-
	Total	15,65,787	15,65,787	100.00%	8,99,590	6,66,197	57.45%	42.55%
Public - Non Institutions	E-Voting	93,216	93,206	99.99%	93,119	87	99.91%	0.09%
	Poll	-	-	-	-	-	-	-
	Postal Ballot (If Applicable)	237	237	100.00%	135	102	56.96%	43.04%
	Total	93,453	93,443	99.99%	93,254	189	99.80%	0.20%
Total		1,99,36,223	1,99,36,213	99.99%	1,92,69,827	6,66,386	96.66%	3.34%

**Note:** The above resolution was passed with requisite majority.



## BK SHARMA & ASSOCIATES COMPANY SECRETARIES

AB-162, Vivekanand Marg, Nirman Nagar,  
Ajmer Road, Jaipur – 302019, Rajasthan,  
Ph. No. 0141-4013370, +91 9314517929  
E-mail: bksharma162@yahoo.co.in

### SCRUTINIZER'S REPORT

[Pursuant to Section 110 of the Companies Act, 2013 and Rule 22(9) of the  
Companies (Management and Administration) Rules, 2014]

Mrs. Sheela Agarwal,  
Director  
Vaibhav Global Limited,  
K-6B, Fateh Tiba,  
Adarsh Nagar,  
JAIPUR-302004.

Dear Madam,

Subject: Passing of Resolutions through Postal Ballot

We have been appointed as Scrutinizer by the Board of Directors to receive, process and scrutinize the Postal Ballot in respect of the Special Resolutions as circulated in the Postal Ballot Notice dated 9<sup>th</sup> December, 2015.

The Company, pursuant to the Provisions of Section 110 of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014, required to provide e-voting facility to the Shareholders for the passing of Resolutions through Postal Ballot.

Vaibhav Global Limited has made arrangement with M/s. Karvy Comptershare Private Limited, their Registrar and Transfer Agent (RTA) for providing a system of recording votes of shareholders electronically through e-voting facilities on the website <https://evoting.karvy.com>.

Vaibhav Global Limited has also uploaded the resolutions together with the explanatory statement on which e-voting is required and generated EVSN by the Karvy Comptershare Private Limited, the service provider. All necessary formalities in compliance with the requirements specified by the system provider, have been done by the Company through its RTA. Necessary instructions in this regard to be followed by the shareholders have also been duly mentioned in the Postal Ballot Notice dated 9<sup>th</sup> December, 2015 sent to the Shareholders by email and partly by registered post. The Postal Ballot Notice has been sent to all the Members, whose names appear in the Register of Members/ List of beneficiaries as on 4<sup>th</sup> December, 2015.

We submit our report as under:-

1. The Company has completed on 17<sup>th</sup> December, 2015 the dispatch of postal ballot notice along with the postage prepaid business reply envelop to its Members whose name(s) appeared on the Register of Members/ List of beneficiaries as on 4<sup>th</sup> December, 2015. In addition to that the notices were also sent via electronic mode by







## BK SHARMA & ASSOCIATES COMPANY SECRETARIES

AB-162, Vivekanand Marg, Nirman Nagar,  
Ajmer Road, Jaipur – 302019, Rajasthan,  
Ph. No. 0141-4013370, +91 9314517929  
E-mail: bksharma162@yahoo.co.in

the system provider to the Shareholders at their email addresses registered with the Depository Participants.

2. As stated in Sub-Rule 3 of Rule 22 of the Companies (Management and Administration) Rules, 2014, an advertisement was published by the Company in, 'Nafa Nuksan' in Hindi Language and 'Financial Express' in English on 19<sup>th</sup> December, 2015 informing about completion of dispatch of the Postal Ballot notices both by registered post and email, wherever applicable, to the Shareholders alongwith other related matter mentioned therein.
3. We have received the Postal Ballot Forms from the Shareholders during the period starting from the Friday, the 18<sup>th</sup> December, 2015 till Saturday, the 16<sup>th</sup> January, 2016. All the postal ballot forms together with all votes cast by e-voting through M/s. Karvy Comptershare Private Limited received upto 5.00 PM on Saturday, the 16<sup>th</sup> January, 2016, being the last date fixed by the Company for receipt of the Ballot Forms/ e-voting, were considered for our scrutiny.
4. Envelopes containing Postal Ballot Forms received after 16<sup>th</sup> January, 2016 were not considered for our scrutiny.
5. The postal ballot forms were kept under our safe custody in sealed and tamper proof ballot boxes before commencing the scrutiny of such postal ballot forms.
6. The Ballot Forms were opened on January 18, 2016 in my presence and scrutinised and the shareholding was confirmed with the Register of Members of the Company/ List of beneficiaries as on 4th December, 2015.
7. E-voting facility was provided by M/s. Karvy Comptershare Private Limited, the details of the e-voting exercised by the shareholders as also the votes exercised through Postal Ballots, duly scrutinised and processed, were duly compiled by the Registrar and Share Transfer Agent. The details of the e-voting was provided by the Service Provider M/s. Karvy Comptershare Private Limited, the compilation of the Register, in respect of Postal ballot containing the statement of Shareholder's name, folio Number, postal ballot number, number of shares held, number of shares exercised, votes in favour, votes against and those which were rejected or generated by RTA which have been duly scrutinised.
8. We did not find any defaced Postal Ballot Forms.







## BK SHARMA & ASSOCIATES COMPANY SECRETARIES

AB-162, Vivekanand Marg, Nirman Nagar,  
Ajmer Road, Jaipur – 302019, Rajasthan,  
Ph. No. 0141-4013370, +91 9314517929  
E-mail: bksharma162@yahoo.co.in

On Scrutiny, we report that out of 5256 Shareholders, 100 Shareholders have exercised their votes through e-voting and 5 Shareholders have exercised their votes through Postal Ballot Forms, as received. The details of the voting results for the items placed for consideration of the members are given below:-

**Item No. 1 : Reduction of Capital by setting off the Accumulated Losses against the Securities Premium Account :** Special Resolution pursuant to Section 78, 100 to 104 and all other applicable provisions, if any, of the Companies Act, 1956 read with Section 52 of the Companies Act, 2013 and relevant rules made thereunder.

Total Number of Shareholders	5,256		
Total Number of Shares	2,85,49,552*		
Receipt of Postal Ballot Forms (Physical & Electronic)	105		
	Number of Votes	Number of Shares	% of Total Number of Valid Votes Cast
Total Votes Cast through e-voting	100	1,99,35,976	99.9988
Total Votes Cast through Postal Ballot Forms Received	5	237	0.0012
Grand Total	105	1,99,36,213	100.00
Less : Invalid Votes	0	NIL	0
<b>Net E-voting/Postal Ballot Forms</b>	<b>105</b>	<b>1,99,36,213</b>	<b>100.00</b>

\*Excluding 39,50,000 Non-voting right Shares held by Custodian underlying GDR.

### Summary of Votes Cast:

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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and	E-Voting	1,82,76,983	1,82,76,983	100	1,82,76,983	0	100	0





## BK SHARMA & ASSOCIATES COMPANY SECRETARIES

AB-162, Vivekanand Marg, Nirman Nagar,  
Ajmer Road, Jaipur – 302019, Rajasthan,  
Ph. No. 0141-4013370, +91 9314517929  
E-mail: bksharma162@yahoo.co.in

Promoter Group	Postal Ballot	-	-	-	-	-	-	-
	Total	1,82,76,983	1,82,76,983	100	1,82,76,983	0	100	0
Public-Institutions	E-Voting	15,65,787	15,65,787	100	15,65,787	0	100	0
	Postal Ballot	-	-	-	-	-	-	-
	Total	15,65,787	15,65,787	100	15,65,787	0	100	0
Public- Non Institutions	E-Voting	93,216	93,206	99.99	93,201	5	99.99	0.01
	Postal Ballot	237	237	100	236	1	99.58	0.42
	Total	93,453	93,443	99.99	93,437	6	99.99	0.01
TOTAL		1,99,36,223	1,99,36,213	99.99	1,99,36,207	6	99.99	0.00

**Item No. 2 : Approval of Remuneration to Non-Executive Directors:** Special Resolution Section 197, 198 and other applicable provisions, if any of the Companies Act, 2013 and the Companies ( Appointment and Remuneration of Managerial Personnel), Rules, 2014 and regulation no. 17(6) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Total Number of Shareholders	5,256		
Total Number of Shares	2,85,49,552*		
Receipt of Postal Ballot Forms (Physical & Electronic)	105		
	Number of Votes	Number of Shares	% of Total Number of Valid Vote Cast
Total Votes Cast through e-voting	100	1,99,35,976	99.9988
Total Votes Cast through Postal Ballot Forms Received	5	237	0.0012
Grand Total	105	1,99,36,213	100.00
Less : Invalid Votes	0	NIL	0
<b>Net E-voting/Postal Ballot Forms</b>	<b>105</b>	<b>1,99,36,213</b>	<b>100.00</b>

\*Excluding 39,50,000 Non-voting right Shares held by Custodian underlying GDR.







## BK SHARMA & ASSOCIATES COMPANY SECRETARIES

AB-162, Vivekanand Marg, Nirman Nagar,  
Ajmer Road, Jaipur – 302019, Rajasthan,  
Ph. No. 0141-4013370, +91 9314517929  
E-mail: bksharma162@yahoo.co.in

### Summary of Votes Cast:

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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1,82,76,983	1,82,76,983	100	1,82,76,983	0	100	0
	Postal Ballot	-	-	-	-	-	-	-
	Total	1,82,76,983	1,82,76,983	100	1,82,76,983	0	100	0
Public-Institutions	E-Voting	15,65,787	15,65,787	100	8,99,590	6,66,197	57.45	42.55
	Postal Ballot	-	-	-	-	-	-	-
	Total	15,65,787	15,65,787	100	8,99,590	6,66,197	57.45	42.55
Public- Non Institutions	E-Voting	93,216	93,206	99.99	93,119	87	99.91	0.09
	Postal Ballot	237	237	100	135	102	56.96	43.04
	Total	93,453	93,443	99.99	93,254	189	99.80	0.20
TOTAL		1,99,36,223	1,99,36,213	99.99	1,92,69,827	6,66,386	96.66	3.34







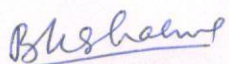
## BK SHARMA & ASSOCIATES COMPANY SECRETARIES

AB-162, Vivekanand Marg, Nirman Nagar,  
Ajmer Road, Jaipur – 302019, Rajasthan,  
Ph. No. 0141-4013370, +91 9314517929  
E-mail: bksharma162@yahoo.co.in

### Result:


We report that pursuant to the Provisions of Section 110 of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014, the Special Resolutions under Item No. 1 and Item No. 2 as set out in the Notice of Postal Ballot dated 9<sup>th</sup> December, 2015 have been passed by the Shareholders with requisite majority. Hence, the Resolutions are deemed to be passed as on 16<sup>th</sup> January, 2016.

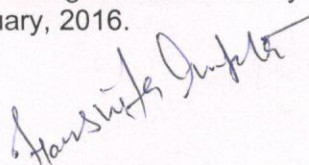
For B K SHARMA & Associates  
Company Secretaries

  
[B K SHARMA]  
Proprietor  
M. No. : FCS - 6206  
COP No.: 12636



We the undersigned witnesses that the votes in respect of e-voting of shareholders of M/s. Vaibhav Global Limited were unblocked from e-voting website of Karvy Computershare Private Limited in our presence at 5.30 PM on 16<sup>th</sup> January, 2016.

  
Nimisha Dadhich  
941, Khunteton ka Rasta  
Kishanpole Bazar,  
JAIPUR-302001

  
Harshita Gupta  
59-A, Devi Nagar,  
New Sanganer Road, Sodala,  
JAIPUR-302019

Countersigned by :  
For Vaibhav Global Limited

  
Sheela Agarwal  
Director  
DIN: 00178548

PLACE: Jaipur  
DATE : 18<sup>th</sup> January, 2016