

VKL/C&L/2024/056

Date: September 30, 2024

To,

<b>BSE Limited</b> Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai - 400001  Scrip Code – 511431	<b>National Stock Exchange of India Ltd.</b> Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (East), Mumbai - 400051  Symbol-VAKRANGEE
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Dear Sir/Madam,

**Sub.:** Voting Results along with Scrutinizer's Report.

In compliance with the requirements of Regulations 44(3) of the Securities Exchange and Board of India (Listing obligations and Disclosure requirements) Regulations, 2015, we enclose herewith voting results in respect of the business conducted at the 34<sup>th</sup> Annual General Meeting (AGM) held on Friday, September 27, 2024 as **Annexure – 1**. Also, the report of Scrutinizer is enclosed herewith as **Annexure – 2** for your reference and records. The mode of voting was remote e-voting and e-voting at the AGM.

Kindly take the above information on your records.

Thanking you,

Yours Faithfully,

For **Vakrangee Limited**

**Amit Gadgil**  
**Company Secretary**  
**(Mem. No.: A49442)**

Encl.: A/a

**Annexure - 1**

Sr. No.	Description	Particulars
1.	Date of the AGM	September 27, 2024
2.	Book Closure Date	September 22, 2024 to September 27, 2024 (Both Days inclusive)
3.	Total number of Shareholders on record date	As of cut-off date i.e. September 20, 2024, 431262
4.	No. of Shareholders present in the Meeting either in person or through proxy: Not Applicable	
5.	No. of Shareholders attended the Meeting through Video Conference	
	<b>Category of shareholders</b>	<b>In person (Through Video Conference)</b>
	Promoter and Promoter Group	4
	Public	55
	<b>Total</b>	<b>59</b>
		<b>Total</b>
		<b>59</b>

**Resolution No. 1**

To receive, consider, approve and adopt the Audited (Standalone & Consolidated) Financial Statements of the company for the financial year ended March 31, 2024, together with the Report of Board of Directors and Auditors thereon.

Resolution required:				ORDINARY 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	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	573142464	534922426	93.3315	534919972	2454	99.9995	0.0005
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	<b>573142464</b>	<b>534922426</b>	<b>93.3315</b>	<b>534919972</b>	<b>2454</b>	<b>99.9995</b>	<b>0.0005</b>
Public-Institutions	E-Voting		0	0	0	0	0.0000	0.0000
	Poll	0	0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	<b>Total</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting	486370826	8742732	1.7975	8727725	15007	99.8283	0.1717
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	<b>486370826</b>	<b>8742732</b>	<b>1.7975</b>	<b>8727725</b>	<b>15007</b>	<b>99.8283</b>	<b>0.1717</b>
<b>Total</b>		<b>1059513290</b>	<b>543665158</b>	<b>51.3127</b>	<b>543647697</b>	<b>17461</b>	<b>99.9968</b>	<b>0.0032</b>
<b>Whether resolution is Pass or Not.</b>								<b>Yes</b>



## Resolution No. 4

To appoint Mr. Vedant Nandwana (DIN:08420950) as Managing Director of the Company.

Resolution required:					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	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	573142464	534922426	93.3315	534018573	903853	99.8310	0.1690
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	<b>573142464</b>	<b>534922426</b>	<b>93.3315</b>	<b>534018573</b>	<b>903853</b>	<b>99.8310</b>	<b>0.1690</b>
Public-Institutions	E-Voting		0	0	0	0	0.0000	0.0000
	Poll	0	0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	<b>Total</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting	486370826	8751527	1.7994	8701483	50044	99.4282	0.5718
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	<b>486370826</b>	<b>8751527</b>	<b>1.7994</b>	<b>8701483</b>	<b>50044</b>	<b>99.4282</b>	<b>0.5718</b>
<b>Total</b>		<b>1059513290</b>	<b>543673953</b>	<b>51.3136</b>	<b>542720056</b>	<b>953897</b>	<b>99.8245</b>	<b>0.1755</b>
<b>Whether resolution is Pass or Not.</b>								<b>Yes</b>

## Resolution No. 5

To appoint Mr. Amit Sabarwal (DIN:06478938) as an Executive Director and Group CEO of the Company.

Resolution required:					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	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	573142464	534922426	93.3315	534919972	2454	99.9995	0.0005
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	<b>573142464</b>	<b>534922426</b>	<b>93.3315</b>	<b>534919972</b>	<b>2454</b>	<b>99.9995</b>	<b>0.0005</b>
Public-Institutions	E-Voting		0	0	0	0	0.0000	0.0000
	Poll	0	0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	<b>Total</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting	486370826	8741076	1.7972	8674301	66775	99.2361	0.7639
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	<b>486370826</b>	<b>8741076</b>	<b>1.7972</b>	<b>8674301</b>	<b>66775</b>	<b>99.2361</b>	<b>0.7639</b>
<b>Total</b>		<b>1059513290</b>	<b>543663502</b>	<b>51.3126</b>	<b>543594273</b>	<b>69229</b>	<b>99.9873</b>	<b>0.0127</b>
<b>Whether resolution is Pass or Not.</b>								<b>Yes</b>

## Resolution No. 6

To appoint Mr. S.N Kaushik (DIN: 08204746) as an Independent Director of the Company.

Resolution required:					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	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	573142464	534922426	93.3315	534919972	2454	99.9995	0.0005
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	<b>573142464</b>	<b>534922426</b>	<b>93.3315</b>	<b>534919972</b>	<b>2454</b>	<b>99.9995</b>	<b>0.0005</b>
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	<b>Total</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting	486370826	8726482	1.7942	8640250	86232	99.0118	0.9882
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	<b>486370826</b>	<b>8726482</b>	<b>1.7942</b>	<b>8640250</b>	<b>86232</b>	<b>99.0118</b>	<b>0.9882</b>
<b>Total</b>		<b>1059513290</b>	<b>543648908</b>	<b>51.3112</b>	<b>543560222</b>	<b>88686</b>	<b>99.9837</b>	<b>0.0163</b>
<b>Whether resolution is Pass or Not.</b>							<b>Yes</b>	

## Resolution No. 7

To appoint Ms. Savita Keni (DIN: 10733044) as an Independent Director of the Company.

Resolution required:					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	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	573142464	534922426	93.3315	534919972	2454	99.9995	0.0005
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	<b>573142464</b>	<b>534922426</b>	<b>93.3315</b>	<b>534919972</b>	<b>2454</b>	<b>99.9995</b>	<b>0.0005</b>
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	<b>Total</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting	486370826	8734297	1.7958	8670347	63950	99.2678	0.7322
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	<b>486370826</b>	<b>8734297</b>	<b>1.7958</b>	<b>8670347</b>	<b>63950</b>	<b>99.2678</b>	<b>0.7322</b>
<b>Total</b>		<b>1059513290</b>	<b>543656723</b>	<b>51.3119</b>	<b>543590319</b>	<b>66404</b>	<b>99.9878</b>	<b>0.0122</b>
<b>Whether resolution is Pass or Not.</b>							<b>Yes</b>	

**MEHUL RAVAL**

Practicing Company Secretary

Office: 161, 2<sup>nd</sup> floor, Raghuleela Mega Mall, Kandivali – (West), Mumbai – 400 067.

Tel: 022- 49638648/ Email: csmehulraval@gmail.com

**SCRUTINIZER’S REPORT**

To,  
The Chairman,  
**VAKRANGEE LIMITED,**  
Vakrangee Corporate House,  
Plot No.93, Road No.16,  
M.I.D.C. Marol, Andheri East,  
Mumbai - 400093.

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 for the 34<sup>th</sup> Annual General Meeting of Vakrangee Limited held on Friday, September 27, 2024, at 11:00 A.M. (IST) through video conferencing ('VC')/other audio visual means ('OVAM').**

I, **Mehul Raval**, Practicing Company Secretary, at Office No. 161, 2<sup>nd</sup> floor, Raghuleela Mega Mall, Kandivali West, Mumbai – 400 067 was appointed as Scrutinizer by the Board of Directors of **Vakrangee Limited** (the Company) for the purpose of scrutinizing e-Voting process (remote e-Voting 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 and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the below mentioned Resolutions proposed at the 34<sup>th</sup> Annual General Meeting of the Equity Shareholders of the Company held on Friday, 27<sup>th</sup> September, 2024 at 11:00 a.m. IST through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”), submit my report as under:

In view of the situation arising due to COVID-19 global pandemic, the Ministry of Corporate Affairs ('MCA') vide its various circulars issued from time to time have permitted the holding of the Annual General Meeting ('AGM') through VC/OAVM till 30<sup>th</sup> September 2024.

The venue for the AGM was deemed to be held at the Registered office of the Company at “Vakrangee Corporate House”, Plot No. 93, Road No. 16, MIDC Marol, Andheri (East), Mumbai – 400093.

**1. Dispatch of Notice convening the Meeting.**

Pursuant to the MCA and SEBI Circulars, the Notice of the AGM along with the Annual Report for FY 2023-24 was sent on September 4, 2024 by e-mail to Shareholders who had registered their email- id’s with Depositories/the Company. The Notice and Annual Report is also available on company’s website [www.vakrangee.in](http://www.vakrangee.in)

# MEHUL RAVAL

Practicing Company Secretary

Office: 161, 2<sup>nd</sup> floor, Raghuleela Mega Mall, Kandivali – (West), Mumbai – 400 067.

Tel: 022- 49638648/ Email: csmehulraval@gmail.com

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## 2. Cut-off Date

The Voting rights were reckoned as on **September 20, 2024** being the cut-off date for the purpose of deciding the entitlements of Shareholders at the remote e-Voting.

## 3. e-Voting

### i. Agency:

The Company has appointed National Securities Depository Limited (NSDL) as the Agency for providing the e-Voting platform.

### ii. Remote-Voting:

The remote e-Voting platform was open from 09:00 A.M. on Tuesday, 24<sup>th</sup> September, 2024 upto 5:00 p.m. on Thursday, 26<sup>th</sup> September, 2024 and shareholders were required to cast their votes electronically conveying their assent or dissent in respect of the Ordinary and Special Resolutions, on the e-Voting platform provided by NSDL.

## 4. Counting Process:

- i. The vote cast under remote e-Voting facility was thereafter unblocked. I have scrutinized and reviewed the remote e-Voting and votes tendered therein based on the data downloaded from the NSDL e-Voting system.
- ii. Thereafter, the details of equity shareholders, who voted for or against was extracted from the list of equity shareholders who voted "**For**" or "**Against**" were downloaded from the e-Voting website of National Securities Depository Limited (NSDL) (<https://www.evoting.nsdl.com>).
- iii. The Management of the Company is responsible to ensure compliance with the requirements of the Act and Rules relating to remote e-Voting and at the Meeting on the Resolutions contained in the Notice of the AGM.
- iv. My responsibility as scrutinizer for the remote e-Voting and the voting conducted through electronic voting (remote) at the meeting is restricted to make Scrutinizer's Report of the Votes cast in favour or against the Resolutions.
- v. The combined result of remote E-voting and E-voting is as under:

# MEHUL RAVAL

Practicing Company Secretary

Office: 161, 2<sup>nd</sup> floor, Raghuleela Mega Mall, Kandivali – (West), Mumbai – 400 067.

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## Resolution No. 1 - Ordinary Resolution

Adoption of Audited Standalone & Consolidated Financial Statements for the Financial Year ended March 31, 2024 together with the Reports of the Board of Directors and the Auditors thereon.

(i) Voted in favour of the Resolution:

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
564	543647697	99.9968

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
28	17461	0.0032

(iii) Invalid votes

Number of members voted	Number of votes cast (Shares)	% of total number of votes cast
Nil	Nil	Nil

## Resolution No. 2 - Ordinary Resolution

To declare Dividend on Equity Shares for the Financial Year ended March 31, 2024.

(i) Voted in favour of the Resolution:

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
555	543641518	99.9967

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# MEHUL RAVAL

Practicing Company Secretary

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(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
35	17752	0.0033

(iii) Invalid votes

Number of members voted	Number of votes cast (Shares)	% of total number of votes cast
Nil	Nil	Nil

## Resolution No.3 - Special Resolution

Appointment of Ms. Divya Nandwana (DIN:08085537) as an Executive Chairperson of the Company.

(i) Voted in favour of the Resolution:

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
543	543619658	99.9900

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
47	54325	0.0100

(iii) Invalid votes

Number of members voted	Number of votes cast (Shares)	% of total number of votes cast
Nil	Nil	Nil

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## Resolution No. 4 - Special Resolution

Appointment of Mr. Vedant Nandwana (DIN:08420950) as Managing Director of the Company.

(i) Voted in favour of the Resolution:

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
541	542720056	99.8245

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
48	953897	0.1755

(iii) Invalid votes

Number of members voted	Number of votes cast (Shares)	% of total number of votes cast
Nil	Nil	Nil

## Resolution No. 5 - Special Resolution

Appointment of Mr. Amit Sabarwal (DIN:06478938) as an Executive Director and Group CEO of the Company.

(i) Voted in favour of the Resolution:

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
545	543594273	99.9873

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
42	69229	0.0127

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(iii) Invalid votes

Number of members voted	Number of votes cast (Shares)	% of total number of votes cast
Nil	Nil	Nil

## Resolution No. 6 - Special Resolution

Appointment of Mr. S.N Kaushik (DIN: 08204746) as an Independent Director of the Company.

(i) Voted in favour of the Resolution:

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
540	543560222	99.9837

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
45	88686	0.0163

(iii) Invalid votes

Number of members voted	Number of votes cast (Shares)	% of total number of votes cast
Nil	Nil	Nil

## Resolution No. 7 - Special Resolution

Appointment of Ms. Savita Keni (DIN: 10733044) as an Independent Director of the Company.

(i) Voted in favour of the Resolution:

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
534	543590319	99.9878



# MEHUL RAVAL

Practicing Company Secretary

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## Annexure A

### RESULT SUMMARY

SR. NO.	RESOLUTION	TYPE OF RESOLUTION	FAVOUR (%)	AGAINST (%)
1.	To receive, consider, approve and adopt the Audited (Standalone & Consolidated) Financial Statements of the company for the financial year ended March 31, 2024, together with the Report of Board of Directors and Auditors thereon.	<b>Ordinary Resolution</b>	99.9968	0.0032
2.	To declare dividend for the financial year ended March 31, 2024.	<b>Ordinary Resolution</b>	99.9967	0.0033
3.	Appointment of Ms. Divya Nandwana (DIN:08085537) as an Executive Chairperson of the Company.	<b>Special Resolution</b>	99.9900	0.0100
4.	Appointment of Mr. Vedant Nandwana (DIN:08420950) as Managing Director of the Company.	<b>Special Resolution</b>	99.8245	0.1755
5.	Appointment of Mr. Amit Sabarwal (DIN:06478938) as an Executive Director and Group CEO of the Company.	<b>Special Resolution</b>	99.9873	0.0127
6.	Appointment of Mr. S.N Kaushik (DIN: 08204746) as an Independent Director of the Company.	<b>Special Resolution</b>	99.9837	0.0163
7.	Appointment of Ms. Savita Keni (DIN: 10733044) as an Independent Director of the Company.	<b>Special Resolution</b>	99.9878	0.0122

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