



VXL Instruments Limited

Regd. & Corp. Office: 252, 5th Floor, Building No. 2, Solitaire Corporate Park,
Chakala, Andheri (East), Mumbai 400 093.
Tel. : +91 22 2824 5210 • Fax : +91 22 4287 2197 • E-mail : cfo@vxl.net • Website : www.vxl.net
CIN : L85110MH1986PLC272426



30th September, 2024

**To,
BSE Limited,
Phiroze Jeejeebhoy Tower,
Dalal Street,
Mumbai - 400 001.**

Dear Sir,

Sub: Voting Results of 38th Annual General Meeting under Regulation 44(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015

Pursuant to Regulation 44(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015, please find attached herewith Voting Result of 38th Annual General Meeting held on Saturday, 28th September, 2024.

The Copy of the Scrutinizer's Combined Report on E-Voting and Poll is enclosed herewith for your reference.

Kindly take above on record and acknowledge receipt of the same.

Thanking You.

Yours faithfully,

For **VXL INSTRUMENTS LIMITED**

SUSHIL
KALURAM
SAKPAL

Digitally signed by
SUSHIL KALURAM
SAKPAL
Date: 2024.09.30
21:53:26 +05'30'

SUSHIL SAKPAL
WHOLE-TIME DIRECTOR
DIN: 10754218



VXL Instruments Limited

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Voting Result of 38th Annual General Meeting

Company Name	VXL Instruments Limited
Date of AGM	28th September, 2024
Total numbers of Shareholders on record date	5255
No. of Shareholder present in the meeting either in person or through proxy	34
Promoters and Promoter group	0
Public	34
No. of Shareholders attended the meeting through Video conferencing	
Promoters and Promoter group	None
Public	None

Sr. No.	Details of the Item	Resolution required (Ordinary/Special)	Passed with
1.	To receive, consider and adopt the Audited financial statement of the Company for the financial year ended March 31, 2024 and the reports of the Board of Directors and Auditors thereon.	Ordinary Resolution	Requisite majority
2.	To appoint a Director in place of Mrs Shruti Bhuwania (DIN: 06630867), Director, who retires by rotation and being eligible, offers herself for re-appointment.	Ordinary Resolution	Requisite majority
3.	To appoint Ms. Rajeshree Maruti Chougule (DIN: 10647042) as a Director of the Company.	Ordinary Resolution	Requisite majority
4.	To appoint Ms. Rajeshree Maruti Chougule (DIN: 10647042) as Non-Executive Independent Director of the Company.	Special Resolution	Requisite majority
5.	To appoint Mr. Amit Doshi (DIN: 10649175) as a Director of the Company:	Ordinary Resolution	Requisite majority
6.	To appoint Mr. Amit Doshi (DIN: 10649175) as Non-Executive Independent director of the Company.	Special Resolution	Requisite majority
7.	To appoint Mr. Sushil Kaluram Sakpal (DIN – 10754218) as a Director of the Company.	Ordinary Resolution	Requisite majority



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8.	Appointment of Mr. Sushil Kaluram Sakpal (DIN – 10754218) as Whole time Director of the Company.	Ordinary Resolution	Requisite majority
9.	Approval of Re-classification of persons from “Promoter/ Promoter Group Category” to “Public Category”:	Ordinary Resolution	Requisite majority

SPRS And Co. LLP

COMPANY SECRETARIES

A-210, Kanara Business Centre, Laxmi Nagar, Ghatkopar Andheri Link Road, Ghatkopar (East), Mumbai - 400 075.
Phone: 022 - 2500 1505/ 01/ 02 Email: compliance@sprslp.com Website: www.sprslp.com

SCRUTINIZER'S COMBINED REPORT ON E-VOTING AND POLL

To,
The Chairman / Board of Directors,
VXL Instruments Limited
(CIN: L85110MH1986PLC272426)
252, 5th Floor, Building No. 2,
Solitaire Corporate Park,
Chakala, Andheri East,
Mumbai - 400093

Sub: Passing of Resolution(s) through electronic voting and Poll conducted at the 38th AGM of VXL Instruments Limited ("the Company") held on Saturday, 28th September, 2024 at "Daji Parab Sabhagruh, Near Ramdhut Building, Mahadev Palav Marg, Curry Road (East), Mumbai 400012" at 11.00 A.M.

Dear Sir,

The 38th Annual General Meeting of the Shareholders of **VXL Instruments Limited** was held on Saturday, 28th September, 2024 at "Daji Parab Sabhagruh, Near Ramdhut Building, Mahadev Palav Marg, Curry Road (East), Mumbai 400012" at 11.00 A.M.

The Board of Directors of the Company had appointed me as Scrutinizer for the e-voting that should commenced from Wednesday, 25th September, 2024(9:00 am) and concluded on Friday, 27th September, 2024 (5:00 pm) as well as the Scrutinizer for the Poll to be held at the 38th AGM of the Company on Saturday, 28th September, 2024.

As per AGM notice, the Company had appointed Central Depository Services (India) Limited (CDSL))/ Bigshare Services Pvt. Ltd, as the Service Provider for extending the facility of electronic voting to the shareholders of the Company from Wednesday, 25th September, 2024 (9:00 am) and concluded on Friday, 27th September, 2024 (5:00 pm). However, the EVSN has been created on 26th September, 2024 and E-voting facility was opened from Friday, 27th September, 2024 (9.00 A.M.) to Friday, 27th September, 2024 (05.00 P.M.). M/s. Bigshare Services Pvt Ltd is the Registrar and Share Transfer Agent (RTA) for the Company. The e-voting results were unblocked by me on Saturday, 28th September, 2024 in the presence of two witnesses. For further details kindly refer my Scrutinizer's report for e-voting dated 30th September, 2024 attached herewith.

At the 38th AGM of the Company held on 28th September, 2024, the Chairman of the Company had suo-moto called for a Poll to facilitate the members present in the meeting who could not participate in the e-voting to record their votes through the poll process.

For further details kindly refer the Scrutinizer report in form MGT-13 dated 30th September, 2024 attached herewith.

The result of the E-voting together with the Poll is as under:

(a) Resolution No. 1 - As an Ordinary Resolution

Receive, consider and adopt the audited financial statement of the Company for the financial year ended March 31, 2024 and the reports of the Board of Directors and Auditors thereon.

<i>Particulars</i>	<i>Remote E-Voting</i>		<i>Voting at the AGM (through Poll)</i>		<i>Total</i>		<i>Percentage (%)</i>
	<i>Number of Member (s)</i>	<i>Votes</i>	<i>Number of Member (s)</i>	<i>Votes</i>	<i>Number of Member (s)</i>	<i>Votes</i>	
Assent	8	2,68,020	2	2180	10	2,70,200	100%
Dissent	0	0	0	0	0	0	0
Total	8	2,68,020	2	2180	10	2,70,200	100%
Invalid Votes	<i>Total number of members voted whose votes were declared invalid</i>				<i>Total number of votes cast by them</i>		
	0				0		

(b) Resolution No. 2 - As an Ordinary Resolution

Re-appointment of a Director in place of Mrs. Shruti Bhuwania (DIN: 06630867) who retires by rotation and being eligible, offers himself for re-appointment.

<i>Particulars</i>	<i>Remote E-Voting</i>		<i>Voting at the AGM (through Poll)</i>		<i>Total</i>		<i>Percentage (%)</i>
	<i>Number of Member (s)</i>	<i>Votes</i>	<i>Number of Member (s)</i>	<i>Votes</i>	<i>Number of Member (s)</i>	<i>Votes</i>	

Assent	8	2,68,020	2	2180	10	2,70,200	100%
Dissent	0	0	0	0	0	0	0
Total	8	2,68,020	2	2180	10	2,70,200	100%
Invalid Votes	<i>Total number of members voted whose votes were declared invalid</i>				<i>Total number of votes cast by them</i>		
	0				0		

(c) Resolution No. 3 - As an Ordinary Resolution

Appointment of Ms. Rajeshree Maruti Chougule (DIN: 10647042) as a Director of the Company.

<i>Particulars</i>	<i>Remote E-Voting</i>		<i>Voting at the AGM (through Poll)</i>		<i>Total</i>		<i>Percentage (%)</i>
	<i>Number of Member (s)</i>	<i>Votes</i>	<i>Number of Member (s)</i>	<i>Votes</i>	<i>Number of Member (s)</i>	<i>Votes</i>	
Assent	8	2,68,020	2	2180	10	2,70,200	100%
Dissent	0	0	0	0	0	0	0
Total	8	2,68,020	2	2180	10	2,70,200	100%
Invalid Votes	<i>Total number of members voted whose votes were declared invalid</i>				<i>Total number of votes cast by them</i>		
	0				0		

(d) Resolution No. 4 - As a Special Resolution

Appointment of Ms. Rajeshree Maruti Chougule (DIN: 10647042) as Non-Executive Independent Director of the Company.

<i>Particulars</i>	<i>Remote E-Voting</i>		<i>Voting at the AGM (through Poll)</i>		<i>Total</i>		<i>Percentage (%)</i>
	<i>Number of Member (s)</i>	<i>Votes</i>	<i>Number of Member (s)</i>	<i>Votes</i>	<i>Number of Member (s)</i>	<i>Votes</i>	
Assent	8	2,68,020	2	2180	10	2,70,200	100%
Dissent	0	0	0	0	0	0	0
Total	8	2,68,020	2	2180	10	2,70,200	100%
Invalid Votes	<i>Total number of members voted whose votes were declared invalid</i>				<i>Total number of votes cast by them</i>		
	0				0		

(e) Resolution No. 5 – As an Ordinary Resolution

Appointment Mr. Amit Doshi (DIN: 10649175) as a Director of the Company.

<i>Particulars</i>	<i>Remote E-Voting</i>		<i>Voting at the AGM (through Poll)</i>		<i>Total</i>		<i>Percentage (%)</i>
	<i>Number of Member (s)</i>	<i>Votes</i>	<i>Number of Member (s)</i>	<i>Votes</i>	<i>Number of Member (s)</i>	<i>Votes</i>	
Assent	8	2,68,020	2	2180	10	2,70,200	100%
Dissent	0	0	0	0	0	0	0
Total	8	2,68,020	2	2180	10	2,70,200	100%
Invalid Votes	<i>Total number of members voted whose votes were declared invalid</i>				<i>Total number of votes cast by them</i>		
	0				0		

(f) Resolution No. 6 – As a Special Resolution

Appointment of Mr. Amit Doshi (DIN: 10649175) as Non-Executive Independent director of the Company.

<i>Particulars</i>	<i>Remote E-Voting</i>		<i>Voting at the AGM (through Poll)</i>		<i>Total</i>		<i>Percentage (%)</i>
	<i>Number of Member (s)</i>	<i>Votes</i>	<i>Number of Member (s)</i>	<i>Votes</i>	<i>Number of Member (s)</i>	<i>Votes</i>	
Assent	8	2,68,020	2	2180	10	2,70,200	100%
Dissent	0	0	0	0	0	0	0
Total	8	2,68,020	2	2180	10	2,70,200	100%
Invalid Votes	<i>Total number of members voted whose votes were declared invalid</i>				<i>Total number of votes cast by them</i>		
	0				0		

(g) Resolution No. 7 – As an Ordinary Resolution

Appointment of Mr. Sushil Kaluram Sakpal (DIN - 10754218) as a Director of the Company.

<i>Particulars</i>	<i>Remote E-Voting</i>		<i>Voting at the AGM (through Poll)</i>		<i>Total</i>		<i>Percentage (%)</i>
	<i>Number of Member (s)</i>	<i>Votes</i>	<i>Number of Member (s)</i>	<i>Votes</i>	<i>Number of Member (s)</i>	<i>Votes</i>	
Assent	8	2,68,020	2	2180	10	2,70,200	100%
Dissent	0	0	0	0	0	0	0
Total	8	2,68,020	2	2180	10	2,70,200	100%
Invalid Votes	<i>Total number of members voted whose votes were declared invalid</i>				<i>Total number of votes cast by them</i>		
	0				0		

(h) Resolution No. 8 – As an Ordinary Resolution

Appointment of Mr.Sushil Kaluram Sakpal (DIN - 10754218) as Whole time Director of the Company.

<i>Particulars</i>	<i>Remote E-Voting</i>		<i>Voting at the AGM (through Poll)</i>		<i>Total</i>		<i>Percentage (%)</i>
	<i>Number of Member (s)</i>	<i>Votes</i>	<i>Number of Member (s)</i>	<i>Votes</i>	<i>Number of Member (s)</i>	<i>Votes</i>	
Assent	8	2,68,020	2	2180	10	2,70,200	100%
Dissent	0	0	0	0	0	0	0
Total	8	2,68,020	2	2180	10	2,70,200	100%
Invalid Votes	<i>Total number of members voted whose votes were declared invalid</i>				<i>Total number of votes cast by them</i>		
	0				0		

(i) Resolution No. 9 – As an Ordinary Resolution

Approval of Re-classification of persons from “Promoter/ Promoter Group Category” to “Public Category”.

<i>Particulars</i>	<i>Remote E-Voting</i>		<i>Voting at the AGM (through Poll)</i>		<i>Total</i>		<i>Percentage (%)</i>
	<i>Number of Member (s)</i>	<i>Votes</i>	<i>Number of Member (s)</i>	<i>Votes</i>	<i>Number of Member (s)</i>	<i>Votes</i>	
Assent	6	1863	2	2180	8	4043	100%
Dissent	0	0	0	0	0	0	0
Total	6	1863	2	2180	8	4043	100%
Invalid Votes *	<i>Total number of members voted whose votes were declared invalid</i>				<i>Total number of votes cast by them</i>		
	2				266,157		

**266,157 votes casted by a) Jayalakshmi Shyam (1,88,337) and b) Netra Shyam (77,820) were declared as invalid, being interested in the above resolution.*

On the basis of the aforesaid result, I report that all the resolutions as contained in the notice of the Annual General Meeting dated August 27, 2024 have been passed with requisite majority.

I hereby confirm that I am maintaining the Registers received from the Service Provider electronically in respect of the votes cast through e-voting and for Poll by the shareholders of the Company. I shall be arranging to hand over these records to you or such other person as authorized by you.

Thanking you,

Yours faithfully,

**For SPRS and Co. LLP
Company Secretaries**

**Sanjay
Pandurang
Parab**

Digitally signed by Sanjay Pandurang Parab
DN: c=IN, o=Personal, title=3340,
pseudonym=133277454827264087TCX362F8Kp1U54,
2.5.4.20=a5e90b5bf0860bc456576af6e75d48c483a7ed
b130301d510231cf9260af49a7, postalCode=400075,
st=Maharashtra,
serialNumber=03f0ccd3f00aa840a7f48a363e51aeb8c8
1c3bd19c2f8249ae7d7acb910907e6, cn=Sanjay
Pandurang Parab
Date: 2024.09.30 23:10:24 +05'30'

**CS Sanjay Parab
Designated Partner
FCS No: 6613 CP No: 7093
Peer Review No: 1036/2020
UDIN: F006613F001386200
Date: September 30, 2024
Place: Mumbai**