



**VIKALP
SECURITIES LIMITED**

To
The Asst. General Manager,
Department of Corporate Services
The Bombay Stock Exchange, Mumbai
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai-400001
Fax No: 91-22-22721919

Date: 23.09.2019

BSE Scrip Code: 531334

Dear Sir,

Sub: Proceedings of the 33rd Annual General Meeting (AGM) pursuant to Regulation 30 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and Disclosure of Voting Result of AGM under Regulation 44(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

This is to inform you that the 33rd Annual General Meeting (AGM) of the members of the Vikalp Securities Limited (the "Company") was held on Monday, September 23, 2019 started at 09:00 A.M. and concluded at 9:50 A.M. at the registered office of the Company situated at 25/38, Karachi Khana, Kanpur- 208001, Uttar Pradesh.

Mr. Arun Kejriwal, Chairman of the Company, Chaired the AGM. He requested his colleagues on the dais to introduce themselves and also requested the members to take their seats. Total 20 members were present in person at the meeting and no proxy has attended the AGM. The chairman announced that the requisite quorum for the meeting is present and called the meeting to order.

The Chairman delivered a speech and also confirmed that all the provisions of the Companies Act, 2013 ("the Act") and the Rules made thereunder, the Secretarial Standards made thereunder with respect to calling, convening and conducting the meeting were duly complied with.

He gave an overview of the financial performance of the company for the financial year ended March 31, 2019 and its future outlook.

The Chairman informed the Members that pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the company had provided the remote e-voting facility to the Members of the Company from September 20, 2019 (9:00 A.M) to

September 22, 2019 (5:00 P.M). The Voting rights of the Members were in proportion to the number of equity shares held by them as on the Cut-off date i.e. September 16, 2019.

The Chairman further informed the members that Company had arranged for a poll on all the 6 resolutions to be passed at the Annual General Meeting to the Members who attended the AGM and who had not cast their votes by remote e-voting.

The Chairman also informed that the Board of Directors of the Company had engaged the services of National Securities Depository Limited ("NSDL") for remote e-voting and appointed Mr. Adesh Tandon, Practicing Company Secretary (Certificate of Practice No 1121), as the Scrutinizer for the E-voting and poll process.

Thereafter, the Chairman ordered a poll to be taken at the meeting and requested Mr. Adesh Tandon, Scrutinizer for an orderly conduct of voting.

The Chairman announced that the voting results including remote e-voting and voting by Poll results alongwith the scrutinizers' report shall be placed on the website of the Company and the website of NSDL.

The following items of business as set out in the Notice Convening the Annual General Meeting put for Members' approval:

ORDINARY BUSINESS :

1. Adoption of Audited Financial Statements of the Company for the financial year ended March 31, 2019, including audited Balance Sheet as at 31st of March, 2019 and the statement of Profit and Loss Account for the year ended on that date together with the reports of the Board of Directors ("the Board") and Auditors thereon. **(Ordinary Resolution)**
2. Appointment of a Director in place of Ms. Sonali Kejriwal (DIN: 07137327), who retires by rotation at this Annual General Meeting and being eligible has offered herself for re-appointment. **(Ordinary Resolution)**

SPECIAL BUSINESS

3. Re-appointment of Mr. Arun Kejriwal (DIN: 00687890) as Managing Director of the Company for 3 years with effect from 1st July, 2019. **(Special Resolution)**
4. Appointment of Mr. Vinay Kumar (DIN: 08426368) as an Independent Director. **(Ordinary Resolution)**
5. Appointment of Mr. Vineet Dubey (DIN: 08426369) as an Independent Director. **(Ordinary Resolution)**
6. To appoint Mr. Sharad Tandon (DIN: 00687841) as an Independent Director. **(Special Resolution)**



**VIKALP
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The above resolution were proposed and Seconded by the members in the AGM. Further, satisfactory reply was given to the queries raised by the shareholders present at the meeting.

The Chairman announced at the Annual General Meeting that the Consolidated Scrutinizer's Report on remote E-voting and Poll as submitted by Mr. Adesh Tandon, Practicing Company Secretary shall be uploaded on the website of the Company and NSDL. Further, the results in the format prescribed shall be notified to the BSE Limited under Clause 44 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015.

The Chairman thanked all the members for their active participation in the 33rd Annual General Meeting and thereafter concluded the 33rd Annual General Meeting.

We request you to take the above on your record and inform the concerned.

Copy of the Consolidated Scrutinizer's Report is enclosed herewith.

Thanks & Regards

For VIKALP SECURITIES LIMITED

**ARUN KEJRIWAL
MANAGING DIRECTOR
DIN: 00687890**

Encl: Scrutinizer's Report

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ADESH TANDON & ASSOCIATES
COMPANY SECRETARIES

Adesh Tandon

FCS, LLB, B.Com, AAIMA

811, 8th Floor, KAN Chambers,
14/113, Civil Lines, **KANPUR** - 208 001 (U. P.)
Tel. : 0512-2332397 • Mobile : 09839100709
E-mail : adesh.tandon11@gmail.com

Date.....

SCRUTINIZER'S REPORT – COMBINED

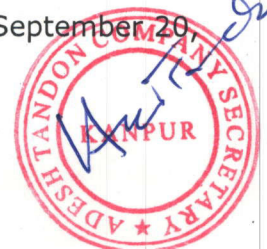
[Pursuant to Section 108 and 109 of the Companies Act, 2013 and Rules 20 & 21 of the
Companies (Management & Administration) Rules, 2015, as amended]

To,

The Chairman of **33rd (Thirty Third) Annual General Meeting ("AGM")** of the members of **VIKALP SECURITIES LIMITED** (hereinafter referred as 'the Company') held on Monday, September 23, 2019 at 09:00 A.M. at the registered office of the Company situated at 25/38, Karachi Khana, Kanpur - 208001:

Dear Sir,

1. I, Adesh Tandon, Proprietor of M/s Adesh Tandon & Associates, Kanpur have been appointed as scrutinizer by the Board of Directors of the Company for the purpose of scrutinizing the Remote e-voting process and Voting through Poll at the AGM under the provisions of Section 108 and 109 of the Companies Act, 2013 ("the Act") read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014, as amended ("the Rules"), on the resolutions contained in the notice to the 33rd AGM of the members of the Company, held on Monday, September 23, 2019 at the registered office of the Company situated at 25/38, Karachi Khana, Kanpur-208001;
2. The Management of the Company is responsible to ensure the Compliance with the requirements of the Act and Rules relating to e-voting and poll on the resolutions contained in the Notice to the 33rd AGM of the members of the Company. My responsibility as a scrutinizer for the remote e-voting process and for poll at the AGM is restricted to make a Scrutinizer's Report (Consolidated) of the votes casted 'in favour' or 'against' the resolutions stated below, based on the reports generated from the e-voting system provided by National Securities Depository Limited ("NSDL"), the authorized agency engaged by the Company to provide e-voting and also based on the poll conducted at the AGM;
3. The Company has engaged the services of NSDL as the Authorized Agency to provide Secured E-Voting process;
4. The E-Voting period remained open from 09:00 A.M. (IST) on Friday, September 20, 2019 upto 05:00 P.M. (IST) on Sunday, September 22, 2019;



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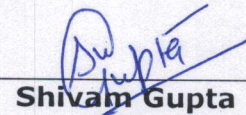
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Date.....

5. The Cut-off date (i.e. the record date) for the purpose of determining the entitlement for remote E-Voting on the proposed resolutions is Monday, September 16, 2019;
6. The votes casted electronically were unblocked on September 23, 2019 around 12:45 P.M., in the presence of two witnesses Ms. Avantika Mishra, R/o 11/363, Ram Niwas, Souter Ganj, Kanpur - 208001 and Mr. Shivam Gupta, R/o 46/45, Hatiya, Kanpur-208001 (UP) who are not in the employment of the Company. They have signed below in confirmation of the E-Voting being unblocked in their presence;



Avantika Mishra



Shivam Gupta

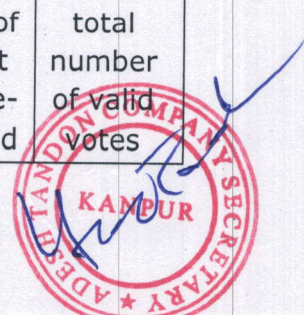
7. The poll facility has been provided to all the shareholders who attended the AGM to vote at the Resolutions as contained in the Notice of the 33rd AGM but not to those shareholders who have opted the facility to vote through remote E-Voting;
8. Thereafter, the details containing, inter alia, the information about equity shareholders voting 'In Favour' and 'Against' the resolution, were generated from the E-Voting website of NSDL and based on such reports the results of Remote E-Voting and Poll on each resolution are given hereunder:

A) Resolution No. 1: Ordinary Resolution

Consideration and adoption of the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2019 including Balance Sheet as at March 31, 2019 and the Statement of Profit and Loss for the year ended on that date and the Report of Board of Directors and Auditors thereon.

Voted in '**FAVOUR**' of the resolution:

Number of Members voted through electronic voting system	Number of votes cast in 'Favour' of resolution	Number of Member/ Proxies Voted by	Number of vote cast in 'Favour' of resolution	Total Number of vote cast through e-voting and	% of total number of valid votes



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	by e-voting	poll	by Poll	Poll	Date..... cast
4	1456200	11	6300	1462500	100%

Voted '**AGAINST**' the resolution:

Number of Members voted through electronic voting system	Number of votes cast 'Against' resolution by e-voting	Number of Member/Proxies Voted by Poll	Number of Vote cast 'Against' resolution by Poll	Total Number of Vote cast through e-voting and Poll	% of total number of valid votes cast
-	-	-	-	-	-

'**INVALID**' votes:

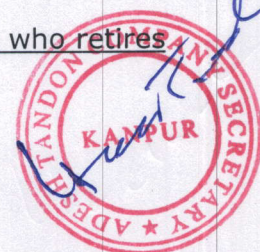
Number of Members Voted through electronic voting system	Number of votes cast Invalid by e-voting	Number of Member/proxies Voted by Poll	Number of vote cast invalid by Poll	Total number of votes cast through e-voting and poll
-	-	-	-	-

Result:

There being no votes cast against the resolution as set out in Notice as item No. 1. Hence, the Ordinary Resolution was passed with absolute majority.

B) Resolution No. 2: Ordinary Resolution

Appointment of Director in place of Ms. Sonali Kejriwal (DIN: 07137327), who retires by rotation and being eligible, offers herself for re-appointment.



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Voted in '**FAVOUR**' of the resolution:

Date.....

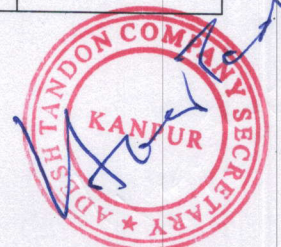
Number of Members voted through electronic voting system	Number of votes cast in 'Favour ' of resolution by e-voting	Number of Member/ Proxies Voted by poll	Number of vote cast in 'Favour' of resolution by Poll	Total Number of Vote cast through e-voting and poll	% of total number of valid votes cast
4	1456200	9	5500	1461700	99.9453%

Voted '**AGAINST**' the resolution:

Number of Members Voted through electronic voting system	Number of vote cast 'against' resolution by e-voting	Number of Member/P roxies Voted by Poll	Number of Vote cast 'Against' resolution by poll	Total Number of vote cast through e-voting and Poll	% of total number of valid votes cast
-	-	2	800	800	0.0547%

'**INVALID**' votes:

Number of Members voted through electronic voting system	Number of votes cast Invalid by e-voting	Number of Members/Proxies Voted by Poll	Number of Vote Cast Invalid by Poll	Total Number of Vote cast through e-voting and Poll
-	-	-	-	-



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Date.....

Result:

As the votes cast in favour of the resolution are more than votes cast against the resolution as set out in Notice as item No. 2. Hence, the Ordinary Resolution was passed with requisite majority.

C) Resolution No. 3: Special Resolution

Re-appointment of Mr. Arun Kejriwal (DIN: 00687890) as Managing Director of the Company for 3 years with effect from July 01, 2019.

Voted in '**FAVOUR**' of the resolution:

Number of Members voted through electronic voting system	Number of votes cast in 'Favour' of resolution by e-voting	Number of Member/ Proxies Voted by poll	Number of vote cast in 'Favour' of resolution by Poll	Total Number of Vote cast through e-voting and poll	% of total number of valid votes cast
4	1456200	9	5500	1461700	99.9453%

Voted '**AGAINST**' the resolution:

Number of Members Voted through electronic voting system	Number of vote cast 'against' resolution by e-voting	Number of Member/P roxies Voted by Poll	Number of Vote cast 'Against' resolution by poll	Total Number of vote cast through e-voting and Poll	% of total number of valid votes cast
-	-	2	800	800	0.0547%



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Date.....

'INVALID' votes:

Number of Members voted through electronic voting system	Number of votes cast Invalid by e-voting	Number of Members/Proxies Voted by Poll	Number of Vote Cast Invalid by Poll	Total Number of Vote cast through e-voting and Poll
-	-	-	-	-

Result:

As the votes cast in favour of the resolution are more than thrice numbers of votes cast against the resolution as set out in Notice as Item No. 3. Hence, the Special Resolution was passed with requisite majority.

D) Resolution No. 4: Ordinary Resolution

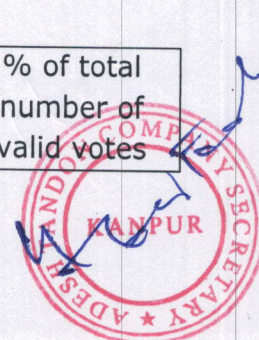
Appointment of Mr. Vinay Kumar (DIN: 08426368) as an Independent Director.

Voted in '**FAVOUR**' of the resolution:

Number of Members voted through electronic voting system	Number of votes cast in 'Favour' of resolution by e-voting	Number of Member/ Proxies Voted by poll	Number of vote cast in 'Favour' of resolution by Poll	Total Number of Vote cast through e-voting and poll	% of total number of valid votes cast
4	1456200	7	4300	1460500	99.8632%

Voted '**AGAINST**' the resolution:

Number of Members Voted	Number of vote cast 'against'	Number of Member/P roxies	Number of Vote cast 'Against'	Total Number of vote cast through e-	% of total number of valid votes



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through electronic voting system	resolution by e-voting	Voted by Poll	resolution by poll	voting and Poll	Date cast
-	-	4	2000	2000	0.1368%

'INVALID' votes:

Number of Members voted through electronic voting system	Number of votes cast Invalid by e-voting	Number of Members/Proxies Voted by Poll	Number of Vote Cast Invalid by Poll	Total Number of Vote cast through e-voting and Poll
-	-	-	-	-

Result:

As the votes cast in favour of the resolution are more than votes cast against the resolution as set out in Notice as Item No. 4. Hence, the Ordinary Resolution was passed with requisite majority.

E) Resolution No. 5: Ordinary Resolution

Appointment of Mr. Vineet Dubey (DIN: 08426369) as an Independent Director.

Voted in '**FAVOUR**' of the resolution:

Number of Members voted through electronic voting system	Number of votes cast in 'Favour' of resolution by e-voting	Number of Member/ Proxies Voted by poll	Number of vote cast in 'Favour' of resolution by Poll	Total Number of Vote cast through e-voting and poll	% of total number of valid votes cast
4	1456200	6	4000	1460200	99.8427%



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Voted '**AGAINST**' the resolution:

Number of Members Voted through electronic voting system	Number of vote cast 'against' resolution by e-voting	Number of Member/Proxies Voted by Poll	Number of Vote cast 'Against' resolution by poll	Total Number of vote cast through e-voting and Poll	% of total number of valid votes cast
-	-	5	2300	2300	0.1573%

'**INVALID**' votes:

Number of Members voted through electronic voting system	Number of votes cast Invalid by e-voting	Number of Members/Proxies Voted by Poll	Number of Vote Cast Invalid by Poll	Total Number of Vote cast through e-voting and Poll
-	-	-	-	-

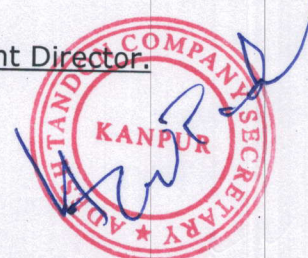
Result:

As the votes cast in favour of the resolution are more than votes cast against the resolution as set out in Notice as Item No. 5. Hence, the Ordinary Resolution was passed with requisite majority.

F) Resolution No. 6: Special Resolution

Appointment of Mr. Sharad Tandon (DIN: 00687841) as an Independent Director.

Voted in '**FAVOUR**' of the resolution:



ADESH TANDON & ASSOCIATES

COMPANY SECRETARIES

Adesh Tandon

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Number of Members voted through electronic voting system	Number of votes cast in 'Favour ' of resolution by e-voting	Number of Member/ Proxies Voted by poll	Number of vote cast in 'Favour' of resolution by Poll	Total Number of Vote cast through e-voting and poll	% of total number of valid votes cast
4	1456200	8	4900	1461100	99.9043%

Voted '**AGAINST**' the resolution:

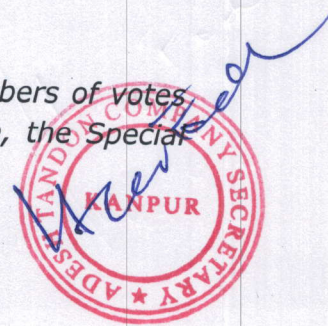
Number of Members Voted through electronic voting system	Number of vote cast 'against' resolution by e-voting	Number of Member/P roxies Voted by Poll	Number of Vote cast 'Against' resolution by poll	Total Number of vote cast through e-voting and Poll	% of total number of valid votes cast
-	-	3	1400	1400	0.0957%

'**INVALID**' votes:

Number of Members voted through electronic voting system	Number of votes cast Invalid by e-voting	Number of Members/Proxies Voted by Poll	Number of Vote Cast Invalid by Poll	Total Number of Vote cast through e-voting and Poll
-	-	-	-	-

Result:

As the votes cast in favour of the resolution are more than thrice numbers of votes cast against the resolution as set out in Notice as Item No. 6. Hence, the Special Resolution was passed with requisite majority.



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9. The poll papers and all other relevant records were sealed and are being handed over to the Company Secretary, authorized by the Chairman for safe keeping.

Thanking you.

Yours faithfully,
For ADESH TANDON & ASSOCIATES
Company Secretaries

For ADESH TANDON & ASSOCIATES
COMPANY SECRETARIES



PROPRIETOR
C.P. No. 1121

Adesh Tandon

Proprietor

FCS No. 2253

C.P. No. 1121

Place: Kanpur

Date: September 23, 2019