



ALL ELECTRICAL SEGMENT

VETO SWITCHGEARS AND CABLES LTD.

Regd. Office : 506, 5th FLOOR PLOT NO. B-9, LANDMARK BUILDING, NEW LINK ROAD,
ANDHERI (WEST), MUMBAI, MAHARASHTRA 400053

CIN :L31401MH2007PLC171844



Date: 01st October, 2019

To,

**BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai - 400001**

**National Stock Exchange of India Ltd.
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (E)
Mumbai – 400051**

Scrip Code: 539331; VETO

Dear Sir / Madam,

Sub: Disclosure under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 regarding details of Voting Results at the 12th Annual General Meeting of the Company

With reference to the above captioned subject, pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby submit the details of voting results inclusive of e-voting and poll conducted at the 12th Annual General Meeting of the Company held on Saturday, 28th September 2019 at 12:00 P.M. at Daffodils 23, Royal Complex, Shop-1-4, Eksar Rd., Borivali West, Mumbai-400092, Maharashtra

Kindly take the same on your record.

Thanking You.

Yours faithfully,

For Veto Switchgears And Cables Limited

**AKSHAY KUMAR GURNANI
CHAIRMAN
DIN: 06888193**



Encl: As stated

Corporate Office :

4th Floor, Plot No. 10, Days Hotel, Airport Plaza Scheme, Behind Hotel Radisson Blu, Tonk Road,
Durgapura, Jaipur-302 018 (Rajasthan) Tel : 0141-6667777 Extn. 775
Email : info@vetoswitchgears.com,vetoswitchgears@yahoo.co.in, Website : www.vetoswitchgears.com
Factory : Plot No. 65-67 & 74-77, Sector -5, IIE, SIDCUL, Ranipur, Haridwar-249403

Details of Voting Results - 12th Annual General Meeting

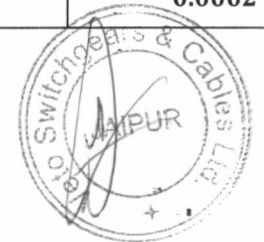
Date of the AGM/EGM	28 th September 2019
Total number of shareholders on record date	11432 (As on cut-off date i.e. 21 st September, 2019)
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public	 2 30
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public	 NA



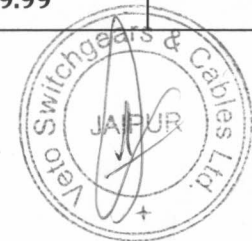
Agenda- wise

❖ Resolution / Agenda wise details of voting are as under:

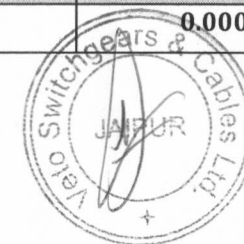
Resolution required: (Ordinary)			1. To receive, consider and adopt the audited financial statements of the Company (including audited consolidated financial statements)for the financial year ended 31st March 2019 and the Reports of the Board of Directors and Auditors thereon.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of Vote(s) polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes in favor (4)	No. of Votes - against (5)	% of Votes in favor on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	8414048	1276744	15.17	1276744	0	100	0
	Poll		7137304	84.82	7137304	0	100	0
	Postal Ballot (if applicable)		--	--	--	--	--	--
	Total		8414048	8414048	100	8414048	--	100
Public-Institutions	E-Voting	--	--	--	--	--	--	--
	Poll	--	--	--	--	--	--	--
	Postal Ballot (if applicable)	--	--	--	--	--	--	--
	Total							
Public-Non Institutions	E-Voting	217351	32571	14.98	32556	15	99.95	0.04
	Poll		184780	85.02	184780	0	100	0
	Postal Ballot (if applicable)		--	--	--	--	--	--
	Total		217351	217351	100	217336	15	99.99
Total		8631399	8631399	100	8631384	15	99.99	0.0002



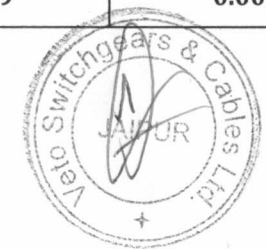
Resolution required: (Ordinary)			2. To re-appoint Mr. Narain Das Gurnani (DIN: 01970599) as a director, who retires by rotation and being eligible offers himself for re-appointment.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of Vote(s) polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor (4)	No. of Votes - against (5)	% of Votes in favor on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	8414048	1276744	15.17	1276744	0	100	0
	Poll		7137304	84.82	7137304	0	100	0
	Postal Ballot (if applicable)		--	--	--	--	--	--
	Total		8414048	8414048	100	8414048	--	100
Public-Institutions	E-Voting	--	--	--	--	--	--	--
	Poll	--	--	--	--	--	--	--
	Postal Ballot (if applicable)	--	--	--	--	--	--	--
	Total							
Public-Non Institutions	E-Voting	217351	32571	14.98	32556	15	99.95	0.04
	Poll		184780	85.02	184780	0	100	0
	Postal Ballot (if applicable)		--	--	--	--	--	--
	Total		217351	217351	100	217336	15	99.99
Total		8631399	8631399	100	8631384	15	99.99	0.0002



Resolution required: (Ordinary)			3. Ratification of Remuneration and Appointment of Cost Auditors.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of Vote(s) polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor (4)	No. of Votes - against (5)	% of Votes in favor on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	8414048	1276744	15.17	1276744	0	100	0
	Poll		7137304	84.82	7137304	0	100	0
	Postal Ballot (if applicable)		--	--	--	--	--	--
	Total		8414048	8414048	100	8414048	--	100
Public-Institutions	E-Voting	--	--	--	--	--	--	--
	Poll	--	--	--	--	--	--	--
	Postal Ballot (if applicable)	--	--	--	--	--	--	--
	Total							
Public-Non Institutions	E-Voting	217351	32571	14.98	32556	15	99.95	0.04
	Poll		184780	85.02	184780	0	100	0
	Postal Ballot (if applicable)		--	--	--	--	--	--
	Total		217351	217351	100	217336	15	99.99
Total		8631399	8631399	100	8631384	15	99.99	0.0002



Resolution required: (Special)			4. Revision in the terms of remuneration of Mr. Akshay Kumar Gurnani (DIN: 06888193), Managing Director and CEO of the Company.					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
Category	Mode of Voting	No. of shares held (1)	No. of Vote(s) polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor (4)	No. of Votes - against (5)	% of Votes in favor on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	8414048	1276744	15.17	1276744	0	100	0
	Poll		7137304	84.82	7137304	0	100	0
	Postal Ballot (if applicable)		--	--	--	--	--	--
	Total	8414048	8414048	100	8414048	--	100	0
Public-Institutions	E-Voting	--	--	--	--	--	--	--
	Poll	--	--	--	--	--	--	--
	Postal Ballot (if applicable)	--	--	--	--	--	--	--
	Total							
Public-Non Institutions	E-Voting	217351	32549	14.98	32549	22	99.93	0.0675
	Poll		184780	85.02	184780	0	100	0.00
	Postal Ballot (if applicable)		--	--	--	--	--	--
	Total	217351	217351	100	217329	22	99.98	0.01
Total		8631399	8631399	100	8631377	22	99.99	0.0003



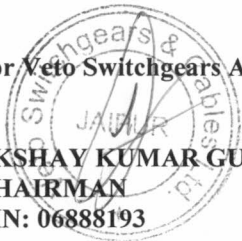
Resolution required: (Ordinary)			5. Resignation of Mr. Mohan Sukhani (DIN: 00113432) from the post of Independent Director of the Company.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of Vote(s) polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes in favor (4)	No. of Votes - against (5)	% of Votes in favor on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	8414048	1276744	15.17	1276744	0	100	0
	Poll		7137304	84.82	7137304	0	100	0
	Postal Ballot (if applicable)		--	--	--	--	--	--
	Total	8414048	8414048	100	8414048	--	100	0
Public-Institutions	E-Voting	--	--	--	--	--	--	--
	Poll	--	--	--	--	--	--	--
	Postal Ballot (if applicable)	--	--	--	--	--	--	--
	Total							
Public-Non Institutions	E-Voting	217351	32571	14.98	32549	22	99.93	0.0675
	Poll		184780	85.02	184780	0	100	0.00
	Postal Ballot (if applicable)		--	--	--	--	--	--
	Total	217351	217351	100	217329	22	99.98	0.01
Total		8631399	8631399	100	8631377	22	99.99	0.0003



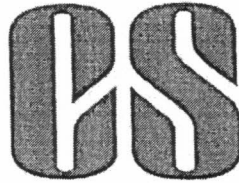
Resolution required: (Ordinary)			6. Appointment of Mr. Hari Krishan Motwani (DIN: 08570545) as an Independent Director of the Company.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of Vote(s) polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor (4)	No. of Votes - against (5)	% of Votes in favor on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	8414048	1276744	15.17	1276744	0	100	0
	Poll		7137304	84.82	7137304	0	100	0
	Postal Ballot (if applicable)		--	--	--	--	--	--
	Total		8414048	8414048	100	8414048	--	100
Public-Institutions	E-Voting	--	--	--	--	--	--	--
	Poll	--	--	--	--	--	--	--
	Postal Ballot (if applicable)	--	--	--	--	--	--	--
	Total							
Public-Non Institutions	E-Voting	217351	32571	14.98	32556	15	99.95	0.04
	Poll		184780	85.02	184780	0	100	0
	Postal Ballot (if applicable)		--	--	--	--	--	--
	Total		217351	217351	100	217336	15	99.99
Total		8631399	8631399	100	8631384	15	99.99	0.0002

For Veto Switchgears And Cables Limited

AKSHAY KUMAR GURNANI
CHAIRMAN
DIN: 06888193



MANISHA KALRA
COMPANY SECRETARIES



S-14, Shopping Centre,
Opp. L.B.S. College, Tilak Nagar,
Jaipur, Rajasthan
E-mail:
manid_1984@yahoo.com
M - 98877-12681

FORM No. MGT-13
Report of Scrutinizer

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman,

The 12th Annual General Meeting ("AGM") of the Equity Shareholders of Veto Switchgears and Cables Limited held on Saturday, September 28th, 2019 at 12.00 P.M. at Daffodils 23, Royal Complex, Shop-1-4, Eksar Rd., Borivali West, Mumbai-400092, Maharashtra.

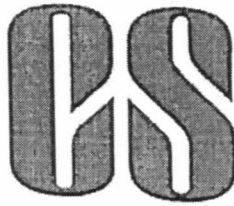
Dear Sir,

I, Manisha Kalra, Practising Company Secretary at S-14, Shopping Centre, Opposite L.B.S. College, Tilak Nagar, Jaipur, Rajasthan was appointed as Scrutinizer for the purpose of remote e-voting as well as the voting to be conducted through poll taken on the below mentioned resolution(s), at the 12th Annual General Meeting ("AGM") held on Saturday, September 28th, 2019 at Daffodils 23, Royal Complex, Shop-1-4, Eksar Rd., Borivali West, Mumbai-400092, Maharashtra at 12:00 P.M., submit our report as under:

1. The e-voting period remained open from Wednesday, the 25th September 2019 9:00 A.M. and ended on Friday, the 27th September 2019 at 5:00 P.M. (both inclusive).
2. The shareholders holding the shares as on cut-off date i.e. 21st September 2019 were entitled to vote on the proposed resolutions as set out in the notice dated 6th September 2019 convening the Annual General Meeting of Veto Switchgears and Cables Limited.
3. The Notice of the AGM ("Notice") was sent by electronic mode to those members whose email ids were registered with the Depository Participants and for other members, and hard copy of Notice along with e-voting instructions were sent by registered post/courier.
4. After the time fixed for closing of the poll by the Chairman. One ballot box kept for polling was locked in my presence with due identification marks placed by me.
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. There was no polling paper which was incomplete or found defective.
7. After the conclusion of the Annual General Meeting, the votes cast through remote e-voting were unblocked from the-voting website of Central Depository Services Limited (CDSL) (<http://www.evotingindia.com>) on 30th September 2019 At 11:55 A.M. in presence of two witnesses, namely Mr. Abhishek Gupta and Mr. Amit Murarka, who are not in employment of the company.

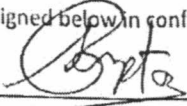


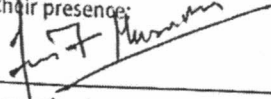
MANISHA KALRA
COMPANY SECRETARIES



S-14, Shopping Centre,
 Opp. L.B.S. College, Tilak Nagar,
 Jaipur, Rajasthan
 E-mail:
 manid_1984@yahoo.com
 M - 98877-12681

They have signed below in confirmation of the event being unblocked in their presence:





and the ballot boxes were opened and polling papers were removed and examined.

Thereafter the details of the equity shareholders, who voted "For" and "Against" was extracted from the polling papers and the list of equity shareholders who voted "for" or "Against" were, downloaded from the E-voting website of CDSL.

8. The combined result of remote e-voting and poll held at the aforesaid Annual General Meeting is as under:

a) Resolution 1: Ordinary Resolution

To receive, consider and adopt the audited financial statements of the company (including audited consolidated financial statements) for the financial year ended on 31st March 2019 and the Reports of the Board of Directors and Auditors thereon.

i. Voted in favor of the resolution

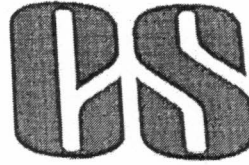
	Number of Members voted (in person or by proxy or by remote e-voting)	Number of votes cast by them	Number of valid votes cast by them	% of total number of valid votes cast in favour
Remote e-voting	11	1309300	1309300	15.17
Poll	32	7322084	7322084	84.83
Total	43	8631384	8631384	100.00

ii. Voted against the resolution:

	Number of Members voted (in person or by proxy or by remote e-voting)	Number of votes cast by them	Number of valid votes cast by them	% of total number of valid votes cast against
Remote e-voting	2	15	15	100



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Poll	0	0	0	0.00
Total	2	15	15	100

iii. Invalid/Abstain votes:

	Number of Members Voted (in person or by proxy or by remote e-voting)	Number of votes cast by them
Remote e-voting	NIL	NIL
Poll	NIL	NIL
Total	NIL	NIL

b) Resolution 2: Ordinary Resolution

To re-appoint Mr. Narain Das Gurnani (DIN: 01970599) as a director, who retires by rotation and being eligible offers himself for re-appointment:

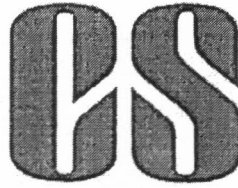
i. Voted in favour of the resolution

	Number of Members voted (in person or by proxy or by remote e-voting)	Number of votes cast by them	Number of valid votes cast by them	% of total number of valid votes cast in favour
Remote e-voting	11	1309300	1309300	15.17
Poll	32	7322084	7322084	84.83
Total	43	8631384	8631384	100.00

ii. Voted against the resolution:



MANISHA KALRA
COMPANY SECRETARIES



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	Number of Members voted (in person or by proxy or by remote e-voting)	Number of votes cast by them	Number of valid votes cast by them	% of total number of valid votes cast against
Remote e-voting	2	15	15	100
Poll	0	0	0	0
Total	2	15	15	100

iii. Invalid/Abstain votes:

	Number of Members Voted (in person or by proxy of by remote e-voting)	Number of votes cast by them
Remote e-voting	NIL	NIL
Poll	NIL	NIL
Total	NIL	NIL

c) Resolution 3: Ordinary Resolution

Ratification of Remuneration and appointment of Cost Auditors

i. Voted in favour of the resolution

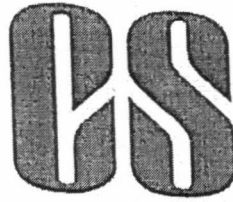
	Number of Members voted (in person or by proxy or by remote e-voting)	Number of votes cast by them	Number of valid votes cast by them	% of total number of valid votes cast in favour
Remote e-voting	11	1309300	1309300	15.17
Poll	32	7322084	7322084	84.83
Total	43	8631384	8631384	100.00

ii. Voted against the resolution:



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	Number of Members voted (in person or by proxy or by remote e-voting)	Number of votes cast by them	Number of valid votes cast by them	% of total number of valid votes cast against
Remote e-voting	2	15	15	100
Poll	0	0	0	0.00
Total	2	15	15	100

iii. Invalid/Abstain votes:

	Number of Members Voted (in person or by proxy or by remote e-voting)	Number of votes cast by them
Remote e-voting	NIL	NIL
Poll	NIL	NIL
Total	NIL	NIL

d) Resolution 4: Special Resolution

Revision in the terms of remuneration of Mr. Akshay Kumar Gurnani (DIN 06888193), Managing Director and CEO of the Company

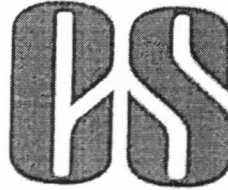
i. Voted in favour of the resolution

	Number of Members voted (in person or by proxy or by remote e-voting)	Number of votes cast by them	Number of valid votes cast by them	% of total number of valid votes cast in favour
Remote e-voting	10	1309293	1309293	15.17
Poll	32	7322084	7322084	84.83
Total	42	8631377	8631377	100.00

ii. Voted against the resolution:



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COMPANY SECRETARIES



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M - 98877-12681

	Number of Members voted (in person or by proxy or by remote e-voting)	Number of votes cast by them	Number of valid votes cast by them	% of total number of valid votes cast against
Remote e-voting	3	22	22	100
Poll	0	0	0	0.00
Total	3	22	22	100

iii. Invalid/Abstain votes:

	Number of Members Voted (in person or by proxy or by remote e-voting)	Number of votes cast by them
Remote e-voting	NIL	NIL
Poll	NIL	NIL
Total	NIL	NIL

e) Resolution 5: Ordinary Resolution

Resignation of Mr. Mohan Sukhani (DIN: 00113432) from the post of Independent Director of the Company

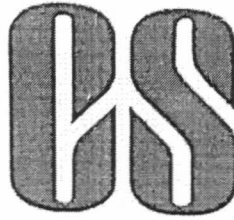
i. Voted in favour of the resolution

	Number of Members voted (in person or by proxy or by remote e-voting)	Number of votes cast by them	Number of valid votes cast by them	% of total number of valid votes cast in favour
Remote e-voting	10	1309293	1309293	15.17
Poll	32	7322084	7322084	84.83
Total	42	8631377	8631377	100.00

ii. Voted against the resolution:



MANISHA KALRA
COMPANY SECRETARIES



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Opp. L.B.S. College, Tilak Nagar,
Jaipur, Rajasthan
E-mail:
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M - 98877-12681

	Number of Members voted (in person or by proxy or by remote e-voting)	Number of votes cast by them	Number of valid votes cast by them	% of total number of valid votes cast against
Remote e-voting	3	22	22	100
Poll	0	0	0	0.00
Total	3	22	22	100

iii. Invalid/Abstain votes:

	Number of Members Voted (in person or by proxy or by remote e-voting)	Number of votes cast by them
Remote e-voting	NIL	NIL
Poll	NIL	NIL
Total	NIL	NIL

e) Resolution 6: Ordinary Resolution

Appointment of Mr. Hari Krishan Motwani as an Independent Director of the Company:

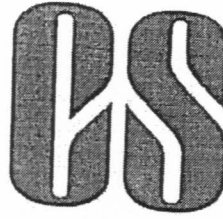
i. Voted in favour of the resolution

	Number of Members voted (in person or by proxy or by remote e-voting)	Number of votes cast by them	Number of valid votes cast by them	% of total number of valid votes cast in favour
Remote e-voting	11	1309300	1309300	15.17
Poll	32	7322084	7322084	84.83
Total	43	8631384	8631384	100.00

ii. Voted against the resolution:



MANISHA KALRA
COMPANY SECRETARIES



S-14, Shopping Centre,
Opp. L.B.S. College, Tilak Nagar,
Jaipur, Rajasthan
E-mail:
manid_1984@yahoo.com
M - 98877-12681

	Number of Members voted (in person or by proxy or by remote e-voting)	Number of votes cast by them	Number of valid votes cast by them	% of total number of valid votes cast against
Remote e-voting	2	15	15	100
Poll	0	0	0	0.00
Total	2	15	15	100

iii. Invalid/Abstain votes:

	Number of Members Voted (in person or by proxy or by remote e-voting)	Number of votes cast by them
Remote e-voting	NIL	NIL
Poll	NIL	NIL
Total	NIL	NIL

9. An excel sheet containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

10. The register, all the papers and relevant record relating to remote e-voting as well as poll papers shall remain in our safe custody until the Chairman consider, approves and signs the Minutes of the aforesaid Annual General Meeting and the same are handed over to the Company through the person authorized by the Board for safe keeping.

Thanking you,

Place: Jaipur

Date: 30.09.2019


Yours Faithfully
Manisha Kalra
Company Secretary in Practice
M. No. : FCS 7320
CP No. 7945