



4th August, 2023

BSE Limited Phiroze Jeejeebhoy Towers, Dalal St, Kala Ghoda, Fort, Mumbai – 400 001. BSE Code No. 507880	National Stock Exchange of India Ltd. Exchange Plaza, 5 th Floor, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (East), Mumbai – 400 051. NSE Code – VIPIND
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Subject: Submission of Voting Results pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

Pursuant to Regulation 44 (3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the voting results of the 56th Annual General Meeting of V.I.P. Industries Limited, alongwith the Consolidated Scrutinizer's Report.

Kindly take the same on your record and display the same on the website of the Stock Exchange.

Thanking you,

Yours faithfully,

For V.I.P. INDUSTRIES LIMITED

ANAND
CHAMPALAL
DAGA

Digitally signed by
ANAND CHAMPALAL
DAGA
Date: 2023.08.04
12:39:09 +05'30'

Anand Daga

Company Secretary & Head – Legal

Encl: As above

VIP INDUSTRIES LIMITED

Registered Office: DGP House, 5th Floor, 88C, Old Prabhadevi Road, Mumbai 400 025. INDIA.
TEL: +91 (22) 66539000 **FAX:** +91 (22) 66539089, **EMAIL:** corpcomm@vipbags.com **WEB:** www.vipbags.com
CIN - L25200MH1968PLC013914



Ragini Chokshi & Co.

Company Secretaries

34, Kamer Building, 5th Floor, 38 Cawasji Patel Street, Fort, Mumbai - 400 001.
E-mail : ragini.c@rediffmail.com / mail@csraginichokshi.com
web: csraginichokshi.com

Tel. : 022-2283 1120
022-2283 1134

Date : 03/08/2023

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014 read with amendments made thereto and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]]

To,
The Chairman,
56th Annual General Meeting (AGM)
of **VIP INDUSTRIES LIMITED**
Held on Wednesday, August 02, 2023 at 05:00 P.M

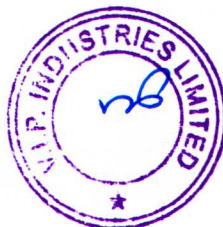
Dear Sir,

1. Appointment as Scrutinizer:

I, Ragini Chokshi, Partner of M/s. Ragini Chokshi & Company., a Company Secretary Firm, having its registered office at 34, 5th Floor, Kamer Building, 38, Cawasji Patel Street, Fort, Mumbai 400001, have been appointed as the Scrutinizer by the Board of Directors of VIP INDUSTRIES LIMITED (the "Company") for the purpose of scrutinizing the remote e-voting and voting through electronic voting system during the Annual General Meeting ('AGM') carried out as per the provisions of Section 108 of the Companies Act, 2013 (the "Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 read with amendments made thereto, read with MCA General Circular No. 14/2020 dated April 8, 2020, MCA General Circular No. 17/2020 dated April 13, 2020, MCA General Circular No. 20/2020 dated May 5, 2020, Circular no. 02/2021 dated January 13, 2021, Circular No. 21/2021 dated December 14, 2021 and Circular No. 2/2022 dated May 05, 2022 and the provisions of Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') read with SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and circular no. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 on the businesses contained in the Notice of the AGM of the Members of the Company, held on Wednesday, August 02, 2023 at 05:00 p. m. (IST) through Video Conferencing facility / Other Audio Visual Means ('VC / OAVM').

2. Our Responsibility

The management of the Company is responsible to ensure the compliance with the requirements of the Act, Rules and notifications and SEBI Listing Regulations relating to voting through electronic means on the businesses set out in the Notice of the 56th AGM of the Members of the Company. Our responsibility as a Scrutinizer is to scrutinize remote e-voting and e-voting conducted during the AGM in a fair and transparent manner and to ascertain



requisite majority and is restricted in submitting a Consolidated Scrutinizer's Report on the voting on the resolutions set out in the Notice, based on the reports generated from the e-Voting system of National Securities Depository Limited (NSDL), the authorized agency to provide remote e-Voting facilities before and during the AGM, engaged by the Company.

3. Dispatch of Notice convening AGM

- i) Pursuant to General Circulars No. 14/2020, 17/2020, 20/2020 and 02/2021, 21/2021, 02/2022 and 10/2022 dated 8th April, 2020, 13th April, 2020, 5th May, 2020 and January 13, 2021, December 14, 2021, May 5, 2022 and December 28, 2022, respectively issued by the Ministry of Corporate Affairs, advertisement was published on July 12, 2023 in Business Standard, Mumbai (English Edition) and on July 12, 2023 in Nav Shakti, Mumbai (Marathi Edition), both the newspapers having electronic editions specifying all the necessary information prescribed in the rules and circulars.
- ii) The Company hosted the notice of AGM on its website namely www.vipindustries.co.in and also uploaded the same on the website of the Stock Exchange i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com
- iii) The Company completed dispatch of Notice of AGM on July 10, 2023 by E-mail to Members who had registered their email addresses with the Company / Depositories.

4. Cut-off date

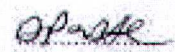
Voting rights were reckoned as on Wednesday, July 26, 2023 being the cut-off date for deciding the entitlements of members for remote e-voting and e-voting during the AGM.

5. Remote e-voting process

- i) **Agency:** The Company had appointed National Securities Depository Limited (NSDL) as the agency for providing the platform for remote e-voting and e-voting during the AGM.
- ii) **Remote e-voting period:** The Remote e-voting remained open from 09:00 a.m. on Sunday, July 30, 2023 and ended on Tuesday, August 01, 2023 at 5:00 p.m.

The votes cast were unblocked on August 02, 2023 after the conclusion of the AGM and was witnessed by two witnesses, who are not in the employment of the Company. They have signed below in confirmation of the same.

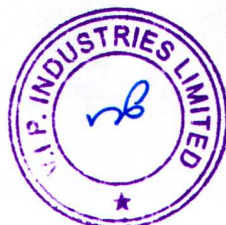

Name: Kundan Thakur


Name: Durvesh Padte

- iii) **Voting at the AGM:** After the time fixed for closing of the e-voting by the Chairman, the electronic system recording the e-voting (e-votes) was locked by National Securities Depository Limited (NSDL).

The e-votes cast were unblocked on, August 02, 2023 after 15 minutes of conclusion of proceedings of AGM.

I hereby submit the Consolidated Scrutinizer's Report based on the results of remote e-voting and e-voting during the AGM based on the reports downloaded from the e-voting website of National Securities Depository Limited (NSDL) and relied upon by me as under:



CONSOLIDATED RESULTS

ORDINARY BUSINESS:

Item No 1: Ordinary Resolution

To receive, consider and adopt:

- (a) the Audited Financial Statements of the Company for the financial year ended March 31, 2023 together with the Reports of the Board of Directors and Auditors thereon; and
(b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2023 together with the Report of Auditors thereon.

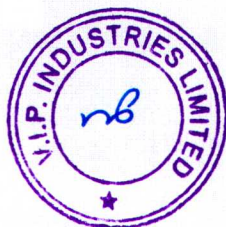
Particulars	Remote E-Voting		E-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	348	102012472	1	250	349	102012722	100%
Dissent	3	48	0	0	3	48	-
Invalid	-	-	-	-	-	-	-
Total	351	102012520	1	250	352	102012770	100%

SUMMARY OF E-VOTING

Particulars	No. of Equity Shares	Percentage of total number of votes cast (%)
Total Valid votes cast	102012770	100%
Assented to Resolution	102012722	100%
Dissented to Resolution	48	-

Item No 2: Ordinary Resolution

To appoint a Director in place of Mr. Anindya Dutta (DIN: 08256456), who retires by rotation and being eligible, seeks re-appointment.



Particulars	Remote E-Voting		E-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	341	102008072	1	250	342	102008322	99.99%
Dissent	11	4546	0	0	11	4546	0.01%
Invalid	-	-	-	-	-	-	-
Total	352	102012618	1	250	353	102012868	100%

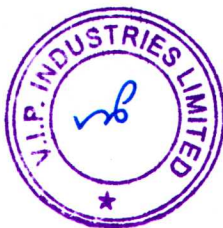
SUMMARY OF E-VOTING

Particulars	No. of Equity Shares	Percentage of total number of votes cast (%)
Total Valid votes cast	102012868	100
Assented to Resolution	102008322	99.99
Dissented to Resolution	4546	0.01

Item No 3: Ordinary Resolution

To confirm the payment of Interim Dividend of Rs. 4.50/- per equity share of face value of Rs. 2/- each as the final dividend for financial year ended March 31, 2023.

Particulars	Remote E-Voting		E-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	352	102012690	1	250	353	102012940	100
Dissent	2	45	0	0	2	45	
Invalid	-	-	-	-	-	-	-
Total	354	102012735	1	250	355	102012985	100%



SUMMARY OF E-VOTING

Particulars	No. of Equity Shares	Percentage of total number of votes cast (%)
Total Valid votes cast	102012985	100%
Assented to Resolution	102012940	100%
Dissented to Resolution	45	-

SPECIAL BUSINESS:**Item No 4: Ordinary Resolution**

Appointment of Ms. Neetu Kashiramka (DIN: 01741624) as Director of the Company

Particulars	Remote E-Voting		E-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	341	101929700	1	250	342	101929950	99.98%
Dissent	9	17918	0	0	9	17918	0.02%
Invalid	-	-	-	-	-	-	-
Total	350	101947618	1	250	351	101947868	100%

SUMMARY OF E-VOTING

Particulars	No. of Equity Shares	Percentage of total number of votes cast (%)
Total Valid votes cast	101947868	100%
Assented to Resolution	101929950	99.98%
Dissented to Resolution	17918	0.02%



Item No 5: Ordinary Resolution

Appointment of Ms. Neetu Kashiramka (DIN: 01741624) as Executive Director & Chief Financial Officer of the Company for a period of 5 (Five) years w.e.f. May 8, 2023 to May 7, 2028

Particulars	Remote E-Voting		E-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	280	95567029	1	250	281	95567279	93.74%
Dissent	70	6380575	0	0	70	6380575	6.26%
Invalid	-	-	-	-	-	-	-
Total	350	101947604	1	250	351	101947854	100%

SUMMARY OF E-VOTING

Particulars	No. of Equity Shares	Percentage of total number of votes cast (%)
Total Valid votes cast	101947854	100%
Assented to Resolution	95567279	93.74%
Dissented to Resolution	6380575	6.26%

Item No 6: Special Resolution

Modification to the VIP Employees Stock Appreciation Rights Plan 2018" ("ESARP 2018"/ "Plan"):

Particulars	Remote E-Voting		E-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	258	83483992	1	250	259	83484242	81.89%
Dissent	92	18463528	0	0	92	18463528	18.11%
Invalid	-	-	-	-	-	-	-
Total	350	101947520	1	250	351	101947770	100%



SUMMARY OF E-VOTING

Particulars	No. of Equity Shares	Percentage of total number of votes cast (%)
Total Valid votes cast	101947770	100%
Assented to Resolution	83484242	81.89%
Dissented to Resolution	18463528	18.11%

Item No 7: Special Resolution

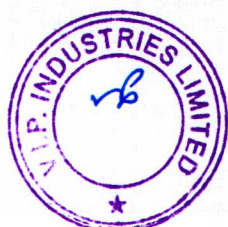
Payment of Commission to Non-Executive Director(s) of the Company not exceeding 5% of profits of the Company.

Particulars	Remote E-Voting		E-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	214	74306630	1	250	215	74306880	73.67%
Dissent	133	26563217	0	0	133	26563217	26.33%
*Invalid	1	333500	-	-	1	333500	
Total	347	100869847	1	250	348	100870097	100%

SUMMARY OF E-VOTING

Particulars	No. of Equity Shares	Percentage of total number of votes cast (%)
Total Valid votes cast	100870097	100%
Assented to Resolution	74306880	73.67%
Dissented to Resolution	26563217	26.33%

* 1 number of votes having 333500 equity shares has been excluded being the votes of the related party.



Item No 8: Special Resolution

Payment of Commission to Mr. Dilip G. Piramal as Chairman (Non-Executive, Non-Independent) of the Company for Financial Year 2022-23.

Particulars	Remote E-Voting		E-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	223	78196522	1	250	224	78196772	77.52%
Dissent	125	22673330	0	0	125	22673330	22.48%
*Invalid	1	333500	0	0	1	333500	
Total Valid Vote	348	100869852	1	250	349	100870102	100%

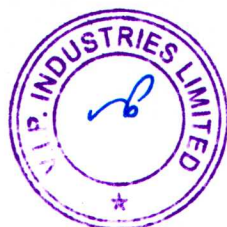
SUMMARY OF E-VOTING

Particulars	No. of Equity Shares	Percentage of total number of votes cast (%)
Total Valid votes cast	100870102	100%
Assented to Resolution	78196772	77.52%
Dissented to Resolution	22673330	22.48%

** 1 number of votes having 333500 equity shares has been excluded being the votes of the related party.*

RESULTS:

The Electronic Records containing details of the Members, who voted "IN FAVOUR", or "AGAINST" for each resolution under remote e-Voting and e-voting at the AGM has been handed over to the Company Secretary for safe custody.



The above-mentioned resolutions are passed with requisite majority except Resolution No. 7 which was required to be passed with special majority as on the date of the 56th AGM of the Company i.e. Wednesday, August 02, 2023.

Yours faithfully,
Thanking You,

Countersigned by
VIP INDUSTRIES LIMITED



Chairman

Place: Mumbai
Date: 03/08/2023



For RAGINI CHOKSHI & COMPANY
(Company Secretaries)



Ragini Kamal Chokshi
Digitally signed by Ragini Kamal Chokshi
Date: 2023.08.03 20:41:34 +05'30'

RAGINI CHOKSHI
(Partner)

Membership No: 2390
C.P. Number: 1436
UDIN: F002390E000735034

Place: Mumbai
Date: 03/08/2023