



VAIBHAV GLOBAL LIMITED

Ref: VGL/CS/2022/76

Date: 2nd August, 2022

**National Stock Exchange of
India Limited (NSE)**

Exchange Plaza, C-I, Block G
Bandra Kurla Complex
Bandra, Mumbai-400051

Symbol: VAIBHAVGBL

BSE Limited

Phiroze jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001

Scrip Code: 532156

Sub: 33rd Annual General Meeting (AGM) and E-voting Results

The 33rd Annual General Meeting of the members of Vaibhav Global Limited ('the Company') was held on Tuesday 2nd August, 2022 at 09.00 AM (IST) through Video Conferencing (VC) / Other Audio Visual Means (OAVM).

In this regard, please find enclosed the following:

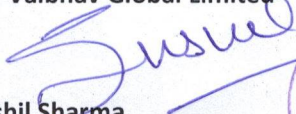
1. Brief proceedings as required under the Regulation 30, Part A of Schedule - III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as **Annexure – I**.
2. Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as **Annexure – II**.
3. Report of Scrutinizer dated 2nd August, 2022, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (4) (xii) of the Companies (Management and Administration), Rules 2014 as **Annexure – III**.

This is for your information and record.

Thanking you.

Yours truly,

For Vaibhav Global Limited


Sushil Sharma
Company Secretary





VAIBHAV GLOBAL LIMITED

Brief Proceedings of the 33rd Annual General Meeting of Vaibhav Global Limited

The 33rd Annual General Meeting (AGM) of the members of Vaibhav Global Limited ('the Company') was held on Tuesday, 2nd August, 2022 at 09.00 AM (IST) through Video Conferencing (VC) / Other Audio Visual Means (OAVM). The meeting was held in compliance with the General Circular numbers 14/2020, 17/2020, 20/2020, 02/2021 and 02/2022 issued by the Ministry of Corporate Affairs (MCA) and Circular numbers SEBI/HO/CFD/CMD1/CIR/P/2020/79, SEBI/HO/CFD/CMD2/CIR/P/2021/11 and SEBI/HO/CFD/CMD2/CIR/P/2022/62 issued by the Securities and Exchange Board of India (hereinafter collectively referred to as 'Circulars').

The Company Secretary commenced the meeting by welcoming all participants at 33rd Annual General Meeting (AGM) who were participating the Meeting through Video Conferencing (VC) / Other Audio-Visual Means (OAVM) and he also briefed the general instruction regarding participation in the meeting through video conferencing. He also informed that the Register of Directors and KMP, the Register of Contracts or Arrangements, have been made available for inspection electronically by the members during the AGM.

Mr. Harsh Bahadur, chaired the meeting and welcomed all shareholders, directors, auditors and other invitees who has joined the meeting and informed that the annual general meeting is being held through video conference / other audio visual means in accordance with the circulars issued by the Ministry of Corporate Affairs and SEBI. The Board members introduced themselves during the meeting. Thereafter he confirmed that requisite quorum was present and called the meeting in order. He addressed the meeting and presented an update on the business performance and achievements for FY 2021-22 along with long term strategic objectives. Thereafter, Mr. Sunil Agrawal, Managing Director of the Company greeted the shareholders and made a brief presentation on the Company's performance during FY 2021-22, Company's journey of transformation, strategic objectives and outlook.

The Chairman further informed that the Company had provided remote e-voting facility to members to cast the votes on all resolutions set forth in the Notice. Members who could not cast their votes through remote e-voting and who are participating in this meeting can cast their vote through the e-voting system provided by Kfin Technologies.

The Chairman also informed that the Audit report on standalone & consolidated financial statements, and the secretarial audit report of the Company, for the financial year 2021-22 do not contain any qualification, reservation and adverse remark and disclaimer and the same shall be taken as read.

With the permission of the members, the Notice of 33rd AGM and Director's Report, were taken as read.

During Q & A session, the speaker shareholders asked the questions and expressed their views. Thereafter the questions received during the meeting through given platform were read by Company Secretary. The Managing Director responded to the questions asked by the members.

The voting for the members attending the AGM, who could not cast their vote by remote e-voting, was opened and remained open for till 15 minutes after conclusion of the Meeting.

The Chairman authorised the Company Secretary to announce the results at the earliest. It was informed that the results shall be disseminated at the website of the company and shall be communicated to the stock exchanges. The resolutions shall deem to be passed in this AGM subject to receipt of requisite votes.

The meeting was declared as closed after thanks to the members who attended the meeting. The Meeting was concluded at 10:05 A.M (IST).

E-69, EPIP, Sitapura, Jaipur-302022, Rajasthan, India | Tel.: 91-141-2771975

Regd. Office : K-6 B, Fateh Tibi, Adarsh Nagar, Jaipur-302004, Rajasthan, India | Tel.: 91-141-2601020

CIN : L36911R1989PLC004945 | Email: investor_relations@vaibhavglobal.com | Website : www.vaibhavglobal.com



Company Name	VAI BHAV GLOBAL LIMITED
Date of the AGM/EGM	11/12/2022
Total number of shareholders on record date	119719
No. of shareholders present in the meeting either in person or	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video	
Promoters and Promoter Group:	5
Public:	46

Resolution - 1

Resolution required: (Ordinary/ Special)		1. ORDINARY - Adoption of Financial Statements							
Whether promoter/ promoter group are interested in the agenda/resolution?		No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	
Promoter and Promoter Group	E-Voting	95257516	95066816	99.80	95066816	0	100.00	0.00	
	Poll	95257516	0	0.00	00	0	0.00	0.00	
	Postal Ballot (if applicable)	95257516	0	0.00	00	0	0.00	0.00	
Public- Institutions	E-Voting	45516335	44282936	97.29	44282936	0	100.00	0.00	
	Poll	45516335	0	0.00	00	0	0.00	0.00	
	Postal Ballot (if applicable)	45516335	0	0.00	00	0	0.00	0.00	
Public- Non Institutions	E-Voting	23589702	4910492	20.82	4910259	233	100.00	0.00	
	Poll	23589702	440687	1.87	435511	5176	98.83	1.17	
	Postal Ballot (if applicable)	23589702	0	0.00	00	0	0.00	0.00	
Total		164363553	144700931	88.04	144695522	5409	100.00	0.00	

Resolution - 2

Resolution required: (Ordinary/ Special)		2. ORDINARY - Declaration of dividend							
Whether promoter/ promoter group are interested in the agenda/resolution?		No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	
Promoter and Promoter Group	E-Voting	95257516	95066816	99.80	95066816	0	100.00	0.00	
	Poll	95257516	0	0.00	00	0	0.00	0.00	
	Postal Ballot (if applicable)	95257516	0	0.00	00	0	0.00	0.00	
Public- Institutions	E-Voting	45516335	44282936	97.29	44282936	0	100.00	0.00	
	Poll	45516335	0	0.00	00	0	0.00	0.00	
	Postal Ballot (if applicable)	45516335	0	0.00	00	0	0.00	0.00	
Public- Non Institutions	E-Voting	23589702	4910710	20.82	4910428	282	99.99	0.01	
	Poll	23589702	440687	1.87	435380	5307	98.80	1.20	
	Postal Ballot (if applicable)	23589702	0	0.00	00	0	0.00	0.00	
Total		164363553	144701149	88.04	144695560	5589	100.00	0.00	



Resolution - 3

Resolution required: (Ordinary/ Special)		3. ORDINARY - Re-appointment of Mrs. Sheela Agarwal (DIN:00178548) as a Director, liable to retire by rotation						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	95257516	95066816	99.80	95066816	0	100.00	0.00
	Poll	95257516	0	0.00	00	0	0.00	0.00
	Postal Ballot (if applicable)	95257516	0	0.00	00	0	0.00	0.00
Public- Institutions	E-Voting	45516335	44282936	97.29	44261091	21845	100.00	0.00
	Poll	45516335	0	0.00	00	0	0.00	0.00
	Postal Ballot (if applicable)	45516335	0	0.00	00	0	0.00	0.00
Public- Non Institutions	E-Voting	23589702	4910403	20.82	4909255	1148	99.98	0.02
	Poll	23589702	440687	0.00	435511	5176	98.83	1.17
	Postal Ballot (if applicable)	23589702	0	0.00	00	0	0.00	0.00
Total		164363553	144700842	88.04	144672673	28169	99.98	0.02

Resolution - 4

Resolution required: (Ordinary/ Special)		4. ORDINARY - Re-appointment of Statutory Auditors and fixation of their remuneration						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	95257516	95066816	99.80	95066816	0	100.00	0.00
	Poll	95257516	0	0.00	00	0	0.00	0.00
	Postal Ballot (if applicable)	95257516	0	0.00	00	0	0.00	0.00
Public- Institutions	E-Voting	45516335	44282936	97.29	42633023	1649913	100.00	0.00
	Poll	45516335	0	0.00	00	0	0.00	0.00
	Postal Ballot (if applicable)	45516335	0	0.00	00	0	0.00	0.00
Public- Non Institutions	E-Voting	23589702	4910591	20.82	4908210	2381	99.95	0.05
	Poll	23589702	440687	0.00	435511	5176	98.83	1.17
	Postal Ballot (if applicable)	23589702	0	0.00	00	0	0.00	0.00
Total		164363553	144701030	88.04	143043560	1657470	98.85	1.15



Resolution - 5

Resolution required: (Ordinary/ Special)		5. ORDINARY - Retirement of Mr. Nirmal Kumar Bardiya (DIN: 00044624), 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 votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	95257516	95066816	99.80	95066816	0	100.00	0.00
	Poll	95257516	0	0.00	00	0	0.00	0.00
	Postal Ballot (if applicable)	95257516	0	0.00	00	0	0.00	0.00
Public- Institutions	E-Voting	45516335	44282936	97.29	44282936	0	100.00	0.00
	Poll	45516335	0	0.00	00	0	0.00	0.00
	Postal Ballot (if applicable)	45516335	0	0.00	00	0	0.00	0.00
Public- Non Institutions	E-Voting	23589702	4910572	20.82	4908646	1926	99.96	0.04
	Poll	23589702	440687	0.00	435511	5176	98.83	1.17
	Postal Ballot (if applicable)	23589702	0	0.00	00	0	0.00	0.00
Total		164363553	144701011	88.04	144693909	7102	100.00	0.00

Resolution - 6

Resolution required: (Ordinary/ Special)		6. SPECIAL - Appointment of Ms. Stephanie Renee Spong (09295604) 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 votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	95257516	95066816	99.80	95066816	0	100.00	0.00
	Poll	95257516	0	0.00	00	0	0.00	0.00
	Postal Ballot (if applicable)	95257516	0	0.00	00	0	0.00	0.00
Public- Institutions	E-Voting	45516335	44282936	97.29	44282936	0	100.00	0.00
	Poll	45516335	0	0.00	00	0	0.00	0.00
	Postal Ballot (if applicable)	45516335	0	0.00	00	0	0.00	0.00
Public- Non Institutions	E-Voting	23589702	1710398	7.25	1709265	1133	99.93	0.07
	Poll	23589702	440687	0.00	435511	5176	98.83	1.17
	Postal Ballot (if applicable)	23589702	0	0.00	00	0	0.00	0.00
Total		164363553	141500837	86.09	141494528	6309	100.00	0.00



**Report of Scrutinizer**

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (4)(xii) and of the Companies (Management and Administration) Rules, 2014 as amended up to date.]

To
The Chairman,
Vaibhav Global Limited

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 33rd Annual General Meeting of Vaibhav Global Limited held on Tuesday, August 02, 2022 at 9:00A.M. through video conferencing ('VC') / other audio visual means ('OAVM') concluded at 10:05 a.m.

I, B K Sharma of M/s. B K Sharma & Associates, Practicing Company Secretaries, has been appointed as Scrutinizer by the Board of Directors of Vaibhav Global Limited 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 to conduct the remote e-voting process in respect of the below mentioned resolutions at the 33rd Annual General Meeting of Vaibhav Global Limited, held on Tuesday, the 02nd August, 2022 at 09:00A.M., through Video Conferencing (VC)/ Other Audio Visual Means (OAVM).

I was also appointed as Scrutinizer to scrutinize the e-voting process during the said AGM.

The notice dated May 23, 2022, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/ Depositories, in compliance with the MCA Circular dated April 8, 2020, April 13, 2020, June 15, 2020, September 29, 2020, December 31, 2020, June 23, 2021, December 08, 2021, and May 05, 2022 and SEBI Circular dated May 12, 2020, January 15, 2021 and May 13, 2022 (collectively referred to as "Circulars").





The Company had availed the e-voting facility from KFin Technologies Limited (KFintech) for conducting remote e-voting by the Shareholders of the Company.

The voting period for remote e-voting commenced on Friday, July 29, 2022 (10:00 A.M. IST) and ended on Monday, 1 August, 2022 (5:00 P.M. IST) and the KFintech e-voting platform was blocked thereafter.

The Company had also provided e-voting facility to the shareholders present at the AGM through Insta Poll and who had not cast their vote earlier.

The shareholders of the Company holding shares as on the "cut-off" date of Tuesday, July 26, 2022 were entitled to vote on the resolutions as contained in the Notice of the AGM.

I have scrutinized and reviewed the remote e-voting prior to and during the AGM and votes cast therein based on the data downloaded from the KFintech e-voting system.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting prior to and during the AGM on the resolutions contained in the notice of the AGM.

My responsibility as scrutinizer for the e-voting is restricted for making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

I now submit my consolidated Report as under on the result of the remote e-voting prior to and during the AGM in respect of the said resolutions.

Resolution No.1: (Ordinary Resolution)

Adoption of Financial Statements:

To receive, consider and adopt the Audited Financial Statements (Standalone and Consolidated) of the Company for the financial year ended 31th March, 2022 together with the Reports of the Board of Directors and Auditors thereon.

(i) **Voted in favour of resolution:**

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
272	144695522	99.9963





(ii) **Voted against the resolution:**

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
9	5409	0.0037

(iii) **Invalid/Abstained votes:**

Number of members whose votes were declared invalid	Number of votes cast by them
7	1582

Resolution No. 2- (Ordinary Resolution)

Declaration of dividend

To declare a final dividend of Rs. 1.50 per equity share (@75%) for the year ended 31 March 2022 and to confirm 1st interim dividend of Rs. 1.50 per equity share (@75%), 2nd interim dividend of Rs. 1.50 per equity share (@75%) and 3rd interim dividend of Rs. 1.50 per equity share (@75%) already paid during the year 2021-22.

(i) **Voted in favour of resolution:**

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
273	144695560	99.9961

(ii) **Voted against the resolution:**

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
12	5589	0.0039

(iii) **Invalid/Abstained votes:**

Number of members whose votes were declared invalid	Number of votes cast by them
4	1381





Resolution No. 3- (Ordinary Resolution)

Re-appointment of Mrs. Sheela Agarwal as a Director, liable to retire by rotation:

(i) **Voted in favour of resolution:**

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
258	144672673	99.9805

(ii) **Voted against the resolution:**

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
21	28169	0.0195

(iii) **Invalid/Abstained votes:**

Number of members whose votes were declared invalid	Number of votes cast by them
10	1672

Resolution No. 4 - (Ordinary Resolution)

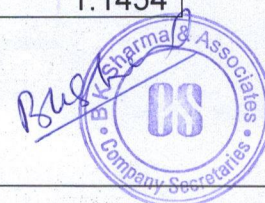
Re-appointment of Statutory Auditors and fixation of their remuneration:

(i) **Voted in favour of resolution:**

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
226	143043560	98.8546

(ii) **Voted against the resolution:**

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
55	1657470	1.1454





(iii) **Invalid/Abstained votes:**

Number of members whose votes were declared invalid	Number of votes cast by them
9	1502

Resolution No. 5 - (Ordinary Resolution)

Retirement of Mr. Nirmal Kumar Bardiya, Director of the Company:

(i) **Voted in favour of resolution:**

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
266	144693909	99.9951

(ii) **Voted against the resolution:**

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
12	7102	0.0049

(iii) **Invalid/Abstained votes:**

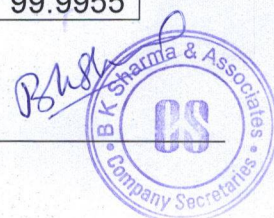
Number of members whose votes were declared invalid	Number of votes cast by them
10	1504

Resolution No. 6 - (Special Resolution)

Appointment of Ms. Stephanie Renee Spong as an Independent Director of the Company:

(i) **Voted in favour of resolution:**

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
260	141494528	99.9955





(ii) **Voted against the resolution:**

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
16	6309	0.0045

(iii) **Invalid/Abstained votes:**

Number of members whose votes were declared invalid	Number of votes cast by them
12	3201677

The electronic data and all other relevant records relating to Remote e-voting prior to and during the AGM through KFintech E-voting Platform will remain in my safe custody until the Chairman considers, approves and signs the Minutes of the 33rd Annual General Meeting and the same shall be handed over thereafter to the Chairman/ Company Secretary for the safe keeping.

Thanking you,

For **B K Sharma & Associates**
Company Secretaries


[B K SHARMA]

CP. No.:12636

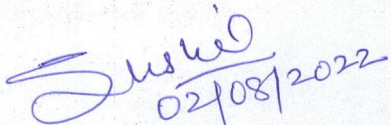
M. No.: F6206

Peer Review Certificate No.: 1172/2021

UDIN:

Place: Jaipur

Date: 02nd August, 2022


02/08/2022

Countersigned by
For **Vaibhav Global Limited**
Chairman / Company Secretary