

Ref. No. VIPUL/SEC/FY2021-22/ 2068

September 29, 2021

The Secretary BSE Limited, (Equity Scrip Code: 511726) Corporate Relationship Department, At: 1 <sup>ST</sup> Floor, New Trading Ring, Rotunda Building, Phirozejeebhoy Towers, Dalal Street, Fort, Mumbai-400001	The Manager (Listing) National Stock Exchange of India Limited, (Equity Scrip Code: VIPULLTD) Exchange Plaza, BandraKurla Complex, Bandra, Mumbai-400051
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Dear Sir(s),

**Sub: Proceedings at the 30<sup>TH</sup> Annual General Meeting pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

In compliance with Regulation 30(2) read with Sl. No. 13 of Para A of Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to state that the Members of the Company voted for the following businesses by remote e-voting and through electronic voting system available during the AGM, who presented in the AGM through Video Conferencing / Other Audio Visual Means ("VC/OAVM"), without physical presence of members at the AGM venue at the 30<sup>th</sup> Annual General Meeting of the Company held today i.e. **Wednesday, September 29, 2021** at 12.00 Noon: -

#### ORDINARY BUSINESS

- (a) Approving and adopting the Standalone Audited Financial Statements including Balance sheet as at March 31, 2021, Statement of Profit and Cash Flow Statement for the year ended on that date and reports of the Board of Directors and Auditors thereon.  
  
(b) Approving and adopting the Consolidated Audited Financial Statements including Balance Sheet as at March 31, 2021, Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and report of the Auditors thereon.
- To appoint a Director in place of Ms. Vishaka Beriwalla (DIN: 07323616), who retires by rotation and being eligible, offers herself for re-appointment.

#### SPECIAL BUSINESS

- Ratifying the remuneration payable to M/s Vijender Sharma & Co., Cost Auditor, for conducting cost audit for the financial year ending March 31, 2022.
- Appointment of Mr. Ajay Arjit Singh (DIN: 03051938) as a Non-Executive Independent Director of the Company, not liable to retire by rotation, for a term of five consecutive years commencing from September 29, 2021 upto September 28, 2026.



Disclosure in terms of Regulation 30 of SEBI (LODR) Regulation, 2015 w.r.t. Directors seeking appointment/re-appointment is attached as an Annexure-I.

The 30<sup>th</sup> Annual General Meeting (AGM) of the Company was held today i.e. Wednesday, September 29, 2021 at 12:00 Noon through Video Conferencing/Other Audio Visual Means ("VC/OAVM"), without physical presence of members at the AGM venue in compliance with the Ministry of Corporate Affairs General Circular Nos.14/2020, 17 /2020 and 20/ 2020 dated 8<sup>th</sup> April, 2020, 13<sup>th</sup> April 2020 and 5<sup>th</sup> May, 2020, respectively and by General Circular No. 02/2021 dated 13<sup>th</sup> January, 2021, allowed companies whose AGMs were due to be held in the year 2020 or become due in the year 2021, to conduct their AGMs on or before 31<sup>st</sup> December, 2021, in accordance with the requirements provided in paragraphs 3 and 4 of the General Circular No. 20/2020 . The Securities and Exchange Board of India ('SEBI') also issued Circular No. SEBI/HO/CFD/CMDI/CIR/P/2020/79 dated 12<sup>th</sup> May, 2020 the validity of which has been extended till 31<sup>st</sup> December, 2021 by SEBI, vide its Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15<sup>th</sup> January, 2021. The venue of the AGM shall be deemed to be the Registered Office of the Company at Unit No. 201, C-50, Malviya Nagar, New Delhi-110017.

The following Directors, KMP's, CFO and Auditors were present in the meeting through video conferencing (VC) from their respective locations:

- Mr. Punit Beriwalla (DIN:00231682), Managing Director & Chief Executive Officer of the Company and Member of Audit Committee, Stakeholders Relationship & Share Transfer Committee and Risk Management Committee of the Board of the Company;
- Mrs. Ameeta Verma Duggal (DIN: 02532003), Non-Executive Independent Director of the Company and member Chairperson of Corporate Social Responsibility Committee and Risk Management Committee and member of Audit Committee, Stakeholders Relationship & Share Transfer Committee and Nomination and Remuneration Committee of the Board of the Company;
- Mr. Ajay Arjit Singh (DIN: 03051938), Non-Executive Independent Director of the Company;
- Mr. Anil Kumar Tibrewal, Chief Financial Officer of the Company;
- Mr. Sunil Kumar, Company Secretary of the Company;
- Mr. Adrish Roy, representing M/s. JSUS & Associates, Statutory Auditors of the Company; and
- M/s AVA Associates through its Partner Mr. Amitabh, Practicing Company Secretary (Membership No. A14190, COP No. 5500), representing Secretarial Auditors of the Company as well appointed as the Scrutinizer to scrutinize the remote e-voting process and e-voting at Annual General Meeting in a fair and transparent manner.

The Company Secretary informed the Shareholders that in compliance of Section 108 of the Companies Act, 2013 ('Act'), read with Rules framed thereunder, Secretarial Standard -2 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided to the Members the facility to exercise their vote at the 30<sup>th</sup> Annual General Meeting by remote e-voting from Saturday, September 25, 2021 (9:00 a.m. to 5:00 p.m.) on Tuesday, September 28, 2021 (10:00 p.m.).



Further, the facility for voting through electronic voting system was available during the AGM (insta poll) and only those Members, who was present in the AGM through VC/OAVM facility and have not cast their vote on the Resolutions through remote e-voting and were otherwise not barred from doing so, shall be eligible to vote through e-voting system in the AGM.

The Company Secretary also informed that all the documents referred to in the accompanying Notice and Explanatory Statements were available for inspection on the website of the Company till the date of this Annual General Meeting.

Further during the AGM, the Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 of the Act, the Register of Contracts or arrangements in which Directors are interested under Section 189 of the Act were open for inspection during the continuance of the meeting.

Mr. Punit Beriwal, Chairman, Managing Director & Chief Executive Officer chaired the proceedings of the AGM in accordance with the Articles of Association of the Company. The Chairman introduced the Directors present at the AGM.

The requisite quorum being present, the Chairman called the meeting to order. The quorum was present throughout the meeting. The Chairman delivered his speech to the shareholders.

With the consent of all the Members present, the Notice of AGM dated August 14, 2021, the Board's Report, Audited Annual Accounts and other related reports were taken as read. There were no qualifications in the Auditor's Report on Standalone Financial Statements for the year ended March 31, 2021. The Report given by the Secretarial Auditors is annexed as "Annexure B" and forms an integral part of the Annual Report. There has been some qualification, reservation or adverse remark or disclaimer in their Report.

The Chairman briefed the Shareholders about each item set out in the Notice dated August 14, 2021 calling the 30<sup>th</sup> Annual General Meeting.

The Chairman stated that since he was interested in item no-2. Therefore, he requested that for item no. 2 of the notice, Mrs. Ameeta Verma Duggal, to Chair the meeting and conduct the proceedings. With the consent of all members present Mrs. Ameeta Verma Duggal was elected as Chairman of the meeting for the item no. 2.

The Chairman then invited the members to give their suggestions and sought enquiries on the Company's accounts, businesses and on the resolutions as proposed in this AGM through the Chat Box facility provided by NSDL at the AGM, which were duly responded by the Chairman. Further the members had registered themselves as speakers, were invited to express their views/ queries in the AGM.





Vipul Limited

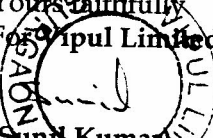
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E-mail : info@vipulgroup.in  
www.vipulgroup.in

The Chairman informed to the Members that M/s AVA Associates through its Partner Mr. Amitabh, Practicing Company Secretary (Membership No. A14190, COP No. 5500) was appointed as the Scrutinizer to scrutinize the remote e-voting process and voting at AGM in a fair and transparent manner.

Further, the Chairman informed the Members that the result of E-voting and voting through electronic system at the meeting (insta poll) will be announced within 48 hours from the conclusion of the Meeting and the results shall also be placed on the website of the Company and be intimated to National Securities Depository Limited and Stock Exchanges where the securities of the Company are listed. Further, a copy of the same shall also be placed on the Notice Board at the Registered Office and the Corporate Office of the Company.

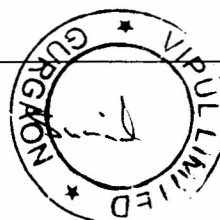
The Chairman thanked all the members for their participation in the meeting. The meeting concluded at 12.21 p.m. The E-voting facility was kept open for next 15 minutes to enable the Shareholders to cast their vote.

You are requested to take the above information on record and bring the same to the notice of all concerned.

Thanking you  
Yours Faithfully  
For Vipul Limited  
  
(Sunil Kumar)  
Company Secretary  
A-38859



Name of the Director	Ms. Vishaka Beriwal	Mr. Ajay Arjit Singh
Category of Directorship	Non-Executive Non-Independent Director	Non-Executive Independent Director
DIN	07323616	03051938
Date of Birth	November 14, 1987	January 11, 1974
Date of appointment on the Board	13.11.2019	23.03.2021
Qualification, Experience & Brief profile and nature of their expertise in specific functional areas	<p>She holds B. Com (Hons) degree from Delhi University and MBA from ESADE Business School, Barcelona Spain.</p> <p>Ms. Beriwal has experience of about 11 years with key focus on Marketing &amp; Strategy Consultant, Market Research Analyst, Virtuous Retail, and Marketing &amp; Quality Analyst &amp; Facility Management. She is extremely competent to discharge the functions and tasks associated with her position as Non-Executive Director. She will play a crucial role in overseeing activities at the Company.</p>	<p>Mr. Ajay Arjit Singh has experience of over 20 years of Sales and Marketing experience in Software Services Industry. He had worked with HP, Microland and Tata Honeywell. He is a gold medalist from NIT Jalandhar and Post-graduate from SCMHRD Pune. He is extremely competent to discharge the functions and tasks associated with him. He will play a crucial role in overseeing activities at the Company.</p>
Directorship held in other companies	<ul style="list-style-type: none"> <li>- Greenfield Buildwell Private Limited</li> <li>- High Class Projects Limited</li> <li>- SPB Buildwell Private Limited</li> <li>- Bright Vyapaar Private Limited</li> </ul>	<ul style="list-style-type: none"> <li>- Maxflow Technology &amp; Solutions Private Limited</li> <li>- Innovage Fintech Private Limited</li> <li>- Innovage Investment Advisers Private Limited</li> <li>- High Class Projects Limited</li> <li>- Ammara Craft Maestros Private Limited</li> <li>- Innovage Technologies Private Limited</li> <li>- Daksha Skill Development Private limited</li> <li>- Enteleqi Prognostics Private Limited</li> </ul>
Membership / Chairman ship of committees across all other public companies	NIL	NIL





Relationship with other Directors/Manager/Key Managerial Personnel	Being daughter of Mr. Punit Beriwal, Managing Director & Chief Executive Officer of the Company	NIL
Shareholding in the Company (Promoter Group)	NIL	NIL
No. of Board Meeting attended during the Calendar Year 2019	05 (Five)	None
No. of Board Meeting attended during the Financial Year 2019-20	05 (Five)	None
Whether debarred from holdings the office of Director pursuant to any SEBI order or any other such authority	No	No

Mr. Ajay Arjit Singh, Non-Executive Independent Director does not hold any shares in the Company as on the date.

