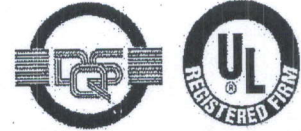




VXL Instruments Limited

No.1783, Sector 1, Phoenix House, 19th Main,
HSR Layout, Bengaluru-560 102

Website: www.vxl.net E-mail: cfo@vxl.net
CIN: L85110 MH1986 PLC 272426



ISO 9001: 2015
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ISO 14001: 2015
10008316 UM

Date: 27th September, 2019

Department of Corporate Services
BSE Limited
Floor 25, P. J. Towers
Dalal Street
MUMBAI – 400 001

Dear Sir/Madam,

Sub: Voting Results and Scrutinizer's Report

Pursuant to the provisions of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the voting results (remote e-voting and poll) and Scrutinizer's Report on the Resolutions passed by the members at 33rd Annual General Meeting of the Company held on 27th September, 2019 at " City Light Cinema", Lady Jamshedji Road, Mahim, Mumbai- 400 016. All the Resolutions were passed by requisite majority.

Further, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 we are taking steps to host on the website of the Company and NSDL the voting results of the 33rd Annual General Meeting .

Please take the documents on record and kindly treat this as compliance with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Thanking you
Yours faithfully

For VXL Instruments Limited

Shipra
Shipra Vyas
Company Secretary

SCRUTINIZER'S COMBINED REPORT ON E-VOTING AND POLL

To,
The Chairman/ Board of Directors,
VXL Instruments Limited
252, 5th Floor, Building No. 2,
Solitaire Corporate Park,
Chakala, Andheri East,
Mumbai - 400093

Dear Sir,

Sub: Passing of Resolution(s) through electronic and poll conducted at the 33rd AGM of VXL Instruments Limited ("the Company") held on Friday, 27th September, 2019 at "City Light Cinema Banquets Hall", Ashford Chambers, 4th Floor, Lady Jamshedji Road, Mahim, Mumbai - 400016 at 12.00 Noon.

The 33rd Annual General Meeting of the Shareholders of **VXL Instruments Limited** was held on Friday, 27th September, 2019 at 12.00 Noon. at "City Light Cinema Banquets Hall", Ashford Chambers, 4th Floor, Lady Jamshedji Road, Mahim, Mumbai - 400016.

The Board of Directors of the Company had appointed me as Scrutinizer for the e-voting commenced from Tuesday, 24th September, 2019 (9.00 A.M.) to Thursday, 26th September, 2019 (05.00 P.M.) as well as the Scrutinizer for the Poll held at the 33rd AGM of the Company on 27th September 2019.

The Company had appointed National Securities Depository Limited (NSDL), as the Service Provider for extending the facility of electronic voting to the shareholders of the Company from Tuesday, 24th September, 2019 (9.00 A.M.) to Thursday, 26th September, 2019 (05.00 P.M.). M/s. Bigshare Services Pvt Ltd is the Registrar and Share Transfer Agent (RTA) for the Company. The e-voting results were unblocked by me on Friday, 27th September, 2019 in the presence of two witnesses. For further details kindly refer my Scrutinizer's report for e-voting dated 27th September, 2019 attached herewith.



At the 33rd AGM of the Company held on 27th September, 2019, the Chairman of the Company had suo moto called for a Poll to facilitate the members present in the meeting who could not participate in the e-voting to record their votes through the poll process. For further details kindly refer the Scrutinizer report in form MGT-13 dated 27th September, 2019 attached herewith.

The result of the E-voting together with the Poll is as under:

a) Resolution No. 1 - As an Ordinary Resolution

Adoption of the Audited financial statements of the Company for the year ended 31st March, 2019, the Director's Report and Auditor's Report thereon.

Particulars	Remote E-Voting		Voting at the AGM (through Poll)		Total		Percentage (%)
	Number of Member (s)	Votes	Number of Member (s)	Votes	Number of Member (s)	Votes	
Assent	11	40,76,573	12	2,97,060	23	43,73,633	100
Dissent	0	0	0	0	0	0	0
Total	11	40,76,573	12	2,97,060	23	43,73,633	100
Invalid Votes	<i>Total number of members voted whose votes were declared invalid*</i>				<i>Total number of votes cast by them*</i>		
	1				45		

* Voted casted by Krishnappa H. are not considered in Poll because the same are considered in E Voting process.



b) Resolution No. 2 - As a Special Resolution

Re-classification of the Promoters of the Company

Particulars	Remote E-Voting		Voting at the AGM (through Poll)		Total		Percentage (%)
	Number of Member (s)	Votes	Number of Member (s)	Votes	Number of Member (s)	Votes	
Assent	11	40,76,573	12	2,97,060	23	43,73,633	100
Dissent	0	0	0	0	0	0	0
Total	11	40,76,573	12	2,97,060	23	43,73,633	100
Invalid Votes	<i>Total number of members voted whose votes were declared invalid*</i>				<i>Total number of votes cast by them*</i>		
	1				45		

* Voted casted by Krishnappa H. are not considered in Poll because the same are considered in E Voting process.

c) Resolution No. 3 - As a Special Resolution

Re-Appointment of Mr. M. V. Shetty as Whole time Director of the Company.

Particulars	Remote E-Voting		Voting at the AGM (through Poll)		Total		Percentage (%)
	Number of Member (s)	Votes	Number of Member (s)	Votes	Number of Member (s)	Votes	
Assent	11	40,76,573	9	3,160	20	40,79,733	100



Dissent	0	0	0	0	0	0	0
Total	11	40,76,57 3	9	3,160	20	40,79,733	100
Invalid Votes	<i>Total number of members voted whose votes were declared invalid*</i>				<i>Total number of votes cast by them*</i>		
	4				2,93,945		

*Votes casted by Mr. M. V. Shetty, Mr. Rushabh Shetty and Ms. Pravina Shety are not considered because of being interested in the resolution. Voted casted by Krishnappa H. are not considered in Poll because the same are considered in E Voting process.

On the basis of the aforesaid result, I report that all the resolution as contained in notice of Annual General Meeting dated 29th July, 2019 have been passed with requisite majority.


I hereby confirm that I am maintaining the Registers received from the Service Provider electronically in respect of the votes cast through e-voting and for Poll by the shareholders of the Company. I shall be arranging to hand over these records to you or such other person as authorized by you.

Thanking you,

Yours faithfully,

For SPRS and Co.

Company Secretaries


Sanjay Parab



Partner

FCS No: 6613 CP No: 7093

Date: 27th September, 2019

Place: Mumbai