

VKL/C&L/2024/069

October 29, 2024

To,

BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai – 400001 Scrip Code – 511431	National Stock Exchange of India Ltd. Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (East), Mumbai – 400051 Symbol:- VAKRANGEE
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Dear Sir/Madam,

Sub.: Disclosure of Voting Results of Postal Ballot pursuant to Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In terms of the Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith, the Voting Results on the special business transacted through Postal Ballot Notice dated September 27, 2024 along with the Scrutinizer's Report on E-voting and Postal Ballot.

The voting results and the Scrutinizer's Report are being uploaded on the Company's website www.vakrangee.in and on website of NSDL at www.evoting.nsdl.com

Kindly take the above information on your records.

Thanking you,

Yours Faithfully,

For Vakrangee Limited

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GADGIL

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Amit Gadgil
Company Secretary
(Mem. No.: A49442)
Encl.: A/a

Annexure - 1

Sr. No.	Description	Particulars
1.	Date of Postal Ballot Notice	September 27, 2024
2.	Voting Start Date	September 28,2024
3.	Voting End Date	September 27,2024
4.	Record Date	September 20,2024
5.	Total Number of Shareholders on record date	
4.	No. of Shareholders present in the Meeting either in person or through proxy: Not Applicable	
5.	No. of Shareholders attended the Meeting through Video Conference: Not Applicable	

Resolution No. 1

To consider and approve Preferential Allotment of up to 20,00,00,000 Convertible Warrants to the Non-Promoter Category.

Resolution required:	SPECIAL RESOLUTION
Whether promoter/ promoter group are interested in the agenda/resolution?	NO

Resolution No. 2

To increase the Authorized Capital of the Company and consequent amendment to Memorandum of Association of the Company

Resolution required:	ORDINARY RESOLUTION
Whether promoter/ promoter group are interested in the agenda/resolution?	NO

MEHUL RAVAL

Practicing Company Secretary

Office: 161, 2nd floor, Raghuleela Mega Mall, Kandivali – (West), Mumbai – 400 067.

Tel: 022- 49638648/ Email: csmehulraval@gmail.com

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To,
The Chairman,
VAKRANGEE LIMITED,
Vakrangee Corporate House,
Plot No. 93, MIDC, Road No. 16,
Andheri East, Mumbai – 400 093.

Dear Sir,

Sub.: Vakrangee Limited - Scrutinizer's Report on Postal Ballot (e-voting) Results.

The Board of Directors of Vakrangee Limited (hereinafter referred to as "**the Company**") on September 27, 2024, has appointed me as the Scrutinizer for scrutinizing the Postal Ballot e-voting process in a fair and transparent manner in the matter of Special Resolution proposed in the Notice of the Postal Ballot dated September 27, 2024.

In compliance with the provisions of Sections 108 and 110 of the Companies Act, 2013 (the "**Act**") read with the relevant Rules and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**") as amended from time to time and the Secretarial Standard on the General Meetings ("**SS-2**") issued by the Institute of Company Secretaries of India, the Company has provided remote e-voting facility to its Members for voting on the resolutions contained in the Notice of the Postal Ballot.

The Company has made an arrangement with National Securities Depository Ltd ("**NSDL**") for facilitating e-voting for the Members to enable them to cast their votes electronically.

Considering the current threat posed by COVID-19 pandemic situation, and as per Ministry of Corporate Affairs ('MCA') General Circular No. 14/2020 dated April 8, 2020; General Circular No. 17/2020 dated April 13, 2020; General Circular No. 22/2020 dated June 15, 2020; General Circular No. 33/2020 dated September 28, 2020; General Circular No. 39/2020 dated December 31, 2020, General Circular No. 10/2021 dated June 23, 2021; General Circular No. 20/2021 dated December 08, 2021, General Circular No. 3/2022 dated May 05, 2022, No. 11/2022 dated December 28, 2022 and No. 9/2023 dated September 25, 2023 (**collectively referred to as 'MCA Circulars'**) the Company has sent the Notice of the Postal Ballot pursuant to Section 110 of the Act along with draft of the Resolution and Explanatory Statement as required under section 102 of the Act only in electronic form to all its members who have registered their e-mail addresses with the Company / Registrar & Transfer Agents / Depository Participants and whose names appeared in the Register of Members and as beneficial owners in the records of Depositories as on the cut-off date i.e. September 20, 2024. Hard copy of the Notice of the Postal Ballot along with Postal Ballot form and pre-paid business reply envelop has not been sent to the Members. The communication of the assent or dissent of the Members were sought through the e-voting system only.

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MEHUL RAVAL

Practicing Company Secretary

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Tel: 022- 49638648/ Email: csmehulraval@gmail.com

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The Notice of the Postal Ballot was uploaded on the Company's website vakrangee.in and on the website of Stock Exchanges www.bseindia.com and www.nseindia.com and on website of NSDL i.e. www.evoting.nsdl.com.

The Management of the Company is responsible for ensuring compliance with the requirements of the Act and the Rules there under and Listing Regulations relating to the items being placed for approval of the Members through Postal Ballot by e-voting.

My responsibility as the Scrutinizer of the voting process (through e-voting), was restricted to scrutinize the e-voting process, in a fair and transparent manner and to prepare a Scrutinizer's Report of the votes cast in favour and against the resolutions stated in the Notice of the Postal Ballot, based on the reports generated from the e-voting system provided by NSDL.

The item for which approval of the Members of the Company was sought as stated in the Notice of the Postal Ballot is mentioned hereunder: -

Sr. No	Description of the Resolutions	Type of Resolution
1	Preferential Allotment of up to 20,00,00,000 Convertible Warrants to the Non-Promoter Category.	Special Resolution
2	Increase of Authorised Share Capital of the Company and the consequent amendment to Memorandum of Association of the Company.	Ordinary Resolution

In connection with the above referred matters, I hereby submit my report as under:

- 1) Due to the situation arising of COVID-19 and relaxations provided by MCA in terms of aforesaid MCA Circulars, the Members of the Company holding shares as on September 20, 2024 ("**cut-off date**") had an option to vote through the e-voting facility only as per MCA Circulars. The Company has also provided option for e-voting to those shareholders, who held shares in Physical form.
- 2) The Company has completed the dispatch of Notice of the Postal Ballot by email on September 27, 2024, to all the members, whose names appear in the Register of Members/ Statements of beneficial ownership maintained by the Depositories, i.e., National Securities Depository Limited ("**NSDL**") and Central Depository Services (India) Limited ("**CDSL**") as on the close of business hours on cut-off date.
- 3) The Company has published an advertisement on September 28, 2024, regarding completion of dispatch of Postal Ballot Notice to eligible members in "Navshakti", Marathi Newspaper (Regional Language) and "The Free Press Journal", English Newspaper.

MEHUL RAVAL

Practicing Company Secretary

Office: 161, 2nd floor, Raghuleela Mega Mall, Kandivali – (West), Mumbai – 400 067.

Tel: 022- 49638648/ Email: csmehulraval@gmail.com

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- 4) The voting period for remote e-voting on Postal Ballot commenced on **Saturday, September 28, 2024, at 09:00 a.m. (IST) and ended on Sunday, October 27, 2024, at 05:00 p.m. (IST)** and the NSDL e-voting module was disabled thereafter.
 - 5) The particulars of remote e-voting report generated from electronic registry of NSDL e-voting system have been entered in a separate Register maintained for this purpose.
 - 6) E-votes cast up to the close of working hours i.e., 05:00 P.M. on Sunday, October 27, 2024, i.e., the last date and time fixed by the Company for Postal Ballot process, has been considered for the purpose of this report.
 - 7) The result of the remote e-voting is as under:

ITEM NO. 1- SPECIAL RESOLUTION:

Preferential Allotment of up to 20,00,00,000 Convertible Warrants to the Non-Promoter Category.

- (i) Voted in favour of the Resolution:

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
744	548302326	99.99

- (ii) Voted against the resolution:

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
51	58572	0.01

- (iii) Invalid votes

Number of members voted	Number of invalid votes cast (Shares)	% of total number of invalid votes cast
NIL	NIL	NIL

ITEM NO. 2- ORDINARY RESOLUTION:

Increase of Authorised Share Capital of the Company and the consequent amendment to Memorandum of Association of the Company.

MEHUL RAVAL

Practicing Company Secretary

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Tel: 022- 49638648/ Email: csmehulraval@gmail.com

(i) Voted in favour of the Resolution:

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
760	548326576	99.99

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
35	34319	0.01

(iii) Invalid votes

Number of members voted	Number of invalid votes cast (Shares)	% of total number of invalid votes cast
NIL	NIL	NIL

- 8) Votes cast in favour or against has been considered on the basis of number of shares held as on the cut-off date reckoned for the purpose of Postal Ballot.
- 9) Votes cast in favour or against is calculated based on the valid votes casted through e-voting.
- 10) Detailed summary of Result with assent/dissent for the resolutions is attached with this Report as Annexure – A.
- 11) Based on the aforesaid results, I report that the resolutions mentioned in the Notice of the Postal Ballot stands passed with the requisite majority on Sunday, October 27, 2024. I request the Company, to announce the voting result of Postal Ballot.

Thanking You,

Yours Faithfully,

MEHUL
JAYANT RAVAL

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MEHUL JAYANT RAVAL
Date: 2024.10.29
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CS Mehul Raval
Practicing Company Secretary
ACS: 18300
COP: 24170
UDIN: A018300F001811674
Place: Mumbai
Date: October 29, 2024

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Amit Gadgil
Company Secretary & Compliance Officer

MEHUL RAVAL

Practicing Company Secretary

Office: 161, 2nd floor, Raghuleela Mega Mall, Kandivali – (West), Mumbai – 400 067.

Tel: 022- 49638648/ Email: csmehulraval@gmail.com

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Annexure A

RESULT SUMMARY

SR. NO.	RESOLUTION	TYPE OF RESOLUTION	FAVOUR (%)	AGAINST (%)
1.	Preferential Allotment of up to 20,00,00,000 Convertible Warrants to the Non- Promoter Category.	Special Resolution	99.99	0.01
2.	Increase of Authorised Share Capital of the Company and the consequent amendment to Memorandum of Association of the Company.	Ordinary Resolution	99.99	0.01

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JAYANT RAVAL
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