



# V2 Retail Limited

6<sup>th</sup> October, 2017

<b>National Stock Exchange of India Limited</b> Exchange Plaza, Plot No. C/1, G Block, Bandra-Kurla Complex, Bandra (E), Mumbai 4000 51	<b>BSE (Bombay Stock Exchange) Limited,</b> 25 <sup>th</sup> Floor, "Phiroze Jeejeebhoy Towers", Dalal Street, Mumbai - 400001
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Dear Sir/Madam,

Ref. Stock Code: V2 RETAIL, 532867

Sub: Proceedings and voting results of the Extra - Ordinary General Meeting of the Company.

The Extra - Ordinary General Meeting (EGM) of the Company was held on Friday, 6<sup>th</sup> October, 2017 at 10.00 A.M. at Khasra No.1138, Shani Bazar Chowk, Rajokari, New Delhi 110038 to transact the business as stated in the notice dated 12.09.2017, convening the EGM.

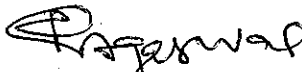
In this regard, Please find enclosed the following:

1. Summary of the proceedings of the EGM of the Company as required under Regulation 30, Part-A of Schedule-III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – **Annexure-I.**
2. Disclosure w.r.t issuance of securities as required under Regulation 30, Part-A of Schedule-III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – **Annexure-II**
3. Voting results of the business transacted at the EGM, as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – **Annexure-III.**
4. Combined Report of the Scrutinizer dated 06.10.2017, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 – **Annexure-IV.**

The voting results along with the Scrutinizer Report dated 06.10.2017 is made available on the Company's website at [www.v2retail.com](http://www.v2retail.com)

We request you to take the above on record and oblige.

Thanking you,  
For V2 Retail Limited

  
(RAM CHANORA AGARWAL)  
(Chairman and Managing Director)  
DIN: 00491885



Khasra No. 919,921,926,928, Extended Lal Dora Abadi Village Kapashera Teshil Vasant Vihar,  
South West Delhi -110037 Land Mark:- Fun N Food Village Amusement Park • Tel.: 011-41771850

• E-mail : [customer@vrl.net.in](mailto:customer@vrl.net.in), [cs@vrl.net.in](mailto:cs@vrl.net.in) • Website: [www.v2retail.com](http://www.v2retail.com) • CIN : L74999DL2001PLC147724



# V2 Retail Limited

## ANNEXURE - I

### SUMMARY OF THE PROCEEDINGS OF THE EXTRA - ORDINARY GENERAL MEETING OF THE COMPANY HELD ON 6<sup>TH</sup> OCTOBER, 2017.

This to inform you that Extra - Ordinary General Meeting ("EGM") of the members of the Company has been held on Friday, the 6<sup>th</sup> October, 2017 at 10.00 AM at Khasra No.1138, Shani Bazar Chowk, Rajokari, New Delhi 110038.

Mr. Ram Chandra Aggarwal chaired the Meeting. All the Directors of the Company were present at the Meeting. The requisite quorum being present, the Chairman called the Meeting to order. Thereafter, he introduced his colleagues on the Board of Directors of the Company who were present on the dais.

Further, with the consent of the Shareholders, the Notice convening the Meeting was taken as read.

The Chairman informed the members that 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, the Company has extended the remote e-voting facility to the members of the Company in respect of businesses transacted at the Extra - Ordinary General Meeting. The remote e-voting commenced at 9.00 AM on Tuesday, 3<sup>rd</sup> October, 2017 and ended at 5.00 PM on Thursday, 5<sup>th</sup> October, 2017. The Company has engaged the services of Central Depository Services India Ltd (CDSL) as the agency to provide e-voting facility.

The Chairman informed the members that the Company has also arranged for voting through ballot paper in the meeting on all the resolutions to be passed at the Meeting for those members who have not cast their vote through e-voting.

The following item of business, as per the Notice of EGM dated 12.09.2017 were transacted at the meeting:

#### **SPECIAL BUSINESS**

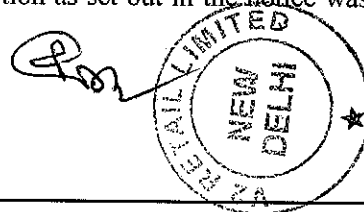
1. Issue of Equity Shares on Preferential basis to Non-Promoter (**Special Resolution**).

Mr. Sharwan Kumar Goel, Chartered Accountant in practice (Firm Registration No.027892N.), was appointed as Scrutinizer to scrutinize the remote e-voting process and voting through ballot paper at the meeting in a fair and transparent manner.

Members present were given the opportunity to ask questions and seek clarifications. The Chairman responded to the questions raised.

Post the question and answer session, the Chairman thanked the members present at the meeting and then concluded the meeting by authorizing the Company secretary to declare the results of voting.

The scrutinizer's report was received and accordingly the resolution as set out in the notice was declared as passed.



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The EGM concluded with a vote of thank to those present.

This is for your information and records.

Thanking you,

Yours Faithfully,  
For V2 Retail Limited



(RAM CHANDRA AGARWAL)  
(Chairman and Managing Director)  
DIN: 00491885





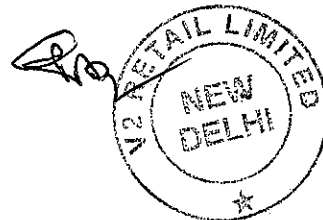
# V2 Retail Limited

## ANNEXURE – II

### DISCLOSURE UNDER REG. 30 of SEBI (LISTING OBLIGATION & DISCLOSURE REQUIREMENT) REGULATIONS, 2015

#### To issue specified Securities on Preferential basis to Non- Promoter


- 1) **Type of securities proposed to be issued:**  
Equity Shares
- 2) **Type of issuance:**  
Preferential Allotment
- 3) **Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately):**  
  
20, 00,000 (Twenty Lakhs) Equity Shares to the persons other than Promoter and/or Promoter Group;
- 4) **In case of preferential issue the listed entity shall disclose the following additional details to the stock exchange(s):**
  - i. **names of the investors;**  
  
India 2020 Fund II, Limited (Category II Foreign Portfolio Investor) (PAN: AADCI2854A), other than Promoter and/or Promoter Group
  - ii. **post allotment of securities - outcome of the subscription, issue price / allotted price (in case of convertibles), number of investors;**  
N.A.
  - iii. **in case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument;**  
N.A.



5) Any cancellation or termination of proposal for issuance of securities including reasons thereof.

N.A.

For V2 Retail Limited

  
(RAM CHANDRA AGARWAL)  
(Chairman and Managing Director)  
DIN: 00491885





# V2 Retail Limited

## EXTRA – ORDINARY GENERAL MEETING (EGM) – VOTING RESULTS

Details of the voting results of resolution passed during Extra - Ordinary General Meeting (including e voting) are reproduced hereunder:-

Company Name	V2 RETAIL LIMITED
Date of Declaration of EGM voting Results	October 6, 2017
Total number of share holders on record date/Cutoff Date	21921 equity share holders (as on September 29, 2017)
No. of share holders present in the meeting either in person or through proxy:	64
Promoters and Promoter Group:	8
Public:	56
No. of Share holders attended the meeting through Video Conferencing	NOTAPPLICABLE
Promoters and Promoter Group:	
Public:	

### Agenda:-

S. No.	Particulars	Ordinary/Special Resolution	Voting	No. of Shareholders voted	Votes in favour		Votes Against		No. of invalid votes
					No. of Shares	% of total valid votes	No. of Shares	% of total valid votes	
1.	Issue of Equity Shares on Preferential basis to Non-Promoter.	(Special Resolution)	E-voting	22	16301985	100.00	-	-	-
			Ballot	55	253	100.00	-	-	-
			<b>Total</b>	<b>77</b>	<b>16302238</b>	<b>100.00</b>	<b>-</b>	<b>-</b>	<b>-</b>





Scrutinizer's Report-Combined

To,  
The Chairman  
M/s V2 Retail Limited  
Khasra No. 928 Extended Lal Dora Abadi,  
Village Kapashera, Tehsil Vasant Vihar,  
South West Delhi-110037

**Sub: Report (Combined) on remote e-voting and Ballot Voting on the agenda items transacted at the Extra – Ordinary General Meeting (EGM) of the company held on Friday, October 6, 2017 at 10:00 A.M at Khasra No. 1138, Shani Bazar Chowk, Rajokari, New Delhi 110038.**

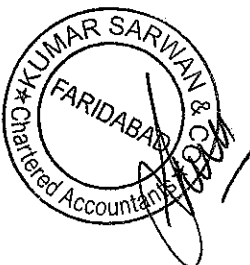
Dear Sir,

1. I, Sharwan Kumar Goel, a Chartered Accountant in Practice, have been appointed as a scrutinizer by the Board of Directors of M/s V2 Retail Limited for the purpose of scrutinizing, the e-voting process pursuant to Section 108 of the Companies Act, 2013 (the 2013 Act) read with the Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 (Rules) and voting through ballot paper as per the provisions of Companies Act, 2013 on the resolutions set out in the Notice dated 12<sup>th</sup> September, 2017 of the EGM of the members of M/s V2 Retail Limited. Accordingly, I hereby submit the report as under:
2. The members holding shares as on the "Cut Off" date i.e. Friday, September 29, 2017 were entitled for voting on the proposed resolution stated in the Notice of the EGM of the Company. The remote e-voting period was commenced at 9.00 A.M. on Tuesday, October 3, 2017 and ended at 05.00 P.M. On Thursday, October 5, 2017.
3. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to e-voting and ballot voting on the resolutions contained in the Notice to the EGM of the members of the Company. My responsibility as a scrutinizer's to provide the report of the votes cast "in favour" or "against" the resolution stated in EGM Notice dated September 12, 2017, based on the reports generated from the e-voting system provided by CDSL, the authorized agency engaged by the Company to provide remote e-voting facilities for e-voting and also at the time of EGM for ballot voting at EGM.
4. After conclusion of EGM, I unlocked the Ballot Box, for counting the votes casted through ballot form, in presence of Mr. Sambhav Jain & Mr. Abhishek Gupta, who are not in the employment of the Company. They have signed below as witness to the unlocking of ballot box.

  
Name: Sambhav Jain

  
Name: Abhishek Gupta

I have issued separate Scrutinizer's Report dated October 6, 2017 on the remote e-voting and on the ballot voting on October 6, 2017 on the resolution contained in the notice to the EGM. As required by management I submit herewith my combined report on the results of e-voting together with that of ballot voting as under:-



S. No.	Particulars	Ordinary/Special Resolution	Voting	No. of Shareholders voted	Votes in favour		Votes Against		No. of invalid votes
					No. of Shares	% of total valid votes	No. of Shares	% of total valid votes	
1.	Issue of Equity Shares on Preferential basis to Non-Promoter.	(Special Resolution)	E-voting	22	16301985	100.00	-	-	-
			Ballot	55	253	100.00	-	-	-
			<b>Total</b>	<b>77</b>	<b>16302238</b>	<b>100.00</b>	-	-	-

Total 64 (Sixty Four) Members of the company attended the Extra - Ordinary General Meeting.

In View of the above result, I hereby certify that resolution proposed in EGM Notice dated 12-09-2017 has been passed with requisite majority.

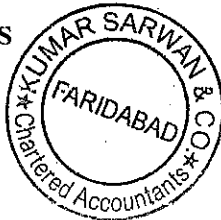
The ballot papers and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

Thanking You.

Yours faithfully

For KUMAR SARWAN & Co.  
CHARTERED ACCOUNTANTS

(SHARWAN KUMAR GOEL)  
MEMBERSHIP No.: 093010  
Firm Regn No. 027892N  
PLACE: DELHI  
Date: October 6, 2017



Counter Signed By:  
For V2 Retail Limited

Ramchandra Agarwal  
Chairman & Managing Director  
DIN: 00491885  
Date: October 6, 2017

