VAIBHAV GLOBAL LIMITED

Ref: VGL/CS/2018/206

Date: 12th May, 2018

National Stock Exchange of India Limited (NSE)
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra, Mumbai – 400051
Scrip Code: VAIBHAVGBL

BSE Limited
Phiroze JeejeeBhoy Towers,
Dalal Street,
Mumbai – 400001
Scrip Code: 532156

Sub: Declaration of the Postal Ballot Results with respect to Postal Ballot Notice dated 3rd April, 2018

Dear Sir / Madam,

With reference to the captioned subject, the following resolutions contained in the Postal Ballot Notice dated 3rd April, 2018 have been duly passed with requisite majority:-

1. Approval for creating new Stock Options under VGL ESOP (As Amended) – 2006.
2. Approval for granting Stock Options to the eligible employees of Subsidiaries under VGL ESOP (As Amended) – 2006.
3. Re-appointment of Dr. Purushottam Agarwal as an Independent Director of the Company.

The results of Postal Ballot voting has been announced today i.e. 12th May, 2018 at the Registered Office of the Company. The above mentioned resolutions have been deemed to be passed on 10th May, 2018 which is the last date of receipt of postal ballot forms.

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Voting Results in the prescribed format along with the Report of Scrutinizer dated 11th May, 2018 is enclosed herewith.

This is for your information and record.

Thanking you,

Yours Truly,

For Vaibhav Global Limited

12/5/2018

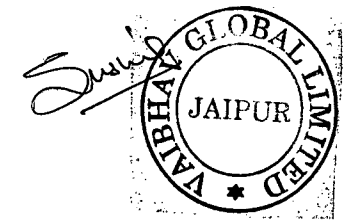
Sushil Sharma
Company Secretary

VAIBHAV GLOBAL LIMITED JAIPUR

Company Name	VAIBHAV GLOBAL LIMITED
Date of Postal Ballot Notice	Notice dated 3-April-2018 (Voting start date: 11-April-2018 and voting end date: 10-May-2018)
Total number of shareholders on record date	6075 (Record Date: 31-March-2018)
No. of shareholders present in the meeting either in person or	Postal Ballot
Promoters and Promoter Group:	NA
Public:	NA
No. of Shareholders attended the meeting through Video	NA
Promoters and Promoter Group:	NA
Public:	NA

Resolution - 1

Resolution required: (Ordinary/ Special)	**SPECIAL - Approval for creating new Stock Options under VGL ESOP (As Amended) – 2006**							
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	21,668,808	21,665,808	99.99	21,665,808	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0.0000	0	0	0	0
Public- Institutions	E-Voting	6,023,542	4,481,683	74.40	4,036,790	444,893	90.07	9.93
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
Public- Non Institutions	E-Voting	4,898,503	25,638	0.52	20,514	5,124	80.01	19.99
	Poll		0	0	0	0	0	0
	Postal Ballot		1,077	0.02	1,063	14	98.70	1.30
	Total	**32,590,853**	**26,174,206**	**80.31**	**25,724,175**	**450,031**	**98.28**	**1.72**



Resolution - 2

Resolution required: (Ordinary/ Special)	SPECIAL - Approval for granting Stock Options to the eligible employees of Subsidiaries under VGL ESOP (As Amended) – 2006							
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	21,668,808	21,665,808	99.99	21,665,808	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
Public- Institutions	E-Voting	6,023,542	4,481,683	74.40	4,036,790	444,893	90.07	9.93
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
Public- Non Institutions	E-Voting	4,898,503	25,638	0.52	20,504	5,134	79.98	20.02
	Poll		0	0	0	0	0	0
	Postal Ballot		1,077	0.02	1,063	14	98.70	1.30
	Total	**32,590,853**	**26,174,206**	**80.31**	**25,724,165**	**450,041**	**98.28**	**1.72**

Resolution - 3

Resolution required: (Ordinary/ Special)	SPECIAL - Re-appointment of Dr. Purushottam Agarwal 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	21,668,808	21,665,808	99.9862	21,665,808	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
Public- Institutions	E-Voting	6,023,542	4,481,683	74.40	4,466,482	15201	99.6608	0.3391
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
Public- Non Institutions	E-Voting	4,898,503	20,638	0.42	20,638	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		1,077	0.02	1,063	14	98.70	1.30
	Total	**32,590,853**	**26,169,206**	**80.30**	**26,153,991**	**15,215**	**99.94**	**0.06**

For Vaibhav Global Limited

12/5/2018.

Company Secretary

B K Sharma & Associates
Company Secretaries

SCRUTINIZER'S REPORT

[Pursuant to Section 110 of the Companies Act, 2013 and Rule 22(9) of the Companies (Management and Administration) Rules, 2014]

The Company Secretary
Vaibhav Global Limited
K-6B, Fateh Tiba,
Adarsh Nagar
Jaipur-302 004

Dear Sir,

Subject: Scrutinizer's Report on Postal Ballot and e-Voting.

I, Brij Kishore Sharma, Proprietor M/s. B.K. Sharma and Associates, Company Secretaries have been appointed by the Board of Directors as a Scrutinizer for the purpose of scrutinizing the e-voting and Voting through physical postal ballot process in fair and transparent manner. As per provision of section under 110 of the Companies Act, 2013 and Rule 20 and 22 of the Companies (Management and Administration) Rules 2014 as amended from time to time,in respect of the Special Resolutions as circulated in the Postal Ballot Notice dated 3rd April 2018.

The Company, pursuant to the Provisions of Section 110 of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014, required to provide e-voting facility to the Shareholders for the passing of Resolutions through Postal Ballot.

Vaibhav Global Limited has made arrangement with Karvy Computershare Private Limited for providing a system of recording votes of shareholders electronically through e-voting facilities on the webste htpps://evoting.karvy.com

Vaibhav Global Limited has also uploaded the resolutions together with the explanatory statement on which e-voting is required and generated Event by Karvy Computershare Private Limited, the service provider. All necessary formalities in compliance with the requirements specified by the system provider, have been done by the Company through its RTA. Necessary instructions in this regard to be followed by the shareholders have also been duly mentioned in the Postal Ballot Notice dated 3rd April, 2018 sent to the Shareholders by email and partly by registered post.The Postal Ballot Notice has been sent to all the Members, whose names appear in the Register of Members/ List of beneficiaries as on 31st March, 2018.

We submit our report as under:-

1. The Company has completed on Tuesday 10th April, 2018 the dispatch of postal ballot notice along with the postage prepaid business reply envelop to its Members whose name(s) appeared on the Register of Members/ List of beneficiaries as on 31st March, 2018. In addition to that the notices were also sent via electronic mode by the system provider to the Shareholders at their email addresses registered with the Depository Participants.

B K Sharma & Associates
FRN S2013RJ233500
Company Secretaries

``Shivangan", AB-162, Vivekanand Marg, Nirman Nagar, Ajmer Road, JAIPUR-302019
Ph.: +91-141-4013370, 9314517929 (M) Email : bksharma162@yahoo.co.in

2. As stated in Sub-Rule 3 of Rule 22 of the Companies (Management and Administration) Rules, 2014, an advertisement was published by the Company in, 'Nafa Nuksan' in vernacular Language and 'Financial Express' in English on 11th April, 2018 informing about completion of dispatch of the Postal Ballot notices both by registered post and email, wherever applicable, to the Shareholders alongwith other related matter mentioned therein.

3. We have received the Postal Ballot Forms from the Shareholders during the period starting from the Wednesday 11th April, 2018 till Thursday 10th May, 2018. All the postal ballot forms together with all votes cast by e-voting through M/s. Karvy Comutershare Provate Limited, received upto 5.00 PM on Thursday, the 10th May, 2018, being the last date fixed by the Company for receipt of the Ballot Forms/ e-voting, were considered for our scrutiny.

4. Envelopes containing Postal Ballot Forms received after 10th May, 2018 were not considered for our scrutiny.

5. The postal ballot forms were kept under our safe custody in sealed and tamper proof ballot boxes before commencing the scrutiny of such postal ballot forms.

6. The Ballot Forms were opened on Thursday 10th May, 2018 and scrutinised and the shareholding was confirmed with the Register of Members of the Company/ List of beneficiaries as on 31st March, 2018.

7. E-voting facility was provided by M/s. Karvy Computershare Private Limited, the details of the e-voting exercised by the shareholders as also the votes exercised throguh Postal Ballot, duly scrutinised and processed, were duly compiled. The details of the e-voting was provided by the Service Provider M/s. Karvy Computershare Private Limited in respect of Postal ballot containing the statement of Shareholder's name, number of shares held, number of shares exercised, votes in favour, votes against and those which were rejected.

8. We find no defaced Postal Ballot Forms.

On Scrutiny, we report that out of 6075 Shareholders, 56 Shareholders have exercised their votes through e-voting and 13 Shareholders have exercised their votes through Postal Ballot Forms, as received. The details of the voting results for the items placed for consideration of the members are given below:-



``Shivangan", AB-162, Vivekanand Marg, Nirman Nagar, Ajmer Road, JAIPUR-302019
Ph.: +91-141-4013370, 9314517929 (M) Email : bksharma162@yahoo.co.in

Item No. 1: Approval for creating new Stock Options under VGL ESOP (As Amended) – 2006:

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

Mode of Polling	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	31	25723112	98.2765
Postal Ballot	11	1063	0.0041
Total	**42**	**25724175**	**98.2806**

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

Mode of Polling	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	25	450017	1.7193
Postal Ballot	1	14	0.0001
Total	**26**	**450031**	**1.7194**

(iii) **Invalid votes:**

Mode of Polling	Total numbers of members whose votes were declared invalid	Total number of votes cast by them
E-voting	-	-
Postal Ballot	1	25
Total	1	25

B K Sharma & Associates FRN S2013RJ233500 Company Secretaries

``Shivangan", AB-162, Vivekanand Marg, Nirman Nagar, Ajmer Road, JAIPUR-302019
Ph.: +91-141-4013370, 9314517929 (M) Email : bksharma162@yahoo.co.in

Item No. 2: Approval for granting Stock Options to the eligible employees of Subsidiaries under VGL ESOP (As Amended) – 2006:

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

Mode of Polling	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	30	25723102	98.2765
Postal Ballot	11	1063	0.0041
Total	**41**	**25724165**	**98.2806**

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

Mode of Polling	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	26	450027	1.7193
Postal Ballot	1	14	0.0001
Total	**27**	**450041**	**1.7194**

(iii) **Invalid votes:**

Mode of Polling	Total numbers of members whose votes were declared invalid	Total number of votes cast by them
E-voting	-	-
Postal Ballot	1	25
Total	1	25

B K Sharma & Associates * Company Secretaries * FRN S2013RJ233500

``Shivangan", AB-162, Vivekanand Marg, Nirman Nagar, Ajmer Road, JAIPUR-302019
Ph.: +91-141-4013370, 9314517929 (M) Email : bksharma162@yahoo.co.in

Item No. 3: Re-appointment of Dr. Purushottam Agarwal as an Independent Director of the Company:

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

Mode of Polling	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	53	26152928	99.9378
Postal Ballot	11	1063	0.0041
Total	**64**	**26153991**	**99.9419**

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

Mode of Polling	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	2	15201	0.0581
Postal Ballot	1	14	0.0000
Total	**3**	**15215**	**0.0581**

(iii) **Invalid votes:**

Mode of Polling	Total numbers of members whose votes were declared invalid	Total number of votes cast by them
E-voting	1	5000
Postal Ballot	1	25
Total	**2**	**5025**

B K Sharma & Associates CS FRN S2013RJ233500 Company Secretaries

"Shivangan", AB-162, Vivekanand Marg, Nirman Nagar, Ajmer Road, JAIPUR-302019
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Result:

We report that pursuant to the Provisions of Section 110 of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014, the Special Resolutions under Item No. 1 ,2 & 3 and as set out in the Notice of Postal Ballot dated 3rd April, 2018 have been passed by the Shareholders with requisite majority. Hence, the Resolutions are deemed to be passed as on 10th May, 2018.

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

[B K SHARMA]
Proprietor
M. No. : FCS - 6206
COP No.: 12636

We the undersigned witnesses that the votes in respect of e-voting of shareholders of M/s. Vaibhav Global Limited were unblocked from e-voting website of National Securities Depository Limited in our presence at 5.52 PM on 10th May, 2018.

1. Neha Chachan,
   Shradha Girls PG,
   Near Jaipur Hospital, Tonk Road, Jaipur

2. Manpreet Kaur Sehmi
   Sehmi Machines, Foy Sagar Road,
   Prem Nagar, Ajmer.

Countersigned by:
For **Vaibhav Global Limited**

Sushil Sharma
Company Secretary

PLACE: Jaipur
DATE: 11th May, 2018

"Shivangan", AB-162, Vivekanand Marg, Nirman Nagar, Ajmer Road, JAIPUR-302019
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