



Vipul Limited

Vipul TechSquare
Golf-Course Road, Sector-43
Gurgaon - 122 009
Tel: -91-124-406 5500
Fax: 91-124-406 1000
E-mail : info@vipulgroup.in
www.vipulgroup.in

Ref.No. VIPUL/SEC/VC/2015-2016/1511

21.10.2015

The Secretary
The BSE Ltd (Scrip Code 511726)
Corporate Relationship Department,
1st Floor, New trading Ring, Rotunda Building,
Phiroze Jeejeebhoy Towers, Dalal Street, Fort,
Mumbai-400001

The Manager (Listing)
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (E)
Mumbai-400 051

Sub : Clause 31 of the Listing Agreement

Reg: Proceeding at the Annual General Meeting of the company held on September 26, 2015

Dear Sir,

Pursuant to Clause 31 of the Listing Agreement, we are forwarding herewith Copy of the proceedings at the Annual General Meeting of the members of the Company held on September 26, 2015.

You are requested to take the same on record

Thanking You

Yours faithfully
For Vipul Limited


(Vivek Chaudhary)
Company Secretary

Encl : as above

PROCEEDINGS OF THE 24th ANNUAL GENERAL MEETING OF THE MEMBERS OF VIPUL LTD HELD ON SATURDAY, THE 26TH SEPTEMBER, 2015 FROM 11.00 A.M TO 2:00 P.M AT SRI SATHYA SAI INTERNATIONAL CENTRE, PRAGATI VIHAR, LODHI ROAD, NEW DELHI-110003

CHAIRMAN

Mr. Punit Beriwal was elected as the Chairman of the meeting. Thereafter, Mr. Punit Beriwal took the Chair and welcomed the members.

The Chairman before commencing the proceedings introduced all the dignitaries present on the dais and informed that Dr. B. Samal and Mr. Anil Agarwal, Directors of the Company, have expressed their inability to attend the meeting due to their preoccupation.

The Chairman then informed the members that the Statutory Auditors and Secretarial Auditors were also present in the meeting.

The Chairman then checked with the Company Secretary whether the meeting has been constituted as per the provisions of the Act, Article of Association and Secretarial Standards. After having confirmation that the meeting has been duly constituted and the requisite quorum for the meeting being present, he called the meeting to order.

For the information of the members present in the meeting, the Chairman informed that all the required registers/Documents were available for their inspection.

He then stated that the aforesaid Registers/ Documents would remain open for inspection till the conclusion of the meeting. He further stated that the following documents were also available for inspection of the Members:

- (a) Directors Report for the financial year ended March 31, 2015
- (b) Audited Accounts and Auditors' report thereon for the financial year ended March 31, 2015.

The Chairman informed that the Notice convening the meeting has already been circulated to the members and with their permission, the Notice was taken as read.

CHAIRMAN'S SPEECH

The Chairman Speech, a copy of which was circulated to the members present in the meeting was read by Mr. Punit Beriwal, Chairman of the meeting.

STATUTORY AUDITORS' REPORT

The Chairman informed that there were no qualification or observations or comments on financial transactions or matters in the Auditors' report on Standalone Financial Statements of the Company, which had any adverse effect on the functioning of the Company, accordingly the same was not required to be read.

He also stated that a copy of the said Report was available for the inspection of the members.

SECRETARIAL AUDITORS' REPORT

The Chairman further informed that there were no qualifications or observations or comments in the Secretarial Audit Report, accordingly the same was also not required to be read.

He further stated that a copy of the said Report was available for the inspection of the members.

The Chairman thereafter took the business as stated in the Notice.

The Chairman explained the members:

About objective and implications of the business items as mentioned in the Notice dated August 12, 2015, of Annual General Meeting and invited queries from the members on the agenda items.

He thereafter informed the members that the copy of the accounts has already been sent to all members and uploaded on the website of the Company. He then offered an opportunity to the members to raise query, if any on the accounts.

The queries so raised were replied to the satisfaction of the members.

Thereafter, the Chairman put forward the resolutions relating to the following items, to be passed at the Meeting which were proposed and seconded by the members present:

1. To receive, consider and adopt the audited financial statements (including consolidated financial statements) of the Company for the financial year ended March 31, 2015 and the reports of Directors and Auditors thereon.
2. Ratification of appointment of M/s. L B Jha & Co, as Statutory Auditors
3. Appointment of Ms. Ameeta Verma Duggal as an Independent Director
4. Ratification of remuneration payable to M/s. Vijender Sharma & Co., Cost Auditors for the financial year ended March 31, 2015
5. Ratification of remuneration payable to M/s. Vijender Sharma & Co., Cost Auditors for the financial year ending March 31, 2016
6. Amendment to Memorandum of Association of the Company
7. Adoption of new set of the Articles of Association in accordance with the Companies Act, 2013 ("Act")

The Procedure of e-voting/ poll was explained to the members in detail. It was also informed to the members that the results of the voting, on the basis of the report of the Scrutinizer, shall be announced not later than forty eight (48) hours of the conclusion of the meeting. The same shall also be submitted with Stock Exchanges (National Stock Exchange of India Limited and BSE Limited) and shall also be posted on the website of National Securities Depository Limited (NSDL) and of the Company.



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The Chairman thanked the members for their participation and requested Mr. Amitabh, the Scrutinizer to commence the voting through ballot forms at the venue ("Poll").

Mr. Amitabh, Scrutinizer conducted the voting through ballot forms at the venue. The Company officials assisted the members in voting process.

The meeting was concluded after completion of voting process at 02:00PM on 26.09.2015.