



CIN No. L74899DL1995PLC065076

Date: 01.10.2016

To,
Corporate Relation Department
BSE Limited
Phiroze jeejobhoy Towers,
Dalal Street, Mumbai -400001

Scrip Code - 532325, Scrip Id- VITALCOMM
Sub: Submission of Result of 21st Annual General Meeting

Dear Sir/Madam,

As per Regulation 44 of the SEBI (listing Obligation and Disclosure Requirements) Regulation, 2015, the results of 21st Annual General Meeting conducted by the Company has been declared by the company on 1st October 2016, the summary of the results is enclosed herewith as per the format prescribed.

Further, Mr. Pawan Kumar Mishra Proprietor M/s. P.K. Mishra & Associates, Companies Secretaries In whole time Practice, Scrutinizer has submitted the Scrutinizer report dated 1st October, 2016 which is also enclosed herewith for your reference.

Kindly Update the same in your Records.

Yours faithfully,

For Vital Communications Limited


Rohit Singh
Director
DIN: 07304997

CC
National Stock Exchange of India Ltd.,
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex, Bandra (E)
Mumbai - 400 051

ENCL:

1. Summary of Results of Annual General Meeting ; and
2. Scrutinizer report dated 1st October, 2016

Regd. Office: Office No. 323, Third Floor, Vardhman Fortune Mall G.T. Karnal Road, Near Gujrawala Tower Delhi -110033
Phones: 91-11-3739989-94, Fax: 91-11-2335 0890, E-mail: vitalcom2007@yahoo.com Website: <http://www.vitalcommunications.com>

Voting Results

Date of the AGM	29.09.2016
Total number of shareholders on record date (cut off date)	4621
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	3
Public:	13
No. of Shareholders attended the meeting through Video Conferencing	Not Applicable
Promoters and Promoter Group:	
Public:	

Agenda- wise disclosure (to be disclosed separately for each agenda item)

1. Ordinary Resolution for receive, consider and adopt the Audited Profit & Loss Account for the year ended March 31, 2016 and the Balance Sheet as at that date together with the Reports of the Board of Directors and the Auditors' thereon.

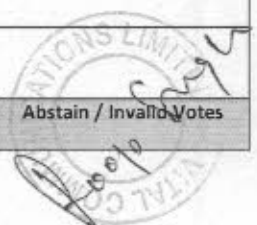
Resolution required: (Ordinary/ Special)		Ordinary							
Whether promoter/ promoter group are interested in the agenda/resolution?		No							
Particulars	Remote E-Voting		Voting through Ballot Paper		Consolidated Voting Results (Total)		%age of total valid votes	Abstain / Invalid Votes	
	Number of members voted	No. of valid votes cast	Number of members voted	No. of valid votes cast	Number of members voted	No. of valid votes cast		No. of Members	No. of Abstain/Invalid Votes
Voted in favour of the resolution	0	0	16	43,36,856	43,36,856	43,36,856	100.00	Nil	Nil
Voted against the resolution	0	0	0	0	0	0	0		
Total	0	0	16	43,36,856	43,36,856	43,36,856	100.00		

2. Ordinary Resolution for appointment of Director in place of Mr. Shyam Sundar Sabharwal who retires by rotation and being eligible offer himself for re - appointment.

Resolution required: (Ordinary/ Special)		Ordinary							
Whether promoter/ promoter group are interested in the agenda/resolution?		No							
Particulars	Remote E-Voting		Voting through Ballot Paper		Consolidated Voting Results (Total)		%age of total valid votes	Abstain / Invalid Votes	
	Number of members voted	No. of valid votes cast	Number of members voted	No. of valid votes cast	Number of members voted	No. of valid votes cast		No. of Members	No. of Abstain/Invalid Votes
Voted in favour of the resolution	0	0	16	43,36,856	43,36,856	43,36,856	100.00	Nil	Nil
Voted against the resolution	0	0	0	0	0	0	0		
Total	0	0	16	43,36,856	43,36,856	43,36,856	100.00		

3. Ordinary Resolution for ratification of appointment of M/s G.P KESHRI & ASSOCIATES (Firm Registration No. 017251N) as Statutory Auditor of Company to hold the office from the conclusion of this Annual General Meeting till the Conclusion of next Annual General Meeting of the Company remuneration to be decided mutually.

Resolution required: (Ordinary/ Special)		Ordinary Resolution							
Whether promoter/ promoter group are interested in the agenda/resolution?		No							
Particulars	Remote E-Voting		Voting through Ballot Paper		Consolidated Voting Results (Total)		%age of total valid	Abstain / Invalid Votes	



	Number of members voted	No. of valid votes cast	Number of members voted	No. of valid votes cast	Number of members voted	No. of valid votes cast	votes	No. of Members	No. of Abstain/In valid Votes
Voted in favour of the resolution	0	0	16	43,36,856	43,36,856	43,36,856	100.00	Nil	Nil
Voted against the resolution	0	0	0	0	0	0	0		
Total	0	0	16	43,36,856	43,36,856	43,36,856	100.00		

4. Ordinary Resolution for appointment of Mr. Roop Singh (DIN: 07304997) as an Independent Director

Resolution required: (Ordinary/ Special)			Ordinary Resolution						
Whether promoter/ promoter group are interested in the agenda/resolution?			No						
Particulars	Remote E-Voting		Voting through Ballot Paper		Consolidated Voting Results (Total)		%age of total valid votes	Abstain / Invalid Votes	
	Number of members voted	No. of valid votes cast	Number of members voted	No. of valid votes cast	Number of members voted	No. of valid votes cast		No. of Members	No. of Abstain/In valid Votes
Voted in favour of the resolution	0	0	16	43,36,856	43,36,856	43,36,856	100.00	Nil	Nil
Voted against the resolution	0	0	0	0	0	0	0		
Total	0	0	16	43,36,856	43,36,856	43,36,856	100.00		

5. Ordinary Resolution for appointment of Ms. Kalpana (DIN: 07586724) as an Independent Director

Resolution required: (Ordinary/ Special)			Ordinary Resolution						
Whether promoter/ promoter group are interested in the agenda/resolution?			No						
Particulars	Remote E-Voting		Voting through Ballot Paper		Consolidated Voting Results (Total)		%age of total valid votes	Abstain / Invalid Votes	
	Number of members voted	No. of valid votes cast	Number of members voted	No. of valid votes cast	Number of members voted	No. of valid votes cast		No. of Members	No. of Abstain/In valid Votes
Voted in favour of the resolution	0	0	16	43,36,856	43,36,856	43,36,856	100.00	Nil	Nil
Voted against the resolution	0	0	0	0	0	0	0		
Total	0	0	16	43,36,856	43,36,856	43,36,856	100.00		

For Vital Communications Limited

Roop Singh
Director
DIN: 07304997



P K MISHRA & ASSOCIATES

(Company Secretary)

Mobile No. : +91 9560994490
+91 9873173175

SCRUTINIZER'S REPORT

To

The Chairman

VITAL COMMUNICATIONS LIMITED

Office No. 323, Third Floor, Vardhman Fortune Mall

G.T. Karnal Road, Near Gujrawala Tower Delhi 110033

Annual General Meeting

VITAL COMMUNICATIONS LIMITED

held on Thursday, September 29, 2016 at 09.00 A.M.

at Navkar Tirth Atisey Ksetra, Village Neelwal

Near Mahaviday Ksetra, Ghevra More, Rohtak Road, Delhi

Dear Sir,

Sub: Result of E-voting & Poll

This is with reference to our appointment to scrutinizing the e-voting and voting on poll at the **21st Annual General Meeting** of the Members of the Company held on **September 29, 2016**.

We are enclosing herewith the following;

1. Report of the Scrutinizer on e-voting
2. Result of Poll results at the AGM
3. Consolidated Results of e-voting and Poll

Trust you will find the same in order. We will, however, be happy to answer your queries, if any, on the same.

Thanking you,

Yours faithfully,

For P. K. Mishra & Associates
Company Secretaries

(PAWAN KUMAR MISHRA)

Proprietor

M. No. FCS-3405

COP No.16222



Date: October 1, 2016

Place: New Delhi

Encl: As above

I - Report on results of e-voting

Summary of e-voting Results

EVSN Reference No.	Refer Note
Voting Start Date	September 26, 2016 at 9.00 A M
Voting End Date	September 28, 2016 at 5.00 P M

Item No. of the Agenda	Voted in favour		Voted against		Abstained	
	No. of folios voted	No. of votes	No. of folios voted	No. of votes	No. of folios voted	No. of votes
1	Nil	Nil	Nil	Nil	Nil	Nil
2	Nil	Nil	Nil	Nil	Nil	Nil
3	Nil	Nil	Nil	Nil	Nil	Nil
4	Nil	Nil	Nil	Nil	Nil	Nil
5	Nil	Nil	Nil	Nil	Nil	Nil

Note: E- voting Facility has not been provided to the shareholders by Company due to some Technical Error.

**For P. K. Mishra & Associates
Company Secretaries**



**(PAWAN KUMAR MISHRA)
Proprietor
M. No. FCS-3405
COP No.16222**



**Date: October 1, 2016
Place: New Delhi**

II: Report of Scrutinizer on Poll

FORM No. MGT-13

Report of Scrutinizer(s)

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

The Chairman

VITAL COMMUNICATIONS LIMITED

Office No. 323, Third Floor, Vardhman Fortune Mall

G.T. Karnal Road, Near Gujrawala Tower Delhi 110033

Ref. 21st Annual General Meeting of the Equity Shareholders of Vital Communications Limited on September 29, 2016

Dear Sir,

I, Pawan Kumar Mishra Proprietor of P. K. Mishra & Associates [Company Secretaries], appointed as scrutinizer for the purpose of the poll taken on the below mentioned resolutions at the 21st Annual General Meeting of the Shareholders of Vital Communications Limited held on September 29, 2016 at 09.00 A.M. at Navkar Tirth Atisey Ksetra, Village Neelwal Near Mahaviday Ksetra, Ghevra More, Rohtak Road, Delhi and submit report as under:

1. After the time fixed for poll by the chairperson, one (1) empty ballot box kept for polling was locked in my presence and members who were present with due identification mark placed by me.
2. The locked ballot box was subsequently opened in my presence and in the presence of Madhu Rani and Lalku Lohra who are not in the employment of the company. The poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company and M/s Link In time India Private Limited, Registrar and Transfer Agents of the Company and the authorizations and proxies lodged with the Company.
3. I did not find any poll papers invalid.
4. The result of the Poll is as under:

Item No. 1- Ordinary Resolution for adoption of the Audited Profit & Loss Account for the year ended March 31, 2016 and the Balance Sheet as at that date together with the Reports of the Board of Directors and the Auditors thereon.

a.) (i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them	% of total number of valid votes cast
16	43,36,856	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid votes:

Total Number of members whose votes were declared invalid (in person or by proxy)	Number of shares for votes cast by them
Nil	Nil

Item No. 2- Ordinary Resolution for appointment of Director in place of Mr. Shyam Sundar Sabharwal who retires by rotation and being eligible offer himself for re - appointment.



(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them	% of total number of valid votes cast
16	43,36,856	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid votes:

Total Number of members whose votes were declared invalid (in person or by proxy)	Number of shares for votes cast by them
Nil	Nil

Item No. 3 Ordinary Resolution for ratification of appointment of M/s G.P KESHRI & ASSOCIATES (Firm Registration No. 017251N) as Statutory Auditor of the Company to hold the office from the conclusion of this Annual General Meeting till the Conclusion of next Annual General Meeting of the Company at remuneration to be decided mutually.

b.) (i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them	% of total number of valid votes cast
16	43,36,856	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid votes:

Total Number of members whose votes were declared invalid (in person or by proxy)	Number of shares for votes cast by them
Nil	Nil

Item No. 4- Ordinary Resolution for appointment of Mr. Roop Singh (DIN: 07304997) as an Independent Director

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them	% of total number of valid votes cast
16	43,36,856	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid votes:

Total Number of members whose votes were declared invalid (in person or by proxy)	Number of shares for votes cast by them
Nil	Nil



Item No.5- Ordinary Resolution for appointment of Ms. Kalpana (DIN: 07586724) as an Independent Director

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them	% of total number of valid votes cast
16	43,36,856	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid votes:

Total Number of members whose votes were declared invalid (in person or by proxy)	Number of shares for votes cast by them
Nil	Nil

5. Soft copy of the list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is handed over to the Chairman of the Company.
6. The poll papers and all other relevant records were sealed and handed over to the Chairman of the Company keeping in safe record.

For P. K. Mishra & Associates
Company Secretaries



(PAWAN KUMAR MISHRA)
Proprietor
M. No. FCS-3405
COP No.16222



Date: October 1, 2016
Place: New Delhi

We, the undersigned witness that the locked ballot box was unblocked in our presence:

Name and Address of the witness:

Name and Address of the witness:

Ms. Madhu Rani
Address: Aruna Park Laxmi Nagar Delhi
Delhi-110092

Mr. Lalku Lohra
Address: 12/35, Karol Bagh,
Delhi-110008

III - Report on consolidated results

Based on result of e-voting and Poll at the **21st Annual General Meeting** of the members of the **VITAL COMMUNICATIONS LIMITED** held on **Thursday, September 29, 2016 at 09.00 A.M.**, Consolidated Results of each item of the Agenda as set out in the **Notice of AGM dated August 30, 2016** is narrated here-in-below;

Item No. 1- Ordinary Resolution for adoption of the Audited Profit & Loss Account for the year ended March 31, 2016 and the Balance Sheet as at that date together with the Reports of the Board of Directors and the Auditors thereon.

Particulars	Number of votes contained in			% of valid votes
	e-votes	Poll	Total	
Assent	Nil	43,36,856	43,36,856	100%
Dissent	Nil	Nil	Nil	Nil
Total	Nil	43,36,856	43,36,856	100%

Accordingly, out of the total **43,36,856** valid votes cast via e-voting and poll, **43,36,856** votes were cast **assenting** to the ordinary resolution and **Nil** votes were cast **dissenting** to the ordinary resolution.

Thus, the ordinary resolution as contained in item no. 1 of the notice dated August 30, 2016 is passed with **requisite majority**.

Item No.2- Ordinary Resolution for appointment of Director in place of Mr. Shyam Sundar Sabharwal who retires by rotation and being eligible offer himself for re - appointment.

Particulars	Number of votes contained in			% of valid votes
	e-votes	Poll	Total	
Assent	Nil	43,36,856	43,36,856	100%
Dissent	Nil	Nil	Nil	Nil
Total	Nil	43,36,856	43,36,856	100%

Accordingly, out of the total **43,36,856** valid votes cast via e-voting and poll, **43,36,856** votes were cast **assenting** to the ordinary resolution and **Nil** votes were cast **dissenting** to the ordinary resolution.

Thus, the ordinary resolution as contained in item no. 1 of the notice dated August 30, 2016 is passed with **requisite majority**.

Item No. 3- Ordinary Resolution for ratification of appointment of M/s G.P KESHRI & ASSOCIATES (Firm Registration No. 017251N) as Statutory Auditor of the Company to hold the office from the conclusion of this Annual General Meeting till the Conclusion of next Annual General Meeting of the Company at remuneration to be decided mutually.

Particulars	Number of votes contained in			% of valid votes
	e-votes	Poll	Total	
Assent	Nil	43,36,856	43,36,856	100%
Dissent	Nil	Nil	Nil	Nil
Total	Nil	43,36,856	43,36,856	100%



Accordingly, out of the total **43,36,856** valid votes cast via e-voting and poll, **43,36,856** votes were cast **assenting** to the ordinary resolution and **Nil** votes were cast **dissenting** to the ordinary resolution.

Thus, the ordinary resolution as contained in item no. 3 of the notice dated August 30, 2016 is passed with **requisite majority**.

Item No. 4- Ordinary Resolution for appointment of Mr. Roop Singh (DIN: 07304997) as an Independent Director.

Particulars	Number of votes contained in			% of valid votes
	e-votes	Poll	Total	
Assent	Nil	43,36,856	43,36,856	100%
Dissent	Nil	Nil	Nil	Nil
Total	Nil	43,36,856	43,36,856	100%

Accordingly, out of the total **43,36,856** valid votes cast via e-voting and poll, **43,36,856** votes were cast **assenting** to the ordinary resolution and **Nil** votes were cast **dissenting** to the ordinary resolution.

Thus, the ordinary resolution as contained in item no. 4 of the notice dated **August 30, 2016** is passed with **requisite majority**.

Item No. 5 Ordinary Resolution for appointment of Ms. Kalpana (DIN: 07586724) as an Independent Director

Particulars	Number of votes contained in			% of valid votes
	e-votes	Poll	Total	
Assent	Nil	43,36,856	43,36,856	100%
Dissent	Nil	Nil	Nil	Nil
Total	Nil	43,36,856	43,36,856	100%

Accordingly, out of the total **43,36,856** valid votes cast via e-voting and poll, **43,36,856** votes were cast **assenting** to the ordinary resolution and **Nil** votes were cast **dissenting** to the ordinary resolution.

Thus, the ordinary resolution as contained in item no. 5 of the notice dated **August 30, 2016** is passed with **requisite majority**.

You may accordingly declare the result of the Remote e-voting and poll

For P. K. Mishra & Associates
Company Secretaries



(PAWAN KUMAR MISHRA)
Proprietor
M. No. FCS-3405
COP No.16222

Date: October 1, 2016
Place: New Delhi

