



# V. B. INDUSTRIES LIMITED

CIN No. : U51909WB1982PLC035222

9, Old China Bazar Street, 5th Floor,  
Room No. 85, Kolkata - 700 001

Tele-fax : 033 - 2242 7270

E-mail : vbindustries1@gmail.com

Website : www.vbindustriesltd.in

September 28, 2018

**The Deputy Manager**  
Dept. of Corporate Services  
BSE Limited  
P. J. Towers, Dalal Street, Fort  
Mumbai – 400 001

**The Company Secretary**  
The Calcutta Stock Exchange Association  
Ltd.  
7, Lyons Range  
Kolkata-700 001

Ref : Scrip Code BSE – 539123, CSE-10032008

Sub: Submission of Scrutinizer Report

Respected Sir/Madam,

With reference to the above, we are enclosing along with this letter, Scrutinizer Report for the E-Voting and Ballot; issued & certified by M/s. G. S. Bhide & Associates, Practicing Company Secretaries, who was appointed as Scrutinizer for both e-voting and voting by Ballot for transacting the businesses at the 31<sup>st</sup> Annual General Meeting of the Company held on 27<sup>th</sup> September 2018.

Kindly take the same on your record & oblige.

Thanking You,

Yours Faithfully,  
For **V. B. INDUSTRIES LIMITED**

**SHYAM SUNDAR PARASRAMKA**  
DIN : 00511476  
MANAGING DIRECTOR

Enclosed : a/a



**G. S. Bhide & Associates**

**Company Secretary**

C-103, Raj Residency I, Balitha,  
Near Patel Samaj Wadi, Vapi-396 195

Mobile : +91 98255 06553  
Email : gayatribhideandco@gmail.com

## Report of Scrutinizer

**[Pursuant to Section 108 and 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management & Administration) Rules, 2014 as amended]**

To  
The Managing Director  
**V. B. Industries Limited**

Dear Sir,

I, Gayatri V. Phatak, Proprietor of M/s. G. S. Bhide & Associates, Practicing Company Secretary, Vapi, Gujarat, appointed as Scrutinizer for the purpose of scrutinizing the e-voting/Ballot/Poll process of **V. B. Industries Limited** ("the Company") in a fair and transparent manner, for the below mentioned resolution(s) as contained in the AGM Notice of 29<sup>th</sup> May 2018, results of which have been declared today i.e. on Thursday, 27<sup>th</sup> September 2018.

The management of the Company is responsible to ensure the Compliances with the requirements of Companies Act, 2013 and Rules relating to voting through electronic means and ballot papers on the resolutions contained in the AGM Notice dated 29<sup>th</sup> May 2018. My responsibility as a Scrutinizer for the voting process is restricted to make a Scrutinizers' Report of the votes cast "FOR" or "AGAINST". The Resolutions are based on the reports generated from the process of remote e-voting and ballot paper.

Further to the above, I submit my Report as under :-

1. The remote e-voting period commenced on Monday 24<sup>th</sup> September 2018 at 9.00 A.M. and concluded on Wednesday, 26<sup>th</sup> September 2018 at 5.00 P.M. The e-voting services were provided by National Securities Depository Ltd. (NSDL)
2. The Shareholders holding shares as on "cut-off date" i.e. September 20, 2018 were entitled to vote on the proposed resolutions stated in the Notice dated 29<sup>th</sup> May 2018.
3. The Result of remote e-voting/Ballot/Poll along with the list of Shareholders who voted "For" and "Against" the below Resolutions were downloaded from the e-voting website of NSDL i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com)
4. I did not receive any physical ballot from any of the Members of the Company within the time stated in the AGM Notice dated 29<sup>th</sup> May 2018 however the Poll Ballot Form which have been casted by Members at the venue of AGM, have been considered for Voting Results.

The Results of remote e-voting/Poll/Ballot are as under –



**Resolution No. 1 – Ordinary Resolution**

Adoption of audited financial statements of the Company for the financial year ended March 31, 2018 along with the reports of the Board of Directors and the Auditors thereon.

Voted **For** Resolution

Mode of Voting	Number of Members participated in the e-voting and physical ballot	No. of votes casted in favour of Resolution	% of total number of valid votes cast
E-voting	9	153361	43.82%
Physical Ballot	17	196579	56.18%
<b>Total</b>	<b>26</b>	<b>349940</b>	<b>100.00%</b>

Voted **against** of Resolution

Mode of Voting	Number of Members participated in the e-voting and physical ballot	No. of votes casted against Resolution	% of total number of valid votes cast
E-voting	0	0	00.00%
Physical Ballot	0	0	00.00%
<b>Total</b>	<b>0</b>	<b>0</b>	<b>00.00%</b>

Invalid votes

Mode of Voting	Number of Members participated in the e-voting and physical ballot	No. of votes casted by them
E-voting	Nil	Nil
Ballot at AGM	Nil	Nil
<b>Total</b>	<b>Nil</b>	<b>Nil</b>

**Resolution No. 2 – Ordinary Resolution**

Ratification of appointment of M/s. B. S. Kedia & Co., Chartered Accountants, Kolkata (FRN-317159E), as the Statutory Auditors of the Company for FY 2018-19.

Voted **For** Resolution

Mode of Voting	Number of Members participated in the e-voting and physical ballot	No. of votes casted in favour of Resolution	% of total number of valid votes cast
E-voting	9	153361	43.82%
Physical Ballot	17	196579	56.18%
<b>Total</b>	<b>26</b>	<b>349940</b>	<b>100.00%</b>

Voted **against** of Resolution



Mode of Voting	Number of Members participated in the e-voting and physical ballot	No. of votes casted against Resolution	% of total number of valid votes cast
E-voting	0	0	00.00%
Physical Ballot	0	0	00.00%
<b>Total</b>	<b>0</b>	<b>0</b>	<b>00.00%</b>

Invalid votes

Mode of Voting	Number of Members participated in the e-voting and physical ballot	No. of votes casted by them
E-voting	Nil	Nil
Ballot at AGM	Nil	Nil
<b>Total</b>	<b>Nil</b>	<b>Nil</b>

### Resolution No. 3 – Ordinary Resolution

Appointment of Mrs. Sangeeta Joshi (DIN: 08098594) as Independent Director of the Company for the term of 5 years effective from March 29, 2018.

Voted **For** Resolution

Mode of Voting	Number of Members participated in the e-voting and physical ballot	No. of votes casted in favour of Resolution	% of total number of valid votes cast
E-voting	9	153361	43.82%
Physical Ballot	17	196579	56.18%
<b>Total</b>	<b>26</b>	<b>349940</b>	<b>100.00%</b>

Voted **against** of Resolution

Mode of Voting	Number of Members participated in the e-voting and physical ballot	No. of votes casted against Resolution	% of total number of valid votes cast
E-voting	0	0	00.00%
Physical Ballot	0	0	00.00%
<b>Total</b>	<b>0</b>	<b>0</b>	<b>00.00%</b>

Invalid votes

Mode of Voting	Number of Members participated in the e-voting and physical ballot	No. of votes casted by them
E-voting	Nil	Nil
Ballot at AGM	Nil	Nil
<b>Total</b>	<b>Nil</b>	<b>Nil</b>



**G. S. Bhide & Associates**  
Company Secretary

C-103, Raj Residency I, Balitha,  
Near Patel Samaj Wadi, Vapi-396 195

Mobile : +91 98255 06553  
Email : gayatribhideandco@gmail.com

The relevant records relating to electronic voting shall remain in our safe custody until the Chairman & Managing Director considers, approves and signs the minutes of AGM Notice dated 29<sup>th</sup> May 2018. Thereafter, the same shall be handed over to the Managing Director for safe keeping.

For **G. S. BHIDE & ASSOCIATES**  
Company Secretaries

GAYATRI  
VAIBHAV  
PHATAK

Digitally signed by  
GAYATRI VAIBHAV  
PHATAK  
Date: 2018.09.28  
15:55:24 +05'30'

**GAYATRI V. PHATAK**

Proprietor

ACS No. 31886, C. P. No. 11816

Place : Vapi, Gujarat

Date : September 27, 2018