



# V.B. INDUSTRIES LIMITED

**CIN No. : L51909WB1982PLC035222**

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

October 1, 2019

**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 Limited  
7, Lyons Range  
Kolkata-700001**

**Ref: Scrip Code BSE - 539123, CSE-10032008**

**Subject: Voting Results and Scrutinizer's Report relating to the 32th Annual  
General Meeting (AGM) of the Members of the Company held on Monday,  
September 30, 2019.**

Dear Sir,

In this regard, please find enclosed the Consolidated Scrutinizer's Report along with voting results on the Resolutions passed at the 32th AGM in compliance with the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended).

We request you to take the same on record.

Thanking you,  
Your's faithfully,

**For V.B. INDUSTRIES LIMITED**

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

**Encl: As above**



**SANJAY KUMAR VYAS**

COMPANY SECRETARY IN PRACTICE

Office Address: 20 Pannalal Basak Lane, Howrah – 711204

Email : [sanjayvyas1802@gmail.com](mailto:sanjayvyas1802@gmail.com)

Phone No.: +91 9874730085

**Consolidated Scrutinizer's Report**

*[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014, (as amended)]*

To,  
The Chairman  
**M/s V B Industries Limited**  
CIN: L51909WB1982PLC035222  
9, Old China Bazar Street  
Room No. 85, 5th Floor  
Kolkata -700 001

Dear Sir,

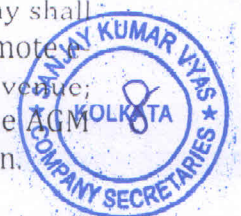
**32th Annual General Meeting (AGM) of the Equity Shareholders of V B Industries Limited held on Monday, September 30, 2019 at 02:00 P.M.**

I, Sanjay Kumar Vyas Practising Company Secretaries, had been appointed as the Scrutinizer for the purpose of scrutinizing the remote e-voting as well as e-voting conducted at the AGM venue, in a fair and transparent manner and ascertaining the results thereof, in respect of Resolutions transacted at the 32th AGM of the Members of the Company, held at "Palki", Narayanpur Main Road, Partha Nagori Bus Stop, Near Lal Kuthi, Kolkata - 700 136 on Monday, September 30, 2019 at 02:00 P.M.

Compliances of the provisions of the Companies Act, 2013 and the Rules framed there under and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to voting through electronic means (remote e-voting as well as e-voting at the AGM venue) by the Members of the Company on the Item Nos. 1 to 4 contained in the Notice dated May 29, 2019 convening the 32th AGM of the Company, are responsibility of the Management of the Company. My responsibility as Scrutinizer is to ensure that voting process, both through remote e-voting and e-voting at the AGM venue, are conducted in a fair and transparent manner and to prepare a Consolidated Scrutinizer's Report, being this Report, of the total votes cast 'in favour' and 'against', on the Resolutions transacted at the 32th AGM, based on the reports generated from e-voting system provided by the National Securities Depository Limited (NSDL) for remote e-voting as well as e-voting at the AGM venue.

I submit my report as under:

1. The Company has appointed NSDL as the agency for providing remote e-voting services to the Members of the Company to cast their votes through a secured electronic voting system on the Resolutions to be transacted at the 32th AGM.
2. As required under Rule 20(4)(iii) of the Companies (Management and Administration) Rules, 2014 (as amended), the Company has clearly stated in the Notice convening the 32th AGM dated May 29, 2019, that (a) the Company shall facilitate its Members to transact the businesses at the said meeting by remote voting; (b) the facility of e-voting shall also be made available at the AGM venue; and (c) members who have cast their vote by remote e-voting prior to the AGM may also attend the meeting but shall not be entitled to cast their vote again.





## SANJAY KUMAR VYAS

COMPANY SECRETARY IN PRACTICE

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3. The remote e-voting period commenced on Friday, September 27, 2019 (9:00 am) and ends on Sunday, September 29, 2019 (5:00 pm).
4. The Members holding shares as on the 'cut-off' date i.e., September 23, 2019 were entitled to vote, through remote e-voting as well as e-voting at the AGM venue on the proposed Resolutions for Item Nos. 1 to 4 as set out in the Notice dated May 29, 2019 convening the 32th AGM.
5. The requisite advertisement pursuant to Section 108 of the Companies Act, 2013 read with Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014 (as amended), was published in the daily Newspaper viz., the 'Financial Express' (in English language) and in the 'Sukhabar' (in Bengali language) on August 31, 2019.
6. The Company has also appointed NSDL to provide the facility of e-voting at the AGM venue, to the Members attending the meeting, but who have not cast their vote by remote e-voting system.
7. The votes cast were diligently scrutinized and authenticated based on the records maintained by the Company and M/s. ABS Consultants Pvt. Ltd, with respect to number of shares held on 'cut-off' date i.e., September 23, 2019 and authorisation lodged for the purpose.
8. Based on the details containing list of Members who have cast their votes on remote e-voting platform as downloaded from the e-voting website of NSDL ([www.evoting.nsdl.com](http://www.evoting.nsdl.com)), and the votes cast by the Members through e-voting system provided by NSDL at the AGM venue, the consolidated results on the Resolution transacted at the 32th AGM held on September 30, 2019 are given in the **Annexure** which forms part of this Report.
9. All relevant documents, records and papers relating to e-voting process shall remain in my safe custody until the Chairman considers, approves and signs the minutes of the aforesaid 32th AGM and thereafter. I shall return these documents, records and other related papers to the Company Secretary of the Company.

Your's faithfully,

*Sanjay Kumar Vyas*



**Sanjay Kumar Vyas**

Company Secretary in Practise

Membership No.: 55689

Certificate of Practice No. 21598

Kolkata, September 30, 2019.



# SANJAY KUMAR VYAS

COMPANY SECRETARY IN PRACTICE

Office Address: 20 Pannalal Basak Lane, Howrah – 711204

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## ANNEXURE

### 32th Annual General Meeting held on Monday, September 30, 2019 Consolidated Results of Votes Cast Through Remote E-Voting and E-Voting At the AGM Venue

Item No. of Notice of AGM	Subject matter of the Resolution (in Brief)		REMOTE E-VOTING		E-VOTING/Ballot AT THE AGM VENUE		TOTAL		%age of total valid votes cast
			No. of members voted	No. of valid votes cast	No. of members voted	No. of valid votes cast	No. of members voted	No. of valid votes cast	
1	2	3	4	5	6	7	8	9	10
1.	Adoption of Audited Financial Statements of the Company for the financial year ended March 31, 2019 (Ordinary Resolution)	In favour	13	212807	1	1	14	212808	1.62
		Against	1	100	0	0	1	100	0.00
2.	Appointment of M/s S. Mahato Prabir & Associates as a Statutory Auditor (Ordinary Resolution)	In favour	13	212807	1	1	14	212808	1.62
		Against	1	100	0	0	1	100	0.00
3.	Appointment of Mr. Viswa Vijayendra Prasad as an Independent Director of the Company	In favour	13	212807	1	1	14	212808	1.62
		Against	1	100	0	0	1	100	0.00
4.	Appointment of Mr. Rajesh Banga as an Independent Director of the Company	In favour	13	212807	1	1	14	212808	1.62
		Against	1	100	0	0	1	100	0.00
5.	Addendum to the object clause of Memorandum	In favour	13	212807	1	1	14	212808	1.62
		Against	1	100	0	0	1	100	0.00



*Sanjay Kumar Vyas*

**Sanjay Kumar Vyas**

Company Secretary in Practise

Membership No.: 55689

Certificate of Practice No. 21598

Kolkata, September 30, 2019.