



VANI COMMERCIALS LIMITED

Dated: September 29, 2018

The Listing Department
Bombay Stock Exchange Limited
25th Floor, P J Towers Dalal Street
Mumbai, Maharashtra- 400001

Subject: Disclosure of Voting results of AGM (Regulation 44(3) of SEBI (LODR) Regulations, 2015

Reference: Vani Commercial Limited (Scrip Code: 538918)

Dear Sir,

This is with reference to the captioned subject, Intimation and Disclosure of Voting Results along with Combined Scrutinizer report of the 31st Annual General Meeting of the Company under Regulation 44(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, is enclosed herewith.

This is for your information and record.

For Vani Commercial Limited



Namrita
Company Secretary
Membership Number: A51044

Vani Commercial Limited

Disclosure of Voting results of AGM (Regulation 44(3) of SEBI (LODR) Regulations, 2015

Date of Annual General Meeting:	September 28, 2018
Total number of shareholders as on record date i.e. September 21, 2018	1206
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	7
Public:	9
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	NA
Public:	NA

The mode of voting for all resolutions was done through remote e-voting/Physical Polling at the AGM

AGENDA-WISE DISCLOSURE:

Resolution No. 1: Approval and adoption of Audited Financial Statements and Reports thereon for the Financial Year ended 31st March, 2018 (Ordinary Resolution)

Whether the promoter/promoter group are interested in the Agenda/resolution					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of votes in favour on votes polled	% of votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-voting	235100	175700	74.73	175700	0.00	100	0.00
	Poll		59400	25.27	59400	0.00	100	0.00
	Total		235100	100.00	235100	0.00	100	0.00
Public- Institutions	E-voting	0	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Public-Non-Institutions	E-voting	3884700	827828	21.31	827828	0	100	0.00
	Poll		95304	2.45	95304	0	100	0.00
	Total		923132	23.76	923132	0	100	0.00
Total		4119800	1158232	28.11	1158232	0	100	0.00



Resolution No. 2: Re-appointment of Ms. Neha Ashish Karia (DIN: 07894660), who retires by rotation and being eligible, offers herself for Re-appointment (Ordinary Resolution)

Whether the promoter/promoter group are interested in the Agenda/resolution					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)= [(2)/(1)]*100	No. of Votes – in favour	No. of Votes – against	% of votes in favour on votes polled (6)= [(4)/(2)]*100	% of votes against on votes polled (7)= [(5)/(2)]*100
		(1)	(2)		(4)	(5)		(7)=
Promoter and Promoter Group	E-voting	235100	175700	74.73	175700	0.00	100	0.00
	Poll		59400	25.27	59400	0.00	100	0.00
	Total		235100	100.00	235100	0.00	100	0.00
Public- Institutions	E-voting	0	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Public-Non-Institutions	E-voting	3884700	827828	21.31	827828	0	100	0.00
	Poll		95304	2.45	95304	0	100	0.00
	Total		923132	23.76	923132	0	100	0.00
Total		4119800	1158232	28.11	1158232	0	100	0.00

Resolution No. 3: Appointment of Ms. Pooja Bhatia (DIN: 00188770) as Director of the Company (Ordinary Resolution)

Whether the promoter/promoter group are interested in the Agenda/resolution					Yes, Ms.Pooja Bhatia; Ms.Neelam Bhatia and Mr.Gaurav Bhatia are interested in this Resolution.			
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)= [(2)/(1)]*100	No. of Votes – In favour	No. of Votes – against	% of votes in favour on votes polled (6)= [(4)/(2)]*100	% of votes against on votes polled (7)= [(5)/(2)]*100
		(1)	(2)		(4)	(5)		(7)=
Promoter and Promoter Group	E-voting	235100	156700	66.65	156700	0.00	100	0.00
	Poll		59400	25.27	59400	0.00	100	0.00
	Total		216100	91.92	216100	0.00	100	0.00
Public- Institutions	E-voting	0	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Public-Non-Institutions	E-voting	3884700	827828	21.31	827828	0	100	0.00
	Poll		95304	2.45	95304	0	100	0.00
	Total		923132	23.76	923132	0	100	0.00
Total		4119800	1139232	27.65	1139232	0	100	0.00



B. Ekta Rani
Practicing Company Secretary

Add.: F-216, 3rd Floor, Street No. 1,
Block F, Pandav Nagar,
New Delhi-110091, India.

FORM No. MGT-13

Consolidated Scrutinizer Report

*[Pursuant to Section 108 & 109 of the Companies Act, 2013 read with rule 20(3) and 21(2) of the
Companies (Management and Administration) Rules, 2014]*

To

The Chairman,

Thirty-First (31st) Annual General Meeting of the Equity Shareholders of Vani Commercials Limited held on Friday, 28th day of September, 2018 at 10:30 A.M. held at Khushi Banquet, MP Mall, MP Block, Pitampura, New Delhi.

Sub: Consolidated Scrutinizer's Report on e-voting and physical ballot voting, pursuant to the provisions of Section 108 & 109 of the Companies Act, 2013 and Rule 20(4)(xii) & Rule 21(2) of the Companies (Management & Administration) Rules, 2014.

Dear Sir,

I, Ekta Rani, Company Secretary in Practice, appointed by the Board of Directors at their meeting held on August 30, 2018 to act as a scrutinizer of 'Vani Commercials Limited' (hereinafter referred to as 'the Company'), for the purpose of scrutinizing and submitting the report on the Voting Process taken on the resolution(s) mentioned in the notice of 31st Annual General Meeting of the Equity Shareholders of Vani Commercials Limited held on 28th day of September, 2018 at 10:30 A.M. at Khushi Banquet, MP Mall, MP Block, Pitampura, New Delhi, pursuant to the provisions of Section 108 & 109 of the Companies Act, 2013 and Rule 20(4)(xii) & Rule 21(2) of the Companies (Management & Administration) Rules, 2014.

As a Scrutinizer, I have to scrutinize the voting process as mentioned hereunder, with respect to the votes taken on the resolution(s) mentioned in the notice of 31st Annual General Meeting of the Equity Shareholders of Vani Commercials Limited:

- i. the remote e-voting process conducted other than the venue of the meeting and
- ii. the voting through physical Poll/Ballot conducted at the venue of the meeting.

Management Responsibility

The management of the Company is responsible to ensure compliance with the requirements of Companies Act, 2013 together with the rules made there under and the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice of 31st Annual General Meeting of the Equity Shareholders of Vani Commercials Limited.

Scrutinizer's Responsibility

My responsibility as a Scrutinizer for e-voting process and physical ballot voting process is restricted to making a consolidated Scrutinizer's Report of the votes cast "in favour" or "against" on the resolutions as stated in the Notice of 31st Annual General Meeting of the Equity



Shareholders of Vani Commercials Limited, based on the reports generated from the e-voting system provided by the CDSL who is engaged by the Company to provide e-voting facilities and also based on the polling papers and other documents produced to me for my verification.

I submit the consolidated report as under:

1. The Company has entered into an arrangement with CDSL duly engaged by the company to provide electronic voting facilities to all the shareholders who were eligible to participate in the remote e-voting. The Company has also provided the Ballot-voting facility at the AGM venue for all those shareholders who are present at the AGM and who are eligible to cast their vote through remote e-voting facility, but have not cast their votes by availing the remote e-voting facilities.
2. The remote e-voting facility was kept opened from Tuesday, 25th September, 2018 [9:00 A.M.] to Thursday, 27th September, 2018 [5:00 P.M.].
3. The Shareholders holding shares as on the "cut off" date i.e. as on 21st September, 2018, were entitled to vote on the proposed resolutions (Item no. 1 to 3) as set out in the Notice of the 31st Annual General Meeting of Vani Commercials Limited.
4. After the time fixed for closing of the voting through physical poll by the Chairman, One ballot/poll box kept for polling was locked in my presence with due identification marks placed by me.
5. After the Completion of the Poll, the locked ballot/poll box was subsequently opened in my presence and poll/ballot papers were diligently scrutinized. The poll/ballot papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
6. There were no poll/ballot papers, which were incomplete or which were otherwise found defective/invalid.
7. The Shareholders who had voted by way of remote e-voting, before the Annual General Meeting, their Ballot is not taken into counting.
8. Thereafter, the votes cast through physical poll/ballot were unblocked after completion of poll at the AGM in the presence of two witnesses, **Ms. Shalini** and **Mr. Radhey Shyam Pandey** who are not in the employment of the Company.
9. **I submit herewith the report on the consolidated summary of results of voting through remote e-voting and physical Poll at the AGM as furnished hereunder:**

(a) Resolution No. 1

Approval and adoption of Audited Financial Statements and reports thereon for the Financial Year ended 31st March, 2018 (Ordinary Resolution)



Mode of Voting	Total Votes Casted for the Resolution	Votes in Favour of the Resolution		Votes in against of the Resolution		Invalid Votes	No. of members who abstain from voting
		Nos.	% of total number of valid vote cast	Nos.	% of total number of valid vote cast		
Poll	154704	154704	100	0	0	0	0
E-Voting	1003528	1003528	100	0	0	0	0
Total	1158232	1158232	100	0	0	0	0

(b) Resolution No. 2

Re-appointment of Ms. Neha Ashish Karia (DIN: 07894660), Director retiring by rotation (Ordinary Resolution)

Mode of Voting	Total Votes Casted for the Resolution	Votes in Favour of the Resolution		Votes in against of the Resolution		Invalid Votes	No. of members who abstain from voting
		Nos.	% of total number of valid vote cast	Nos.	% of total number of valid vote cast		
Poll	154704	154704	100	0	0	0	0
E-Voting	1003528	1003528	100	0	0	0	0
Total	1158232	1158232	100	0	0	0	0

(c) Resolution No. 3


Appointment of Ms. Pooja Bhatia (00188770), as a Director of the Company (Ordinary Resolution)


Mode of Voting	Total Votes Casted for the Resolution	Votes in Favour of the Resolution		Votes in against of the Resolution		Invalid Votes	No. of members who abstain from voting
		Nos.	% of total number of valid vote cast	Nos.	% of total number of valid vote cast		
Poll	154704	154704	100	0	0	0	0
E-Voting	984528	984528	100	0	0	0	0
Total	1139232	1139232	100	0	0	0	0

Ms.Pooja Bhatia, Director and her relatives and member Ms.Neelam Bhatia and Mr.Gaurav Bhatia, being interested in the resolution, their vote on the said resolution is considered as invalid vote.



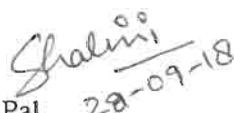
10. Sixteen (16) members were present in person and all the resolutions are passed with requisite majority.
11. A soft copy containing a list of equity shareholders who voted "For", "Against" and those whose votes were declared invalid for each resolutions is sent separately as **Annexure – A**.
12. The Poll papers, registers and other relevant records relating to e-voting will remain in my safe custody and will be handed over to the Chairman/Company Secretary for safe keeping after the Chairman approves and signs the minutes.

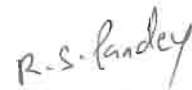

Ekta Rani
Company Secretary in Practice
M. No. : A28092
CP No. : 20902



Place: New Delhi
Date: September 28, 2018

We the undersigned have witnessed that the ballot box was opened as well as the votes cast through remote e-voting were unblocked from CDSL's e-voting website www.evotingindia.com in our presence on 28th day of September, 2018 at 1.43 P.M.

Signature: 
Name: Shalini
D/o. Nathi Ram Pal
R/o . 28A, BD Block, Shalimar
Bagh, New Delhi-110088.

Signature: 
Name: Radhey Shyam Pandey
S/o. Ramashrey Pandey
R/o . A-297, Shahbad, Dairy
Badli, New Delhi-110042.

Counter Signed by the Chairperson

Signature:
Name: Pooja Bhatia



29th September 2018