



VAIBHAV GLOBAL LIMITED

Ref: VGL/CS/2017/83

Date: 7th September, 2017

**National Stock Exchange of
India Limited**

Exchange Plaza, c-1, Block G,
Bandra Kurla Complex,
Bandra Mumbai – 400 051
Scrip Code: VAIBHAVGBL

BSE Limited

Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai – 400 001
Scrip Code: 532156

Sub: 28th Annual General Meeting (AGM) and Voting Result

The 28th Annual General Meeting of the members of Vaibhav Global Limited ('the Company') was held on Thursday, 7th September, 2017 at 10.00 AM at E-69, EPIP, Sitapura, Jaipur – 302022.

In this regard, please find enclosed the following:

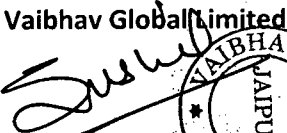
1. Brief proceedings as required under the Regulation 30, Part A of Schedule - III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations as Annexure – I
2. Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations as Annexure – II.
3. Report of Scrutinizer dated 7th September, 2017, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (4) (xii) of the Companies (Management and Administration), Rules 2014.

This is for your information and records.

Thanking you.

Yours truly,

For Vaibhav Global Limited


Sushil Sharma
Company Secretary



E-69, EPIP, Sitapura, Jaipur-302022, Rajasthan, India • Tel.: 91-141-2771948/49, Fax : 91-141-2770510

Regd. Office : K-6B, Fateh Tiba, Adarsh Nagar, Jaipur-302004, Rajasthan, India • Tel.: 91-141-2601020, Fax : 91-141-2605077
CIN : L36911RJ1989PLC004945 • E-mail : investor_relations@vaibhavglobal.com • Website : www.vaibhavglobal.com

Brief Proceedings of the 28th Annual General Meeting:

The 28th Annual General Meeting of the members of Vaibhav Global Limited ('the Company') was held on Thursday, 7th September, 2017 at 10.00 AM at E-69, EPIP, Sitapura, Jaipur – 302022.

The Company Secretary commenced the meeting by welcoming the shareholders at 28th Annual General Meeting and introduced the Directors/dignitaries sitting on the dais.

Mr. Sunil Agrawal, Chairman & Managing Director, took the chair and after ascertaining presence of requisite quorum, called the meeting in order. He gave an overview of the financial performance of the Company for the financial year ended 31st March, 2017.

With the permission of the members, the agenda, Directors report, Auditor's Report were taken as read.

It was informed the members that the Company provided remote e-voting facility to the Members of the Company in respect of business to be transacted at the Annual General Meeting. The remote e-voting was commenced on Sunday, 3rd September, 2017 at 10.00 a.m. and ended on Wednesday, 6th September, 2017 at 5.00 p.m.

He further informed that the Company has arranged for ballot voting on all the business to be transacted at the Annual General Meeting for those members who could not cast their vote by remote e-voting.

Mr. B.K. Sharma, Company Secretary in practice, was appointed as Scrutinizer for remote e-voting process and the ballot voting process. The following Resolutions were stated in the notice of 28th AGM were commended for the consideration and approval of the members:

Ordinary Business:

1. Adoption of Financial Statements
2. Re-appointment of Mrs. Sheela Agarwal as a Director liable to retire by rotation
3. To appoint Statutory Auditors and fix their remuneration

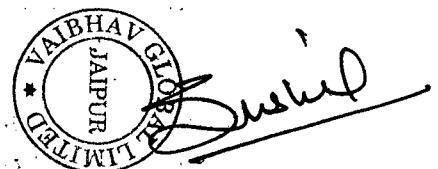
Special Business:

4. Re-appointment of Mr. Sunil Agrawal as Chairman and Managing Director of the Company
5. Appointment of Mr. James Patrick Clarke as an Independent Director of the Company
6. Appointment of Mr. Sunil Goyal as an Independent Director of the Company
7. Appointment of Dr. Purushottam Agarwal as an Independent Director of the Company
8. Re-appointment of Mr. Santiago Roces Moran as an Independent Director of the Company
9. Re-appointment of Mr. Harsh Bahadur as an Independent Director of the Company

Reply/clarifications were provided to the queries raised by the members during the meeting.

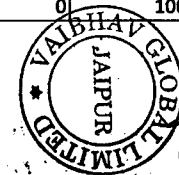
It was informed to the members that the result of voting shall be disseminated to the Stock Exchanges and also uploaded on the website of the company and Karvy Computershare Private Limited.

The Meeting was concluded at 10:35 AM with vote of thanks to the Chair and thanks to the members and others for attending the 28th Annual General Meeting.


VAIBHAV GLOBAL LIMITED
JAIPUR

VOTING RESULTS

| | | | | | | | | |
|--|--|-------------------------------|--------------------------------|---|-------------------------------------|-----------------------------------|--|--|
| Company Name | | VAIBHAV GLOBAL LIMITED | | | | | | |
| Date of the AGM/EGM | | 7th September, 2017 | | | | | | |
| Total number of shareholders on record date | | 4684 | | | | | | |
| No. of shareholders present in the meeting either in person or through proxy: | | | | | | | | |
| Promoters and Promoter Group: | | 7 | | | | | | |
| Public: | | 29 | | | | | | |
| No. of Shareholders attended the meeting through Video Conferencing | | | | | | | | |
| Promoters and Promoter Group: | | 0 | | | | | | |
| Public: | | 0 | | | | | | |
| Item No. 1 | To receive, consider and adopt the Audited Financial Statements of the Company along with Consolidated Financial Statements for the financial year ended 31st March, 2017 together with the Reports of the Board of Directors and Auditors thereon. | | | | | | | |
| Resolution required: (Ordinary/ Special) | ORDINARY | | | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | No | | | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | No. of Votes – in favour (4) | No. of Votes – against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]* 100 | % of Votes against on votes polled (7)=[(5)/(2)]* 100 |
| Promoter and Promoter Group | E-Voting | 21871983 | 21835523 | 99.8333 | 21835523 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | | |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 00 | 0 | | |
| Public- Institutions | E-Voting | 6132431 | 4781637 | 77.9729 | 4781637 | 0 | 100.0000 | 0.0000 |
| | Poll | | | | | 0 | | |
| | Postal Ballot (if applicable) | | | | | 0 | | |
| Public- Non Institutions | E-Voting | 4548629 | 90829 | 1.9968 | 90829 | 0 | 100.0000 | 0.0000 |
| | Poll | | 1 | 0.0000 | 01 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | | | | 0 | | |
| | Total | 32553043 | 26707990 | 82.0445 | 26707990 | 0 | 100.0000 | 0.0000 |




| Item No. 2 | To appoint a Director in place of Mrs. Sheela Agarwal (DIN : 00178548) who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment. | | | | | | | |
|---|--|------------------------|-------------------------|---|-------------------------------|-----------------------------|---|---|
| Resolution required: (Ordinary/ Special) | ORDINARY | | | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | No | | | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | No. of Votes -- in favour (4) | No. of Votes -- against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | 21871983 | 21835523 | 99.8333 | 21835523 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | | |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 00 | 0 | | |
| Public- Institutions | E-Voting | 6132431 | 4781637 | 77.9729 | 4781637 | 0 | 100.0000 | 0.0000 |
| | Poll | | | | | 0 | | |
| | Postal Ballot (if applicable) | | | | | 0 | | |
| Public- Non Institutions | E-Voting | 4548629 | 90829 | 1.9968 | 90829 | 0 | 100.0000 | 0.0000 |
| | Poll | | 1 | 0.0000 | 01 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | | | | 0 | | |
| Total | | 32553043 | 26707990 | 82.0445 | 26707990 | 0 | 100.0000 | 0.0000 |



[Handwritten Signature]

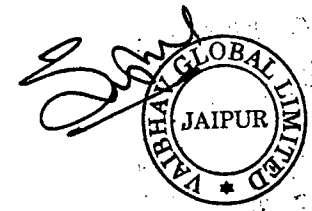
| Item No. 3 | To appoint Statutory Auditors of the Company to hold office from the conclusion of this 28th Annual General Meeting (AGM) till the conclusion of 33rd Annual General Meeting (AGM) and to fix their remuneration. | | | | | | | |
|---|---|------------------------|-------------------------|---|------------------------------|----------------------------|---|---|
| Resolution required: (Ordinary/ Special) | ORDINARY | | | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | No | | | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | No. of Votes – in favour (4) | No. of Votes – against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | 21871983 | 21835523 | 99.8333 | 21835523 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | | |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 00 | 0 | | |
| Public- Institutions | E-Voting | 6132431 | 4781637 | 77.9729 | 4781637 | 0 | 100.0000 | 0.0000 |
| | Poll | | | | | 0 | | |
| | Postal Ballot (if applicable) | | | | | 0 | | |
| Public- Non Institutions | E-Voting | 4548629 | 90829 | 1.9968 | 90829 | 0 | 100.0000 | 0.0000 |
| | Poll | | 1 | 0.0000 | 01 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | | | | 0 | | |
| | Total | 32553043 | 26707990 | 82.0445 | 26707990 | 0 | 100.0000 | 0.0000 |

Singh



TATRYA GLOBAL LIMITED
JAIPUR

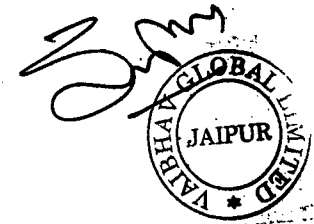
| Item No. 4 | Re-appointment of Mr. Sunil Agrawal Chairman and Managing Director of the Company. | | | | | | | |
|---|--|------------------------|-------------------------|--|------------------------------|----------------------------|--|--|
| Resolution required: (Ordinary/ Special) | SPECIAL | | | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | No | | | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | No. of Votes – in favour (4) | No. of Votes – against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | 21871983 | 21835523 | 99.8333 | 21835523 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | | |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 00 | 0 | | |
| Public- Institutions | E-Voting | 6132431 | 4781637 | 77.9729 | 4768966 | 12671 | 99.7350 | 0.2650 |
| | Poll | | | | | 0 | | |
| | Postal Ballot (if applicable) | | | | | 0 | | |
| Public- Non Institutions | E-Voting | 4548629 | 90829 | 1.9968 | 90829 | 0 | 100.0000 | 0.0000 |
| | Poll | | 1 | 0.0000 | 01 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | | | | 0 | | |
| | Total | 32553043 | 26707990 | 82.0445 | 26695319 | 12671 | 99.9526 | 0.0474 |



| Item No. 5 | Appointment of Mr. James Patrick Clarke as an Independent Director of the Company | | | | | | | |
|---|---|------------------------|-------------------------|---|------------------------------|----------------------------|---|---|
| Resolution required: (Ordinary/ Special) | ORDINARY | | | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | No | | | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | No. of Votes – in favour (4) | No. of Votes – against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | 21871983 | 21835523 | 99.8333 | 21835523 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | | |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 00 | 0 | | |
| Public- Institutions | E-Voting | 6132431 | 4781637 | 77.9729 | 4781637 | 0 | 100.0000 | 0.0000 |
| | Poll | | | | | 0 | | |
| | Postal Ballot (if applicable) | | | | | 0 | | |
| Public- Non Institutions | E-Voting | 4548629 | 90829 | 1.9968 | 90829 | 0 | 100.0000 | 0.0000 |
| | Poll | | 1 | 0.0000 | 01 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | | | | 0 | | |
| | Total | 32553043 | 26707990 | 82.0445 | 26707990 | 0 | 100.0000 | 0.0000 |



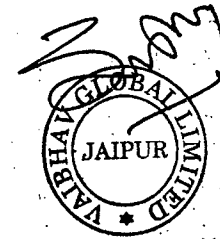
| Item No. 6 | Appointment of Mr. Sunil Goyal as an Independent Director of the Company | | | | | | | |
|---|--|------------------------|-------------------------|---|------------------------------|----------------------------|---|---|
| Resolution required: (Ordinary/ Special) | ORDINARY | | | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | No | | | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | No. of Votes – in favour (4) | No. of Votes – against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | 21871983 | 21835523 | 99.8333 | 21835523 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | | |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 00 | 0 | | |
| Public- Institutions | E-Voting | 6132431 | 4781637 | 77.9729 | 4781637 | 0 | 100.0000 | 0.0000 |
| | Poll | | | | | 0 | | |
| | Postal Ballot (if applicable) | | | | | 0 | | |
| Public- Non Institutions | E-Voting | 4548629 | 90829 | 1.9968 | 90829 | 0 | 100.0000 | 0.0000 |
| | Poll | | 1 | 0.0000 | 01 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | | | | 0 | | |
| Total | | 32553043 | 26707990 | 82.0445 | 26707990 | 0 | 100.0000 | 0.0000 |



| Item No. 7 | Appointment of Mr. Purushottam Agarwal as an Independent Director of the Company | | | | | | | |
|---|--|------------------------|-------------------------|--|------------------------------|----------------------------|--|--|
| Resolution required: (Ordinary/ Special) | ORDINARY | | | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | No | | | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | No. of Votes – in favour (4) | No. of Votes – against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | 21871983 | 21835523 | 99.8333 | 21835523 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | | |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 00 | 0 | | |
| Public- Institutions | E-Voting | 6132431 | 4781637 | 77.9729 | 4781637 | 0 | 100.0000 | 0.0000 |
| | Poll | | | | | 0 | | |
| | Postal Ballot (if applicable) | | | | | 0 | | |
| Public- Non Institutions | E-Voting | 4548629 | 90829 | 1.9968 | 90829 | 0 | 100.0000 | 0.0000 |
| | Poll | | 1 | 0.0000 | 01 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | | | | 0 | | |
| Total | | 32553043 | 26707990 | 82.0445 | 26707990 | 0 | 100.0000 | 0.0000 |



| Item No. 8 | Re-Appointment of Mr. Santiago Roces Moran as an Independent Director | | | | | | | |
|---|---|------------------------|-------------------------|--|------------------------------|----------------------------|--|--|
| Resolution required: (Ordinary/ Special) | SPECIAL | | | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | No | | | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | No. of Votes – in favour (4) | No. of Votes – against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | 21871983 | 21835523 | 99.8333 | 21835523 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | | |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 00 | 0 | | |
| Public- Institutions | E-Voting | 6132431 | 4781637 | 77.9729 | 4781637 | 0 | 100.0000 | 0.0000 |
| | Poll | | | | | 0 | | |
| | Postal Ballot (if applicable) | | | | | 0 | | |
| Public- Non Institutions | E-Voting | 4548629 | 90829 | 1.9968 | 90829 | 0 | 100.0000 | 0.0000 |
| | Poll | | 1 | 0.0000 | 01 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | | | | 0 | | |
| Total | | 32553043 | 26707990 | 82.0445 | 26707990 | 0 | 100.0000 | 0.0000 |



| Item No. 9 | Re-Appointment of Mr. Harsh Bahadur as an Independent Director | | | | | | | |
|---|--|-----------------|-------------------------|--|------------------------------|----------------------------|--|--|
| Resolution required: (Ordinary/ Special) | SPECIAL | | | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | No | | | | | | | |
| Category | Mode of Voting | | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | No. of Votes – in favour (4) | No. of Votes – against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | 21871983 | 21835523 | 99.8333 | 21835523 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | | |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 00 | 0 | | |
| Public- Institutions | E-Voting | 6132431 | 4781637 | 77.9729 | 4768966 | 12671 | 99.7350 | 0.2650 |
| | Poll | | | | | 0 | | |
| | Postal Ballot (if applicable) | | | | | 0 | | |
| Public- Non Institutions | E-Voting | 4548629 | 90829 | 1.9968 | 90829 | 0 | 100.0000 | 0.0000 |
| | Poll | | 1 | 0.0000 | 01 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | | | | 0 | | |
| Total | | 32553043 | 26707990 | 82.0445 | 26695319 | 12671 | 99.9526 | 0.0474 |





Report of Scrutinizer

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

To

The Chairman,

28th Annual General Meeting of the Equity Shareholders of Vaibhav Global Limited held on Thursday, 7th September, 2017 at 10.00 AM at E-69 EPIP, Sitapura, Jaipur-302 022 and concluded at 10.35 AM.

Dear Sir,

I, B. K. Sharma, Proprietor of M/s. B K Sharma & Associates, Company Secretaries, having its registered office at AB-162, Vivekanand Marg, Nirman Nagar, Ajmer Road, Jaipur - 302019, was appointed as Scrutinizer for the purpose of Remote e-voting and the poll taken on the below mentioned resolution(s) at the 28th Annual General Meeting of the Equity Shareholders of Vaibhav Global Limited, held on Thursday, the 7th September, 2017 at 10:00A.M., at E-69, EPIP, Sitapura, Jaipur-302022, submit my Report as under:

1. The Remote E-voting remained open from 3rd September, 2017 at 10.00 AM to 6th September, 2017 at 05.00 PM.
2. The Shareholders holding shares as on the "cut off" date i.e. Thursday, 31st August, 2017, were entitled to vote on the proposed resolutions (item no. 1 to 9 as set out in the Notice dated 15th May, 2017 convening the 28th Annual General Meeting of Vaibhav Global Limited).
3. The details of the Members, who have cast votes through remote-evoting, were downloaded from the e-voting website of the Karvy Computershare Private Limited (Karvy) <https://evoting.karvy.com>.
4. After the time fixed for closing of the poll by the Chairman, ONE ballot box kept for polling was locked in our presence with due identification marks placed by us.
5. The locked ballot box was subsequently opened in my presence and poll paper was diligently scrutinized. The poll paper was reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.





6. We did not find any poll paper invalid.
7. The Remote E-voting was unblocked on Thursday the 7th September, 2017 at 10.43 A.M. in the presence of two witnesses, Mr. Rishabh Saini, B-18, Sector-9, Pratap Nagar, Jaipur and Ms. Neha Chachan, Near Jaipur Hospital, Mahaveer Nagar, Tonk Road, Jaipur, (who are not in the employment of the Company). They have signed below in confirmation of the votes being unblocked in their presence.

Name: Rishabh Saini

Name: Neha Chachan

8. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the Remote E-voting website of Karvy Computershare Private Limited i.e. <https://evoting.karvy.com>.
9. The overall result of Remote E-voting and Poll at AGM is as under :
- a) **Resolution 1: To receive, consider and adopt the Audited Financial Statements of the Company along with Consolidated Financial Statements for the year ended 31st March, 2017 together with the Reports of the Board of Directors and Auditors thereon.**

(i) **Voted in favour of resolution:**

| Mode of Polling | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-------------------------|------------------------------|---------------------------------------|
| Remote E-voting | 68 | 26707989 | 100.00 |
| Ballot at AGM | 1 | 1 | 0.00 |
| Total | 69 | 26707990 | 100.00 |





(ii) Voted against the resolution:

| Mode of Polling | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-------------------------|------------------------------|---------------------------------------|
| Remote E-voting | - | - | - |
| Ballot at AGM | - | - | - |
| Total | - | - | - |

(iii) Invalid/Abstained votes:

| Mode of Polling | Total numbers of members whose votes were declared invalid | Total number of votes cast by them |
|-----------------|--|------------------------------------|
| Remote E-voting | 1 | 20 |
| Ballot at AGM | 0 | 0 |
| Total | 1 | 20 |

b) Resolution 2- To re-appoint Mrs. Sheila Agarwal (DIN : 00178548) who retires by rotation at this Annual General Meeting and being eligible, offers himself for reappointment.

(i) Voted in favour of resolution:

| Mode of Polling | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-------------------------|------------------------------|---------------------------------------|
| Remote E-voting | 68 | 26707989 | 100.00 |
| Ballot at AGM | 1 | 1 | 0.00 |
| Total | 69 | 26707990 | 100.00 |





(ii) Voted against the resolution:

| Mode of Polling | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-------------------------|------------------------------|---------------------------------------|
| Remote E-voting | - | - | - |
| Ballot at AGM | - | - | - |
| Total | - | - | - |

(iii) Invalid/Abstained votes:

| Mode of Polling | Total numbers of members whose votes were declared invalid | Total number of votes cast by them |
|-----------------|--|------------------------------------|
| Remote E-voting | 1 | 20 |
| Ballot at AGM | 0 | 0 |
| Total | 1 | 20 |

c) Resolution 3- To appoint M/s B S R & Co. LLP as Statutory Auditors of the Company to hold office from the conclusion of this 28th Annual General Meeting (AGM) till the conclusion of 33rd Annual General Meeting (AGM) and to fix their remuneration.

(i) Voted in favour of resolution:

| Mode of Polling | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-------------------------|------------------------------|---------------------------------------|
| Remote E-voting | 68 | 26707989 | 100.00 |
| Ballot at AGM | 1 | 1 | 0.00 |
| Total | 69 | 26707990 | 100.00 |





(ii) **Voted against the resolution:**

| Mode of Polling | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-------------------------|------------------------------|---------------------------------------|
| Remote E-voting | - | - | - |
| Ballot at AGM | - | - | - |
| Total | - | - | - |

(iii) **Invalid/Abstained votes:**

| Mode of Polling | Number of members voted | Total number of votes cast by them |
|-----------------|-------------------------|------------------------------------|
| Remote E-voting | 1 | 20 |
| Ballot at AGM | 0 | 0 |
| Total | 1 | 20 |

d) **Resolution 4- Re-appointment of Mr. Sunil Agrawal Chairman and Managing Director of the Company.**

(i) **Voted in favour of resolution:**

| Mode of Polling | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-------------------------|------------------------------|---------------------------------------|
| Remote E-voting | 64 | 26695318 | 99.95 |
| Ballot at AGM | 1 | 1 | 0.00 |
| Total | 65 | 26695319 | 99.95 |





B K Sharma & Associates
Company Secretaries

(ii) Voted against the resolution:

| Mode of Polling | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-------------------------|------------------------------|---------------------------------------|
| Remote E-voting | 4 | 12671 | 0.05 |
| Ballot at AGM | - | - | - |
| Total | 4 | 12671 | 0.05 |

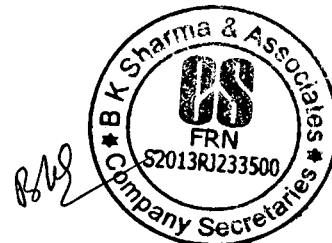
(iii) Invalid/Abstained votes:

| Mode of Polling | Total numbers of members whose votes were declared invalid | Total number of votes cast by them |
|-----------------|--|------------------------------------|
| Remote E-voting | 1 | 20 |
| Ballot at AGM | 0 | 0 |
| Total | 1 | 20 |

e) Resolution 5 - Appointment of Mr. James Patrick Clarke as an Independent Director of the Company

(i) Voted in favour of resolution:

| Mode of Polling | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-------------------------|------------------------------|---------------------------------------|
| Remote E-voting | 68 | 26707989 | 100.00 |
| Ballot at AGM | 1 | 1 | 0.00 |
| Total | 69 | 26707990 | 100.00 |





(ii) **Voted against the resolution:**

| Mode of Polling | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-------------------------|------------------------------|---------------------------------------|
| Remote E-voting | - | - | - |
| Ballot at AGM | - | - | - |
| Total | - | - | - |

(iii) **Invalid/Abstained votes:**

| Mode of Polling | Total numbers of members whose votes were declared invalid | Total number of votes cast by them |
|-----------------|--|------------------------------------|
| Remote E-voting | 1 | 20 |
| Ballot at AGM | 0 | 0 |
| Total | 1 | 20 |

f) **Resolution 6 - Appointment of Mr. Sunil Goyal as an Independent Director of the Company**

(i) **Voted in favour of resolution:**

| Mode of Polling | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-------------------------|------------------------------|---------------------------------------|
| Remote E-voting | 68 | 26707989 | 100.00 |
| Ballot at AGM | 1 | 1 | 0.00 |
| Total | 69 | 26707990 | 100.00 |





(ii) **Voted against the resolution:**

| Mode of Polling | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-------------------------|------------------------------|---------------------------------------|
| Remote E-voting | - | - | - |
| Ballot at AGM | - | - | - |
| Total | - | - | - |

(iii) **Invalid/Abstained votes:**

| Mode of Polling | Total numbers of members whose votes were declared invalid | Total number of votes cast by them |
|-----------------|--|------------------------------------|
| Remote E-voting | 1 | 20 |
| Ballot at AGM | 0 | 0 |
| Total | 1 | 20 |

g) Resolution 7 - Appointment of Mr. Purushottam Agarwal as an Independent Director of the Company

(i) **Voted in favour of resolution:**

| Mode of Polling | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-------------------------|------------------------------|---------------------------------------|
| Remote E-voting | 68 | 26707989 | 100.00 |
| Ballot at AGM | 1 | 1 | 0.00 |
| Total | 69 | 26707990 | 100.00 |





B K Sharma & Associates
Company Secretaries

(ii) **Voted against the resolution:**

| Mode of Polling | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-------------------------|------------------------------|---------------------------------------|
| Remote E-voting | - | - | - |
| Ballot at AGM | - | - | - |
| Total | - | - | - |

(iii) **Invalid/Abstained votes:**

| Mode of Polling | Total numbers of members whose votes were declared invalid | Total number of votes cast by them |
|-----------------|--|------------------------------------|
| Remote E-voting | 1 | 20 |
| Ballot at AGM | 0 | 0 |
| Total | 1 | 20 |

h) Resolution 8- Re-Appointment of Mr. Santiago Roces Moran as an Independent Director.

(i) **Voted in favour of resolution:**

| Mode of Polling | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-------------------------|------------------------------|---------------------------------------|
| Remote E-voting | 68 | 26707989 | 100.00 |
| Ballot at AGM | 1 | 1 | 0.00 |
| Total | 69 | 26707990 | 100.00 |





(ii) Voted against the resolution:

| Mode of Polling | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-------------------------|------------------------------|---------------------------------------|
| Remote E-voting | - | - | - |
| Ballot at AGM | - | - | - |
| Total | - | - | - |

(iii) Invalid/Abstained votes:

| Mode of Polling | Total numbers of members whose votes were declared invalid | Total number of votes cast by them |
|-----------------|--|------------------------------------|
| Remote E-voting | 1 | 20 |
| Ballot at AGM | 0 | 0 |
| Total | 1 | 20 |

i) Resolution 9 – Re-Appointment of Mr. Harsh Bahadur as an Independent Director

(i) Voted in favour of resolution:

| Mode of Polling | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-------------------------|------------------------------|---------------------------------------|
| Remote E-voting | 64 | 26695318 | 99.95 |
| Ballot at AGM | 1 | 1 | 0.00 |
| Total | 65 | 26695319 | 99.95 |





B K Sharma & Associates

Company Secretaries

(ii) Voted against the resolution:

| Mode of Polling | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-------------------------|------------------------------|---------------------------------------|
| Remote E-voting | 4 | 12671 | 0.05 |
| Ballot at AGM | - | - | - |
| Total | 4 | 12671 | 0.05 |

(iii) Invalid/Abstained votes:

| Mode of Polling | Total numbers of members whose votes were declared invalid | Total number of votes cast by them |
|-----------------|--|------------------------------------|
| Remote E-voting | 1 | 20 |
| Ballot at AGM | 0 | 0 |
| Total | 1 | 20 |

10. The Register, all the poll papers and relevant records relating to electronic voting and Poll at AGM were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.

Thanking you.

For **B K Sharma & Associates**
Company Secretaries
FRN: S2013RJ233500

[B K SHARMA]
Proprietor
CP. NO- 12636
M. No.: F6206



For **Vishay Global Limited**

Chairman & Managing Director

Place: Jaipur
Dated: 7th September, 2017