



VIPPY SPINPRO LTD.

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VSL/2022-23/175

04th May, 2022

To,
Department of Corporate Services,
BSE Limited,
25th Floor, P.J. Towers,
Dalal Street, Mumbai-400001 IN

Subject: Disclosure of Voting Results under Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015

Scrip Code: 514302

Dear Sir/Madam,

This is with reference to 01st Extra-Ordinary General Meeting for the Financial Year 2022-23 of the Company held on Monday, 02nd day of May, 2022 at 11.30 A.M., The details regarding the voting results in the specified format as per the regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, along with the report of the Scrutinizer is annexed herewith.

Kindly acknowledge the receipt and take it on your record.

Thanking you

Yours Faithfully
For **Vippy Spinpro Limited**


Ayushi Solanki
CS & Compliance Officer



Encl: a/a



SHILPESH DALAL & CO.

PRACTISING COMPANY SECRETARY

219, D.M. Tower, 21/1, Dr. R.S. Bhandari Marg,

Janjeer Wala Square, Indore (M.P.) -452 003

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Report of Scrutinizer on E-voting

[Pursuant to rule section 108 of the Companies Act, 2013 and rule 20
of the Companies (Management and Administration) Rules, 2014 as amended]

To,
The Chairman
Vippy Spinpro Limited
CIN: L01710MP1992PLC007043
414, City Centre,
570, M.G. Road,
Indore-452001, M.P.

Sub: Consolidated Scrutinizer's Report on e-voting Process (Remote e-voting and e-voting) during the 01st Extra-Ordinary General Meeting of Members for the financial year 2022-2023 of the company held on May 02, 2022 through Video Conferencing.

Dear Sir,

I, Shilpesh Dalal, Practicing Company Secretary, 219, D.M. Tower, 21/1, Dr. R.S. Bhandari Marg, Janjeerwala Square Indore, was appointed as Scrutinizer to scrutinize the remote e-voting and e-voting during the 01st Extra-ordinary General Meeting ('EGM') of Vippy Spinpro Limited ('the Company') for the financial year 2022-23, carried out pursuant to Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, as amended, and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, on the resolutions contained in the Notice calling the 1st Extra Ordinary General Meeting of Members of the Company for the financial year 2022-23 held on Monday, May 02, 2022 at 11:30 A.M. (IST) through Video Conferencing/ Other Audio Visual Means, in a fair and transparent manner.

As per Ministry of Corporate Affairs General Circular No. 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 5, 2020 and General Circular No. 02/2021 dated 13th January, 2021 (hereinafter collectively called as MCA Circulars), the Company held the 01st EGM of the members of the company for the financial year 2022-23 through VC/OAVC, without the physical presence of Members at a Common venue.



I submit my report as under:

1. In compliance with MCA Circulars and SEBI Circular SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020 and 15th January, 2021, Notice of the 01st EGM for the financial year 2022-23 has been sent by the Company only through electronic mode to those Members whose e-mail address were registered with the Depository/the Company's Registrar & Transfer Agent –Ankit Consultancy Pvt. Ltd. ("Ankit"). The Company had completed their dispatch on April 08, 2022.
2. The cutoff date for e-voting was Monday 25th April, 2022. Only those Members, whose names appeared in the Register of Members/List of Beneficial Owners as on the Cut-off date were entitled to vote (through remote e-voting & e-voting during the EGM) on the resolutions contained in the Notice of the Extra Ordinary General of meeting and their voting rights were in proportion to their share in the paid-up equity share capital of the Company as on the Cut-off date.
3. The total paid-up equity share capital of the Company as on the Cut-off date was Rs.5,87,00,000/- divided into 58,70,000 equity shares of Rs.10each, fully paid-up
4. The Company had engaged the services of National Security Depository Limited (NSDL) as the Agency to provide facility for remote e-voting and e-voting during the EGM.
5. The remote e-voting commenced at 09.00 a.m. (IST) on Friday, 29th April, 2022 and ended at at 5.00 p.m. (IST) on Sunday, 01st May, 2022.
6. Members who were present in the EGM through VC/OAVM and have not casted their vote through remote e-voting were allowed to vote through e-voting during the EGM.
7. After the conclusion of e-voting in the EGM, the votes cast through remote e-voting and e-voting during the EGM were unblocked in the presence of Ms. MarviBudhwani and Mr. RakeshVishwkarma, who were not the employees of the Company, and who have signed below as witnesses:

Name: MarviBudhwani
Address: D.M. Tower, Indore

Name: RakeshVishwkarma
Address: D.M. Tower, Indore

8. I hereby submit a consolidated scrutinizer's report pursuant to rule 20 (4) (xii) on the resolutions contained in the Notice of the Extra Ordinary General Meeting

51(Fifty one) Members were present at the EGM through VC as per the Attendance Report generated through NSDL Portal and 59(Fifty Nine) Share Holders participated in e-voting, holding total 39,20,088 (Thirty Nine Lacs Twenty Thousand and Eighty Eight) Shares.



The result of E-Voting is as under:

Item No. 1 – Special Resolution

Re-appointment of Shri Mangalore Maruthi Rao (DIN-00775060), as a Whole Time Director of the company for a period of two (2) years w.e.f 28th October, 2022.

(I) Voted in favour of resolution:

Number of Members Voted	Number of votes cast by them (Shares)	% of total number of valid votes cast
59	39,20,088	100%

(II) Voted against the resolution:

Number of Members Voted)	Number of votes cast by them (Shares)	% of total number of valid votes cast
NIL	NIL	NIL

(III) Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them (Shares)
NIL	NIL

Item No. 2 – Special Resolution

Appointment of Shri Manish Jhanwar (DIN-05312225), as Independent Director of the Company to hold office for 5 consecutive years w.e.f 02nd May, 2022.

(I) Voted in favour of resolution:

Number of Members Voted	Number of votes cast by them (Shares)	% of total number of valid votes cast
59	39,20,088	100%



(II) Voted against the resolution:

Number of Members Voted)	Number of votes cast by them (Shares)	% of total number of valid votes cast
NIL	NIL	NIL

(III) Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them (Shares)
NIL	NIL

Item No. 3 – Special Resolution

Alteration of Memorandum of Association by amending the Clause III (B) by substituting the Clause No. 19 in Memorandum of Association of the Company.

(I) Voted in favour of resolution:

Number of Members Voted	Number of votes cast by them (Shares)	% of total number of valid votes cast
59	39,20,088	100%

(II) Voted against the resolution:

Number of Members Voted)	Number of votes cast by them (Shares)	% of total number of valid votes cast
NIL	NIL	NIL

(III) Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them (Shares)
NIL	NIL



Item No. 4 – Special Resolution

Alteration of Article of Association of the company by substitution of clause 72 of Articles of Associations of the Company.

(I) Voted in favour of resolution:

Number of Members Voted	Number of votes cast by them (Shares)	% of total number of valid votes cast
59	39,20,088	100%

(II) Voted against the resolution:

Number of Members Voted)	Number of votes cast by them (Shares)	% of total number of valid votes cast
NIL	NIL	NIL

(III) Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them (Shares)
NIL	NIL

It is clear from the above voting details that the Resolutions have been passed with the requisite majority. Based on this report, the Company may declare the results of the EGM.



All the relevant records of Voting is under my safe custody until the Chairman considers, approves and signs the Minutes of the Extra Ordinary General Meeting and the same shall be handed over thereafter to the Chairman or the Company Secretary for safe keeping

Thanking you,
Yours faithfully,

Shilpesh Dalal



Shilpesh Dalal
Practicing Company Secretary
FCS: 5316, CP: 4235
UDIN: F005316D000257678
Indore
Date: 02/05/2022

Pragati



To be counter signed by the Chairman
Date: 04.05.2022
Venue: Dewas

DETAILS OF SHARE AND VOTING RESULTS:

Date of the EGM	02 nd May, 2022
Total number of shareholders on record date	8253 Shareholders as on 25 th April, 2022
No. of shareholders present in the meeting either in person or through proxy:	N.A.
Promoters and Promoter Group:	N.A.
Public:	N.A.
No. of Shareholders attended the meeting through Video Conferencing	Total 51 Shareholders (through Video Conferencing) No Proxy
Promoters and Promoter Group:	12
Public	39

Request



Agenda- wise disclosure:

ITEM NO.1: REAPPOINTMENT OF SHRI MANGALORE MARUTHI RAO (DIN: 00775060) AS WHOLE TIME DIRECTOR:-

Resolution required: (Ordinary/ Special)				Special (Special Business)				
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	3908181	3908181	0	3908181	0	100%	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		3908181	3908181	0	3908181	0	100%
Public Institutions	E-Voting	3800	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		3800	0	0	0	0	0
Public Non Institutions	E-Voting	1958019	11907	0	11907	0	100%	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1958019	11907	0	11907	0	100%
Total		5870000	3920088	0	3920088	0	100%	0



ITEM NO.2: APPOINTMENT OF SHRI MANISH JHANWAR (DIN: 05312225) AS AN INDEPENDENT DIRECTOR:-

Resolution required: (Ordinary/ Special)				Special (Special Business)				
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	3908181	3908181	0	3908181	0	100%	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		3908181	3908181	0	3908181	0	100%
Public Institutions	E-Voting	3800	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		3800	0	0	0	0	0
Public Non Institutions	E-Voting	1958019	11907	0	11907	0	100%	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1958019	11907	0	11907	0	100%
Total		5870000	3920088	0	3920088	0	100%	0

Request



ITEM NO.3: ALTERATION IN CLAUSE 19 OF MEMORANDUM OF ASSOCIATION OF THE COMPANY:-

Resolution required: (Ordinary/ Special)				Special (Special Business)				
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	3908181	3908181	0	3908181	0	100%	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		3908181	3908181	0	3908181	0	100%
Public Institutions	E-Voting	3800	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		3800	0	0	0	0	0
Public Non Institutions	E-Voting	1958019	11907	0	11907	0	100%	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1958019	11907	0	11907	0	100%
Total		5870000	3920088	0	3920088	0	100%	0

Reyush



ITEM NO.4: ALTERATION OF CLAUSE 72 OF MEMORANDUM OF ASSOCIATION OF THE COMPANY:-

Resolution required: (Ordinary/ Special)				Special (Special Business)				
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	3908181	3908181	0	3908181	0	100%	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		3908181	3908181	0	3908181	0	100%
Public institutions	E-Voting	3800	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		3800	0	0	0	0	0
Public Non Institutions	E-Voting	1958019	11907	0	11907	0	100%	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1958019	11907	0	11907	0	100%
Total		5870000	3920088	0	3920088	0	100%	0

Date: 04.05.2022

Place: Dewas

Chairman

