

28th September, 2018

To,
The Manager – DCS
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400 001

Dear Sir.

Ref.

: Scrip Code: 530627

Sub.

Disclosure under Regulations 30 and 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for46th Annual General Meeting of the Company held on

Thursday, the 27th day of September, 2018

Pursuant to the Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby furnish the proceedings of the 46thAnnual General Meeting of the Company held on Thursday, 27th September, 2018 at 4.00 p.m. at Svenska Design Hotel, Off Link Road, Next to Laxmi Industrial Estate, Sab TV Road, Andheri (West), Mumbai - 400053.

Pursuant to the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and the Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company provided remote e-voting facility to its members to vote on the matters to be transacted at the 46th Annual General Meeting. Further, to facilitate the voting at Annual General Meeting to the members present thereat and who did not cast their vote earlier through remote e-voting, the Company provided polling papers to enable them to vote in respect of items of business as set out in the Notice of 46th Annual General Meeting. CS Manish Baldeva, Proprietor of M/s. M Baldeva Associates, Company Secretaries, Thane was appointed as Scrutinizer for the remote E-voting process and conducting the Poll by way of Polling Papers.

The result of e-voting on each resolution was determined considering the aggregate of votes cast by the members on each resolution, both through e-voting as well as poll on which Scrutinizer issued Consolidated Scrutinizer's Report.

The Annual General Meeting was attended by requisite quorum and following businesses were transacted:





ITEM NO. 1: ADOPTION OF ACCOUNTS

The members of the Company received, considered and adopted the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended 31st March, 2018 together with the Reports of the Board of Directors and Auditors thereon by passing Ordinary Resolutions unanimously.

ITEM NO. 2: DECLARATION OF DIVIDEND

The members approved the payment of dividend @ Re. 0.80/- per Equity Share, being 8% of the paid-up Equity Share Capital of the Company for the year ended 31st March, 2018 by passing Ordinary Resolution unanimously.

ITEM NO. 3: RE-APPOINTMENT OF MR. VIPUL P. SHAH

The members re-appointed Mr. Vipul P. Shah (DIN:00181636), Director of the Company, who retired by rotation and being eligible offered himself for re-appointment, as a Director of the Company, who shall be liable to retire by rotation, by passing Ordinary Resolution unanimously.

ITEM NO. 4: REVISION IN REMUNERATION PAYABLE TO MR. VIPUL P. SHAH, MANAGING DIRECTOR OF THE COMPANY W.E.F. 15T JULY, 2018

The members approved the revision in remuneration payable to Mr. Vipul P. Shah, Managing Director of the Company w.e.f. 1st July, 2018 for the remaining period of his tenure by passing Special Resolution unanimously.

ITEM NO. 5: APPROVAL TO TAKE OFFICE PREMISES ON LEASE FROM MR. VIPUL P. SHAH, MANAGING DIRECTOR OF THE COMPANY

The members approved the proposal to take the office premises situated at 2nd Floor, Rishabh Tower, Main J. P. Road, Next to Andheri Sports Complex, Andheri (West), Mumbai 400 053 on lease from Mr. Vipul P. Shah, Managing Director of the Company by passing Special Resolution unanimously.

ITEM NO. 6: APPROVAL FOR RELATED PARTY TRANSACTIONS UNDER SECTION 188(1) OF THE COMPANIES ACT, 2013

The members approved the proposal to renew agreements for purchase/ sale of goods and providing / availing services with M/s. Amar Trading Corporation, M/s. Efferchem Private Limited, M/s. Jayshree Chemicals and M/s. Standardcon Pvt. Ltd., entities in which Directors of the Company are interested by passing Special Resolution unanimously.



ITEM NO. 7: RE-APPOINTMENT OF DR. SHIV NATH SAHAI AS THE WHOLE-TIME DIRECTOR OF THE COMPANY

The members approved the re-appointment of Dr. Shiv NathSahai (DIN: 00332652) as Whole-Time Director (designated as Whole-Time Director and CFO) of the Company for a further period of one year w.e.f. 1st October, 2018 to 30th September, 2019 by passing Special Resolution unanimously.

ITEM NO. 8: RE-APPOINTMENT OF MR. PRASANNAKUMAR B. GAWDE AS INDEPENDENT DIRECTOR OF THE COMPANY

The members approved the re-appointment of Mr. Prasannakumar B. Gawde (DIN: 01456510) as the Independent Director of the Company for another term of five consecutive years from 1st April, 2019 to 31st March, 2024 by passing Special Resolution unanimously.

ITEM NO. 9: RE-APPOINTMENT OF MR. JAGDEEP Y. MEHTA AS INDEPENDENT DIRECTOR OF THE COMPANY

The members approved the re-appointment of Mr. Jagdeep Y. Mehta (DIN: 00332523) as the Independent Director of the Company for another term of five consecutive years from 1st April, 2019 to 31st March, 2024 by passing Special Resolution unanimously.

ITEM NO. 10: RE-APPOINTMENT OF MRS. TRUPTI H. SHAH AS INDEPENDENT DIRECTOR OF THE COMPANY

The members approved the re-appointment of Mrs. Trupti H. Shah (DIN: 06884295) as the Independent Director of the Company for another term of five consecutive years from 1st June, 2019 to 31st May, 2024 by passing Special Resolution unanimously.

ITEM NO. 11: INCREASE IN THE BORROWING POWERS OF THE COMPANY

The members authorized the Board of Directors of the Company to borrow money together with money already borrowed at any time upto a limit of Rs. 100 Crores (Rupees One Hundred Crores only) under Section 180(1)(c)of the Companies Act, 2013 by passing Special Resolution unanimously.

ITEM NO. 12: AUTHORITY TO CREATE MORTGAGES/CHARGERS/ HYPOTHECATION ON THE ASSETS OF THE COMPANY

The members authorized the Board of Directors of the Company to create mortgages/ charges/ hypothecation on all or any of the immovable and/or movable assets of the Company, both present and future upto the limit as approved under section 180(1)(c) of the Companies Act, 2013by passing Special Resolution unanimously.

The copy of the Consolidated Scrutinizers' Report and Voting Results are enclosed herewith for your reference.



Kindly take the same on your record.

Thanking you,

Yours faithfully,

For Vipul Organics Limited

Rishika Puri

Company Secretary & Compliance Officer

Membership No.: A49818

Cc:

Ahmedabad Stock Exchange Ltd., Kamdhenu Complex, Opp. Sahajanand College, Panjrapole, Ahmedabad Gujarat – 380 015

Encl.: As above

Date of the AGM	27.09.2018
Total number of shareholders on record date	2598
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public	None None
Mode of voting	Remote e-voting and through poll papers at the Annual General Meeting



Resolution No. 1:

Resolution R	equired:		 Ordinary Resolutions for adoption of (a) Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2018 together with Reports of the Board of Directors and of the Auditors' thereon; and (b) Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2018 together with Report of the Auditors' thereon. 						
Whether group are agenda / res	intereste	r/promoter d in the	No		Je			×	
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	
Promoter and Promoter	E- Voting			4.5	120		(1	-	
	Poll	4210100	2826950	67.1469	2826950	0	100.0000	0.0000	
group	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total	4210100	2826950	67.1469	2826950	0	100.0000	0.0000	
Public- Institutions	E- Voting		0	0	0	0	0	0	
ĺ	Poll	116850	0	0	0	0	0	0	
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total	116850	0	0	0	0	0	0	
Public- Non Institutions	E- Voting		760691	22.3894	760691	0	100.0000	0.0000	
	Poll	3397550	17800	0.5239	17800	0	100.0000	0.0000	
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total	3397550	778491	22.9133	778491	0	100.0000	0.0000	
Total		772450D	3605441	46.6754	3605441	0	100.0000	0.0000	



Resolution No.2:

Resolution R	equired:			esolution for a			d on Equity S	Shares for			
Whether p group are in / resolution?	terested in	promoter the agenda	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			
Promoter	E-Voting					- 5		•			
and Promoter group	Poli	4210100	2826950	67.1469	2826950	0	100.0000	0.0000			
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.			
	Total	4210100	2826950	67.1469	2826950	0	100.0000	0.0000			
Public-	E-Voting		0	0	0	0	0	0			
Institutions	Poll	116850	0	0	0	0	0	0			
	Postal Ballot	110830	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.			
	Total	116850	0	0	0	0	0	0			
Public- Non	E-Voting		760691	22.3894	760691	0	100.0000	0.0000			
Institutions	Poll	3397550	17715	0.5214	17715	0	100.0000	0.0000			
	Postal Ballot	3347330	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.			
	Total	3397550	778406	22.9108	778406	0	100.0000	0.0000			
Total		7724500	3605356	46.6743	3605356	0	100.0000	0.0000			



Resolution No.3:

Resolution R	equired:		Vipul P. Sh	Resolution for Jah, Director (E ble, offered hin	IN: 001816	36), who i	etires by rot	
Whether pr group are agenda / res	intereste		Yes					
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
Promoter and	E- Voting		4	(4)	84	32	-	2
Promoter group	Pall	4210100	2826950	67.1469	2826950	0	100.0000	0.0000
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	4210100	2826950	67.1469	2826950	0	100.0000	0.0000
Public- Institutions	E- Voting		0	0	0	0	0	0
	Poll	116850	0	0	0	0	0	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	116850	0	0	0	0	0	0
Public- Non Institutions	E- Voting		760691	22.3894	760691	0	100.0000	0.0000
	Poll	3397550	17715	0.5214	17715	0	100.0000	0.0000
	Postal Ballot	- Trans-SAT-66-54-7	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	3397550	778406	22.9108	778406	0	100.0000	0.0000
Total		7724500	3605356	46.6743	3605356	0	100.0000	0.0000



Resolution No.4:

Resolution R	equired:			solution for rev Director of the				l P. Shah,
Whether pr group are agenda / res	intereste		Yes					
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
Promoter and	E- Voting	la sama mana	26	8	4.	15		3/
Promoter group	Poll	4210100	2826950	67.1469	2826950	0	100.0000	0.0000
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	4210100	2826950	67.1469	2826950	0	100.0000	0.0000
Public- Institutions	E- Voting		0	0	0	0	0	0
	Poll	116850	0	0	0	0	0	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	116850	0	0	0	0	0	0
Public- Non Institutions	E- Voting		760691	22.3894	760691	o	100.0000	0.0000
	Poll	3397550	17715	0.5214	17715	0	100.0000	0.0000
	Postal Ballot	2000 PM TO 200 TO 200 PM TO	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	3397550	778406	22.9108	778406	0	100.0000	0.0000
Total		7724500	3605356	46.6743	3605356	0	100.0000	0.0000



Resolution No.5:

Resolution R	equired:		100 TOV 100 TO TO THE TOTAL TO	solution under nises on lease iny.				
Whether progroup are agenda / res	Intereste		Yes					
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
Promoter and	E- Voting				8,		-	2
	Poll	4210100	0*	0.0000	0	0	0.0000	0.0000
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	4210100	0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E- Voting		0	0	0	0	0	0
	Poll	116850	0	0	0	0	0	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	116850	0	0	0	0	0	0
Public- Non	E- Voting		760691	22.3894	760691	0	100.0000	0.0000
Institutions	Poll	3397550	17715	0.5214	17715	0	100.0000	0.0000
minestrikske/690	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	3397550	778406	22.9108	778406	0	100.0000	0.0000
Total		7724500	778406	10.0771	778406	0	100.0000	0.0000

^{*}Voting by related parties excluded.

Invalid Votes: Public Non-Institutions - 14

Result: The resolution is passed unanimously.



Resolution No.6:

Resolution R	equired:		14.00	solution under ing Related Par			Companies	Act, 2013		
Whether proup are in: / resolution?	terested in	promoter the agenda	Yes							
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		
Promoter	E-Voting			- 27						
and Promoter group	Poll	4210100	0*	0.0000	0	0	0.0000	0.0000		
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.		
	Total	4210100	0	0.0000	0	0	0.0000	0.0000		
Public-	E-Voting		0	0	0	0	0	0		
Institutions	Poll	110000	0	0	0	0	0	0		
	Postal Ballot	116850	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.		
	Total	116850	0	0	0	0	0	0		
Public- Non	E-Voting		760691	22.3894	760691	0	100.0000	0.0000		
Institutions	Poll	2207550	17715	0.5214	17715	D	100.0000	0.0000		
	Postal Ballot	3397550	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.		
	Total	3397550	778406	22.9108	778406	0	100.0000	0.0000		
Total	W. Taranga	7724500	778406	10.0771	778406	0	100.0000	0.0000		

*Voting by related parties excluded.



Resolution No.7:

Resolution R	equired:		Whole-Tim	solution for le Director (D 018 to 30 th Sep	IN: 0033265	52) of th		
Whether pr group are agenda / res	intereste		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 polied
Promoter and	E- Voting			98	(¥3)			- 1
Promoter group	Poll	4210100	2826950	67.1469	2826950	0	100.0000	0.0000
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	4210100	2826950	67.1469	2826950	0	100.0000	0.0000
Public- Institutions	E- Voting		0	0	0	0	0	0
	Poll	116850	0	0	0	0	0	0
	Postal Ballot	990094F-05070802508	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	116850	0	0	0	0	0	0
Public- Non Institutions	E- Voting		760691	22.3894	760691	0	100.0000	0.0000
	Poll	3397550	17715	0.5214	17715	0	100.0000	0.0000
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	3397550	778406	22.9108	778406	0	100.0000	0.0000
Total		7724500	3605356	46.6743	3605356	0	100.0000	0.0000



Resolution No.8:

Resolution R	equired:		Gawde (DI	solution for r N: 01456510) a rm of five cor 24.	s Independe	ent Direct	or of the Car	npany for
Whether pr group are agenda/res	intereste	1.50 (1.50)	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
Promoter and	E- Voting		8	188	-	39		8
Promoter group	Poll	4210100	2826950	67.1469	2826950	0	100.0000	0.0000
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	4210100	2826950	67.1469	2826950	0	100.0000	0.0000
Public- Institutions	E- Voting		0	0	0	0	0	0
	Poll	116850	0	0	0	0	0	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	116850	0	0	0	0	0	0
Public- Non Institutions	E- Voting		760691	22.3894	760691	0	100.0000	0.0000
	Poll	3397550	17715	0.5214	17715	0	100.0000	0.0000
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	3397550	778406	22.9108	778406	0	100.0000	0.0000
Total		7724500	3605356	46.6743	3605356	0	100.0000	0.0000



Resolution No. 9:

Resolution R			00332523)	solution for re- as Independer secutive years f	nt Director o	f the Com	pany for ano	ther term
Whether proup are agenda / res	intereste		No		(C			
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
Promoter and	E- Voting		-	15			-	*
Promoter group	Poll	4210100	2826950	67.1469	2826950	0	100.0000	0.0000
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	4210100	2826950	67.1469	2826950	0	100.0000	0.0000
Public- Institutions	E- Voting		0	0	0	0	0	0
	Poll	116850	0	0	0	0	0	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	116850	0	0	0	0	0	0
Public- Non Institutions	E- Voting		760691	22.3894	760691	0	100.0000	0.0000
	Poll	3397550	17715	0.5214	17715	0	100.0000	0.0000
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	3397550	778406	22.9108	778406	0	100.0000	0.0000
Total		7724500	3605356	46.6743	3605356	0	100.0000	0.0000



Resolution No. 10:

Resolution R	equired:		06884295)	solution for re as Independer secutive years f	nt Director o	f the Com	pany for ano	ther term
Whether pr group are agenda / res	intereste		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
Promoter and	E- Voting			670		15		
Promoter group	Poll	4210100	2826950	67.1469	2826950	0	100.0000	0.0000
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	4210100	2826950	67.1469	2826950	0	100.0000	0.0000
Public- Institutions	E- Voting		0	0	0	0	0	0
107000000000000000000000000000000000000	Poll	116850	0	0	0	0	0	. 0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	116850	0	0	0	0	0	0
Public- Non Institutions	E- Voting		760691	22.3894	760691	0	100.0000	0.0000
	Poll	3397550	17715	0.5214	17715	0	100.0000	0.0000
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	3397550	778406	22.9108	778406	0	100.0000	0.0000
Total	· · · · · · · · · · · · · · · · · · ·	7724500	3605356	46.6743	3605356	0	100.0000	0.0000



Resolution No. 11:

Resolution R	equired:			solution under the Company.	Section 180	0(1)(c) for	increasing b	orrowing
Whether pr group are agenda / res	intereste		No	The second				
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
Promoter and	E- Voting		140	850	120	15		•
Promoter group	Poll	4210100	2826950	67.1469	2826950	0	100.0000	0.0000
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	4210100	2826950	67.1469	2826950	0	100.0000	0.0000
Public- Institutions	E- Voting		0	0	0	0	0	0
	Poll	116850	0	0	0	0	0	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	116850	0	0	0	0	0	0
Public- Non Institutions	E- Voting		760691	22.3894	760691	0	100.0000	0.0000
	Poll	3397550	17715	0.5214	17715	0	100.0000	0.0000
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	3397550	778406	22.9108	778406	0	100.0000	0.0000
Total		7724500	3605356	46.6743	3605356	0	100.0000	0.0000



Resolution No. 12:

Resolution R	equired:		2013 to a mortgages and/or mo an amount	solution under uthorize Board /charges/hypo vable assets of t as approved D(1)(c) of the Co	d of Director thecation of the Compar by the share	ors of the n all or a ny, both po pholders o	e Company ny of the in resent and fu	to create imovable ture upto			
Whether pr group are agenda / res	intereste	걸음 바다 아이들이 아이들이 되었다.	No								
Category	Category Mode No. of of Shares Voting 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			
Promoter and	E- Voting	4210100	28	+0	21	(12)		2			
Promoter	Pall		2826950	67.1469	2826950	0	100.0000	0.0000			
group	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.			
	Total	4210100	2826950	67.1469	2826950	0	100.0000	0.0000			
Public- Institutions	E- Voting		0	0	0	0	0	0			
	Poll	116850	0	0	0	0	0	0			
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.			
	Total	116850	0	0	0	0	0	0			
Public- Non Institutions	E- Voting		760691	22.3894	760691	0	100.0000	0.0000			
	Poll	3397550	17715	0.5214	17715	0	100.0000	0.0000			
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.			
	Total	3397550	778406	22.9108	778406	0	100.0000	0.0000			
Total		7724500	3605356	46.6743	3605356	0	100.0000	0.0000			





Office No. 2, Tirupati Darshan Bldg, No. 2 CH5 Ltd., Balaji Nagar, Station Road, Shayandar (West), Dist. Thane - 401 101. Phone: 022 - 2818 5738 Email: marilsh@csmanishb.in Website: www.csmanishb.in

CONSOLIDATED SCRUTINIZER'S REPORT

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

To, The Chairman of the 46th Annual General Meeting of Vipul Organics Limited 102, Andheri Industrial Estate, Off. Veura Desai Road, Andheri (West), Mumbai - 400053

Dear Sil,

- Sub.: Consolidated Scrutinizer's Report on voting done through Remote E- Voting Process and by Polling Papers at 46th Annual General Meeting held on 27th September, 2018
- I, CS Manish Baldeva, Proprietor, M/s. M Baldeva Associates, Company Secretaries, Thane was appointed as Scrutinizer by the Board of Directors of the Vipul Organics Limited ('the Company') in its meeting held on 14th August, 2018, for the purpose of scrutinizing the voting done through remote e-voting process and by use of polling papers at the meeting pursuant to the provisions of Section 108 of the Companies Act, 2013 ('Act') read with Rules 20 and 21 of the Companies (Management and Administration) Rules, 2014 for passing of the resolutions as mentioned under item numbers 1 to 12 in the Notice of the 46th Annual General Meeting (AGM) of the members of the Company dated 14th August, 2018.
- 2. The management of the Company is responsible to ensure the compliances with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and polling papers for voting on the resolutions contained in the said notice of 46th AGM of the members of the Company. My responsibility as Scrutinizer for the remote e-voting process and poll conducted at the AGM is restricted to make the Scrutinizer's Report on the votes cast "in favour" or "against" the resolutions stated in the said notice based on the report generated from the e-voting system provided by the Central Depository Services (India) Limited (CDSL), the agency engaged by the Company to provide e-voting facility for e-voting and poll conducted at the 46th AGM.
- 3. The Notice of the 46th AGM dated 14th August, 2018 along with the statement setting out material facts under Section 102 of the Act was sent to the members through courier on 1th September, 2018 and email on 5th September, 2018. The said notice was dispatched on the basis of Register of Members and List of Beneficiaries as provided by the depositories as on 31th August, 2018.

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- 4. As per the provisions of Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company has published advertisement about having dispatch of the notice of 46th AGM and providing e-voting facility in the English newspaper "Business Standard" and Marathi newspaper "Mumbai Lakshadeep" on 6th September, 2018.
- The voting rights of members were considered in proportion to their share in the paid up equity share capital of the Company as on cut-off date i.e. Thursday, 20th September, 2018.
- 6. In terms of the aforesaid Notice, voting through electronic means was kept open for 3 (three) days i.e. from Monday, 24th September, 2018 (from 9:00 a.m.) to Wednesday, 26th September, 2018 (upto 5:00 p.m.). The members cast their votes electronically on e-voting platform provided by Central Depository Services (India) Limited (CDSL). The Company also provided Polling Papers for casting vote at the 46th Annual General Meeting held on 27th September, 2018 to the members present, who did not vote through remote e-voting facility.
- 7. As required under the said Rules, after the closure of the voting at the 46th Annual General Meeting, the votes cast through polling papers were counted, thereafter the votes cast under remote e-voting facility provided by CDSL were unblocked in the presence of Mrs. Reema Solanki and Ms. Bhavna Singh, who are not in the employment with the Company.
- The summary of the voting through e-voting process and polling papers are as under:





Resolution No. 1:

Resolution Rec	quired:		(a) Audited financia the Boa (b) Audite the fina	solutions for ad I Standalone Fi al year ended i ard of Directors d Consolidated incial year end auditors' therec	nancial State 31" March, and of the Financial St ed 31" Mar	2018 toge Auditors' t tatements	ther with Re hereon; and of the Com	pany for
	interested	promoter in the	No			1		% of
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	Votes against on votes polled
Promoter	E-	4210100		1,511	8	- 200		-6
and	Voting		2826950	67.1469	2826950	0	100.0000	0.0000
Promoter group	Poll Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	4210100	2826950	67.1469	2826950	0	100.0000	0.0000
Public-	E-	421020	0	0	0	0	0	0
Institutions	Voting	116850	0	0	0	0	0	0
N E	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	116850	0	0	0	0	0	0
Public- Non Institutions	E- Voting		760691	22.3894	760691	0	100.0000	0.0000
Matridiona	Poll	3397550	17800	0.5239	17800	0	100.0000	0.0000
	Postal	3597330	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	3397550	778491	22.9133	778491	0	A CONTRACTOR OF THE PARTY OF TH	0.0000
Total	-	7724500	3605441	46.6754	3605441	0	100.0000	0.0000

Invalid Votes: Public Non-Institutions - 14 Result: The resolution is passed unanimously.



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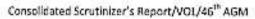




Resolution No.2:

Resolution F	Required:			tesolution for d			d on Equity :	Shares for
group are in	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
Promoter	E-Voting			-				
and	Poll	4210100	2826950	67.1469	2826950	0	100.0000	0.0000
Promoter group	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Accesses 1	Total	4210100	2826950	67.1469	2826950	0	100.0000	0.0000
Public-	E-Voting		0	0	0	0	0	0
Institutions	Poll	116850	0	0	0	0	0	0
	Postal Ballot	110050	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	116850	0	0	0	0	0	0
Public- Non	E-Voting		760691	22,3894	760691	0	100.0000	0.0000
Institutions	Poll	3307550	17715	0.5214	17715	0	100.0000	0.0000
	Postal Ballot	3397550	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	3397550	778406	22.9108	778406	0	100.0000	0.0000
Total		7724500	3605356	46.6743	3605356	0	100.0000	0.0000







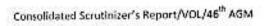




Resolution No.3:

Resolution Re	equired:		Vipul P. Sh	esolution for a ah, Director (D ble, offered him	IN: 0018163	6), who r	etires by rota	e of Mr. ation and		
Whether programs are agenda / reso	intereste		Yes							
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		
Promoter	E+	4210100		100			100			
and	Voting					-				
Promoter	Poll		2826950	67.1469	2826950	0	100.0000	0.0000		
group	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.		
	Total	4210100	2826950	67.1469	2826950	0	100.0000	0.0000		
Public- Institutions	E- Voting		0	0	0	0	0	0		
(107)205005045-0	Poli	116850	0	0	0	0	0			
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A		
	Total	116850	0	0	0	0	0			
Public- Non Institutions	E- Voting		760691	22.3894	760691	0	100.0000	0.0000		
	Poll	3397550	17715	0.5214	17715	0	100.0000	0.0000		
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A		
	Total	3397550	778406	22.9108	778406	0	100.0000	0.0000		
Total	CONT. C.		3605356	46.6743	3605356	0	100.0000	0.0000		









Resolution No.4:

Resolution Re	quired:		Special Res Managing (olution for rev Director of the (ision in rem Company w.	uneration e.f. 1 st July	of Mr. Vipul ,, 2018.	P. Shah,		
Whether pro group are agenda / resc	interested	promoter d in the	Yes							
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		
Promoter and	E- Voting		-	74.0	-	84	-			
Promoter group	Poll	4210100	2826950	67.1469	2826950	0	100.0000	0.0000		
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.		
	Total	4210100	2826950	67.1469	2826950	0	100.0000	0.0000		
Public- Institutions	E- Voting		0	0	0	0	0	0		
	Poll	116850	0	0	0	0	0	0		
	Pustal Ballot		N.A.	N.A.	N.A.	N,A.	N.A.	N.A.		
	Total	116850	0	0	0	0	0	0		
Public- Non Institutions	E- Voting		760691	22.3894	760691	0	100.0000	0.0000		
THE COURT	Poll	3397550	17715	0.5214	17715	0	100.0000	0.0000		
	Postal Ballot	2257330	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.		
	Total	3397550	778406	22.9108	778406	0	100.0000	0.0000		
Total		7724500	3605356	46.6743	3605356	0	100.0000	0.0000		

Invalid Votes: Public Non-Institutions - 14
Result: The resolution is passed unanimously.





Resolution No.5:

Resolution Re	quired:		Special Res office prem the Compa	olution under nises on lease f ny.	section 188 rom Mr. Vip	(1) to app ul P. Shah,	Managing D	Pirector of
Whether pro group are agenda / reso	interested	promoter i in the	Yes					
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
Promoter and Promoter	E- Voting	4210100		8	-			
	Poll		0*	0.0000	0	. 0	0.0000	0.0000
group	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	4210100	0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E- Voting	4210100	0	0	0	0	0	0
macitations	Poll	116850	0	0	0	0	0	0
	Postal Ballot	41.0 (1-16-00-16)	N,A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	116850	0	0	0	0	0	0
Public- Non	E- Voting		760691	22.3894	760691	0	100.0000	0.0000
Institutions	Poll	3397550	17715	0.5214	17715	0	100.0000	0.0000
institutions	Postal Ballot	2397330	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	3397550	778406	22.9108	778406	0	100.0000	0.0000
Total	1000	7724500	-	10.0771	778406	0	100.0000	0.0000

*Voting by related parties excluded.

Invalid Votes: Public Non-Institutions - 14

Result: The resolution is passed unanimously.







Resolution No.6:

Resolution R	equired:		Actual Control of the	solution under ing Related Par			Companies .	Act, 2013	
Whether pr group are int / resolution?		promoter the agenda	Yes						
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	
Promoter and	E-Voting	4210100					3213		
	Poll		0*	0.0000	0	0	0.0000	0.0000	
Promoter group	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
7000	Total	4210100	0	0.0000	0	0	0.0000	0.0000	
Public-	E-Voting		0	0	0	0	0	0	
Institutions	Poll		0	0	0	0	0	0	
	Postal Ballot	116850	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total	116850	0	0	0	0	0	0	
Public- Non	E-Voting		760691	22.3894	760591	0	100.0000	0.0000	
Institutions	Poll	2207550	17715	0.5214	17715	0	100.0000	0.0000	
	Postal Ballot	3397550	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total	3397550	778406	22.9108	778406	0	100,0000	0.0000	
Total	A CONTRACTOR OF THE CONTRACTOR		778406	10.0771	778406	0	100.0000	0,0000	

*Voting by related parties excluded.

Invalid Votes: Public Non-Institutions = 14
Result: The resolution is passed unanimously.





Resolution No.7:

Resolution Re	quired:		Whole-Tim	solution for re e Director (DI 018 to 30 th Sept	N: 0033265	2) of the	Shiv Nath Company	Sahai as w.e.f. 1 ^e		
Whether progroup are agenda / reso	interested		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		
Promoter and Promoter	E- Voting	4210100			2					
	Poll		2826950	67.1469	2826950	0	100.0000	0.0000		
group	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.		
	Total	4210100	2826950	67.1469	2826950	0	100.0000	0.0000		
Public- Institutions	E- Voting		0	0	0	0	0	0		
THE COLOR OF	Poll	116850	0	0	0	0	0	0		
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.		
	Total	116850	0	0	0	0	0	0		
Public- Non Institutions	E- Voting		760691	22.3894	760691	0	100.0000	0.0000		
I.IJIIIIIIIII	Poll	3397550	17715	0.5214	17715	0	100.0000	0.0000		
	Postal Ballot	2337330	N,A.	N.A.	N.A.	N.A.	N.A.	N.A		
	Total	3397550	778406	22.9108	778406	0	100.0000	0.0000		
Total	13333	7724500	3605356	46.6743	3605356	0	100.0000	0.0000		

Invalid Votes: Public Non-Institutions - 14
Result: The resolution is passed unanimously.



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Resolution No.8:

Resolution Re	equired:		Gawde (DII	solution for r N: 01456510) a rm of five con !4.	s Independe	nt Directi	or of the Con	pany for		
Whether progression of the group are agenda / resc	intereste		No of % of Votes No. of No. of % of % of							
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		
Promoter and Promoter	E-	4210100	112		12.5	3	1.0	12		
	Voting		2826950	67.1469	2826950	0	100.0000	0.0000		
group	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.		
	Total	4210100	2826950	67.1469	2826950	0	100.0000	0.0000		
Public- Institutions	E- Voting		0	0	0	0	0	0		
	Poll	116850	0	0	0	0	0	0		
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.		
	Total	116850	0	0	0	0	0	0		
Public- Non Institutions	E- Voting		760691	22.3894	760691	0	100.0000	0.0000		
	Poll	3397550	17715	0.5214	17715	0	100.0000	0.0000		
	Postal Ballot	- pretional a	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.		
	Total	3397550	778406	22,9108	778406	0	100.0000	0.0000		
Total		7724500	3605356	46.6743	3605356	0	100.0000	0.0000		

Invalid Votes: Public Non-Institutions = 14 Result: The resolution is passed unanimously.

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Resolution No. 9:

Resolution Re	equired:		00332523)	olution for re-a as Independen ecutive years f	t Director of	the Comp	any for anot	her term		
Whether progression of the group are agendal / reso	intereste		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		
Promoter and Promoter	E- Voting	4210100	13°	-		×	(3)	-		
	Poll		2826950	67.1469	2826950	0	100.0000	0.0000		
group	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.		
	Total	4210100	2826950	67.1469	2826950	0	100.0000	0.0000		
Public- Institutions	E- Voting		0	0	0	0	0	0		
	Poll	116850	0	0	0	0	0	0		
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.		
I	Total	116850	0	0	0	0	0	0		
Public- Non Institutions	E- Voting		760691	22.3894	760691	0	100.0000	0.0000		
	Poll	3397550	17715	0.5214	17715	0	100.0000	0.0000		
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.		
	Total	3397550	778406	22.9108	778406	0	100.0000	0.0000		
Total	50000	7724500	3605356	46.6743	3605356	0	100.0000	0.0000		

Invalid Votes: Public Non-Institutions - 14
Result: The resolution is passed unanimously.



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Resolution No. 10:

Resolution R	equired:		06884295)	solution for re as Independer secutive years f	t Director o	f the Com	pany for anot	ther term		
Whether programmer group are agenda / reso	intereste		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		
Promoter and Promoter	E- Voting	4210100	84	•	- 20	-	-	-		
	Poll		2826950	67.1469	2826950	0	100.0000	0.0000		
group	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.		
	Total	4210100	2826950	67.1469	2826950	0	100.0000	0.0000		
Public- Institutions	E- Voting		0	0	0	0	0	0		
	Poll	116850	0	0	0	0	0	0		
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.		
	Total	116850	0	0	0	0	0	0		
Public- Non Institutions	E- Voting		760691	22.3894	760691	0	100,0000	0.0000		
	Pall	3397550	17715	0.5214	17715	0	100,0000	0.0000		
İ	Postal Ballot	- W.S. PARTERSON	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.		
1.40	Total	3397550	778406	22.9108	778406	0	100.0000	0.0000		
Total	r skootet	7724500	3605356	46.6743	3605356	0	100.0000	0.0000		

Invalid Votes: Public Non-Institutions - 14
Result: The resolution is passed unanimously.



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Resolution No. 11:

Resolution	B ===		Special Re	solution unde the Company.	r Section 18	0(1)(c) fo	r increasing	borrowin		
Whether p group are agenda / re:	Interest		No	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		
Promoter and Promoter group	E- Voting		N#10	16				,		
	Poll	4210100	2826950	67.1469	2826950	0	100,0000	0.0000		
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A		
	Total	4210100	2826950	67.1469	2826950	0	100,0000	0.0000		
Public- Institutions	E- Voting		0	0	0	0	0	0		
	Poll	116850	0	0	0	0	0	0		
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.		
Orderen and a second	Total	116850	0	0	0	0	0	-		
Public- Non Institutions	E- Voting		760691	22.3894	760691	0	100.0000	0.0000		
	Poll	3397550	17715	0.5214	17715	0	100.0000	0.0000		
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.		
	Total	3397550	778406	22.9108	778406	0	100.0000	0.0000		
otal	7. E. S.	7724500	3605356	46.6743	3605356	0	100.0000	0.0000		

Invalid Votes: Public Non-Institutions - 14 Result: The resolution is passed unanimously.





Resolution No. 12:

Resolution Required: Whether promoter / promoter group are interested in the agenda / resolution?			Special Resolution under section 180(1)(a) of the Companies Act, 2013 to authorize Board of Directors of the Company to create mortgages/charges/hypothecation on all or any of the immovable and/or movable assets of the Company, both present and future upto an amount as approved by the shareholders of the Company under section 180(1)(c) of the Companies Act, 2013. No					
Promoter and Promoter group	E- Voting	4210100						
	Poll		2826950	67.1469	2826950	0	100.0000	0.0000
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	4210100	2826950	67.1469	2826950	0	100.0000	0.0000
Public- Institutions	E- Voting	116850	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	116850	0	0	0	0	0	0
Public- Non Institutions	E- Voting	3397550	760691	22.3894	760691	0	100.0000	0.0000
	Poll		17715	0.5214	17715	0	100.0000	0.0000
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	3397550	778406	22.9108	778406	0	100.0000	0.0000
Total		7724500	3605356	46.6743	3605356	0	100.0000	0.0000

Invalid Votes: Public Non-Institutions - 14
Result: The resolution is passed unanimously.



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The Register, all other papers and relevant records relating to poll and e-voting shall remain in my safe custody until the Chairman considers, approves and signs the minutes of the aforesaid meeting and the same will be handed over to the Company Secretary for safe keeping.

For M Baldeva Associates Company Secretaries

CS Manish Baldeva Proprietor M. No. FCS 6180; C.P. No. 11062

Place: Thane

Date: 28th September, 2018

Countersigned

For Vipul Organics Limited

Chairman/Authorized Signatory