

**31<sup>st</sup> Annual General Meeting : Voting Results**

<b>SI. No.</b>	<b>Description</b>	<b>Particulars</b>		
<b>A</b>	Date of the AGM	30 <sup>th</sup> September, 2016		
<b>B</b>	Total no. of Shareholders as on record date i.e. 23 <sup>rd</sup> September, 2016, for the purpose of determining the shareholders eligible to vote was-	14119		
<b>C</b>	No. of Shareholders present in the meeting either in person or through proxy			
	<b>Shareholders</b>	<b>In Person</b>	<b>Proxy</b>	<b>Total</b>
	Promoters and Promoter Group	11	0	<b>11</b>
	Public	30	0	<b>30</b>
	<b>Total</b>	<b>41</b>	<b>0</b>	<b>41</b>
<b>D</b>	No. of Shareholders present in the meeting through video conferencing			
	<b>Shareholders</b>	<b>In Person</b>	<b>Proxy</b>	<b>Total</b>
	Promoters and Promoter Group	Nil	Nil	<b>Nil</b>
	Public	Nil	Nil	<b>Nil</b>
	<b>Total</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>



	(if applicable)							
	<b>Total</b>	108371140	787101	0.73	773617	13484	98.29	1.71
<b>Total</b>		<b>254239675</b>	<b>105533671</b>	<b>41.51</b>	<b>105520187</b>	<b>13484</b>	<b>99.99</b>	<b>0.01</b>

<b>TEM NO. 2:- Declaration of final dividend @ 5% on the fully paid-up equity shares of Rs. 1/- each.</b>								
<b>Resolution required: (Ordinary/ Special)</b>		<b>Ordinary Resolution</b>						
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>		<b>NO</b>						
<b>Promoter and Promoter Group</b>	<b>E-Voting</b>	14,58,68,535				0	100.00	0.00
	<b>Poll</b>		104746570	71.81	104746570	0	100.00	0.00
	<b>Postal Ballot (if applicable)</b>	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	145868535	104746570	71.81	104746570	0	100.00	0.00
<b>Public-Institutions</b>	<b>E-Voting</b>	-----	---	---	---	---	---	---
	<b>Poll</b>		---	---	---	---	---	---
	<b>Postal Ballot (if applicable)</b>	---	---	---	---	---	---	---
	<b>Total</b>	---	---	---	---	---	---	---
<b>Public-Non Institutions</b>	<b>E-Voting</b>	10,83,71,140	361949	0.33	361948	1	100	0.00
	<b>Poll</b>		411669	0.38	411669			
	<b>Postal Ballot (if applicable)</b>							
	<b>Total</b>	<b>108371140</b>	773618	0.71	773617	1	100	0.00
<b>Total</b>		<b>254239675</b>	<b>105520188</b>	<b>41.50</b>	<b>105520187</b>	<b>1</b>	<b>100</b>	<b>00</b>

<b>ITEM NO. 3:- Appointment of Shri. Vivek Garg, retires by rotation.</b>								
<b>Resolution required: (Ordinary/ Special)</b>		<b>Ordinary Resolution</b>						
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>		<b>YES</b>						
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares Held (1)</b>	<b>No. of votes Polled (2)</b>	<b>% of Votes polled on Outstanding Shares (3)=[(2)/(1)]*100</b>	<b>No. of Shares – Favour (4)</b>	<b>No. of Shares – Against (5)</b>	<b>% of Votes favour on votes polled (6)=[(4)/(2)]*100</b>	<b>% of Votes against on votes polled (7)=[(5)/(2)]*100</b>
<b>Promoter and Promoter Group</b>	<b>E-Voting</b>							
	<b>Poll</b>							
	<b>Postal Ballot (if applicable)</b>	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>							
<b>Public- Institutions</b>	<b>E-Voting</b>							
	<b>Poll</b>							
	<b>Postal Ballot (if applicable)</b>							
	<b>Total</b>							
<b>Public- Non Institutions</b>	<b>E-Voting</b>	108371140	375332	0.35	361248	14084	96.25	3.75
	<b>Poll</b>		411669	0.38	411669		100.00	
	<b>Postal Ballot (if applicable)</b>							
	<b>Total</b>	<b>108371140</b>	787001	0.73	772917	14084	98.21	1.79
<b>Total</b>		<b>108371140</b>	787001	0.73	772917	14084	98.21	1.79

<b>ITEM NO. 4:- Appointment of M/s KSMC &amp; Associates, Chartered Accountants as Statutory Auditor and fixation of their remuneration.</b>								
<b>Resolution required: (Ordinary/ Special)</b>		<b>Ordinary Resolution</b>						
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>		<b>NO</b>						
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares Held (1)</b>	<b>No. of votes Polled (2)</b>	<b>% of Votes polled on Outstanding Shares (3)=[(2)/(1)]*100</b>	<b>No. of Shares – Favour (4)</b>	<b>No. of Shares – Against (5)</b>	<b>% of Votes favour on votes polled (6)=[(4)/(2)]*100</b>	<b>% of Votes against on votes polled (7)=[(5)/(2)]*100</b>
<b>Promoter and Promoter Group</b>	<b>E-Voting</b>	14,58,68,535				0	100.00	0.00
	<b>Poll</b>		104746570	71.81	104746570	0	100.00	0.00
	<b>Postal Ballot (if applicable)</b>	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	14,58,68,535	104746570	71.81	104746570	0	100.00	0.00
<b>Public- Institutions</b>	<b>E-Voting</b>							
	<b>Poll</b>							
	<b>Postal Ballot (if applicable)</b>							
	<b>Total</b>							
<b>Public- Non Institutions</b>	<b>E-Voting</b>	108371140	375232	0.35	361148	14084	96.25	3.75
	<b>Poll</b>		411669	0.38	411669		100.00	
	<b>Postal Ballot (if applicable)</b>							

	<b>Total</b>	<b>108371140</b>	786901	0.73	772817	14084	98.21	1.79
<b>Total</b>		<b>254239675</b>	<b>105533471</b>	<b>41.51</b>	<b>105519387</b>	<b>14084</b>	<b>99.99</b>	<b>0.01</b>

<b>ITEM NO. 5:- Ratify and Confirm Remuneration of Cost Auditor</b>								
<b>Resolution required: (Ordinary/ Special)</b>		<b>Ordinary Resolution</b>						
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>		<b>NO</b>						
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares Held (1)</b>	<b>No. of votes Polled (2)</b>	<b>% of Votes polled on Outstanding Shares (3)=[(2)/(1)]*100</b>	<b>No. of Shares - Favour (4)</b>	<b>No. of Shares - Against (5)</b>	<b>% of Votes favour on votes polled (6)=[(4)/(2)]*100</b>	<b>% of Votes against on votes polled (7)=[(5)/(2)]*100</b>
<b>Promoter and Promoter Group</b>	<b>E-Voting</b>	14,58,68,535				0	100.00	0.00
	<b>Poll</b>		104746570	71.81	104746570	0	100.00	0.00
	<b>Postal Ballot (if applicable)</b>	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	14,58,68,535	104746570	71.81	104746570	0	100.00	0.00
<b>Public- Institutions</b>	<b>E-Voting</b>							
	<b>Poll</b>							
	<b>Postal Ballot (if applicable)</b>							
	<b>Total</b>							
<b>Public- Non Institutions</b>	<b>E-Voting</b>	<b>108371140</b>	375332	0.35	360448	14884	96.03	3.97
	<b>Poll</b>		411669	0.38	411669		100.00	

	<b>Postal Ballot (if applicable)</b>							
	<b>Total</b>	<b>108371140</b>	787001	0.73	772117	14884	98.11	1.89
<b>Total</b>		<b>254239675</b>	<b>105533571</b>	<b>41.51</b>	<b>105518687</b>	<b>14884</b>	<b>99.98</b>	<b>0.02</b>

<b>ITEM NO. 6:- Rescind Employee Stock Option Scheme, 2011</b>								
<b>Resolution required: (Ordinary/ Special)</b>		<b>Special Resolution</b>						
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>		<b>NO</b>						
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares Held (1)</b>	<b>No. of votes Polled (2)</b>	<b>% of Votes polled on Outstanding Shares (3)=[(2)/(1)]*100</b>	<b>No. of Shares - Favour (4)</b>	<b>No. of Shares - Against (5)</b>	<b>% of Votes favour on votes polled (6)=[(4)/(2)]*100</b>	<b>% of Votes against on votes polled (7)=[(5)/(2)]*100</b>
<b>Promoter and Promoter Group</b>	<b>E-Voting</b>	14,58,68,535				0	100.00	0.00
	<b>Poll</b>		104746570	71.81	104746570	0	100.00	0.00
	<b>Postal Ballot (if applicable)</b>	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	14,58,68,535	104746570	71.81	104746570	0	100.00	0.00
<b>Public- Institutions</b>	<b>E-Voting</b>							
	<b>Poll</b>							
	<b>Postal Ballot (if applicable)</b>							
	<b>Total</b>							
<b>Public- Non</b>	<b>E-Voting</b>	<b>108371140</b>	360432	0.33	343238	17194	95.23	4.77

<b>Institutions</b>	<b>Poll</b>		411669	0.38	411669		100.00	
	<b>Postal Ballot (if applicable)</b>							
	<b>Total</b>	<b>108371140</b>	772101	0.71	754907	17194	97.77	2.23
<b>Total</b>		<b>254239675</b>	<b>105518671</b>	<b>41.50</b>	<b>105501477</b>	<b>17194</b>	<b>99.98</b>	<b>0.02</b>

<b>ITEM NO. 7:- Appointment of Shri. Vikas Garg as Managing Director of the Company</b>								
<b>Resolution required: (Ordinary/ Special)</b>		<b>Special Resolution</b>						
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>		<b>YES</b>						
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares Held (1)</b>	<b>No. of votes Polled (2)</b>	<b>% of Votes polled on Outstanding Shares (3)=[(2)/(1)]*100</b>	<b>No. of Shares - Favour (4)</b>	<b>No. of Shares - Against (5)</b>	<b>% of Votes favour on votes polled (6)=[(4)/(2)]*100</b>	<b>% of Votes against on votes polled (7)=[(5)/(2)]*100</b>
<b>Promoter and Promoter Group</b>	<b>E-Voting</b>							
	<b>Poll</b>							
	<b>Postal Ballot (if applicable)</b>	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>							
<b>Public- Institutions</b>	<b>E-Voting</b>							
	<b>Poll</b>							
	<b>Postal Ballot (if applicable)</b>							
	<b>Total</b>							



<b>Public- Non Institutions</b>	<b>E-Voting</b>	<b>108371140</b>	375332	0.35	361848	13484	96.41	3.59
	<b>Poll</b>		411669	0.38	411669		100.00	
	<b>Postal Ballot (if applicable)</b>							
	<b>Total</b>	<b>108371140</b>	787001	0.73	773517	13484	98.29	1.71
<b>Total</b>		<b>108371140</b>	787001	0.73	773517	13484	98.29	1.71

<b>ITEM NO. 8:- Appointment of Shri. Vivek Garg as Whole-time Director for a period of Five years</b>								
<b>Resolution required: (Ordinary/ Special)</b>		<b>Special Resolution</b>						
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>		<b>NO</b>						
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares Held (1)</b>	<b>No. of votes Polled (2)</b>	<b>% of Votes polled on Outstanding Shares (3)=[(2)/(1)]*100</b>	<b>No. of Shares - Favour (4)</b>	<b>No. of Shares - Against (5)</b>	<b>% of Votes favour on votes polled (6)=[(4)/(2)]*100</b>	<b>% of Votes against on votes polled (7)=[(5)/(2)]*100</b>
<b>Promoter and Promoter Group</b>	<b>E-Voting</b>							
	<b>Poll</b>							
	<b>Postal Ballot (if applicable)</b>	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>							
<b>Public- Institutions</b>	<b>E-Voting</b>							
	<b>Poll</b>							
	<b>Postal Ballot (if applicable)</b>							

	<b>Total</b>							
<b>Public- Non Institutions</b>	<b>E-Voting</b>	<b>108371140</b>	375332	0.35	361248	14084	96.25	3.75
	<b>Poll</b>		411669	0.38	411669		100.00	
	<b>Postal Ballot (if applicable)</b>							
	<b>Total</b>	<b>108371140</b>	787001	0.73	772917	425753	98.21	54.10
<b>Total</b>		<b>108371140</b>	787001	0.73	772917	425753	98.21	54.10



To,

The Chairman  
**Vikas EcoTech Limited**  
34/1, Vikas Apartments  
East Punjabi Bagh  
Delhi-110026

Dear Sir,

**Sub: Scrutinizer's Report on e-voting and through ballot conducted pursuant to the provision Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management & Administration) Rules, 2014**

I, Anil Popli of M/s A.K. Popli & Co., Practicing Company Secretaries had been appointed as the Scrutinizer by the Board of Directors of Vikas EcoTech Limited vide resolution dated 08-08-2016 pursuant to the provision Sec 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management & Administration) Rules, 2014 to conduct the electronic voting process and to scrutinize the physical ballot forms received from the shareholders in respect of below mentioned resolutions as set out in the Notice calling 31<sup>st</sup> Annual General Meeting (A.G.M) of the Company, held on 30-09-2016

Vikas EcoTech Limited (hereinafter referred to as "the Company") has availed the e-voting facility offered by NSDL for conducting e-voting by the shareholders of the Company. The Company has also provided voting by physical ballot papers to the members who did not choose to vote by e-voting facility.

The shareholders of the company holding shares as on the cut-off date of 23.09.2016 were entitled to vote on the proposed resolution as set out at item no. 1 to 8 in the notice of 31<sup>st</sup> AGM of the Company.

The voting period for e-voting commenced on 27.09.2016 (9:00 A.M) and ended on 29.09.2016 (5:00 P.M.) and the NSDL e-voting platform was blocked thereafter and the votes cast under e-voting facility and at the AGM through Ballots were then unblocked in the presence of two witness who were not in the employment of the Company.

I have scrutinized and reviewed the voting procedure (through electronic means and physical mode (ballot papers)) and votes tendered therein based on the data downloaded from NSDL e-voting system and the ballot forms received respectively.

Now I submit my report as under on the result of voting through electronic means and physical mode in respect of said resolutions.



## **ORDINARY BUSINESSES**

**Resolution No. 1 – To receive, consider and adopt the Financial Statements of the Company for the year ended 31<sup>st</sup> March, 2016 including the audited balance sheet as at March 31, 2016, the statement of profit and loss for the year ended on that date and the reports of the Board of Directors and auditors thereon:**

i. Voted in favour of the resolution

	Number of members voted through electronic voting system and physical mode	Number of vote cast (Shares)	% of total no of valid vote cast	
E-Voting	37	361948	100	
Ballot	41	105158239	100	
Total	78	105520187	100	

ii. Voted in against of the resolution

	Number of members voted through electronic voting system and physical mode	Number of vote cast (Shares)	% of total no of valid vote cast	
E-Voting	1	13484	100	
Ballot	Nil	Nil	Nil	
Total	1	13484	100	

**Resolution No. 2 – To declare Final dividend on equity shares @ 5% i.e. Rs. 0.05/ (Five Paisa) per share for the financial year ended March 31, 2016.**

i. Voted in favour of the resolution

	Number of members voted through electronic voting system and physical mode	Number of vote cast (Shares)	% of total no of valid vote cast	
E-Voting	37	361948	100	
Ballot	41	105158239	100	
Total	78	105520187	100	



ii. Voted in against of the resolution

	Number of members voted through electronic voting system and physical mode	Number of vote cast (Shares)	% of total no of valid vote cast
E-Voting	1	1	100
Ballot	NIL	NIL	NIL
Total	1	1	100

**Resolution No. 3 – To appoint a director Sh. Vivek Garg, Director who retires by rotation and being eligible, offers himself for reappointment.**

	Number of members voted through electronic voting system and physical mode	Number of vote cast (Shares)	% of total no of valid vote cast
E-Voting	35	361248	100
Ballot	30	411669	100
Total	65	772917	100

ii. Voted in against of the resolution

	Number of members voted through electronic voting system and physical mode	Number of vote cast (Shares)	% of total no of valid vote cast
E-Voting	2	14084	100
Ballot	NIL	NIL	NIL
Total	2	14084	100



**Resolution No. 4 –Appointment of Statutory Auditors of the Company and to fix their remuneration and to pass the resolution as an ordinary resolution.**

i. Voted in favour of the resolution

	Number of members voted through electronic voting system and physical mode	Number of vote cast (Shares)	% of total no of valid vote cast.
E-Voting	34	361148	100
Ballot	41	105158089	100
<b>Total</b>	<b>75</b>	<b>105519237</b>	<b>100</b>

ii. Voted in against of the resolution

	Number of members voted through electronic voting system and physical mode	Number of vote cast (Shares)	% of total no of valid vote cast.
E-Voting	2	14084	100
Ballot	Nil	Nil	Nil
<b>Total</b>	<b>2</b>	<b>14084</b>	<b>100</b>

**SPECIAL BUSINESSES**

**Resolution No. 5 – Ordinary Resolution under Section 148 of the Companies Act, 2013 to ratify and confirm remuneration of Cost Auditor as determined by the Board of Directors**

i. Voted in favour of the resolution

	Number of members voted through electronic voting system and physical mode	Number of vote cast (Shares)	% of total no of valid vote cast.
E-Voting	34	360448	100
Ballot	41	105158089	100
<b>Total</b>	<b>75</b>	<b>105518537</b>	<b>100</b>

ii. Voted in against of the resolution



	Number of members voted through electronic voting system and physical mode	Number of vote cast (Shares)	% of total no of valid vote cast.
E-Voting	3	14884	100
Ballot	NIL	NIL	100
Total	3	14884	100

**Resolution No. 6 – To rescind the ESOP Scheme, 2011 as determined by the Board of Directors.**

i. Voted in favour of the resolution

	Number of members voted through electronic voting system and physical mode	Number of vote cast (Shares)	% of total no of valid vote cast.
E-Voting	32	343238	100
Ballot	41	105158139	100
Total	73	105501377	100

ii. Voted in against of the resolution

	Number of members voted through electronic voting system and physical mode	Number of vote cast (Shares)	% of total no of valid vote cast.
E-Voting	5	17194	100
Ballot	NIL	NIL	NIL
Total	5	17194	100





**Resolution No. 7 – Special Resolution under Section 196 Rule 3 of the companies(appointment and remuneration of managerial personnel) Rules 2014 of the Companies Act,2013 appointment of Vikas Garg as a Managing Director**

i. Voted in favour of the resolution

	Number of members voted through electronic voting system and physical mode	Number of vote cast (Shares)	% of total no of valid vote cast
E-Voting	36	361848	100
Ballot	30	411669	100
Total	66	773517	100

ii. Voted in against of the resolution

	Number of members voted through electronic voting system and physical mode	Number of vote cast (Shares)	% of total no of valid vote cast.
E-Voting	1	13484	100
Ballot	NIL	NIL	NIL
Total	1	13484	100

- **Promoters being interested did not participate in the resolution.**

**Resolution No. 8 – Special Resolution under Section 152 Companies Act, 2013 and to appoint Mr. Vivek Garg as a Whole Time Director**

i. Voted in favour of the resolution

	Number of members voted through electronic voting system and physical mode	Number of vote cast (Shares)	% of total no of valid vote cast
E-Voting	35	361248	100
Ballot	30	411669	100
Total	65	772917	100





ii. Voted in against of the resolution

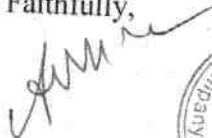
	Number of members voted through electronic voting system and physical mode	Number of vote cast (Shares)	% of total no. of valid vote cast
E-Voting	2	14084	100
Ballot	Nil	Nil	NIL
Total	2	14084	100

• Promoters being interested did not participate in the resolution.

As is evident from the aforementioned data, all the resolutions contained in the notice dated August, 2016 calling 31<sup>st</sup> Annual General Meeting of the Company have been duly passed with requisite majority.

The Register, all other papers and relevant records relating to electronic voting and physical mode shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same are handed over to the Company Secretary for safekeeping.

Thanking You,  
Yours Faithfully,



**Anil Kumar Popli**  
A.K. Popli and Company  
Practising Company Secretary  
FCS: 3387 CP: 2544  
Place: New Delhi  
Dated: 01.10.2016

Witness:

NAME - MAMTA RATURI  
1. ADD - T-30 A BUDH VIHAR PH-2  
Mamta

2. NAME - GEETANJALI RAWAT  
ADD. - 17C, KC-Block, Ashok Vihar, PH-1  
Geetanjali