

SPRS And Co.

COMPANY SECRETARIES

411, B Wing, 4th Floor, Kanara Business Center, Ghatkoper - Andheri Link Road, Behind Everest Garden's Bldg., Laxmi Nagar, Ghatkoper (E), Mumbai - 400 075.
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SCRUTINIZER'S COMBINED REPORT ON E-VOTING AND POLL

To,
The Chairman,
VXL Instruments Limited
No. 252, 5th Floor, Building No.2,
Solitaire Corporate Park,
Chakala Andheri (East),
Mumbai - 400093

Dear Sir(s)/ Madam,

Sub: Passing of Resolution through electronic and poll conducted at the 32st AGM of VXL Instruments Limited ("the Company") held on 19th September, 2018 at "Hall of Quest", Nehru Planetarium, Nehru Centre, Dr. Annie Besant Road, Worli, Mumbai - 400 018.

The 32nd Annual General Meeting of the Shareholders of **VXL Instruments Limited (the Co.)** held on Wednesday, 19th September, 2018 at 12.30 p.m. at "Hall of Quest", Nehru Planetarium, Nehru Centre, Dr. Annie Besant Road, Worli, Mumbai - 400 018.

The Board of Directors of **VXL Instruments Limited** ("The Company") had appointed me as Scrutinizer for the e-voting which commenced from Sunday, 16th September, 2018 (09.00 a.m. IST) and concluded on Tuesday, 18th September, 2018 (05.00 p.m. IST) as well as the Scrutinizer for the Poll held at the 32nd AGM of the Company on Wednesday, 19th September, 2018.

The Company had appointed National Securities Depository Limited (NSDL), as the Service Provider for extending the facility of electronic voting to the shareholders of the Company from Sunday, 16th September, 2018 (09.00 a.m. IST) and concluded on Tuesday, 18th September, 2018 (05.00 p.m. IST). M/s. Bigshare Services Pvt Ltd is the Registrar and Share Transfer Agent (RTA) for the Company. The e-voting results were unblocked by me on Wednesday, 19th September, 2018 in the presence of two witnesses. For further details kindly refer my Scrutinizer's report for e-voting dated 20th September, 2018 attached herewith.



At the 32nd AGM of the Company held on 19th September, 2018, the Chairman of the Company had suo moto called for a Poll to facilitate the members present in the meeting who could not participate in the e-voting to record their votes through the poll process. For further details kindly refer the Scrutinizer's report in form MGT-13 dated 20th September, 2018 attached herewith.

The result of the E-voting together with the Poll is as under:

Item no. of Notice	Particulars of Business	Votes in favour of the resolution		Votes against the resolution		Invalid Votes	
		Nos.	%	Nos.	%	Nos.	%
(a) Resolution No.1: As an Ordinary Resolution Adoption of the Audited financial statements of the Company for the year ended 31 st March, 2018, the Director's Report and Auditor's Report thereon.	E-voting	534	0.01	Nil	0	Nil	0
	Poll	89,51,841	99.99	Nil	0	Nil	0
	Total	89,52,375	100	Nil	0	Nil	0
(b) Resolution No.2: As an Ordinary Resolution Re-appointment of Mr. M. V. Shetty as a Director of the Company (DIN: 00515711).	E-voting	534	0.01	Nil	0	Nil	0
	Poll	89,51,841	99.99	Nil	0	Nil	0
	Total	89,52,375	100	Nil	0	Nil	0



(c) Resolution No.3: As an Ordinary Resolution Appointment of Mr. Arunkumar Bhuwania as a Director of the Company (DIN: 00387445).	E-voting	534	0.01	Nil	0	Nil	0
	Poll	89,51,841	99.99	Nil	0	Nil	0
	Total	89,52,375	100	Nil	0	Nil	0
(d) Resolution No.4: As an Ordinary Resolution Appointment of Mr. Rakesh Shridas Damani as a Director (DIN: 07580652).	E-voting	534	0.01	Nil	0	Nil	0
	Poll	89,51,841	99.99	Nil	0	Nil	0
	Total	89,52,375	100	Nil	0	Nil	0
(e) Resolution No.5: As an Ordinary Resolution Appointment of Mr. Rakesh Shridas Damani as an Independent Director (DIN: 07580652).	E-voting	532	0.01	2	100	Nil	0
	Poll	89,51,841	99.99	Nil	0	Nil	0
	Total	89,52,373	100	2	100	Nil	0
(f) Resolution No.6: As an Ordinary Resolution Appointment of Mr. Pranav Vikas Makharia as a Director (DIN: 03587980)	E-voting	534	0.01	Nil	0	Nil	0
	Poll	89,51,841	99.99	Nil	0	Nil	0
	Total	89,52,375	100	Nil	0	Nil	0

