



## **VIPPY SPINPRO LTD.**

14-A, Industrial Area, A.B. Road, Dewas 455 001 (M.P.) India. Phone: +91-7272-258251-52, Fax: +91-7272-400121  
Email: admin@vippyspinpro.com, Web : www.vippyspinpro.com

VSL/2025-26/725  
01<sup>st</sup> September, 2025

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

**Scrip Code: 514302**

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

Dear Sir/Madam,

This is with reference to 33<sup>rd</sup> Annual General Meeting of the Company held on Saturday, 30<sup>th</sup> day of August, 2025 at 11:30 AM., 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**

Pulkit Maheswari  
CS, Compliance Officer & CFO  
M.No. ACS 68690

**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

Ph. 0731-4094803 Fax: 0731-2560690

Mob.94250-56686

E-mail : csshilpeshdalal@gmail.com

### **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 33<sup>rd</sup> Annual General Meeting of the Company held on August 30, 2025 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 33<sup>rd</sup> Annual General Meeting ('AGM') of Vippy Spinpro Limited ('the Company'), 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 Ordinary Business (Item Nos. 1, 2, 3 & 6) and Special Business (Item No. 4 & 5) set forth in the Notice of the 33<sup>rd</sup> AGM of the Company held on Saturday, August 30, 2025 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, General Circular No. 02/2021 dated 13<sup>th</sup> January, 2021, Circular No. 02/2022 dated 05<sup>th</sup> May, 2022 followed by MCA Circular dated 28<sup>th</sup> December, 2022 (hereinafter collectively called as MCA Circulars), read along with SEBI Circular dated 5<sup>th</sup> January, 2023 and Circular No. 09/2023 dated September 25, 2023 and subsequent circulars issued in this regard, the latest being 09/2024 dated September 19, 2024 respectively, issued by Ministry of Corporate Affairs (MCA) (hereinafter referred to as "MCA Circulars") the Company held the 33<sup>rd</sup> AGM 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 12<sup>th</sup> May, 2020, 13<sup>th</sup> May, 2022, followed by MCA Circular dated 28<sup>th</sup> December, 2022 and 5<sup>th</sup> Jan, 2023, and Circular No.09/2023 dated September 25, 2023 and subsequent circulars issued in this regard, the latest being 09/2024 dated September 19, 2024 respectively, issued by Ministry of



Corporate Affairs (MCA) (hereinafter referred to as "MCA Circulars") Notice of the 33<sup>rd</sup> AGM along with Annual Report 2024-25 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 –CDSL /NSDL. The Company had completed their dispatch on August 06, 2025.

2. The cut-off date for e-voting was Saturday, August 23, 2025. As on cut-off date, **there were 8011 Share holders in the company**. 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 AGM) on the Ordinary Business (Item Nos. 1, 2, 3 & 6) and Special Business (Item No. 4 & 5) set forth in the Notice of 33<sup>rd</sup> AGM 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.10 each, fully paid-up.

The Company had engaged the services of CDSL as the Agency to provide facility for remote e-voting and e-voting during the AGM.

4. The remote e-voting commenced on Wednesday, 27th August 2025 at 09.00 A.M. and ended on Friday, 29th August, 2025 at 5.00 P.M.
5. Members who were present in the 33<sup>rd</sup> AGM through VC/OAVM and have not casted their vote through remote e-voting were allowed to vote through e-voting during the AGM.
6. After the conclusion of e-voting in the 33<sup>rd</sup> AGM, the votes cast through remote e-voting and e-voting during the AGM were unblocked in the presence of Ms. Marvi Budhwani and Ms. Avani Agrawal.
7. The requisite register has been maintained to record the assent or dissent received, mentioning the particulars of Name, Address, Folio No, DP ID, Client ID of the Members, No.of shares held by them, Nominal value of such shares.

56(Fifty Six) Members were present at the 33<sup>rd</sup> AGM through VC as per the Attendance Report generated through CDSL eVoting System and 73(Seventy Three)Share Holders participated in e-voting, holding total 39,26,856(Thirty Nine Lakh Twenty Six Thousand Eight Hundred and Fifty Six) Shares.

**The result of E-Voting is as under:**

**Item No. 1-Ordinary Resolution**

To receive, consider and adopt the Audited Financial Statement of the Company for the year ended March 31, 2025 and Reports of the Board of Directors and Auditors thereon,

- (I) Voted in favour of resolution:

Number of Members Voted	Number of votes cast by them (Shares)	% of total number of valid votes cast
73	3926856	100%





(II) Voted against the resolution:

Number of Members Voted)	Number of votes cast by them (Shares)	% of total number of valid votes cast
0	0	0%

(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- Ordinary Resolution**

Re-appointment of Shri Praneet Mutha (DIN- 00424250), who retire by rotation and being eligible, offer himself for re-appointment.

(I) Voted in favour of resolution:

Number of Members Voted	Number of votes cast by them (Shares)	% of total number of valid votes cast
73	3926856	100%

(II) Voted against the resolution:

Number of Members Voted)	Number of votes cast by them (Shares)	% of total number of valid votes cast
0	0	0%

(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-Ordinary Resolution**

To ratify the remuneration of Cost Auditors for the financial year ending 31st March 2026.

(I) Voted infavour of resolution:

Number of Members Voted	Number of votes cast by them (Shares)	% of total number of valid votes cast
73	3926856	100%





(II) Voted against the resolution:

Number of Members Voted)	Number of votes cast by them (Shares)	% of total number of valid votes cast
0	0	0%

(III) Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them (Shares)
0	0

**Item No. 4-Special Resolution**

Re-appointment of Shri Mangalore Maruthi Rao (DIN-00775060), as a Whole Time Director for a period of one (1) year w.e.f October 28, 2025.

(I) Voted in favour of resolution:

Number of Members Voted	Number of votes cast by them (Shares)	% of total number of valid votes cast
73	3926856	100%

(II) Voted against the resolution:

Number of Members Voted)	Number of votes cast by them (Shares)	% of total number of valid votes cast
0	0	0%

(III) Invalid Votes

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

**Item No. 5- Special Resolution**

To ratify the remuneration of Mr. Piyush Mutha, Managing Director (DIN: 00424206) with effect from April 1st, 2025.

(I) Voted in favour of resolution:

Number of Members Voted	Number of votes cast by them (Shares)	% of total number of valid votes cast
73	3926856	100%



(II) Voted against the resolution:

Number of Members Voted)	Number of votes cast by them (Shares)	% of total number of valid votes cast
0	0	0%

(III) Invalid Votes

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

#### Item No. 6- Ordinary Resolution

To appoint M/s. Shilpesh Dalal & Company, Company Secretaries as the Secretarial Auditor of the Company for a period of five (5) years, commencing on April 01<sup>st</sup> 2025, until March 31<sup>st</sup>, 2030.

(I) Voted in favour of resolution:

Number of Members Voted	Number of votes cast by them (Shares)	% of total number of valid votes cast
73	3926856	100%

(II) Voted against the resolution:

Number of Members Voted)	Number of votes cast by them (Shares)	% of total number of valid votes cast
0	0	0%

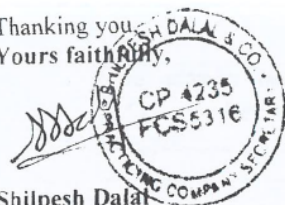
(III) Invalid Votes

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 Ordinary Resolutions (1, 2, 3 & 6) Special Resolution (4 & 5) have been passed with the requisite majority. Based on this report, the Company may declare the results of the 33<sup>rd</sup> AGM.

Thanking you,  
Yours faithfully,



Shilpesh Dalal  
Practicing Company Secretary  
FCS: 5316, CP: 4235  
UDIN: F005316G001128196  
Place: Indore  
Date: 01/09/2025  
Peer review CODE certificate no : 1833/2022

✓  
To be counter signed by the Chairman

Date: 01-09-2025

Venue: Dewas





**DETAILS OF SHARE AND VOTING RESULTS:**

Date of the Meeting	30 <sup>th</sup> August, 2025
Total number of shareholders on record date	8011, Shareholders as on 23.08.2025
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 56 Shareholders (through Video Conferencing) No Proxy
Promoters and Promoter Group:	6
Public	50



Agenda- wise disclosure

**ITEM NO.1: TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENT OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31" MARCH, 2025 AND REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON.**

Resolution required: (Ordinary/ Special)				Ordinary (Ordinary 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	100.00%	3908181	0	100.00%	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3908181	3908181	100.00%	3908181	0	100.00%	0
Public Institutions	E-Voting	1600	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1600	0	0	0	0	0	0
Public Non Institutions	E-Voting	1960219	18675	0.95%	18675	0	100.00%	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1960219	18675	0.95%	18675	0	100.00%	0
Total		5870000	3926856	66.89%	3926856	0	100.00%	0





**ITEM NO.2: TO APPOINT A DIRECTOR IN PLACE OF SHRI PRANEET MUTHA (DIN-00424250) WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT.**

Resolution required: (Ordinary/ Special)				Ordinary (Ordinary 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	100.00%	3908181	0	100.00%	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3908181	3908181	100.00%	3908181	0	100.00%	0
Public Institutions	E-Voting	1600	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1600	0	0	0	0	0	0
Public Non Institutions	E-Voting	1960219	18675	0.95%	18675	0	100.00%	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1960219	18675	0.95%	18675	0	100.00%	0
Total		5870000	3926856	66.89%	3926856	0	100.00%	0



*Lyush*



**ITEM NO.3: TO RATIFY THE REMUNERATION OF COST AUDITORS FOR THE FINANCIAL YEAR ENDING 31" MARCH, 2026.**

Resolution required: (Ordinary/ Special)				Ordinary (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	100.00%	3908181	0	100.00%	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3908181	3908181	100.00%	3908181	0	100.00%	0
Public Institutions	E-Voting	1600	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1600	0	0	0	0	0	0
Public Non Institutions	E-Voting	1960219	18675	0.95%	18675	0	100.00%	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1960219	18675	0.95%	18675	0	100.00%	0
Total		5870000	3926856	66.89%	3926856	0	100.00%	0



**ITEM NO.4: TO REAPPOINT SHRI MANGALORE MARUTHI RAO (DIN-00775060), AS A WHOLE TIME DIRECTOR FOR A PERIOD OF ONE (1) YEAR W.E.F OCTOBER 28<sup>th</sup> 2025.**

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	100.00%	3908181	0	100.00%	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3908181	3908181	100.00%	3908181	0	100.00%	0
Public Institutions	E-Voting	1600	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1600	0	0	0	0	0	0
Public Non Institutions	E-Voting	1960219	18675	0.95%	18675	0	100.00%	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1960219	18675	0.95%	18675	0	100.00%	0
Total		5870000	3926856	66.89%	3926856	0	100.00%	0





**ITEM NO.5: TO RATIFY THE REMUNERATION OF MR. PIYUSH MUTHA, MANAGING DIRECTOR (DIN: 00424206) WITH EFFECT FROM APRIL 1ST, 2025**

Resolution required: (Ordinary/ Special)				Special (Special Business)				
Whether promoter/ promoter group are interested in the agenda/resolution?				<del>NO</del> YES				
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	100.00%	3908181	0	100.00%	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3908181	3908181	100.00%	3908181	0	100.00%	0
Public Institutions	E-Voting	1600	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1600	0	0	0	0	0	0
Public Non Institutions	E-Voting	1960219	18675	0.95%	18675	0	100.00%	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1960219	18675	0.95%	18675	0	100.00%	0
Total		5870000	3926856	66.89%	3926856	0	100.00%	0





**ITEM NO.6: TO APPOINT M/S. SHILPESH DALAL & COMPANY, COMPANY SECRETARIES AS THE SECRETARIAL AUDITOR OF THE COMPANY FOR A PERIOD OF FIVE (5) YEARS, COMMENCING ON APRIL 01<sup>ST</sup> 2025, UNTIL MARCH 31<sup>ST</sup> 2030.**

Resolution required: (Ordinary/ Special)				Ordinary (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	100.00%	3908181	0	100.00%	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3908181	3908181	100.00%	3908181	0	100.00%	0
Public Institutions	E-Voting	1600	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1600	0	0	0	0	0	0
Public Non Institutions	E-Voting	1960219	18675	0.95%	18675	0	100.00%	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1960219	18675	0.95%	18675	0	100.00%	0
Total		5870000	3926856	66.89%	3926856	0	100.00%	0

Date: 01/09/2025

Place: Dewas

