

September 17, 2021

The Listing Department
Bombay Stock Exchange Limited
25th Floor, P J Towers Dalal Street
Mumbai, Maharashtra- 400001

Subject: Disclosure of Voting results of AGM (Regulation 44(3) of SEBI (LODR) Regulations, 2015

Reference: Vani Commercial Limited (Scrip Code: 538918)

Dear Sir/Madam,

This is with reference to the captioned subject, Intimation and Disclosure of Voting results of the 34th Annual General Meeting of the Company under Regulation 44(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, is enclosed herewith.

This is for your information and record.

Thanking You

Yours' Faithfully
FOR VANI COMMERCIALS LIMITED



MANISHA SHARMA
COMPANY SECRETARY AND COMPLIANCE OFFICER
M. NO. A58430
ADD: "AASTHA" LP-11C,
PITAMPURA, DELHI 110034

<u>VANI COMMERCIALS LIMITED</u>	
Date of Annual General Meeting	17 th September, 2021
Total number of shareholders as on Record Date (i.e. Friday, 10 th September, 2021- cut-off date)	734
No. of shareholders present in the meeting either in person or through proxy	No arrangement for a physical meeting or appointment of proxy was made as the AGM was held through Video Conferencing / Other Audio-Visual Means
Promoters and Promoter Group	
Public	
Number of Shareholders attended the meeting through video conferencing:	
Promoters and Promoter Group:	4
Public:	16
The mode of voting for all the resolutions was done through remote e-voting/ e-voting during the AGM.	

AGENDA-WISE DISCLOSURE								
Resolution No. 1		Approval and adoption of Audited Financial Statements and Reports thereon for the Financial Year ended 31st March, 2021 (Ordinary Resolution)						
Whether the promoter/ promoter 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
		1	2	(3) = [(2)/(1)]*100	4	5	(6) = [(4)/(2)]*100	(7) = [(5)/(2)]*100
Promoter and Promoter Group	Remote E-voting	235100	166200	70.69	166200	-	100	-
	Venue E-voting I		-	-	-	-	-	-
	Total		166200	70.69	166200	-	100	-
Public-Institutions	Remote E-voting		-	-	-	-	-	-
	Venue E-voting I		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-non-Institutions	Remote E-voting	3884700	487193	12.54	487190	3	100	-
	Venue E-voting I		22	0.00	22	-	100	-
	Total		487215	12.54	487212	3	100	-
TOTAL		4119800	653415	15.86	653412	3	100	-

Resolution No. 2:		Re-appointment of Mr. Mukesh Sukhija (DIN: 01038078), Director retiring by rotation (Ordinary Resolution)						
Whether the promoter/ promoter group are interested in the Agenda/ Resolution					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
		1	2	(3) = $\frac{[(2)/(1)]}{*100}$	4	5	(6) = $\frac{[(4)/(2)]}{*100}$	(7) = $\frac{[(5)/(2)]}{*100}$
Promoter and Promoter Group	Remote E-voting	235100	19000	8.08	19000	-	100	-
	Venue E-voting I		-	-	-	-	-	-
	Total		-	8.08	-	-	-	-
Public-Institutions	Remote E-voting	-	-	-	-	-	-	-
	Venue E-voting I		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-non-Institutions	Remote E-voting	3884700	487193	12.54	487190	3	100	-
	Venue E-voting I		22	0.00	22	-	100	-
	Total		487215	12.54	487212	3	100	-
TOTAL		4119800	506215	12.28	506212	3	100	-

Resolution No. 3:		Appointment of Mr. Manoj Kumar Pahwa as Independent Director (Ordinary Resolution)						
Whether the promoter/ promoter 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
		1	2	(3) = $\frac{[(2)/(1)]}{*100}$	4	5	(6) = $\frac{[(4)/(2)]}{*100}$	(7) = $\frac{[(5)/(2)]}{*100}$
Promoter and Promoter Group	Remote E-voting	235100	166200	70.69	166200	-	100	-
	Venue E-voting I		-	-	-	-	-	-
	Total		166200	70.69	166200	-	100	-
Public-Institutions	Remote E-	-	-	-	-	-	-	-

	voting							
	Venue E-voting I		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public- non-Institutions	Remote E-voting	3884700	487193	12.54	487190	3	100	-
	Venue E-voting I		22	0.0006	22	-	100	-
	Total		487215	12.54	487212	3	100	-
	TOTAL	4119800	653415	15.86	653412	3	100	-

Note: For the purpose of calculation of No. of votes polled, only the valid votes have been counted and no. of invalid votes had not been taken into account.

Thanking You

Yours' Faithfully

FOR VANI COMMERCIALS LIMITED



MANISHA SHARMA
COMPANY SECRETARY AND COMPLIANCE OFFICER
M. NO. A58430
ADD: "AASTHA" LP-11C,
PITAMPURA, DELHI 110034



A. K. NANDWANI & ASSOCIATES

Company Secretaries

125-126, B. D. Chambers, 10/54, D B. Gupta Road,
Karol Bagh, New Delhi - 110005 (INDIA)
Ph. : (O) 91-11-41548580 Telefax : 91-11-47528088
E-mail : info@aknassociates.in, aknconsult@gmail.com
Visit us : www.aknassociates.in

Date: 17/09/2021

To
Mr. Mukesh Sukhija
The Chairperson
VANI COMMERCIALS LIMITED
"AASTHA" LP-11C,
Pitampura, New Delhi-110034

Sub.: Scrutinizer's Report on the 'Remote E-voting' and 'E-Voting at the Meeting' in respect to the resolutions contained in the Notice of the 34th Annual General Meeting of VANI COMMERCIALS LIMITED held on Friday, 17th September, 2021 at 12:30 P.M. through Video Conferencing

Dear Sir,

Please find enclosed herewith the Scrutinizer's Report on the 'Remote E-voting' and 'E-Voting at the Meeting' in respect to the resolutions contained in the Notice of the 34th Annual General Meeting of Vani Commercials Limited held on Friday, 17th September, 2021 at 12:30 P.M. through Video Conferencing.

This is for your information and records.

Thanking You,

Yours Sincerely,
For A. K. Nandwani & Associates
Company Secretaries

Kavita
Kavita
(Partner)
FCS - 9115
COP - 10641



Encl: As Above



A. K. NANDWANI & ASSOCIATES

Company Secretaries

125-126, B. D. Chambers, 10/54, D.B. Gupta Road,
Karol Bagh, New Delhi - 110005 (INDIA)
Ph. : (O) 91-11-41548580 Telefax : 91-11-47528088
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Scrutinizer's Report

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

To,
Mr. Mukesh Sukhija, Chairperson of 34th Annual General Meeting,
VANI COMMERCIALS LIMITED
'AASTHA', LP-11C, Pitampura,
New Delhi 110034

Subject: Consolidated Scrutinizer's Report for passing of Resolutions through Remote E-Voting and voting through electronic Voting system at the 34th Annual General Meeting of the Members of Vani Commercials Limited ("the Company") held on Friday, September 17, 2021 at 12:30 P.M. through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM)

Dear Sir,

I, Kavita, Practicing Company Secretary, Partner of M/s A. K. Nandwani & Associates, Company Secretaries in whole-time practice, appointed by the Board of Directors of the Company at the meeting held on August 10, 2021 to act as the Scrutinizer in terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, for the purpose of scrutinizing the process of remote e-voting and electronic voting held during the 34th Annual General Meeting (AGM) of the Company held on September 17, 2021 through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM).

Management Responsibility

The Management of the Company is responsible to ensure the compliances with the requirements of the Companies Act, 2013 and Rules made there under and General Circular Nos. 14/2020, 17/2020, 20/2020, 39/2020 and 02/2021 dated April 08, 2020, April 13, 2020, May 05, 2020, December 31, 2020 and January 13, 2021 respectively, issued by the Ministry of Corporate Affairs (MCA) (hereafter referred to as "MCA Circulars") relating to remote e-voting and e-voting during the AGM on the resolutions contained in the AGM Notice dated August 10, 2021.

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Scrutinizer's Responsibility

Our Responsibility as Scrutinizer for the remote e-voting and e-voting during the AGM is restricted to make a Consolidated Scrutinizer's Report of the vote cast 'in favour' or 'against' the resolutions stated in the Notice of AGM dated August 10, 2021, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the agency engaged by the Company to provide remote e-voting facility and e-voting during the AGM.

I do hereby submit my report as follows:

1. All the Resolutions for consideration at the AGM were transacted through remote e-voting and also e-voting during the AGM, for which purpose the Board of Directors of the Company engaged the services of Central Depository Services (India) Limited (CDSL).
2. Members whose names were recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date i.e. September 10, 2021 were entitled to cast their votes by remote e-voting or e-voting during the AGM.
3. Voting through remote e-voting commenced at 9:00 A.M. on September 14, 2021 and end at 5:00 P.M. on September 16, 2021, and after which the remote e-voting was blocked by CDSL.
4. Facility of e-voting was provided during the AGM to those Members who did not cast their votes by remote e-voting prior to the AGM.
5. After Conclusion of Voting at the AGM, the votes cast through e-voting during the AGM and remote e-voting were unblocked on the same day at 01:00 P.M., in the presence of two witnesses, Mr. Ish Goel and Mr. Biswajeet Karar neither of whom are in employment of the Company.
6. Based on the report generated from CDSL's e-voting website www.evotingindia.com, which I have scrutinized, the consolidated results of voting are reported as under:

ORDINARY BUSINESS

Item No. 1 — As an Ordinary Resolution

To receive, consider and adopt the Audited Financial Statements for the Financial Year ended 31st March, 2021 including the Reports of the Auditors and the Board of Directors thereon.

CR

	Remote e-voting		E-voting during the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted	Number of Shares for which votes Cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of	38	653390	3	22	41	653412	100
Voted against the	3	3	-	-	3	3	0
Total	41	653393	3	22	44	653415	100

Based on the aforesaid results, Ordinary Resolution as contained in Item No. 1 of the AGM Notice of the Company dated August 10, 2021 has been passed with Requisite Majority.

Item No. 2 — As an Ordinary Resolution

To appoint a Director in place of Mr. Mukesh Sukhija (DIN: 01038078), who retires by rotation and being eligible, offers himself for re-appointment.

	Remote e-voting		E-voting during the AGM		Consolidated voting results		
	Number of	Number of	Number of	Number of	Total number of	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
	Members who voted	Shares for which votes	Members who voted	Shares for which votes	Members who voted		
		Cast		Cast			
Voted in favour of the resolution	35	506190	3	22	38	506212	100
Voted against the Resolution	3	3	-	-	3	3	0
Total	38	506193	3	22	41	506215	100

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Note: for the purpose of calculation of No. of votes polled, only the valid votes have been counted and no. of invalid votes had not been taken into account.

#Except Mr. Mukesh Sukhija and his relatives, none of the other Directors/ Key Managerial Personnel of the Company /their relative are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 2.

Based on the aforesaid results, Ordinary Resolution as contained in Item No. 2 of the AGM Notice of the Company dated August 10, 2021 has been passed with Requisite Majority.

Item No. 3 — As an Ordinary Resolution

Appointment of Mr. Manoj Kumar Pahwa as Director (Independent Director)

	Remote e-voting		E-voting during the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted	Number of Shares for which votes Cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	38	653390	3	22	41	653412	100
Voted against the Resolution	3	3	-	-	3	3	0
Total	41	653393	3	22	44	653415	100

#Except Mr. Manoj Kumar Pahwa and his relatives, none of the other Directors/ Key Managerial Personnel of the Company /their relative are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 3.

Based on the aforesaid results, Ordinary Resolution as contained in Item No. 3 of the AGM Notice of the Company dated August 10, 2021 has been passed with Requisite Majority.

7. Twenty (20) members were present in person and all the resolutions are passed with requisite majority.



8. All the relevant records shall remain in my safe custody until the Chairperson of the Meeting considers, approves and signs the minutes of the 34th Annual General Meeting and the same shall be handed over thereafter to the Chairperson or Company Secretary of the Company for safe keeping.

Thanking you,

Yours faithfully,

For A. K. Nandwani & Associates

(Kavita)

Partner

M. No.: F9115

C.P. No.: 10641

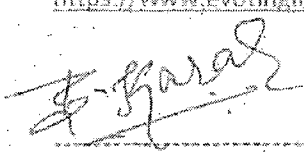
UDIN: F009115C000963354




Place: New Delhi

Date: 17.09.2021

We the undersigned, have witnessed that the votes cast through remote e-voting and e-voting during the AGM were unblocked from CDSL's e-voting website <https://www.evotingindia.com/> in our presence on September 17, 2021 at 01:10 P.M.


Name: Biswajeet Kumar
Address: C-295, New Ashok
Nagar, Delhi-110026


Name: Ish Goll
Address: 1899, RANI BAGH,
NEW DELHI-110034

Counter Signed by the Chairperson

Signature: 