

Date: 21st September, 2018

To,
BSE Limited
Phirose Jeejeebhoy Towers
Dalal Street, Fort.
Mumbai – 400001

Dear Sir/Madam,

Subject : Scrutinizer Report and the voting results of Annual General Meeting (including E-voting) as per format prescribed under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirement) 2015 .

We herewith enclosed the Scrutinizer Report and Voting Results of Annual General Meeting (including E-voting) as per format prescribed under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirement) 2015.

Please note that the resolutions have been passed with requisite majority as per applicable Laws.

This is for your information, record and necessary action. Kindly acknowledge Receipt.

Thanks and Regards.

For Vishal Fabrics Limited

Deepak Vyas
Company Secretary





307, Abhijyot Square, B/h. Divya Bhaskar,
S. G. Highway, Ahmedabad - 380 051, Gujarat, India.
Contact : +91-79-489 44 6 55 E-mail : csjatin@hotmail.com

K. JATIN & Co.
COMPANY SECRETARIES

FORM NO. MGT.13

Report of Scrutinizer(s)

**[Pursuant to rule section 109 of the Companies Act, 2013
and rule 21(2) of the
Companies (Management and Administration) Rules, 2014]**

To,
The Chairman,
Annual General Meeting of the Members
of **VISHAL FABRICS LIMITED** ("the
Company") held on Thursday, 20th
September, 2018 at 03:00 P.M. at
Chiripal Baunglow, Beside Hira Rupa
Hall, Opposite Landmark Hotel, Bopal,
Ambli Road, Ahmedabad - 380058

Dear Sir,

I, Jatin Kapadia, Company Secretary,
appointed as scrutinizer for purpose of the poll taken on
the below mentioned resolution at Chiripal Baunglow,
Beside Hira Rupa Hall, Opposite Landmark Hotel, Bopal,
Ambli Road, Ahmedabad - 380058, meeting of the Members of
the Company, held on Thursday, 20th September, 2018 at
03:00 P.M. submit my report as under:

1. After the time fixed for closing of the poll by the
Chairman, 1 (One) ballot box kept for polling were
locked in my presence with due identification marks
placed by me.



2. The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by Registrar and Transfer Agents of the Company.

3. There were no incomplete and/or which otherwise found defective ballot paper.

4. The result of the Poll is as under:-

a. Resolution No. 1:-

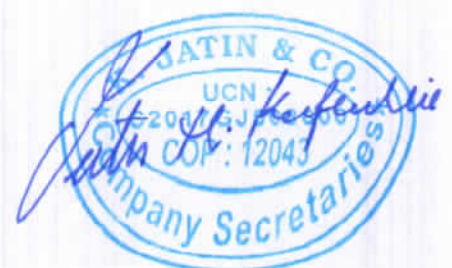
Re: To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2018, together with the reports of the Board of Directors and the Auditors thereon:-

(i) Voted **in favour** of the resolution;

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
01	3706	100%

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
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(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
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b. Resolution No. 2:-

Re: To appoint a Director in place of Mr. Brijmohan D. Chiripal (DIN: 00290426), who retires by rotation and being eligible for re-appointment:-

(i) Voted **in favour** of the resolution;

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
01	3706	100%

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
--	--	--

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
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c. Resolution No. 3:-

Re: To appoint the Statutory Auditors and to fix their remuneration:-

(i) Voted **in favour** of the resolution;

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
01	3706	100%

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
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(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
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d. Resolution No. 4:-

Re: RATIFICATION AND APPROVAL OF REMUNERATION OF COSTAUDITORS:-

(i) Voted **in favour** of the resolution;

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
01	3706	100%



(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
--	--	--

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
--	--

e. Resolution No. 5:-

Re: APPOINTMENT OF MR. PONNUSMAYRAJA (DIN:08013737) AS WHOLE TIME DIRECTOR OF THE COMPANY:-

(i) Voted in **favour** of the resolution;

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
01	3706	100%

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
--	--	--



(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
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f. Resolution No. 6:-

Re: INCREASE IN NRI INVESTMENT LIMIT FROM 10% TO 24% OF THE PAID-UP CAPITAL OF THE COMPANY:-

(i) Voted **in favour** of the resolution;

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
01	3706	100%

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
--	--	--

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
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g. Resolution No. 7:-

Re: INCREASE IN THE LIMIT OF FOREIGN INSTITUTIONAL INVESTORS FROM 24% TO 49% OF THE PAID-UP CAPITAL OF THE COMPANY:-

(i) Voted **in favour** of the resolution;

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
01	3706	100%

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
--	--	--

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
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5. The list of equity shareholders who voted "FOR", "AGAINST" is enclosed. And None of the votes were declared invalid.
6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.

Thanking you,

K. JATIN & Co.,
(Company Secretary)
(UCN: S2017GJ508600)



Jatin H. Kapadia
per Jatin Kapadia
Company Secretary
COP: 12043

PLACE: Ahmedabad
DATE: 20th September, 2018



307, Abhijyot Square, B/h. Divya Bhaskar,
S. G. Highway, Ahmedabad - 380 051, Gujarat, India.
Contact : +91-79-489 44 6 55 E-mail : csjatin@hotmail.com

K. JATIN & Co.

COMPANY SECRETARIES

REPORT OF SCRUTINIZER ON E - VOTING

To,
The Chairman,
Annual General Meeting of the Members
of

VISHAL FABRICS LIMITED ("the Company")
held on Thursday, 20th September, 2018
at 03:00 P.M. at Chiripal Baunglow,
Beside Hira Rupa Hall, Opposite
Landmark Hotel, Bopal, Ambli Road,
Ahmedabad - 380058

Ref : Annual General Meeting (AGM) held on Thursday, 20th
September, 2018 at 03:00 P.M.

Re: Scrutinizer's Report on e-voting conducted pursuant to the
provisions of Section 108 of the Companies Act, 2013 ("the
Act") read with Rule 20 of the Companies (Management and
Administration) Rules, 2014.

Dear Sir,

I, Jatin Kapadia, Company Secretary, have been appointed
as the Scrutinizer by the Board of Directors of the Company
pursuant to Section 108 of the Companies Act, 2013 read with
Rule 20 of the Companies (Management and Administration) Rules,
2014, to conduct the electronic voting process held between
Monday, 17th September, 2018 (9.00 a.m.) to Wednesday, 19th
September, 2018 (5.00 p.m.).

The Notice dated 14th August, 2018 convening Annual General
Meeting (AGM) of the Company along with Statement setting out
material facts under Section 102 of the Companies Act, 2013 were
sent to the Shareholders in respect of the below mentioned
resolution(s) to be passed at the said AGM of the Company to

Jatin Kapadia

be held on Thursday, 20th September, 2018 at 03:00 P.M. at the Registered Office of the Company at Chiripal Baunglow, Beside Hira Rupa Hall, Opposite Landmark Hotel, Bopal, Ambli Road, Ahmedabad - 380058.

The Company has availed the e-voting facility offered by **Central Depository Services (India) Limited** ("CDSL") for conducting e-voting by the Shareholders of the Company.

The Shareholders of the Company holding shares as on the "cutoff" date Friday, 14th September, 2018, were entitled to vote on the proposed resolution as set out in the Notice of the AGM of the Company.

The voting period for e-voting commenced on Monday, 17th September, 2018 (9.00 a.m.) to Wednesday, 19th September, 2018 (5.00 p.m.) and the CDSL e-voting platform was blocked thereafter and the votes cast under e-voting facility were then unblocked in the presence of following two witnesses not being in the employment of the Company:

1. Mr. Viral Patel

2. Ms. Disha Patel

I have scrutinized and reviewed the voting through electronic means and votes tendered therein based on the data downloaded from the CDSL e-voting system.

I now submit the Report as under on the result of the voting through electronic means in respect of the said Resolutions.

1. Resolution No. 1:-

Re: To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2018, together with the reports of the Board of Directors and the Auditors thereon:-



(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
31	3,21,55,224	100%

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
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(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
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Resolution No. 2:-

Re: To appoint a Director in place of Mr. Brijmohan D. Chiripal (DIN: 00290426), who retires by rotation and being eligible for re-appointment:-

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
31	3,21,55,224	100%



(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
--	--	--

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
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Resolution No. 3:-

Re: To appoint the Statutory Auditors and to fix their remuneration:-

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
31	3,21,55,224	100%

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
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K. Jatin & Co.
Chartered Accountants
UCN: S2017GJ58860
P: 1043
Company Secretaries

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
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Resolution No. 4:-

Re: Ratification And Approval Of Remuneration Of Cost auditors:-

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
31	3,21,55,224	100%

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
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(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
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Resolution No. 5:-

**Re: Appointment Of Mr.Ponnusmayraja (DIN:08013737) As
Wholetime Director Of The Company:-**

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
31	3,21,55,224	100%

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
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(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
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Resolution No. 6:-

**Re: Increase In NRI Investment Limit From 10% To 24% Of The
Paid-Up Capital Of The Company:-**

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
31	3,21,55,224	100%



(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
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(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
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Resolution No. 7:-

Re: Increase In The Limit Of Foreign Institutional Investors From 24% To 49% Of The Paid-Up Capital Of The Company:-

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
31	3,21,55,224	100%

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
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(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
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The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid AGM and the same will be handed over to the Company.

Thanking you,

K. JATIN & Co.,
(Company Secretary)
(UCN: S2017GJ508600)



Jatin H. Kapadia
per Jatin Kapadia
Company Secretary
COP: 12043

PLACE: Ahmedabad
DATE: 20.09.2018



307, Abhijyot Square, B/h. Divya Bhaskar,
S. G. Highway, Ahmedabad - 380 051, Gujarat, India.

Contact : +91-79-489 44 6 55 E-mail : csjatin@hotmail.com

K. JATIN & Co.

**REPORT OF SCRUTINIZER - COMBINED
(ON E-VOTING & POLL) COMPANY SECRETARIES**

Date:- 20.09.2018

To,
The Chairman,
Annual General Meeting of the Members
of
VISHAL FABRICS LIMITED ("the Company")
held on Thursday, 20th September, 2018
at 03:00 P.M. at Chiripal Baunglow,
Beside Hira Rupa Hall, Opposite
Landmark Hotel, Bopal, Ambli Road,
Ahmedabad - 380058

Ref : Annual General Meeting (AGM) held on Thursday, 20th
September, 2018 at 03:00 P.M.

Dear Sir,

I, Jatin Kapadia, Company Secretary, have been appointed as the Scrutinizer by the Board of Directors of the Company pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, to conduct the electronic voting process held between Monday, 17th September, 2018 (9.00 a.m.) to Wednesday, 19th September, 2018 (5.00 p.m.).

The Chairman of the AGM on Poll under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 on the Resolutions contained in the Notice of AGM of the members of the Company, held on Thursday, 20th September, 2018 at 03:00 P.M. at Chiripal Baunglow, Beside Hira Rupa Hall, Opposite Landmark Hotel, Bopal, Ambli Road, Ahmedabad - 380058.



Based on the data downloaded from the Official website of the **Central Depository Services (India) Limited ("CDSL")** for the E-Voting process and Poll taken at AGM, I now submit combined report (E-Voting and Poll) as under:

Resolution No. 1:-

Re: To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2018, together with the reports of the Board of Directors and the Auditors thereon:-

(i) Voted in favour of the resolution:

Number of members voted in e-Voting	Number of Votes Cast (Shares) - e-Voting	Number of Members/ Proxies voted - Poll	Number of Votes Cast (Shares) - Poll	Total Number of Vote Cast Through e-Voting and Poll	% of Total Number of Valid Votes Cast
31	3,21,55,224	---	01	3,21,58,930	100%

(ii) Voted **against** the resolution:

Number of members voted in e-Voting	Number of Votes Cast (Shares) - e-Voting	Number of Members/ Proxies voted - Poll	Number of Votes Cast (Shares) - Poll	Total Number of Vote Cast Through e-Voting and Poll	% of Total Number of Valid Votes Cast
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(iii) Invalid votes:

Number of members voted in e-Voting	Number of Votes Cast (Shares) - e-Voting	Number of Members/ Proxies voted - Poll	Number of Votes Cast (Shares) - Poll	Total Number of Vote Cast Through e-Voting and Poll
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Resolution No. 2:-

Re: To appoint a Director in place of Mr. Brijmohan D. Chiripal (DIN: 00290426), who retires by rotation and being eligible for re-appointment:-

(i) Voted in favour of the resolution:

Number of members voted in e-Voting	Number of Votes Cast (Shares) - e-Voting	Number of Members/ Proxies voted - Poll	Number of Votes Cast (Shares) - Poll	Total Number of Vote Cast Through e-Voting and Poll	% of Total Number of Valid Votes Cast
31	3,21,55,224	---	01	3,21,58,930	100%

(ii) Voted against the resolution:

Number of members voted in e-Voting	Number of Votes Cast (Shares) - e-Voting	Number of Members/ Proxies voted - Poll	Number of Votes Cast (Shares) - Poll	Total Number of Vote Cast Through e-Voting and Poll	% of Total Number of Valid Votes Cast
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(iii) Invalid votes:

Number of members voted in e-Voting	Number of Votes Cast (Shares) - e-Voting	Number of Members/ Proxies voted - Poll	Number of Votes Cast (Shares) - Poll	Total Number of Vote Cast Through e-Voting and Poll
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Resolution No. 3:-

Re: To appoint the Statutory Auditors and to fix their remuneration:-

(i) Voted in favour of the resolution:

Number of members voted in e-Voting	Number of Votes Cast (Shares) - e-Voting	Number of Members/ Proxies voted - Poll	Number of Votes Cast (Shares) - Poll	Total Number of Vote Cast Through e-Voting and Poll	% of Total Number of Valid Votes Cast
31	3,21,55,224	---	01	3,21,58,930	100%

(ii) Voted against the resolution:

Number of members voted in e-Voting	Number of Votes Cast (Shares) - e-Voting	Number of Members/ Proxies voted - Poll	Number of Votes Cast (Shares) - Poll	Total Number of Vote Cast Through e-Voting and Poll	% of Total Number of Valid Votes Cast
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(iii) Invalid votes:

Number of members voted in e-Voting	Number of Votes Cast (Shares) - e-Voting	Number of Members/ Proxies voted - Poll	Number of Votes Cast (Shares) - Poll	Total Number of Vote Cast Through e-Voting and Poll
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K. Jatin & Co.
Chartered Accountants
UCN : 92017GJ508600
COP : 12043
Company Secretary

Resolution No. 4:-

Re: Ratification And Approval Of Remuneration Of Cost auditors:-

(i) Voted in favour of the resolution:

Number of members voted in e-Voting	Number of Votes Cast (Shares) - e-Voting	Number of Members/ Proxies voted - Poll	Number of Votes Cast (Shares) - Poll	Total Number of Vote Cast Through e-Voting and Poll	% of Total Number of Valid Votes Cast
31	3,21,55,224	---	01	3,21,58,930	100%

(ii) Voted against the resolution:

Number of members voted in e-Voting	Number of Votes Cast (Shares) - e-Voting	Number of Members/ Proxies voted - Poll	Number of Votes Cast (Shares) - Poll	Total Number of Vote Cast Through e-Voting and Poll	% of Total Number of Valid Votes Cast
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(iii) Invalid votes:

Number of members voted in e-Voting	Number of Votes Cast (Shares) - e-Voting	Number of Members/ Proxies voted - Poll	Number of Votes Cast (Shares) - Poll	Total Number of Vote Cast Through e-Voting and Poll
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K. Jatin & Co.
UCN: S2017GJ508600
COP: 12043
Company Secretaries
Chait H. K. Kulkarni

Resolution No. 5:-

**Re: Appointment Of Mr.Ponnusmayraja (DIN:08013737) As
Wholetime Director Of The Company:-**

(i) Voted in favour of the resolution:

Number of members voted in e-Voting	Number of Votes Cast (Shares) - e-Voting	Number of Members/ Proxies voted - Poll	Number of Votes Cast (Shares) - Poll	Total Number of Vote Cast Through e-Voting and Poll	% of Total Number of Valid Votes Cast
31	3,21,55,224	---	01	3,21,58,930	100%

(ii) Voted against the resolution:

Number of members voted in e-Voting	Number of Votes Cast (Shares) - e-Voting	Number of Members/ Proxies voted - Poll	Number of Votes Cast (Shares) - Poll	Total Number of Vote Cast Through e-Voting and Poll	% of Total Number of Valid Votes Cast
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(iii) Invalid votes:

Number of members voted in e-Voting	Number of Votes Cast (Shares) - e-Voting	Number of Members/ Proxies voted - Poll	Number of Votes Cast (Shares) - Poll	Total Number of Vote Cast Through e-Voting and Poll
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K. Jatin & Co.
Company Secretaries
UCN: S2017GJ508600
COP: 12043
Jati H. K. K. K.

Resolution No. 6:-

Re: Increase In NRI Investment Limit From 10% To 24% Of The Paid-Up Capital Of The Company:-

(i) Voted in favour of the resolution:

Number of members voted in e-Voting	Number of Votes Cast (Shares) - e-Voting	Number of Members/ Proxies voted - Poll	Number of Votes Cast (Shares) - Poll	Total Number of Vote Cast Through e-Voting and Poll	% of Total Number of Valid Votes Cast
31	3,21,55,224	---	01	3,21,58,930	100%

(ii) Voted against the resolution:

Number of members voted in e-Voting	Number of Votes Cast (Shares) - e-Voting	Number of Members/ Proxies voted - Poll	Number of Votes Cast (Shares) - Poll	Total Number of Vote Cast Through e-Voting and Poll	% of Total Number of Valid Votes Cast
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(iii) Invalid votes:

Number of members voted in e-Voting	Number of Votes Cast (Shares) - e-Voting	Number of Members/ Proxies voted - Poll	Number of Votes Cast (Shares) - Poll	Total Number of Vote Cast Through e-Voting and Poll
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Atul H. Kufreeli

Resolution No. 7:-

**Re: Increase In The Limit Of Foreign Institutional Investors
From 24% To 49% Of The Paid-Up Capital Of The Company:-**

(i) Voted **in favour** of the resolution:

Number of members voted in e-Voting	Number of Votes Cast (Shares) - e-Voting	Number of Members/ Proxies voted - Poll	Number of Votes Cast (Shares) - Poll	Total Number of Vote Cast Through e-Voting and Poll	% of Total Number of Valid Votes Cast
31	3,21,55,224	---	01	3,21,58,930	100%

(ii) Voted **against** the resolution:

Number of members voted in e-Voting	Number of Votes Cast (Shares) - e-Voting	Number of Members/ Proxies voted - Poll	Number of Votes Cast (Shares) - Poll	Total Number of Vote Cast Through e-Voting and Poll	% of Total Number of Valid Votes Cast
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(iii) Invalid votes:

Number of members voted in e-Voting	Number of Votes Cast (Shares) - e-Voting	Number of Members/ Proxies voted - Poll	Number of Votes Cast (Shares) - Poll	Total Number of Vote Cast Through e-Voting and Poll
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Vote casted in both E-voting and Poll at the AGM by the same shareholder are considered as Invalid and only the votes casted in E-voting are taken into account in respect of such shareholder.



RESULT

As the number of votes cast in favour of the resolution was more than the number of votes cast against, I report that the Resolutions with regard to Item no.1 to 7 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

The list of equity shareholders who voted "FOR", "AGAINST" is enclosed. And none of the votes were declared invalid for resolution.

The e-Voting and poll papers and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.

Thanking you,



K. JATIN & Co.,
(Company Secretary)
(UCN: S2017GJ508600)

Jatin H. Kapadia
per Jatin Kapadia

Company Secretary
COP: 12043

PLACE: Ahmedabad

DATE:

Encl.: A/A

E-VOTING COMPUTATION

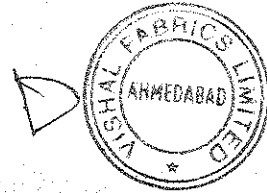
Sr. No.	Name of Shareholders	Client ID/DP ID/Folio No.	No of Vote Cast	Resolution Nos. 1 to 7		
				Favour	Against	No Vote
1	RONAK B AGARWAL	1203330000195795	48,000	48,000	-	-
2	CHIRIPAL EXIM LLP	1203330000330496	14,80,334	14,80,334	-	-
3	MANUJ CHIRIPAL	1203330000706458	21,25,985	21,25,985	-	-
4	VEDPRAKASH CHIRIPAL	1203330000867035	14,22,933	14,22,933	-	-
5	PRITIDEVI B CHIRIPAL	1203380000152258	7,58,666	7,58,666	-	-
6	VISHAL V CHIRIPAL	IN30132110049603	4,64,888	4,64,888	-	-
7	SALOO J. AGARWAL	IN30132110079329	96,000	96,000	-	-
8	SHIWANI V. CHIRIPAL	IN30132110079337	1,44,000	1,44,000	-	-
9	RONAK B AGARWAL	IN30132110313176	3,71,334	3,71,334	-	-
10	NISHI J AGARWAL	IN30132110313184	1,44,000	1,44,000	-	-
11	VEDPRAKASH DEVKINANDAN CHIRIPAL	IN30132110604678	48,000	48,000	-	-
12	CHIRIPAL INDUSTRIES LIMITED	IN30132110681375	1,27,32,000	1,27,32,000	-	-
13	NARENDRA AMBALAL	IN30148510021652	1	1	-	-
14	KIRAN NARENDRAKUMAR	IN30148510226662	1	1	-	-
15	SHREYA NARENDRA JAIN	IN30148510825195	1	1	-	-
16	SANKET NARENDRA JAIN	IN30148510846417	1	1	-	-
17	AAYUSHI JAIPRAKASH AGARWAL	IN30246110611598	2,96,000	2,96,000	-	-
18	BRIJMOHAN D CHIRIPAL	IN30246110611643	2,86,000	2,86,000	-	-
19	NITIKA DEEPAK CHIRIPAL	IN30246110611651	2,96,000	2,96,000	-	-
20	JAIPRAKASH D CHIRIPAL	IN30246110612100	2,96,000	2,96,000	-	-
21	JYOTIPRASAD D CHIRIPAL	IN30246110612126	2,96,000	2,96,000	-	-
22	CHIRIPAL EXIM LLP	IN30246110613178	13,19,633	13,19,633	-	-
23	NANDAN CORPORATION LLP	IN30246110613469	19,12,897	19,12,897	-	-
24	DEEPAK J CHIRIPAL	IN30246110668859	3,36,000	3,36,000	-	-
25	SHANTI EXPORTS PVT LTD	IN30246110668883	9,19,390	9,19,390	-	-
26	PRIYANKA BRIJMOHAN CHIRIPAL	IN30246110668891	80,000	80,000	-	-
27	MANJUDEVI JAIPRAKASH CHIRIPAL	IN30246110712344	10,24,000	10,24,000	-	-
28	URMILADEVI JYOTIPRASAD CHIRIPAL	IN30292710182995	7,36,000	7,36,000	-	-
29	SAVITRIDEVI V CHIRIPAL	IN30292710183051	10,79,110	10,79,110	-	-
30	TRIPOLI MANAGEMENT PRIVATE LIMITED	IN30310810154526	18,70,050	18,70,050	-	-
31	DEVKINANDAN CORPORATION LLP	IN30310810171149	15,72,000	15,72,000	-	-
Total----->			3,21,55,224	3,21,55,224		





In terms of Regulations 44 (3) of SEBI (Listing Obligations and Disclosure Requirement) 2015, the Results of Annual General Meeting (including E-voting) are detailed below :

Sr No.	Particulars	Details
1	Date of the AGM	20/09/2018
2	Total Number of Shareholders on Record Date	1059
3	Number of Shareholders present in the Meeting either in person or through proxy : Promoters and Promoter Group :14 Public :5	19
4	No. of Shareholders who attend the meeting through video conferencing : Promoters and Promoter Group : Public :	0



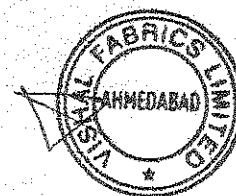
Vishal Fabrics Limited
(Formerly known as Vishal Fabrics Private Limited)
Corporate Identity Number: U17110GJ1985PLC008206

Corporate Office :
Chiripal House, Near Shivranjani
Cross Roads, Satellite, Ahmedabad - 380015,
Gujarat, India | Ph.: 079-26734660/2/3
Email : info@vishalfabricsltd.com

Registered Office :
Ranipur, Narol Road,
Ahmedabad-382405, Gujarat, India.
Ph.: 079-25353977/78/79/80
Website : www.vishalfabricsltd.com

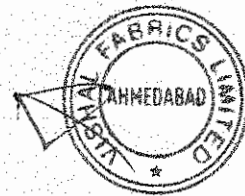
1. TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2018, TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS AND THE AUDITORS THEREON.

Resolution Required: (Ordinary/Special)				Ordinary				
Whether Promoter/ Promoter Groups are interested in Agenda/ Resolution?				No				
Particulars	Mode of voting	No of shares held	No of votes polled	% of shares polled on outstanding shares	Number of votes in favour	Number of votes against	% of votes in favour on votes polled	% of votes polled in against
		1	2	3=(2/1)*100	4	5	6=(4/2)*100	7=(5/2)*100
PROMOTER AND PROMOTER GROUP	E-voting	32155220	32155220	100	32155220	0	100	0
	Poll		0	0	0	0	0	
	Postal Ballot		0	0	0	0	0	
	Sub Total	32155220	32155220	100	32155220	0	100	0
PUBLIC INSTITUTIONS	E-voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	
	Postal Ballot		0	0	0	0	0	
	Sub Total	0	0	0	0	0	0	0
PUBLIC-NON INSTITUTIONS	E-voting	3710	4	0.1078	4	0	100	0
	Poll		3706	99.8922	3706	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Sub Total	3710	3710	100	3710	0	100	0
GRAND TOTAL		32158930	32158930	100	32158930	0	100	0



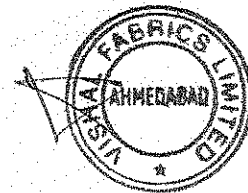
2. TO APPOINT A DIRECTOR IN PLACE OF MR. BRIJMOHAN D. CHIRIPAL (DIN: 00290426), WHO RETIRES BY ROTATION AND BEING ELIGIBLE OFFERS HIMSELF FOR RE-APPOINTMENT.

Resolution Required: (Ordinary/Special)				Ordinary				
Whether Promoter/ Promoter Groups are interested in Agenda/ Resolution?				No				
Particulars	Mode of voting	No of shares held	No of votes polled	% of shares polled on outstanding shares	Number of votes in favour	Number of votes against	% of votes in favour on votes polled	% of votes polled in against
		1	2	3=(2/1)*100	4	5	6=(4/2)*100	7=(5/2)*100
PROMOTER AND PROMOTER GROUP	E-voting	32155220	32155220	100	32155220	0	100	0
	Poll		0	0	0	0	0	
	Postal Ballot		0	0	0	0	0	
	Sub Total	32155220	32155220	100	32155220	0	100	0
PUBLIC INSTITUTIONS	E-voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	
	Postal Ballot		0	0	0	0	0	
	Sub Total	0	0	0	0	0	0	0
PUBLIC-NON INSTITUTIONS	E-voting	3710	4	0.1078	4	0	100	0
	Poll		3706	99.8922	3706	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Sub Total	3710	3710	100	3710	0	100	0
GRAND TOTAL		32158930	32158930	100	32158930	0	100	0



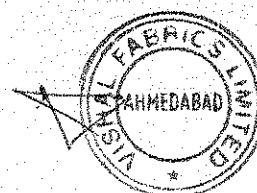
3. TO APPOINT THE STATUTORY AUDITORS AND TO FIX THEIR EMUNERATION

Resolution Required: (Ordinary/Special)				Ordinary				
Whether Promoter/ Promoter Groups are interested in Agenda/ Resolution?		No						
Particulars	Mode of voting	No of shares held	No of votes polled	% of shares polled on outstanding shares	Number of votes in favour	Number of votes against	% of votes in favour on votes polled	% of votes polled in against
		1	2	3=(2/1)*100	4	5	6=(4/2)*100	7=(5/2)*100
PROMOTER AND PROMOTER GROUP	E-voting	32155220	32155220	100	32155220	0	100	0
	Poll		0	0	0	0	0	
	Postal Ballot		0	0	0	0	0	
	Sub Total	32155220	32155220	100	32155220	0	100	0
PUBLIC INSTITUTIONS	E-voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	
	Postal Ballot		0	0	0	0	0	
	Sub Total	0	0	0	0	0	0	0
PUBLIC-NON INSTITUTIONS	E-voting	3710	4	0.1078	4	0	100	0
	Poll		3706	99.8922	3706	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Sub Total	3710	3710	100	3710	0	100	0
GRAND TOTAL		32158930	32158930	100	32158930	0	100	0



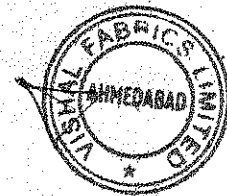
4. RATIFICATION AND APPROVAL OF REMUNERATION OF COST AUDITORS

Resolution Required: (Ordinary/Special)		Ordinary						
Whether Promoter/ Promoter Groups are interested in Agenda/ Resolution?		No						
Particulars	Mode of voting	No of shares held	No of votes polled	% of shares polled on outstanding shares	Number of votes in favour	Number of votes against	% of votes in favour on votes polled	% of votes polled in against
		1	2	3=(2/1)*100	4	5	6=(4/2)*100	7=(5/2)*100
PROMOTER AND PROMOTER GROUP	E-voting	32155220	32155220	100	32155220	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Sub Total	32155220	32155220	100	32155220	0	100	0
PUBLIC INSTITUTIONS	E-voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Sub Total	0	0	0	0	0	0	0
PUBLIC-NON INSTITUTIONS	E-voting	3710	4	0.1078	4	0	100	0
	Poll		3706	99.8922	3706	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Sub Total	3710	3710	100	3710	0	100	0
GRAND TOTAL		32158930	32158930	100	32158930	0	100	0



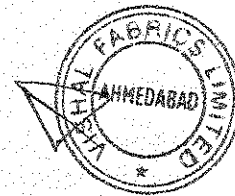
5. APPOINTMENT OF MR. PONNUSMAY RAJA (DIN:08013737) AS WHOLE TIME DIRECTOR OF THE COMPANY.

Resolution Required: (Ordinary/Special)				Ordinary				
Whether Promoter/ Promoter Groups are interested in Agenda/ Resolution?				No				
Particulars	Mode of voting	No of shares held	No of votes polled	% of shares polled on outstanding shares	Number of votes in favour	Number of votes against	% of votes in favour on votes polled	% of votes polled in against
		1	2	3=(2/1)*100	4	5	6=(4/2)*100	7=(5/2)*100
PROMOTER AND PROMOTER GROUP	E-voting	32155220	32155220	100	32155220	0	100	0
	Poll		0	0	0	0	0	
	Postal Ballot		0	0	0	0	0	
	Sub Total	32155220	32155220	100	32155220	0	100	0
PUBLIC INSTITUTIONS	E-voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Sub Total	0	0	0	0	0	0	0
PUBLIC-NON INSTITUTIONS	E-voting	3710	4	0.1078	4	0	100	0
	Poll		3706	99.8922	3706	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Sub Total	3710	3710	100	3710	0	100	0
GRAND TOTAL		32158930	32158930	100	32158930	0	100	0



6. INCREASE IN NRI INVESTMENT LIMIT FROM 10% TO 24% OF THE PAID-UP CAPITAL OF THE COMPANY.

Resolution Required: (Ordinary/Special)				Special				
Whether Promoter/ Promoter Groups are interested in Agenda/ Resolution?				No				
Particulars	Mode of voting	No of shares held	No of votes polled	% of shares polled on outstanding shares	Number of votes in favour	Number of votes against	% of votes in favour on votes polled	% of votes polled in against
		1	2	3=(2/1)*100	4	5	6=(4/2)*100	7=(5/2)*100
PROMOTER AND PROMOTER GROUP	E-voting	32155220	32155220	100	32155220	0	100	0
	Poll		0	0	0	0	0	
	Postal Ballot		0	0	0	0	0	
	Sub Total	32155220	32155220	100	32155220	0	100	0
PUBLIC INSTITUTIONS	E-voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	
	Postal Ballot		0	0	0	0	0	
	Sub Total	0	0	0	0	0	0	0
PUBLIC-NON INSTITUTIONS	E-voting	3710	4	0.1078	4	0	100	0
	Poll		3706	99.8922	3706	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Sub Total	3710	3710	100	3710	0	100	0
GRAND TOTAL		32158930	32158930	100	32158930	0	100	0



7. INCREASE IN THE LIMIT OF FOREIGN INSTITUTIONAL INVESTORS FROM 24% TO 49% OF THE PAID-UP CAPITAL OF THE COMPANY.

Resolution Required: (Ordinary/Special)				Special				
Whether Promoter/ Promoter Groups are interested in Agenda/ Resolution?				No				
Particulars	Mode of voting	No of shares held	No of votes polled	% of shares polled on outstanding shares	Number of votes in favour	Number of votes against	% of votes in favour on votes polled	% of votes polled in against
		1	2	3=(2/1)*100	4	5	6=(4/2)*100	7=(5/2)*100
PROMOTER AND PROMOTER GROUP	E-voting	32155220	32155220	100	32155220	0	100	0
	Poll		0	0	0	0	0	
	Postal Ballot		0	0	0	0	0	
	Sub Total	32155220	32155220	100	32155220	0	100	0
PUBLIC INSTITUTIONS	E-voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	
	Postal Ballot		0	0	0	0	0	
	Sub Total	0	0	0	0	0	0	0
PUBLIC-NON INSTITUTIONS	E-voting	3710	4	0.1078	4	0	100	0
	Poll		3706	99.8922	3706	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Sub Total	3710	3710	100	3710	0	100	0
GRAND TOTAL		32158930	32158930	100	32158930	0	100	0

