



# Vardhman

Delivering Excellence. Since 1965.

## VARDHMAN TEXTILES LIMITED

CHANDIGARH ROAD  
LUDHIANA-141010, PUNJAB  
T: +91-161-2228943-48  
F: +91-161-2601 048  
E: secretarial.lud@vardhman.com

**Ref. VTXL:SCY:SEP:2018-2019**

**Dated: 27.09.2018**

<p>The Deputy General Manager, Corporate Relationship Deptt, Bombay Stock Exchange Limited, 1st Floor, New Trading Ring, Rotunda Building, P.J Towers, Dalal Street, Fort, <b>MUMBAI -400001.</b></p> <p><b>Scrip Code: 502986</b></p>	<p>The National Stock Exchange of India Ltd, "Exchange Plaza", Bandra-Kurla Complex, Bandra (East), <b>MUMBAI.</b></p> <p><b>Scrip Code: VTL</b></p>
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**SUB: PROCEEDINGS OF 45<sup>TH</sup> ANNUAL GENERAL MEETING PURSUANT TO REGULATION 30(6) OF SEBI (LODR) REGULATIONS, 2015**

Pursuant to Regulation 30(6) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, please find enclosed herewith Summary of proceedings of 45<sup>th</sup> Annual General Meeting of the Company held on 27<sup>th</sup> September, 2018 at 11.00 a.m. at Registered Office, Chandigarh Road, Ludhiana- 141010.

You are requested to take the same on record.

Thanking you,  
Yours faithfully,

For VARDHMAN TEXTILES LIMITED

(SANJAY GUPTA)  
Company Secretary



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PAN NO.: AABCM4692E CIN: L17111PB1973PLC003345  
WWW.VARDHMAN.COM



### SUMMARY OF PROCEEDINGS OF 45<sup>TH</sup> ANNUAL GENERAL MEETING OF VARDHMAN TEXTILES LIMITED

#### 1. Date, time and Venue of the Meeting:

The 45<sup>th</sup> Annual General Meeting of Vardhman Textiles Limited was held on 27<sup>th</sup> September, 2018 and the meeting commenced at 11:00 a.m. at Registered Office, Vardhman Premises, Chandigarh Road, Ludhiana 141 010. The meeting got closed at 11:45 a.m. on the same date.

#### 2. Brief details of items deliberated at the meeting and result thereof:

- Mr. S.P. Oswal, Chairman & Managing Director, chaired the proceedings of the meeting.
- The requisite quorum being present, the Chairman declared the meeting as commenced.
- The Chairman then delivered his speech and answered the queries of shareholders.
- The Company Secretary, Mr. Sanjay Gupta, then started with the formal proceedings of the meeting. He informed the shareholders that remote e-voting facility being provided by the Company through CDSL commenced at 09:00 a.m. on 24<sup>th</sup> September, 2018 and ended at 05:00 p.m. on 26<sup>th</sup> September, 2018.
- The following items of the business as set out in the notice calling the meeting were put for shareholders' approval:

#### Ordinary Business:

S. No.	Particulars	Type of Resolution
1.	To consider and adopt of Audited Financial Statements of the Company for the financial year ended 31 <sup>st</sup> March, 2018, together with the Report of Directors and Auditors thereon.	Ordinary Resolution
2.	To declare Dividend @ Rs. 15 per share.	Ordinary Resolution
3.	To re-appoint of Mr. Sachit Jain (holding DIN: 00746409)	Ordinary





as a Director liable to retire by rotation in terms of Section 152(6) of the Companies Act, 2013.	Resolution
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### Special Business:

Sr. No.	Particulars	Type of Resolution
4.	To appoint Dr. Parampal Singh as an Independent Director of the Company.	Ordinary Resolution
5.	To re-appoint Mr. Devendra Bhushan Jain as an Independent Director of the Company.	Special Resolution
6.	To Ratify remuneration payable to Cost Auditors for the financial year ending 31 <sup>st</sup> March, 2019.	Ordinary Resolution
7.	To re-appoint Mr. Shri Paul Oswal as the Managing Director of the company.	Special Resolution
8.	To approve continuation of directorship of Mr. Subash Khanchand Bijlani as a Non- Executive Director of the Company.	Special Resolution
9.	To approve continuation of directorship of Mr. Prafull Anubhai as a Non- Executive Director of the Company.	Special Resolution
10.	To approve continuation of directorship of Mr. Ashok Kumar Kundra as a Non- Executive Director of the Company.	Special Resolution

- The Company Secretary informed the members that M/s B.K. Gupta & Associates, Company Secretaries was appointed as the scrutinizer for the purpose of scrutinizing both the e-voting process as well as polling process.
- The Company Secretary informed the members that the results of the voting (both e-voting and poll put together) shall be disseminated to the stock exchanges and also uploaded on the website of the Company and CDSL ([www.evotingindia.com](http://www.evotingindia.com)) within 48 hours of conclusion of the Annual General Meeting.





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### 3. Manner of approval:

- Pursuant to the provisions of the Companies Act, 2013 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “Listing Regulations”), the Company had provided remote e-voting facility to the members to cast votes electronically, on all the resolutions set out in the notice.
- Further, the facility for voting through poll was made available to the members who were present at the meeting and had not cast their votes by remote e-voting.
- The results on all the resolutions set out in the Notice calling the Annual General Meeting shall be disseminated shortly.



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