



Vardhman

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VARDHMAN TEXTILES LIMITED

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Ref. VTXL:SCY:OCT:2019-2020

Dated: 01.10.2019

The Deputy General Manager, Corporate Relationship Deptt, Bombay Stock Exchange Limited, 1st Floor, New Trading Ring, Rotunda Building, P.J Towers, Dalal Street, Fort, <u>MUMBAI -400001.</u>	The National Stock Exchange of India Ltd, “Exchange Plaza”, Bandra-Kurla Complex, Bandra (East), <u>MUMBAI.</u>
Scrip Code: 502986	Scrip Code: VTL

**SUB: PROCEEDINGS OF 46TH 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 46th Annual General Meeting of the Company held on 30th September, 2019 at 03:00 p.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


(SUCHITA JAIN)
Vice- Chairperson & Joint Managing Director



YARNS | FABRICS | THREADS | GARMENTS | FIBRES | STEELS

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



SUMMARY OF PROCEEDINGS OF 46TH ANNUAL GENERAL MEETING OF VARDHMAN TEXTILES LIMITED

1. Date, time and Venue of the Meeting:

The 46th Annual General Meeting of Vardhman Textiles Limited was held on 30th September, 2019 and the meeting commenced at 03:00 p.m. at Registered Office, Vardhman Premises, Chandigarh Road, Ludhiana 141 010. The meeting got closed at 04:00 p.m. on the same date.

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

- Since Mr. S.P. Oswal, Chairman & Managing Director was unable to attend the meeting, Mrs. Suchita Jain, Vice- Chairperson & Joint Managing Director, was elected as the Chairperson of the meeting by show of hands by the members present at the meeting.
- The requisite quorum being present, the Chairperson declared the meeting as commenced.
- The Chairperson then delivered her speech and answered the queries of shareholders.
- Ms. Sonam Taneja, Authorised Signatory, then started with the formal proceedings of the meeting. She informed the shareholders that remote e-voting facility being provided by the Company through CDSL commenced at 09:00 a.m. on 27th September, 2019 and ended at 05:00 p.m. on 29th September, 2019.
- 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 Audited Financial Statements of the Company for the financial year ended 31 st March, 2019, together with the Report of Directors and Auditors thereon.	Ordinary Resolution
2.	To declare Dividend @ Rs. 17.50 per share.	Ordinary Resolution





3.	To re-appoint Mr. Neeraj Jain (holding DIN: 00340459) as a Director liable to retire by rotation in terms of Section 152(6) of the Companies Act, 2013.	Ordinary Resolution
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Special Business:

Sr. No.	Particulars	Type of Resolution
4.	To approve revision in the remuneration payable to Mrs. Suchita Jain, Vice-Chairperson & Joint Managing Director of the Company.	Ordinary Resolution
5.	To re-appoint Mr. Neeraj Jain as Joint Managing Director of the Company.	Ordinary Resolution
6.	To appoint Mrs. Harpreet Kaur Kang as an Independent Director of the Company.	Ordinary Resolution
7.	To re-appoint Mr. Rajender Mohan Malla as an Independent Director of the Company.	Special Resolution
8.	To re-appoint Mr. Prafull Anubhai as an Independent Director of the Company.	Special Resolution
9.	To re-appoint Dr. Subash Khanchand Bijlani as an Independent Director of the Company.	Special Resolution
10.	To re-appoint Mr. Ashok Kumar Kundra as an Independent Director of the Company.	Special Resolution
11.	To ratify remuneration payable to Cost Auditors for the financial year ending 31 st March, 2020.	Ordinary Resolution

- It was informed to the members that M/s Ashok K Singla & Associates, Company Secretaries was appointed as the scrutinizer for the purpose of scrutinizing both the e-voting process as well as polling process.





- It was further informed to 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) within 48 hours of conclusion of the Annual General Meeting.

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.

