



# Vardhman

Delivering Excellence. Since 1965.

## VARDHMAN TEXTILES LIMITED

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Ref. VTL:SCY:SEP:2022-23

Dated: 30-Sep-2022

BSE Limited, New Trading Ring, Rotunda Building, P.J. Towers, Dalal Street, MUMBAI-400001. Scrip Code: 502986 (EQUITY) : 959547 (NCDs)	The National Stock Exchange of India Ltd, Exchange Plaza, Bandra-Kurla Complex, Bandra (East), MUMBAI-400 051 Scrip Code: VTL
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Dear Sir,

**SUB: PROCEEDINGS OF 49<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 49<sup>th</sup> Annual General Meeting of the Company held on Friday, 30<sup>th</sup> September, 2022 at 10:15 a.m. through Video Conferencing ('VC')/Other Audio Visual Means ('OAVM'), in compliance with the relevant circulars issued by the Ministry of Corporate Affairs ('MCA') and Securities and Exchange Board of India ('SEBI').

Kindly take the same on record.

Thanking you,  
Yours faithfully,

For VARDHMAN TEXTILES LIMITED

(SANJAY GUPTA)  
Company Secretary

YARNS | FABRICS | GARMENTS | THREADS | FIBRES | STEELS

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



### SUMMARY OF PROCEEDINGS OF 49<sup>TH</sup> ANNUAL GENERAL MEETING OF VARDHMAN TEXTILES LIMITED

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

The 49<sup>th</sup> Annual General Meeting of Vardhman Textiles Limited was held on Friday, 30<sup>th</sup> September, 2022 through VC/OAVM. The meeting commenced at 10:15 a.m. and concluded at 10:50 a.m. on the same date.

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

- Mr. S.P. Oswal, Chairman and Managing Director, chaired the meeting.
- The requisite quorum being present, the Chairman declared the meeting as commenced.
- Then Mr. S.P. Oswal, Chairman & Managing Director addressed the shareholders.
- Then Mr. Sanjay Gupta, Company Secretary, started with the formal proceedings of the meeting. He informed that the Meeting was held through VC/ OAVM in compliance with the circulars issued by the Ministry of Corporate Affairs, Government of India and Securities and Exchange Board of India.
- He also informed the shareholders that e-Voting facility being provided by the Company through CDSL commenced at 09:00 a.m. on 27<sup>th</sup> September, 2022 and ended at 05:00 p.m. on 29<sup>th</sup> September, 2022.
- He further informed the Shareholders that the Members who have not casted their vote through remote e-Voting and are otherwise not barred from doing so, can vote through Venue Voting facility.
- The following items of the business as set out in the notice calling the meeting were put for shareholders' approval:

#### Ordinary Business:

Sr. No.	Particulars	Type of Resolution
1.	To receive, consider and adopt the Audited Financial Statements (including the consolidated financial statements) of the Company for the financial year ended 31 <sup>st</sup> March, 2022 together with Report of Board of Directors and Auditors thereon.	Ordinary Resolution
2.	To re-appoint Mr. Neeraj Jain as a Director liable to retire by rotation in terms of Section 152(6) of the Companies Act, 2013.	Ordinary Resolution



3.	To re-appoint M/s Deloitte Haskins & Sells, LLP, Chartered Accountants, as Statutory Auditors of the Company.	Ordinary Resolution
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### Special Business:

Sr. No.	Particulars	Type of Resolution
4.	To ratify remuneration payable to Cost Auditors for the financial year ending 31 <sup>st</sup> March, 2023.	Ordinary Resolution
5.	To approve revision in the remuneration of Mr. Neeraj Jain, Joint Managing Director of the Company.	Ordinary Resolution
6.	To appoint Ms. Sagrika Jain as an Executive Director of the Company.	Ordinary Resolution
7.	To appoint Mr. Suresh Kumar as an Independent Director of the Company.	Special Resolution
8.	To approve revision in the remuneration of Mr. S.P. Oswal, Managing Director of the Company.	Special 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 the e-Voting process.
- It was further informed to the Members that the results of the e-Voting 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 2 working days of conclusion of the Annual General Meeting.
- Thereafter, the Company Secretary concluded the meeting with a vote of thanks to the Chairman, Directors present and Shareholders.

### 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 to vote on the resolutions through electronic voting system at meeting (venue voting) was made available to the Members who participated in the meeting and had not cast their votes through remote e-Voting.
- The results on all the resolutions set out in the Notice calling the Annual General Meeting shall be disseminated shortly.