



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:2020-21

Dated: 29-Sep-2020

BSE Limited, 1 st Floor, New Trading Ring, Rotunda Building, P.J Towers, Dalal Street, MUMBAI-400001. Scrip Code: 502986	The National Stock Exchange of India Ltd, Exchange Plaza, Bandra-Kurla Complex, Bandra (East), MUMBAI-400 051 Scrip Code: VTL
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SUB: 47TH ANNUAL GENERAL MEETING – SCRUTINIZER REPORT

In respect of the 47th Annual General Meeting of the Company held on 28th September, 2020, please find enclosed herewith Report of Scrutinizer dated 29th September, 2020 pursuant to Section 108 and 109 of the Companies Act, 2013 and Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014.

Kindly note that the meeting commenced at 10:30 a.m. and concluded at 11:00 a.m.

You are requested to take the same on record.

Thanking you,
Yours faithfully,

For VARDHMAN TEXTILES LIMITED


(SANJAY GUPTA)
Company Secretary



YARNS | FABRICS | THREADS | GARMENTS | FIBRES | STEELS

PAN NO.: AABCM4692E CIN: L17111PB1973PLC003345

WWW.VARDHMAN.COM



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(M) : 78140 - 02345
(M) : 93572 - 03395
(R) : 0161-2553115

ASHOK K SINGLA & ASSOCIATES

COMPANY SECRETARIES

Regd. Off. : BXX-1374, Krishna Nagar, Near Gurudwara Mai Nand Kaur, Ghumar Mandi, Ludhiana - 141 001. Punjab

H.O. : 261, Aggar Nagar Enclave, Barewal Road, Ludhiana-141 012.

E-mail : asingla_cs@yahoo.co.in · aksingla1000@gmail.com

Ref. No.

Date :

29.09.2020

The Chairperson of
47th Annual General Meeting of
Vardhman Textiles Limited,
CIN: L17111 PB1973 PLC 003345
Regd. Off: Vardhman Premises, Chandigarh Road,
Ludhiana-141010, Punjab.

Subject: Consolidated Scrutinizer's report for Remote E voting and Electronic voting at the 47th Annual General Meeting (AGM) of the company held on Monday, 28th September 2020.

The Board of Directors of the Company at its meeting held on 23rd June 2020 had appointed me as Scrutinizer for remote e-voting and also for Electronic voting in respect of below mentioned four resolutions proposed at 47th Annual General Meeting of the company held on Monday, 28th September, 2020 at 10.30 A.M. (IST) through video conferencing / other audio visual means.

Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company has confirmed that the notice convening the 47th Annual General Meeting of the Company along with the instructions for remote e-voting and electronic voting at AGM and the annual report for the financial year 2019-20 were sent through electronic mode to those members whose email addresses were registered with the Company / depository participants for communication purposes in compliance with MCA Circular dated 5th May 2020 read with circular dated 8th April, 2020 and 13th April 2020 (collectively referred to as MCA circulars) and SEBI Circular dated 12th May 2020.

The Company has published a notice in this regard in Business Standard (newspaper in English) and Desh Sewak (Newspaper in Punjabi) on 04.09.2020.

Pursuant to Section 108 of the Act read with the Rules and Regulations 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the Company has provided remote e-voting and also for Electronic voting facility at the AGM to its members in respect of business to be transacted at AGM.

The Company had appointed Central Depository Services Limited (CDSL) as the service provider, for the facility of remote e-voting as well as electronic voting facility at the AGM to those members of the Company who had not cast their vote through remote e-voting.





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E-mail : asingla_cs@yahoo.co.in . aksingla1000@gmail.com

Ref. No.

Cut-off date : 21.09.2020
Remote e-voting commencement date : 25.09.2020
Remote e-voting end date : 27.09.2020

Date :

On completion of electronic voting at the AGM, the results of the remote e-voting and electronic voting by the members at the AGM, on the CDSL e-voting platform were unblocked downloaded and diligently scrutinized by me.

The management of the Company is responsible to ensure compliance with the requirements of the Act, Rules, Circulars issued by MCA & SEBI relating to remote e-voting and electronic voting at the AGM on the resolutions contained in the notice of the AGM. My responsibility as scrutinizer for the remote e-voting and electronic voting at the AGM is to report on the votes cast in favor or against the resolutions based on the available data.

The result of the remote e-voting and electronic voting are as under:

Ordinary Business- Ordinary Resolution - Item No.1

To adopt financial statements for the financial year 31.03.2020:

No of Members who cast their vote	No. of shares voted	% of Total share Capital
192	50383649	87.60

	Remote e-voting		E-Voting at AGM		Total	
	No. of Members	No. of Shares	No. of Members	No. of Shares	No. of Shares	%age
Assent	191	50383349	1	300	50383649	100.00
Dissent	0	0	0	0	0	0
Invalid	0	0	0	0	0	0
Total	191	50383349	1	300	50383649	100





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H.O. : 261, Aggar Nagar Enclave, Barewal Road, Ludhiana-141 012.

E-mail : asingla_cs@yahoo.co.in · aksingla1000@gmail.com

Ref. No.

Date :

Ordinary Business- Ordinary Resolution Item No.2

To re-appoint Mrs. Suchita Jain as a director liable to retire by rotation;

No of Members who cast their vote	No. of shares voted	% of Total share Capital
193	50412632	87.65

	Remote e-voting		E-Voting at AGM		Total	
	No. of Members	No. of Shares	No. of Members	No. of Shares	No. of Shares	%age
Assent	187	50368490	1	300	50368790	99.91
Dissent	5	43842	0	0	43842	0.09
Invalid	0	0	0	0	0	0
Total	192	50412332	1	300	50412632	100

Special Business- Ordinary Resolution - Item No.03

To ratify remuneration payable to Cost Auditors for the financial year ending 31st March, 2021:

No of Members who cast their vote	No. of shares voted	% of Total share Capital
193	50412632	87.65

	Remote e-voting		E-Voting at AGM		Total	
	No. of Members	No. of Shares	No. of Members	No. of Shares	No. of Shares	%age
Assent	192	50412332	1	300	50412632	100
Dissent	0	0	0	0	0	0
Invalid	0	0	0	0	0	0
Total	192	50412332	1	300	50412632	100





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E-mail : asingla_cs@yahoo.co.in · aksingla1000@gmail.com

Ref. No.

Date :

Special Business- Special Resolution - Item No. 4

To appoint Dr. Parampal Singh as an Independent Director of the Company:

No of Members who cast their vote	No. of shares voted	% of Total share Capital
193	50412632	87.65

	Remote e-voting		E-Voting at AGM		Total	
	No. of Members	No. of Shares	No. of Members	No. of Shares	No. of Shares	%age
Assent	191	50402764	0	0	50402764	99.98
Dissent	1	9568	1	300	9868	0.02
Invalid	0	0	0	0	0	0
Total	192	50412332	1	300	50412632	100

All the above 04 resolutions have been passed by the members with requisite majority.

I hereby confirm that I am maintaining the Registers received from the service provider both electronically, in respect of the votes cast through e-voting and electronic voting at the AGM. I shall be arranging to handover these records to you or such other person such other person authorized by you.

For Ashok K Singla and Associates,

Company Secretary

Ashok Singla
Proprietor.

M. No. : FCS 2004

CP No. : 1942

UDIN: F002004 B000 802 111





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Ref. VTXL:SCY:SEP:2020-21

Dated: 29-Sep-2020

BSE Limited, 1 st Floor, New Trading Ring, Rotunda Building, P.J Towers, Dalal Street, MUMBAI-400001. Scrip Code: 502986	The National Stock Exchange of India Ltd, Exchange Plaza, Bandra-Kurla Complex, Bandra (East), MUMBAI-400 051 Scrip Code: VTL
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SUB: 47TH ANNUAL GENERAL MEETING AND VOTING RESULTS

In respect of the 47th Annual General Meeting of the Company held on 28th September, 2020, please find enclosed herewith Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Kindly note that the meeting commenced at 10:30 a.m. and concluded at 11:00 a.m.

You are requested to take the same on record.

Thanking you,
Yours faithfully,

For VARDHMAN TEXTILES LIMITED

(SANJAY GUPTA)
Company Secretary



YARNS | FABRICS | THREADS | GARMENTS | FIBRES | STEELS

PAN NO.: AABCM4692E CIN: L17111PB1973PLC003345
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Details of Voting Results

{Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015}

Date of AGM:	28 th September, 2020
Total Number of Shareholders on record date. (Book Closure date - 18.09.2020 to 28.09.2020)	23,723
No. of Shareholders present in the meeting either in person or through proxy: a) Promoter and Promoter group: b) Public:	N.A.
No. of Shareholders attended the meeting through video conferencing: a) Promoter and Promoter group: b) Public:	16 26
Mode of Voting	e-Voting

AGENDA WISE DISCLOSURE:

The Agenda wise disclosure of the voting results of the businesses transacted at the 47th Annual General Meeting of the members of the Company held on Monday, 28th September, 2020 is enclosed.

Further, a copy of result declared for the 47th Annual General Meeting along with Scrutinizer's Report is also being placed on the website of the Company at www.vardhman.com/ and on the website of Central Depository Services (India) Limited (CDSL) at www.evotingindia.com.



Item No. 1

Adoption of Financial Statements for the financial year ended March 31, 2020.

Resolution Required: (Ordinary/Special)					Ordinary Resolution			
Whether 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 favor	No. of votes- against	% of Votes in favor 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	E-Voting	3,57,81,030	3,47,77,557	97.195	3,47,77,557	0	100	0
	Poll		-	-	-	-	-	-
	Postal Ballot (If Applicable)		-	-	-	-	-	-
	Total		3,57,81,030	3,47,77,557	97.195	3,47,77,557	0	100
Public-Institutions	E-Voting	1,62,12,449	1,55,62,510	95.991	1,55,62,510	0	100	0
	Poll		-	-	-	-	-	-
	Postal Ballot (If Applicable)		-	-	-	-	-	-
	Total		1,62,12,449	1,55,62,510	95.991	1,55,62,510	0	100
Public-Non Institutions	E-Voting	55,25,281	43,582	0.788	43,582	0	100	0
	Poll		-	-	-	-	-	-
	Postal Ballot (If Applicable)		-	-	-	-	-	-
	Total		55,25,281	43,582	0.788	43,582	0	100
Total		5,75,18,760	5,03,83,649	87.595	5,03,83,649	0	100	0



Item No. 2

To re-appoint Mrs. Suchita Jain as a director liable to retire by rotation.

Resolution Required: (Ordinary/Special)					Ordinary Resolution			
Whether 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 favor	No. of votes- against	% of Votes in favor 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	E-Voting	3,57,81,030	3,47,77,557	97.195	3,47,77,557	0	100	0
	Poll		-	-	-	-	-	-
	Postal Ballot (If Applicable)		-	-	-	-	-	-
	Total		3,57,81,030	3,47,77,557	97.195	3,47,77,557	0	100
Public-Institutions	E-Voting	1,62,12,449	1,55,91,493	96.169	1,55,47,651	43,842	99.719	0.281
	Poll		-	-	-	-	-	-
	Postal Ballot (If Applicable)		-	-	-	-	-	-
	Total		1,62,12,449	1,55,91,493	96.169	1,55,47,651	43,842	99.719
Public-Non Institutions	E-Voting	55,25,281	43,582	0.788	43,582	0	100	0
	Poll		-	-	-	-	-	-
	Postal Ballot (If Applicable)		-	-	-	-	-	-
	Total		55,25,281	43,582	0.788	43,582	0	100
Total		5,75,18,760	5,04,12,632	87.645	5,03,68,790	43,842	99.913	0.087



Item No. 3

To ratify remuneration payable to Cost Auditors for the financial year ending 31st March, 2021.

Resolution Required: (Ordinary/Special)					Ordinary Resolution			
Whether 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 favor	No. of votes- against	% of Votes in favor 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	E-Voting	3,57,81,030	3,47,77,557	97.195	3,47,77,557	0	100	0
	Poll		-	-	-	-	-	-
	Postal Ballot (If Applicable)		-	-	-	-	-	-
	Total		3,57,81,030	3,47,77,557	97.195	3,47,77,557	0	100
Public-Institutions	E-Voting	1,62,12,449	1,55,91,493	96.169	1,55,91,493	0	100	0
	Poll		-	-	-	-	-	-
	Postal Ballot (If Applicable)		-	-	-	-	-	-
	Total		1,62,12,449	1,55,91,493	96.169	1,55,91,493	0	100
Public-Non Institutions	E-Voting	55,25,281	43,582	0.788	43,582	0	100	0
	Poll		-	-	-	-	-	-
	Postal Ballot (If Applicable)		-	-	-	-	-	-
	Total		55,25,281	43,582	0.788	43,582	0	100
Total		5,75,18,760	5,04,12,632	87.645	5,04,12,632	0	100	0



Item No. 4

To re-appoint Dr. Parampal Singh as an Independent Director of the Company.

Resolution Required: (Ordinary/Special)					Special Resolution			
Whether 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 favor	No. of votes- against	% of Votes in favor 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	E-Voting	3,57,81,030	3,47,77,557	97.195	3,47,77,557	0	100	0
	Poll		-	-	-	-	-	-
	Postal Ballot (If Applicable)		-	-	-	-	-	-
	Total		3,57,81,030	3,47,77,557	97.195	3,47,77,557	0	100
Public-Institutions	E-Voting	1,62,12,449	1,55,91,493	96.169	1,55,91,925	9,568	99.939	0.064
	Poll		-	-	-	-	-	-
	Postal Ballot (If Applicable)		-	-	-	-	-	-
	Total		1,62,12,449	1,55,91,493	96.169	1,55,91,925	9,568	99.939
Public-Non Institutions	E-Voting	55,25,281	43,582	0.788	43,282	300	99.312	0.688
	Poll		-	-	-	-	-	-
	Postal Ballot (If Applicable)		-	-	-	-	-	-
	Total		55,25,281	43,582	0.788	43,282	300	99.312
Total		5,75,18,760	5,04,12,632	87.645	5,04,02,764	9,868	99.980	0.020

All resolutions from Item No. 1 to 4 passed by requisite majority.

