



Vardhman

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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:2021-22

Dated: 30-Sep-2021

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: 48TH ANNUAL GENERAL MEETING – SCRUTINIZER REPORT

In respect of the 48th Annual General Meeting of the Company held on 28th September, 2021, please find enclosed herewith Report of Scrutinizer dated 29th September, 2021 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 11:30 a.m. and concluded at 11:55 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



(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 :

29.09.2021

The Chairperson of
48th Annual General Meeting of
Vardhman Textiles Limited,
CIN: L17111PB1973PLC003345
Regd. Off: Vardhman Premises, Chandigarh Road,
Ludhiana-141010, Punjab.

Subject: Consolidated Scrutinizer's report for Remote E-voting and Electronic voting at the 48th Annual General Meeting (AGM) of the Company held on Tuesday, 28th September 2021.

The Board of Directors of the Company at its meeting held on 25th May, 2021 had appointed me as Scrutinizer for remote e-voting and also for Electronic voting at the AGM in respect of below mentioned six resolutions proposed at the 48th AGM of the Company held on Tuesday, 28th September, 2021 at 11.30 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 48th AGM of the Company along with the instructions for remote e-voting and electronic voting at AGM and the annual report for the financial year 2020-21 were sent through electronic mode to those members whose e-mail addresses were registered with the Company/Depository Participant(s) for communication purposes in compliance with MCA Circulars dated 13th January, 2021, 5th May 2020, 13th April 2020 and 8th April, 2020 (collectively referred to as 'MCA Circulars') and SEBI Circulars dated 15th January, 2021 and 12th May 2020 (collectively referred to as 'SEBI Circulars')

The Company has published a notice in this regard in Business Standard (newspaper in English) and Desh Sewak (newspaper in Punjabi) on 04.09.2021.

Pursuant to Section 108 of the Act read with the Rules and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has provided remote e-voting facility 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:

Remote e-voting commencement date:

Remote e-voting end date:

21.09.2021

25.09.2021 at 09.00 a.m.

27.09.2021 at 05.00 p.m.

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 favour or against the resolutions based on the available data.

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

Item No.1 - Ordinary Business- Ordinary Resolution

To adopt financial statements for the financial year 31.03.2021:

No of Members who cast their vote	No. of shares voted	% of Total share Capital
269	4,91,01,749	85.16

	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	265	4,91,01,096	1	500	4,91,01,596	100.00
Dissent	3	153	0	0	153	0*
Invalid	0	0	0	0	0	0
Total	268	4,91,01,249	1	500	4,91,01,749	100.00

* Negligible so not taken into account





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ASHOK K SINGLA & ASSOCIATES

COMPANY SECRETARIES

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H.D. : 261, Aggar Nagar Enclave, Barewal Road, Ludhiana-141 012.
E-mail : asingla_cs@yahoo.co.in aksingla1000@gmail.com

Ref. No. Item No.2 - Ordinary Business- Ordinary Resolution

Date :

Declaration of Dividend:

No of Members who cast their vote	No. of shares voted	% of Total share Capital
270	49189284	85.31

	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	267	49188638	1	500	49189138	100.00
Dissent	2	146	0	0	146	0*
Invalid	0	0	0	0	0	0
Total	269	49188784	1	500	49189284	100.00

* Negligible so not taken into account

Item No.3 - Ordinary Business- Ordinary Resolution

To re-appoint Mr. Sachit Jain as a director liable to retire by rotation:

No of Members who cast their vote	No. of shares voted	% of Total share Capital
270	49189284	85.31

	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	159	44068126	1	500	44068626	89.59
Dissent	110	5120658	0	0	5120658	10.41
Invalid	0	0	0	0	0	0
Total	269	49188784	1	500	49189284	100.00





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

Ref. No.

Date :

Item No. 04 - Special Business- Ordinary Resolution

To ratify remuneration payable to Cost Auditors for the financial year ending 31st March, 2022:

No of Members who cast their vote	No. of shares voted	% of Total share Capital
270	49189284	85.31

	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	266	49188631	1	500	49189131	100.00
Dissent	3	153	0	0	153	0*
Invalid	0	0	0	0	0	0
Total	269	49188784	1	500	49189284	100.00

* Negligible so not taken into account

Item No.5 - Special Business- Special Resolution

To re-appoint Mrs. Harpreet Kaur Kang as an Independent Director of the Company:

No of Members who cast their vote	No. of shares voted	% of Total share Capital
268	49188775	85.31

	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	261	49160981	0	0	49160981	99.94
Dissent	7	27794	0	0	27794	0.06
Invalid	0	0	0	0	0	0
Total	268	49188775	0	0	49188775	100.00





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

Ref. No.

Item No.6 - Special Business- Ordinary Resolution

Date :

To re-appoint Mrs. Suchita Jain as Vice- Chairperson & Joint Managing Director of the Company:

No of Members who cast their vote	No. of shares voted	% of Total share Capital
271	49189284	85.31

	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	205	48051523	1	500	48052023	97.69
Dissent	65	1137261	0	0	1137261	2.31
Invalid	0	0	0	0	0	0
Total	270	49188784	1	500	49189284	100.00

All the above 06 resolutions have been passed by the members with requisite majority.

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

For Ashok K Singla and Associates,
Company Secretaries



Ashok Singla
Proprietor.
M. No. : FCS 2004
CP No.: 1942
UDIN: F002004 C00 103 7984.



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Ref. VTXL:SCY:SEP:2021-22

Dated: 30-Sep-2021

BSE Limited,
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

SUB: 48TH ANNUAL GENERAL MEETING - VOTING RESULTS

In respect of the 48th Annual General Meeting of the Company held on 28th September, 2021, 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 11:30 a.m. and concluded at 11:55 a.m.

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
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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, 2021
Total Number of Shareholders on record date. (Book Closure date - 18.09.2021 to 28.09.2021)	45,561
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 25
Mode of Voting	e-Voting

AGENDA WISE DISCLOSURE:

The Agenda wise disclosure of the voting results of the businesses transacted at the 48th Annual General Meeting of the members of the Company held on Tuesday, 28th September, 2021 is enclosed.

Further, a copy of result declared for the 48th 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, 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 outstandi ng shares	No. of votes – in favour	No. of votes – against	% of votes in favour 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	36427442	35423969	97.2453	35423969	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		36427442	35423969	97.2453	35423969	0	100
Public- Institutions	E-Voting	14713384	13610290	92.5028	13610290	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		14713384	13610290	92.5028	13610290	0	100
Public- Non Institutions	E-Voting	6520434	67490	1.0351	67337	153	99.7733	0.2267
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		6520434	67490	1.0351	67337	153	99.7733
Total		57661260	49101749	85.1555	49101596	153	99.9997	0.0003



Item No. 2

To declare Dividend.

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 favour	No. of votes – against	% of votes in favour 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	36427442	35423969	97.2453	35423969	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		36427442	35423969	97.2453	35423969	0	100
Public-Institutions	E-Voting	14713384	13697825	93.0977	13697825	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		14713384	13697825	93.0977	13697825	0	100
Public- Non Institutions	E-Voting	6520434	67490	1.0351	67344	146	99.7837	0.2163
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		6520434	67490	1.0351	67344	146	99.7837
Total		57661260	49189284	85.3073	49189138	146	99.9997	0.0003



Item No. 3

To re-appoint Mr. Sachit 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 favour	No. of votes – against	% of votes in favour 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	36427442	35423969	97.2453	35423969	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		36427442	35423969	97.2453	35423969	0	100
Public-Institutions	E-Voting	14713384	13697825	93.0977	8577322	5120503	62.6181	37.3819
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		14713384	13697825	93.0977	8577322	5120503	62.6181
Public- Non Institutions	E-Voting	6520434	67490	1.0351	67335	155	99.7703	0.2297
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		6520434	67490	1.0351	67335	155	99.7703
Total		57661260	49189284	85.3073	44068626	5120658	89.5899	10.4101



Item No. 4

To ratify remuneration payable to Cost Auditors for the financial year ending 31st March, 2022.

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 favour	No. of votes – against	% of votes in favour 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	36427442	35423969	97.2453	35423969	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		36427442	35423969	97.2453	35423969	0	100
Public-Institutions	E-Voting	14713384	13697825	93.0977	13697825	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		14713384	13697825	93.0977	13697825	0	100
Public- Non Institutions	E-Voting	6520434	67490	1.0351	67337	153	99.7733	0.2267
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		6520434	67490	1.0351	67337	153	99.7733
Total		57661260	49189284	85.3073	49189131	153	99.9997	0.0003



Item No. 5

To re-appoint Mrs. Harpreet Kaur Kang 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 favour	No. of votes – against	% of votes in favour 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	36427442	35423969	97.2453	35423969	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		36427442	35423969	97.2453	35423969	0	100
Public-Institutions	E-Voting	14713384	13697825	93.0977	13670186	27639	99.7982	0.2018
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		14713384	13697825	93.0977	13670186	27639	99.7982
Public- Non Institutions	E-Voting	6520434	66981	1.0272	66826	155	99.7686	0.2314
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		6520434	66981	1.0272	66826	155	99.7686
Total		57661260	49188775	85.3065	49160981	27794	99.9435	0.0565



Item No. 6

To re-appoint Mrs. Suchita Jain as Vice-Chairperson & Joint Managing Director of the Company.

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 favour	No. of votes – against	% of votes in favour 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	36427442	35423969	97.2453	35423969	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		36427442	35423969	97.2453	35423969	0	100
Public-Institutions	E-Voting	14713384	13697825	93.0977	12560719	1137106	91.6986	8.3014
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		14713384	13697825	93.0977	12560719	1137106	91.6986
Public- Non Institutions	E-Voting	6520434	67490	1.0351	67335	155	99.7703	0.2297
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		6520434	67490	1.0351	67335	155	99.7703
Total		57661260	49189284	85.3073	48052023	1137261	97.688	2.312

All resolutions from Item No. 1 to 6 passed by requisite majority.

