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VARDHMAN TEXTILES LIMITED

CHANDIGARH ROAD
LUDHIANA-141010, PUNJAB
T: +91-161-2218943-48
F: +91-161-2601 048
E: secretarial.jud@vardhman.com

Ref. VTL:SCY:SEPT:2023-24

Dated: 30-Sept-2023

BSE Limited,
New Trading Ring,
Rotunda Building, P.J. Towers,
Dalal Street, MUMBAI-400001.
Scrip Code: 502986 (EQUITY)
: 974686 (NCDs)

The National Stock Exchange of India Ltd,
Exchange Plaza, Bandra-Kurla Complex,
Bandra (East),
MUMBAI-400 051
Scrip Code: VTL

SUB: 50TH ANNUAL GENERAL MEETING - VOTING RESULTS

Dear Sir,

In respect of the 50th Annual General Meeting of the Company held on 30th September, 2023, 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 10:00 a.m. and concluded at 10:25 a.m.

Kindly take the same on record.

Thanking you,
Yours faithfully,

For VARDHMAN TEXTILES LIMITED

SANJAY
GUPTA

(SANJAY GUPTA)
Company Secretary

YARNS | FABRICS | GARMENTS | THREADS | FIBRES | STEELS

PAN NO.: AABCH4692E CIN: L17111PB1973PLC033345
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General information about company

Scrip code	502986
NSE Symbol	VTL
MSEI Symbol	NOTLISTED
ISIN	INE825A01020
Name of the company	VARDHMAN TEXTILES LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	30-09-2023
Start time of the meeting	10:00 AM
End time of the meeting	10:25 AM

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Scrutinizer Details

Name of the Scrutinizer	ASHOK SINGLA
Firms Name	ASHOK K SINGLA & ASSOCIATES
Qualification	CS
Membership Number	2004
Date of Board Meeting in which appointed	05-05-2023
Date of Issuance of Report to the company	30-09-2023

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Voting results	
Record date	23-09-2023
Total number of shareholders on record date	68068
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	17
b) Public	39
No. of resolution passed in the meeting	5
Disclosure of notes on voting results	Add Notes

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Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption of Financial Statements for the financial year ended March 31, 2023.				
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	185366517	180704772	97.4851	180704772	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	185366517	180704772	97.4851	180704772	0	100.0000	0.0000
Public- Institutions	E-Voting	68370539	63608031	93.0343	63571316	36715	99.9423	0.0577
	Poll							
	Postal Ballot (if applicable)							
	Total	68370539	63608031	93.0343	63571316	36715	99.9423	0.0577
Public- Non Institutions	E-Voting	35405494	2443795	6.9023	2443795	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	35405494	2443795	6.9023	2443795	0	100.0000	0.0000
Total		289142550	246756598	85.3408	246719883	36715	99.9851	0.0149
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To declare dividend.				
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	185366517	180704772	97.4851	180704772	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	185366517	180704772	97.4851	180704772	0	100.0000	0.0000
Public-Institutions	E-Voting	68370539	64384391	94.1698	64384391	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	68370539	64384391	94.1698	64384391	0	100.0000	0.0000
Public- Non Institutions	E-Voting	35405494	2443795	6.9023	2443795	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	35405494	2443795	6.9023	2443795	0	100.0000	0.0000
Total		289142550	247532958	85.6093	247532958	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To re-appoint Mrs. Suchita Jain as a director liable to retire by rotation.				
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	185366517	180704772	97.4851	180704772	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	185366517	180704772	97.4851	180704772	0	100.0000	0.0000
Public-Institutions	E-Voting	68370539	64384391	94.1698	53012407	11371984	82.3374	17.6626
	Poll							
	Postal Ballot (if applicable)							
	Total	68370539	64384391	94.1698	53012407	11371984	82.3374	17.6626
Public- Non Institutions	E-Voting	35405494	2443795	6.9023	2442935	860	99.9648	0.0352
	Poll							
	Postal Ballot (if applicable)							
	Total	35405494	2443795	6.9023	2442935	860	99.9648	0.0352
Total		289142550	247532958	85.6093	236160114	11372844	95.4055	4.5945
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To ratify remuneration payable to Cost Auditors for the financial year ending 31st March, 2024.				
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	185366517	180704772	97.4851	180704772	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	185366517	180704772	97.4851	180704772	0	100.0000	0.0000
Public-Institutions	E-Voting	68370539	64384391	94.1698	64384391	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	68370539	64384391	94.1698	64384391	0	100.0000	0.0000
Public- Non Institutions	E-Voting	35405494	2443795	6.9023	2443760	35	99.9986	0.0014
	Poll							
	Postal Ballot (if applicable)							
	Total	35405494	2443795	6.9023	2443760	35	99.9986	0.0014
Total		289142550	247532958	85.6093	247532923	35	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint Mr. Atul Khosla as an Independent Director of the Company.				
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	185366517	180704772	97.4851	180704772	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	185366517	180704772	97.4851	180704772	0	100.0000	0.0000
Public-Institutions	E-Voting	68370539	64384391	94.1698	64249896	134495	99.7911	0.2089
	Poll							
	Postal Ballot (if applicable)							
	Total	68370539	64384391	94.1698	64249896	134495	99.7911	0.2089
Public- Non Institutions	E-Voting	35405494	2443795	6.9023	2443795	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	35405494	2443795	6.9023	2443795	0	100.0000	0.0000
Total		289142550	247532958	85.6093	247398463	134495	99.9457	0.0543
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



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Ref. VTL:SCY:SEPT:2023-24

Dated: 30-Sept-2023

BSE Limited,
1st Floor, New Trading Ring,
Rotunda Building, P.J Towers,
Dalal Street, MUMBAI-400001.
Scrip Code: 502986 (EQUITY)
: 974686 (NCDs)

The National Stock Exchange of India Ltd,
Exchange Plaza, Bandra-Kurla Complex,
Bandra (East),
MUMBAI-400 051
Scrip Code: VTL

SUB: 50th ANNUAL GENERAL MEETING – SCRUTINIZER REPORT

Dear Sir,

In respect of the 50th Annual General Meeting of the Company held on 30th September, 2023, please find enclosed herewith Report of Scrutinizer dated 30th September, 2023 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 10:00 a.m. and concluded at 10:25 a.m.

Kindly take the same on record.

Thanking you,
Yours faithfully,

For VARDHMAN TEXTILES LIMITED

SANJAY GUPTA

(SANJAY GUPTA)
Company Secretary

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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, Barawal Road, Ludhiana-141 012.
E-mail : asingla_cs@yahoo.co.in aksingla1000@gmail.com

Ref. No.

Date :

Date - 30.09.2023

The Chairman of
50th Annual General Meeting of
Vardhman Textiles Limited,
CIN: L17111PB1973PLC003345
Regd. Off: Vardhman Premises, Chandigarh Road,
Ludhiana-141010, Punjab.

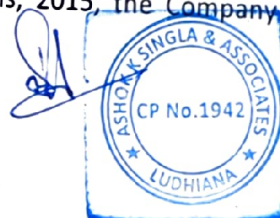
Subject: Consolidated Scrutinizer's report for Remote E-voting and Electronic voting at the 50th Annual General Meeting (AGM) of the Company held on Saturday, 30th September 2023.

The Board of Directors of the Company at its meeting held on 5th May, 2023 had appointed me as Scrutinizer for remote e-voting and also for Electronic voting at the AGM in respect of below mentioned five resolutions proposed at the 50th AGM of the Company held on Saturday, 30th September, 2023 at 10:00 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 50th 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 2022-23 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 Circular dated 5th May, 2020 read with circulars dated 8th April, 2020, 13th April, 2020, 13th January, 2021, 14th December, 2021, 5th May, 2022 and 28th December, 2022 (collectively referred to as 'MCA Circulars') and SEBI Circulars dated 12th May 2020, 15th January, 2021, 13th May, 2022 and 5th January, 2023 (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 09.09.2023.

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





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

ASHOK K SINGLA & ASSOCIATES

COMPANY SECRETARIES

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H.O. : 281, Aggar Nagar Enclave, Barewal Road, Ludhiana-141 012.

E-mail : asingla_cs@yahoo.co.in askingla1000@gmail.com

Date :

Ref. No.

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 (India) 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.

Cut-Off date: 23.09.2023
Remote e-voting commencement date: 27.09.2023 at 09.00 am
Remote e-voting end date: 29.09.2023 at 05.00 pm

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 the Audited Financial Statements (including the consolidated financial statements) of the Company for the financial year ended 31st March, 2023, together with Report of Board of Directors and Auditors thereon:

No of Members who cast their vote	No. of shares voted	% of Total share Capital
331	246756598	85.34





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

ASHOK K SINGLA & ASSOCIATES

COMPANY SECRETARIES

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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 :

	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	329	246719880	1	3	246719883	99.99
Dissent	1	36715	0	0	36715	0.01
Invalid	0	0	0	0	0	0
Total	330	246756595	1	3	246756598	100.00

Item No.2 - Ordinary Business- Ordinary Resolution

To declare Dividend:

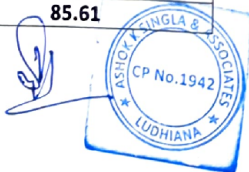
No of Members who cast their vote	No. of shares voted	% of Total share Capital
333	247532958	85.61

	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	332	247532955	1	3	247532958	100.00
Dissent	0	0	0	0	0	0
Invalid	0	0	0	0	0	0
Total	332	247532955	1	3	247532958	100.00

Item No.3 - Ordinary Business- Ordinary Resolution

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
336	247532958	85.61





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H.O. : 281, Aggar Nagar Enclave, Barawal Road, Ludhiana-141 012.

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

Ref. No.

Date :

	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	254	236160111	1	3	236160114	95.41
Dissent	81	11372844	0	0	11372844	4.59
Invalid	0	0	0	0	0	0
Total	335	247532955	1	3	247532958	100.00

Item No. 04 - Special Business- Ordinary Resolution

To ratify remuneration payable to Cost Auditors for the financial year ending 31st March, 2024:

No of Members who cast their vote	No. of shares voted	% of Total share Capital
333	247532958	85.61

	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	331	247532920	1	3	247532923	100
Dissent	1	35	0	0	35	0*
Invalid	0	0	0	0	0	0
Total	332	247532955	1	3	247532958	100.00

* Negligible so not taken into account.

Item No. 05 - Special Business- Special Resolution

To appoint Mr. Atul Khosla as an Independent Director of the Company:

No of Members who cast their vote	No. of shares voted	% of Total share Capital
333	247532958	85.61





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

ASHOK K SINGLA & ASSOCIATES

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H.O. : 281, Aggar Nagar Enclave, Barewal Road, Ludhiana-141 012.
E-mail : asingla_cs@yahoo.co.in . aksingla1000@gmail.com

Ref. No.

Date :

	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	328	247398460	1	3	247398463	99.95
Dissent	4	134495	0	0	134495	0.05
Invalid	0	0	0	0	0	0
Total	332	247532955	1	3	247532958	100.00

All the above 05 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 E00 114 2891

