



Ref. VHL:SCY:SEP:2023-2024

Dated: 30.09.2023

BSE Limited, 1 st Floor, New Trading Ring, Rotunda Building, P.J Towers, Dalal Street, Fort, Mumbai -400 001. Scrip Code: 500439	The National Stock Exchange of India Limited, “Exchange Plaza”, Bandra-Kurla Complex, Bandra (East), Mumbai – 400 051 Scrip Code: VHL
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SUB: 59TH ANNUAL GENERAL MEETING – SCRUTINIZER REPORT

Dear Sir/Mam,

In respect of the 59th 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 12:30 p.m. and concluded at 12:49 p.m.

You are requested to take the same on record.

Thanking you,
Yours faithfully,

For Vardhman Holdings Limited

(Swati Mangla)
Company Secretary



(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 Mendi, Ludhiana - 141 001. Punjab

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

E-mail : asingla_cs@yahoo.co.in : akasingla1000@gmail.com

Ref. No.

Date :

Date: 30.09.2023

The Chairperson of
59th Annual General Meeting of
Vardhman Holdings Limited,
CIN: L17111PB1962PLC002463
Regd. Off: Vardhman Premises, Chandigarh Road,
Ludhiana-141010, Punjab.

Subject: Consolidated Scrutinizer's report for Remote E-voting and Electronic voting at the 59th 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 20th May, 2023 had appointed me as Scrutinizer for remote e-voting and also for Electronic voting at the AGM in respect of below mentioned four resolutions proposed at the 59th AGM of the Company held on Saturday, 30th September, 2023 at 12:30 P.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 59th 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 December 28, 2022 (collectively referred to as 'MCA Circulars') and SEBI Circulars dated 12th May 2020, 15th January, 2021, 13th May, 2022 and January 5, 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 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.





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Date :

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
64	2401387	75.24

	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	62	2401317	1	20	2401337	100
Dissent	1	50	-	-	50	0*
Invalid	-	-	-	-	-	-
Total	63	2401367	1	20	2401387	100

* Negligible so not taken into account





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Ref. No.

Date :

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
65	2401574	75.25

	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	64	2401554	1	20	2401574	100
Dissent	-	-	-	-	-	-
Invalid	-	-	-	-	-	-
Total	64	2401554	1	20	2401574	100

Item No.3 - Ordinary Business- Ordinary Resolution

To re-appoint Mr. Vikas Kumar as a director liable to retire by rotation:

No of Members who cast their vote	No. of shares voted	% of Total share Capital
65	2401574	75.25

	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	62	2401342	1	20	2401362	99.99
Dissent	2	212	-	-	212	0.01
Invalid	-	-	-	-	-	-
Total	64	2401554	1	20	2401574	100





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Item No.4 - Ordinary Business- Ordinary Resolution

To resolve not to fill the vacancy caused due to retirement by rotation of Mrs. Shakun Oswal, Non-Executive Director of the Company:

No of Members who cast their vote	No. of shares voted	% of Total share Capital
65	2401574	75.25

	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	63	2401549	1	20	2401569	100
Dissent	1	5	-	-	5	0*
Invalid	-	-	-	-	-	-
Total	64	2401554	1	20	2401574	100

* Negligible so not taken into account

All the above 04 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 6103

