



Vardhman

Delivering Excellence. Since 1965.

VARDHMAN HOLDINGS LIMITED

CHANDIGARH ROAD
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Ref. VHL:SCY:OCT:2019-2020

Dated: 01.10.2019

| | |
|---|---|
| <p>The Deputy General Manager, Corporate Relationship Deptt, Bombay Stock Exchange Limited, 1st Floor, New Trading Ring, Rotunda Building, P.J Towers, Dalal Street, Fort, MUMBAI -400001.</p> <p>Scrip Code: 500439</p> | <p>The National Stock Exchange of India Ltd, “Exchange Plaza”, Bandra-Kurla Complex, Bandra (East), MUMBAI.</p> <p>Scrip Code: VHL</p> |
|---|---|

SUB: 55TH ANNUAL GENERAL MEETING AND VOTING RESULTS

In respect of the 55th Annual General Meeting of the Company held on 30th September, 2019 at Registered Office, Chandigarh Road, Ludhiana- 141010, 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 11:00 a.m.

You are requested to take the same on record.

Thanking you,
Yours faithfully,

For VARDHMAN HOLDINGS LIMITED


(SWATI MANGLA)
Company Secretary

YARNS | FABRICS | THREADS | GARMENTS | FIBRES | STEELS

VARDHMAN HOLDINGS LIMITED

55TH ANNUAL GENERAL MEETING

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

| | |
|--|----------------------------------|
| ➤ Date of AGM: | 30 th September, 2019 |
| ➤ Total Number of Shareholders on record date. | 9179 |
| ➤ No. of Shareholders present in the meeting either in person or through proxy: a) Promoter and Promoter group: b) Public: | 16 26 |
| ➤ No. of Shareholders attended the meeting through video conferencing: a) Promoter and Promoter group: b) Public: | 0 0 |
| Mode of Voting | E-voting and Poll |

AGENDA WISE DISCLOSURE:

The Agenda wise disclosure of the voting results of the businesses transacted at the 55th Annual General Meeting of the members of the Company held on **Monday, 30th September, 2019** is given below.

Further, a copy of result declared for the 55th 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:

| 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 $3=2/1*100$ | No. of votes in favour | No. of votes against | % of votes in favour on votes polled $6=4/2*100$ | % of votes against on votes polled $7=5/2*100$ |
| | | 1 | 2 | | 4 | 5 | | |
| Promoter and Promoter Group | E-voting | 2,390,441 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 2,390,441 | 100 | 2,390,441 | 0 | 100 | 0 |
| | Postal Ballot (If applicable) | | - | - | - | - | - | - |
| | Total | | 2,390,441 | 2,390,441 | 100 | 2,390,441 | 0 | 100 |
| Public Institutions | E-voting | 142,043 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (If applicable) | | - | - | - | - | - | - |
| | Total | | 142,043 | 0 | 0 | 0 | 0 | 0 |
| Public Non-Institutions | E-voting | 659,052 | 815 | 0.12 | 815 | 0 | 100 | 0 |
| | Poll | | 1,169 | 0.18 | 1,169 | 0 | 100 | 0 |
| | Postal Ballot (If applicable) | | - | - | - | - | - | - |
| | Total | | 659,052 | 1,984 | 0.3 | 1,984 | 0 | 100 |
| Total | | 3,191,536 | 2,392,425 | 74.96 | 2,392,425 | 0 | 100 | 0 |



ITEM NO.2:

Declaration of 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 $3=2/1*100$ | No. of votes in favour | No. of votes against | % of votes in favour on votes polled $6=4/2*100$ | % of votes against on votes polled $7=5/2*100$ |
| | | 1 | 2 | | 4 | 5 | | |
| Promoter and Promoter Group | E-voting | 2,390,441 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 2,390,441 | 100 | 2,390,441 | 0 | 100 | 0 |
| | Postal Ballot (If applicable) | | - | - | - | - | - | - |
| | Total | | 2,390,441 | 2,390,441 | 100 | 2,390,441 | 0 | 100 |
| Public Institutions | E-voting | 142,043 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (If applicable) | | - | - | - | - | - | - |
| | Total | | 142,043 | 0 | 0 | 0 | 0 | 0 |
| Public Non-Institutions | E-voting | 659,052 | 815 | 0.12 | 815 | 0 | 100 | 0 |
| | Poll | | 1,169 | 0.18 | 1,169 | 0 | 100 | 0 |
| | Postal Ballot (If applicable) | | - | - | - | - | - | - |
| | Total | | 659,052 | 1,984 | 0.3 | 1,984 | 0 | 100 |
| Total | | 3,191,536 | 2,392,425 | 74.96 | 2,392,425 | 0 | 100 | 0 |



ITEM NO.3a:

Appointment of 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 3=2/1*100 | No. of votes in favour | No. of votes against | % of votes in favour on votes polled 6=4/2*100 | % of votes against on votes polled 7=5/2*100 |
| | | 1 | 2 | | 4 | 5 | | |
| Promoter and Promoter Group | E-voting | 2,390,441 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 2,390,441 | 100 | 2,390,441 | 0 | 100 | 0 |
| | Postal Ballot (If applicable) | | - | - | - | - | - | - |
| | Total | | 2,390,441 | 2,390,441 | 100 | 2,390,441 | 0 | 100 |
| Public Institutions | E-voting | 142,043 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (If applicable) | | - | - | - | - | - | - |
| | Total | | 142,043 | 0 | 0 | 0 | 0 | 0 |
| Public Non-Institutions | E-voting | 659,052 | 815 | 0.12 | 792 | 23 | 97.18 | 2.82 |
| | Poll | | 1,169 | 0.18 | 1,169 | 0 | 100 | 0 |
| | Postal Ballot (If applicable) | | - | - | - | - | - | - |
| | Total | | 659,052 | 1,984 | 0.3 | 1,961 | 23 | 98.84 |
| Total | | 3,191,536 | 2,392,425 | 74.96 | 2,392,402 | 23 | 99.99 | 0.001 |



ITEM NO.3b:**Appointment of 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 $3=2/1*100$ | No. of votes in favour | No. of votes against | % of votes in favour on votes polled $6=4/2*100$ | % of votes against on votes polled $7=5/2*100$ |
| | | 1 | 2 | | 4 | 5 | | |
| Promoter and Promoter Group | E-voting | 2,390,441 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 2,390,441 | 100 | 2,390,441 | 0 | 100 | 0 |
| | Postal Ballot (If applicable) | | - | - | - | - | - | - |
| | Total | | 2,390,441 | 2,390,441 | 100 | 2,390,441 | 0 | 100 |
| Public Institutions | E-voting | 142,043 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | |
| | Postal Ballot (If applicable) | | - | - | - | - | - | |
| | Total | | 142,043 | 0 | 0 | 0 | 0 | 0 |
| Public Non-Institutions | E-voting | 659,052 | 815 | 0.12 | 792 | 23 | 97.18 | 2.82 |
| | Poll | | 1,169 | 0.18 | 1,169 | 0 | 100 | 0 |
| | Postal Ballot (If applicable) | | - | - | - | - | - | |
| | Total | | 659,052 | 1,984 | 0.30 | 1,961 | 23 | 98.84 |
| Total | | 3,191,536 | 2,392,425 | 74.96 | 2,392,402 | 23 | 99.99 | 0.001 |



ITEM NO. 4:

Appointment of Statutory Auditors:

| 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 $3=2/1*100$ | No. of votes in favour | No. of votes against | % of votes in favour on votes polled $6=4/2*100$ | % of votes against on votes polled $7=5/2*100$ |
| | | 1 | 2 | | 4 | 5 | | |
| Promoter and Promoter Group | E-voting | 2,390,441 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 2,390,441 | 100 | 2,390,441 | 0 | 100 | 0 |
| | Postal Ballot (If applicable) | | - | - | - | - | - | - |
| | Total | | 2,390,441 | 2,390,441 | 100 | 2,390,441 | 0 | 100 |
| Public Institutions | E-voting | 142,043 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (If applicable) | | - | - | - | - | - | - |
| | Total | | 142,043 | 0 | 0 | 0 | 0 | 0 |
| Public Non-Institutions | E-voting | 659,052 | 815 | 0.12 | 792 | 23 | 97.18 | 2.82 |
| | Poll | | 1,169 | 0.18 | 1,169 | 0 | 100 | 0 |
| | Postal Ballot.(If applicable) | | - | - | - | - | - | - |
| | Total | | 659,052 | 1,984 | 0.30 | 1,961 | 23 | 98.84 |
| Total | | 3,191,536 | 2,392,425 | 74.96 | 2,392,402 | 23 | 99.99 | 0.001 |



ITEM NO. 5

To re-appoint Mr. S.P. Oswal as the Managing Director of the Company:

| Resolution Required: (Ordinary/Special) | | | | | Special 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 $3=2/1*100$ | No. of votes in favour | No. of votes against | % of votes in favour on votes polled $6=4/2*100$ | % of votes against on votes polled $7=5/2*100$ |
| | | 1 | 2 | | 4 | 5 | | |
| Promoter and Promoter Group | E-voting | 2,390,441 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 2,390,441 | 100 | 2,390,441 | 0 | 100 | 0 |
| | Postal Ballot (If applicable) | | - | - | - | - | - | - |
| | Total | | 2,390,441 | 2,390,441 | 100 | 2,390,441 | 0 | 100 |
| Public Institutions | E-voting | 142,043 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (If applicable) | | - | - | - | - | - | - |
| | Total | | 142,043 | 0 | 0 | 0 | 0 | 0 |
| Public Non-Institutions | E-voting | 659,052 | 815 | 0.12 | 792 | 23 | 97.18 | 2.82 |
| | Poll | | 1,169 | 0.18 | 1,169 | 0 | 100 | 0 |
| | Postal Ballot (If applicable) | | - | - | - | - | - | - |
| | Total | | 659,052 | 1,984 | 0.30 | 1,961 | 23 | 98.84 |
| Total | | 3,191,536 | 2,392,425 | 74.96 | 2,392,402 | 23 | 99.99 | 0.001 |

All resolutions from Item No. 1 to 5 passed by requisite majority.

