



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. VTL:SCY:SEPT:2024-25

Dated: 20-Sept-2024

BSE Limited,
1st 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

SUB: 51ST ANNUAL GENERAL MEETING – SCRUTINIZER REPORT

Dear Sir,

In respect of the 51st Annual General Meeting of the Company held on 19th September, 2024, please find enclosed herewith Report of Scrutinizer dated 19th September, 2024 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 11:53 a.m.

Kindly take the same on record.

Thanking you,
Yours faithfully,

For VARDHMAN TEXTILES LIMITED

(SANJAY GUPTA)
Company Secretary

YARNS | FABRICS | GARMENTS | THREADS | 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, Ghumer Mandi, Ludhiana - 141 001, Punjab
H.O. : 281, Aggar Nagar Enclave, Barawal Road, Ludhiana-141 012
E-mail : asingla_cs@yahoo.co.in asingla1000@gmail.com

Date :

Ref. No.

Date - 19.09.2024

The Chairperson of
51st 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 51st Annual General Meeting (AGM) of the Company held on Thursday, 19th September 2024.

The Board of Directors of the Company at its meeting held on 30th July, 2024 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 51st AGM of the Company held on Thursday, 19th September, 2024 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 51st 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 2023-24 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, 28th December, 2022 and 25th September, 2023 (collectively referred to as 'MCA Circulars') and SEBI Circulars dated 12th May 2020, 15th January, 2021, 13th May, 2022, 5th January, 2023 and 7th October, 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 29.08.2024.





(M) : 78140 - 02345
(M) : 93572 - 03385
(F) : 0161-2653115

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

Date :

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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.

Cut-Off date: 12.09.2024
Remote e-voting commencement date: 16.09.2024 at 09.00 am
Remote e-voting end date: 18.09.2024 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, 2024, 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
337	242640441	83.91





(M) : 78140 - 02345
(M) : 93572 - 03396
(R) : 0161-2553116

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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	326	242527434	4	1435	242528869	99.95
Dissent	7	111572	0	0	111572	0.05
Invalid	0	0	0	0	0	0
Total	333	242639006	4	1435	242640441	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
340	242904161	83.99

	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	335	242856726	4	1435	242858161	99.98
Dissent	1	46000	0	0	46000	0.02
Invalid	0	0	0	0	0	0
Total	336	242902726	4	1435	242904161	100.00





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

Ref. No.

Date :

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
343	242903611	83.99

	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	214	211177995	4	1435	211179430	86.94
Dissent	125	31724181	0	0	31724181	13.06
Invalid	0	0	0	0	0	0
Total	339	242902176	4	1435	242903611	100.00

Item No. 04 - Special Business- Ordinary ResolutionTo ratify remuneration payable to Cost Auditors for the financial year ending 31st March, 2025:

No of Members who cast their vote	No. of shares voted	% of Total share Capital
339	242903611	83.99

	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	242856087	4	1435	242857522	99.98
Dissent	6	46089	0	0	46089	0.02
Invalid	0	0	0	0	0	0
Total	335	242902176	4	1435	242903611	100.00





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

Ref. No.

Date :

Item No. 05 - Special Business- Special Resolution

To re-appoint Mr. Udeypaul Singh Gill as an Independent Director of the Company:

No of Members who cast their vote	No. of shares voted	% of Total share Capital
339	242903611	83.99

	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	322	242489203	4	1435	242490638	99.83
Dissent	13	412973	0	0	412973	0.17
Invalid	0	0	0	0	0	0
Total	335	242902176	4	1435	242903611	100.00

Item No. 06 - Special Business- Special Resolution

To appoint Dr. Prem Kumar as an Independent Director of the Company:

No of Members who cast their vote	No. of shares voted	% of Total share Capital
339	242903611	83.99

	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	330	242850756	4	1435	242852191	99.98
Dissent	5	51420	0	0	51420	0.02
Invalid	0	0	0	0	0	0
Total	335	242902176	4	1435	242903611	100.00





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


Ref. No.

Date :

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 F001 259 359

