

VARDHAMAN

Vardhaman Laboratories Limited

REGD. OFFICE : 1393, Peth Bhag, High School Road, P.O.Box 184, SANGLI 416 416.
Tel: (0233) 2623886, 2623310 **Fax:** (0233) 2620467 **E-mail:** vll@vsnl.com
FACTORY : J-5, MIDC, Kupwad, SANGLI 416 436.

CIN:- L85195PN1985PLC036017

September 29, 2018

To,

Corporate Relationship Department
Bombay Stock Exchange Limited,
PhirozeJeejeebhoy Towers, Dalal Street,
Fort, Mumbai – 400 001

Sub.:- Disclosure of Voting Results of 33rd Annual General Meeting of the Company

Ref.:- Scrip Code 524796

Dear Sir,

Pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find appended below the requisite details in respect of voting on the resolutions by the shareholders at the 33rd Annual General Meeting of the Company was held on Saturday, September 29, 2018 at 02.00 p.m. at 1393, PethBagh, High School Road, Sangli -416 416.

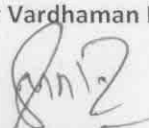
The details of the voting results are enclosed in prescribed format as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

A copy of the Scrutinizers Report pursuant to Section 108 of the Companies Act, 2013 read with Rule 20(4) of the Companies (Management and Administration) Rules, 2014, is also enclosed for your information and record.

Kindly take the above information on your records and oblige.

Thanking you,

For Vardhaman Laboratories Limited


SUNIL SHAH
Director
DIN:00321471

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DISCLOSURE OF VOTING RESULTS OF 33rd ANNUAL GENERAL MEETING OF VARDHAMAN LABORATORIES LIMITED

[Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements)
 Regulations, 2015.]

Date of Annual General Meeting	Saturday, September 29, 2018
Total number of the Shareholders on the record date	9231

Number of shareholders present in meeting either in person or proxy	33
Promoter & Promoter Group	6
Public	27

Number of shareholders present in meeting either via video conferencing	N.A.
Promoter & Promoter Group	Nil
Public	Nil

Agenda wise Details:

Sr. No	Agenda Item	Type of Resolution	Mode of voting	Results of voting
1.	To receive, consider and adopt the audited financial statements of the Company comprising of the Balance Sheet as at March 31, 2018, the Statement of Profit and Loss and cash flow statement for the year ended on that date and the reports of the Board of Directors (the Board) and Auditors' thereon	Ordinary Resolution	Remote E-Voting and Ballot Papers at the AGM	The resolution was passed with requisite majority
2.	To appoint a Director in place of Mr. Sumedh Shah (DIN: 00321474), who retires by rotation and, being eligible offers himself for re-appointment.	Ordinary Resolution	Remote E-Voting and Ballot Papers at the AGM	The resolution was passed with requisite majority

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Resolution No. 1

Details of Agenda			To receive, consider and adopt the audited financial statements of the Company comprising of the Balance Sheet as at March 31, 2018, the Statement of Profit and Loss and cash flow statement for the year ended on that date and the reports of the Board of Directors (the Board) and Auditors' thereon.					
Resolution Required			Ordinary Resolution					
Whether Promoter/Promoter group are interested in the agenda or 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 in 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	1534350	0	0	0	0	0	0
	Ballot Voting		1534350	100	1534350	0	100	0
	Total		1534350	100	1534350	0	100	0
Public – Institutional Holders	E-voting	4500	0	0	0	0	0	0
	Ballot Voting		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public – Others	E-voting	2585800	0	0	0	0	0	0
	Ballot Voting		37600	1.45	37600	0	100	0
	Total		37600	1.45	37600	0	100	0
TOTAL		4124650	1571950	38.11	1571950	0	100	0

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 Resolution No. Tel: (0233) 2623886, 2623310 Fax: (0233) 2620467 E-mail: vll@vsnl.com
 FACTORY : J-5, MIDC, Kupwad, SANGLI 416 436.

Details of Agenda			To appoint a Director in place of Mr. Sumedh Shah (DIN: 00321474), who retires by rotation and, being eligible offers himself for re-appointment.					
Resolution Required			Ordinary Resolution					
Whether Promoter/Promoter group are interested in the agenda or 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 in 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	1534350	0	0	0	0	0	0
	Ballot Voting		1534350	100	1534350	0	100	0
	Total		1534350	100	1534350	0	100	0
Public – Institutional Holders	E-voting	4500	0	0	0	0	0	0
	Ballot Voting		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public – Others	E-voting	2585800	0	0	0	0	0	0
	Ballot Voting		37600	1.45	37600	0	100	0
	Total		37600	1.45	37600	0	100	0
TOTAL		4124650	4124650	1571950	38.11	1571950	0	100



R. Bhandari & Co.

Company Secretaries

Office No.13, New Tulsi Tower, Saibaba Nagar, Mira-Bhayander Rd., Mira Road(E), Thane - 401107.

✉ Email ID: raghunaths@yaho.com

☎ Mob No.: 99300 16725 / Off No.: 84509 43725

Report of Scrutinizer

(pursuant to the Section 108 of the Companies Act, 2013 and rule 20 (4) (xii) of the Companies (Management and Administration) Rules, 2014

1st October, 2018

To
The Chairman
Vardhaman Laboratories Limited
1393, Peth Bhag, High School Road, Sangli – 416 416

33RD Annual General Meeting of the Equity Shareholders of Vardhaman Laboratories Limited held on Saturday, 29th September, 2018 at 1393, Peth Bhag, High School Road, Sangli – 416 416 at 2.00 P.M.

Dear Sir,

Report of the Scrutinizer in respect of the votes cast through remote e-voting and poll on the resolutions mentioned in the Notice of the 33rd Annual General Meeting of the Equity Shareholders of Vardhaman Laboratories Limited held on 29th September, 2018.

I, Raghunath Bhandari, Practising Company Secretary, having office at office No. 13, New Tulsi Tower, SaiBaba Nagar, Mira-Bhayander Rd., Mira Road East, Thane 401107, being appointed as the Scrutinizer by the Board of Directors of Vardhaman Laboratories Limited (company) at its meeting held on 14th August, 2018 for scrutinizing e-voting process and appointed by the Chairman of 33rd Annual General Meeting of the Equity shareholders of Vardhaman Laboratories Limited held on 29th September, 2018 at 2.00 p.m. at 1393, Peth Bhag, High School Road, Sangli – 416 416, for scrutinizing the poll taken on the below mentioned resolutions thereat, submit my report as under:

In respect of votes casted through E-voting facility:

1. In accordance with the Notice of the 33rd Annual General Meeting dated 14th August, 2018 sent to the shareholders and the Advertisement published pursuant to the Rule 20 (3) (v) of the Companies (Management and Administration) Rules, 2014 on 07th September, 2018 in Business Standard in English and Agradoot in Marathi, the E-voting opened at 10.00 a.m. on 26th September, 2018 and remained open upto 5.00 p.m. on 28th September, 2018.
2. The equity shareholders holding shares as on 21st September, 2018, cut-off date, were entitled to vote on the resolutions stated in the Notice of the 33rd Annual General Meeting of the Company.
3. The votes were unblocked at 3.15 p.m. on 29th September, 2018 in the presence of witness who are not employees of the Company.
4. The e-voting results/list of equity shareholders who have voted "For or Against" were downloaded from the e-voting website of Central Depository Services Limited (CDSL) (<https://www.evotingindia.com/>) and we found that there were no e-voting done, hence e-voting poll is NIL.





R. Bhandari & Co.

Company Secretaries

Office No.13, New Tulsi Tower, Saibaba Nagar, Mira-Bhayander Rd., Mira Road(E), Thane - 401107.

Email ID: raghunathsb@yahoo.com

Mob No.: 99300 16725 / Off No.: 84509 43725

In respect of votes casted through poll at the 33rd Annual General Meeting of the Company:

5. After the time fixed for the poll by the Chairman, a ballot box kept for polling was locked in the presence of me and members with due identification marks placed by me.
6. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations lodged with the Company.
7. I hereby state that I have recorded details of 33 polling ballot votes cast by the shareholders by poll and have also checked and verified the same. I have also carried out full count of the votes.
8. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.

The combined results of the votes casted through e-voting and poll are as under:

Item No.	Particulars/ Heading of the resolution	Mode	No. of Votes Cast		% of Votes Cast	
			Favor	Against	Favor (%)	Against (%)
1.	Adoption of Audited Financial Statements for the financial year ended March 31, 2018 along Audited Report and Report of Board of Directors thereon.	Remote E-voting	0	0	0	0
		Poll	1571950	0	100	0
		Total	1571950	0	100	0
2.	Appointment of Mr. Sumedh Shah (DIN: 00321474), who retires by rotation and being eligible offer himself for reappointment.	Remote E-voting	0	0	0	0
		Poll	1571950	0	100	0
		Total	1571950	0	100	0

9. In view of the aforesaid voting details, I hereby state that all the resolutions from Item No. 1 and 2 as set out in the Notice of the 33rd Annual General Meeting have been passed with requisite majority.
10. All relevant records of vote casted by poll and through e-voting will remain in my custody until the Chairman considers, approves and signs the minutes of the 33rd Annual General Meeting and thereafter the said records will be handed over to the Company.

Thanking you,

Yours faithfully,

For R. Bhandari & Co.



Raghunath Bhandari
Practising Company Secretary
COP: 15381