



Ref: VTM:CS: AGM/2024

25.07.2024

Corporate Relationship Dept. - CRD

Bombay Stock Exchange Limited
Regd. Office: Floor 25, PJ Towers
Dalal Street
MUMBAI - 400 001.

Dear Sir/s,

Sub: Scrutinizer's Report of the Annual General Meeting - Reg
Ref: **Regulations 30 and 44(3)** of the Securities and Exchange Board
of India (Listing Obligations and Disclosure Requirements) Regulations,
2015 ('Listing Regulations')

Ref: Our SCRIP CODE: **532893**

With reference to the above, we enclose herein the Scrutinizer's Report
in connection with the Annual General Meeting held on 24.07.2024. The voting
details were already filed. Besides the XBRL reporting on Voting was also filed.

Thanking you,

Yours faithfully,

For **VTM LIMITED**


K. PREYATHARSHINE
COMPANY SECRETARY

Chairman's Office : Thiagarajar Mills Premises, KAPPALUR - 625 008. Madurai, India.

Regd. Office : SULAKARAI, Virudhunagar - 626 003.

GST No. : 33AAACV3775E1ZG
CIN No. : L17111TN1946PLC003270
TIN No. : 33495800034
CST No. : 493901 Dt. 05.10.1957
PAN No. : AAACV3775E

Phone : 91-452-2482595 (4 lines)
91-4549-280591/280620
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vtac@vtmill.com



S.Ramalingam, M.Com, BL, ACS
Practicing Company Secretary

REPORT OF THE SCRUTINIZER

(Pursuant to Section 108 of the Companies Act, 2013) and Rule 20 and 21(2) of the Companies (Management and Administration) Rules, 2014)

To,
The Chairman of the Annual General Meeting
VTM LIMITED,
(CIN: L17111TN1946PLC003270)
Registered Office: Sulakaalrai, Virudhunagar -626003.

ANNUAL GENERAL MEETING OF THE SHAREHOLDERS OF VTM LIMITED HELD ON WEDNESDAY 24th JULY, 2024 AT 10.00 A.M AT THE REGISTERED OFFICE OF THE COMPANY AT, SULAKARAI, VIRUDHUNAGAR - 626003.

I, S.RAMALINGAM, Practicing Company Secretary, was appointed as Scrutinizer by the Board of Directors of VTM LIMITED, CIN: L17111TN1946PLC003270 ("the Company") for the purpose of scrutinizing the voting by remote e-voting at the Company's Annual General Meeting (AGM) held on 24th July 2024 at the venue mentioned above pursuant to Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014 as amended and the Regulation 44 of the SEBI (Listing obligations and Disclosure Requirements) Regulations 2015, in respect of resolutions contained in the Notice dated 23rd May, 2024 of the AGM held on 24th July, 2024.

The management of the Company is responsible to ensure the compliance with the requirements of the Act and Rules relating to voting by remote e-voting at the AGM for the resolutions contained in the Notice of the AGM. My responsibility as a scrutinizer is restricted to ensure that the voting process through remote e-voting at the AGM is conducted in a fair and transparent manner and to make a Scrutinizer Report of the votes cast 'For' or 'Against' the resolutions contained in the Notice.

Report on scrutiny:

1. The Company has entered an arrangement with M/s. KFin Technologies Limited (formerly known as M/s. Karvy Fintech Private Limited), the Agency authorized under the Rules and engaged by the Company to provide e-voting facilities for voting through electronic means to all the members who were eligible to take part in the remote e-voting.
2. The cut-off date for the purpose of identifying the shareholders who will be entitled to vote on the resolution placed for approval of the shareholders was 12th July 2024.



7/14, Sri Lakshmi Illam, Kurinji Street, Ganapathy Nagar, New Vilangudi, Madurai - 625 018.

M : 98943 11704 Email: rsachida@yahoo.co.in



S.Ramalingam, M.Com, BL, ACS
Practicing Company Secretary

3. As prescribed in the Rules, remote e-voting facility was kept open for Five days from Friday, 19th July, 2024 (9:00 AM) till Tuesday 23rd July, 2024 (06.00 PM) preceding the date of the AGM.
4. At the end of remote e-voting period on 23rd July, 2024 (06.00 PM), voting portal of M/s. KFIN Technologies Limited (<https://evoting.kfintech.com/>) was blocked forthwith.
5. On Wednesday 24th July 2024 at 4.00 PM after conclusion of the AGM at 11.30 A.M, the votes cast through remote e-voting were unblocked by me in the presence of Mr. S. Balashankar and Mr. S. Subramani, who were not in the employment of the Company.
6. The total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under:

REPORT ON RESULT OF VOTING THROUGH ELECTRONIC MEANS i.e., REMOTE E-VOTING IS AS UNDER:

DETAILS OF RESOLUTIONS PASSED AS ORDINARY RESOLUTIONS.

Item No.1 - Adoption of Financial Statements

To receive, consider, and adopt the Audited Balance Sheet of the Company as of 31st March 2024, the Profit & Loss Statement for the year ended on that date, and the reports of the Directors and the Auditors thereon.

Item No.2 - To declare a dividend on equity shares.

Item No.3 - Re-appointment of Sri RM. Somasundaram, Director.

To appoint a Director in place of Sri RM Somasundaram, who retires by rotation and being eligible offers himself for re-appointment.

AS SPECIAL BUSINESS:

Item No. 4 – Ratification of Cost Auditor Remuneration:

To consider and if thought fit to pass with or without modification(s), the following resolution as an ordinary resolution:

Resolved that subject to provisions of Section 148 of the Companies Act, 2013 and Rule 14 of the Companies (Audit and Auditors) Rules, 2014 and other applicable provisions thereon, the fees of Rs.50,000/- payable to the Cost Auditor Mr. A. N. Raman for auditing the cost records and furnishing of Report thereon for the Financial Year 2024-25 as recommended by the Audit Committee and approved by the Board of Directors of the Company be and is hereby ratified.

7/14, Shri Lakshmi Illam, Kurinji Street, Ganapathy Nagar, New Vilangudi, Madurai - 625 018.

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S.Ramalingam, M.Com, BL, ACS
Practicing Company Secretary

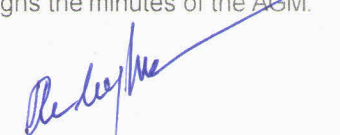
Details of voting:

Resolution ID	Category	Shares Held (1)	Votes Polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
1	Promoter and Promoter Group	30169700	739200	2.4501	739200	0	100.0000	0.0000
1	Public-Others	10057900	7769	0.0772	7738	31	99.6009	0.3990
	Total	40227600	746969	1.8569	746938	31	99.9958	0.0042
2	Promoter and Promoter Group	30169700	739200	2.4501	739200	0	100.0000	0.0000
2	Public-Others	10057900	7769	0.0772	7769	0	100.0000	0.0000
	Total	40227600	746969	1.8569	746969	0	100.0000	0.0000
3	Promoter and Promoter Group	30169700	739200	2.4501	739200	0	100.0000	0.0000
3	Public-Others	10057900	7769	0.0772	7738	31	99.6009	0.3990
	Total	40227600	746969	1.8569	746938	31	99.9958	0.0042
4	Promoter and Promoter Group	30169700	739200	2.4501	739200	0	100.0000	0.0000
4	Public-Others	10057900	7769	0.0772	7738	31	99.6009	0.3990
	Total	40227600	746969	1.8569	746938	31	99.9958	0.0042

7. Based on the voting reported in the above table all resolutions are passed with requisite majority, I request the Chairman of the AGM to announce the results accordingly.
8. A list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed herewith.
9. The electronic data and all other relevant records relating to e-voting is under my safe custody and will be handed over to the Chairman for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Thanking You,




S. RAMALINGAM, M.Com., BL., ACS.,
Company Secretary in Practice
ACS- 61773 CP.NO 23495
Peer Review Code: 2352/2022

UDIN: A061773F000815108
Date: 24.07.2024
Place: Madurai