



VTM :CS:PB 2023

23.01.2023

Corporate Relationship Dept. - **CRD**

**BSE Limited**

Phiroze Jeejeebhoy Towers

Dalal Street

Mumbai – 400 001

Scrip Code: 532893

Sir/s,

**Sub:** Disclosure of **Voting Results** of the Postal Ballot and Scrutinizer's Report

Ref: **Regulations 30 and 44(3)** of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations')

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Further to our letter dated 13th December, 2022 and pursuant to Regulation 30 read with Schedule III and Regulation 44(3) of the Listing Regulations, we hereby inform you that as per the count of the valid votes cast by remote e-voting through the Postal ballot process, the special resolution for the appointment of Mr.M.Anbukani,(DIN :00888339),as an Independent Director of the Company with effect from 28<sup>th</sup> October, 2022,for a period of five years and not liable to retire by rotation, has been passed by the Members with requisite majority on 21<sup>st</sup> January, 2023 being the last date of voting.

Pursuant to Regulation 44(3) of the Listing Regulations, the details of the voting result are attached herewith in the prescribed format along with a copy of the Scrutinizer's Report dated 23<sup>rd</sup> January, 2023.The voting result, along with the Scrutinizer's Report, is also available on the website of the Company.

You are requested to note the above.

Yours faithfully,

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. : 33495890034  
CST No. : 493901 Dt. 05.10.1957  
PAN No. : AAACV3775E

Phone : 91-452-2482595 (4 lines)  
91-4549-280591/280620  
Fax : 91-452-2482590 / 2486085  
E-mail : office@tmills.com  
vtac@vtmill.com



Company Name	VTM Limited
Date of Postal ballot notice	9th December 2022
Remote e-voting period:	
Start Date	22.12.2022
End date	21.01.2023
Total Number of share holders on Record date	4851
No. of shareholders present in the meeting either in person or through proxy:	
a) Promoters and Promoter group	Not applicable
b) Public	
No. of shareholders attended the meeting through video conferencing :	
a) Promoters and Promoter group	Not applicable

Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr.M.Anbukani as Non Executive Independent director-Din 00888339,as special resolution				
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 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	30169700						
	Poll							
	Postal Ballot (if applicable)		23623600	78.3024	23623600	0	100.0000	0.0000
	Total		30169700	23623600	78.3024	23623600	0	100.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	10057900						
	Poll							
	Postal Ballot (if applicable)		4315	0.0429	4315	0	100.0000	0.0000
	Total		10057900	4315	0.0429	4315	0	100.0000
<b>Total</b>		40227600	23627915	58.7356	23627915	0	100.0000	0.0000
<b>Whether resolution is Pass or Not.</b>							<b>Yes</b>	





## REPORT OF THE SCRUTINIZER

*[Pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108 and 110 of the Companies Act, 2013 read with Rule 20 & 22 of Companies (Management and Administration) Rules, 2014 as amended]*

To,

The Chairman  
**VTM LIMITED,**  
(CIN: L17111TN1946PLC003270)  
Registered Office : Sulakarai, Virudhunagar — 626003.

Dear Sir,

**Sub.: Scrutinizer's Report on Remote e-voting conducted through Postal ballot.**

Pursuant to the provisions of Section 108 and 110 and other applicable provisions, if any of the Companies Act, 2013 ("the Act") read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing regulations").

I, S.RAMALINGAM, Practicing Company Secretary, have been appointed as Scrutinizer pursuant to the provisions of Section 108 and 110 and other applicable provisions, if any of the Companies Act, 2013 ("the Act") read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing regulations"), to scrutinize the remote electronic voting process of Postal ballot of VTM LIMITED, CIN: L17111TN1946PLC003270 ("the Company") held between 22.12.2022 9.00 AM IST and 21.01.2023 5.00 IST PM.

In compliance with Ministry of Corporate Affairs (MCA) and SEBI Circular, the Notice of Postal ballot dated 9th December, 2022 along with Statement setting out material facts under Section 102 of the Companies Act, 2013 were sent only through electronic mode to those members whose email addresses are registered with the RTA/Depositories.





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 process of postal ballot . My responsibility as a scrutinizer is restricted to ensure that the voting process through remote e-voting process of postal ballot 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:

The Company has entered into 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.

The cut-off date for the purposes of identifying the shareholders who will be entitled to vote on the resolution placed for approval of the shareholders was 14<sup>th</sup> December , 2022. As prescribed in the Rules, remote e-voting facility was kept open one month from 22.12.2022 9.00 AM IST to 21.01.2023 5.00 PM. IST

At the end of remote e-voting period on 21.01.2023 at 5:00 P.M , IST voting portal of M/s KFin Technologies Limited (<https://evoting.kfintech.com/>) was blocked forthwith.

Votes cast through remote e-voting were then unblocked in the presence of following two witnesses not being in the employment of the Company.

1. Mrs.B. Renukadevi : *Dr. Renukadevi*

2. Mrs.Anandhi : *Anandhi*

The results of Remote E voting are as under:

Item Number 1	To appoint Mr. M.Anbukani (DIN 00888339) as Non Executive and Independent Director of the Company for an initial term of Five years from 28.10.2022
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Type of resolution : Special resolution.







Details of remote E votes

Particulars	Number of voters	Number of Equity Shares	Percentage
Assent	13	23627915	58.74
Dissent	Nil	Nil	Nil
Abstained	Nil	Nil	Nil

Based on the aforesaid results, I report that the Special Resolution as contained in the Item No. 1 of the Postal ballot notice dated 9<sup>th</sup> December 2022, has been passed with requisite majority.


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/ Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes.

The Company may accordingly declare the results of voting by postal ballot, as required.

Thanking You,

Place : Madurai :  
Date: 23.01.2023



  
S.RAMALINGAM, M.Com.,BL, ACS  
Company Secretary in Practice  
ACS- 61773 CP.NO 23495  
UDIN: **A061773D003035975**

Countersigned by

For VTM Limited

S.Paramasivam  
Company Secretary