

VENTURA TEXTILES LIMITED

Regd. Office: 121, Midas, Sahar plaza, J.B.Nagar, Andheri(East), Mumbai_ 400 059

CIN: L21091MH1970PLC014865 Website: www.venturatextiles.com

Tel No: (91-22) 2834 4453/ 4475. Email: mkt2@venturatextiles.com

Date: 29/12/2020

To,
BSE Limited
Dept. of Corporate Services
PhirozeJeejeebhoy Towers
Dalal Street, Mumbai - 400 001

Subject: Voting Results and Consolidated Scrutinisers Report of the 50th Adjourned Annual General Meeting of the Company under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015.

Dear Sir/Madam,

Pursuant to provision of regulations 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 please find herewith attached voting Results and consolidated Scrutinizer Report of the 50th Adjourned Annual General Meeting of the Company held on 29th December, 2020 at 11:00 a.m at registered office of the company.

Kindly acknowledge the same.

Thanking You,

Yours Faithfully
For Ventura Textiles Limited



P. M. Rao
Chairman & Managing Director
(DIN: 00197973)

50th Adjourned Annual General Meeting of Ventura Textiles Limited	
Date of Notice of AGM	28th November, 2020
Date of the Adjourned AGM	29th December, 2020
Total Number of Shareholders as on Record date/Cut off date (15th December 2020)	9152
No of Shareholders Present in the Meeting either in person or through proxy:	
Promoters and Promoter group	3
Public	7
Number of Shareholders present in the meeting through video conferencing	
Promoters and Promoter group	NA
Public	
Mode of Voting	Remote E-voting and through ballot paper



Ventura Textiles Limited

1 - To receive, consider, and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2020, along with the reports of the Board of Directors and Auditors thereon.

Resolution Required : (Ordinary)		1 - To receive, consider, and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2020, along with the reports of the Board of Directors and Auditors thereon.									
Whether promoter/ promoter group are interested in the agenda/resolution?											
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]= $\frac{[2]}{[1]} \times 100$	No. of Votes - in favour [4]	No. of Votes -Against [5]	% of Votes in favour on votes polled [6]= $\frac{[4]}{[2]} \times 100$	% of Votes against on votes polled [7]= $\frac{[5]}{[2]} \times 100$	No. of votes Invalid [8]		
Promoter and Promoter Group	E-Voting		11753773	100.00	11753773	0	100.00	0.00	0		
	Poll		0	0.00	0	0	0.00	0.00	0		
	Postal Ballot	11753773	0	0.00	0	0	0.00	0.00	0		
	Total		11753773	100	11753773	0	100	0.00	0		
Public Institutions	E-Voting		0	0.00	0	0	0.00	0.00	0		
	Poll		0	0.00	0	0	0.00	0.00	0		
	Postal Ballot	1015897	0	0.00	0	0	0.00	0.00	0		
	Total		0	0.00	0	0	0.00	0.00	0		
Public Non Institutions	E-Voting		333	0.00	308	25	92.49	7.51	0		
	Poll		2000002	29.92	2000002	0	100.00	0.00	0		
	Postal Ballot	6683619	0	0.00	0	0	0.00	0.00	0		
	Total		2000335	29.93	2000310	25	100.00	0.00	0		
Total		19453289	13754108	70.70	13754083	25	100.00	0.00	0		



Ventura Textiles Limited

2 - To appoint a Director in place of Mr.Mohan Rao penugonda (DIN: 00197973), who retires by rotation and being eligible, offers himself for re-appointment.

Resolution Required : (Ordinary)		2 - To appoint a Director in place of Mr.Mohan Rao penugonda (DIN: 00197973), who retires by rotation and being eligible, offers himself for re-appointment.									
Whether promoter/ promoter group are interested in the agenda/resolution?		2 - To appoint a Director in place of Mr.Mohan Rao penugonda (DIN: 00197973), who retires by rotation and being eligible, offers himself for re-appointment.									
Category	Mode of Voting	No. of shares held [1]	No. of 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	No. of votes Invalid [8]		
Promoter and Promoter Group	E-Voting		0	0.00	0	0	0.00	0.00	11753773		
	Poll		0	0.00	0	0	0.00	0.00	0		
	Postal Ballot	11753773									
	Total										
Public Institutions	E-Voting		0	0.00	0	0	0.00	0.00	11753773		
	Poll		0	0.00	0	0	0.00	0.00	0		
	Postal Ballot	1015897									
	Total										
Public Non Institutions	E-Voting		333	0.00	233	100	69.97	30.03	0		
	Poll		2000002	29.92	2000002	0	100.00	0.00	0		
	Postal Ballot	6683619									
	Total										
Total		19453289	2000335	29.93	2000235	100	100.00	0.00	11753773		
			2000335	10.28	2000235	100	100.00	0.00			



Ventura Textiles Limited

3- Reappointment of Mr. Mohan Rao Penugonda (DIN:00197973) as the Chairman and Managing Director of the company

Resolution Required : (Special)		3- Reappointment of Mr. Mohan Rao Penugonda (DIN:00197973) as the Chairman and Managing Director of the company									
Whether promoter/ promoter group are interested in the agenda/resolution?		3- Reappointment of Mr. Mohan Rao Penugonda (DIN:00197973) as the Chairman and Managing Director of the company									
Category	Mode of Voting	No. of shares held [1]	No. of 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}	No. of votes Invalid [8]		
Promoter and Promoter Group	E-Voting	0	0	0.00	0	0	0.00	0.00	11753773		
	Poll	0	0	0.00	0	0	0.00	0.00	0		
	Postal Ballot	11753773									
	Total										
Public Institutions	E-Voting	0	0	0.00	0	0	0.00	0.00	11753773		
	Poll	0	0	0.00	0	0	0.00	0.00	0		
	Total	1015897									
Public Non Institutions	Postal Ballot	0	0	0.00	0	0	0.00	0.00	0		
	Total	0	0	0.00	0	0	0.00	0.00	0		
	E-Voting	333	333	0.00	233	100	69.97	30.03	0		
	Poll	2000002	2000002	29.92	2000002	0	100.00	0.00	0		
Public Non Institutions	Postal Ballot	6683619	0	0.00	0	0	0.00	0.00	0		
	Total	19453289	2000335	29.93	2000235	100	100.00	0.00	0		
	Total		2000335	10.28	2000235	100	100.00	0.00	11753773		



REPORT OF SCRUTINIZER

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014]

29th December, 2020

To,
The Chairman
Ventura Textiles Limited
Unit No.121, Midas, Sahar Plaza
J. B. Nagar, Andheri-Kurla Road, Andheri (East), Mumbai – 400 059.

50th Annual General Meeting (AGM)(Adjourned) of the Equity Shareholders of Ventura Textiles Limited(CIN:L21091MH1970PLC014865) held on Tuesday, December 29, 2020 at 11:00 A.M.(earlier AGM was adjourned on 22nd December, 2020) at the Registered Office of the Company at Unit No. 121, Midas, Sahar Plaza, J.B. Nagar, Andheri-Kurla Road, Andheri (East), Mumbai – 400 059.

Dear Sir,

Sub.: Consolidated Scrutinizer's Report on remote e-voting and e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ('Act') read with the Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and voting through Ballot Form sat the 50th Annual General Meeting (AGM) of Ventura Textiles Limited held on Tuesday, December 29, 2020 at 11:00 at the Registered Office of the Company at Unit No. 121, Midas, Sahar Plaza, J.B. Nagar, Andheri-Kurla Road, Andheri (East), Mumbai – 400 059.

I, Dinesh Trivedi (ACS:A23841; CP:22407), Designated Partner of S. Anantha & Ved LLP, Practicing Company Secretaries, (LLPIN:AAH-8229), who were appointed as the Scrutinizers by the Board of Directors of **Ventura Textiles Limited**(the 'Company') vide resolution dated November 14, 2020, pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, amended till date to scrutinize and report on the electronic voting ('remote e-voting') and the voting through ballot by the shareholders of the Company in respect of the resolutions proposed to be passed at the adjourned 50th AGM of the members of the Company to be held on Tuesday, December 29, 2020 at 11:00 A.M. at the Registered Office of the Company at Unit No. 121, Midas, Sahar Plaza, J.B. Nagar, Andheri-Kurla Road, Andheri (East), Mumbai – 400 059, submit our report as under:

1. The Compliance with the provisions of the Companies Act, 2013 and the Rules made there under relating to voting through electronic means ('remote e-voting') and voting through ballot by the shareholders on the resolutions proposed in the notice of the 50th Annual General Meeting of the Company and its adjournment thereof is the responsibility of the management. Our responsibility as a Scrutinizer is to ensure that the voting process both through remote e-voting and voting through ballot are conducted in a fair and transparent manner and submit to the Chairman, the consolidated Report by Scrutinizer's of the total votes cast in favour or against, if any, on the resolutions, based on the report generated electronically and by voting through Ballot.
2. As per the Notice of 50th Annual General Meeting of the Shareholders and the 'Advertisement' published pursuant to Rule 20(4)(v) of the Companies [(Management and Administration) Rules, 2014] (Amendment Rules, 2015) on November 30, 2020, in English Newspaper "Active Time" and in Vernacular Language (Marathi) Newspaper "Lakshadweep", the remote e-voting opened at 09.00 A.M. (IST) on Saturday, December 19, 2020 and remained open until 05.00 P.M. (IST) on Monday, December 21, 2020.
3. The Shareholders holding the Equity Shares of the Company as on Tuesday, December 15, 2020 viz. the "**cut-off date**", were entitled to vote on the resolutions stated in the Notice of the 50th Annual General Meeting of the Company.
4. After the declaration of voting by use of ballot by the Chairman at the meeting, ballot box was locked and kept for voting duly marked by identification mark placed on them. The ballot box subsequently on close of voting hours was opened in the presence of two witnesses who are not the employees of the Company, and ballots received were serially numbered, sorted, signatures verified and were scrutinized and initialed by the scrutinizer. The ballots were reconciled with the records maintained by the Company/ Registrar and Transfer Agents (R&TA) of the Company and the Authorizations / proxies lodged with the Company.

: 2 :

5. The votes on remote e-voting prior to AGM and e-voting during the AGM were unblocked, in the presence of two witnesses who are not the employees of the Company, after conclusion of voting at the AGM and the e-voting results / list of Equity Shareholders who voted for and against were downloaded from the e-voting website of Central Depository Services (India) Limited (CDSL) viz. www.evotingindia.com and the same are being handed over to the Chairman.
6. The total votes cast in favour or against for all the resolutions proposed in the Notice of the AGM are as under:

Ordinary Business:

Resolution No. 1: Ordinary Resolution

1. **To receive, consider, and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2020, along with the reports of the Board of Directors and Auditors thereon:**

(i) Voted **in favour** of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	19	1,17,54,081	85.46
Voting by Ballot	3	20,00,002	14.54
Total	22	1,37,54,083	100.00

(ii) Voted **against** the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	3	25	100.00
Voting by Ballot	0	0	0.00
Total	3	25	100.00

(iii) **Invalid** votes:

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
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Summary of Total valid votes for Resolution No.1

Particulars	Number of valid votes cast	% of total number of valid votes cast
Votes in favour	1,37,54,083	99.9998
Votes against	25	0.0002
Total	1,37,54,108	100.0000

: 3 :

Resolution No. 2: Ordinary Resolution

2. To appoint a Director in place of Mr. P.M. Rao (DIN:00197973), who retires by rotation and being eligible, offers himself for re-appointment:

(i) Voted **in favour** of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	15	233	0.012
Voting by Ballot	3	20,00,002	99.98
Total	18	20,00,235	100.00

(ii) Voted **against** the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	4	100	100.00
Voting by Ballot	0	0	0.00
Total	4	100	100.00

(iii) **Invalid** votes:

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
*3	1,17,53,773

Summary of Total valid votes for Resolution No.2

Particulars	Number of valid votes cast	% of total number of valid votes cast
Votes in favour	20,00,235	99.995
Votes against	100	0.005
Total	20,00,335	100.000

*Note: *3 (Three) folios holding in aggregate 1,17,53,773 equity shares of face value of Rs.10/- each of the Company voted in the above resolution considered Invalid, being interested persons.*

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Resolution No. 3: Special Resolution

3. To Reappointment of Mr. Mohan Rao Penugonda (DIN: 00197973) as Chairman & Managing Director of the Company:

(i) Voted **in favour** of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	15	233	0.012
Voting by Ballot	3	20,00,002	99.98
Total	18	20,00,235	100.00

(ii) Voted **against** the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	4	100	100.00
Voting by Ballot	0	0	0.00
Total	4	100	100.00

(iii) **Invalid** votes:

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
*3	1,17,53,773

Summary of Total valid votes for Resolution No.3

Particulars	Number of valid votes cast	% of total number of valid votes cast
Votes in favour	20,00,235	99.995
Votes against	100	0.005
Total	20,00,335	100.000

*Note: *3 (Three) folios holding in aggregate 1,17,53,773 equity shares of face value of Rs.10/- each of the Company voted in the above resolution considered Invalid, being interested persons.*



: 5 :

8. All relevant records of voting will remain in my custody until the Chairman considers, approves and signs the minutes of 50th Adjoined Annual General Meeting and the same shall be sent /handed over thereafter to the Chairman/ Company Secretary for safe keeping.

Thanking You,

Yours Faithfully,

For S. ANANTHA & VED LLP
Company Secretaries



Dinesh Trivedi
Designated Partner
DIN: 08065117
CP No.: 22407
UDIN: A023841B001714596

Date: 29th December, 2020
Place: Mumbai

Witnesses:

1. Name: Mr. Chetan U. Takle
S/o.: Mr. Umesh Takle
Address: C/o. S. Anantha & Ved LLP
316, 3rd Floor, Nirmal Avior Galaxy
L B S Marg, Mulund (W), Mumbai -400080
Occupation: Service

2. Name: Mr. Mahesh J. Salpe
S/o.: Mr. Janu Salpe
Address: C/o. S. Anantha & Ved LLP
316, 3rd Floor, Nirmal Avior Galaxy
L B S Marg, Mulund (W), Mumbai -400080
Occupation: Service

Counter signed
For Ventura Textiles Limited



P. M. Rao
Chairman and Managing Director
DIN: 00197973