



Ref No: CS/S/L-521/2021-22

27th August, 2021

To: The Listing Department NATIONAL STOCK EXCHANGE OF INDIA LIMITED "Exchange Plaza" Bandra-Kurla Complex, Bandra (E), Mumbai-400 051 Scrip Code: VMART Fax: 022-26598120 Email: cmlist@nse.co.in	To: The Corporate Relationship Department BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400 001 Scrip code: 534976 Fax: 022-22723121 Email: corp.relations@bseindia.com
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Sub: Consolidated voting results of 19th AGM of the Company & Scrutinizer Report

Dear Sir/Madam,

Pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015, please find enclosed herewith the consolidated voting results of the 19th Annual General Meeting of the Company held on Wednesday i.e. 25th August, 2021 along with Scrutinizer's Report.

We request you to kindly take the same on record.

Thanking you,

For V-Mart Retail Limited

MEGHA
TANDON
Digitally signed
by MEGHA
TANDON
Date: 2021.08.27
16:05:42 +05'30'

**Megha Tandon
Company Secretary**

Encl: As above

V-MART RETAIL LTD.

CIN- L51909DL2002PLC163727

Corporate Office : Plot No. 862, Udyog Vihar, Industrial Area Phase V, Gurgaon - 122 016 (Haryana)
Tel. : 0124-4640030, Fax No. : 0124-4640046 Email : info@vmart.co.in Website : www.vmart.co.in
Registered Office : 610-611, Guru Ram Dass Nagar, Main Market, Opp. SBI Bank, Laxmi Nagar, New Delhi - 110092

CONSOLIDATED SCRUTINIZERS' REPORT

[Pursuant to Section 108, 109 of the Companies Act, 2013 and Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,
The Chairman
V-Mart Retail Limited
CIN: L51909DL2002PLC163727
610-611, Guru Ram Dass Nagar,
Main Market, Opp. SBI Bank, Laxmi Nagar,
New Delhi-110092

19th (NINETEENTH) ANNUAL GENERAL MEETING (AGM) OF THE MEMBERS OF V-MART RETAIL LIMITED ("THE COMPANY") HELD ON WEDNESDAY, 25th AUGUST, 2021, AT 10:00 AM (IST) AT THE DEEMED VENUE 610- 611, GURU RAM DASS NAGAR, MAIN MARKET, OPP. SBI BANK, LAXMI NAGAR, NEW DELHI, EAST DELHI - 110092, THROUGH VIDEO CONFERENCING/OTHER AUDIO VIDEO VISUAL MEANS (OAVM).

Respected Sir,

I, Harsh Oberoi (Company Secretary in Whole-Time Practice), Proprietor of M/s OBEROI & ASSOCIATES, Company Secretaries Firm, was appointed as Scrutinizer by the Board of Directors of the Company at their meeting held on 28.05.2021 for the purpose of scrutinizing the remote E-Voting process and E-Voting at the AGM, in a fair and transparent manner pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 on the resolution(s) as set-out in the notice of 19th AGM of the members of the Company held on 25th August, 2021 at 10:00 AM (IST).

NOTICE REGARDING REGISTERING OF EMAIL ADDRESS UPDATING BANK ACCOUNT DETAILS:

In compliance with the provisions of MCA vide its General Circular No. 02/2021 dated 13th January, 2021, General Circular No. 20/2020 dated 5th May, 2020 read with General Circulars Nos. 17/2020 dated 13th April, 2020 and 14/2020 dated 8th April, 2020 and SEBI circular dated

OBEROI & ASSOCIATES, Company Secretaries

Address: - UG-46, Parker Galleria, Besides Parker Mall, Sector - 62, Kundli, Sonapat - 131028, Haryana, India. **Contact:** - +91-8930138515, +91 9991452565

✉ : - harsh@oberoiassociates.com, oberoi.pcs@gmail.com; **Website:** oberoiassociates.com

15th January, 2021 & 12th May, 2020, the public advertisement with in respect was published in English language in Financial Express on 01st August, 2021 and in Hindi language in Jansatta on 01st August, 2021 requesting shareholders of the Company to register/update their e-mail address/bank account details.

PUBLICATION OF NOTICE:

Notice of the AGM along with the Annual Report 2020-21, are being sent only through electronic mode to those members whose email IDs are available with the Company/ Depositories/RTA. The public advertisement with respect to above was published in English language in Financial Express on 04th August, 2021 and in Hindi language in Jansatta on 04th August, 2020.

CUT-OFF DATE:

The Company had fixed Wednesday, 18th August, 2021 as cut-off date for determining the eligibility of members entitled to vote at the AGM. The remote E-Voting had been made available for a period of 3 days commencing from 9.00 A.M. (IST) on Sunday, 22nd August, 2021 to Tuesday, 24th August, 2021 up to 5.00 P.M. (IST) (both days inclusive).

REMOTE E-VOTING:

Pursuant to Section 108 of the Act, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the SEBI Listing Regulations and Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, the Company had provided the facility of remote E-Voting to all the members as per applicable Regulations relating to E-Voting. The complete instructions on E-Voting facility provided by the Company had been annexed to the Notice of the AGM, explaining the process of E-Voting with necessary user id and password. The Company had engaged M/s. KFin Technologies Private Limited to provide the facility of casting the votes by the members using an electronic voting system from a place other than venue of AGM ("Remote E-Voting");

VOTING AT THE AGM:

Pursuant to Rule 20(4)(xii) of the Companies (Management and Administration) Amendment Rules, 2015, for the purpose of ensuring that members who have cast their votes through remote E-Voting do not vote again at the AGM, the scrutinizer shall have the access after the

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closure of period of remote E-Voting and before the start of general meeting, to only such details relating to members who have cast their votes through remote E-Voting, such as their names, DP ID and client ID/Folios, number of shares held but not the manner in which they have voted.

On the day of the 19th AGM, the Company conducted voting through E-Voting for those Members, who could not participate in the remote E-Voting to record their votes.

PROCESS OF SCRUTINY AND COUNTING OF VOTES:

After voting at the AGM concluded, I unblocked the results of the remote E-Voting and E-Voting by Members at the AGM, on the E-Voting platform of M/s KFin Technologies Private Limited and downloaded the results.

CONSOLIDATED VOTING RESULTS:

Consolidated Voting Results with respect to each item on the agenda as set out in the Notice of the 19th AGM dated 21st July, 2021 are enclosed.

It is observed that 224 Members casted their votes through remote E-Voting and 5 Members casted their votes through E-Voting at the AGM.

The Registers, relevant records and all other papers relating to electronic voting (Remote E-Voting & E-Voting at the AGM) shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting and the same shall be handed over to the Company Secretary/Director who was authorized by the Board for safe keeping.

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RESOLUTION 01: ORDINARY RESOLUTION

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2021, along with the reports of the Auditors and the Board of Directors thereon.

MODE	NO. OF VOTERS/ MEMBERS	NO. OF VOTES/ SHARES	FAVOUR			AGAINST			INVALID VOTES NOS.
			NO. OF VOTERS/ MEMBERS	NO. OF VOTES/ SHARES	% OF TOTAL NUMBER OF VALID VOTES CAST	NO. OF VOTERS/ MEMBERS	NO. OF VOTES/ SHARES	% OF TOTAL NUMBER OF VALID VOTES CAST	
REMOTE E-VOTING	224	1,57,53,887	223	1,57,53,886	99.99999	1	1	-	-
E-VOTING AT THE AGM	5	3,471	5	3,471	100.00000	-	-	-	-
TOTAL	229	1,57,57,358	228	1,57,57,357	99.99999	1	1	-	-

This resolution has been passed with requisite majority.

RESOLUTION 02: ORDINARY RESOLUTION

Appointment of Mr. Lalit M Agarwal (DIN: 00900900) as Director, liable to retire by rotation and being eligible, offers himself for re-appointment.

MODE	NO. OF VOTERS/ MEMBERS	NO. OF VOTES/ SHARES	FAVOUR			AGAINST			INVALID VOTES
			NO. OF VOTERS/ MEMBERS	NO. OF VOTES/ SHARES	% OF TOTAL NUMBER OF VALID VOTES CAST	NO. OF VOTERS/ MEMBERS	NO. OF VOTES/ SHARES	% OF TOTAL NUMBER OF VALID VOTES CAST	NOS.
REMOTE E-VOTING	224	1,57,53,887	217	1,56,43,634	99.30015	7	1,10,253	0.69984	-
E-VOTING AT THE AGM	5	3,471	5	3,471	100.00000	-	-	-	-
TOTAL	229	1,57,57,358	222	1,56,47,105	99.30031	7	1,10,253	0.69984	-

This Resolution has been passed with requisite majority.

RESOLUTION 03: ORDINARY RESOLUTION

Reclassification of Promoter to Public Category.

MODE	NO. OF VOTERS/ MEMBERS	NO. OF VOTES/ SHARES	FAVOUR			AGAINST			INVALID VOTES NOS.
			NO. OF VOTERS/ MEMBERS	NO. OF VOTES/ SHARES	% OF TOTAL NUMBER OF VALID VOTES CAST	NO. OF VOTERS/ MEMBERS	NO. OF VOTES/ SHARES	% OF TOTAL NUMBER OF VALID VOTES CAST	
*REMOTE E-VOTING	219	65,57,325	219	65,57,325	100.0000	-	-	-	-
E-VOTING AT THE AGM	5	3,471	5	3,471	100.0000	-	-	-	-
TOTAL	224	65,60,796	224	65,60,796	100.0000	-	-	-	-

*5 (Five) Members of the Company have abstained from voting which constitute 91,96,562 Equity Shares of the Company. While, calculating the total number of members, these 5 (Five) members were not considered along with their shareholding.

This Resolution has been passed with requisite majority.

RESOLUTION 04: SPECIAL RESOLUTION

Approval for Remuneration and waiver of excess managerial remuneration paid to Mr. Lalit M Agarwal, Chairman & Managing Director (DIN: 00900900).

MODE	NO. OF VOTERS/ MEMBERS	NO. OF VOTES/ SHARES	FAVOUR			AGAINST			INVALID VOTES NOS.
			NO. OF VOTERS/ MEMBERS	NO. OF VOTES/ SHARES	% OF TOTAL NUMBER OF VALID VOTES CAST	NO. OF VOTERS/ MEMBERS	NO. OF VOTES/ SHARES	% OF TOTAL NUMBER OF VALID VOTES CAST	
*REMOTE E-VOTING	221	1,43,34,481	217	1,43,29,990	99.96867	4	4,491	0.0313	-
E-VOTING AT THE AGM	5	3,471	5	3,471	100.00000	-	-	-	-
TOTAL	226	1,43,37,952	222	1,43,33,461	99.96868	4	4,491	0.0313	-

*3 (Three) Members of the Company have abstained from voting which constitute 14,19,406 Equity Shares of the Company. While, calculating the total number of members, these 3 (three) members were not considered along with their shareholding.

This Resolution has been passed with requisite majority.

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RESOLUTION 05: SPECIAL RESOLUTION

Approval for Remuneration and waiver of excess managerial remuneration paid to Mr. Madan Gopal Agarwal, Whole-time Director (DIN: 02249947).

MODE	NO. OF VOTERS/ MEMBERS	NO. OF VOTES/ SHARES	FAVOUR			AGAINST			INVALID VOTES NOS.
			NO. OF VOTERS/ MEMBERS	NO. OF VOTES/ SHARES	% OF TOTAL NUMBER OF VALID VOTES CAST	NO. OF VOTERS/ MEMBERS	NO. OF VOTES/ SHARES	% OF TOTAL NUMBER OF VALID VOTES CAST	
*REMOTE E-VOTING	222	1,56,11,756	219	1,56,11,752	99.99997	3	4	0.00003	-
E-VOTING AT THE AGM	5	3,471	5	3,471	100.00000	-	-	-	-
TOTAL	227	1,56,15,227	224	1,56,15,223	99.99997	3	4	0.00003	-

*2 (Two) Members of the Company have abstained from voting which constitute 1,42,131 Equity Shares of the Company. While, calculating the total number of members, these 2 (Two) members were not considered along with their shareholding.

This Resolution has been passed with requisite majority.



RESOLUTION 06: ORDINARY RESOLUTION

Approval for the payment of Commission to Non-Executive Directors.

MODE	NO. OF VOTERS/ MEMBERS	NO. OF VOTES/ SHARES	FAVOUR			AGAINST			INVALID VOTES
			NO. OF VOTERS/ MEMBERS	NO. OF VOTES/ SHARES	% OF TOTAL NUMBER OF VALID VOTES CAST	NO. OF VOTERS/ MEMBERS	NO. OF VOTES/ SHARES	% OF TOTAL NUMBER OF VALID VOTES CAST	NOS.
*REMOTE E-VOTING	221	1,55,97,694	151	1,19,75,171	76.77527	71	36,22,523	23.2247	-
E-VOTING AT THE AGM	5	3,471	5	3,471	100.00000	-	-	-	-
TOTAL	#226	1,56,01,165	156	1,19,78,642	76.78043	71	36,22,523	23.2196	-

*3 (Three) Members of the Company have abstained from voting which constitute 1,56,193 Equity Shares of the Company. While, calculating the total number of members, these 3 (Three) members were not considered along with their shareholding.

#1 (One) member of the Company has partially voted for 1,016 (One thousand & Sixteen Equity Shares) in favour and voted for 645 (Six Hundred and Forty-Five) Equity Shares in against.

This Resolution has been passed with requisite majority.

RESOLUTION 07: ORDINARY RESOLUTION

Payment of remuneration to the Non- Executive, Independent Director(s) of the Company in the event of no profits or inadequate profit.

MODE	NO. OF VOTERS/ MEMBERS	NO. OF VOTES/ SHARES	FAVOUR			AGAINST			INVALID VOTES
			NO. OF VOTERS/ MEMBERS	NO. OF VOTES/ SHARES	% OF TOTAL NUMBER OF VALID VOTES CAST	NO. OF VOTERS/ MEMBERS	NO. OF VOTES/ SHARES	% OF TOTAL NUMBER OF VALID VOTES CAST	NOS.
*REMOTE E-VOTING	222	1,56,11,756	218	1,55,76,752	99.77578	4	35,004	0.22422	-
E-VOTING AT THE AGM	5	3,471	5	3,471	100.00000	-	-	-	-
TOTAL	227	1,56,15,227	223	1,55,80,223	99.77583	4	35,004	0.22417	-

*2 (Two) Members of the Company have abstained from voting which constitute 1,42,131 Equity Shares of the Company. While, calculating the total number of members, these 2 (Two) members were not considered along with their shareholding.

This Resolution has been passed with requisite majority.

RESOLUTION 08: SPECIAL RESOLUTION

Approval for amendment in the V-Mart Retail Ltd. Employee Stock Option Plan 2020 ("ESOP Scheme, 2020") of the Company.

MODE	NO. OF VOTERS/ MEMBERS	NO. OF VOTES/ SHARES	FAVOUR			AGAINST			INVALID VOTES
			VOTER/ MEMBER	NO. OF VOTES/ SHARES	% OF TOTAL NUMBER OF VALID VOTES CAST	VOTER/ MEMBER	NO. OF VOTES/ SHARES	% OF TOTAL NUMBER OF VALID VOTES CAST	NOS.
*REMOTE E-VOTING	223	1,57,39,825	145	1,15,58,410	73.43417	79	41,81,415	26.56582	-
E-VOTING AT THE AGM	5	3,471	5	3,471	100.00	-	-	-	-
TOTAL	#228	1,57,43,296	150	1,15,61,881	73.44003	79	41,81,415	26.55997	-

*1 (One) Members of the Company have abstained from voting which constitute 14,062 Equity Shares in the Company. While, calculating the total number of members, this 1 (One) member was not considered along with its' shareholding.

#1 (One) member of the Company has partially voted for 645 (Six Hundred and Forty-Five) in favour and voted for 1,016 (One thousand & Sixteen Equity Shares) Equity Shares in against.

This Resolution has not been passed with requisite majority

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I, hereby request to the Chairman of the 19th AGM of the Company, to announce the result of the meeting.

HARSH Digitally signed
OBEROI by HARSH OBEROI
 Date: 2021.08.26
 23:58:41 +05'30'

CS Harsh Oberoi (*Scrutinizer*)

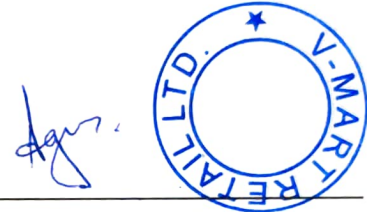
Practising Company Secretary

MEMBERSHIP No.: F11088 | CP No.: 17834

Peer Review Code: 938/2020

UDIN: F011088C000827191

26/08/2021 | Sonipat

A handwritten signature in blue ink is written over a circular blue stamp. The stamp contains the text "N-WART RETAIL LTD." around the perimeter and a small star in the center.

Counter Signed by Chairman

REPORT OF SCRUTINIZER(S) ON REMOTE E-VOTING

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

To,

The Chairman of 19th (Nineteenth) Annual General Meeting (AGM) of the members of V-Mart Retail Limited ("the Company") held on Wednesday, 25th August, 2021, at 10:00 AM (IST) at the deemed venue 610-611, Guru Ram Dass Nagar, Main Market, Opp. SBI Bank, Laxmi Nagar, New Delhi, East Delhi - 110092, through Video Conferencing/Other Audio Video Visual Means (OAVM).

Respected Sir,

I, Harsh Oberoi (Company Secretary in Whole-Time Practice), Proprietor of M/s OBEROI & ASSOCIATES, Company Secretaries Firm, was appointed as scrutinizer by the Board of Directors of the Company at their meeting held on 28.05.2021 for the purpose of scrutinizing the remote e-voting process, in a fair and transparent manner pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 on the resolution(s) as set-out in the notice of 19th AGM of the members of the Company held on 25th August, 2021 at 10:00 AM (IST).

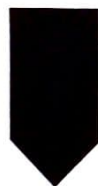
1. The Company has availed the remote e-voting facility offered by M/s. KFin Technologies Private Limited (KFin), for conducting the remote e-voting by the members of the Company.
2. The Company has fixed Wednesday, 18th August, 2021 as the cut-off date for determining the eligibility of members entitled to vote at the AGM. The remote e-voting shall remain open for a period of 3 days, commencing from 9.00 AM (IST) on Sunday, 22nd August, 2021 to Tuesday, 24th August, 2021 up to 5.00 PM (IST) (both days inclusive).
3. The remote e-voting period commenced on from 9.00 AM (IST) on Sunday, 22nd August, 2021 to Tuesday, 24th August, 2021 up to 5.00 PM (IST) (both days inclusive) and the KFin remote e-voting platform was blocked thereafter and the votes cast under remote e-voting facility were then unblocked.
4. I have scrutinized and reviewed the remote e-voting results along with the list of shareholders who voted "FOR" and "AGAINST" the below resolutions as were downloaded from the KFin remote e-voting system.

The result of the E-Voting is as under: -

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RESOLUTION 01: ORDINARY RESOLUTION

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2021, along with the reports of the Auditors and the Board of Directors thereon.

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

NUMBER OF MEMBERS VOTED THROUGH REMOTE E-VOTING	NUMBER OF VOTES CAST IN FAVOUR OF THE RESOLUTION	% OF TOTAL NUMBER OF VALID VOTES CAST
223	1,57,53,886	99.99999

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

NUMBER OF MEMBERS VOTED THROUGH REMOTE E-VOTING	NUMBER OF VOTES CAST AGAINST THE RESOLUTION	% OF TOTAL NUMBER OF VALID VOTES CAST
1	1	--

(iii) **Invalid** votes:

TOTAL NUMBER OF MEMBERS WHOSE VOTES WERE DECLARED INVALID	TOTAL NUMBER OF VOTES CAST BY THEM
NA	NA

(iv) **Abstained** votes:

NUMBER OF MEMBERS VOTED THROUGH REMOTE E-VOTING	TOTAL NUMBER OF VOTES CAST (SHARES) BY THEM
NA	NA

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RESOLUTION 02: ORDINARY RESOLUTION

Appointment of Mr. Lalit M Agarwal (DIN: 00900900) as Director, liable to retire by rotation and being eligible, offers himself for re-appointment.

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

NUMBER OF MEMBERS VOTED THROUGH REMOTE E-VOTING	NUMBER OF VOTES CAST IN FAVOUR OF THE RESOLUTION	% OF TOTAL NUMBER OF VALID VOTES CAST
217	1,56,43,634	99.30020

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

NUMBER OF MEMBERS VOTED THROUGH REMOTE E-VOTING	NUMBER OF VOTES CAST AGAINST THE RESOLUTION	% OF TOTAL NUMBER OF VALID VOTES CAST
7	1,10,253	0.699800

(iii) **Invalid** votes:

TOTAL NUMBER OF MEMBERS WHOSE VOTES WERE DECLARED INVALID	TOTAL NUMBER OF VOTES CAST BY THEM
NA	NA

(iv) **Abstained** votes:

NUMBER OF MEMBERS VOTED THROUGH REMOTE E-VOTING	TOTAL NUMBER OF VOTES CAST (SHARES) BY THEM
NA	NA



RESOLUTION 03: ORDINARY RESOLUTION

Reclassification of Promoter to Public Category.

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

NUMBER OF MEMBERS VOTED THROUGH REMOTE E-VOTING	NUMBER OF VOTES CAST IN FAVOUR OF THE RESOLUTION	% OF TOTAL NUMBER OF VALID VOTES CAST
219	65,57,325	100

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

NUMBER OF MEMBERS VOTED THROUGH REMOTE E-VOTING	NUMBER OF VOTES CAST AGAINST THE RESOLUTION	% OF TOTAL NUMBER OF VALID VOTES CAST
0	0	0

(iii) **Invalid** votes:

TOTAL NUMBER OF MEMBERS WHOSE VOTES WERE DECLARED INVALID	TOTAL NUMBER OF VOTES CAST BY THEM
NA	NA

(iv) **Abstain** votes:

NUMBER OF MEMBERS VOTED THROUGH REMOTE E-VOTING	TOTAL NUMBER OF VOTES CAST (SHARES) BY THEM
5	91,96,562

RESOLUTION 04: SPECIAL RESOLUTION

Approval for Remuneration and waiver of excess managerial remuneration paid to Mr. Lalit M Agarwal, Chairman & Managing Director (DIN: 00900900).

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

NUMBER OF MEMBERS VOTED THROUGH REMOTE E-VOTING	NUMBER OF VOTES CAST IN FAVOUR OF THE RESOLUTION	% OF TOTAL NUMBER OF VALID VOTES CAST
217	1,43,29,990	99.96867

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

NUMBER OF MEMBERS VOTED THROUGH REMOTE E-VOTING	NUMBER OF VOTES CAST AGAINST THE RESOLUTION	% OF TOTAL NUMBER OF VALID VOTES CAST
4	4,491	0.0313300

(iii) **Invalid** votes:

TOTAL NUMBER OF MEMBERS WHOSE VOTES WERE DECLARED INVALID	TOTAL NUMBER OF VOTES CAST BY THEM
NA	NA

(iv) **Abstain** votes:

NUMBER OF MEMBERS VOTED THROUGH REMOTE E-VOTING	TOTAL NUMBER OF VOTES CAST (SHARES) BY THEM
3	14,19,406



RESOLUTION 05: SPECIAL RESOLUTION

Approval for Remuneration and waiver of excess managerial remuneration paid to Mr. Madan Gopal Agarwal, Whole-time Director (DIN: 02249947).

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

NUMBER OF MEMBERS VOTED THROUGH REMOTE E-VOTING	NUMBER OF VOTES CAST IN FAVOUR OF THE RESOLUTION	% OF TOTAL NUMBER OF VALID VOTES CAST
219	1,56,11,752	99.99997

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

NUMBER OF MEMBERS VOTED THROUGH REMOTE E-VOTING	NUMBER OF VOTES CAST AGAINST THE RESOLUTION	% OF TOTAL NUMBER OF VALID VOTES CAST
3	4	0.00003

(iii) **Invalid** votes:

TOTAL NUMBER OF MEMBERS WHOSE VOTES WERE DECLARED INVALID	TOTAL NUMBER OF VOTES CAST BY THEM
NA	NA

(iv) **Abstain** votes:

NUMBER OF MEMBERS VOTED THROUGH REMOTE E-VOTING	TOTAL NUMBER OF VOTES CAST (SHARES) BY THEM
2	1,42,131

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Address: - UG-46, Parker Galleria, Besides Parker Mall, Sector - 62, Kundli, Sonipat - 131028, Haryana, India. **Contact:** - +91-8930138515, +91 9991452565

✉ : - harsh@oberoiassociates.com, oberoi.pcs@gmail.com; **Website:** oberoiassociates.com

RESOLUTION 06: ORDINARY RESOLUTION

Approval for the payment of Commission to Non-Executive Directors.

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

NUMBER OF MEMBERS VOTED THROUGH REMOTE E-VOTING	NUMBER OF VOTES CAST IN FAVOUR OF THE RESOLUTION	% OF TOTAL NUMBER OF VALID VOTES CAST
151	1,19,75,171	76.77527

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

NUMBER OF MEMBERS VOTED THROUGH REMOTE E-VOTING	NUMBER OF VOTES CAST AGAINST THE RESOLUTION	% OF TOTAL NUMBER OF VALID VOTES CAST
71	36,22,523	23.2247344

(iii) **Invalid** votes:

TOTAL NUMBER OF MEMBERS WHOSE VOTES WERE DECLARED INVALID	TOTAL NUMBER OF VOTES CAST BY THEM
NA	NA

(iv) **Abstain** votes:

NUMBER OF MEMBERS VOTED THROUGH REMOTE E-VOTING	TOTAL NUMBER OF VOTES CAST (SHARES) BY THEM
3	1,56,193

1 (One) member of the Company has partially voted for 1,016 (One thousand & Sixteen Equity Shares) in favour and voted for 645 (Six Hundred and Forty-Five) Equity Shares in Against.



RESOLUTION 07: ORDINARY RESOLUTION

Payment of remuneration to the Non- Executive, Independent Director(s) of the Company in the event of no profits or inadequate profit.

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

NUMBER OF MEMBERS VOTED THROUGH REMOTE E-VOTING	NUMBER OF VOTES CAST IN FAVOUR OF THE RESOLUTION	% OF TOTAL NUMBER OF VALID VOTES CAST
218	1,55,76,752	99.77578

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

NUMBER OF MEMBERS VOTED THROUGH REMOTE E-VOTING	NUMBER OF VOTES CAST AGAINST THE RESOLUTION	% OF TOTAL NUMBER OF VALID VOTES CAST
4	35,004	0.2242156

(iii) **Invalid** votes:

TOTAL NUMBER OF MEMBERS WHOSE VOTES WERE DECLARED INVALID	TOTAL NUMBER OF VOTES CAST BY THEM
NA	NA

(iv) **Abstain** votes:

NUMBER OF MEMBERS VOTED THROUGH REMOTE E-VOTING	TOTAL NUMBER OF VOTES CAST (SHARES) BY THEM
2	1,42,131

RESOLUTION 08: SPECIAL RESOLUTION

Approval for amendment in the V-Mart Retail Ltd. Employee Stock Option Plan 2020 ("ESOP Scheme, 2020") of the Company.

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

NUMBER OF MEMBERS VOTED THROUGH REMOTE E-VOTING	NUMBER OF VOTES CAST IN FAVOUR OF THE RESOLUTION	% OF TOTAL NUMBER OF VALID VOTES CAST
145	1,15,58,410	73.43417

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

NUMBER OF MEMBERS VOTED THROUGH REMOTE E-VOTING	NUMBER OF VOTES CAST AGAINST THE RESOLUTION	% OF TOTAL NUMBER OF VALID VOTES CAST
79	41,81,415	26.5658290

(iii) **Invalid** votes:

TOTAL NUMBER OF MEMBERS WHOSE VOTES WERE DECLARED INVALID	TOTAL NUMBER OF VOTES CAST BY THEM
NA	NA

(iv) **Abstain** votes:

NUMBER OF MEMBERS VOTED THROUGH REMOTE E-VOTING	TOTAL NUMBER OF VOTES CAST (SHARES) BY THEM
1	14,062

1 (One) member of the Company has partially voted for 645 (Six Hundred and Forty-Five) in favour and voted for 1,016 (One thousand & Sixteen Equity Shares) Equity Shares in Against.

5. The Registers, relevant records and all other papers relating to electronic voting (Remote e-voting) shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting and all the documents shall be handed over to the Company Secretary/Director who was authorized by the Board for safe keeping.

HARSH Digitally signed
by HARSH OBEROI
Date: 2021.08.26
23:56:22 +05'30'
OBEROI

CS Harsh Oberoi (*Scrutinizer*)
Practising Company Secretary
MEMBERSHIP No.: F11088 | CP No.: 17834
Peer Review Code: 938/2020
UDIN: F011088C000827191

26/08/2021 | Sonipat



Counter Signed by Chairman

MGT-13

REPORT OF SCRUTINIZER(S)

*[Pursuant to section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies
(Management and Administration) Rules, 2014]*

To,

The Chairman of 19th (Nineteenth) Annual General Meeting (AGM) of the members of V-Mart Retail Limited ("the Company") held on Wednesday, 25th August, 2021, at 10:00 AM (IST) at the deemed venue 610- 611, Guru Ram Dass Nagar, Main Market, Opp. SBI Bank, Laxmi Nagar, New Delhi, East Delhi - 110092, through Video Conferencing/Other Audio Video Visual Means (OAVM).

Respected Sir,

I, Harsh Oberoi (Company Secretary in Whole-Time Practice), Proprietor of M/s OBEROI & ASSOCIATES, Company Secretaries Firm, was appointed as scrutinizer by the Board of Directors of the Company at their meeting held on 28.05.2021 for the purpose of scrutinizing the Poll/E-Voting at the AGM, in a fair and transparent manner pursuant to Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 on the resolution(s) as set-out in the notice of 19th AGM of the members of the Company held on 25th August, 2021 at 10:00 AM (IST).

VOTING AT THE AGM: -

Pursuant to Rule 20(4)(xii) of the Companies (Management and Administration) Amendment Rules, 2015, for the purpose of ensuring that Members who have cast their votes through remote e-voting do not vote again at the AGM, the Scrutinizer shall have the access after the closure of period of remote e-voting and before the start of general meeting, to only such details relating to members who have cast their votes through remote e-voting, such as their names, DP ID and client ID/Folios, number of shares held but not the manner in which they have voted.

On the day of the 19th AGM, the Company conducted voting through e-voting for those Members, who could not participate in the remote e-Voting to record their votes.

OBEROI & ASSOCIATES, Company Secretaries

Address: - UG-46, Parker Galleria, Besides Parker Mall, Sector - 62, Kundli, Sonipat - 131028, Haryana, India. **Contact:** - +91-8930138515, +91 9991452565

✉ : - harsh@oberoiassociates.com, oberoi.pcs@gmail.com; **Website:** oberoiassociates.com

PROCESS OF SCRUTINY AND COUNTING OF VOTES:

After the conclusion of voting at the AGM, I unblocked the results of E-Voting by members on the E-Voting platform of M/s. KFin Technologies Private Limited (KFin) and downloaded the results.

The Result of the E-Voting at the AGM are as under: -

RESOLUTION 01: ORDINARY RESOLUTION

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2021, along with the reports of the Auditors and the Board of Directors thereon.

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

NUMBER OF MEMBERS PRESENT AND VOTING	NUMBER OF VOTES CAST BY THEM	% OF TOTAL NUMBER OF VALID VOTES CAST
5	3,471	100 %

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

NUMBER OF MEMBERS PRESENT AND VOTING	NUMBER OF VOTES CAST BY THEM	% OF TOTAL NUMBER OF VALID VOTES CAST
Nil	Nil	Nil

(iii) **Invalid** votes:

TOTAL NUMBER OF MEMBERS WHOSE VOTES WERE DECLARED INVALID	TOTAL NUMBER OF VOTES CAST BY THEM
Nil	Nil

RESOLUTION 02: ORDINARY RESOLUTION

Appointment of Mr. Lalit M Agarwal (DIN: 00900900) as Director, liable to retire by rotation and being eligible, offers himself for re-appointment.

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

NUMBER OF MEMBERS PRESENT AND VOTING	NUMBER OF VOTES CAST BY THEM	% OF TOTAL NUMBER OF VALID VOTES CAST
5	3,471	100 %

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

NUMBER OF MEMBERS PRESENT AND VOTING	NUMBER OF VOTES CAST BY THEM	% OF TOTAL NUMBER OF VALID VOTES CAST
Nil	Nil	Nil

(iii) **Invalid** votes:

TOTAL NUMBER OF MEMBERS WHOSE VOTES WERE DECLARED INVALID	TOTAL NUMBER OF VOTES CAST BY THEM
Nil	Nil

RESOLUTION 03: ORDINARY RESOLUTION

Reclassification of Promoter to Public Category.

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

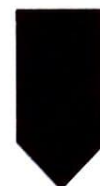
NUMBER OF MEMBERS PRESENT AND VOTING	NUMBER OF VOTES CAST BY THEM	% OF TOTAL NUMBER OF VALID VOTES CAST
5	3,471	100 %

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

NUMBER OF MEMBERS PRESENT AND VOTING	NUMBER OF VOTES CAST BY THEM	% OF TOTAL NUMBER OF VALID VOTES CAST
Nil	Nil	Nil

(iii) **Invalid** votes:

TOTAL NUMBER OF MEMBERS WHOSE VOTES WERE DECLARED INVALID	TOTAL NUMBER OF VOTES CAST BY THEM
Nil	Nil



RESOLUTION 04: SPECIAL RESOLUTION

Approval for Remuneration and waiver of excess managerial remuneration paid to Mr. Lalit M Agarwal, Chairman & Managing Director (DIN: 00900900).

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

NUMBER OF MEMBERS PRESENT AND VOTING	NUMBER OF VOTES CAST BY THEM	% OF TOTAL NUMBER OF VALID VOTES CAST
5	3,471	100 %

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

NUMBER OF MEMBERS PRESENT AND VOTING	NUMBER OF VOTES CAST BY THEM	% OF TOTAL NUMBER OF VALID VOTES CAST
Nil	Nil	Nil

(iii) **Invalid** votes:

TOTAL NUMBER OF MEMBERS WHOSE VOTES WERE DECLARED INVALID	TOTAL NUMBER OF VOTES CAST BY THEM
Nil	Nil

RESOLUTION 05: SPECIAL RESOLUTION

Approval for Remuneration and waiver of excess managerial remuneration paid to Mr. Madan Gopal Agarwal, Whole-time Director (DIN: 02249947).

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

NUMBER OF MEMBERS PRESENT AND VOTING	NUMBER OF VOTES CAST BY THEM	% OF TOTAL NUMBER OF VALID VOTES CAST
5	3,471	100 %

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

NUMBER OF MEMBERS PRESENT AND VOTING	NUMBER OF VOTES CAST BY THEM	% OF TOTAL NUMBER OF VALID VOTES CAST
Nil	Nil	Nil

(iii) **Invalid** votes:

TOTAL NUMBER OF MEMBERS WHOSE VOTES WERE DECLARED INVALID	TOTAL NUMBER OF VOTES CAST BY THEM
Nil	Nil



RESOLUTION 06: ORDINARY RESOLUTION

Approval for the payment of Commission to Non-Executive Directors.

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

NUMBER OF MEMBERS PRESENT AND VOTING	NUMBER OF VOTES CAST BY THEM	% OF TOTAL NUMBER OF VALID VOTES CAST
5	3,471	100 %

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

NUMBER OF MEMBERS PRESENT AND VOTING	NUMBER OF VOTES CAST BY THEM	% OF TOTAL NUMBER OF VALID VOTES CAST
Nil	Nil	Nil

(iii) **Invalid** votes:

TOTAL NUMBER OF MEMBERS WHOSE VOTES WERE DECLARED INVALID	TOTAL NUMBER OF VOTES CAST BY THEM
Nil	Nil

RESOLUTION 07: ORDINARY RESOLUTION

Payment of remuneration to the Non- Executive, Independent Director(s) of the Company in the event of no profits or inadequate profit.

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

NUMBER OF MEMBERS PRESENT AND VOTING	NUMBER OF VOTES CAST BY THEM	% OF TOTAL NUMBER OF VALID VOTES CAST
5	3,471	100 %

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

NUMBER OF MEMBERS PRESENT AND VOTING	NUMBER OF VOTES CAST BY THEM	% OF TOTAL NUMBER OF VALID VOTES CAST
Nil	Nil	Nil

(iii) **Invalid** votes:

TOTAL NUMBER OF MEMBERS WHOSE VOTES WERE DECLARED INVALID	TOTAL NUMBER OF VOTES CAST BY THEM
Nil	Nil

RESOLUTION 08: SPECIAL RESOLUTION

Approval for amendment in the V-Mart Retail Ltd. Employee Stock Option Plan 2020 ("ESOP Scheme, 2020") of the Company.

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

NUMBER OF MEMBERS PRESENT AND VOTING	NUMBER OF VOTES CAST BY THEM	% OF TOTAL NUMBER OF VALID VOTES CAST
5	3,471	100 %

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

NUMBER OF MEMBERS PRESENT AND VOTING	NUMBER OF VOTES CAST BY THEM	% OF TOTAL NUMBER OF VALID VOTES CAST
Nil	Nil	Nil

(iii) **Invalid** votes:

TOTAL NUMBER OF MEMBERS WHOSE VOTES WERE DECLARED INVALID	TOTAL NUMBER OF VOTES CAST BY THEM
Nil	Nil

A list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

The Registers, relevant records and all other papers relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting and they shall be handed over to the Company Secretary/Director who was authorized by the Board for safe keeping.

HARSH Digitally signed
by HARSH OBEROI
OBEROI Date: 2021.08.26
23:58:33 +05'30'

CS Harsh Oberoi (Scrutinizer)

Practising Company Secretary

MEMBERSHIP No.: F11088 | **CP No.:** 17834

Peer Review Code: 938/2020

UDIN: F011088C000827191

26/08/2021 | Sonipat



Counter Signed by Chairman

Date of the AGM	V-MART RETAIL LIMITED
Total number of shareholders on record date	25-06-2021
No. of shareholders present in the meeting either in person or through proxy:	20569
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing:	2
Promoters and Promoter Group:	57
Public:	57

Resolution No.	1	ORDINARY - Adoption of financial statements									
Resolution required: (Ordinary/ Special)	ORDINARY										
Whether Promoter/ Promoter Group are interested in the agenda/resolution?	No										
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group		E-Voting	91,96,622	91,96,562	99.9993	91,96,562	0	100.0000	0.0000	0	0
		Postal Ballot (if applicable)	0	0	0.0000	0	0	0.0000	0.0000	0	0
		Total	91,96,622	91,96,562	99.9993	91,96,562	0	100.0000	0.0000	0	0
Public Institutions		E-Voting	90,13,837	65,01,510	72.1292	65,01,510	0	100.0000	0.0000	0	0
		Postal Ballot (if applicable)	0	0	0.0000	0	0	0.0000	0.0000	0	0
		Total	90,13,837	65,01,510	72.1292	65,01,510	0	100.0000	0.0000	0	0
Public Non Institutions		E-Voting	13,22,330	55,715	3.6599	55,714	1	99.9982	0.0017	0	0
		Postal Ballot (if applicable)	0	0	0.0000	0	0	0.0000	0.0000	0	0
		Total	13,22,330	55,715	3.6599	55,714	1	99.9982	0.0017	0	0
		Total	1,97,32,789	1,57,57,258	79.8537	1,56,47,105	1	100.0000	0.0000	0	0

Resolution No.	2	ORDINARY - Appointment of Mr. Lalit M. Agrawal (DIN 00900900) as Director, liable to retire by rotation									
Resolution required: (Ordinary/ Special)	ORDINARY										
Whether Promoter/ Promoter Group are interested in the agenda/resolution?	Yes										
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group		E-Voting	91,96,622	91,96,562	99.9993	91,96,562	0	100.0000	0.0000	0	0
		Postal Ballot (if applicable)	0	0	0.0000	0	0	0.0000	0.0000	0	0
		Total	91,96,622	91,96,562	99.9993	91,96,562	0	100.0000	0.0000	0	0
Public Institutions		E-Voting	90,13,837	65,01,610	72.1292	63,91,360	1,10,250	98.3142	1.6957	0	0
		Postal Ballot (if applicable)	0	0	0.0000	0	0	0.0000	0.0000	0	0
		Total	90,13,837	65,01,610	72.1292	63,91,360	1,10,250	98.3142	1.6957	0	0
Public Non Institutions		E-Voting	15,22,330	3,471	0.2280	3,471	3	99.9946	0.0053	0	0
		Postal Ballot (if applicable)	0	0	0.0000	0	0	0.0000	0.0000	0	0
		Total	15,22,330	3,471	0.2280	3,471	3	99.9946	0.0053	0	0
		Total	1,97,32,789	1,57,57,258	79.8537	1,56,47,105	1,10,253	99.9949	0.0051	0	0



Resolution No.	3	ORDINARY - Reclassification of Promoter to Public Category.									
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes										
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	Votes Invalid	Votes Abstained	
Promoter and Promoter Group	E-Voting		0	0.0000	0	0	0.0000	0.0000	0	0	
	Poll	91,96,622	0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
Total			0	0.0000	0	0	0.0000	0.0000	0	0	
Public Institutions	E-Voting		65,01,610	72.1292	65,01,610	0	100.0000	0.0000	0	0	
	Poll	90,13,837	0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
Total			65,01,610	72.1292	65,01,610	0	100.0000	0.0000	0	0	
Public- Non Institutions	E-Voting		55,715	3.6599	55,715	0	100.0000	0.0000	0	0	
	Poll	15,22,330	3,471	0.2280	3,471	0	100.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
Total			59,186	3.8879	59,186	0	100.0000	0.0000	0	0	
Total		1,97,32,729	65,60,296	33.2482	65,60,296	0	100.0000	0.0000	0	9196562	

Resolution No.	4	SPECIAL - Approval for Remuneration and waiver of excess managerial remuneration paid to Mr. Lalit M Agrawal, Chairman, Managing Director (DIN 00900900)									
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes										
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	Votes Invalid	Votes Abstained	
Promoter and Promoter Group	E-Voting		79,19,287	86.1108	79,19,287	0	100.0000	0.0000	0	12,77,275	
	Poll	91,96,622	0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
Total			79,19,287	86.1108	79,19,287	0	100.0000	0.0000	0	12,77,275	
Public Institutions	E-Voting		63,59,479	70.5524	63,59,479	0	99.9294	0.0705	0	1,42,131	
	Poll	90,13,837	0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
Total			63,59,479	70.5524	63,59,479	0	99.9294	0.0705	0	1,42,131	
Public- Non Institutions	E-Voting		55,715	3.6599	55,715	0	99.9946	0.0053	0	0	
	Poll	15,22,330	3,471	0.2280	3,471	0	100.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
Total			59,186	3.8879	59,186	0	99.9949	0.0051	0	0	
Total		1,97,32,729	1,43,97,952	72.6605	1,43,97,952	4,491	99.9687	0.0313	0	1,41,505	



Resolution No.	5	SPECIAL - Approval for Remuneration and waiver of excess managerial remuneration paid to Mr. Madan Gopal Agrawal, Whole-time Director (DIN 02249947)									
Resolution required: (Ordinary/Special)	SPECIAL	Whether promoter/ promoter group are interested in the agenda/resolution?									
Yes											
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	Votes Invalid	Votes Abstained	
Promoter and Promoter Group	E-Voting	91,96,622	91,96,562	99.9993	91,96,562	0	100.0000	0.0000	0	0	
	Poll	0	0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)	0	0	0.0000	0	0	0.0000	0.0000	0	0	
Public Institutions	E-Voting	90,13,837	63,59,479	70.5524	63,59,479	0	100.0000	0.0000	0	1,42,131	
	Poll	0	0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)	0	0	0.0000	0	0	0.0000	0.0000	0	0	
Public Non Institutions	E-Voting	15,22,330	55,715	3.6599	55,711	4	99.9928	0.0071	0	0	
	Poll	0	3,471	0.2280	3,471	0	100.0000	0.0000	0	0	
	Postal Ballot (if applicable)	0	0	0.0000	0	0	0.0000	0.0000	0	0	
Total		1,97,32,789	1,56,15,427	79.1334	1,56,15,423	4	99.9932	0.0068	0	1,42,131	

Resolution No.	6	ORDINARY - Approval for the payment of Commission to Non-Executive Directors									
Resolution required: (Ordinary/Special)	ORDINARY	Whether promoter/ promoter group are interested in the agenda/resolution?									
No											
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	Votes Invalid	Votes Abstained	
Promoter and Promoter Group	E-Voting	91,96,622	91,96,562	99.9993	91,96,562	0	100.0000	0.0000	0	0	
	Poll	0	0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)	0	0	0.0000	0	0	0.0000	0.0000	0	0	
Public Institutions	E-Voting	90,13,837	63,45,417	70.3964	63,45,417	0	100.0000	0.0000	0	1,56,193	
	Poll	0	0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)	0	0	0.0000	0	0	0.0000	0.0000	0	0	
Public Non Institutions	E-Voting	15,22,330	55,715	3.6599	55,711	4	99.9928	0.0071	0	0	
	Poll	0	3,471	0.2280	3,471	0	100.0000	0.0000	0	0	
	Postal Ballot (if applicable)	0	0	0.0000	0	0	0.0000	0.0000	0	0	
Total		1,97,32,789	1,56,01,165	79.0621	1,56,01,162	4	99.9932	0.0068	0	1,56,193	



Resolution No.	7	ORDINARY - Payment of remuneration to the Non- Executive, Independent Director(s) of the Company in the event of no profits or inadequate profit																		
Resolution required: (Ordinary/ Special)	ORDINARY																			
Whether promoter/ promoter group are interested in the agenda/resolution?	No																			
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	Votes Invalid	Votes Abstained										
Promoter and Promoter Group	E-Voting	91,96,622	91,96,562	99.9931	91,96,562	0	100.0000	0.0000	0	0										
	Poll	0	0	0.0000	0	0	0.0000	0.0000	0	0										
	Postal Ballot (if applicable)	0	0	0.0000	0	0	0.0000	0.0000	0	0										
Public - Institutions	Total	91,96,622	91,96,562	99.9931	91,96,562	0	100.0000	0.0000	0	0										
	E-Voting	91,96,562	91,96,562	99.9931	91,96,562	0	100.0000	0.0000	0	0										
	Poll	0	0	0.0000	0	0	0.0000	0.0000	0	0										
Public - Non Institutions	Total	90,13,837	63,59,479	70.5524	63,59,479	35,000	99.4496	0.5503	0	1,42,131										
	E-Voting	63,59,479	63,59,479	100.0000	63,59,479	0	100.0000	0.0000	0	0										
	Poll	0	0	0.0000	0	0	0.0000	0.0000	0	0										
Public - Non Institutions	Total	15,22,330	15,22,330	100.0000	15,22,330	0	100.0000	0.0000	0	0										
	E-Voting	15,22,330	15,22,330	100.0000	15,22,330	0	100.0000	0.0000	0	0										
	Poll	0	0	0.0000	0	0	0.0000	0.0000	0	0										
Public - Non Institutions	Total	1,97,32,789	1,56,15,277	79.1334	1,56,15,277	35,004	99.7758	0.2242	0	1,42,131										
	E-Voting	1,56,15,277	1,56,15,277	100.0000	1,56,15,277	0	100.0000	0.0000	0	0										
	Poll	0	0	0.0000	0	0	0.0000	0.0000	0	0										
Resolution No.	8																			
Resolution required: (Ordinary/ Special)	SPECIAL - Approval for amendment in the V-Mart Retail Ltd. Employee Stock Option Plan 2020 (ESOP Scheme, 2020) of the Company.																			
Whether promoter/ promoter group are interested in the agenda/resolution?	No																			
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	Votes Invalid	Votes Abstained										
Promoter and Promoter Group	E-Voting	91,96,622	91,96,562	99.9931	91,96,562	0	100.0000	0.0000	0	0										
	Poll	0	0	0.0000	0	0	0.0000	0.0000	0	0										
	Postal Ballot (if applicable)	0	0	0.0000	0	0	0.0000	0.0000	0	0										
Public - Institutions	Total	91,96,622	91,96,562	99.9931	91,96,562	0	100.0000	0.0000	0	0										
	E-Voting	91,96,562	91,96,562	99.9931	91,96,562	0	100.0000	0.0000	0	0										
	Poll	0	0	0.0000	0	0	0.0000	0.0000	0	0										
Public - Non Institutions	Total	90,13,837	64,87,568	71.9732	23,06,134	41,81,414	35.5471	64.4529	0	14,062										
	E-Voting	64,87,568	64,87,568	100.0000	23,06,134	41,81,414	35.5471	64.4529	0	14,062										
	Poll	0	0	0.0000	0	0	0.0000	0.0000	0	0										
Public - Non Institutions	Total	15,22,330	15,22,330	100.0000	15,22,330	0	100.0000	0.0000	0	0										
	E-Voting	15,22,330	15,22,330	100.0000	15,22,330	0	100.0000	0.0000	0	0										
	Poll	0	0	0.0000	0	0	0.0000	0.0000	0	0										
Public - Non Institutions	Total	1,97,32,789	1,57,43,296	79.7824	1,57,43,296	41,81,415	73.4400	26.5600	0	14,062										
	E-Voting	1,57,43,296	1,57,43,296	100.0000	1,57,43,296	41,81,415	73.4400	26.5600	0	14,062										
	Poll	0	0	0.0000	0	0	0.0000	0.0000	0	0										

For V-Mart Retail Limited

Lalit Agarwal
Chairman and Managing Director
DIN: 00900900

Date: 27-08-2021
Place: Gurugram



Handwritten signature/initials