

# VTM LTD.

**Ref:** VTM:CS: Agm/J

01.07.2022

**Corporate Relationship Dept. - CRD**

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

Dear Sir/s,

**Sub:** Listing agreement – e-voting -Sending Scrutiniser report-for AGM held on 30.06.2022 -Reg.

**Ref:** Our SCRIP CODE: **532893**

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With reference to the above, we enclose herein the Scrutiniser Report in connection with the Annual General Meeting held on 30.06.2022. The voting details were already filed. Besides the XBRL reporting on Voting was also filed.

Thanking you,

Yours faithfully,

✓  
**Encl: a.a**

**for VTM LIMITED**  
  
**S. PARAMASIVAM**  
Company Secretary

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

Regd. Office : **SULAKARAI**, Virudhunagar - 626 003.

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

Phone : 91-452-2482595 (4 lines)  
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vtac@vtmill.com



### 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 75<sup>th</sup> Annual General Meeting  
**VTM LIMITED,**  
(CIN: L17111TN1946PLC003270)  
Registered Office : Sulakarai, Virudhunagar — 626003.

**ANNUAL GENERAL MEETING OF THE SHAREHOLDERS OF VTM LIMITED HELD  
ON THURSDAY, 30<sup>TH</sup> JUNE, 2022 AT 12.00 NOON 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 75<sup>th</sup> Annual General Meeting (AGM) held on 30<sup>th</sup> June 2022 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 25<sup>th</sup> April, 2022 of the AGM held on 30<sup>th</sup> June, 2022.

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 into an arrangement with M/s. KFin Technologies Limited (*formerly known as M/s. Karvy Finlech 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 purposes of identifying the shareholders who will be entitled to vote on the resolution placed for approval of the shareholders was 18<sup>th</sup> June, 2022.





3. As prescribed in the Rules, remote e-voting facility was kept open for Four days from Sunday, 26<sup>th</sup> June 2022 (9:00 AM) till Wednesday, 29<sup>th</sup> June 2022 (06.00 PM) preceding the date of the AGM.
4. At the end of remote e-voting period on 29<sup>th</sup> June 2022 at 18:00 HRS IST, voting portal of M/s. KFIN Technologies Limited (<https://evoting.kfintech.com/>) was blocked forthwith.
5. On Thursday, 30<sup>th</sup> June 2022 at 3.45 PM after conclusion of the AGM, 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:**

**A. DETAILS OF RESOLUTION PASSED AS AN ORDINARY RESOLUTION**

Item No. 1: To receive, consider and adopt the audited Balance Sheet of the Company as at 31st March 2022 and 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 dividend on equity shares.

Item No. 3: Re-appointment of Mr. K. Thiagarajan, (DIN : 03638370) as Director, who retires by rotation and being eligible offers himself for re-appointment.

Item No. 4: To appoint Mr. RM.Somasundaram (DIN 00071510) as Director, who retires by rotation and being eligible offers himself for re-appointment.

Item No.5: Re-appointment of M/s. CNGSN & Associates LLP, Chartered Accountants, Chennai ( ICAI Firm Regn.No.004915S/S200036) as Statutory Auditors of the Company from the conclusion of this Annual General Meeting till conclusion of the 80<sup>th</sup> Annual General Meeting(2<sup>nd</sup> term).

Item No. 6: Appointment of Mr.C.R.Venkatesh-(DIN 00122065) Director,

Item No.7: Ratification of Cost Auditor remuneration.





**B. 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	27791500	23623600	85.0030	23623600	0	100.0000	0.00000
1	Public-Others	12436100	4943	0.0397	4937	6	99.879	0.12130
	Total	40227600	23628543	58.7371	23628537	6	100.0000	0.00000
2	Promoter and Promoter Group	27791500	23623600	85.0030	23623600	0	100.0000	0.00000
2	Public-Others	12436100	4943	0.0397	4937	6	99.8786	0.12130
	Total	40227600	23628543	58.7371	23628537	6	100.0000	0.00000
3	Promoter and Promoter Group	27791500	23623600	85.0030	23623600	0	100.0000	0.00000
3	Public-Others	12436100	4943	0.0397	4935	8	99.8381	0.16180
	Total	40227600	23628543	58.7371	23628535	8	100.0000	0.00000
4	Promoter and Promoter Group	27791500	23623600	85.0030	23623600	0	100.0000	0.00000
4	Public-Others	12436100	4943	0.0397	4935	8	99.8381	0.16180
	Total	40227600	23628543	58.7371	23628535	8	100.0000	0.00000
5	Promoter and Promoter Group	27791500	23623600	85.0030	23623600	0	100.0000	0.00000
5	Public-Others	12436100	4943	0.0397	4937	6	99.8786	0.12130
	Total	40227600	23628543	58.7371	23628537	6	100.0000	0.00000
6	Promoter and Promoter Group	27791500	23623600	85.0030	23623600	0	100.0000	0.00000
6	Public-Others	12436100	4943	0.0397	4937	6	99.8786	0.12130
	Total	40227600	23628543	58.7371	23628537	6	100.0000	0.00000
7	Promoter and Promoter Group	27791500	23623600	85.0030	23623600	0	100.0000	0.00000
7	Public-Others	12436100	4943	0.0397	4917	26	99.4740	0.52590
	Total	40227600	23628543	58.7371	23628517	26	99.9999	0.00010

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

UDIN: **A061773D000551240**

Date: 01.07.2022

Place: Madurai

