



Ref No: CS/S/L-600/2022-23

1st September, 2022

<p>To: The Listing Department <b>NATIONAL STOCK EXCHANGE OF INDIA LIMITED</b> "Exchange Plaza" Bandra-Kurla Complex, Bandra (E), Mumbai-400 051 <b>Scrip Code: VMART</b> Fax: 022-26598120 Email: cmlist@nse.co.in</p>	<p>To: The Corporate Relationship Department <b>BSE Limited</b> Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400 001 <b>Scrip code: 534976</b> Fax: 022-22723121 Email: corp.relations@bseindia.com</p>
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**Sub: Consolidated voting results of 20<sup>th</sup> 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 20<sup>th</sup> Annual General Meeting of the Company held on Tuesday i.e. 30<sup>th</sup> August, 2022 along with Scrutinizer's Report.

We request you to kindly take the same on record.

Thanking You,

**For V-Mart Retail Limited**

**Megha Tandon**

Company Secretary and Compliance Officer

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



**HARSH OBEROI**  
PRACTISING COMPANY SECRETARY

### SCRUTINIZERS' REPORT

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

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To,  
The Chairperson  
20<sup>th</sup> ANNUAL GENERAL MEETING OF THE MEMBERS OF  
V-Mart Retail Limited  
CIN: L51909DL2002PLC163727  
610-611, Guru Ram Dass Nagar,  
Main Market, Opp. SBI Bank, Laxmi Nagar,  
New Delhi-110092

CONSOLIDATED SCRUTINIZER'S REPORT ON REMOTE E-VOTING AND ELECTRONIC VOTING DURING the 20<sup>TH</sup> (TWENTIETH) ANNUAL GENERAL MEETING ("AGM") OF THE MEMBERS OF V-MART RETAIL LIMITED ("THE COMPANY") HELD ON TUESDAY, 30<sup>TH</sup> AUGUST 2022, AT 11:00 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,

At the outset, I would like to thank the Board of Directors for appointing me as the Scrutinizer. As we are aware that due to the unprecedented crisis on account of the continuing COVID-19 pandemic, the Ministry of Corporate Affairs ("MCA") has provided the facility to the companies to conduct their AGM through VC/OAVM vide General Circular No. 02/2022 dated 5<sup>th</sup> May 2022 read with General Circular No. 02/2021 dated 13<sup>th</sup> January 2021, General Circular No. 20/2020 dated 5<sup>th</sup> May 2020, General Circular No. 14/2020 dated 8<sup>th</sup> April 2020 and General Circular No. 17/2020 dated 13<sup>th</sup> April 2020 (collectively referred to as "**MCA Circulars**") in terms of the provisions of the Companies Act, 2013 (hereinafter referred to as "the Act").

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 25<sup>th</sup> May 2022 to scrutinize and to ascertain the requisite majority, on the resolutions, as set out in the notice of 20<sup>th</sup> AGM, proposed to be passed through the remote E-Voting process as well as E-Voting

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**Website:** [www.oberoiassociates.com](http://www.oberoiassociates.com)

conducted at the AGM (collectively referred to as “e-voting facility”), provided to the members under the provision of Section 108 and any other applicable provisions of the Companies Act, 2013 and read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 (as amended) read with above mentioned MCA Circulars and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) read with SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, and SEBI Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 (“SEBI Circulars”) issued in this regard.

**SERVICE PROVIDER: -**

The Company had engaged M/s. KFin Technologies Limited (“KFintech”) to provide the facility of casting the votes by the members using a remote e-voting system before the AGM as well as an electronic voting system during the AGM on all items of business (es) transactions as set out in the notice dated 25<sup>th</sup> May 2022.

**MANAGEMENT RESPONSIBILITY: -**

The management of the Company is responsible for ensuring compliance with the requirements of the Companies Act, 2013 read with rules made thereunder, SEBI Listing Regulations, the MCA Circulars and SEBI Circulars or any other provision, as applicable for the AGM of the Company. The Management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

**SCRUTINIZER’S RESPONSIBILITY: -**

My responsibility as a Scrutinizer for the e-voting facility is restricted to make a Scrutinizer’s Report of the votes cast “For” or “Against” on the resolutions stated in the notice of the AGM dated 25<sup>th</sup> May 2022, and based on the reports generated from the e-voting system provided by the service provider, i.e. KFintech and documents furnished to us electronically by the Company and/or KFintech for our verification.

**NOTICE REGARDING REGISTERING OF EMAIL ADDRESS UPDATING BANK ACCOUNT DETAILS: -**

In compliance with the provisions of MCA circulars as well as SEBI Circulars, the public advertisement with respect to the above was published in the English language in FINANCIAL EXPRESS on 01.08.2022 and in the Hindi language in JANSATTA on 01.08.2022 requesting shareholders of the Company to register/update their e-mail address/bank account details.

**NOTICE IN ELECTRONIC MODE, AND ITS PUBLICATION: -**

Notice of the AGM, along with the Annual Report 2021-22, was sent to all members/beneficiaries electronically on 08<sup>th</sup> August 2022, whose email IDs were registered with the Company/Depositories/RTA in accordance with the provisions of the Companies Act, 2013 read with Rules made thereunder together with the MCA and SEBI Circulars. Pursuant to Rule 20 of the Companies (Management and Administration Rules) 2014, as amended, the Company published the Newspaper advertisements in "FINANCIAL EXPRESS" (English) and in "JANSATTA" (Hindi) on 10<sup>th</sup> August 2022.

**CUT-OFF DATE: -**

The Company had fixed Friday, 19<sup>th</sup> August 2022, as a cut-off date for determining the eligibility of members entitled to vote at the AGM to avail of the E-Voting facility on the proposed resolutions as stated in the notice of AGM as mentioned above.

**REMOTE E-VOTING: -**

The remote E-Voting had been made available for a period of 5 (Five) days commencing from 9.00 A.M. (IST) on Thursday, 25<sup>th</sup> August 2022 to Monday, 29<sup>th</sup> August 2022 up to 5.00 P.M. (IST) (both days inclusive) on the designated website <https://evoting.kfintech.com> (KFintech).

Further, the complete instructions on the remote E-Voting facility provided by the Company had been annexed to the Notice of the AGM, explaining the process of casting the votes through the remote e-voting facility with the necessary user id and password.

**E-VOTING AT THE AGM: -**

On the day of the 20<sup>th</sup> 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 the closure of the period of remote E-Voting and before the start of the General Meeting, I had access only such details relating to members who have cast their votes through remote E-Voting, such as their names, DP Id and client Id/Folio, the number of shares held but not how they have voted, to ensure that members who have cast their votes through Remote e-Voting do not cast their vote again at AGM.

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 KFin Technologies Limited and downloaded the results.

**CONSOLIDATED RESULTS OF E-VOTING FACILITY: -**

After scrutinizing and reviewing the report on remote e-voting conducted before the AGM and e-voting conducted at the AGM and votes cast therein based on the data downloaded from the Kfin Portal, I hereby submit the consolidated results of the e-voting facility for the AGM as under:

Consolidated Voting Results concerning each item on the agenda as set out in the Notice of the 20<sup>th</sup> AGM dated 25<sup>th</sup> May 2022 are enclosed.

**RESOLUTION 01: ORDINARY RESOLUTION**

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March 2022, along with the reports of the Auditors and the Board of Directors thereon.

MODE	NO. OF VOTERS/ MEMBERS	TOTAL NO. OF VALID VOTES/ SHARES*	FAVOUR			AGAINST		
			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
REMOTE E-VOTING	262	1,63,81,586	260	1,63,81,583	100.00	2	3	0.00
E-VOTING AT THE AGM	12	21,959	12	21,959	100.00	-	-	-
<b>TOTAL</b>	<b>274</b>	<b>1,64,03,545</b>	<b>272</b>	<b>1,64,03,542</b>	<b>100.00</b>	<b>2</b>	<b>3</b>	<b>0.00</b>

\*The shareholders who voted through remote e-voting held 1,64,06,604 votes/shares out of which one shareholder has voted less by 25,000 Equity shares/vote, and one shareholder who holds 18 Equity Shares has abstained himself/herself from voting.

This resolution has been passed with the requisite majority.



**HARSH OBEROI**  
*PRACTISING COMPANY SECRETARY*

## RESOLUTION 02: ORDINARY RESOLUTION

To consider, approve and declare the dividend at the rate of Rs. 0.75/- per Equity Share for the Financial Year 2021-22.

MODE	NO. OF VOTERS/ MEMBERS	NO. OF VOTES/ SHARES*	FAVOUR			AGAINST		
			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
REMOTE E-VOTING	263	1,63,81,604	262	1,63,81,602	100.00	1	2	0.00
E-VOTING AT THE AGM	12	21,959	12	21,959	100.00	-	-	-
<b>TOTAL</b>	<b>275</b>	<b>1,64,03,563</b>	<b>274</b>	<b>1,64,03,561</b>	<b>100.00</b>	<b>1</b>	<b>2</b>	<b>0.00</b>

\*The shareholders who voted through remote e-voting held 1,64,06,604 votes/shares out of which one shareholder has voted less by 25,000 Equity shares/vote.

This Resolution has been passed with the requisite majority.

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**Website:** [www.oberoiassociates.com](http://www.oberoiassociates.com)

**RESOLUTION 03: ORDINARY RESOLUTION**

Appointment of Mr. Madan Gopal Agarwal (DIN: 02249947) as Director, liable to retire by rotation.

MODE	NO. OF VOTERS/ MEMBERS	NO. OF VOTES/ SHARES*	FAVOUR			AGAINST		
			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
REMOTE E-VOTING	262	1,63,81,504	255	1,61,94,718	98.86	7	1,86,786	1.14
E-VOTING AT THE AGM	12	21,959	12	21,959	100.00	-	-	-
<b>TOTAL</b>	<b>274</b>	<b>1,64,03,463</b>	<b>267</b>	<b>1,62,16,677</b>	<b>98.86</b>	<b>7</b>	<b>1,86,786</b>	<b>1.14</b>

\*The shareholders who voted through remote e-voting held 1,64,06,604 votes/shares out of which one shareholder has voted less by 25,000 Equity shares/vote, and one shareholder who holds 100 Equity Shares has abstained himself/herself from voting.

This Resolution has been passed with the requisite majority.



**RESOLUTION 04: ORDINARY RESOLUTION**

Approval for payment of Commission to Non-Executive Directors.

MODE	NO. OF VOTERS/ MEMBERS	NO. OF VOTES/ SHARES*	FAVOUR			AGAINST		
			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
REMOTE E-VOTING	261	1,63,81,486	254	1,63,56,413	99.85	7	25,073	0.15
E-VOTING AT THE AGM	12	21,959	12	21,959	100.00	-	-	-
<b>TOTAL</b>	<b>273</b>	<b>1,64,03,445</b>	<b>266</b>	<b>1,63,78,372</b>	<b>99.85</b>	<b>7</b>	<b>25,073</b>	<b>0.15</b>

\*The shareholders who voted through remote e-voting held 1,64,06,604 votes/shares out of which one shareholder has voted less by 25,000 Equity shares/vote, and two shareholders who hold 118 Equity Shares have abstained himself/herself from voting.

This Resolution has been passed with the requisite majority.



**RESOLUTION 05: SPECIAL RESOLUTION**

Approval for Re-appointment of Mr. Lalit M. Agarwal (DIN: 00900900) as Managing Director of the Company and revision in his remuneration.

MODE	NO. OF VOTERS/ MEMBERS	NO. OF VOTES/ SHARES*	FAVOUR			AGAINST		
			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
REMOTE E-VOTING	262	1,63,81,504	258	1,63,81,479	100.00	4	25	0.00
E-VOTING AT THE AGM	12	21,959	12	21,959	100.00	-	-	-
<b>TOTAL</b>	<b>274</b>	<b>1,64,03,463</b>	<b>270</b>	<b>1,64,03,438</b>	<b>100.00</b>	<b>4</b>	<b>25</b>	<b>0.00</b>

\*The shareholders who voted through remote e-voting held 1,64,06,604 votes/shares out of which one shareholder has voted less by 25,000 Equity shares/vote, and one shareholder who holds 100 Equity Shares has abstained himself/herself from voting.

This Resolution has been passed with the requisite majority.

**RESOLUTION 06: SPECIAL RESOLUTION**

Approval for Reappointment of Mr. Madan Gopal Agarwal (DIN: 02249947) as Whole-Time Director of the Company and revision in his remuneration.

MODE	NO. OF VOTERS/ MEMBERS	NO. OF VOTES/ SHARES*	FAVOUR			AGAINST		
			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
REMOTE E-VOTING	262	1,63,81,504	257	1,62,23,119	99.03	5	1,58,385	0.97
E-VOTING AT THE AGM	12	21,959	12	21,959	100.00	-	-	-
<b>TOTAL</b>	<b>274</b>	<b>1,64,03,463</b>	<b>269</b>	<b>1,62,45,078</b>	<b>99.03</b>	<b>5</b>	<b>1,58,385</b>	<b>0.97</b>

\*The shareholders who voted through remote e-voting held 1,64,06,604 votes/shares out of which one shareholder has voted less by 25,000 Equity shares/vote, and one shareholder who holds 100 Equity Shares has abstained himself/herself from voting.

This Resolution has been passed with the requisite majority.

## RESOLUTION 07: SPECIAL RESOLUTION

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

MODE	NO. OF VOTERS/ MEMBERS	NO. OF VOTES/ SHARES*	FAVOUR			AGAINST		
			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
REMOTE E-VOTING	261	1,63,81,486	233	1,52,72,332	93.23	29	11,09,154	6.77
E-VOTING AT THE AGM	12	21,959	12	21,959	100.00	-	-	-
<b>TOTAL</b>	<b>273</b>	<b>1,64,03,445</b>	<b>245</b>	<b>1,52,94,291</b>	<b>93.23</b>	<b>29</b>	<b>11,09,154</b>	<b>6.77</b>

\*The shareholders who voted through remote e-voting held 1,64,06,604 votes/shares out of which one shareholder has voted less by 25,000 Equity shares/vote, and two shareholders who hold 118 Equity Shares have abstained himself/herself from voting.

This Resolution has been passed with the requisite majority.

## HANDOVER OF THE RELATED DOCUMENTS

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 whom the Board authorized for safekeeping.

## ANNOUNCEMENT OF RESULT

I hereby request the Chairman of the 20<sup>th</sup> AGM of the Company to announce the result of the meeting.

## RESTRICTION ON USE

This report has been issued at the request of the Company for submission to stock exchange(s) and placed on the website of the Company and KFinTech. This report is not

to be used for any other purpose or distributed by the Company to any other parties. Accordingly, we do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without our prior consent in writing.

**HARSH  
OBEROI** Digitally signed by  
HARSH OBEROI  
Date: 2022.08.31  
18:02:42 +05'30'

**CS Harsh Oberoi (*Scrutinizer*)**

*Practising Company Secretary*

**MEMBERSHIP No.:** F11088

**CP No.:** 17834

**Peer Review Code:** 938/2020

**UDIN:** F011088D000881881

31.08.2022 | Sonipat

  
\_\_\_\_\_  
Counter Signed by Chairman

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	V-MART RETAIL LIMITED
Date of the AGM/EGM	30-08-2022
Total number of shareholders on record date	25337
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	4
Public:	82

Resolution No.	1										
Resolution required: (Ordinary/ Special)	ORDINARY - Adoption of financial statements										
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	Invalid	Votes Abstained	
Promoter and Promoter Group	E-Voting	91,19,783	91,04,923	99.8371	91,04,923	0	100.0000	0.0000	0	0	
	Poll		14,860	0.1629	14,860	0	100.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		91,19,783	100.0000	91,19,783	0	100.0000	0.0000	0	0	
Public- Institutions	E-Voting	90,91,768	70,50,497	77.5481	70,50,497	0	100.0000	0.0000	0	0	
	Poll		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		70,50,497	77.5481	70,50,497	0	100.0000	0.0000	0	0	
Public- Non Institutions	E-Voting	15,54,620	2,26,166	14.5480	2,26,163	3	99.9986	0.0013	0	18	
	Poll		7,099	0.4566	7,099	0	100.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		2,33,265	15.0046	2,33,262	3	99.9987	0.0013	0	18	
Total		1,97,66,171	1,64,03,545	82.9880	1,64,03,542	3	100.0000	0.0000	0	18	

Resolution No.	2										
Resolution required: (Ordinary/ Special)	ORDINARY - To declare the dividend for the financial year 2021-22										
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	Invalid	Votes Abstained	
Promoter and Promoter Group	E-Voting	91,19,783	91,04,923	99.8371	91,04,923	0	100.0000	0.0000	0	0	
	Poll		14,860	0.1629	14,860	0	100.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		91,19,783	100.0000	91,19,783	0	100.0000	0.0000	0	0	
Public- Institutions	E-Voting	90,91,768	70,50,497	77.5481	70,50,497	0	100.0000	0.0000	0	0	
	Poll		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		70,50,497	77.5481	70,50,497	0	100.0000	0.0000	0	0	
Public- Non Institutions	E-Voting	15,54,620	2,26,184	14.5492	2,26,182	2	99.9991	0.0008	0	0	
	Poll		7,099	0.4566	7,099	0	100.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		2,33,283	15.0058	2,33,281	2	99.9991	0.0009	0	0	
Total		1,97,66,171	1,64,03,563	82.9881	1,64,03,561	2	100.0000	0.0000	0	0	

Resolution No.	3										
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Mr. Madan Gopal Agarwal (DIN 02249947) as Director, liable to retire by rotation										
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	Invalid	Votes Abstained	
Promoter and Promoter Group	E-Voting	91,19,783	91,04,923	99.8371	91,04,923	0	100.0000	0.0000	0	0	
	Poll		14,860	0.1629	14,860	0	100.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		91,19,783	100.0000	91,19,783	0	100.0000	0.0000	0	0	
Public- Institutions	E-Voting	90,91,768	70,50,497	77.5481	68,63,736	1,86,761	97.3510	2.6489	0	0	
	Poll		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		70,50,497	77.5481	68,63,736	1,86,761	97.3511	2.6489	0	0	
Public- Non Institutions	E-Voting	15,54,620	2,26,084	14.5427	2,26,059	25	99.9889	0.0110	0	100	
	Poll		7,099	0.4566	7,099	0	100.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		2,33,183	14.9993	2,33,158	25	99.9893	0.0107	0	100	
Total		1,97,66,171	1,64,03,463	82.9876	1,62,16,677	1,86,786	98.8613	1.1387	0	100	

Resolution No.	4										
Resolution required: (Ordinary/ Special)	ORDINARY - Approval for payment of Commission to Non- Executive Directors										
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	91,19,783	91,04,923	99.8371	91,04,923	0	100.0000	0.0000	0	0	
	Poll		14,860	0.1629	14,860	0	100.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		91,19,783	100.0000	91,19,783	0	100.0000	0.0000	0	0	
Public- Institutions	E-Voting	90,91,768	70,50,497	77.5481	70,25,497	25,000	99.6454	0.3545	0	0	
	Poll		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		70,50,497	77.5481	70,25,497	25,000	99.6454	0.3546	0	0	
Public- Non Institutions	E-Voting	15,54,620	2,26,066	14.5416	2,25,993	73	99.9677	0.0322	0	118	
	Poll		7,099	0.4566	7,099	0	100.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		2,33,165	14.9982	2,33,092	73	99.9687	0.0313	0	118	
	Total	1,97,66,171	1,64,03,445	82.9875	1,63,78,372	25,073	99.8471	0.1529	0	118	

Resolution No.	5										
Resolution required: (Ordinary/ Special)	SPECIAL - Approval for the re-appointment of Mr. Lalit M Agarwal (DIN 00900900) as Managing Director of the Company and revision in his remuneration										
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	91,19,783	91,04,923	99.8371	91,04,923	0	100.0000	0.0000	0	0	
	Poll		14,860	0.1629	14,860	0	100.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		91,19,783	100.0000	91,19,783	0	100.0000	0.0000	0	0	
Public- Institutions	E-Voting	90,91,768	70,50,497	77.5481	70,50,497	0	100.0000	0.0000	0	0	
	Poll		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		70,50,497	77.5481	70,50,497	0	100.0000	0.0000	0	0	
Public- Non Institutions	E-Voting	15,54,620	2,26,084	14.5427	2,26,059	25	99.9889	0.0110	0	100	
	Poll		7,099	0.4566	7,099	0	100.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		2,33,183	14.9993	2,33,158	25	99.9893	0.0107	0	100	
	Total	1,97,66,171	1,64,03,463	82.9876	1,64,03,438	25	99.9998	0.0002	0	100	

Resolution No.	6										
Resolution required: (Ordinary/ Special)	SPECIAL - Approval for re-appointment of Mr. Madan Gopal Agarwal (DIN 02249947) as Whole-time Director of the Company and revision in his remuneration.										
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	91,19,783	91,04,923	99.8371	91,04,923	0	100.0000	0.0000	0	0	
	Poll		14,860	0.1629	14,860	0	100.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		91,19,783	100.0000	91,19,783	0	100.0000	0.0000	0	0	
Public- Institutions	E-Voting	90,91,768	70,50,497	77.5481	68,92,135	1,58,362	97.7538	2.2461	0	0	
	Poll		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		70,50,497	77.5481	68,92,135	1,58,362	97.7539	2.2461	0	0	
Public- Non Institutions	E-Voting	15,54,620	2,26,084	14.5427	2,26,061	23	99.9898	0.0101	0	100	
	Poll		7,099	0.4566	7,099	0	100.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		2,33,183	14.9993	2,33,160	23	99.9901	0.0099	0	100	
	Total	1,97,66,171	1,64,03,463	82.9876	1,62,45,078	1,58,385	99.0344	0.9656	0	100	

Resolution No.	7									
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	91,19,783	91,04,923	99.8371	91,04,923	0	100.0000	0.0000	0	0
	Poll		14,860	0.1629	14,860	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		91,19,783	100.0000	91,19,783	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	90,91,768	70,50,497	77.5481	59,41,408	11,09,089	84.2693	15.7306	0	0
	Poll		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		70,50,497	77.5481	59,41,408	11,09,089	84.2694	15.7306	0	0
Public- Non Institutions	E-Voting	15,54,620	2,26,066	14.5416	2,26,001	65	99.9712	0.0287	0	118
	Poll		7,099	0.4566	7,099	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,33,165	14.9982	2,33,100	65	99.9721	0.0279	0	118
Total		1,97,86,171	1,86,03,445	93.9875	1,51,94,291	11,09,154	93.2883	6,7617	0	118

For V-Mart Retail Limited



Mr. Akash Moondira  
Chairperson of the Board  
DIN: 02654599

Date: 31st August, 2022  
Place: Dubai