



REF: VTTL/SE/2023-24

July 24, 2023

The General Manager – Listing,
National Stock Exchange of India Ltd
Plot No. C/1, G Block,
Bandra – Kurla Complex,
Bandra (E), MUMBAI – 400 051
PH: 022-26598235

The Manager Listing,
BSE Ltd.,
Floor 25, P.J. Towers,
Dalal Street,
MUMBAI – 400 001
PH: 022-22721234

Dear Sir/Madam,

Subject: Submission of results of voting by Postal Ballot as per regulation 44(3) of the SEBI (listing Obligations and Disclosure Requirements) Regulations, 2015

Further to our letter dated June 23, 2023, we wish to inform you that the members of the Company have approved the resolution proposed in the Postal Ballot Notice dated May 12, 2023, with requisite majority. The details of the voting results are enclosed in the format prescribed under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

A certified copy of the Scrutinizer Report is also attached. You are requested to take the above information on record.

The above information is also being uploaded on the Company's website: www.vsttractors.com

Thank you,

Yours truly,
for V.S.T Tillers Tractors Ltd.,

Chinmaya Khatua
Company Secretary.

Encl: a.a.



V.S.T. TILLERS TRACTORS LIMITED CIN-L34101KA1967PLC001706
Plot No.1 Dyavasandra Indl. Layout, Whitefield Road, Mahadevapura Post, Bengaluru-560048, India
Phone: 91-80-67141111 Toll Free: 1-800-4190136 Email: vstgen@vsttractors.com
www.vsttractors.com

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FORM No. MGT-13

[Pursuant to rule section 108 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

Scrutinizer report

The Chairman

VST TILLERS TRACTORS LIMITED

Plot No. 1, Dyavasandra Indl. Layout Whitefield Road,
Mahadevapura Post, Bangalore, Karnataka
560048 India

Dear Sir,

Sub: Scrutinizer's Report on voting results of postal ballot conducted in pursuance to the provisions of Section 110 of the Companies Act, 2013 (the Act) read with Rule 20 and Rule 22 of the Companies (Management and administration) Rules, 2014

I, Thirupal Gorige, Practicing Company Secretary, Designated Partner of M/s Thirupal Gorige & Associates LLP, having office at No. 87, 2nd Floor, 21st Cross, 7th Main, N.S. Palya, BTM 2nd Stage, Bengaluru-560076, Karnataka, India, have been appointed as scrutinizer by the Board of directors of M/s VST TILLERS TRACTORS LIMITED (the Company), for scrutinizing postal ballot, which was conducted through electronic voting process in respect of the resolution contained in the Notice dated May 12th 2023, in a fair and transparent manner and ascertaining the requisite majority on e-voting on the resolution as set-out in the notice of Postal Ballot, pursuant to section 110 of the Companies Act, 2013 (The Act) read with Rule 20 and 22 of the Companies (Management and administration) Rules, and in terms of the General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022, and 11/2022 dated December 28, 2022 (the "MCA Circulars"), issued by the Ministry of Corporate Affairs, Government of India (the "MCA"), SEBI Circulars dated 12th May 2020 and 15th January 2021 (the "SEBI Circulars") and Regulation 44 of Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015, as amended, ["SEBI Listing Regulations"].

VST Tillers Tractors Limited Scrutinizer report_2023-2024

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The Management of the Company is responsible to ensure the compliance with the requirements of the Act and the rules relating to e-voting and postal ballot on the resolution contained in the notice of the postal ballot dated May 12th 2023. My responsibility as a scrutinizer for the voting process through electronic means and postal ballot is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolution, based on the reports generated for the e-voting system of National Securities Depository Limited (NSDL) and reports by M/s **Integrated Registry Management Services Private Limited**, the agencies engaged by the Company for providing e-voting/ postal ballot facilities.

1. I submit my report as under:
 - (a) Pursuant to MCA Circulars, which inter-alia permitted to send the documents only through electronic mode for General Meeting and postal ballot and SEBI Circulars, the Company has sent Postal Ballot notice(s) to its Members whose name(s) appeared in the Register of Members/ List of beneficial owners received from National Securities Depository Limited (NSDL)/Central Depository Services (India) Limited (CDSL) as on the "Cut-off date" i.e. on close of business hours on Friday, June 16, 2023 and whose e-mail IDs were available with the Company and Depositories, through electronic means only and has not dispatched physical notices to any member.
 - (b) Pursuant to MCA circulars, the Members of the Company holding equity shares, as on the "cut-off date" were entitled to vote on the proposed resolutions as set out in the Notice of Postal Ballot dated May 12, 2023, through remote e- voting only.
 - (c) The remote e-voting period commenced from Saturday, June 24, 2023 at 09:00 A.M. (IST) and ended on Sunday, July 23, 2023, at 5:00 P.M. (IST) at the e-voting Platform on the designated website of NSDL E-voting facility was blocked forthwith thereafter.
 - (d) The result of electronic voting was downloaded on Sunday, July 23, 2023 at 05:15 PM (IST) from NSDL Website providing the platform for e-voting system (www.evoting.nsdl.com) and were unblocked in presence of two witness namely Ms. Rashmi H resident of No.87, NS Palya BTM 2nd stage, Bangalore-560076, Karnataka and Mr. Naga Sai Akshar Deep G resident of SS Luxury Gents PG, 13th A Main Rd, 17th Cross, Near Alliance University, BTM 2nd Stage, Bangalore -560076 who are not in the employment of the Company.

- (e) Since the voting on Postal Ballot process was conducted only through e-voting, reporting on findings of defaced or mutilated ballot paper and number of postal ballot forms returned undelivered does not arise.
- (f) Votes cast through electronic means were scrutinized and the shareholding was matched/confirmed with the Register of Members of the Company as on the "cut-off date".
- (g) The Consolidated summary of the votes casted through e-voting (EVEN: 124282) is as follows:

A. Special Business

1) Resolution No.1. (Special Resolution)

Appointment of Mr. Rajen Krishnanand Padukone (DIN: 00262729) as an Independent 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	228	62,48,869	99.99
Total	228	62,48,869	99.99

(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	9	123	0.01
Total	9	123	0.01

(iii) Invalid votes:

Total number of Members whose votes were declared invalid	Total number of votes cast by them
0	0

2. The proposed resolution has therefore been approved by the members of the Company with requisite majority.
3. You may accordingly declare the voting result of postal ballot.
4. The e-voting register and other related papers / registers and records shall remain in our safe custody until the Chairman considers, approves and sign the minutes of postal ballot and e-voting.

Thanking you,
Yours Faithfully



Thirupal Gorige
Practicing Company Secretary
FCS 6680, CP No. 6424
UDIN: F006680E000667241

Place: Bangalore
Dated: 24 July 2023

Received the report of the Scrutinizer
For **VST TILLERS TRACTORS LIMITED**

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Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Rajen Krishnanand Padukone (DIN: 00262729) as an Independent Director of the Company.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		4511165	93.9574	4511165	0	100.0000	0.0000
	Poll	4801290	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	4801290	4511165	93.9574	4511165	0	100.0000	0.0000
Public-Institutions	E-Voting		1691868	94.4088	1691868	0	100.0000	0.0000
	Poll	1792066	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1792066	1691868	94.4088	1691868	0	100.0000	0.0000
Public- Non Institutions	E-Voting		45959	2.2461	45836	123	99.7324	0.2676
	Poll	2046172	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	2046172	45959	2.2461	45836	123	99.7324	0.2676
Total		8639528	6248992	72.3302	6248869	123	99.9980	0.0020
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0