



Vardhman

Delivering Excellence. Since 1965.

VARDHMAN TEXTILES LIMITED

CHANDIGARH ROAD
LUDHIANA-141010, PUNJAB
T: +91-161-2228943-48
F: +91-161-2601 048
E: secretarial.lud@vardhman.com

Ref. VTXL:SCY:OCT:2019-20

Dated: 01.10.2019

The Deputy General Manager,
Corporate Relationship Deptt,
Bombay Stock Exchange Limited,
1st Floor, New Trading Ring,
Rotunda Building, P.J Towers,
Dalal Street, Fort,
MUMBAI -400001.

Scrip Code: 502986

The National Stock Exchange of India Ltd,
"Exchange Plaza",
Bandra-Kurla Complex,
Bandra (East),
MUMBAI.

Scrip Code: VTL

SUB: 46TH ANNUAL GENERAL MEETING – SCRUTINIZER REPORT

In respect of the 46th Annual General Meeting of the Company held on 30th September, 2019 at Registered Office, Chandigarh Road, Ludhiana- 141010, please find enclosed herewith Report of Scrutinizer dated 1st October, 2019 pursuant to Section 108 and 109 of the Companies Act, 2013 and Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014.

You are requested to take the same on record.

Thanking you,
Yours faithfully,

For VARDHMAN TEXTILES LIMITED


(SUCHITA JAIN)
Vice- Chairperson & Joint Managing Director



YARNS | FABRICS | THREADS | GARMENTS | FIBRES | STEELS



ॐ

(M) : 78140 - 02345
(M) : 93572 - 03395
(R) : 0161-2553115

ASHOK K SINGLA & ASSOCIATES

COMPANY SECRETARIES

Regd. Off. : BXX-1374, Krishna Nagar, Near Gurudwara Mai Nand Kaur, Ghumar Mandi, Ludhiana - 141 001. Punjab
H.O. : 261, Aggar Nagar Enclave, Barewal Road, Ludhiana-141 012.
E-mail : asingla_cs@yahoo.co.in · aksingla1000@gmail.com

Ref. No.

Date :
01.10.2019

The Chairperson of
46th Annual General Meeting of
Vardhman Textiles Limited,
CIN: L17111 PB1973 PLC 003345
Regd. Off: Chandigarh Road,
Ludhiana, Punjab.

Subject: Consolidated Scrutinizer's report for voting at the 46th Annual General Meeting (AGM) held on 30th September 2019.

Madem

The Board of Directors of the Company at its meeting held on 09.05.2019 had appointed me as Scrutinizer for remote e-voting and also voting at AGM by ballot papers.

Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the company has provided remote e-voting and ballot papers at AGM to its members in respect of business to be transacted at AGM.

The Company had appointed Central Depository Services Limited (CDSL) as the service provider, for the facility of electronic voting to the shareholders of the Company. The remote e-voting results were unblocked by me 30th September, 2019 after the conclusion of AGM in the presence of two witnesses.

Cut-Off date	: 23.09.2019
Remote e-voting commencement date	: 27.09.2019
Remote e-voting end date	: 29.09.2019

The Company has published a notice in this regard in Business Standard (newspaper in English) and Desh Sewak (Newspaper in Punjabi) on 07.09.2019

The facility of voting through ballot paper was made available at the AGM venue for the members attending the meeting and who had not cast their vote through remote e-voting. The Ballot Box kept at the AGM for this purpose was locked in my presence. After conclusion of voting at the AGM venue, the locked ballot box was opened and the ballot papers were diligently scrutinized.

The result of the remote e-voting together with ballot papers is as under:





(M) : 78140 - 02345
(M) : 93572 - 03395
(R) : 0161-2553115

ASHOK K SINGLA & ASSOCIATES

COMPANY SECRETARIES

Regd. Off. : BXX-1374, Krishna Nagar, Near Gurudwara Mai Nand Kaur, Ghumar Mandi, Ludhiana - 141 001. Punjab
H.O. : 261, Aggar Nagar Enclave, Barewal Road, Ludhiana-141 012.
E-mail : asingla_cs@yahoo.co.in aksingla1000@gmail.com

Ref. No.

Date :

Ordinary Business- Ordinary Resolution No.1

To adopt financial statements for the financial year 31.03.2019:

No of Members who cast their vote	No. of shares voted		% of Total share Capital			
149	50725273		88.22			
	Remote e-voting		Voting at AGM by ballot papers		Total	
	No. of Members	No. of Shares	No. of Members	No. of Shares	No. of Shares	%age
Assent	108	14944144	40	35781039	50725183	99.99
Dissent	1	90	0	0	90	0.01
Invalid	0	0	0	0	0	0
Total	109	14944234	40	35781039	50725273	100

Ordinary Business- Ordinary Resolution No.2

To declare dividend:

No of Members who cast their vote	No. of shares voted	% of Total share Capital
150	50756832	88.27

	Remote e-voting		Voting at AGM by ballot papers		Total	
	No. of Members	No. of Shares	No. of Members	No. of Shares	No. of Shares	%age
Assent	110	14975793	40	35781039	50756832	100
Dissent	0	0	0	0	0	0
Invalid	0	0	0	0	0	0
Total	110	14975793	40	35781039	50756832	100





(M) : 78140 - 02345
(M) : 93572 - 03395
(R) : 0161-2553115

ASHOK K SINGLA & ASSOCIATES

COMPANY SECRETARIES

Regd. Off. : BXX-1374, Krishna Nagar, Near Gurudwara Mai Nand Kaur, Ghumar Mandi, Ludhiana - 141 001. Punjab
H.O. : 261, Aggar Nagar Enclave, Barewal Road, Ludhiana-141 012.
E-mail : asingla_cs@yahoo.co.in · aksingla1000@gmail.com

Ref. No. Ordinary Business- Ordinary Resolution No.3

Date :

To re-appoint Mr. Neeraj Jain as a director liable to retire by rotation:

No of Members who cast their vote	No. of shares voted	% of Total share Capital
150	50756832	88.27

	Remote e-voting		Voting at AGM by ballot papers		Total	
	No. of Members	No. of Shares	No. of Members	No. of Shares	No. of Shares	%age
Assent	106	14957195	40	35781039	50738234	99.96
Dissent	4	18598	0	0	18598	0.04
Invalid	0	0	0	0	0	0
Total	110	14975793	40	35781039	50756832	100

Special Business- Ordinary Resolution No.4

To approve revision in the remuneration payable to Mrs. Suchita Jain, Vice Chairperson and Joint Managing Director of the Company:

No of Members who cast their vote	No. of shares voted	% of Total share Capital
149	50622374	88.04

	Remote e-voting		Voting at AGM by ballot papers		Total	
	No. of Members	No. of Shares	No. of Members	No. of Shares	No. of Shares	%age
Assent	105	14840819	40	35781039	50621858	99.99
Dissent	4	516	0	0	516	0.01
Invalid	0	0	0	0	0	0
Total	109	14841335	40	35781039	50622374	100





(M) : 78140 - 02345
(M) : 93572 - 03395
(R) : 0161-2553115

ASHOK K SINGLA & ASSOCIATES

COMPANY SECRETARIES

Regd. Off. : BXX-1374, Krishna Nagar, Near Gurudwara Mai Nand Kaur, Ghumar Mandi, Ludhiana - 141 001. Punjab

H.O. : 261, Aggar Nagar Enclave, Barewal Road, Ludhiana-141 012.

E-mail : asingla_cs@yahoo.co.in aksingla1000@gmail.com

Ref. No. Special Business- Ordinary Resolution No.5

Date :

To re-appoint Mr. Neeraj Jain as Joint Managing Director of the company:

No of Members who cast their vote	No. of shares voted	% of Total share Capital
150	50756832	88.27

	Remote e-voting		Voting at AGM by ballot papers		Total	
	No. of Members	No. of Shares	No. of Members	No. of Shares	No. of Shares	%age
Assent	108	14975567	40	35781039	50756606	99.99
Dissent	2	226	0	0	226	0.01
Invalid	0	0	0	0	0	0
Total	110	14975793	40	35781039	50756832	100

Special Business- Ordinary Resolution No.6

To appoint Mrs. Harpreet Kaur Kang as an Independent Director of the Company:

No of Members who cast their vote	No. of shares voted	% of Total share Capital
149	50622374	88.04

	Remote e-voting		Voting at AGM by ballot papers		Total	
	No. of Members	No. of Shares	No. of Members	No. of Shares	No. of Shares	%age
Assent	107	14841109	40	35781039	50622148	99.99
Dissent	2	226	0	0	226	0.01
Invalid	0	0	0	0	0	0
Total	109	14841335	40	35781039	50622374	100





(M) : 78140 - 02345
(M) : 93572 - 03395
(R) : 0161-2553115

ASHOK K SINGLA & ASSOCIATES

COMPANY SECRETARIES

Regd. Off. : BXX-1374, Krishna Nagar, Near Gurudwara Mai Nand Kaur, Ghumar Mandi, Ludhiana - 141 001. Punjab
H.O. : 261, Aggar Nagar Enclave, Barewal Road, Ludhiana-141 012.
E-mail : asingla_cs@yahoo.co.in · aksingla1000@gmail.com

Ref. No. Special Business- Special Resolution No.7

Date :

To re-appoint Mr. Rajender Mohan Malla as an independent Director of the Company:

No of Members who cast their vote	No. of shares voted	% of Total share Capital
149	50622374	88.04

	Remote e-voting		Voting at AGM by ballot papers		Total	
	No. of Members	No. of Shares	No. of Members	No. of Shares	No. of Shares	%age
Assent	105	14822460	40	35781039	50603499	99.96
Dissent	4	18875	0	0	18875	0.04
Invalid	0	0	0	0	0	0
Total	109	14841335	40	35781039	50622374	100

Special Business- Special Resolution No.8

To re-appoint Mr. Prafull Anubhai as an independent Director of the Company:

No of Members who cast their vote	No. of shares voted	% of Total share Capital
149	50622374	88.04

	Remote e-voting		Voting at AGM by ballot papers		Total	
	No. of Members	No. of Shares	No. of Members	No. of Shares	No. of Shares	%age
Assent	90	10710076	40	35781039	46491115	91.84
Dissent	19	4131259	0	0	4131259	8.16
Invalid	0	0	0	0	0	0
Total	109	14841335	40	35781039	50622374	100





(M) : 78140 - 02345
(M) : 93572 - 03395
(R) : 0161-2553115

ASHOK K SINGLA & ASSOCIATES

COMPANY SECRETARIES

Regd. Off. : BXX-1374, Krishna Nagar, Near Gurudwara Mai Nand Kaur, Ghumar Mandi, Ludhiana - 141 001. Punjab
H.O. : 261, Aggar Nagar Enclave, Barewal Road, Ludhiana-141 012.
E-mail : asingla_cs@yahoo.co.in aksingla1000@gmail.com

Ref. No. Special Business- Special Resolution No.9

Date :

To re-appoint Mr. Subhash Khanchand Bijlani as an independent Director of the Company:

No of Members who cast their vote	No. of shares voted	% of Total share Capital
149	50622374	88.04

	Remote e-voting		Voting at AGM by ballot papers		Total	
	No. of Members	No. of Shares	No. of Members	No. of Shares	No. of Shares	%age
Assent	58	13763896	40	35781039	49544935	97.87
Dissent	51	1077439	0	0	1077439	2.13
Invalid	0	0	0	0	0	0
Total	109	14841335	40	35781039	50622374	100

Special Business- Special Resolution No.10

To re-appoint Mr. Ashok Kumar Kundra as an independent Director of the Company:

No of Members who cast their vote	No. of shares voted	% of Total share Capital
149	50622374	88.04

	Remote e-voting		Voting at AGM by ballot papers		Total	
	No. of Members	No. of Shares	No. of Members	No. of Shares	No. of Shares	%age
Assent	97	14426886	40	35781039	50207925	99.18
Dissent	12	414449	0	0	414449	0.82
Invalid	0	0	0	0	0	0
Total	109	14841335	40	35781039	50622374	100





(M) : 78140 - 02345
(M) : 93572 - 03395
(R) : 0161-2553115

ASHOK K SINGLA & ASSOCIATES

COMPANY SECRETARIES

Regd. Off. : BXX-1374, Krishna Nagar, Near Gurudwara Mai Nand Keur, Ghumar Mandi, Ludhiana - 141 001. Punjab
H.O. : 261, Aggar Nagar Enclave, Barewal Road, Ludhiana-141 012.
E-mail : asingla_cs@yahoo.co.in : aksingla1000@gmail.com

Date :

Ref. No. Special Business- Ordinary Resolution No.11

To ratify remuneration payable to Cost Auditors for the financial year 31.03.2020:

No of Members who cast their vote	No. of shares voted	% of Total share Capital
150	50756832	88.27

	Remote e-voting		Voting at AGM by ballot papers		Total	
	No. of Members	No. of Shares	No. of Members	No. of Shares	No. of Shares	%age
Assent	108	14975567	40	35781039	50756606	99.99
Dissent	2	226	0	0	226	0.01
Invalid	0	0	0	0	0	0
Total	110	14975793	40	35781039	50756832	100

All the above 11 resolutions have been passed by the members with requisite majority.

I hereby confirm that I am maintaining the Registers received from the service provider both electronically and manually, in respect of the votes cast through e-voting and ballot papers by the shareholders of the company. I shall be arranging to handover these records to you or such other person such other person authorized by you.

For Ashok K Singla and Associates,
Company Secretaries

Ashok Singla
Proprietor.
M. No. : 2004
CP No. : 1942

