



REF: VPL: SEC: OCT: 2020-21

01/10/2020

The Listing Department,  
**National Stock Exchange of India Limited**  
"Exchange Plaza", C-1, Block-G,  
Bandra - Kurla Complex,  
Bandra (E),  
Mumbai - 400051

The Listing Department,  
**BSE Limited**  
25<sup>th</sup> Floor,  
P.J. Towers,  
Dalal Street Fort,  
Mumbai- 400001

SCRIP CODE: VARDMNPOLY

SCRIP CODE: 514175

**Subject: VOTING RESULTS OF 40<sup>TH</sup> ANNUAL GENERAL MEETING OF THE MEMBERS OF THE COMPANY HELD ON TUESDAY, 29<sup>TH</sup> DAY OF SEPTEMBER, 2020 THROUGH VIDEO CONFERENCING (VC)/ OTHER AUDIO VISUAL MEANS (OAVM).**

Dear Sir/ Madam,

In compliance with the provisions of Regulation 44(3), other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Section 108 read with Rules and Regulations made thereunder and other applicable provisions of the Companies Act, 2013, we submit herewith the following in respect of 40th Annual General Meeting of the Company held on Tuesday, 29th September, 2020 at 04:30 PM through Video Conferencing (VC)/ Other Audio Visual Means (OAVM).

1. Voting results as required under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Annexure-A)
2. Report of Scrutinizer dated 30<sup>th</sup> September, 2020, Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014. (Annexure-B)

This is for your kind information and record please.

Thanking you

Yours truly,

**For Vardhman Polytex Limited**

  
**Ajay K. Ratra**  
Company Secretary



Voting results of AGM dated 29/09/2020	
Date of AGM	29-09-2020
Record date	22-09-2020
Total number of shareholders on record date	16366
<b>No. of shareholders present in the meeting</b>	
a) Promoters and Promoter group	0
b) Public	0
<b>No. of shareholders attended the meeting</b>	
a) Promoters and Promoter group	17
b) Public	40

**ITEM NO. 1**

Adoption of Audited Financial Statements and Audited Consolidated Financial Statements of the Company together with the reports of Board of Directors and Auditors thereon for the financial year ended 31st March, 2020

Resolution required: (Ordinary / Special)		Ordinary						
Whether promoter/promoter group are interested in the		No						
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	13414652	12849763	95.7890	12849763	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		12849763	95.7890	12849763	0	100.0000	0.0000
Public- Institutions	E-Voting	258560	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	8617745	4161	0.0483	4073	88	97.8851	2.1149
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		4161	0.0483	4073	88	97.8851	2.1149
<b>Total</b>	<b>Total</b>	22290957	12853924	57.6643	12853836	88	99.9993	0.0007

Result: The Resolution was approved by requisite majority.

**ITEM NO. 2**

To appoint a Director in place of Mr. Adish Oswal (DIN-00009710), who retires by rotation in accordance to Articles of Association and being eligible, offers himself for reappointment.

Resolution required: (Ordinary / Special)		Ordinary						
Whether promoter/promoter group are interested in the		No						
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	13414652	12849763	95.7890	12849763	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		12849763	95.7890	12849763	0	100.0000	0.0000
Public- Institutions	E-Voting	258560	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	8617745	4161	0.0483	4004	157	96.2269	3.7731
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		4161	0.0483	4004	157	96.2269	3.7731
<b>Total</b>	<b>Total</b>	22290957	12853924	57.6643	12853767	157	99.9988	0.0012

Result: The Resolution was approved by requisite majority.



**ITEM NO. 3**

To appoint the Statutory Auditor of the Company.

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the				No				
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	13414652	12849763	95.7890	12849763	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		12849763	95.7890	12849763	0	100.0000	0.0000
Public- Institutions	E-Voting	258560	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	8617745	4161	0.0483	4004	157	96.2269	3.7731
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		4161	0.0483	4004	157	96.2269	3.7731
<b>Total</b>	<b>Total</b>	22290957	12853924	57.6643	12853767	157	99.9988	0.0012

Result: The Resolution was approved by requisite majority.

**ITEM NO. 4**

To ratify the remuneration of the Cost Auditors for the financial year ending 31st March, 2021

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the				No				
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	13414652	12849763	95.7890	12849763	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		12849763	95.7890	12849763	0	100.0000	0.0000
Public- Institutions	E-Voting	258560	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	8617745	4161	0.0483	4003	158	96.2028	3.7972
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		4161	0.0483	4003	158	96.2028	3.7972
<b>Total</b>	<b>Total</b>	22290957	12853924	57.6643	12853766	158	99.9988	0.0012

Result: The Resolution was approved by requisite majority.



**ITEM NO. 5**

To re-appoint Mr. Harpal Singh as Independent Director of the Company for second term.

Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the				No				
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	13414652	12849763	95.7890	12849763	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		12849763	95.7890	12849763	0	100.0000	0.0000
Public- Institutions	E-Voting	258560	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	8617745	4161	0.0483	4004	157	96.2269	3.7731
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		4161	0.0483	4004	157	96.2269	3.7731
<b>Total</b>	<b>Total</b>	22290957	12853924	57.6643	12853767	157	99.9988	0.0012

Result: The Resolution was approved by requisite majority.

**ITEM NO. 6**

Appointment of Mr. Suresh Kumar Banka as Non-Executive Director.

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the				No				
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	13414652	12849763	95.7890	12849763	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		12849763	95.7890	12849763	0	100.0000	0.0000
Public- Institutions	E-Voting	258560	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	8617745	4161	0.0483	4004	157	96.2269	3.7731
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		4161	0.0483	4004	157	96.2269	3.7731
<b>Total</b>	<b>Total</b>	22290957	12853924	57.6643	12853767	157	99.9988	0.0012

Result: The Resolution was approved by requisite majority.



**ITEM NO. 7**

**Appointment of Mr. Varun Kumar Choudhary as Independent Director.**

Resolution required: (Ordinary / Special)		Ordinary						
Whether promoter/promoter group are interested in the		No						
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	13414652	12849763	95.7890	12849763	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		13414652	12849763	95.7890	12849763	0	100.0000
Public- Institutions	E-Voting	258560	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		258560	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	8617745	4161	0.0483	4004	157	96.2269	3.7731
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		8617745	4161	0.0483	4004	157	96.2269
<b>Total</b>	<b>Total</b>	22290957	12853924	57.6643	12853767	157	99.9988	0.0012

Result: The Resolution was approved by requisite majority.





**Khanna Ashwani & Associates**  
Company Secretaries  
Secretarial, Legal & Corporate Advisory Services  
GSTIN: 03ACCPK3016E1ZF

*Annexure-B*

CS Ashwani Khanna  
(Proprietor)  
(B.Com, FCS, CAIIB, IP)

### **CONSOLIDATED SCRUTINIZER'S REPORT**

**(Pursuant to Sections 108 and 109 of the Companies Act, 2013 and amended Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014)**

To  
The Chairman  
Vardhman Polytex Limited,  
Vardhman Park, Chandigarh Road,  
Ludhiana -141010

**Subject: Consolidated Scrutinizer's Report for Remote E-voting and Electronic Voting at the 40<sup>th</sup> Annual General meeting (AGM) of the Company held on Tuesday, 29<sup>th</sup> September, 2020**

The Board of Directors of the Company had appointed me as Scrutinizer for remote e-voting and also for electronic voting at the AGM in respect of below mentioned seven resolutions proposed at the 40<sup>th</sup> AGM of the company held on Tuesday, 29<sup>th</sup> September, 2020 at 04.30 P.M. (IST) through video conferencing/ other audio visual means.

Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company has confirmed that the notice convening the 40<sup>th</sup> AGM of the company along with the instructions for the remote e-voting and electronic voting at the AGM and the annual report for the financial year 2019-20 were sent through electronic mode to those members whose e-mail addresses were registered with the company/Depository Participant(s) for communication purposes in compliance with MCA Circular dated 5th May, 2020 read with Circulars dated 8th April, 2020 and 13th April, 2020 (collectively referred to as 'MCA Circulars') and SEBI circular dated 12th May, 2020.

Pursuant to Section 108 of the Act read with the Rules and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company has provided remote e-voting facility and also electronic voting facility at the 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 Remote e-voting as well as electronic voting facility at the AGM to those members of the company who had not cast their vote through remote e-voting.

Cut-off date:	22 <sup>nd</sup> September, 2020
Remote e-voting commencement date:	26 <sup>th</sup> September, 2020 at 09.00 am
Remote e-voting end date:	28 <sup>th</sup> September, 2020 at 05.00 pm

Off-I: #4, 2nd Floor, Guru Har Rai Complex, Industrial Estate Road, Dholewal, Ludhiana (O): 0161-4611799  
(M): 98141-11799, 9-88888-9186  
E-mail: ashwani\_pcs@yahoo.co.in, abhinavkhannaca@gmail.com

On completion of electronic voting at the AGM, the results of the remote e-voting and electronic voting by members at the AGM, on the CDSL e-voting platform were unblocked by me, downloaded and diligently scrutinized.

The management of the Company is responsible to ensure compliance with the requirements of the Act, Rules, Circulars issued by MCA & SEBI relating to remote E-voting and electronic voting at the AGM on the resolutions contained in the notice of the AGM. My responsibility as scrutinizer for the remote e-voting and electronic voting at the AGM is to report on the votes cast in favour or against the resolutions based on the available data.

1. The Results of the voting is as under:

**Resolution 1: Ordinary Resolution:**

**Adoption of Audited Financial Statements and Audited Consolidated Financial Statements of the Company together with the reports of Board of Directors and Auditors thereon for the financial year ended 31st March, 2020:**

Number of Members voted	Number of Shares Voted	% of the total Paid Up Share Capital
36	1,28,53,924	57.66%

	Remote E- Voting		Electronic Voting at AGM		Total	
	No. of Members	No. of Shares	No. of Members	No. of Shares	No. of Shares	%age
Assent	34	12853832	1	4	12853836	99.99
Dissent	1	88	0	0	88	0.01
Total	35	12853920	1	4	12853924	100

**RESULT FOR RESOLUTION-1**

**The above resolution has been passed with requisite majority.**



2 The Results of the voting is as under:

**Resolution 2: Ordinary Resolution:**

To appoint a Director in place of Mr. Adish Oswal (DIN-00009710), who retires by rotation in accordance to Articles of Association and being eligible, offers himself for reappointment:

Number of Members voted	Number of Shares Voted	% of the total Paid Up Share Capital
36	1,28,53,924	57.66%

	Remote E- Voting		Electronic Voting at AGM		Total	
	No. of Members	No. of Shares	No. of Members	No. of Shares	No. of Shares	%age
Assent	32	12853763	1	4	12853767	99.99
Dissent	3	157	0	0	157	0.01
Total	35	12853920	1	4	12853924	100

**RESULT FOR RESOLUTION-2**

The above resolution has been passed with requisite majority.

- 3 The Results of the voting is as under:  
**Resolution 3: Ordinary Resolution:**

**To appoint the Statutory Auditor of the Company:**

Number of Members voted	Number of Shares Voted	% of the total Paid Up Share Capital
36	1,28,53,924	57.66%

	Remote E- Voting		Electronic Voting at AGM		Total	
	No. of Members	No. of Shares	No. of Members	No. of Shares	No. of Shares	%age
Assent	32	12853763	1	4	12853767	99.99
Dissent	3	157	0	0	157	0.01
Total	35	12853920	1	4	12853924	100

**RESULT FOR RESOLUTION-3**

**The above resolution has been passed with requisite majority.**

- 4 The Results of the voting is as under:  
**Resolution 4: Ordinary Resolution:**

**To ratify the remuneration of the Cost Auditors for the financial year ending 31st March, 2021:**

Number of Members voted	Number of Shares Voted	% of the total Paid Up Share Capital
36	1,28,53,924	57.66%

	Remote E- Voting		Electronic Voting at AGM		Total	
	No. of Members	No. of Shares	No. of Members	No. of Shares	No. of Shares	%age
Assent	31	12853762	1	4	12853766	99.99
Dissent	4	158	0	0	158	0.01
Total	35	12853920	1	4	12853924	100

**RESULT FOR RESOLUTION-4**

**The above resolution has been passed with requisite majority.**

5 The Results of the voting is as under:

**Resolution 5: Special Resolution:**

**To re-appoint Mr. Harpal Singh as Independent Director of the Company for second term:**

<b>Number of Members voted</b>	<b>Number of Shares Voted</b>	<b>% of the total Paid Up Share Capital</b>
36	1,28,53,924	57.66%

	Remote E- Voting		Electronic Voting at AGM		Total	
	No. of Members	No. of Shares	No. of Members	No. of Shares	No. of Shares	%age
Assent	32	12853763	1	4	12853767	99.99
Dissent	3	157	0	0	157	0.01
Total	35	12853920	1	4	12853924	100

**RESULT FOR RESOLUTION-5**

**The above resolution has been passed with requisite majority.**

- 6 The Results of the voting is as under:  
**Resolution 6: Ordinary Resolution:**

**Appointment of Mr. Suresh Kumar Banka as Non-Executive Director:**

<b>Number of Members voted</b>	<b>Number of Shares Voted</b>	<b>% of the total Paid Up Share Capital</b>
36	1,28,53,924	57.66%

	<b>Remote E- Voting</b>		<b>Electronic Voting at AGM</b>		<b>Total</b>	
	<b>No. of Members</b>	<b>No. of Shares</b>	<b>No. of Members</b>	<b>No. of Shares</b>	<b>No. of Shares</b>	<b>%age</b>
Assent	32	12853763	1	4	12853767	99.99
Dissent	3	157	0	0	157	0.01
Total	35	12853920	1	4	12853924	100

**RESULT FOR RESOLUTION-6**

**The above resolution has been passed with requisite majority.**

7 The Results of the voting is as under:

**Resolution 7: Ordinary Resolution:**

**Appointment of Mr. Varun Kumar Choudhary as Independent Director:**

Number of Members voted	Number of Shares Voted	% of the total Paid Up Share Capital
36	1,28,53,924	57.66%

	Remote E- Voting		Electronic Voting at AGM		Total	
	No. of Members	No. of Shares	No. of Members	No. of Shares	No. of Shares	%age
Assent	32	12853763	1	4	12853767	99.99
Dissent	3	157	0	0	157	0.01
Total	35	12853920	1	4	12853924	100

**RESULT FOR RESOLUTION-7**

**The above resolution has been passed with requisite majority.**

I, hereby confirm that, I am maintaining the Registers received from the Service Provider electronically, in respect of the votes cast through e-voting and electronic voting at the AGM. I shall be arranging to hand over these records to you or such other person authorised by you.

Thanking You,

Yours Faithfully  
For Khanna Ashwani & Associates



Date: 30.09.2020

Ashwani Kumar Khanna  
Practicing Company Secretary  
FCS- 3254, C.P No. 2220  
Scrutinizer  
UDIN: F003254B000817925