



REF: VPL: SCY: SEP: 2019-20

Dated: 26.09.2019

<b>The Listing Department, National Stock Exchange of India Limited "Exchange Plaza" Bandra – Kurla Complex, Bandra (East), Mumbai- 400 051 Scrip Code: VARDMNPOLY</b>	<b>The Listing Department, BSE Limited 25<sup>th</sup> Floor, P.J. Towers, Dalal Street, Fort, Mumbai- 400 001 Scrip Code: 514175</b>
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**SUBJECT: VOTING RESULTS OF 39<sup>th</sup> ANNUAL GENERAL MEETING (AGM) OF THE MEMBERS OF THE COMPANY HELD ON WEDNESDAY, 25<sup>TH</sup> SEPTEMBER, 2019 AT 11:00 AM AT REGISTERED OFFICE OF THE COMPANY AT VARDHMAN PARK, CHANDIGARH ROAD, LUDHIANA -141123**

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 to 39<sup>th</sup> Annual General Meeting of the Company held on Wednesday, 25<sup>th</sup> September, 2019 at 11:00 AM at Registered Office of the company at Vardhman Park, Chandigarh Road, Ludhiana -141123.

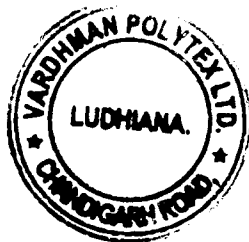
1. Voting results as required under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. Report of Scrutinizer dated 26<sup>th</sup> September, 2019, Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014.

We request you to kindly take the same on record.

Thanking you,

**Yours Faithfully  
For VARDHMAN POLYTEX LTD**

  
**AJAY K. RATRA  
(COMPANY SECRETARY)**





Annexure 1

Voting Results on AGM 25.09.2019 of Vardhman Polytex Limited

Date of the AGM/EGM	25th September, 2019
Total number of shareholders on record date	16715
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	20
Public:	17
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	NIL
Public:	NIL

ITEM NO. 1. To receive, consider and adopt: a) The Audited Financial Statements of the Company for the financial year ended 31st March, 2019, together with the Report of Auditors and Directors thereon; and b) The Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2019, together with the Report of Auditors and Directors thereon.

Resolution required: (Ordinary/ Special)		Ordinary						
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
Promoter and Promoter Group	E-Voting	13,414,652	12,766,002	95.16%	12,766,002	0	100%	0
	Poll		506,595	3.78%	506,595	0	100%	0
	Postal Ballot (if applicable)							
	<b>Total</b>	<b>13,414,652</b>	<b>13,272,597</b>	<b>98.94%</b>	<b>13,272,597</b>	<b>0</b>	<b>100.00%</b>	<b>0</b>
Public-Institutions	E-Voting	259,142						
	Poll		NIL	NIL	NIL	NIL	NIL	NIL
	Postal Ballot (if applicable)							
	<b>Total</b>	<b>259,142</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>
Public- Non Institutions	E-Voting	8,617,163	2,096	0.02%	2,096		100%	
	Poll		4,815	0.06%	4,815	0	100%	-
	Postal Ballot (if applicable)							
	<b>Total</b>	<b>8,617,163</b>	<b>6,911</b>	<b>0.08%</b>	<b>6,911</b>	<b>-</b>		<b>-</b>
<b>Total</b>		<b>22,290,957</b>	<b>13,279,508</b>	<b>59.57%</b>	<b>13,279,508</b>	<b>0</b>	<b>100%</b>	<b>0</b>



**Vardhman Polytex Ltd**

An Oswal Group Company  
CIN: L17122PB1980PLC004242

**Corp. Office:** Vardhman Park,  
Chandigarh Road Ludhiana - 141123  
Punjab (India). Tel: +91-161-6629888

www.vpl.in  
info@vpl.in



ITEM NO. 2. To appoint a Director in place of Mrs. Manju Oswal (DIN-00009449), who retires by rotation in accordance to Article of Association and being eligible, offers herself for re-appointment.

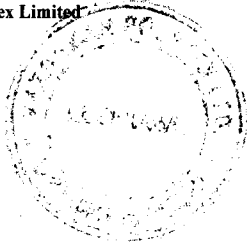
Resolution required: (Ordinary/ Special)		Ordinary						
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes.						
Category	Mode of Voting	No. of Shares Held (1)	No. of Votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	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
Promoter and Promoter Group	E-Voting	13,414,652	12,766,002	95.16%	12,766,002	0	100%	0
	Poll		506,595	3.78%	506,595	0	100%	0
	Postal Ballot (if applicable)							
	<b>Total</b>	<b>13,414,652</b>	<b>13,272,597</b>	<b>98.94%</b>	<b>13,272,597</b>	<b>0</b>	<b>100.00%</b>	<b>0</b>
Public-Institutions	E-Voting	259,142						
	Poll		NIL	NIL	NIL	NIL	NIL	NIL
	Postal Ballot (if applicable)							
	<b>Total</b>	<b>259,142</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>
Public- Non Institutions	E-Voting	8,617,163	2,096	0.02%	2,096	0	100.00%	0.00%
	Poll		4,815	0.06%	4,815	0	100%	0.00%
	Postal Ballot (if applicable)							
	<b>Total</b>	<b>8,617,163</b>	<b>6,911</b>	<b>0.08%</b>	<b>6,911</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Total</b>		<b>22,290,957</b>	<b>13,279,508</b>	<b>59.57%</b>	<b>13,279,508</b>	<b>-</b>	<b>100%</b>	<b>-</b>

ITEM NO. 3 To ratify the remuneration of the Cost Auditors for the financial year ending 31st March, 2020

Resolution required: (Ordinary/ Special)		Ordinary						
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
Promoter and Promoter Group	E-Voting	13,414,652	12,766,002	95.16%	12,766,002	0	100%	0
	Poll		506,595	3.78%	506,595	0	100%	0
	Postal Ballot (if applicable)							
	<b>Total</b>	<b>13,414,652</b>	<b>13,272,597</b>	<b>98.94%</b>	<b>13,272,597</b>	<b>0</b>	<b>100.00%</b>	<b>0</b>
Public-Institutions	E-Voting	259142						
	Poll		NIL	NIL	NIL	NIL	NIL	NIL
	Postal Ballot (if applicable)							
	<b>Total</b>	<b>259142</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>
Public- Non Institutions	E-Voting	8,617,163	2096	0.02%	2022	74	96.47%	3.53%
	Poll		4,815	0.06%	4,815	0	100%	0.00%
	Postal Ballot (if applicable)							
	<b>Total</b>	<b>8,617,163</b>	<b>6,911</b>	<b>0.08%</b>	<b>6,837</b>	<b>74</b>	<b>-</b>	<b>0</b>
<b>Total</b>		<b>22,290,957</b>	<b>13,279,508</b>	<b>59.57%</b>	<b>13,279,434</b>	<b>74</b>	<b>100.00%</b>	<b>0.00</b>

For Vardhman Polytex Limited

  
Ajay Ratra  
Company Secretary





**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)**

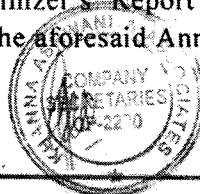
To  
The Chairperson  
Vardhman Polytex Limited,  
Vardhman Park, Chandigarh Road,  
Ludhiana -141010.

Dear Madam,

39<sup>th</sup> Annual General Meeting of the Equity Shareholders of **Vardhman Polytex Limited** held on 25.09.2019 at 11:00 AM at the Registered Office of the Company at Vardhman Park, Chandigarh Road, Ludhiana.

I, **Ashwani Kumar Khanna**, Proprietor of **Khanna Ashwani & Associates**, Company Secretaries (M. No. FCS 3254, C.P. No. 2220) Firm having its registered office - **Office No.4, 2<sup>nd</sup> Floor, Guru Har Rai Complex, Industrial Estate Road, Near Manju Cinema, Ludhiana-141003**, was appointed as a Scrutinizer by the Board of Directors of **Vardhman Polytex Limited**, ("The Company") for the purpose of scrutinizing the e-voting process (remote e-voting) and voting by the use of ballot at the meeting pursuant to Section 108 and Section 109 of the Companies Act, 2013 read with Amended Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014, in respect of the below mentioned resolutions proposed at the 39<sup>th</sup> Annual General Meeting of the Equity Shareholders of the Company held on 25.09.2019 at 11:00 AM at the Registered Office of the Company at Vardhman Park, Chandigarh Road, Ludhiana, submit our report as under.

1. The remote e-voting period commenced on **22<sup>nd</sup> September, 2019 (9.00 A.M)** and ended on **24<sup>th</sup> September, 2019(5.00 P.M.)**.
2. The Compliance with the provisions of the Companies Act, 2013 and the Rules made there under relating to voting through electronic means (by remote e-voting) and voting by ballots by the Shareholders on the resolutions proposed in the Notice of the 39<sup>th</sup> Annual General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process both through electronic means and by use of the ballot at the meeting are conducted in a fair and transparent manner and render Consolidate Scrutinizer Report of the total votes cast in the favour or against, if any, to the Chairman on the resolutions, based on the reports generated from the electronic voting system provided by Central Depository Services (India) Limited (CDSL) and the report prepared on the basis of votes casted through ballot process.
3. I, hereby submit Consolidated Scrutinizer's Report pursuant to Rule 20(4) (xii) on all the resolutions contained in the Notice of the aforesaid Annual General Meeting.
4. The Results of the voting is as under:



**A) Resolution 1: Ordinary Resolution:**

**TO RECEIVE & ADOPT THE AUDITED ANNUAL FINANCIAL STATEMENTS AND OTHER REPORTS.**

**i. Voting through Electronic Means**

**a) Voted in favour of the resolution:**

<b>Number of Members voted</b>	<b>Number of votes cast by them</b>	<b>% of the total number of valid votes cast</b>
23	12,768,098	100.00

**b) Voted against the resolution:**

<b>Number of Members voted</b>	<b>Number of votes cast by them</b>	<b>% of the total number of valid votes cast</b>
0	0	0.00

**c) Invalid votes:**

<b>Total Number of members whose votes are invalid</b>	<b>Total number of shares held by them</b>
0	0

**ii. Voting through Ballot**

**a) Voted in favour of the resolution:**

<b>Number of Members voted</b>	<b>Number of votes cast by them</b>	<b>% of the total number of valid votes cast</b>
23	511,410	100.00

**b) Voted against the resolution:**

<b>Number of Members voted</b>	<b>Number of votes cast by them</b>	<b>% of the total number of valid votes cast</b>
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0	0	0.00
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c) Invalid votes:

Total Number of members whose votes are invalid	Total number of shares held by them
0	0

### iii. Consolidated E-Voting and Ballot

a) Voted in favour of the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
46	1,32,79,508	100.00

b) Voted against the resolution:

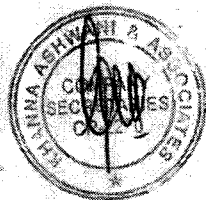
Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
0	0	0.00

c) Invalid votes:

Total Number of members whose votes are invalid	Total number of shares held by them
0	0

### RESULT FOR RESOLUTION-1

As the number of votes cast in respect of Ordinary Resolution mentioned in the Notice of 39<sup>th</sup> AGM was more than the votes cast against it, I report that the Ordinary Resolution as set out in the Notice of 39<sup>th</sup> AGM has been passed by the Shareholders as Ordinary Resolution.



**B) Resolution 2:- Ordinary Resolution**

**TO APPOINT A DIRECTOR IN PLACE OF MRS. MANJU OSWAL (DIN-00009449), WHO RETIRES BY ROTATION IN ACCORDANCE TO ARTICLE OF ASSOCIATION AND BEING ELIGIBLE, OFFERS HERSELF FOR RE-APPOINTMENT.**

**i. Voting through Electronic Means**

**a) Voted in favour of the resolution:**

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
23	12,768,098	100.00

**b) Voted against the resolution:**

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
0	0	0.00

**c) Invalid votes:**

Total Number of members whose votes are invalid	Total number of shares held by them
0	0

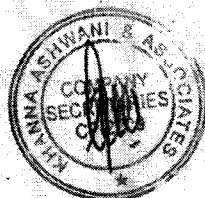
**ii. Voting through Ballot**

**a) Voted in favour of the resolution:**

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
23	511,410	100.00

**b) Voted against the resolution:**

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
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0	0	0.00
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c) **Invalid votes:**

<b>Total Number of members whose votes are invalid</b>	<b>Total number of shares held by them</b>
0	0

**iii. Consolidated E-Voting and Ballot**

a) Voted in favour of the resolution:

<b>Number of Members voted</b>	<b>Number of votes cast by them</b>	<b>% of the total number of valid votes cast</b>
46	1,32,79,508	100.00

b) Voted against the resolution:

<b>Number of Members voted</b>	<b>Number of votes cast by them</b>	<b>% of the total number of valid votes cast</b>
0	0	0.00

c) **Invalid votes:**

<b>Total Number of members whose votes are invalid</b>	<b>Total number of shares held by them</b>
0	0

**RESULT FOR RESOLUTION-2**

As the number of votes cast in respect of Ordinary Resolution mentioned in the Notice of 39<sup>th</sup> AGM was more than the votes cast against it, I report that the Ordinary Resolution as set out in the Notice of 39<sup>th</sup> AGM has been passed by the Shareholders as Ordinary Resolution.





**Resolution 3:- Ordinary Resolution.**

**TO RATIFY THE REMUNERATION OF THE COST AUDITORS FOR THE FINANCIAL YEAR ENDING 31<sup>ST</sup> MARCH, 2020**

**i) Voting through Electronic Means**

**a) Voted in favour of the resolution:**

<b>Number of Members voted</b>	<b>Number of votes cast by them</b>	<b>% of the total number of valid votes cast</b>
21	12,768,024	99.9995

**b) Voted against the resolution:**

<b>Number of Members voted</b>	<b>Number of votes cast by them</b>	<b>% of the total number of valid votes cast</b>
2	74	0.0005

**c) Invalid votes:**

<b>Total Number of members whose votes are invalid</b>	<b>Total number of shares held by them</b>
0	0

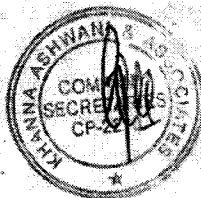
**ii) Voting through Ballot**

**a) Voted in favour of the resolution:**

<b>Number of Members voted</b>	<b>Number of votes cast by them</b>	<b>% of the total number of valid votes cast</b>
23	511,410	100.00

**b) Voted against the resolution:**

<b>Number of Members voted</b>	<b>Number of votes cast by them</b>	<b>% of the total number of valid votes cast</b>
0	0	0.00



c) Invalid votes:

Total Number of members whose votes are invalid	Total number of shares held by them
0	0

iii) Consolidated E-Voting and Ballot

a) Voted in favour of the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
44	1,32,79,434	99.99995

b) Voted against the resolution:

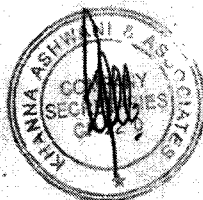
Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
2	74	0.00005

c) Invalid votes:

Total Number of members whose votes are invalid	Total number of shares held by them
0	0

**RESULT FOR RESOLUTION-3**

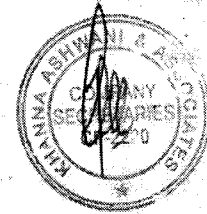
As the number of votes cast in respect of Ordinary Resolution mentioned in the Notice of 39<sup>th</sup> AGM was more than the votes cast against it, I report that the Ordinary Resolution as set out in the Notice of 39<sup>th</sup> AGM has been passed by the Shareholders as Ordinary Resolution.



5. All relevant records of electronic voting (if any) will remain in our safe custody until the Chairman considers, approves and signs the minutes of the 39<sup>th</sup> Annual General Meeting and the same shall be handed over there after to the Chairman/Company Secretary for safekeeping.

Thanking You,

Yours Faithfully  
For Khanna Ashwani & Associates



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

Date: 26.09.2019

We the under signed witness that the votes were unblocked from the e-voting website of Central Depository Services (India) Limited ([www.evotingindia.com](http://www.evotingindia.com)) and also votes polled through ballot were opened and processing our presence at 12:45 p.m. on 25<sup>TH</sup> September, 2019.

A handwritten signature in cursive script that reads "Sanchi Taneja".

(Sanchi Taneja)  
H. No.:HM - 266, PHB Colony, Jamalpur,  
Chandigarh Road, Ludhiana

A handwritten signature in cursive script that reads "Kiranpreet".

(Kiranpreet Kaur)  
2413, Preet Nagar, Street No.1,  
Link Road, Near Dhuri Railway Crossing,  
Ludhiana