



# VARDHMAN HOLDINGS LIMITED

Registered Office: Chandigarh Road, Ludhiana – 141 010 (Punjab), India.

Phones: 0161-2228943-48; Fax: 0161-2601048 & 2220766

PAN No.: AABCV8088P; CIN: L17111PB1962PLC002463

E-mail: secretarial.lud@vardhman.com; Website: www.vardhman.com

**Ref. VHL:SCY:SEP:2014-2015**

**Dated: 27.09.2014**

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:500439

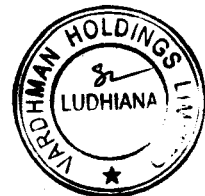
**SUB: COMPLIANCE OF CLAUSE-35 A OF THE LISTING AGREEMENT.**

Sir,

Pursuant to the provisions of Clause – 35 A of the Listing Agreement, we write to inform you that the members of the Company at the 50<sup>th</sup> Annual General Meeting held on 25<sup>th</sup> September, 2014 at 3.00 P.M at the Registered Office of the Company transacted the following business:

**Details of Voting Results**

Date of AGM	25 <sup>th</sup> September, 2014
Total number of shareholders on record date (Book closure date-27 <sup>th</sup> August, 2014 to 25 <sup>th</sup> September, 2014)	7217
No. of Shareholders present in the meeting either in person or through proxy:	
a) Promoter and Promoter group:	9
b) Public:	50
No. of Shareholders attended the meeting through video conferencing:	
a) Promoter and Promoter group:	NIL
b) Public:	NIL
Mode of Voting	E-voting and Poll



**OUTCOME OF THE ANNUAL GENERAL MEETING OF THE MEMBERS OF THE COMPANY:**

The Annual General Meeting of the members of the Company was held on Thursday, 25<sup>th</sup> September, 2014 at 3.00 P.M at the Registered Office of the Company. The mode of voting was by way of Poll/ E- voting. The shareholders transacted the business as provided in **ANNEXURE**.

You are requested to take the same on record.

Thanking you,  
Yours faithfully,

**For VARDHMAN HOLDINGS LIMITED**

  
  
**(SHASHI RANJAN KUMAR)**  
Authorised Signatory

<b>RESOLUTION NO. 1</b> Adoption of Audited Annual Accounts of the Company as at 31st March, 2014. (Ordinary Resolution)	Promoter and Promoter Group	23,90,441	23,79,280	99.53	23,79,280	0	100.00	0	Resolution was passed with Requisite majority.
	Public - Institutional holders	1,31,173	95,692	72.95	95,692	0	100.00	0	
	Public-Others	6,69,922	7642	1.14	7642	0	100.00	0	
	<b>TOTAL</b>	<b>31,91,536</b>	<b>24,82,614</b>	<b>77.79</b>	<b>24,82,614</b>	<b>0</b>	<b>100.00</b>	<b>0</b>	
<b>RESOLUTION NO.2</b> Declaration of Dividend on equity shares. (Ordinary Resolution)	Promoter and Promoter Group	23,90,441	23,79,280	99.53	23,79,280	0	100.00	0	Resolution was passed with Requisite majority.
	Public - Institutional holders	1,31,173	95,692	72.95	95,692	0	100.00	0	
	Public-Others	6,69,922	7642	1.14	7552	90	98.82	1.18	
	<b>TOTAL</b>	<b>31,91,536</b>	<b>24,82,614</b>	<b>77.79</b>	<b>24,82,524</b>	<b>90</b>	<b>99.996</b>	<b>0.004</b>	
<b>RESOLUTION NO.3</b> Re-appointment of Mr. Sachit Jain who retires by rotation. (Ordinary Resolution)	Promoter and Promoter Group	23,90,441	23,49,729	98.30	23,49,729	0	100.00	0.00	Resolution was passed with Requisite majority.
	Public - Institutional holders	1,31,173	95,692	72.95	95,692	0	100.00	0.00	
	Public-Others	6,69,922	7642	1.14	7642	0	100.00	0.00	
	<b>TOTAL</b>	<b>31,91,536</b>	<b>24,53,063</b>	<b>76.86</b>	<b>24,53,063</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>	
<b>RESOLUTION NO.4</b> Appointment of Statutory Auditors of the Company. (Ordinary Resolution)	Promoter and Promoter Group	23,90,441	23,79,280	99.53	23,79,280	0	100.00	0.00	Resolution was passed with Requisite majority.
	Public - Institutional holders	1,31,173	95,692	72.95	95,692	0	100.00	0.00	
	Public-Others	6,69,922	7642	1.14	7642	0	100.00	0.00	
	<b>TOTAL</b>	<b>31,91,536</b>	<b>24,82,614</b>	<b>77.79</b>	<b>24,82,614</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>	
<b>RESOLUTION NO.5</b> Appointment of Mr. Surinder Singh Bagal as an Independent Director of the Company. (Ordinary Resolution)	Promoter and Promoter Group	23,90,441	23,79,280	99.53	23,79,280	0	100.00	0.00	Resolution was passed with Requisite majority.
	Public - Institutional holders	1,31,173	95,692	72.95	95,692	0	100.00	0.00	
	Public-Others	6,69,922	7642	1.14	7642	0	100.00	0.00	
	<b>TOTAL</b>	<b>31,91,536</b>	<b>24,82,614</b>	<b>77.79</b>	<b>24,82,614</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>	



<b>RESOLUTION NO.6</b> Appointment of Mr. Jagdish Rai Singal as an Independent Director of the Company. (Ordinary Resolution)	Promoter and Promoter Group	23,90,441	23,79,280	99.53	23,79,280	0	100.00	0.00	Resolution was passed with Requisite majority.
	Public - Institutional holders	1,31,173	95,692	72.95	95,692	0	100.00	0.00	
	Public-Others	6,69,922	7642	1.14	7642	0	100.00	0.00	
	<b>TOTAL</b>	<b>31,91,536</b>	<b>24,82,614</b>	<b>77.79</b>	<b>24,82,614</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>	
<b>RESOLUTION NO.7</b> Appointment of Mr. Satpal Kanwar as an Independent Director of the Company. (Ordinary Resolution)	Promoter and Promoter Group	23,90,441	23,79,280	99.53	23,79,280	0	100.00	0.00	Resolution was passed with Requisite majority.
	Public - Institutional holders	1,31,173	95,692	72.95	95,692	0	100.00	0.00	
	Public-Others	6,69,922	3284	0.49	3284	0	100.00	0.00	
	<b>TOTAL</b>	<b>31,91,536</b>	<b>24,78,256</b>	<b>77.65</b>	<b>24,78,256</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>	
<b>RESOLUTION NO.8</b> Appointment of Mr. Om Prakash Sharma as an Independent Director of the Company. (Ordinary Resolution)	Promoter and Promoter Group	23,90,441	23,79,280	99.53	23,79,280	0	100.00	0.00	Resolution was passed with Requisite majority.
	Public - Institutional holders	1,31,173	95,692	72.95	95,692	0	100.00	0.00	
	Public-Others	6,69,922	7642	1.14	7642	0	100.00	0.00	
	<b>TOTAL</b>	<b>31,91,536</b>	<b>24,82,614</b>	<b>77.79</b>	<b>24,82,614</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>	
<b>RESOLUTION NO.9</b> Appointment of Mrs. Apinder Sodhi as an Independent Director of the Company. (Ordinary Resolution)	Promoter and Promoter Group	23,90,441	23,79,280	99.53	23,79,280	0	100.00	0.00	Resolution was passed with Requisite majority.
	Public - Institutional holders	1,31,173	95,692	72.95	95,692	0	100.00	0.00	
	Public-Others	6,69,922	7642	1.14	7642	0	100.00	0.00	
	<b>TOTAL</b>	<b>31,91,536</b>	<b>24,82,614</b>	<b>77.79</b>	<b>24,82,614</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>	
<b>RESOLUTION NO.10</b> To adopt new set of Articles of Association of the Company. (Special Resolution)	Promoter and Promoter Group	23,90,441	23,79,280	99.53	23,79,280	0	100.00	0.00	Resolution was passed with Requisite majority.
	Public - Institutional holders	1,31,173	95,692	72.95	95,692	0	100.00	0.00	
	Public-Others	6,69,922	7642	1.14	7642	0	100.00	0.00	
	<b>TOTAL</b>	<b>31,91,536</b>	<b>24,82,614</b>	<b>77.79</b>	<b>24,82,614</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>	
<b>RESOLUTION NO.11</b> To increase the sitting fees being paid to Independent Directors of the Company and Nominee Director. (Special Resolution)	Promoter and Promoter Group	23,90,441	23,79,280	99.53	23,79,280	0	100.00	0.00	Resolution was passed with Requisite majority.
	Public - Institutional holders	1,31,173	95,692	72.95	95,692	0	100.00	0.00	
	Public-Others	6,69,922	3284	0.49	3284	0	100.00	0.00	
	<b>TOTAL</b>	<b>31,91,536</b>	<b>24,78,256</b>	<b>77.65</b>	<b>24,78,256</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>	

