



VARDHMAN TEXTILES LIMITED

Regd. & Corporate Office : Chandigarh Road, Ludhiana - 141 010, Punjab (INDIA)

Phones : (0161) 2228943-48; Fax : (0161) 2220766

PAN No. : AABCM4692E; CIN : L17111PB1973PLC003345

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

Ref. VTXL:SCY:SEP:2015-2016

Dated:05.09.2015

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.

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

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

Sir,

Pursuant to the provisions of Clause – 35A of the Listing Agreement, please find attached details of the voting results (remote e-voting and poll) in respect of the 42nd Annual General Meeting (AGM) of the shareholders of Vardhman Textiles Limited held on Friday, 4th September, 2015 at 10.00 a.m. at the Registered Office of the Company.

Details of Voting Results (remote e-voting/ poll)

Date of AGM	4 th September, 2015
Total number of shareholders on record date (Cut off date for e-voting – 27 th August, 2015)	20,290
No. of Shareholders present in the meeting either in person or through proxy:	
a) Promoter and Promoter group:	12
b) Public:	54
No. of Shareholders attended the meeting through video conferencing:	





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a) Promoter and Promoter group:	NIL
b) Public:	NIL
Mode of Voting	E-voting and Poll

The shareholders transacted the business as provided in **ANNEXURE 1**.

Further, a copy of result declared for the 42nd Annual General Meeting along with Scrutinizer's Report is also being placed on the website of the Company at www.vardhman.com and on the website of Central Depository Services (India) Limited (CDSL) at www.evotingindia.com.

You are requested to take the same on record.

Thanking you,
Yours faithfully,

For VARDHMAN TEXTILES LIMITED

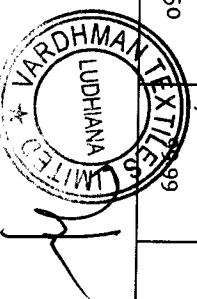
(KARAN KAMAL WALIA)
Company Secretary

ANNEXURE - 1

Particulars	Promoter/Public	No. Of Shares Held	No. Of Votes Polled (E-Voting/ Poll)	% 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	Voting Results
RESOLUTION NO. 1 Adoption of Audited Annual Accounts of the Company as at 31st March, 2015 (Ordinary Resolution)	Promoter and Promoter Group	39,370,013	39,370,013	100.00	39,370,013	0	100.00	0.00	Resolution Passed by Requisite Majority
	Public – Institutional holders	14,959,139	7,987,938	56.97	7,987,938	0	100.00	0.00	
	Public-Others	9,322,727	1,682,828	18.05	1,682,778	50	99.99	0.01	
	TOTAL	63,651,879	49,040,779	77.05	49,040,729	50	99.99	0.01	
RESOLUTION NO.2 Declaration of Dividend on equity shares. (Ordinary Resolution)	Promoter and Promoter Group	39,370,013	39,370,013	100.00	39,370,013	0	100.00	0.00	Resolution Passed by Requisite Majority
	Public – Institutional holders	14,959,139	12,011,088	80.29	12,011,088	0	100.00	0.00	
	Public-Others	9,322,727	1,682,828	18.05	1,682,168	660	99.96	0.04	
	TOTAL	63,651,879	53,063,929	83.37	53,063,269	660	99.99	0.01	

RESOLUTION NO.3 Re-appointment of Mr. Neeraj Jain who retires by rotation. (Ordinary Resolution)	Promoter and Promoter Group	39,370,013	39,370,013	100.00	39,370,013	0	100.00	0.00	Resolution Passed by Requisite Majority
	Public – Institutional holders	14,959,139	12,011,088	80.29	11,932,692	78,396	99.35	0.65	
	Public-Others	9,322,727	1,679,828	18.02	1,679,778	50	99.99	0.01	
	TOTAL	63,651,879	53,060,929	83.36	52,982,483	78,446	99.85	0.15	

RESOLUTION NO.4 Ratification of Appointment of Statutory Auditors of the Company for the year 2015-16 and to fix their remuneration (Ordinary Resolution)	Promoter and Promoter Group	39,370,013	39,370,013	100.00	39,370,013	0	100.00	0.00	Resolution Passed by Requisite Majority
	Public – Institutional holders	14,959,139	12,011,088	80.29	8,005,978	4,005,110	66.65	33.35	
	Public-Others	9,322,727	1,682,828	18.05	1,682,778	50	99.99	0.01	
	TOTAL	63,651,879	53,063,929	83.36	52,982,483	78,446	99.85	0.15	



Particulars	Promoter/Public	No. Of Shares Held	No. Of Votes Polled (E-Voting/Poll)	% 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	Voting Results
TERMINATION (Ordinary Resolution)									
TOTAL		63,651,879	53,063,929	83.37	49,058,769	4,005,160	92.45	7.55	

RESOLUTION NO.5 Appointment of Mr. Rajender Mohan Malia as an Independent Director of the Company. (Ordinary Resolution)	Promoter and Promoter Group	39,370,013	39,370,013	100.00	39,370,013	0	100.00	0.00	Resolution Passed by Requisite Majority
	Public - Institutional holders	14,959,139	12,011,088	80.29	11,932,692	78,396	99.35	0.65	
	Public-Others	9,322,727	1,679,828	18.02	1,679,778	50	99.99	0.01	
	TOTAL	63,651,879	53,060,929	83.36	52,982,483	78,446	99.85	0.15	

RESOLUTION NO.6 Ratification of the Remuneration of the Cost Auditors for the Financial Year ending 31st March, 2016. (Ordinary Resolution)	Promoter and Promoter Group	39,370,013	39,370,013	100.00	39,370,013	0	100.00	0.00	Resolution Passed by Requisite Majority
	Public - Institutional holders	14,959,139	12,011,088	80.29	12,011,088	0	100.00	0.00	
	Public-Others	9,322,727	1,682,828	18.05	1,682,778	50	99.99	0.01	
	TOTAL	63,651,879	53,063,929	83.37	53,063,879	50	99.99	0.01	

RESOLUTION NO.7 Issue of Non-Convertible Debentures (NCDS)/ Bonds. (Special Resolution)	Promoter and Promoter Group	39,370,013	39,370,013	100.00	39,370,013	0	100.00	0.00	Resolution Passed by Requisite Majority
	Public - Institutional holders	14,959,139	12,011,088	80.29	12,011,088	0	100.00	0.00	
	Public-Others	9,322,727	1,682,828	18.05	1,675,028	7,800	99.54	0.46	
	TOTAL	63,651,879	53,063,929	83.37	53,056,129	7,800	99.99	0.01	





CONSOLIDATED SCRUTINIZER REPORT

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

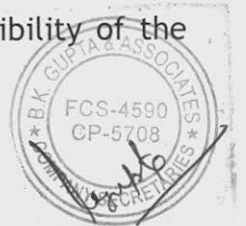
To,

The Chairman
Vardhman Textiles Limited

42nd Annual General Meeting of the Equity Shareholders of **Vardhman Textiles Limited** held on 04.09.2015 at 10:00 a.m. at the Registered Office of the Company at Chandigarh Road, Ludhiana.

Dear Sir,

1. I, **Bhupesh Gupta**, Partner, **B.K. Gupta & Associates**, Practicing Company Secretaries at 49/65, Harpal Nagar, Near Gulmor Hotel, Ferozepur Road, Ludhiana, was appointed as Scrutinizer by the Board of Directors of **Vardhman Textiles Limited** for the purpose of scrutinizing e-voting process (remote e-voting) and voting by the use of ballot at the meeting pursuant to Section 108 & 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 42nd Annual General Meeting of the Equity Shareholders of the Company held on 04.09.2015 at 10:00 a.m. at the Registered Office of the Company at Chandigarh Road, Ludhiana, submit our report as under.
2. The Public Advertisement with respect to dispatch of the notices and conducting of voting through electronic means was published in an English Newspaper "**Business Standard**" of wide circulation on 12.08.2015 and a Vernacular Newspaper "**Desh Sewak**" on 12.08.2015.
3. The remote e-voting period commenced on 01st September, 2015 at 09:00 a.m. and ended on 3rd September, 2015 at 05:00 p.m., the CDSL Portal was blocked for voting thereafter.
4. The Compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder 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 42nd 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.

5. 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.

6. The results of the voting is as under:

A. Resolution-1: Ordinary Resolution

Adoption of Balance Sheet, Statement of Profit and Loss, Report of the Board of Directors and Auditors for the Financial Year ended March 31, 2015.

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
114	79,65,147	99.999

b) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
1	50	0.001

c) Abstain votes:

Total Number of members who abstained from voting	Total number of shares held by them
2	40,05,110



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
122	4,10,75,582	100.000

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	0.000

c) Abstain votes:

Total Number of members who abstained from voting	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
236	4,90,40,729	99.999

b) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
1	50	0.001

c) Abstain votes:

Total Number of members who abstained from voting	Total number of shares held by them
2	40,05,110



Breakup of voting through e-voting and ballot

Promoter /Public	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	3,93,70,013	3,93,70,013	100.00	3,93,70,013	0	100.00	0.00
Public-Institutional Holders	1,49,59,139	79,87,938	56.97	79,87,938	0	100.00	0.00
Public-Others	93,22,727	16,82,828	18.05	16,82,778	50	99.99	0.01
Total	6,36,51,879	4,90,40,779	77.05	4,90,40,729	50	99.99	0.01

RESULT FOR RESOLUTION NO. 1

As the number of votes cast in respect of Ordinary Resolution mentioned in the Notice of 42nd AGM was more than the votes cast against it, I report that the Ordinary Resolution as set out in the Notice of 42nd AGM has been passed by the Shareholders as Ordinary Resolution .

B. Resolution-2: Ordinary Resolution

Declaration of Dividend on Equity Shares.

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
116	1,19,88,297	99.999



b) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
1	50	0.001

c) Abstain votes:

Total Number of members who abstained from voting	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
119	4,10,74,972	99.999

b) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
3	610	0.001

c) Abstain votes:

Total Number of members who abstained from voting	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
23	5,30,63,269	99.999



b) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
4	660	0.001

c) Abstain votes:

Total Number of members who abstained from voting	Total number of shares held by them
0	0

Breakup of voting through e-voting and ballot

Promoter /Public	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	3,93,70,013	3,93,70,013	100.00	3,93,70,013	0	100.00	0.00
Public-Institutional Holders	1,49,59,139	1,20,11,088	80.29	1,20,11,088	0	100.00	0.00
Public-Others	93,22,727	16,82,828	18.05	16,82,168	660	99.96	0.04
Total	6,36,51,879	5,30,63,929	83.37	5,30,63,269	660	99.99	0.01

RESULT FOR RESOLUTION NO.2

As the number of votes cast in respect of Ordinary Resolution mentioned in the Notice of 42nd AGM was more than the votes cast against it, I report that the Ordinary Resolution as set out in the Notice of 42nd AGM has been passed by the Shareholders as Ordinary Resolution .



C. Resolution-3: Ordinary Resolution

Appointment of Director in Place of Mr. Neeraj Jain, Who retires by rotation and being eligible, seeks 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
109	1,19,06,901	99.345

b) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
7	78,446	0.655

c) Abstain votes:

Total Number of members who abstained from voting	Total number of shares held by them
1	3,000

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
122	4,10,75,582	100.000

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	0.000



c) Abstain votes:

Total Number of members who abstained from voting	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
231	5,29,82,483	99.852

b) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
7	78,446	0.148

c) Abstain votes:

Total Number of members who abstained from voting	Total number of shares held by them
1	3,000

Breakup of voting through e-voting and ballot

Promoter /Public	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	3,93,70,013	3,93,70,013	100.00	3,93,70,013	0	100.00	0.00



Public-Institutional Holders	1,49,59,139	1,20,11,088	80.29	1,19,32,692	78,396	99.35	0.65
Public-Others	93,22,727	16,79,828	18.02	16,79,778	50	99.99	0.01
Total	6,36,51,879	5,30,60,929	83.36	5,29,82,483	78,446	99.85	0.15

RESULT FOR RESOLUTION NO.3

As the number of votes cast in respect of Ordinary Resolution mentioned in the Notice of 42nd AGM was more than the votes cast against it, I report that the Ordinary Resolution as set out in the Notice of 42nd AGM has been passed by the Shareholders as Ordinary Resolution .

D. Resolution-4: Ordinary Resolution

Ratification of Appointment of Statutory Auditor of the Company for the Financial Year 2015-16 and to fix their remuneration

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
114	79,83,187	66.591

b) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
3	40,05,160	33.409

c) Abstain votes:

Total Number of members who abstained from voting	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
122	4,10,75,582	100.000

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	0.000

c) Abstain votes:

Total Number of members who abstained from voting	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
236	4,90,58,769	92.452

b) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
3	40,05,160	7.548

c) Abstain votes:

Total Number of members who abstained from voting	Total number of shares held by them
0	0



Breakup of voting through e-voting and ballot

Promoter /Public	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	3,93,70,013	3,93,70,013	100.00	3,93,70,013	0	100.00	0.00
Public-Institutional Holders	1,49,59,139	1,20,11,088	80.29	80,05,978	40,05,110	66.65	33.35
Public-Others	93,22,727	16,82,828	18.05	16,82,778	50	99.99	0.01
Total	6,36,51,879	5,30,63,929	83.37	4,90,58,769	40,05,160	92.45	7.55

RESULT FOR RESOLUTION NO.4

As the number of votes cast in respect of Ordinary Resolution mentioned in the Notice of 42nd AGM was more than the votes cast against it, I report that the Ordinary Resolution as set out in the Notice of 42nd AGM has been passed by the Shareholders as Ordinary Resolution .

E. Resolution-5: Ordinary Resolution

Appointment of Mr. Rajendar Mohan Mallah as an Independent Director of the Company.

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
110	1,19,06,901	99.345



b) Voted **against** the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
6	78,446	0.655

c) Abstain votes:

Total Number of members who abstained from voting	Total number of shares held by them
1	3,000

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
122	4,10,75,582	100.000

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	0.000

c) Abstain votes:

Total Number of members who abstained from voting	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
232	5,29,82,483	99.852



b) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
6	78,446	0.148

c) Abstain votes:

Total Number of members who abstained from voting	Total number of shares held by them
1	3,000

Breakup of voting through e-voting and ballot

Promoter /Public	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	3,93,70,013	3,93,70,013	100.00	3,93,70,013	0	100.00	0.00
Public-Institutional Holders	1,49,59,139	1,20,11,088	80.29	1,19,32,692	78,396	99.35	0.65
Public-Others	93,22,727	16,79,828	18.02	16,79,778	50	99.99	0.01
Total	6,36,51,879	5,30,60,929	83.36	5,29,82,483	78,446	99.85	0.15

RESULT FOR RESOLUTION NO.5

As the number of votes cast in respect of Ordinary Resolution mentioned in the Notice of 42nd AGM was more than the votes cast against it, I report that the Ordinary Resolution as set out in the Notice of 42nd AGM has been passed by the Shareholders as Ordinary Resolution .



F. Resolution-6: Ordinary Resolution

Ratification of the remuneration of the Cost Auditor for the Financial Year Ending 31st March, 2016 .

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
116	1,19,88,297	99.999

b) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
1	50	0.001

c) Abstain votes:

Total Number of members who abstained from voting	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
122	4,10,75,582	100.000

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	0.000



c) Abstain votes:

Total Number of members who abstained from voting	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
238	5,30,63,879	99.999

b) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
1	50	0.001

c) Abstain votes:

Total Number of members who abstained from voting	Total number of shares held by them
0	0

Breakup of voting through e-voting and ballot

Promoter /Public	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	3,93,70,013	3,93,70,013	100.00	3,93,70,013	0	100.00	0.00



Public-Institutional Holders	1,49,59,139	1,20,11,088	80.29	1,20,11,088	0	100.00	0.00
Public-Others	93,22,727	16,82,828	18.05	16,82,778	50	99.99	0.01
Total	6,36,51,879	5,30,63,929	83.37	5,30,63,879	50	99.99	0.01

RESULT FOR RESOLUTION NO.6

As the number of votes cast in respect of Ordinary Resolution mentioned in the Notice of 42nd AGM was more than the votes cast against it, I report that the Ordinary Resolution as set out in the Notice of 42nd AGM has been passed by the Shareholders as Ordinary Resolution .

G. Resolution-7: Special Resolution

Issue of Non-Convertible Debentures (NCDs)/Bonds.

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
113	1,19,80,547	99.935

b) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
4	7,800	0.065

c) Abstain votes:

Total Number of members who abstained from voting	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
122	4,10,75,582	100.000

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	0.000

c) Abstain votes:

Total Number of members who abstained from voting	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
235	5,30,56,129	99.985

b) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
4	7,800	0.015



c) Abstain votes:

Total Number of members who abstained from voting	Total number of shares held by them
0	0

Breakup of voting through e-voting and ballot

Promoter /Public	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	3,93,70,013	3,93,70,013	100.00	3,93,70,013	0	100.00	0.00
Public-Institutional Holders	1,49,59,139	1,20,11,088	80.29	1,20,11,088	0	100.00	0.00
Public-Others	93,22,727	16,82,828	18.05	16,75,028	7,800	99.54	0.46
Total	6,36,51,879	5,30,63,929	83.37	5,30,56,129	7,800	99.99	0.01

RESULT FOR RESOLUTION NO.7

As the number of votes cast in respect of Special Resolution mentioned in the Notice of 42nd AGM was more than the three fourth of votes cast against it, I report that the Special Resolution as set out in the Notice of 42nd AGM has been passed by the Shareholders as Special Resolution .



7. All relevant records of electronic voting will remain in our safe custody until the Chairman considers, approves and signs the minutes of the 42nd Annual General Meeting and the same shall be handed over thereafter to the Chairman/Company Secretary for safe keeping.

Thanking You,

Yours Faithfully
For B.K. Gupta & Associates



Place: Ludhiana
Dated: 05.09.2015

(Bhupesh Gupta)
Partner
FCS-4590, CP No. 5708
Scrutinizer

We the undersigned witness that the votes were unblocked from the e-voting website of Central Depository Services (India) Limited (www.evotingindia.com) and also votes polled through ballot were opened and processed in our presence at **11:15 a.m.** on **04th September, 2015.**

A handwritten signature in black ink, appearing to read "Onkar Singh".

(Onkar Singh)
House No. 523 , C-Block
Insher Nagar, Behind GNE College
Ludhiana

A handwritten signature in black ink, appearing to read "Sangyan Chopra".

(Sangyan Chopra)
28C, Lane No.10
Guru Amardass Avenue, Ajanala Road
Amritsar