

**PROCEEDINGS OF 51<sup>ST</sup> ANNUAL GENERAL MEETING OF VARDHMAN HOLDINGS LTD HELD ON 4<sup>TH</sup> SEPTEMBER 2015, AT 5.00 PM AT THE REGISTERED OFFICE OF THE COMPANY, AT VARDHMAN PREMISES, CHANDIGARH ROAD, LUDHIANA 141010, PUNJAB, INDIA:**

Requisite quorum pursuant to Section 103 of the Companies Act, 2013 was present. The Company had provided e-voting facility to enable its members to cast their vote electronically and also provided ballot voting facility to the members present in person or through proxies at this AGM to vote in proportion to the shares held by them, who have not voted through remote voting earlier.

The following resolutions were passed by the Members with requisite majority.

**Ordinary Business:**

<b>Sr.No.</b>	<b>Particular</b>	<b>Type of Resolution</b>
1	Adoption of Audited Annual Financial Statements for the year ended 31 <sup>st</sup> March, 2015.	Ordinary Resolution
2	Declaration of Dividend for the Financial Year 2014-15 i.e. 10% per equity share.	Ordinary Resolution
3	Re-appointment of Mrs. Suchita Jain, who retires by rotation	Ordinary Resolution
4	Ratification of appointment of M/s R. Dewan & Co., as Statutory Auditors of the Company for the Financial Year 2015-16 and fixing of their remuneration.	Ordinary Resolution

The meeting was concluded with vote of thanks by the Chairman of the meeting.

