



# Vardhman

Delivering Excellence. Since 1965.

## VARDHMAN TEXTILES LIMITED

CHANDIGARH ROAD  
LUDHIANA-141010, PUNJAB  
T: +91-161-2228943-48  
F: +91-161-2601 048  
E: secretarial.lud@vardhman.com

**Ref. VTXL:SCY:SEP:2018-2019**

**Dated: 29.09.2018**

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: 502986**

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

**Scrip Code: VTL**

### **SUB: 45<sup>TH</sup> ANNUAL GENERAL MEETING AND VOTING RESULTS**

In respect of the 45<sup>th</sup> Annual General Meeting of the Company held on 27<sup>th</sup> September, 2018 at Registered Office, Chandigarh Road, Ludhiana- 141010, please find enclosed herewith Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

You are requested to take the same on record.

Thanking you,  
Yours faithfully,

For VARDHMAN TEXTILES LIMITED

  
(SANJAY GUPTA)  
Company Secretary

**YARNS | FABRICS | THREADS | GARMENTS | FIBRES | STEELS**

PAN NO.: AABCM4692E CIN: L17111PB1973PLC003345  
WWW.VARDHMAN.COM

## **Details of Voting Results**

{Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015}

Date of AGM:	27 <sup>th</sup> September, 2018
Total Number of Shareholders on record date. (Book Closure date - 17.09.2018 to 27.09.2018)	22,064
No. of Shareholders present in the meeting either in person or through proxy:  a) Promoter and Promoter group:  b) Public:	  17  45
No. of Shareholders attended the meeting through video conferencing:  a) Promoter and Promoter group:  b) Public:	  Nil  Nil
Mode of Voting	E-voting and Poll

### **AGENDA WISE DISCLOSURE:**

The Agenda wise disclosure of the voting results of the businesses transacted at the 7<sup>th</sup> Annual General Meeting of the members of the Company held on Friday, 22<sup>nd</sup> September, 2017 is enclosed.

Further, a copy of result declared for the 7<sup>th</sup> Annual General Meeting along with Scrutinizer's Report is also being placed on the website of the Company at [www.vardhman.com](http://www.vardhman.com)/[www.vardhmansteel.com](http://www.vardhmansteel.com) and on the website of Central Depository Services (India) Limited (CDSL) at [www.evotingindia.com](http://www.evotingindia.com).

**Item No. 1**

**Adoption of Financial Statements for the financial year ended March 31, 2018.**

Resolution Required: (Ordinary/Special)					Ordinary Resolution			
Whether promoter/promoter group are Interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of Shares held	No. of Votes Polled	% of Votes Polled on outstanding shares	No. of votes- In favor	No. of votes- against	% of Votes in favor 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	3,56,95,692	-	-	-	-	-	-
	Poll		3,56,95,692	100	3,56,95,692	0	100	0
	Postal Ballot (If Applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>3,56,95,692</b>	<b>3,56,95,692</b>	<b>100</b>	<b>3,56,95,692</b>	<b>0</b>	<b>100</b>
Public-Institutions	E-Voting	15,811,237	1,44,33,287	91.28	1,44,33,287	0	100	0
	Poll		-	-	-	-	-	-
	Postal Ballot (If Applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>15,811,237</b>	<b>1,44,33,287</b>	<b>91.28</b>	<b>1,44,33,287</b>	<b>0</b>	<b>100</b>
Public-Non Institutions	E-Voting	59,37,331	12,746	0.21	12,681	65	99.49	0.51
	Poll		46,226	100	46,226	0	100	0
	Postal Ballot (If Applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>59,37,331</b>	<b>58,972</b>	<b>0.99</b>	<b>58907</b>	<b>65</b>	<b>99.89</b>
<b>Total</b>		<b>5,74,44,260</b>	<b>5,01,87,951</b>	<b>87.37</b>	<b>5,01,87,886</b>	<b>65</b>	<b>99.99</b>	<b>0.01</b>

**Item No. 2**

**Declaration of Dividend on Equity Shares**

Resolution Required: (Ordinary/Special)					Ordinary Resolution			
Whether promoter/promoter group are Interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of Shares held	No. of Votes Polled	% of Votes Polled on outstanding shares	No. of votes-In favor	No. of votes-against	% of Votes in favor 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	3,56,95,692	-	-	-	-	-	-
	Poll		3,56,95,692	100	3,56,95,692	0	100	0
	Postal Ballot (If Applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>3,56,95,692</b>	<b>3,56,95,692</b>	<b>100</b>	<b>3,56,95,692</b>	<b>0</b>	<b>100</b>
Public-Institutions	E-Voting	15,811,237	1,44,73,661	100	1,44,73,661	0	100	0
	Poll		-	-	-	-	-	-
	Postal Ballot (If Applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>15,811,237</b>	<b>1,44,73,661</b>	<b>100</b>	<b>1,44,73,661</b>	<b>0</b>	<b>100</b>
Public-Non Institutions	E-Voting	59,37,331	12,746	0.21	12,681	65	99.49	0.51
	Poll		46,226	100	46,226	0	100	0
	Postal Ballot (If Applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>59,37,331</b>	<b>58,972</b>	<b>0.99</b>	<b>58,907</b>	<b>65</b>	<b>99.89</b>
<b>Total</b>		<b>5,74,44,260</b>	<b>5,02,28,325</b>	<b>87.42</b>	<b>5,02,28,260</b>	<b>65</b>	<b>99.99</b>	<b>0.01</b>

**Item No. 3**

**Re-appointment of Mr. Sachit Jain as a Director liable to retire by rotation.**

Resolution Required: (Ordinary/Special)					Ordinary Resolution			
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 favor (4)	No. of votes-against (5)	% of Votes in favor on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3,56,95,692	-	-	-	-	-	-
	Poll		3,48,53,677	97.64	3,48,53,677	0	97.64	0
	Postal Ballot (If Applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>3,56,95,692</b>	<b>3,48,53,677</b>	<b>97.64</b>	<b>3,48,53,677</b>	<b>0</b>	<b>97.64</b>
Public-Institutions	E-Voting	15,811,237	1,44,73,661	91.54	1,42,41,850	2,31,811	98.40	1.60
	Poll		-	-	-	-	-	-
	Postal Ballot (If Applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>15,811,237</b>	<b>1,44,73,661</b>	<b>91.54</b>	<b>1,42,41,850</b>	<b>2,31,811</b>	<b>98.40</b>
Public-Non Institutions	E-Voting	59,37,331	12,746	0.21	12,681	65	99.49	0.51
	Poll		46,226	0.78	46,201	25	99.95	0.05
	Postal Ballot (If Applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>59,37,331</b>	<b>58,972</b>	<b>0.99</b>	<b>58,882</b>	<b>90</b>	<b>99.85</b>
<b>Total</b>		<b>5,74,44,260</b>	<b>4,93,86,310</b>	<b>85.97</b>	<b>4,91,54,409</b>	<b>231901</b>	<b>99.49</b>	<b>0.51</b>

**Item No. 4**

**Appointment of Dr. Parampal Singh as an Independent Director of the Company**

Resolution Required: (Ordinary/Special)					Ordinary Resolution			
Whether promoter/promoter group are Interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of Shares held	No. of Votes Polled	% of Votes Polled on outstanding shares	No. of votes-In favor	No. of votes-against	% of Votes in favor 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	3,56,95,692						
	Poll		3,56,95,692	100	3,56,95,692	0	100	0
	Postal Ballot (If Applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>3,56,95,692</b>	<b>3,56,95,692</b>	<b>100</b>	<b>3,56,95,692</b>	<b>0</b>	<b>100</b>
Public-Institutions	E-Voting	15,811,237	1,43,70,709		1,43,42,875	27,833		
	Poll							
	Postal Ballot (If Applicable)							
	<b>Total</b>		<b>15,811,237</b>					
Public-Non Institutions	E-Voting	59,37,331	12,746	0.21	12,681	65	99.49	0.51
	Poll		32,426	0.55	32,426	0	100	0
	Postal Ballot (If Applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>59,37,331</b>	<b>45,172</b>	<b>0.76</b>	<b>45,107</b>	<b>65</b>	<b>99.86</b>
<b>Total</b>		<b>5,74,44,260</b>	<b>5,01,11,573</b>	<b>87.24</b>	<b>5,00,83,675</b>	<b>27898</b>	<b>99.94</b>	<b>0.06</b>

**Item No. 7**

**Re- appointment of Mr. S.P. Oswal as the Managing Director of the company.**

Resolution Required: (Ordinary/Special)					Special Resolution			
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 favor (4)	No. of votes- against (5)	% of Votes in favor on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3,56,95,692	-	-	-	-	-	-
	Poll		3,48,53,677	97.64	3,48,53,677	0	100	0
	Postal Ballot (If Applicable)							
	<b>Total</b>		<b>3,56,95,692</b>	<b>3,48,53,677</b>	<b>97.64</b>	<b>3,48,53,677</b>	<b>0</b>	<b>100</b>
Public-Institutions	E-Voting	15,811,237	1,44,73,661	91.54	1,44,38,957	34,704	99.76	0.24
	Poll		-	-	-	-	-	-
	Postal Ballot (If Applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>15,811,237</b>	<b>1,44,73,661</b>	<b>91.54</b>	<b>1,44,38,957</b>	<b>34,704</b>	<b>99.76</b>
Public-Non Institutions	E-Voting	59,37,331	12,746	0.21	12,681	65	99.49	0.51
	Poll		46,226	100	46,226	0	100	0
	Postal Ballot (If Applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>59,37,331</b>	<b>58,972</b>	<b>0.99</b>	<b>58,907</b>	<b>65</b>	<b>99.89</b>
<b>Total</b>		<b>5,74,44,260</b>	<b>4,93,86,310</b>	<b>85.97</b>	<b>4,93,51,541</b>	<b>34,769</b>	<b>99.93</b>	<b>0.07</b>

**Item No. 8**

**Approval of continuation of directorship of Dr. S.K. Bijlani as Non- Executive Director of the Company.**

Resolution Required: (Ordinary/Special)					Special Resolution			
Whether promoter/promoter group are Interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of Shares held	No. of Votes Polled	% of Votes Polled on outstanding shares	No. of votes- In favor	No. of votes- against	% of Votes in favor 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	3,56,95,692	-	-	-	-	-	-
	Poll		3,56,95,692	100	3,56,95,692	0	100	0
	Postal Ballot (If Applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>3,56,95,692</b>	<b>3,56,95,692</b>	<b>100</b>	<b>3,56,95,692</b>	<b>0</b>	<b>100</b>
Public-Institutions	E-Voting	15,811,237	1,43,63,709	90.84	1,40,96,909	2,66,800	98.14	1.86
	Poll		-	-	-	-	-	-
	Postal Ballot (If Applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>15,811,237</b>	<b>1,43,63,709</b>	<b>90.84</b>	<b>1,40,96,909</b>	<b>2,66,800</b>	<b>98.14</b>
Public-Non Institutions	E-Voting	59,37,331	12,735	0.21	12670	65	99.49	0.51
	Poll		46,226	100	46,226	0	100	0
	Postal Ballot (If Applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>59,37,331</b>	<b>58,961</b>	<b>0.99</b>	<b>58,896</b>	<b>65</b>	<b>99.89</b>
<b>Total</b>		<b>5,74,44,260</b>	<b>5,01,18,362</b>	<b>87.25</b>	<b>4,98,51,497</b>	<b>2,66,865</b>	<b>99.47</b>	<b>0.53</b>



**Item No. 9**

**Approval of continuation of directorship of Mr. Prafull Anubhai as Non- Executive Director of the Company.**

Resolution Required: (Ordinary/Special)					Special Resolution			
Whether promoter/promoter group are Interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of Shares held	No. of Votes Polled	% of Votes Polled on outstanding shares	No. of votes- In favor	No. of votes- against	% of Votes in favor 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	3,56,95,692	-	-	-	-	-	-
	Poll		3,56,95,692	100	3,56,95,692	0	100	0
	Postal Ballot (If Applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>3,56,95,692</b>	<b>3,56,95,692</b>	<b>100</b>	<b>3,56,95,692</b>	<b>0</b>	<b>100</b>
Public-Institutions	E-Voting	15,891,799	1,43,63,709	90.38	1,28,89,297	14,74,412	89.74	10.26
	Poll		-	-	-	-	-	-
	Postal Ballot (If Applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>15,891,799</b>	<b>1,43,63,709</b>	<b>90.38</b>	<b>1,28,89,297</b>	<b>14,74,412</b>	<b>89.74</b>
Public-Non Institutions	E-Voting	59,37,331	12,746	0.21	12,681	65	99.49	0.51
	Poll		46,226	100	46,226	0	100	0
	Postal Ballot (If Applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>59,37,331</b>	<b>58,972</b>	<b>0.99</b>	<b>58,907</b>	<b>65</b>	<b>99.89</b>
<b>Total</b>		<b>5,74,44,260</b>	<b>5,01,18,373</b>	<b>87.25</b>	<b>4,86,43,896</b>	<b>14,74,477</b>	<b>97.06</b>	<b>2.94</b>

**Item No. 10**

**Approval of continuation of directorship of Mr. A.K. Kundra as Non- Executive Director of the Company.**

Resolution Required: (Ordinary/Special)					Special Resolution			
Whether promoter/promoter group are Interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of Shares held	No. of Votes Polled	% of Votes Polled on outstanding shares	No. of votes- In favor	No. of votes- against	% of Votes in favor 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	3,56,95,692	-	-	-	-	-	-
	Poll		3,56,95,692	100	3,56,95,692	0	100	0
	Postal Ballot (If Applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>3,56,95,692</b>	<b>3,56,95,692</b>	<b>100</b>	<b>3,56,95,692</b>	<b>0</b>	<b>100</b>
Public-Institutions	E-Voting	15,891,799	1,43,63,709	90.38	1,41,47,320	2,16,389	98.49	1.51
	Poll		-	-	-	-	-	-
	Postal Ballot (If Applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>15,891,799</b>	<b>1,43,63,709</b>	<b>90.38</b>	<b>1,41,47,320</b>	<b>2,16,389</b>	<b>98.49</b>
Public-Non Institutions	E-Voting		12,746	0.21	12,681	65	99.49	0.51
	Poll		46,226	100	46,226	0	100	0
	Postal Ballot (If Applicable)		-	-	-	-	-	-
	<b>Total</b>			<b>58,972</b>	<b>0.99</b>	<b>58,907</b>	<b>65</b>	<b>99.89</b>
<b>Total</b>		<b>5,74,44,260</b>	<b>5,01,18,373</b>	<b>87.25</b>	<b>4,99,01,919</b>	<b>2,16,454</b>	<b>99.56</b>	<b>0.44</b>

All resolutions from Item No. 1 to 10 passed by requisite majority.