



Vardhman

Delivering Excellence. Since 1965.

VARDHMAN HOLDINGS LIMITED

CHANDIGARH ROAD
LUDHIANA-141010, PUNJAB
T: +91-161-2228943-48
F: +91-0161-2601048
E: secretarial.lud@vardhman.com

Ref.VHL:SCY:SEPTEMBER:2018-19

DATED:27.09.2018

The National Stock Exchange of India Limited,

“Exchange Plaza”, Plot No. C/1, G Block,
Bandra Kurla Complex, Bandra (East),
Mumbai- 400 051, Maharashtra.
Fax No.: 022-26598237 and 26598155
Email Id: cmlist@nse.co.in

The Bombay Stock Exchange Limited,

1st Floor, New Trading Ring,
Rotunda Building, P.J. Towers,
Dalal Street, Fort,
Mumbai - 400 001.

Sub: Proceedings of 54th Annual General Meeting of the Company

Ref: Regulation 30 (6) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir/Madam,

Pursuant to Regulation 30 (6) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith summary of proceedings of 54th Annual General Meeting of the Company held on 27th September, 2018 at 4:00 p.m. at Registered Office, Chandigarh Road, Ludhiana - 141010.

You are requested to take the same on records.

Thanking you,

Yours faithfully,
For VARDHMAN HOLDINGS LIMITED

Poorva Bhatia

**(Poorva Bhatia)
CHIEF FINANCIAL OFFICER**



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PAN NO.: AABCV8088P CIN: L17111PB1962PLC002463
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SUMMARY OF PROCEEDINGS OF 54TH ANNUAL GENERAL MEETING OF VARDHMAN HOLDINGS LIMITED

Day and Date of Meeting	Thursday, 27 th September, 2018
Time of commencement of meeting	04:00 p.m.
Venue	Registered Office of the Company situated at Vardhman premises, Chandigarh Road, Ludhiana -141010, Punjab.
Time of conclusion	04:30 p.m.

1. Brief details of items deliberated at the meeting and result thereof:

- Since Mr. Shri Paul Oswal, Chairman was unable to attend the meeting, Mr. Sachit Jain was elected as Chairman of the meeting by show of hands by the members present at the meeting.
- The requisite quorum being present, the Chairman declared the meeting as commenced.
- Then the Chairman delivered his speech and answered the queries of shareholders.
- Mr. Satin Katyal, Authorized Signatory, then started with the formal proceedings of the meeting. He informed the shareholders that remote e-voting facility being provided by the Company through CDSL commenced at 09:00 a.m. on 24th September, 2018 and ended at 05:00 p.m. on 26th September, 2018.
- The following items of the business as set out in the notice calling the meeting were put for shareholders' approval:

Ordinary Business:

Sr. No.	Particulars	Type of Resolution
1	Adoption of Audited Financial Statements for the year ended 31st March, 2018 together with Directors' Report and Auditors Report thereon.	Ordinary Resolution

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2	Declaration of Dividend	Ordinary Resolution
3	Re-appointment of Mr. Chaman Lal Jain, who retires by rotation.	Ordinary Resolution

Special Business:

Sr. No.	Particulars	Type of Resolution
4	Appointment of Mr. Sanjeev Jain as an Independent Director.	Ordinary Resolution
5	To approve continuation of directorship of Mr. Sat Pal Kanwar as a non-executive director of the Company.	Special Resolution
6	To approve continuation of directorship of Mr. Chaman Lal Jain as a non-executive director of the Company.	Special Resolution
7	To approve continuation of directorship of Mr. Om Parkash Sharma as a non-executive director of the Company.	Special Resolution

- Mr. Satin Katyal informed the members that M/s Harsh Goyal & Associates, Company Secretaries was appointed as the scrutinizer for the purpose of scrutinizing both the e-voting process as well as polling process.
- Mr. Satin Katyal informed the results of the voting (both e-voting and poll put together) shall be disseminated to the stock exchanges and also uploaded on the website of the Company and CDSL (www.evotingindia.com) within 48 hours from the conclusion of Annual General Meeting.

2. Manner of approval:

- Pursuant to the provisions of the Companies Act, 2013 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations"), the Company had provided remote e-voting facility to the members to cast votes electronically, on all the resolutions set out in the notice.

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- Further, the facility for voting through poll was made available to the members who were present at the meeting and had not cast their votes by remote e-voting.
- The results on all the resolutions set out in the Notice calling the Annual General Meeting shall be disseminated shortly.

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