

REF: VPL: SCY: SEP: 2019-20 Dated: 26.09.2019

The Listing Department,

National Stock Exchange of India Limited

"Exchange Plaza"

Bandra - Kurla Complex,

Bandra (East), Mumbai- 400 051

Scrip Code: VARDMNPOLY

The Listing Department,

BSE Limited

25th Floor,

P.J. Towers,

Dalal Street, Fort.

Mumbai- 400 001

Scrip Code: 514175

SUBJECT: VOTING RESULTS OF 39th ANNUAL GENERAL MEETING (AGM) OF THE MEMBERS OF THE COMPANY HELD ON WEDNESDAY, 25TH SEPTEMBER, 2019 AT 11:00 AM AT REGISTERED OFFICE OF THE COMPANY AT VARDHMAN PARK, CHANDIGARH ROAD, LUDHIANA -141123

Dear Sir/ Madam,

In compliance with the provisions of Regulation 44(3), other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Section 108 read with Rules and Regulations made thereunder and other applicable provisions of the Companies Act, 2013, we submit herewith the following in respect to 39th Annual General Meeting of the Company held on Wednesday, 25th September, 2019 at 11:00 AM at Registered Office of the company at Vardhman Park, Chandigarh Road, Ludhiana -141123.

- 1. Voting results as required under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- 2. Report of Scrutinizer dated 26th September, 2019, Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules,

We request you to kindly take the same on record.

Thanking you,

Yours Faithfully

For VARDHMAN POLYTEX LTD

AJAY K. RATRA

(COMPANY SECRETARY)

CIN: L17122PB1980PLC004242



Annexure 1

Voting Results on AGM 25.09.2019 of Vardhman Polytex Limited

Date of the AGM/EGM	25th September, 2019
Total number of shareholders on record date	16715
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	20
Public:	17
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	NIL
Public	NIL

ITEM NO. 1. To receive, consider and adopt: a) The Audited Financial Statements of the Company for the financial year ended 31st March, 2019, together with the Report of Auditors and Directors thereon; and b) The Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2019, together with the Report of Auditors and Directors thereon.

Resolution required: (Ordinary/ St	necial)	Ordinary

	equired: (Ordinary/ Special)		Ordinary						
Whether pro agenda/resolo	moter/ promoter group are inter- ution?	ested in the	No						
Category	Mode of Voting	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)]*10	
Promoter	E-Voting	13,414,652	12,766,002	95.16%	12,766,002	0	100%	0	
and	Poll	13,414,032	506,595	3.78%	506,595	0	100%	0	
Promoter	Postal Ballet (if applicable)			•					
Group	Total	13,414,652	13,272,597	98.94%	13,272,597	0	100.00%	0	
	E-Voting	259,142							
	Poll	239,142	NIL	NIL	NIL	NIL	NIL	NIL	
Public-	Postal Ballot (if applicable)								
Institutions	Total	259,142	NIL	NIL	NIL	NIL	NIL	NIL	
	E-Voting		2,096	0.02%	2,096		100%		
l	Poll	8,617,163	4,815	0.06%	4,815	0	100%	-	
Public- Non	Postal Ballot (if applicable)								
Institutions	Total	8,617,163	6,911	0.08%	6,911	-		-	
Total		22,290,957	13,279,508	59,57%	13,279,508	0	100%	0	





ITEM NO. 2. To appoint a Director in place of Mrs. Manju Oswal (DIN-00009449), who retires by rotation in accordance to Article of Association and being eligible, offers herself for re-appointment.

	rs herself for re-appointment.		To the second se							
	equired: (Ordinary/ Special)		Ordinary							
_	omoter/ promoter group are inter	ested in the								
agenda/reso	lution?		Yes.							
Category	Mode of Voting	No. of Shares Held	No. of Votes	% 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)]*10 0		
Promoter	E-Voting	13,414,652	12,766,002	95.16%	12,766,002	0	100%	0		
and	Poll	13,414,032	506,595	3.78%	506,595	0	100%	0		
Promoter	Postal Ballot (if applicable)									
Group	Total	13,414,652	13,272,597	98.94%	13,272,597	0	100,00%	0		
	E-Voting	259,142								
	Poll	239,142	NIL	NIL	NIL	NIL	NIL	NIL		
Public-	Postal Ballot (if applicable)									
Institutions	Total	259,142	NIL	NIL	NIL	NIL	NIL	NIL		
	E-Voting		2,096	0.02%	2,096	0	100.00%	0.00%		
	Poll	8,617,163	4,815	0.06%	4,815	0	100%	0.00%		
Public- Non	Postal Ballot (if applicable)									
Institutions	Total	8,617,163	6,911	0.08%	6,911	-		-		
Total		22,290,957	13,279,508	59.57%	13,279,508	-	100%	-		

ITEM NO. 3	To ratify the remuneration of the	Cost Auditors	for the financial year ending 31st March, 2020							
Resolution re	quired: (Ordinary/ Special)		Ordinary							
Whether pro	moter/ promoter group are intere	sted in the								
agenda/resolu	agenda/resolution?		No							
Category	Mode of Voting	I IND of Votes		,	No. of Votes – in favour	No. of Votes – against	votes polled	% of Votes against on votes polled		
		(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]* 100	(7)=[(5)/(2)]*10 0		
Promoter	E-Voting	13,414,652	12,766,002	95.16%	12,766,002	0	100%	0		
and	Poll	13,414,632	506,595	3.78%	506,595	0	100%	0		
Promoter	Postal Ballot (if applicable)			,						
Group	Total	13,414,652	13,272,597	98.94%	13,272,597	0	100.00%	0		
	E-Voting						1			
	Poll	259142	NIL	NIL	NIL	NIL	NIL	NIL		
Public-	Postal Ballot (if applicable)									
Institutions	Total	259142	NIL	NIL	NIL	NIL	NIL	NIL		
	E-Voting		2096	0.02%	2022	74	96.47%	3.53%		
1	Poll	8,617,163	4,815	0.06%	4,815	0	100%	0.00%		
Public- Non	Postal Ballot (if applicable)									
Institutions	Total	8,617,163	6,911	0.08%	6,837	74		0		
Total		22,290,957	13,279,508	59.57%	13,279,434	74	100.00%	0.00		



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Khanna Ashwani & Associates

Company Secretaries
Secretarial, Legal & Corporate Advisory Services
GSTIN :03ACCPK3016E1ZF

(Proprietor) (B.Com, FCS, CAIIB, IP)

CONSOLIDATED SCRUTINIZER'S REPORT

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

To
The Chairperson
Vardhman Polytex Limited,
Vardhman Park, Chandigarh Road,
Ludhiana -141010.

Dear Madam,

39thAnnual General Meeting of the Equity Shareholders of Vardhman Polytex Limited held on 25.09.2019 at 11:00 AM at the Registered Office of the Company at Vardhman Park, Chandigarh Road, Ludhiana.

I,Ashwani Kumar Khanna, Proprietor of Khanna Ashwani & Associates, Company Secretaries (M. No. FCS 3254, C.P. No. 2220) Firm having its registered office - Office No.4, 2nd Floor, Guru Har Rai Complex, Industrial Estate Road, Near Manju Cinema, Ludhiana-141003, was appointed as a Scrutinizer by the Board of Directors of Vardhman Polytex Limited, ("The Company") for the purpose of scrutinizing the e-voting process (remote e-voting) and voting by the use of ballot at the meeting pursuant to Section 108 and Section 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 39th Annual General Meeting of the Equity Shareholders of the Company held on 25.09.2019 at 11:00 AM at the Registered Office of the Company at Vardhman Park, Chandigarh Road, Ludhiana, submit our report as under.

- 1. The remote e-voting period commenced on 22nd September, 2019 (9.00 A.M) and ended on 24th September, 2019(5.00 P.M.).
- 2. The Compliance with the provisions of the Companies Act, 2013 and the Rules made there under 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 39th 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.
- 3. 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.
- 4. The Results of the voting is as under:

Off-1: #4, 2nd Floor, Guru Har Rai Complex, Industrial Estate Road, Dholewal, Ludhiana (0): 0161-4611799₀₁₈ Off-2: #6, Sector 39, Chandigarh Road, Ludhiana (0): 0161-4381644 (M): 98141-11799, 81464-63296, 9-88888-9186

A) Resolution 1: Ordinary Resolution:

TO RECEIVE & ADOPT THE AUDITED ANNUAL FINANCIAL STATEMENTS AND OTHER REPORTS.

i. Voting through Electronic Means

a) Voted in favour of the resolution:

Number of Members voted	Number of votes cast by	% of the total number of
	them	valid votes cast
23	12,768,098	100.00

b) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
0		0.00

c) Invalid votes:

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ii. Voting through Ballot

a) Voted in favour of the resolution:

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	Νι	ımber of	Members	voted	Number o	of votes cas	t by	% of the	total nur	nber of
					them			valid vo	tes cast	
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	3	1686	23			511,410			100.00	
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b) Voted against the resolution:

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c) Invalid votes:

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ill. Consolidated E-Voting and Ballot

a) Voted in favour of the resolution:

·	Number of Members voted	Number of votes cast by	% of the total number of
		them 19 19 19 19 19 19 19 19 19 19 19 19 19	valid votes cast
	46	1,32,79,508	100.00
1			

b) Voted against the resolution:

1	Number of Members voted	Number of votes cast by	% of the total number of
		them	valid votes cast
	0	.	0.00

c) Invalid votes:

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RESULT FOR RESOLUTION-1

As the number of votes cast in respect of Ordinary Resolution mentioned in the Notice of 39th AGM was more than the votes cast against it, I report that the Ordinary Resolution as set out in the Notice of 39th AGM has been passed by the Shareholders as Ordinary Resolution.



B) Resolution 2:- Ordinary Resolution

TO APPOINT A DIRECTOR IN PLACE OF MRS. MANJU OSWAL (DIN-00009449), WHO RETIRES BY ROTATION IN ACCORDANCE TO ARTICLE OF ASSOCIATION AND BEING ELIGIBLE, OFFERS HERSELF FOR 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
23	12,768,098	100.00

b) Voted against the resolution:

Ni	Number of Members voted					ımber	of votes	cast l	by	% of the total number of						
		e Masi Sistema			th	em				valid	vote	s cast				
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c) Invalid votes:

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ii. Voting through Ballot

a) Voted in favour of the resolution:

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b) Voted against the resolution:

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c) Invalid votes:

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iii. Consolidated E-Voting and Ballot

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a) Voted in favour of the resolution:

Number of Members voted	Number of votes cast by	% of the total number of
	them	valid votes cast
46	1,32,79,508	100.00

b) Voted against the resolution:

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c) Invalid votes:

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RESULT FOR RESOLUTION-2

As the number of votes cast in respect of Ordinary Resolution mentioned in the Notice of 39thAGM was more than the votes cast against it, I report that the Ordinary Resolution as set out in the Notice of 39thAGM has been passed by the Shareholders as Ordinary Resolution.



Resolution 3:- Ordinary Resolution.

TO RATIFY THE REMUNERATION OF THE COST AUDITORS FOR THE FINANCIAL YEAR ENDING 31ST MARCH, 2020

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
21	12,768,024	99,9995

b) Voted against the resolution:

T	Number of Members voted	Number of votes cast by	% of the total number of
		them .	valid votes cast
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c) Invalid votes

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ii) Voting through Ballot

a) Voted in favour of the resolution:

ſ	N	umber	of Mei	nbers vot	ed N	mber of	votes cast l	WV	% of the total number of	П
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b) Voted against the resolution:

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l		them	valid votes cast
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c) Invalid votes:

Total Number	of members	whose votes are	Total number of shares h	eld by them
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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
44	1,32,79,434	99,99995

b) Voted against the resolution:

Number	of Members	voted	Number them	of votes	cast by	% of the total number of valid votes cast
	2	Net a		74		0.00005

c) Invalid votes

3.5				
	Total Number	of members w	hose votes are	Total number of shares held by them
1	invalid			
I				0

RESULT FOR RESOLUTION-3

As the number of votes cast in respect of Ordinary Resolution mentioned in the Notice of 39th AGM was more than the votes cast against it, I report that the Ordinary Resolution as set out in the Notice of 39th AGM has been passed by the Shareholders as Ordinary Resolution.



5. All relevant records of electronic voting (if any) will remain in our safe custody until the Chairman considers, approves and signs the minutes of the 39th Annual General Meeting and the same shall be handed over there after to the Chairman/Company Secretary for safekeeping.

Thanking You,

Date: 26.09.2019

Yours Faithfully For Khanna Ashwani & Associates



Ashwani Kumar Khanna Practicing Company Secretary FCS- 3254, C.P No. 2220

Scrutinizer

We the under signed witness that the votes were unblocked from the e-voting website of Central Depository Services (India) Limited (<u>www.evotingindia.com</u>) and also votes polled through ballot were opened and processing our presence at 12:45 p.m. on 25TH September, 2019.

(Sanchi Taneja)

H. No.:HM - 266, PHB Colony, Jamalpur,

Chandigarh Road, Ludhiana

Seneto Tonega

(Kiranpreet Kaur)

2413, Preet Nagar, Street No.1,

Link Road, Near Dhuri Railway Crossing,

Ludhiana