

27.09.2022

The Listing Department,

National Stock Exchange of India Limited

"Exchange Plaza", C-1, Block-G, Bandra - Kurla Complex, Bandra (E), Mumbai - 400051

SCRIP CODE: VARDMNPOLY

The Listing Department,

BSE Limited

25th Floor, P.J. Towers, Dalal Street Fort, Mumbai- 400001

SCRIP CODE: 514175

Subject: <u>VOTING RESULTS AND SCRTINIZER REPORT REGARDING 42ND</u>
ANNUAL GENERAL MEETING OF THE MEMBERS OF THE COMPANY

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, please find enclosed herewith the Voting Results and Consolidated Scrutinizer's Report dated 26th September, 2022 in respect of 42nd Annual General Meeting of the company held on Monday, 26th September, 2022 at 11:00 AM at the registered office of the company: Vardhman Park, Chandigarh Road, Ludhiana-141123.

This is for your kind information and record please.

Thanking you

Yours truly, For Vardhman Polytex Limited

Ajay K. Ratra Company Secretary

Voting results of AGM dated 29.09.2021	
Date of AGM	26.09.2022
Record date	19.09:2022
Total number of shareholders on record date	16662
No. of shareholders present in the meeting in person or t	though Proxy:
a) Promoters and Promoter group	19
b) Public	29
No. of shareholders attended the meeting through video	conferencing:
a) Promoters and Promoter group	0
b) Public	. 0

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2022, together with the Reports of Auditors and Directors thereon and the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2022, together with the Report of Auditors thereon

Resolution require	d: (Ordinary / Special)			İ		Ordinary		
	/promoter group are inte	erested in the agenc	la/resolution?	.3 5		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)]* 100
	E-Voting		419211	3.1262	419211	0	100.0000	0.0000
_	Poll	13409791	12810028	95.5274	12810028	0	100.0000	0.0000
Promoter and Promoter Group	Postal Ballot (if	13409/91		0.0000		0		
	applicable) Total (A)	13409791	13229239			-	100.0000	
	E-Voting	13403731	13223233	0.0000		0		0
	Poll		0	0.0000		0	0	0
Public- Institutions	Postal Ballot (if applicable)	405560	o	0.0000	О	0	o	0
	Total (B)	405560	0	0.0000	0	0	0.0000	0.0000
	E-Voting		11174	0.1318	11155	19	99.8300	0.1700
Public- Non Institutions	Poll	8475606	46907	0.5534	46907	0	100.0000	0.0000
	Postal Ballot (if applicable)	8475606	0	0.0000	0	0	c	0
	Total (C)	8475606	58081	0.6853	58062	19	199.8300	0.1700
Tot	al (A+B+C)	22290957	13287320	59.6086	13287301	19	99.9999	0.0001

Result: The Resolution was approved by requisite majority.

ITEM NO. 2

To appoint a Director in place of Mr. Suresh Kumar Banka (DIN-08847246), who retires by rotation in accordance to Articles of Association and being eligible, offers himself for reappointment.

moter group are interes Mode of voting		a/resolution?			No					
		/hether promoter/promoter group are interested in the agenda/resolution?			The state of the s					
-	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			
Voting		419211	3.1262	419211	0	100.0000	0.0000			
oll	12400701	12810028	95.5274	12810028	0	100.0000	0.0000			
ostal Ballot (if oplicable)	13409791	0	0.0000	0	0	0	0			
tal (A)	13409791	13229239	98.6536	13229239	0	100.0000	0.0000			
Voting		0	0.0000	0	0	0	0			
oll	405560	0	0.0000	0	0	0	0			
ostal Ballot (if oplicable)	403300	0	0.0000	0	0	0	0			
tal (B)	405560	0	0.0000	0	0	0.0000	0.0000			
Voting		11174	0.1318	11045	129	98.8455	1.1545			
oll	8475606	46907	0.5534	46907	0	100.0000	0.0000			
stal Ballot (if plicable)	3473000	0	0.0000		0	0	0			
tal (C)		58081	0.6853				0.2221			
+B+C)		13287320	59.6086	13287191	129	99.9990	0.0010			
	Ill Istal Ballot (if plicable) tal (A) Voting Ill Istal Ballot (if plicable) tal (B) Voting Ill Istal Ballot (if plicable) tal (C) -B+C)	Voting III 13409791 Istal Ballot (if plicable) Voting III 405560 III 405560 III 405560 Voting III 8475606 III 8475606 III 8475606 III 8475606 III 8475606	Voting 419211 stal Ballot (if plicable) 0 stal (A) 13409791 13229239 voting 0 stal Ballot (if plicable) 0 0 stal (B) 405560 0 voting 11174 stal Ballot (if plicable) 8475606 46907 stal Ballot (if plicable) 0 stal (C) 8475606 58081 eB+C) 22290957 13287320	(1) (2) (3)=[(2)/(1)] *100 Voting	(1) (2) (3)=[(2)/(1)] (4) Voting	(1) (2) (3)=[(2]/(1)] *100 (4) (5)	(1) (2) (3)=[(2)/(1)] (4) (5) (6)=[(4)/(2)]* 100 Voting 419211 3.1262 419211 0 100.0000 Ital (A) 13409791 12810028 95.5274 12810028 0 100.0000 Voting 0 0.0000 0 0 0 0 0 Ital (A) 13409791 13229239 98.6536 13229239 0 100.0000 Voting 0 0.0000 0 0 0 0 0 Ital (B) 405560 0 0.0000 0 0 0 0 Voting 1174 0.1318 11045 129 98.8455 Ital (B) 405560 46907 0.5534 46907 0 100.0000 Stal Ballot (if plicable) 0 0.0000 0 0 0 0 Stal Ballot (if plicable) 0 0.0000 0 0 0 0 Voting 1174 0.1318 11045 129 98.8455 Ital (C) 8475606 58081 0.6853 57952 129 99.7779 BHC) 22290957 13287320 59.6086 13287191 129 99.9990			

To ratify the remuneration of the Cost Auditors for the financial year ending 31st March, 2023

Resolution required	l: (Ordinary / Special)			Ordinary						
Whether promoter/	promoter group are intere	ested in the agend	a/resolution?			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)]* 100		
	E-Voting		419211	3.1262	419211	0	100.0000	0.0000		
	Poll	13409791	12810028	95.5274	12810028	0	100.0000	0.0000		
Promoter and Promoter Group	Postal Ballot (if applicable)	15409791	0	0.0000	0	0	0	0		
*	Total (A)	13409791	13229239	98.6536	13229239	. 0	100.0000	0.0000		
····	E-Voting		. 0	0.0000	0	0	0	. 0		
	Poll	405560	0	0.0000	0	0	0	0		
Public- Institutions	Postal Ballot (if applicable)	403500	: 0	0.0000	0	0	0			
\	Total (B)	405560	0	0.0000		0	0.0000	·		
	E-Voting		11174	0.1318	11155	19	99.8300			
Public- Non	Poll	8475606	46907	0.5534	46907	0	100.0000	0.0000		
Institutions	Postal Ballot (if applicable)	8473000	0	0.0000	0	0	0	, c		
	Total (C)	8475606	58091	0.6853	58062	19	99.9673			
Tota	al (A+B+C)	22290957	13287320	59.6086	13287301	19	99.9999	0.0001		

Result: The Resolution was approved by requisite majority.

ITEM NO. 4

To appoint Mr. Sandeep Mehta as Independent Director of the Company.

	d: (Ordinary / Special)		<u> </u>			Ordinary		
	/promoter group are intere	sted in the agend	a/resolution?			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)]* 100
	E-Voting		419211	3.1262	419211	0	100.0000	0.0000
n	Poll	13409791	12810028	95.5274	12810028	0	100.0000	0.0000
Promoter and Promoter Group	Postal Ballot (if applicable)	13403731	0	0.0000	0	0	0	О
	Total (A)	13409791	13229239	98.6536	13229239	0	100.0000	0.0000
	E-Voting		0	0.0000	0	0	0	0
	Poll	405560	0	0.0000	0	0	0	0
Public- Institutions	Postal Ballot (if applicable)	403500	0	0.0000	0	0		0
	Total (B)	405560	0	0.0000	0	0	0.0000	
	E-Voting		11174	0.1318	11155	19		
Public- Non Institutions	Poll	8475606	46907	0.5534	46907	0	100.0000	0.0000
	Postal Ballot (if applicable)	3473000	0	0.0000	0	0	0	0
	Total (C)	8475606	58081	0.6853	58062	19	99.9673	0.0327
Tot	al (A+B+C)	22290957	13287320	59.6086	13287301	19	99.9999	0.0001

Result: The Resolution was approved by requisite majority.

To reappoint Mr. Adish Oswal as Managing Director of the Company.

	th Oswai as Managing Direc	tor or the compar	'''	1		Special		
	d: (Ordinary / Special)		a/resolution?			Yes		
Category	/promoter group are intere	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)]* 100
	E-Voting		419211	3.1262	419211	0	100.0000	0.0000
	Poll	13409791	12810028	95.5274	12810028	0	100.0000	0.0000
Promoter and Promoter Group	Postal Ballot (if applicable)	13409791	0	0.0000	0	0	0	0
	Total (A)	13409791	13229239	98.6536	13229239	. 0	100.0000	0.0000
	E-Voting		0	0.0000	0	0	0	0
	Poll	405560	0	0.0000	0	0	0	0
Public- Institutions	Postal Ballot (if applicable)	403300	0	0.0000	0	0	0	0
	Total (B)	405560	0	0.0000	0	0		
	E-Voting		11174	0.1318	11045	129		
Public- Non Institutions	Poll	8475606	46907	0.5534	46907	0	100.0000	0.0000
	Postal Ballot (if applicable)	8473000	0	0.0000	0	0	0	0
ı	Total (C)	8475606	58081	0.6853	57952	129	99.7779	0.2221
Tot	al (A+B+C)	22290957	13287320	59.6086	13287191	129	99.9990	0.0010

Result: The Resolution was approved by requisite majority.

ITEM NO. 6
To appoint Mr. Sanjeev Joshi as Independent Director of the Company.

	d: (Ordinary / Special)	ector of the comp				Ordinary		
	/promoter group are intere	sted in the agend	a/resolution?			No		
Category	Mode of voting	No. of shares	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
	E-Voting		419211	3.1262	419211	0	100.0000	0.0000
	Poll	13409791	12810028	95.5274	12810028	0	100.0000	0.0000
Promoter and Promoter Group	Postal Ballot (if applicable)	13409791	0	0.0000	0	0	0	0
	Total (A)	13409791	13229239	98.6536	13229239	0	100.0000	0.0000
	E-Voting		0	0.0000	0	0	0	0
	Poll	405560	0	0.0000	0	0	0	0
Public- Institutions	Postal Ballot (if applicable)	403300	0	0.0000	0	0	0	0
	Total (B)	405560	0	0.0000	0	0		
	E-Voting		11174	0.1318		20		
Public- Non	Poll	8475606	46907	0.5534	46907	0	100.0000	0.0000
Public- Non Institutions	Postal Ballot (if applicable)	8473000	О	0.0000	0	0	0	о
	Total (C)	8475606	58081	0.6853	58061	20	99.9656	0.0344
Tot	al (A+B+C)	22290957	13287320	59.6086	13287300	20	99.9998	0.0002

Result: The Resolution was approved by requisite majority.

	Bhatia as Independent Dire	ctor or the Compa	::·y	T		Ordinary		1 - 1 - 11 -
	d: (Ordinary / Special)		o/rosolution?			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)]* 100
	E-Voting		419211	3.1262	419211	0	100.0000	0.0000
	Poli	13409791	12810028	95.5274	12810028	0	100.0000	0.0000
Promoter and	Postal Ballot (if	15409/91						
Promoter Group	applicable)		. 0	0.0000	0	0	0	0
	Total (A)	13409791	13229239	98.6536	13229239	0	100.0000	0.0000
	E-Voting		0	0.0000	0	0	0	0
	Poll	405560	0	0.0000	0	0	0	0
Public- Institutions	Postal Ballot (if applicable)	403300	0	0.0000	0	. 0	O	0
	Total (B)	405560	0	0.0000	0	0	0.0000	0.0000
	E-Voting		11174	0.1318	11154	20	99.8210	0.1790
Public- Non Institutions	Poli	8475606	46907	0.5534	46907	0	100.0000	0.0000
	Postal Ballot (if applicable)	8475606	0	0.0000	0	0	0	0
	Total (C)	8475606	58081	0.6853	58061	20	99.9656	0.0344
Tot	tal (A+B+C)	22290957	13287320	59.6086	13287300	20	99.9998	0.0002

Result: The Resolution was approved by requisite majority.



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 Chairman
Vardhman Polytex Limited,
Vardhman Park, Chandigarh Road,
Ludhiana -141010

Subject: Consolidated Scrutinizer's Report for Remote E-voting and Physical Ballot Voting at the 42nd Annual General meeting (AGM) of the Company held on Monday, 26th September, 2022

The Board of Directors of the Company had appointed me as Scrutinizer for remote e-voting and also for Physical Ballot voting at the AGM in respect of below mentioned Seven resolutions proposed at the 42nd AGM of the company held on Monday, 26th September, 2022 at 11.00 A.M. at the registered office of the company.

Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company has confirmed that the notice convening the 42nd AGM of the company along with the instructions for the remote evoting and electronic voting at the AGM and the annual report for the financial year 2021-22 were sent through electronic mode to those members whose e-mail addresses were registered with the company/Depository Participant(s) for communication purposes in compliance with MCA Circulars dated 05th May, 2022, 13th January, 2021, 05th May, 2021, 13th April, 2020 and 8th April, 2020 (collectively referred to as 'MCA Circulars') and SEBI circulars dated 13th May, 2022, 15th January, 2021 and 12th May, 2020 (collectively referred to as 'SEBI Circulars').

The Company has published a notice in this regard in Financial Express (news paper in English) and Desh Sewak (newspaper in Punjabi) on 03.09.2022.

Pursuant to Section 108 of the Act read with the Rules and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company has provided remote e-voting facility and also Physical Ballot voting facility at the AGM to its members in respect of business to be transacted at AGM.

Office: #306, 3rd Floor, Noble Enclave, Bhai wala chown Ferozepia Road, Ludhiana, Punjab - 141001 Mobile: +91 98141-11799, 988888-9186 | Office: 0161-4611799 | E-Mail: ashwani pcs@yahoo.co.in

The Company had appointed Central Depository Services Limited (CDSL) as the service provider, for the facility of Remote e-voting facility to those members of the company.

Cut-off date: 19th September, 2022

Remote e-voting commencement date: 23rd September, 2022 at 09.00 am Remote e-voting end date: 25th September, 2022 at 05.00 pm

The Meeting was concluded at 11:30AM. On completion of physical ballot voting at the AGM, the results of the physical ballot voting by members at the AGM as well as remote e-voting done through CDSL platform were unblocked by me, downloaded and diligently scrutinized.

The management of the Company is responsible to ensure compliance with the requirements of the Act, Rules, Circulars issued by MCA & SEBI relating to remote E-voting and physical ballot voting at the AGM on the resolutions contained in the notice of the AGM. My responsibility as scrutinizer for the remote e-voting and physical ballot voting at the AGM is to report on the votes cast in favour or against the resolutions based on the available data.



1. The Results of the voting is as under: Resolution 1: Ordinary Resolution:

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2022, together with the Reports of Auditors and Directors thereon and the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2022, together with the Report of Auditors thereon:

Number of Members voted	Number of Shares	% of the total Paid Up Share
	Voted	Capital
84	13287320	59.60%

	Remote E- Voting		Ballot Vot	ing at AGM	Total		
	No. of	No. of	No. of	No. of	No. of	%age	
	Members	Shares	Members	Shares	Shares		
Assent	34	430366	49	12856935	13287301	99.99	
Dissent	1	19	0	0	19	0.01	
Total	35	430385	49	12856935	13287320	100	

RESULT FOR RESOLUTION-1



2 The Results of the voting is as under: Resolution 2: Ordinary Resolution:

To appoint a Director in place of Mr. Suresh Kumar Banka (DIN- 08847246), who retires by rotation in accordance with Articles of Association and being eligible, offers himself for re appointment:

Number of Members voted	Number of Shares	% of the total Paid Up Share
	Voted	Capital
84	13287320	59.60%

	Remote	Remote E- Voting		ing at AGM	Total	
	No. of	No. of	No. of	No. of	No. of	%age
	Members	Shares	Members	Shares	Shares	
Assent	32	430256	49	12856935	13287191	99.99
Dissent	3	129	0	0	129	0.01
Total	35	430385	49	12856935	13287320	100

RESULT FOR RESOLUTION-2



3 The Results of the voting is as under: Resolution 3: Ordinary Resolution:

To ratify the remuneration of the Cost Auditors for the financial year ending 31st March, 2023.:

Number of Members voted	Number of Shares	% of the total Paid Up Share		
	Voted	Capital		
84	13287320	59.60%		

	Remote E- Voting		Ballot Voting at AGM		Total	
	No. of	No. of	No. of	No. of	No. of	%age
	Members	Shares	Members	Shares	Shares	
Assent	34	430366	49	12856935	13287301	99.99
Dissent	1	19	0	0	19	0.01
Total	35	430385	49	12856935	13287320	100

RESULT FOR RESOLUTION-3



4 The Results of the voting is as under: Resolution 4: Ordinary Resolution:

Appointment of Mr. Sandeep Mehta (DIN: 09439403) as Independent Director.:

Number of Members voted	Number of Shares	% of the total Paid Up Share	
	Voted	Capital	
84	13287320	59.60%	

	Remote E- Voting		Ballot Voting at AGM		Total	
	No. of	No. of	No. of	No. of	No. of	%age
	Members	Shares	Members	Shares	Shares	
Assent	34	430366	49	12856935	13287301	99.99
Dissent	1	19	0	0	19	0.01
Total	35	430385	49	12856935	13287320	100

RESULT FOR RESOLUTION-4



5. The Results of the voting is as under:

Resolution 5: Special Resolution:

Reappointment of Mr. Adish Oswal (DIN: 00009710) as Managing Director of the company:

Number of Shares	% of the total Paid Up Share	
Voted	Capital	
13287320	59.60%	
	Voted	

	Remote E- Voting		Ballot Voting at AGM		Total	
	No. of	No. of	No. of	No. of	No. of	%age
	Members	Shares	Members	Shares	Shares	
Assent	32	430256	49	12856935	13287191	99.99
Dissent	3	129	0	0	129	0.01
Total	35	430385	49	12856935	13287320	100

RESULT FOR RESOLUTION-5



6. The Results of the voting is as under:

Resolution 6: Ordinary Resolution:

Appointment of Mr. Sanjeev Joshi as Independent Director:

Number of Members voted	Number of Shares	% of the total Paid Up Share
	Voted	Capital
84	13287320	59.60%

	Remote E- Voting		Ballot Voting at AGM		Total	
- · · · · · · · · · · · · · · · · · · ·	No. of	No. of	No. of	No. of	No. of	%age
	Members	Shares	Members	Shares	Shares	
Assent	33	430365	49	12856935	13287300	99.99
Dissent	2	20	0	0	20	0.01
Total	35	430385	49	12856935	13287320	100

RESULT FOR RESOLUTION-6



7. The Results of the voting is as under:

Resolution 7: Ordinary Resolution:

Appointment of Mr. Sagar Bhatia as Independent Director.:

Number of Members voted	Number of Shares	% of the total Paid Up Share	
	Voted	Capital	
84	13287320	59.60%	

	Remote E- Voting		Ballot Voting at AGM		Total	
	No. of	No. of	No. of	No. of	No. of	%age
	Members	Shares	Members	Shares	Shares	
Assent	33	430365	49	12856935	13287300	99.99
Dissent	2	20	0	0	20	0.01
Total	35	430385	49	12856935	13287320	100

RESULT FOR RESOLUTION-7

The above resolution has been passed with requisite majority.

I, hereby confirm that, I am maintaining the Registers received from the Service Provider electronically, in respect of the votes cast through e-voting and physical ballot voting at the AGM. I shall be arranging to hand over these records to you or such other person authorised by you.

Thanking You,

Date: 26.09.2022

For Khanna Ashwani & Associates

Practicing Company Secretary

FCS- 3254, C.P No. 2220

Scrutinizer UDIN: F003254D001045328