



REF: VPL: SCY: JAN: 2018-19

Dated: 29.01.2019

<p>The Listing Department, NATIONAL STOCK EXCHANGE OF INDIA LTD. "Exchange Plaza" Bandra – Kurla Complex, Bandra (East), Mumbai- 400 051 Scrip Code: VARDMNPOLY</p>	<p>The Listing Department, BSE LIMITED 25<sup>th</sup> Floor, P.J. Towers, Dalal Street, Fort, Mumbai- 400 001 Scrip Code: 514175</p>
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**SUBJECT: VOTING RESULTS OF EXTRAORDINARY GENERAL MEETING (EGM) OF THE MEMBERS OF THE COMPANY HELD ON MONDAY, 28<sup>TH</sup> JANUARY, 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 Extraordinary General Meeting of the Company held on Monday, 28<sup>th</sup> January, 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 29<sup>th</sup> January, 2019, pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014.

We request you to kindly take the same on record.

Thanking you,

**Yours faithfully  
FOR VARDHMAN POLYTEX LTD**

**AJAY K. RATRA  
(COMPANY SECRETARY)**



## Voting Results of Extra Ordinary General Meeting (EGM) held on 28.01.2019 of Vardhman Polytex Limited

Date of the AGM/EGM	28th January, 2019
Total number of shareholders on record date	17444
No. of shareholders present in the meeting either in person or through proxy:	37
Promoters and Promoter Group:	20
Public:	17
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	NIL
Public:	NIL
Mode of Voting	E-voting and Poll

**ITEM WISE DISCLOSURE:**

The Agenda item wise disclosure of the voting results of the business transacted at the Extraordinary General Meeting (EGM) of the members of the Company held on Monday, 28th January, 2019 is enclosed. Further, a copy of result declared for the EGM along with Scrutinizer's Report is also being placed on the website of the Company at www.vpl.in and on the website of Central Depository Services (India) Limited (CDSL) at www.evotingindia.com.

**ITEM NO. 1:****Holding of office or place of profit/employment by Mr. Adish Oswal, as Chief Operating Officer of the Company**

Resolution required: (Ordinary/ Special)			Ordinary					
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 favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	13,414,652	0	0.00%	0	0	100.00%	0.00
	Poll		0	0.00%	0	0	0.00%	0.00
	Postal Ballot (if applicable)							
	Total		13,414,652	0	0.00%	0	0	100.00%
Public- Institutions	E-Voting	259,162	NIL	NIL	NIL	NIL	NIL	NIL
	Poll							
	Postal Ballot (if applicable)							
	Total		259,162	NIL	NIL	NIL	NIL	NIL
Public- Non Institutions	E-Voting	8,617,143	499	0.01%	391	108	78.36%	21.64
	Poll		79,636	0.92%	79,636	0	100.00%	0.00
	Postal Ballot (if applicable)							
	Total		8,617,143	80,135	0.93%	80,027	108	99.87%
Total		22,290,957	80,135	0.36%	80,027	108	99.87%	0.13

The resolution for Item No. 1 was passed 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 LTD,  
Vardhman Park, Chandigarh Road,  
Ludhiana-141123, PB (IN)

Dear Sir,

Extra Ordinary General Meeting of the Equity Shareholders of **VARDHMAN POLYTEX LTD** held on 28.01.2019 at 11:00 AM at the Registered Office of the Company at Vardhman Park, Chandigarh Road, Ludhiana-141123, PB (IN).

I, **Ashwani Khanna**, Proprietor of **Khanna Ashwani & Associates**, Company Secretaries (M. No.-3254, C.P. No.-2220) Firm having its registered office – **Office No. 4, 2nd Floor, Guru Har Rai Complex, Industrial Estate Road, Opp Manju Cinema, Dholewal, Ludhiana**, was appointed as a Scrutinizer by the Board of Directors of **VARDHMAN POLYTEX LTD**, ("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 Extra Ordinary General Meeting of the Equity Shareholders of the Company held on 28.01.2019 at 11:00 AM at the Registered Office of the Company at Vardhman Park, Chandigarh Road, Ludhiana-141123, PB (IN), submit our report as under.

1. The remote e-voting period commenced on **25<sup>th</sup> January, 2019 (9.00 A.M)** and ended on **27<sup>th</sup> January, 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 Extra Ordinary 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 Consolidated 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 Extra Ordinary General Meeting.



4. The Results of the voting is as under:

**A) RESOLUTION 1: ORDINARY RESOLUTION: HOLDING OF OFFICE OR PLACE OF PROFIT/EMPLOYMENT BY MR. ADISH OSWAL, AS CHIEF OPERATING OFFICER OF THE COMPANY**

**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
6	391	78.36 %

b) Voted **against** the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
2	108	21.64 %

c) **Invalid** votes:

Total Number of members whose votes are invalid	Total number of shares held by them
0	0

**ii. Voting through 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
17	79636	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	0.00

c) **Invalid** votes:

Total Number of members whose votes are invalid	Total number of shares held by them
0	0

iii. Consolidated E-Voting and Ballot

Manner of Voting	Votes in the Favour of Resolution			Votes Against Resolution			Invalid Votes		
	No. of Members	Nos. of Votes Cast	%age of valid votes cast	No. of Members	Nos. of Votes Cast	%age of valid votes cast	No. of Members	Nos. of Votes Cast	%age of invalid votes cast
Remote Voting	0	0	-	-	-	-	-	-	-
Physical Voting	17	79636	100%	-	-	-	-	-	-
e-voting	6	391	78.36%	2	108	21.64%	-	-	-
<b>Total</b>	<b>23</b>	<b>80027</b>	<b>99.86%</b>	<b>2</b>	<b>108</b>	<b>0.14%</b>	-	-	-



**RESULT FOR RESOLUTION-1**

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

Thanking You,

Yours Faithfully  
For Khanna Ashwani & Associates



Ashwani Khanna

Practicing Company Secretary

FCS-3254

C.P No.2220

Scrutinizer

Place: Ludhiana

Date: 29.01.2019

We the undersigned witness that the votes were unblocked from the e-voting website of Central Depository Services (India) Limited ([www.evotingindia.com](http://www.evotingindia.com)) and also votes polled through ballot were opened and processed in our presence at 11:40 A.M. on 28<sup>th</sup> January, 2019.

A handwritten signature in blue ink that reads "Daljeet Singh".

(Daljeet Singh)

H. No. - 2721, St No. 3, Chet Singh Nagar,  
Radha Swami Road, Gill Road, Ludhiana - 141003

A handwritten signature in blue ink that reads "Dyuti".

(Dyuti Ghai)

63, Model Town, Samrala Road,  
Khanna, Punjab - 141401