



19.08.2023

<p>The Listing Department, National Stock Exchange of India Limited "Exchange Plaza", C-1, Block-G, Bandra - Kurla Complex, Bandra (E), Mumbai - 400051</p> <p>SCRIP CODE: VARDMNPOLY</p>	<p>The Listing Department, BSE Limited 25th Floor, P.J. Towers, Dalal Street Fort, Mumbai- 400001</p> <p>SCRIP CODE: 514175</p>
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Subject: VOTING RESULTS AND SCRUTINIZER'S REPORT REGARDING 43rd ANNUAL GENERAL MEETING OF THE MEMBERS OF THE COMPANY

Dear Sir/ Madam,

In compliance with the provisions of Regulation 44(3) read with 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 19th August, 2023 in respect of 43rd Annual General Meeting of the company held on Friday, 18th August, 2023 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 18.08.2023	
Date of AGM	18.08.2023
Record date	11.08.2023
Total number of shareholders on record date	14345
No. of shareholders present in the meeting in person or through Proxy:	
a) Promoters and Promoter group	20
b) Public	17
No. of shareholders attended the meeting through video conferencing:	
a) Promoters and Promoter group	0
b) Public	0

ITEM NO. 1

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2023, together with the Reports of Auditors and Directors thereon.

Resolution required: (Ordinary / Special)				Ordinary				
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 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
Promoter and Promoter Group	E-Voting	13409791	0	0.0000	0	0	0.0000	0.0000
	Poll		13281933	99.0465	13281933	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total (A)		13409791	13281933	99.0465	13281933	0	100.0000
Public- Institutions	E-Voting	341087	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total (B)		341087	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	8540079	8395	0.0983	8271	124	98.5229	1.4771
	Poll		25092	0.2938	25092	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total (C)		8540079	33487	0.3921	33363	124	198.5229
Total (A+B+C)		22290957	13315420	59.7346	13315296	124	99.9991	0.0009

Result: The Resolution was approved by requisite majority.

ITEM NO. 2

To appoint a Director in place of Mr. Adish Oswal (DIN-00009710), who retires by rotation in accordance with Articles of Association and being eligible, offers himself for re-appointment.

Resolution required: (Ordinary / Special)				Ordinary				
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 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
Promoter and Promoter Group	E-Voting	13409791	0	0.0000	0	0	0.0000	0.0000
	Poll		13281933	99.0465	13281933	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total (A)		13409791	13281933	99.0465	13281933	0	100.0000
Public- Institutions	E-Voting	341087	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total (B)		341087	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	8540079	8395	0.0983	8221	174	97.9273	2.0727
	Poll		25092	0.2938	25092	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total (C)		8540079	33487	0.3921	33313	174	99.4804
Total (A+B+C)		22290957	13315420	59.7346	13315246	174	99.9987	0.0013

Result: The Resolution was approved by requisite majority.

ITEM NO. 3

To approve payment of Remuneration to Mr. Adish Oswal (DIN: 00009710), Chairman and Managing Director of the company.

Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
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
Promoter and Promoter Group	E-Voting	13409791	0	0.0000	0	0	0.0000	0.0000
	Poll		12790908	95.3848	12790908	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total (A)		13409791	12790908	95.3848	12790908	0	100.0000
Public- Institutions	E-Voting	341087	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total (B)		341087	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	8540079	8395	0.0983	8221	174	97.9273	2.0727
	Poll		25092	0.2938	25092	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total (C)		8540079	33487	0.3921	33313	174	99.4804
Total (A+B+C)		22290957	12824395	57.5318	12824221	174	99.9986	0.0014

Result: The Resolution was approved by requisite majority.

ITEM NO. 4

To ratify the remuneration of the Cost Auditors for the financial year ending 31st March, 2024

Resolution required: (Ordinary / Special)				Ordinary				
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 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
Promoter and Promoter Group	E-Voting	13409791	0	0.0000	0	0	0.0000	0.0000
	Poll		13281933	99.0465	13281933	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total (A)		13409791	13281933	99.0465	13281933	0	100.0000
Public- Institutions	E-Voting	341087	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total (B)		341087	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	8540079	8395	0.0983	8221	174	97.9273	2.0727
	Poll		25092	0.2938	25092	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total (C)		8540079	33487	0.3921	33313	174	99.4804
Total (A+B+C)		22290957	13315420	59.7346	13315246	174	99.9987	0.0013

Result: The Resolution was approved by requisite majority.

ITEM NO. 5

To appoint Mrs. Sanchi Taneja (DIN: 08857114) as Independent Director.

Resolution required: (Ordinary / Special)				Special				
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 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
Promoter and Promoter Group	E-Voting	13409791	0	0.0000	0	0	0.0000	0.0000
	Poll		13281933	99.0465	13281933	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total (A)		13409791	13281933	99.0465	13281933	0	100.0000
Public- Institutions	E-Voting	341087	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total (B)		341087	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	8540079	8395	0.0983	8221	174	97.9273	2.0727
	Poll		25092	0.2938	25092	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total (C)		8540079	33487	0.3921	33313	174	99.4804
Total (A+B+C)		22290957	13315420	59.7346	13315246	174	99.9987	0.0013

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 43rd Annual General Meeting (AGM) of the Company held on Friday, 18th August, 2023.

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 Five resolutions proposed at the 43rd AGM of the company held on Friday, 18th August, 2023 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 43rd AGM of the company along with the instructions for the remote e-voting and voting at the AGM and the annual report for the financial year 2022-23 were sent through electronic mode to those members whose e-mail addresses were registered with the company/Depository Participant(s).

The Company has published a notice in this regard in Financial Express (Newspaper in English) and Desh Sewak (newspaper in Punjabi) on 27.07.2023.

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.

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



Cut-off date: 11th August, 2023
Remote e-voting commencement date: 15th August, 2023 at 09.00 am
Remote e-voting end date: 17th August, 2023 at 05.00 pm

The Meeting was concluded at 11:45AM. 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, 2023, together with the Reports of Auditors and Directors thereon.

Number of Members voted	Number of Shares Voted	% of the total Paid Up Share Capital
74	13315420	59.73%

	Remote E- Voting		Ballot Voting at AGM		Total	
	No. of Members	No. of Shares	No. of Members	No. of Shares	No. of Shares	%age
Assent	35	8271	37	13307025	13315296	99.99
Dissent	2	124	0	0	124	0.01
Total	37	8395	37	13307025	13315420	100

RESULT FOR RESOLUTION-1

The above resolution has been passed with requisite majority.



2 The Results of the voting is as under:

Resolution 2: Ordinary Resolution:

To appoint a Director in place of Mr. Adish Oswal (DIN- 00009710), 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 Voted	% of the total Paid Up Share Capital
74	13315420	59.73%

	Remote E- Voting		Ballot Voting at AGM		Total	
	No. of Members	No. of Shares	No. of Members	No. of Shares	No. of Shares	%age
Assent	34	8221	37	13307025	13315246	99.99
Dissent	3	174	0	0	174	0.01
Total	37	8395	37	13307025	13315420	100

RESULT FOR RESOLUTION-2

The above resolution has been passed with requisite majority.



3 The Results of the voting is as under:

Resolution 3: Ordinary Resolution:

To approve payment of remuneration to Mr. Adish Oswal (DIN: 00009710), Chairman and Managing Director of the Company:

Number of Members voted	Number of Shares Voted	% of the total Paid Up Share Capital
71	12824395	57.53%

	Remote E- Voting		Ballot Voting at AGM		Total	
	No. of Members	No. of Shares	No. of Members	No. of Shares	No. of Shares	% age
Assent	34	8221	34	12816000	12824221	99.99
Dissent	3	174	0	0	174	0.01
Total	37	8395	34	12816000	12824395	100

RESULT FOR RESOLUTION-3

The above resolution has been passed with requisite majority.



4 The Results of the voting is as under:

Resolution 4: Special Resolution:

To ratify the remuneration of the Cost Auditors for the financial year ending 31st March, 2024:

Number of Members voted	Number of Shares Voted	% of the total Paid Up Share Capital
74	13315420	59.73%

	Remote E- Voting		Ballot Voting at AGM		Total	
	No. of Members	No. of Shares	No. of Members	No. of Shares	No. of Shares	% age
Assent	34	8221	37	13307025	13315246	99.99
Dissent	3	174	0	0	174	0.01
Total	37	8395	37	13307025	13315420	100

RESULT FOR RESOLUTION-4

The above resolution has been passed with requisite majority.



5. The Results of the voting is as under:

Resolution 5: Special Resolution:

To appoint Mrs. Sanchi Taneja (DIN: 08857114) as Independent Director.

Number of Members voted	Number of Shares Voted	% of the total Paid Up Share Capital
74	13315420	59.73%

	Remote E- Voting		Ballot Voting at AGM		Total	
	No. of Members	No. of Shares	No. of Members	No. of Shares	No. of Shares	%age
Assent	34	8221	37	13307025	13315246	99.99
Dissent	3	174	0	0	174	0.01
Total	37	8395	37	13307025	13315420	100

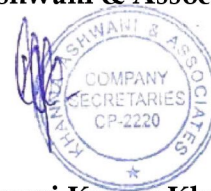
RESULT FOR RESOLUTION-5

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 authorized by you.

**Thanking You,
For Khanna Ashwani & Associates**



Date: 19.08.2023

**Ashwani Kumar Khanna
Practicing Company Secretary
FCS- 3254, C.P No. 2220
Scrutinizer
UDIN: F003254E000827704**