



VARDHMAN HOLDINGS LIMITED

Registered Office: Chandigarh Road, Ludhiana – 141 010 (Punjab), India.
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PAN No.: AABCV8088P; CIN: L17111PB1962PLC002463
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REVISED REPORT OF VARDHMAN HOLDINGS LIMITED

Ref.VHL:SCY:SEPT:2014-15

DATED: 27.09.2014

The National Stock Exchange of India Ltd.,
"Exchange Plaza",
Bandra-Kurla Complex,
Bandra (East),
MUMBAI.

SUB: COMPLIANCE OF CLAUSE-35 A OF THE LISTING AGREEMENT.

Sir,

Pursuant to the provisions of Clause - 35 A of the Listing Agreement, we write to inform you that the members of the Company at the 50th Annual General Meeting held on 25th September, 2014 at 3.00 P.M at the Registered Office of the Company transacted the following business:

Details of Voting Results

Date of AGM	25 th September, 2014
Total number of shareholders on record date (Book closure date-27 th August, 2014 to 25 th September, 2014.	7217
No. of Shareholders present in the meeting either in person or through proxy:	
c) Promoter and Promoter group:	9
d) Public:	50
No. of Shareholders attended the meeting through video conferencing:	



a) Promoter and Promoter group:	NIL
b) Public:	NIL
Mode of Voting	E-voting and Poll


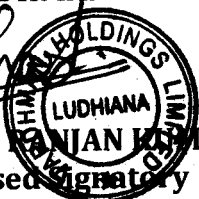
OUTCOME OF THE ANNUAL GENERAL MEETING OF THE MEMBERS OF THE COMPANY:

The Annual General Meeting of the members of the Company was held on Thursday, 25th September, 2014 at 3.00 P.M at the Registered Office of the Company. The mode of voting was by way of Poll/ E- voting. The shareholders transacted the business as provided in **ANNEXURE.**

You are requested to take the same on record.

Thanking you,
Yours faithfully,

For VARDHMAN HOLDINGS LIMITED



(SHASHI ANJAN KUMAR)
 Authorised Signatory

Particulars	Promoter/Public	No. Of Shares Held	No. Of Votes Polled (E-Voting/Poll)	% 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	Voting Results
RESOLUTION NO. 1									
Adoption of Audited Annual Accounts of the Company as at 31st March, 2014. (Ordinary Resolution)	Promoter and Promoter Group	23,90,441	23,79,280	99.53	23,79,280	0	100.00	0	Resolution was passed with Requisite majority.
	Public - Institutional holders	1,31,173	95,692	72.95	95,692	0	100.00	0	
	Public-Others	6,69,922	6,530	0.97	6,530	0	100.00	0	
	TOTAL	31,91,536	24,81,502	77.75	24,81,502	0	100.00	0	
RESOLUTION NO.2									
Declaration of Dividend on equity shares. (Ordinary Resolution)	Promoter and Promoter Group	23,90,441	23,79,280	99.53	23,79,280	0	100.00	0	Resolution was passed with Requisite majority.
	Public - Institutional holders	1,31,173	95,692	72.95	95,692	0	100.00	0	
	Public-Others	6,69,922	6,530	0.97	6,440	90	98.62	1.38	
	TOTAL	31,91,536	24,81,502	77.75	24,81,412	90	99.996	0.004	
RESOLUTION NO.3									
Re-appointment of Mr. Sachit Jain who retires by rotation. (Ordinary Resolution)	Promoter and Promoter Group	23,90,441	23,49,729	98.30	23,49,729	0	100.00	0.00	Resolution was passed with Requisite majority.
	Public - Institutional holders	1,31,173	95,692	72.95	95,692	0	100.00	0.00	
	Public-Others	6,69,922	6,530	0.97	6,530	0	100.00	0.00	
	TOTAL	31,91,536	24,51,951	76.83	24,51,951	0	100.00	0.00	
RESOLUTION NO.4									
Appointment of Statutory Auditors of the Company. (Ordinary Resolution)	Promoter and Promoter Group	23,90,441	23,79,280	99.53	23,79,280	0	100.00	0.00	Resolution was passed with Requisite majority.
	Public - Institutional holders	1,31,173	95,692	72.95	95,692	0	100.00	0.00	
	Public-Others	6,69,922	6,530	0.97	6,530	0	100.00	0.00	
	TOTAL	31,91,536	24,81,502	77.75	24,81,502	0	100.00	0.00	
RESOLUTION NO.5									
Appointment of Mr. Surinder Singh Bagai as an Independent Director of the Company. (Ordinary Resolution)	Promoter and Promoter Group	23,90,441	23,79,280	99.53	23,79,280	0	100.00	0.00	Resolution was passed with Requisite majority.
	Public - Institutional holders	1,31,173	95,692	72.95	95,692	0	100.00	0.00	
	Public-Others	6,69,922	6,530	0.97	6,530	0	100.00	0.00	
	TOTAL	31,91,536	24,81,502	77.75	24,81,502	0	100.00	0.00	



RESOLUTION NO.6 Appointment of Mr. Jagdish Rai Singal as an Independent Director of the Company. (Ordinary Resolution)	Promoter and Promoter Group	23,90,441	23,79,280	99.53	23,79,280	0	100.00	0.00	Resolution was passed with Requisite majority.
	Public - Institutional holders	1,31,173	95,692	72.95	95,692	0	100.00	0.00	
	Public-Others	6,69,922	6530	0.97	6530	0	100.00	0.00	
	TOTAL	31,91,536	24,81,502	77.75	24,81,502	0	100.00	0.00	

RESOLUTION NO.7 Appointment of Mr. Satpal Kanwar as an Independent Director of the Company. (Ordinary Resolution)	Promoter and Promoter Group	23,90,441	23,79,280	99.53	23,79,280	0	100.00	0.00	Resolution was passed with Requisite majority.
	Public - Institutional holders	1,31,173	95,692	72.95	95,692	0	100.00	0.00	
	Public-Others	6,69,922	3288	0.49	3288	0	100.00	0.00	
	TOTAL	31,91,536	24,78,260	77.65	24,78,260	0	100.00	0.00	

RESOLUTION NO.8 Appointment of Mr. Om Prakash Sharma as an Independent Director of the Company. (Ordinary Resolution)	Promoter and Promoter Group	23,90,441	23,79,280	99.53	23,79,280	0	100.00	0.00	Resolution was passed with Requisite majority.
	Public - Institutional holders	1,31,173	95,692	72.95	95,692	0	100.00	0.00	
	Public-Others	6,69,922	6530	0.97	6530	0	100.00	0.00	
	TOTAL	31,91,536	24,81,502	77.75	24,81,502	0	100.00	0.00	

RESOLUTION NO.9 Appointment of Mrs. Apinder Sodhi as an Independent Director of the Company. (Ordinary Resolution)	Promoter and Promoter Group	23,90,441	23,79,280	99.53	23,79,280	0	100.00	0.00	Resolution was passed with Requisite majority.
	Public - Institutional holders	1,31,173	95,692	72.95	95,692	0	100.00	0.00	
	Public-Others	6,69,922	6530	0.97	6530	0	100.00	0.00	
	TOTAL	31,91,536	24,81,502	77.75	24,81,502	0	100.00	0.00	

RESOLUTION NO.10 To adopt new set of Articles of Association of the Company. (Special Resolution)	Promoter and Promoter Group	23,90,441	23,79,280	99.53	23,79,280	0	100.00	0.00	Resolution was passed with Requisite majority.
	Public - Institutional holders	1,31,173	95,692	72.95	95,692	0	100.00	0.00	
	Public-Others	6,69,922	6530	0.97	6530	0	100.00	0.00	
	TOTAL	31,91,536	24,81,502	77.75	24,81,502	0	100.00	0.00	

RESOLUTION NO.11 To increase the sitting fees being paid to Independent Directors of the Company and Nominee Director. (Special Resolution)	Promoter and Promoter Group	23,90,441	23,79,280	99.53	23,79,280	0	100.00	0.00	Resolution was passed with Requisite majority.
	Public - Institutional holders	1,31,173	95,692	72.95	95,692	0	100.00	0.00	
	Public-Others	6,69,922	3288	0.49	3288	0	100.00	0.00	
	TOTAL	31,91,536	24,78,260	77.65	24,78,260	0	100.00	0.00	

