



Vardhmān

Delivering Excellence. Since 1965.

VARDHMAN HOLDINGS LIMITED

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E: secretarial.lud@vardhman.com

Ref. **VHL:SCY:SEP:2021-2022**

Dated: **30.09.2021**

BSE Limited, 1st Floor, New Trading Ring, Rotunda Building, P.J Towers, Dalal Street, Fort, Mumbai -400 001. Scrip Code: 500439	The National Stock Exchange of India Limited, “Exchange Plaza”, Bandra-Kurla Complex, Bandra (East), Mumbai – 400 051 Scrip Code: VHL
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SUB: 57TH ANNUAL GENERAL MEETING – SCRUTINIZER REPORT

In respect of the 57th Annual General Meeting of the Company held on 28th September, 2021, please find enclosed herewith Report of Scrutinizer dated 28th September, 2021 pursuant to Section 108 and 109 of the Companies Act, 2013 and Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014.

Kindly note that the meeting commenced at 03:00 p.m. and concluded at 03:20 p.m.

You are requested to take the same on record.

Thanking you,
Yours faithfully,

For Vardhman Holdings Limited

(Swati Mangla)
Company Secretary



YARNS | FABRICS | THREADS | GARMENTS | FIBRES | STEELS

PAN NO.: AABCV8088P CIN: LI7111PB1962PLC002463

WWW.VARDHMAN.COM

HARSH GOYAL & ASSOCIATES

COMPANY SECRETARIES

4TH FLOOR, NOBLE ENCLAVE, BHAI WALA CHOWK, FEROZEPUR ROAD, LUDHIANA.
PHONES : (O) 0161-2772872, (M) : 98140-09461, FAX : 0161-5018501.

28thSeptember, 2021

The Chairman of
57th Annual General Meeting of
Vardhman Holdings Limited
CIN: L17111PB1962PLC002463
Regd. Off: Vardhman Premises,
Chandigarh Road,
Ludhiana,
Punjab 141010

Subject: Consolidated Scrutinizer's Report for Remote E-voting and Electronic Voting at the 57th Annual General meeting (AGM) of the Company held on Tuesday, 28th September, 2021

The Board of Directors of the Company at its meeting held on 26.05.2021 had appointed me as Scrutinizer for remote e-voting and also for electronic voting at the AGM in respect of below mentioned resolutions proposed at the 57th AGM of the company held on Tuesday, 28th September, 2021 at 3.00 p.m. (IST) through video conferencing/ other audio-visual means.

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 57th AGM of the company along with the instructions for the remote e-voting and electronic voting at the AGM and the annual report for the financial year 2020-21 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 applicable MCA Circulars dated 13th January, 2021, 5th May, 2020, 13th April, 2020 and 8th April, 2020(collectively referred to as 'MCA Circulars') and SEBI circulars dated 15th January, 2021and 12th May, 2020(collectively referred to as 'SEBI Circulars')



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The Company has published a notice in this regard in Business Standard (news paper in English) and Desh Sewak (newspaper in Punjabi) on 04.09.2021.

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 electronic 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 as well as electronic voting facility at the AGM to those members of the company who had not cast their vote through remote e-voting.

Cut-off date:	21 st September, 2021
Remote e-voting commencement date:	25 th September, 2021 at 09.00 am
Remote e-voting end date:	27 th September, 2021 at 05.00 pm

On completion of electronic voting at the AGM, the results of the remote e-voting and electronic voting by members at the AGM, on the CDSL e-voting 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 electronic voting at the AGM on the resolutions contained in the notice of the AGM. My responsibility as scrutinizer for the remote e-voting and electronic voting at the AGM is to report on the votes cast in favour or against the resolutions based on the available data.

Contd...3



The results of the remote e-voting and electronic voting are as under:

Ordinary Business-

Item No. 1 Ordinary Resolution

Adoption of Audited Financial Statements of the Company together with the reports of Board of Directors and Auditors thereon for the financial year ended 31st March, 2021

No. of Members who cast their vote	No. of shares voted	% of Total paid-up share capital
63	2392424	74.96

	Remote e-voting		Electronic Voting at the AGM		Total	
	No. of Members	No. of Shares	No. of Members	No. of Shares	No. of Shares	%age
Assent	59	2392374	1	25	2392399	100
Dissent	3	25	0	0	25	0*
Total	62	2392399	1	25	2392424	100

*Negligible percentage. Hence ignored.

Item No. 2 Ordinary Resolution

Declaration of dividend of Rs. 5 per equity share for the year ended March 31, 2021

No. of Members who cast their vote	No. of shares voted	% of Total share capital
63	2392424	74.96

	Remote e-voting		Electronic Voting at the AGM		Total	
	No. of Members	No. of Shares	No. of Members	No. of Shares	No. of Shares	%age
Assent	60	2392375	1	25	2392400	100
Dissent	2	24	0	0	24	0*
Total	62	2392399	1	25	2392424	100

*Negligible percentage. Hence ignored.



Item No. 3a- Ordinary Resolution

Re-appointment of Mrs. Suchita Jain as a Director liable to retire by rotation.

No. of Members who cast their vote	No. of shares voted	% of Total share capital
63	2392424	74.96

	Remote e-voting		Electronic Voting at the AGM		Total	
	No. of Members	No. of Shares	No. of Members	No. of Shares	No. of Shares	%age
Assent	57	2392361	1	25	2392386	100
Dissent	5	38	0	0	38	0*
Total	62	2392399	1	25	2392424	100

*Negligible percentage. Hence ignored.

Item No. 3b- Ordinary Resolution

Resolve not to fill vacancy caused due to retirement by rotation of Mr. Chaman Lal Jain, Non - Executive Director of the Company.

No. of Members who cast their vote	No. of shares voted	% of Total share capital
62	2392324	74.96

	Remote e-voting		Electronic Voting at the AGM		Total	
	No. of Members	No. of Shares	No. of Members	No. of Shares	No. of Shares	%age
Assent	56	2392257	1	25	2392282	100
Dissent	5	42	0	0	42	0*
Total	61	2392299	1	25	2392324	100

*Negligible percentage. Hence ignored.

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All the above Resolutions have been passed by the members 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 electronic voting at the AGM. I shall be arranging to hand over these records to you or such other person authorised by you.

For Harsh Goyal & Associates
Company Secretaries



(Harsh Kumar Goyal)

Prop.

FCS: 3314

CP: 2802

Place : Ludhiana

Date: 28.09.2021

UDIN :F003314C001023234