



Vardhmān POLYTEX LIMITED

CIN - L17112 PB 1980 PLC00442

Corporate & Regd. Office : 341, K-1, Mundian Khurd, P.O. Sahabana,

Chandigarh Road, Ludhiana-141123 Punjab (INDIA)

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REF: VPL: SCY: SEP: 2014-15

Dated: 30.09.2014

The Listing Department,
NATIONAL STOCK EXCHANGE OF INDIA LTD,
"Exchange Plaza"
Bandra - Kurla Complex,
Bandra (East),
Mumbai- 400 051
Scrip Code: VARDMNPOLY

The Listing Department,
BOMBAY STOCK EXCHANGE LIMITED
25th Floor,
P.J. Towers,
Dalal Street, Fort,
Mumbai- 400 001
Scrip Code: 514175

SUBJECT: Compliances of Clause 35A of the Listing Agreement.

Dear Sir/ Madam,

Pursuant to Clause 35A of the Listing Agreement, please find enclosed herewith the Voting Result of the 34th Annual General Meeting of the Company held on dated 30.09.2014 at Registered office of the at: 341 K-1, Mundian Khurd, P O Sahabana, Chandigarh Road, Ludhiana-141123

This is for your information & Record.

Thanking you,

Yours faithfully
For VARDHMĀN POLYTEX LTD


SUSHIL SHARMA
COMPANY SECRETARY



Enclosed: As Above

**Detail Regarding the Voting Result at the 34TH Annual General Meeting of
VARDHMAN POLYTEX LIMITED**

Sr No.	Particulars	Details
1	Date of the Annual General Meeting	30.09.2014
2	Total number of shareholders on record date	7319
3	No. of Shareholders present in the meeting either in person or through proxy	33
	Promoters and Promoter Group	16
	Public	17
4	No. of Shareholders attended the meeting through Video Conferencing	Not arranged
	Promoters and Promoter Group	
	Public	

Detail of the Agenda:

Detail of Agenda Item No. 1	Resolution Required	Mode of Voting	Result
Adoption the Audited Balance Sheet as at 31st March, 2014 and Statement of Profit and Loss for the year ended on that date, together with the Report of Auditors and Directors thereon.	Ordinary	E-Voting and Poll	Resolution Passed by requisite Majority

Detail of Vote Cast					
Total Vote Cast		Valid Votes		Invalid Votes	
No. of Members	No. of Votes cast	No. of Members	No. of Votes cast	No. of Members	No. of Votes cast
50	14476632	50	14476632	--	--

In case of Poll/Postal ballot/E-voting

Mode of Voting - E-Voting							
Promoter/Pub lic	No. of shares held	No. of votes polled (2)	% 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	10,931,202	10,931,202	100.00%	10,931,202	0.0000	100.00%	0.0000
Public - Institutional holders	0	0	0	0	0	0	0
Public-Others	3,545,330	3,545,330	100.00%	3,545,330	0.0000	100.00%	0.0000
Total- (A)	14,476,532	14,476,532	100.00%	14,476,532	0	100.00%	0



Mode of Voting - Poll							
Promoter and Promoter Group	0	0	0	0	0	0	0
Public – Institutional holders	0	0	0	0	0	0	0
Public-Others	100	100	100.00%	100	0	100.00%	0.0000
Total- (B)	100	100	100.00%	100	0	100.00%	0
Result (A)+(B)	14,476,632	14,476,632	100.00%	14,476,632	0	100.00%	0

Detail of Agenda item No. 2	Resolution Required	Mode of Voting	Voting Result
Appointment of Director in place of Mr. Ashok Kumar Goyal (DIN 06676556), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary	E-Voting and Poll	Resolution Passed by requisite Majority

Detail of Vote Cast					
Total Vote Cast		Valid Votes		Invalid Votes	
No. of Members	No. of Votes cast	No. of Members	No. of Votes cast	No. of Members	No. of Votes cast
51	14476642	51	14476642	--	--

In case of Poll/Postal ballot/E-voting							
Mode of Voting - E-Voting							
Promoter/Public	No. of shares held	No. of votes polled (2)	% 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	10,931,202	10,931,202	100.00%	10,931,202	0.0000	100.00%	0.0000
Public – Institutional holders	0	0	0	0	0	0	0
Public-Others	3,545,340	3,545,340	100.00%	3,545,340	0.0000	100.00%	0.0000
Total- (A)	14,476,542	14,476,542	100.00%	14,476,542	0	100.00%	0
Poll							
Promoter and Promoter Group	0	0	0	0	0	0	0
Public – Institutional holders	0	0	0	0	0	0	0
Public-Others	100	100	100.00%	100	0	100.00%	0.0000
Total- (B)	100	100	100.00%	100	0	100.00%	0
Result (A)+(B)	14,476,642	14,476,642	100.00%	14,476,642	0	100.00%	0



<i>Detail of Agenda item No. 3</i>	<i>Resolution Required</i>	<i>Mode of Voting</i>	<i>Voting Result</i>
Appointment of Statutory Auditors of the Company.	Ordinary	E-Voting and Poll	Resolution Passed by requisite Majority

<i>Detail of Vote Cast</i>					
<i>Total Vote Cast</i>		<i>Valid Votes</i>		<i>Invalid Votes</i>	
<i>No. of Members</i>	<i>No. of Votes cast</i>	<i>No. of Members</i>	<i>No. of Votes cast</i>	<i>No. of Members</i>	<i>No. of Votes cast</i>
51	14476642	51	14476642	--	--

<i>In case of Poll/Postal ballot/E-voting</i>							
<i>Mode of voting - E-Voting</i>							
<i>Promoter/Public</i>	<i>No. of shares held</i>	<i>No. of votes polled (2)</i>	<i>% of Votes Polled on outstanding shares</i>	<i>No. of Votes - in favour</i>	<i>No. of Votes - against</i>	<i>% of Votes in favour on votes polled</i>	<i>% of Votes against on votes polled</i>
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	10,931,202	10,931,202	100.00%	10,931,202	0.0000	100.00%	0.0000
Public - Institutional holders	0	0	0	0	0	0	0
Public-Others	3,545,340	3,545,340	100.00%	3,545,339	1	99.9999%	0.0001%
Total- (A)	14,476,542	14,476,542	100.00%	14,476,541	1	99.9999%	0.0001%
<i>Mode of voting - Poll</i>							
Promoter and Promoter Group	0	0	0	0	0	0	0
Public - Institutional holders	0	0	0	0	0	0	0
Public-Others	100	100	100.00%	100	0	100.00%	0.0000
Total- (B)	100	100	100.00%	100	0	100.00%	0
Result (A)+(B)	14,476,642	14,476,642	100.00%	14,476,641	0	99.9999%	0.0001%

<i>Detail of Agenda item No. 4</i>	<i>Resolution Required</i>	<i>Mode of Voting</i>	<i>Voting Result</i>
Appointment of Mr. Ajay Chaudhry as an Independent Director.	Ordinary	E-Voting and Poll	Resolution Passed by requisite Majority



Detail of Vote Cast					
Total Vote Cast		Valid Votes		Invalid Votes	
No. of Members	No. of Votes cast	No. of Members	No. of Votes cast	No. of Members	No. of Votes cast
51	14476642	51	14476642	--	--

In case of Poll/Postal ballot/E-voting

Mode of Voting - E-Voting							
Promoter/Public	No. of shares held	No. of votes polled (2)	% 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	10,931,202	10,931,202	100.00%	10,931,202	0.0000	100.00%	0.0000
Public - Institutional holders	0	0	0	0	0	0	0
Public-Others	3,545,340	3,545,340	100.00%	3,545,329	11	99.9999%	0.0001%
Total- (A)	14,476,542	14,476,542	100.00%	14,476,531	11	99.9999%	0.0001%
Mode of Voting - Poll							
Promoter and Promoter Group	0	0	0	0	0	0	0
Public - Institutional holders	0	0	0	0	0	0	0
Public-Others	100	100	100.00%	100	0	100.00%	0.0000
Total- (B)	100	100	100.00%	100	0	100.00%	0
Result (A)+(B)	14,476,642	14,476,642	100.00%	14,476,631	11	99.9999%	0.0001%

Detail of Agenda item No. 5	Resolution Required	Mode of Voting	Voting Result
Appointment of Dr. B. S. Bhatia as an Independent Director.	Ordinary	E-Voting and Poll	Resolution Passed by requisite Majority

Detail of Vote Cast					
Total Vote Cast		Valid Votes		Invalid Votes	
No. of Members	No. of Votes cast	No. of Members	No. of Votes cast	No. of Members	No. of Votes cast
51	14476642	51	14476642	--	--



In case of Poll/Postal ballot/E-voting							
Mode of Voting - E-Voting							
Promoter/ Public	No. of shares held	No. of votes polled (2)	% 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	10,931,202	10,931,202	100.00%	10,931,202	0.0000	100.00%	0.0000
Public – Institution al holders	0	0	0	0	0	0	0
Public- Others	3,545,340	3,545,340	100.00%	3,545,329	11	99.9999%	0.0001%
Total- (A)	14,476,542	14,476,542	100.00%	14,476,531	11	99.9999%	0.0001%
Mode of Voting - Poll							
Promoter and Promoter Group	0	0	0	0	0	0	0
Public – Institution al holders	0	0	0	0	0	0	0
Public- Others	100	100	100.00%	100	0	100.00%	0.0000
Total- (B)	100	100	100.00%	100	0	100.00%	0
Result (A)+(B)	14,476,642	14,476,642	100.00%	14,476,631	11	99.9999%	0.0001%

Detail of Agenda item No. 6	Resolution Required	Mode of Voting	Voting Result
Appointment of Mr. M. D. Kanitkar as an Independent Director.	Ordinary	E-Voting and Poll	Resolution Passed by requisite Majority

Detail of Vote Cast					
Total Vote Cast		Valid Votes		Invalid Votes	
No. of Members	No. of Votes cast	No. of Members	No. of Votes cast	No. of Members	No. of Votes cast
51	14476642	51	14476642	--	--



In case of Poll/Postal ballot/E-voting							
Mode of Voting - E-Voting							
Promoter/P ublic	No. of shares held	No. of votes polled (2)	% 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)]*10 0
Promoter and Promoter Group	10,931,202	10,931,202	100.00%	10,931,202	0.0000	100.00%	0.0000
Public – Institutional holders	0	0	0	0	0	0	0
Public- Others	3,545,340	3,545,340	100.00%	3,545,329	11	99.9999%	0.0001%
Total- (A)	14,476,542	14,476,542	100.00%	14,476,531	11	99.9999%	0.0001%
Mode of Voting - Poll							
Promoter and Promoter Group	0	0	0	0	0	0	0
Public – Institutional holders	0	0	0	0	0	0	0
Public- Others	100	100	100.00%	100	0	100.00%	0.0000
Total- (B)	100	100	100.00%	100	0	100.00%	0
Result (A)+(B)	14,476,642	14,476,642	100.00%	14,476,631	11	99.9999%	0.0001%

Detail of Agenda item No. 7	Resolution Required	Mode of Voting	Voting Result
Appointment of Mr. Amit Jain as an Independent Director.	Ordinary	E-Voting and Poll	Resolution Passed by requisite Majority

Detail of Vote Cast					
Total Vote Cast		Valid Votes		Invalid Votes	
No. of Members	No. of Votes cast	No. of Members	No. of Votes cast	No. of Members	No. of Votes cast
51	14476642	51	14476642	--	--



<i>In case of Poll/Postal ballot/E-voting</i>							
<i>Mode of Voting - E-Voting</i>							
<i>Promoter/P ublic</i>	<i>No. of shares held</i>	<i>No. of votes polled (2)</i>	<i>% of Votes Polled on outstanding shares</i>	<i>No. of Votes - in favour</i>	<i>No. of Votes - against</i>	<i>% of Votes in favour on votes polled</i>	<i>% of Votes against on votes polled</i>
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[[(4)/(2)]*100	(7)=[[(5)/(2)]*100
Promoter and Promoter Group	10,931,202	10,931,202	100.00%	10,931,202	0.0000	100.00%	0.0000
Public – Institutional holders	0	0	0	0	0	0	0
Public- Others	3,545,340	3,545,340	100.00%	3,545,339	1	99.9999%	0.0001%
Total- (A)	14,476,542	14,476,542	100.00%	14,476,541	1	99.9999%	0.0001%
<i>Mode of Voting - Poll</i>							
Promoter and Promoter Group	0	0	0	0	0	0	0
Public – Institutional holders	0	0	0	0	0	0	0
Public- Others	100	100	100.00%	100	0	100.00%	0.0000
Total- (B)	100	100	100.00%	100	0	100.00%	0
Result (A)+(B)	14,476,642	14,476,642	100.00%	14,476,641	1	99.9999%	0.0001%

<i>Detail of Agenda item No. 8</i>	<i>Resolution Required</i>	<i>Mode of Voting</i>	<i>Voting Result</i>
Appointment of Mrs Rakhi Oswal as a Director.	Ordinary	E-Voting and Poll	Resolution Passed by requisite Majority

<i>Detail of Vote Cast</i>					
<i>Total Vote Cast</i>		<i>Valid Votes</i>		<i>Invalid Votes</i>	
<i>No. of Members</i>	<i>No. of Votes cast</i>	<i>No. of Members</i>	<i>No. of Votes cast</i>	<i>No. of Members</i>	<i>No. of Votes cast</i>
51	14476642	51	14476642	--	--



<i>In case of Poll/Postal ballot/E-voting</i>							
<i>Mode of Voting - E-Voting</i>							
<i>Promoter/Public</i>	<i>No. of shares held</i>	<i>No. of votes polled (2)</i>	<i>% of Votes Polled on outstanding shares</i>	<i>No. of Votes - In favour</i>	<i>No. of Votes - against</i>	<i>% of Votes in favour on votes polled</i>	<i>% of Votes against on votes polled</i>
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	10,931,202	10,931,202	100.00%	10,931,202	0.0000	100.00%	0.0000
Public – Institutional holders	0	0	0	0	0	0	0
Public-Others	3,545,340	3,545,340	100.00%	3,545,340	0	100.00%	0.0000
Total- (A)	14,476,542	14,476,542	100.00%	14,476,542	0	100.00%	0.0000
<i>Mode of Voting - Poll</i>							
Promoter and Promoter Group	0	0	0	0	0	0	0
Public – Institutional holders	0	0	0	0	0	0	0
Public-Others	100	100	100.00%	100	0	100.00%	0.0000
Total- (B)	100	100	100.00%	100	0	100.00%	0
Result (A)+(B)	14,476,642	14,476,642	100.00%	14,476,642	0	100.00%	0

<i>Detail of Agenda item No. 9</i>	<i>Resolution Required</i>	<i>Mode of Voting</i>	<i>Voting Result</i>
Amendment in the terms of appointment of Mr. Adish Oswal, Executive Director of the Company.	Special	E-Voting and Poll	Resolution Passed by requisite Majority

<i>Detail of Vote Cast</i>					
<i>Total Vote Cast</i>		<i>Valid Votes</i>		<i>Invalid Votes</i>	
<i>No. of Members</i>	<i>No. of Votes cast</i>	<i>No. of Members</i>	<i>No. of Votes cast</i>	<i>No. of Members</i>	<i>No. of Votes cast</i>
51	14476642	51	14476642	--	--



<i>In case of Poll/Postal ballot/E-voting</i>							
<i>Mode of Voting - E-Voting</i>							
<i>Promoter/Pub lic</i>	<i>No. of shares held</i>	<i>No. of votes polled (2)</i>	<i>% of Votes Polled on outstanding shares</i>	<i>No. of Votes - in favour</i>	<i>No. of Votes - against</i>	<i>% of Votes in favour on votes polled</i>	<i>% of Votes against on votes polled</i>
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[[(4)/(2)]*100	(7)=[[(5)/(2)]*100
Promoter and Promoter Group	10,931,202	10,931,202	100.00%	10,931,202	0.0000	100.00%	0.0000
Public – Institutional holders	0	0	0	0	0	0	0
Public-Others	3,545,340	3,545,340	100.00%	3,545,340	0	100.00%	0.0000
Total- (A)	14,476,542	14,476,542	100.00%	14,476,542	0	100.00%	0.0000
<i>Mode of Voting - Poll</i>							
Promoter and Promoter Group	0	0	0	0	0	0	0
Public – Institutional holders	0	0	0	0	0	0	0
Public-Others	100	100	100.00%	100	0	100.00%	0.0000
Total- (B)	100	100	100.00%	100	0	100.00%	0
Result (A)+(B)	14,476,642	14,476,642	100.00%	14,476,642	0	100.00%	0

<i>Detail of Agenda item No. 10</i>	<i>Resolution Required</i>	<i>Mode of Voting</i>	<i>Voting Result</i>
Amendment in the Articles of Association of the Company.	Special	E-Voting and Poll	Resolution Passed by requisite Majority

<i>Detail of Vote Cast</i>					
<i>Total Vote Cast</i>		<i>Valid Votes</i>		<i>Invalid Votes</i>	
<i>No. of Members</i>	<i>No. of Votes cast</i>	<i>No. of Members</i>	<i>No. of Votes cast</i>	<i>No. of Members</i>	<i>No. of Votes cast</i>
51	14476642	51	14476642	--	--



<i>In case of Poll/Postal ballot/E-voting</i>							
<i>Mode of Voting - E-Voting</i>							
<i>Promoter/Public</i>	<i>No. of shares held</i>	<i>No. of votes polled (2)</i>	<i>% of Votes Polled on outstanding shares</i>	<i>No. of Votes - In favour</i>	<i>No. of Votes - against</i>	<i>% of Votes in favour on votes polled</i>	<i>% of Votes against on votes polled</i>
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	10,931,202	10,931,202	100.00%	10,931,202	0.0000	100.00%	0.0000
Public – Institutional holders	0	0	0	0	0	0	0
Public-Others	3,545,340	3,545,340	100.00%	3,545,340	0	100.00%	0.0000
Total- (A)	14,476,542	14,476,542	100.00%	14,476,542	0	100.00%	0.0000
<i>Mode of Voting - Poll</i>							
Promoter and Promoter Group	0	0	0	0	0	0	0
Public – Institutional holders	0	0	0	0	0	0	0
Public-Others	100	100	100.00%	100	0	100.00%	0.0000
Total- (B)	100	100	100.00%	100	0	100.00%	0
Result (A)+(B)	14,476,642	14,476,642	100.00%	14,476,642	0	100.00%	0

<i>Detail of Agenda item No. 11</i>	<i>Resolution Required</i>	<i>Mode of Voting</i>	<i>Voting Result</i>
Approval for entering into contracts and/or agreements with Related Parties.	Special	E-Voting and Poll	Resolution Passed by requisite Majority

<i>Detail of Vote Cast</i>					
<i>Total Vote Cast</i>		<i>Valid Votes</i>		<i>Invalid Votes</i>	
<i>No. of Members</i>	<i>No. of Votes cast</i>	<i>No. of Members</i>	<i>No. of Votes cast</i>	<i>No. of Members</i>	<i>No. of Votes cast</i>
51	14476642	51	14476642	27**	10932540**

**** The Shares held by Related Party have been excluded for calculation.**



In case of Poll/Postal ballot/E-voting							
Mode of Voting - E-Voting							
Promoter/Public	No. of shares held	No. of votes polled (2)	% 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	0	0	0.00%	0	0	0.00%	0.0000
Public – Institutional holders	0	0	0	0	0	0	0
Public-Others	3,544,002	3,544,002	100.00%	3,543,991	11	99.9999%	0.0001
Total- (A)	3,544,002	3,544,002	100.00%	3,543,991	11	99.9999%	0.0001
Mode of Voting - Poll							
Promoter and Promoter Group	0	0	0	0	0	0	0
Public – Institutional holders	0	0	0	0	0	0	0
Public-Others	100	100	100.00%	100	0	100.00%	0
Total- (B)	100	100	100.00%	100	0	100.00%	0
Result (A)+(B)	3,544,102	3,544,102	100.00%	3,544,091	11	99.9999%	0.0001%

Detail of Agenda item No. 12	Resolution Required	Mode of Voting	Voting Result
Authorisation for Borrowings.	Special	E-Voting and Poll	Resolution Passed by requisite Majority

Detail of Vote Cast					
Total Vote Cast		Valid Votes		Invalid Votes	
No. of Members	No. of Votes cast	No. of Members	No. of Votes cast	No. of Members	No. of Votes cast
51	14476642	51	14476642	0	0



In case of Poll/Postal ballot/E-voting

Mode of Voting - E-Voting

Promoter/Public	No. of shares held	No. of votes polled (2)	% 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	10,931,202	10,931,202	100.00%	10,931,202	0.0000	100.00%	0.0000
Public – Institutional holders	0	0	0	0	0	0	0
Public-Others	3,545,340	3,545,340	100.00%	3,545,329	11	99.9999	0.0001
Total- (A)	14,476,542	14,476,542	100.00%	14,476,531	11	99.9999	0.0001
Mode of Voting - Poll							
Promoter and Promoter Group	0	0	0	0	0	0	0
Public – Institutional holders	0	0	0	0	0	0	0
Public-Others	100	100	100.00%	100	0	100.00%	0.0000
Total- (B)	100	100	100.00%	100	0	100.00%	0
Result (A)+(B)	14,476,642	14,476,642	100.00%	14,476,631	11	99.9999%	0.0001%

Detail of Agenda item No. 13	Resolution Required	Mode of Voting	Voting Result
Creation of charges / mortgages on the properties of the Company.	Special	E-Voting and Poll	Resolution Passed by requisite Majority

Detail of Vote Cast					
Total Vote Cast		Valid Votes		Invalid Votes	
No. of Members	No. of Votes cast	No. of Members	No. of Votes cast	No. of Members	No. of Votes cast
51	14476642	51	14476642	0	0



In case of Poll/Postal ballot/E-voting							
Mode of Voting - E-Voting							
Promoter/Pub lic	No. of shares held	No. of votes polled (2)	% 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	10,931,202	10,931,202	100.00%	10,931,202	0.0000	100.00%	0.0000
Public – Institutional holders	0	0	0	0	0	0	0
Public-Others	3,545,340	3,545,340	100.00%	3,545,330	10	99.9999	0.0001
Total- (A)	14,476,542	14,476,542	100.00%	14,476,532	10	99.9999	0.0001
Mode of Voting - Poll							
Promoter and Promoter Group	0	0	0	0	0	0	0
Public – Institutional holders	0	0	0	0	0	0	0
Public-Others	100	100	100.00%	100	0	100.00%	0
Total- (B)	100	100	100.00%	100	0	100.00%	0
Result (A)+(B)	14,476,642	14,476,642	100.00%	14,476,632	10	99.9999%	0.0001%

Detail of Agenda item No. 14	Resolution Required	Mode of Voting	Voting Result
Invitation and acceptance of fixed deposits from the members and public	Special	E-Voting and Poll	Resolution Passed by requisite Majority

Detail of Vote Cast					
Total Vote Cast		Valid Votes		Invalid Votes	
No. of Members	No. of Votes cast	No. of Members	No. of Votes cast	No. of Members	No. of Votes cast
51	14476642	51	14476642	0	0



<i>In case of Poll/Postal ballot/E-voting</i>							
<i>Mode of Voting - E-Voting</i>							
<i>Promoter/Public</i>	<i>No. of shares held</i>	<i>No. of votes polled (2)</i>	<i>% of Votes Polled on outstanding shares</i>	<i>No. of Votes - In favour</i>	<i>No. of Votes - against</i>	<i>% of Votes in favour on votes polled</i>	<i>% of Votes against on votes polled</i>
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	10,931,202	10,931,202	100.00%	10,931,202	0.0000	100.00%	0.0000
Public – Institutional holders	0	0	0	0	0	0	0
Public-Others	3,545,340	3,545,340	100.00%	3,545,329	11	99.9999	0.0001
Total- (A)	14,476,542	14,476,542	100.00%	14,476,531	11	99.9999	0.0001
<i>Mode of Voting - Poll</i>							
Promoter and Promoter Group	0	0	0	0	0	0	0
Public – Institutional holders	0	0	0	0	0	0	0
Public-Others	100	100	100.00%	100	0	100.00%	0
Total- (B)	100	100	100.00%	100	0	100.00%	0
Result (A)+(B)	14,476,642	14,476,642	100.00%	14,476,631	11	99.9999%	0.0001%

For Vardhman Polytex Limited

Sushil Sharma
Company Secretary

Date: 30.09.2014





REPORT OF SCRUTINIZER

(Pursuant to Section 108 of the Companies Act, 2013 and Rules 20(xi) of the Companies (Management and Administration) Rules, 2014)

To,
The Chairman,
34th (Thirty Fourth) Annual General Meeting of the Equity Shareholders of Vardhman Polytex Limited to be held on 30th September, 2014 at 11.00 A.M. at Registered Office of the Company at 341 K-1, Mundian Khurd, P.O. Sahabana, Chandigarh Road, Ludhiana-141123.

Dear Sir,

I, Bhupesh Gupta, Partner, B K Gupta & Associates, Practicing Company Secretary at 49/65, Harpal Nagar, Near Gulmor Hotel, Ferozepur Road, Ludhiana, appointed as Scrutinizer by the Board of Directors of Vardhman Polytex Limited ("the Company") for the purpose of scrutinizing e- voting process in a fair and transparent manner in respect of the below mentioned resolutions proposed at the 34th Annual General Meeting of Equity Shareholders of the Company to be held on 30th September, 2014 at 11.00 a.m. at Registered Office of the Company at 341 K-1, Mundian Khurd, P.O. Sahabana, Chandigarh Road, Ludhiana-141123, submit our report as under:

1. In accordance with the Notice of 34th Annual General Meeting sent to the shareholders and the 'Advertisement' published pursuant to Rule 20(3)(V) of the Companies (Management and Administration) Rules, 2014 on September 9 2014, the e-voting opened at 9:00 AM on September 24, 2014 and remained open up to 6:00 PM on September 26, 2014.
2. The Equity Shareholders holding shares as on 29th August, 2014, "the cut off date", were entitled to vote on the resolutions stated in the Notice of the 34th Annual General Meeting of the Company.
3. The votes were unblocked at 6.30 P.M. on 26th September, 2014 in the presence of Mr. Onkar Singh & Mr. Raman Chawla who are not the employees of the Company, and who have signed below as witness to the unblocking of the votes.



4. The e-voting results/ list of Equity Shareholders who have voted "For" and "Against" were downloaded from the e-voting website of Central Depository Services Limited (www.evotingindia.com) and the same are being handed over to the Chairman.

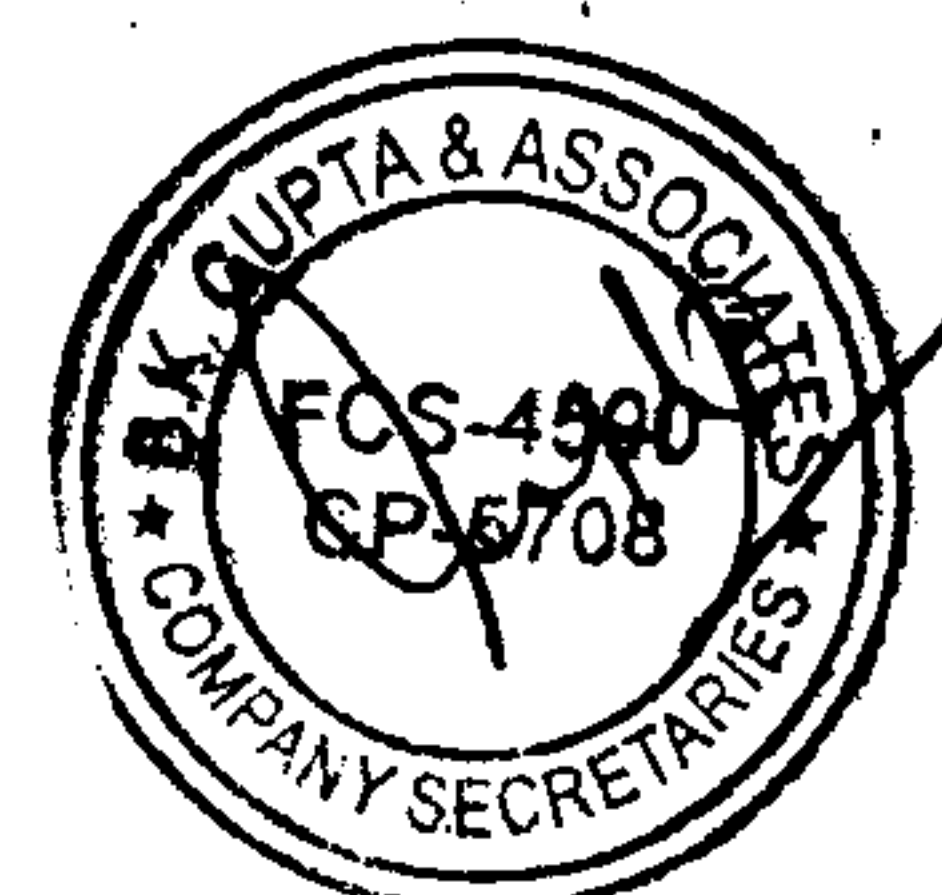
5. The Result of the e-voting is as under:

Agenda-wise Details

Details of the Agenda: Resolution No. 1	Resolution Required	Mode of voting	Voting Results
To receive, consider and Adopt the Audited Balance Sheet as at 31 st March, 2014 and statement of Profit and Loss for the year ended on that the Report of Auditors and Directors thereon.	Ordinary	E-Voting	Resolution Passed by requisite Majority

Details of Votes Cast

Total Votes Cast		Valid Votes		Invalid Votes			
Number of Members	Number of Votes Cast	Number Of Members	Number Of Votes Cast	Number of Members	Number Of Votes Cast		
49	1,44,76,532	49	1,44,76,532	0	0		
Mode of Voting-E-Voting (out of Valid Votes Cast)							
Promoter /Public	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	1,09,31,202	1,09,31,202	100.0000	1,09,31,202	0	100.0000	0.0000
Public-Institutional Holders	0	0	0.0000	0	0	0.0000	0.0000
Public- Others	35,45,330	35,45,330	100.0000	35,45,330	0	100.0000	0.0000
Total	1,44,76,532	1,44,76,532	100.0000	1,44,76,532	0	100.0000	0.0000

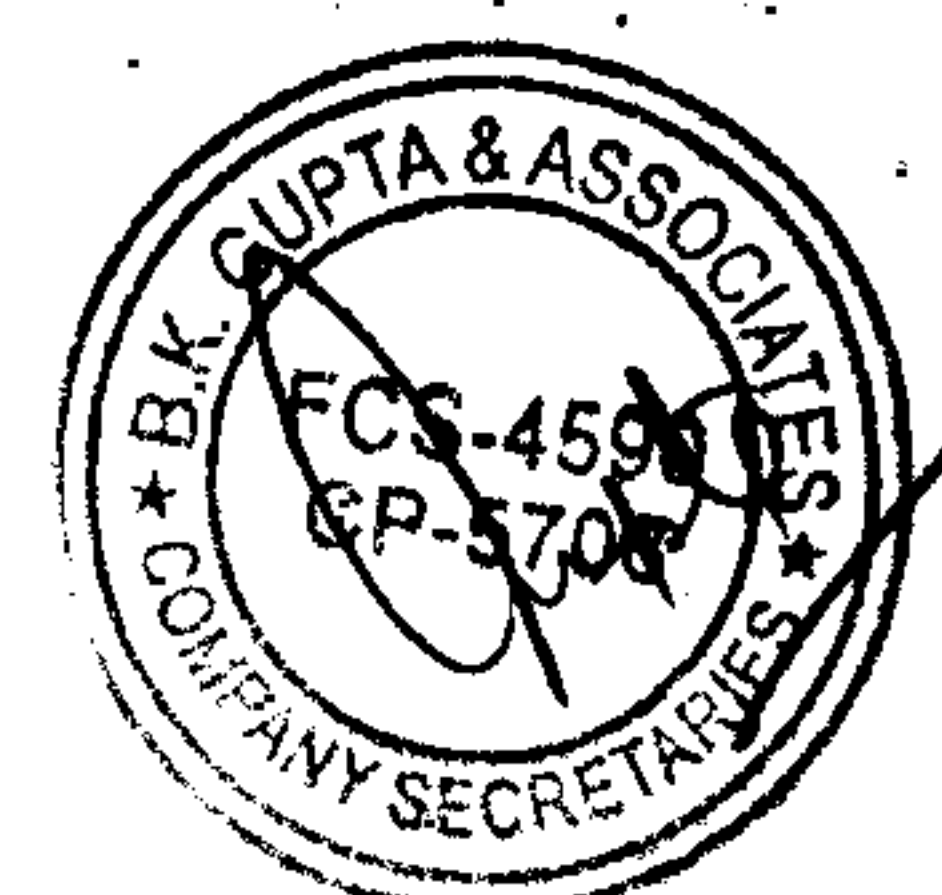


Details of the Agenda: Resolution No. 2	Resolution Required	Mode of voting	Voting Results
Appoint Director in place of Mr. Ashok Kumar Goyal, (DIN 06676556), who retires by rotation and being eligible, offers himself for re-appointment	Ordinary	E-Voting	Resolution Passed by requisite Majority

Details of Votes Cast

Total Votes Cast		Valid Votes		Invalid Votes			
Number of Members	Number of Votes Cast	Number Of Members	Number Of Votes Cast	Number of Members	Number Of Votes Cast		
50	1,44,76,542	50	1,44,76,542	0	0		
Mode of Voting-E-Voting (out of Valid Votes Cast)							
Promoter /Public	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	1,09,31,202	1,09,31,202	100.0000	1,09,31,202	0	100.0000	0.0000
Public-Institutional Holders	0	0	0.0000	0	0	0.0000	0.0000
Public-Others	35,45,340	35,45,340	100.0000	35,45,330	0	100.0000	0.0000
Total	1,44,76,542	1,44,76,542	100.0000	1,44,76,542	0	100.0000	0.0000

Details of the Agenda: Resolution No. 3	Resolution Required	Mode of voting	Voting Results
Appointment of M/s S.S. Kothari Mehta & Co., Chartered Accountants as an Statutory Auditor of the Company	Ordinary	E-Voting	Resolution Passed by requisite Majority



Details of Votes Cast

Total Votes Cast		Valid Votes		Invalid Votes			
Number of Members	Number of Votes Cast	Number Of Members	Number Of Votes Cast	Number of Members	Number Of Votes Cast		
50	1,44,76,542	50	1,44,76,542	0	0		
Mode of Voting-E-voting (out of Valid Votes Cast)							
Promoter /Public	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	1,09,31,202	1,09,31,202	100.0000	1,09,31,202	0	100.0000	0.0000
Public-Institutional Holders	0	0	0.0000	0	0	0.0000	0.0000
Public-Others	35,45,340	35,45,340	100.0000	35,45,339	1	99.9999	0.0001
Total	1,44,76,542	1,44,76,542	100.0000	1,44,76,541	1	99.9999	0.0001

Details of the Agenda: Resolution No. 4	Resolution Required	Mode of voting	Voting Results
Appointment of Mr Ajay Chaudhry as an independent Director	Ordinary	E-Voting	Resolution Passed by requisite Majority



Details of Votes Cast

Total Votes Cast		Valid Votes		Invalid Votes			
Number of Members	Number of Votes Cast	Number Of Members	Number Of Votes Cast	Number of Members	Number Of Votes Cast		
50	1,44,76,542	50	1,44,76,542	0	0		
Mode of Voting-E-voting (out of Valid Votes Cast)							
Promoter /Public	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	1,09,31,202	1,09,31,202	100.0000	1,09,31,202	0	100.0000	0.0000
Public-Institutional Holders	0	0	0.0000	0	0	0.0000	0.0000
Public-Others	35,45,340	35,45,340	100.0000	35,45,329	11	99.9999	0.0001
Total	1,44,76,542	1,44,76,542	100.0000	1,44,76,531	11	99.9999	0.0001

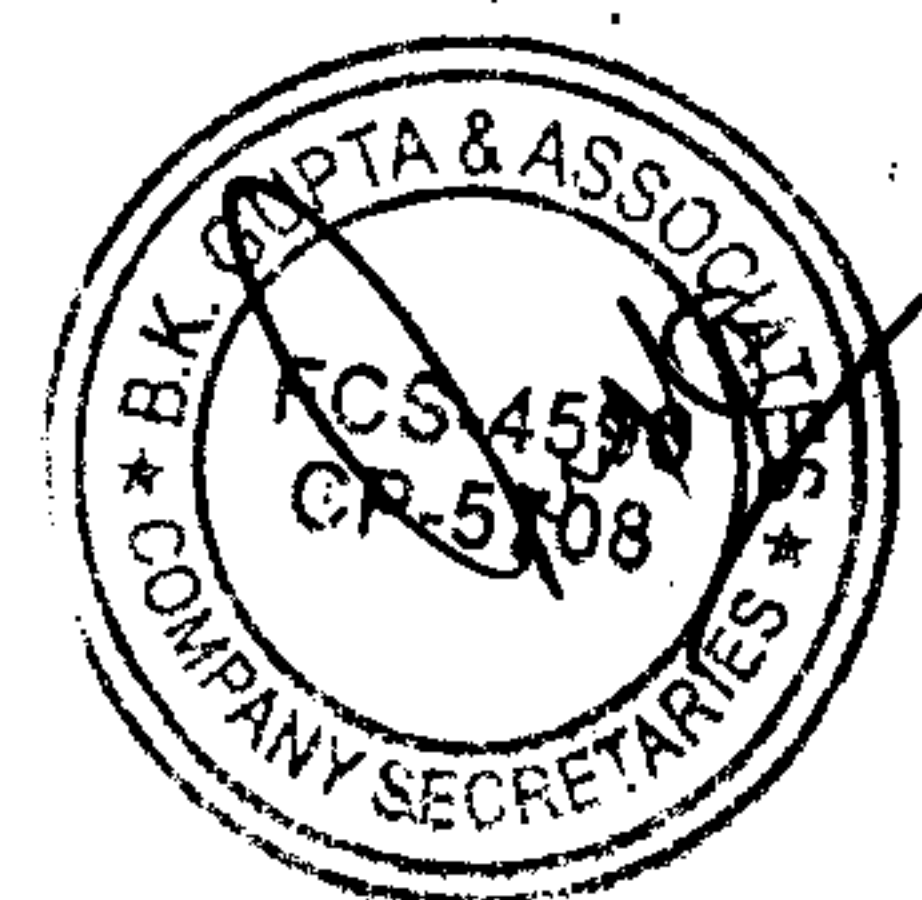
Details of the Agenda: Resolution No. 5	Resolution Required	Mode of voting	Voting Results
Appointment of Dr.. B.S. Bhatia as an independent Director	Ordinary	E-Voting	Resolution Passed by requisite Majority



Details of Votes Cast

Total Votes Cast		Valid Votes		Invalid Votes			
Number of Members	Number of Votes Cast	Number Of Members	Number Of Votes Cast	Number of Members	Number Of Votes Cast		
50	1,44,76,542	50	1,44,76,542	0	0		
Mode of Voting-E-voting (out of Valid Votes Cast)							
Promoter /Public	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	1,09,31,202	1,09,31,202	100.0000	1,09,31,202	0	100.0000	0.0000
Public-Institutional Holders	0	0	0.0000	0	0	0.0000	0.0000
Public-Others	35,45,340	35,45,340	100.0000	35,45,329	11	99.9999	0.0001
Total	1,44,76,542	1,44,76,542	100.0000	1,44,76,531	11	99.9999	0.0001

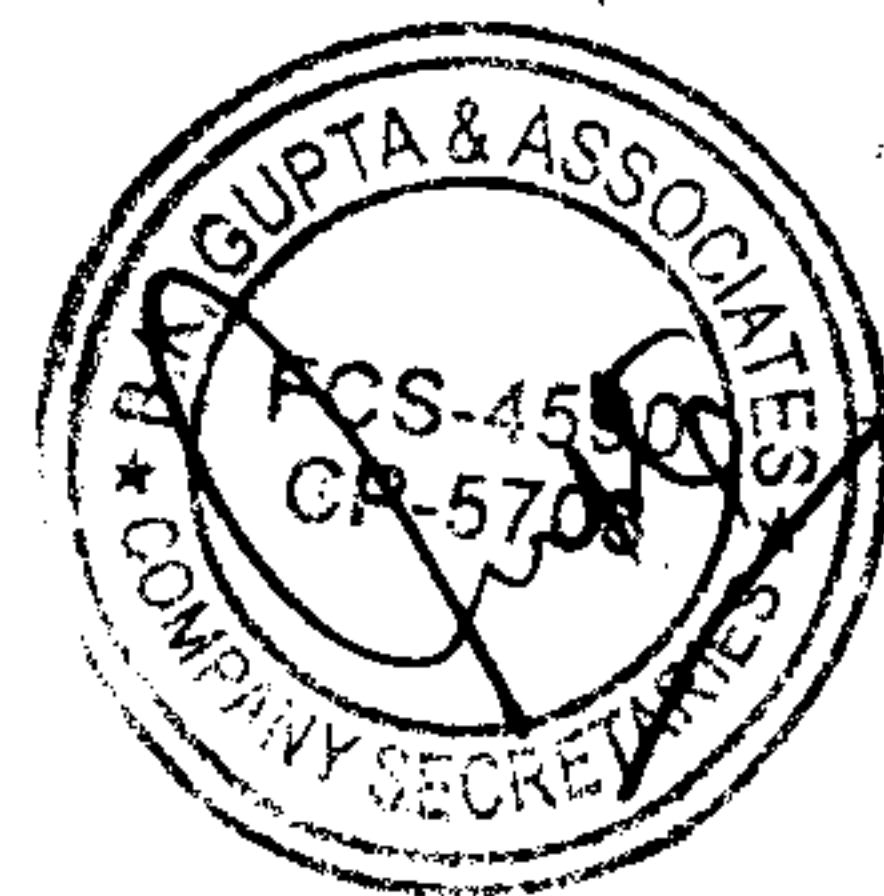
Details of the Agenda: Resolution No. 6	Resolution Required	Mode of voting	Voting Results
Appointment of Mr. M.D. Kanitkar as an independent Director	Ordinary	E-Voting	Resolution Passed by requisite Majority



Details of Votes Cast

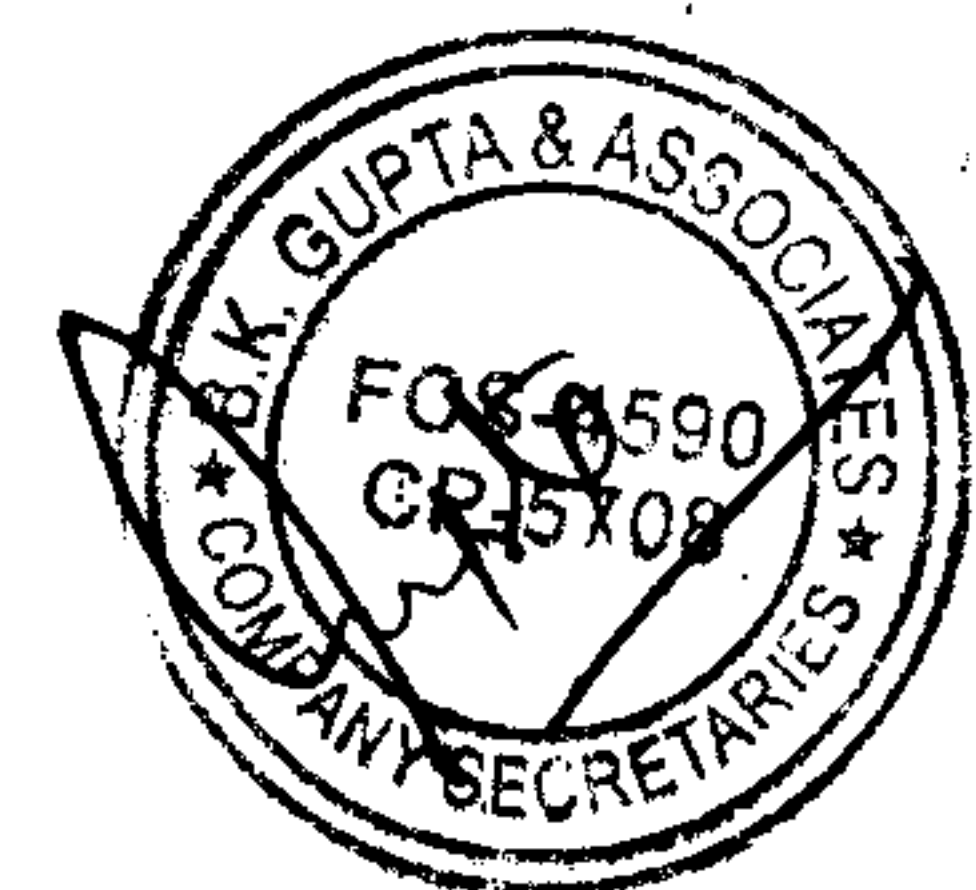
Total Votes Cast			Valid Votes		Invalid Votes		
Number of Members	Number of Votes Cast	Number Of Members	Number Of Votes Cast	Number of Members	Number Of Votes Cast		
50	1,44,76,542	50	1,44,76,542	0	0		
Mode of Voting-E-voting (out of Valid Votes Cast)							
Promoter /Public	No. of shares held	No. of 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	1,09,31,202	1,09,31,202	100.0000	1,09,31,202	0	100.0000	0.0000
Public-Institutional Holders	0	0	0.0000	0	0	0.0000	0.0000
Public-Others	35,45,340	35,45,340	100.0000	35,45,329	11	99.9999	0.0001
Total	1,44,76,542	1,44,76,542	100.0000	1,44,76,531	11	99.9999	0.0001

Details of the Agenda: Resolution No. 7	Resolution Required	Mode of voting	Voting Results
Appointment of Mr. Amit Jain as an independent Director	Ordinary	E-Voting	Resolution Passed by requisite Majority



Details of Votes Cast

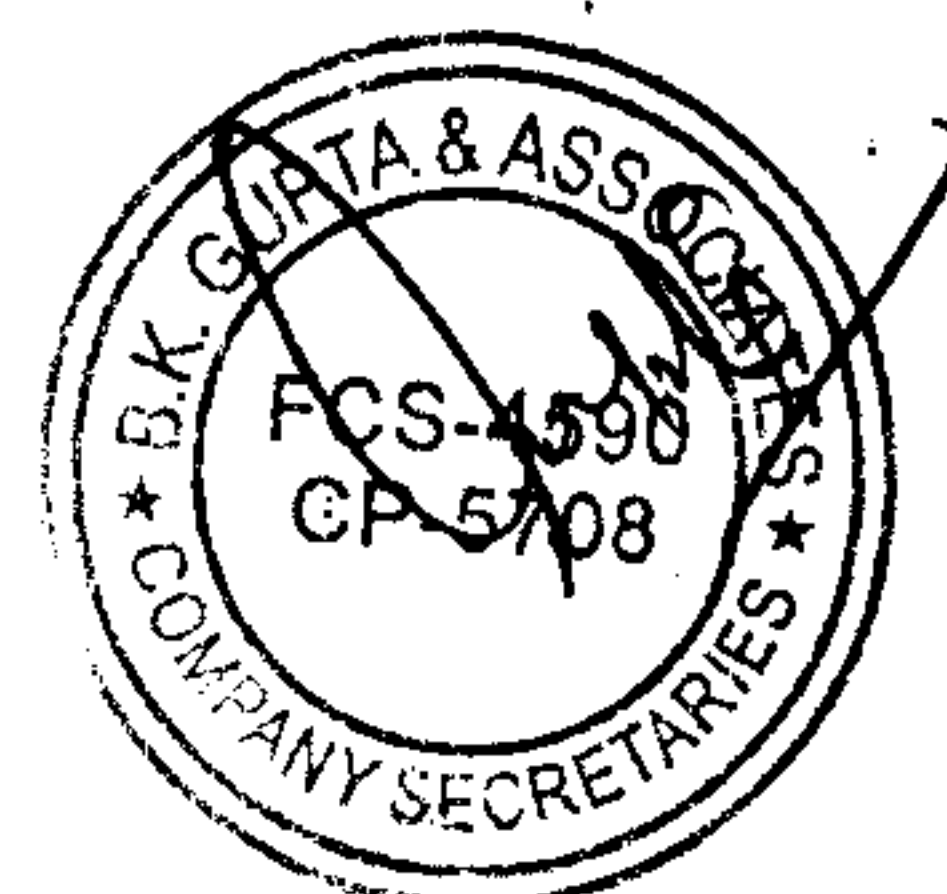
Total Votes Cast		Valid Votes		Invalid Votes			
Number of Members	Number of Votes Cast	Number Of Members	Number Of Votes Cast	Number of Members	Number Of Votes Cast		
50	1,44,76,542	50	1,44,76,542	0	0		
Mode of Voting-E-voting (out of Valid Votes Cast)							
Promoter /Public	No. of shares held	No. of 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	1,09,31,202	1,09,31,202	100.0000	1,09,31,202	0	100.0000	0.0000
Public-Institutional Holders	0	0	0.0000	0	0	0.0000	0.0000
Public-Others	35,45,340	35,45,340	100.0000	35,45,339	1	99.9999	0.0001
Total	1,44,76,542	1,44,76,542	100.0000	1,44,76,541	1	99.9999	0.0001



Details of the Agenda: Resolution No. 8	Resolution Required	Mode of voting	Voting Results
Appointment of Mrs. Rakhi Oswal Jain as an independent Director	Ordinary	E-Voting	Resolution Passed by requisite Majority

Details of Votes Cast

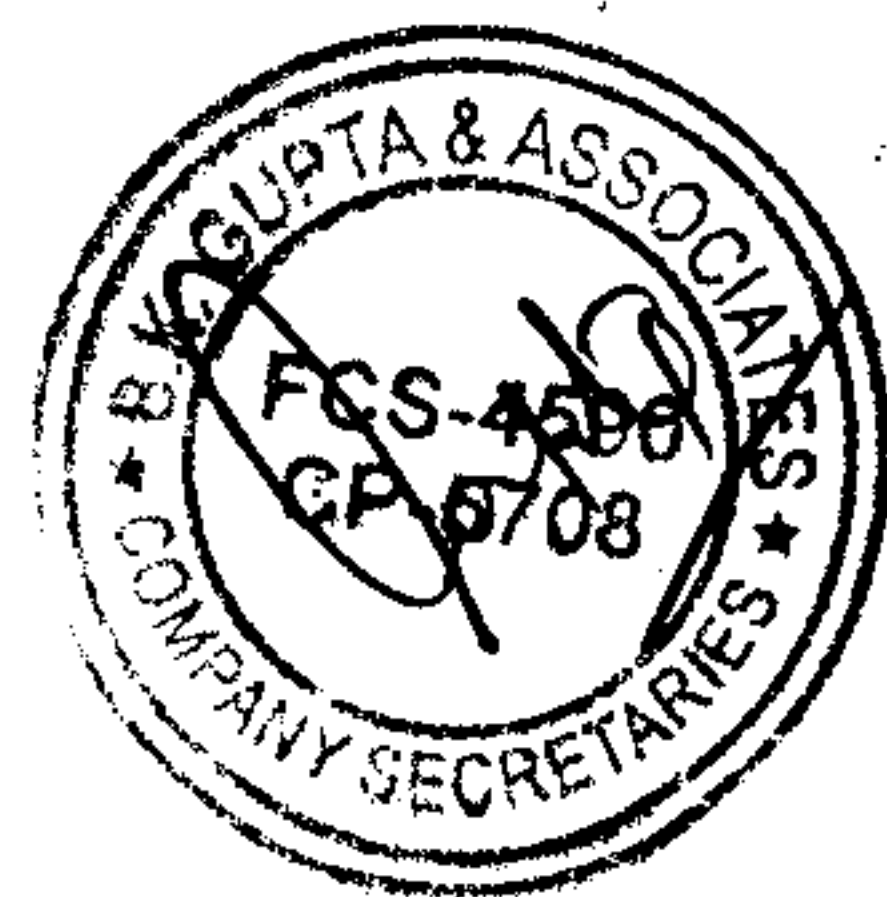
Total Votes Cast		Valid Votes		Invalid Votes			
Number of Members	Number of Votes Cast	Number Of Members	Number Of Votes Cast	Number of Members	Number Of Votes Cast		
50	1,44,76,542	50	1,44,76,542	0	0		
Mode of Voting-E-voting (out of Valid Votes Cast)							
Promoter /Public	No. of shares held	No. of 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	1,09,31,202	1,09,31,202	100.0000	1,09,31,202	0	100.0000	0.0000
Public-Institutional Holders	0	0	0.0000	0	0	0.0000	0.0000
Public-Others	35,45,340	35,45,340	100.0000	35,45,340	0	100.0000	0.0000
Total	1,44,76,542	1,44,76,542	100.0000	1,44,76,542	0	100.0000	0.0000



Details of the Agenda: Resolution No. 9	Resolution Required	Mode of voting	Voting Results
Amendment in terms of appointment of Mr. Adish Oswal, Executive Director of the Company	Special	E-Voting	Resolution Passed by requisite Majority

Details of Votes Cast

Total Votes Cast		Valid Votes		Invalid Votes			
Number of Members	Number of Votes Cast	Number Of Members	Number Of Votes Cast	Number of Members	Number Of Votes Cast		
50	1,44,76,542	50	1,44,76,542	0	0		
Mode of Voting-E-voting (out of Valid Votes Cast)							
Promoter /Public	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	1,09,31,202	1,09,31,202	100.0000	1,09,31,202	0	100.0000	0.0000
Public-Institutional Holders	0	0	0.0000	0	0	0.0000	0.0000
Public-Others	35,45,340	35,45,340	100.0000	35,45,340	0	100.0000	0.0000
Total	1,44,76,542	1,44,76,542	100.0000	1,44,76,542	0	100.0000	0.0000



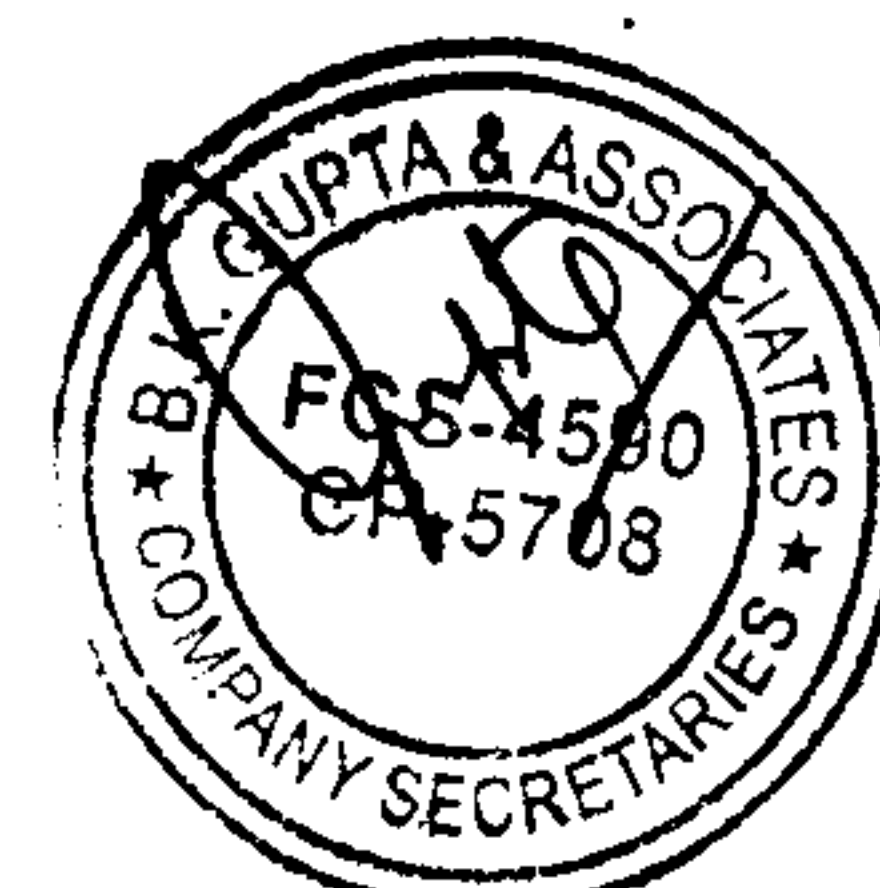
Details of the Agenda: Resolution No. 10	Resolution Required	Mode of voting	Voting Results
Amendments in the Articles of Association of the Company	Special	E-Voting	Resolution Passed by requisite Majority

Details of Votes Cast

Total Votes Cast		Valid Votes		Invalid Votes	
Number of Members	Number of Votes Cast	Number Of Members	Number Of Votes Cast	Number of Members	Number Of Votes Cast
50	1,44,76,542	50	1,44,76,542	0	0

Mode of Voting-E-voting (out of Valid Votes Cast)

Promoter /Public	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	1,09,31,202	1,09,31,202	100.0000	1,09,31,202	0	100.0000	0.00000
Public-Institutional Holders	0	0	0.0000	0	0	0.0000	0.0000
Public-Others	35,45,340	35,45,340	100.0000	35,45,340	0	100.0000	0.0000
Total	1,44,76,542	1,44,76,542	100.0000	1,44,76,542	0	100.0000	0.0000

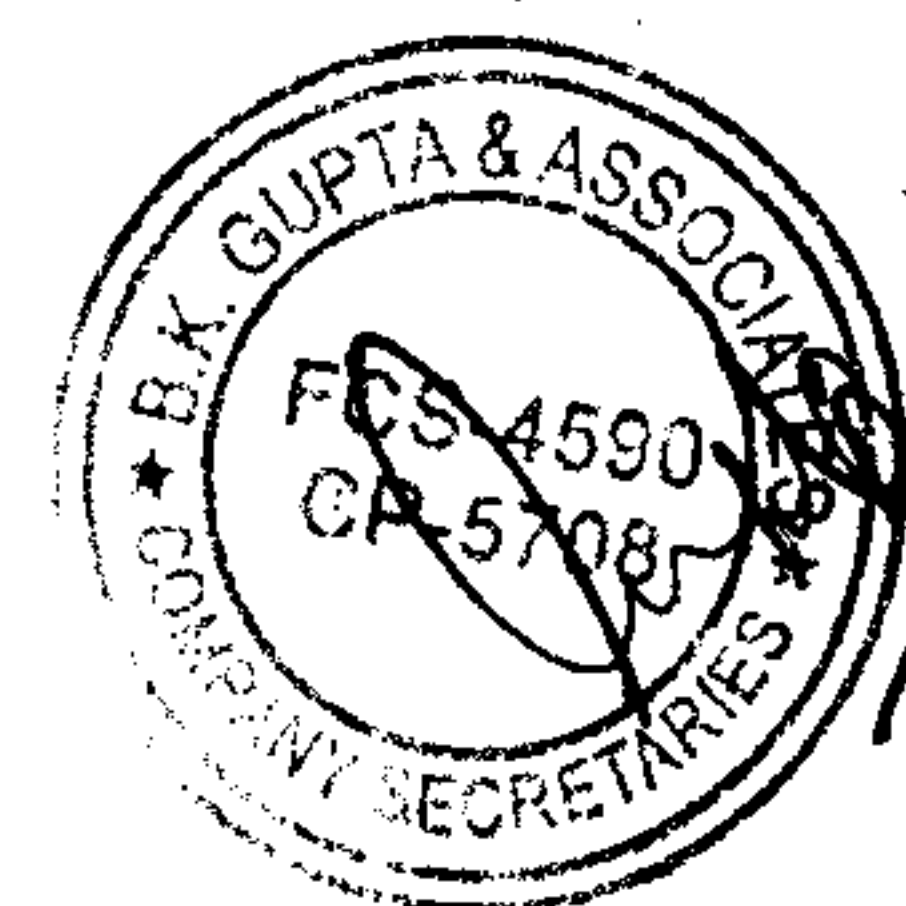


Details of the Agenda: Resolution No. 11	Resolution Required	Mode of voting	Voting Results
Approval for entering into related party transactions	Special	E-Voting	Resolution Passed by requisite Majority

Details of Votes Cast

Total Votes Cast			Valid Votes			Invalid Votes	
Number of Members	Number of Votes Cast	Number Of Members	Number Of Votes Cast	Number of Members	Number Of Votes Cast		
50	1,44,76,542	23	35,44,002	27**	1,09,32,540**		
Mode of Voting-E-voting (out of Valid Votes Cast)							
Promoter /Public	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	0	0	0.0000	0	0	0.0000	0.0000
Public-Institutional Holders	0	0	0.0000	0	0	0.0000	0.0000
Public-Others	35,44,002	35,44,002	100.0000	35,43,991	11	99.9999	0.0001
Total	35,44,002	35,44,002	100.00	35,43,991	11	99.9999	0.0001

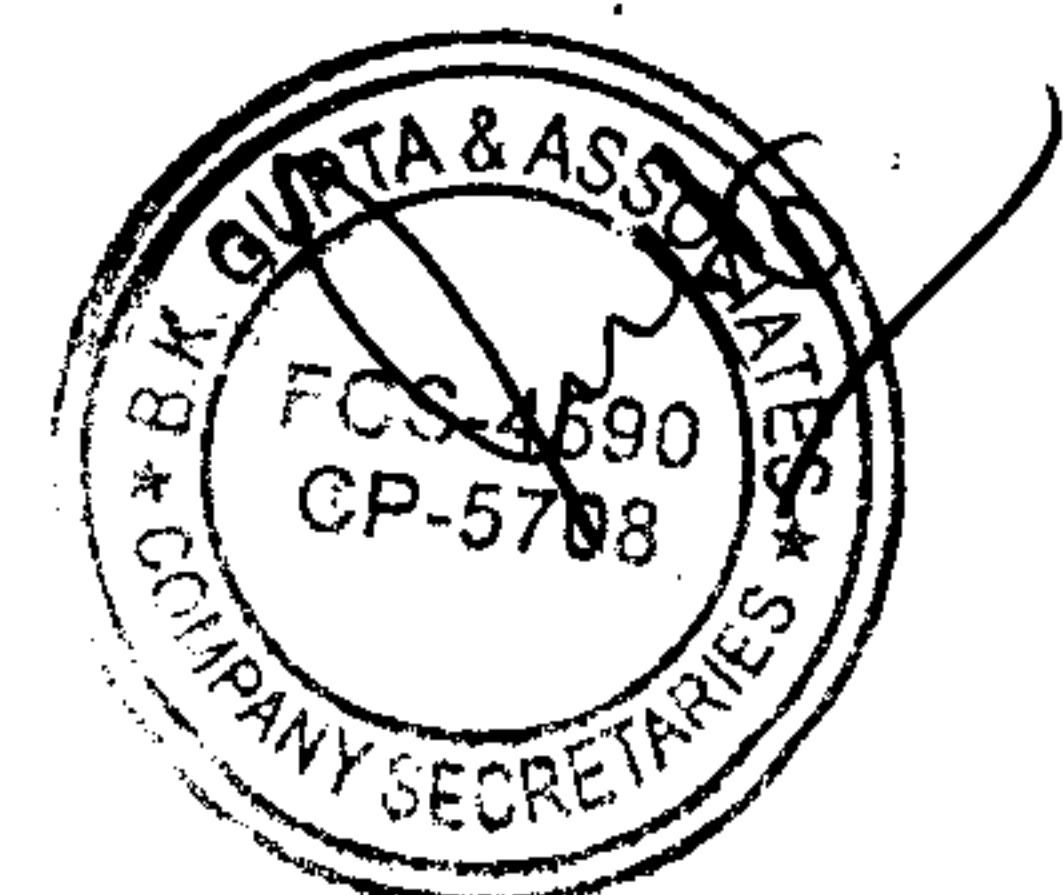
** Note:- The shares held by related parties i.e. (Members-27 & Shares Held- 10932540) have been excluded at the time of calculation.



Details of the Agenda: Resolution No. 12	Resolution Required	Mode of voting	Voting Results
Authorisation for Borrowings	Special	E-Voting	Resolution Passed by requisite Majority

Details of Votes Cast

Total Votes Cast			Valid Votes		Invalid Votes		
Number of Members	Number of Votes Cast	Number Of Members	Number Of Votes Cast	Number of Members	Number Of Votes Cast		
50	1,44,76,542	50	1,44,76,542	0	0		
Mode of Voting-E-voting (out of Valid Votes Cast)							
Promoter /Public	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	1,09,31,202	1,09,31,202	100.0000	1,09,31,202	0	100.0000	0.0000
Public-Institutional Holders	0	0	0.0000	0	0	0.0000	0.0000
Public-Others	35,45,340	35,45,340	100.0000	35,45,329	11	99.9999	0.0001
Tota	1,44,76,542	1,44,76,542	100.00	1,44,76,531	11	99.9999	0.0001



Details of the Agenda: Resolution No. 13	Resolution Required	Mode of voting	Voting Results
Creation of Charges/ mortgages on the properties of the Company	Special	E-Voting	Resolution Passed by requisite Majority

Details of Votes Cast

Total Votes Cast			Valid Votes		Invalid Votes		
Number of Members	Number of Votes Cast	Number Of Members	Number Of Votes Cast	Number of Members	Number Of Votes Cast		
50	1,44,76,542	50	1,44,76,542	0	0		
Mode of Voting-E-voting (out of Valid Votes Cast)							
Promoter. /Public	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	1,09,31,202	1,09,31,202	100.0000	1,09,31,202	0	100.0000	0.00000
Public-Institutional Holders	0	0	0.0000	0	0	0.0000	0.0000
Public-Others	35,45,340	35,45,340	100.0000	35,45,330	10	99.9999	0.0001
Total	1,44,76,542	1,44,76,542	100.00	1,44,76,532	10	99.9999	0.0001



Details of the Agenda: Resolution No. 14	Resolution Required	Mode of voting	Voting Results
Invitation and acceptance of fixed deposits from the members and public.	Special	E-Voting	Resolution Passed by requisite Majority

Details of Votes Cast

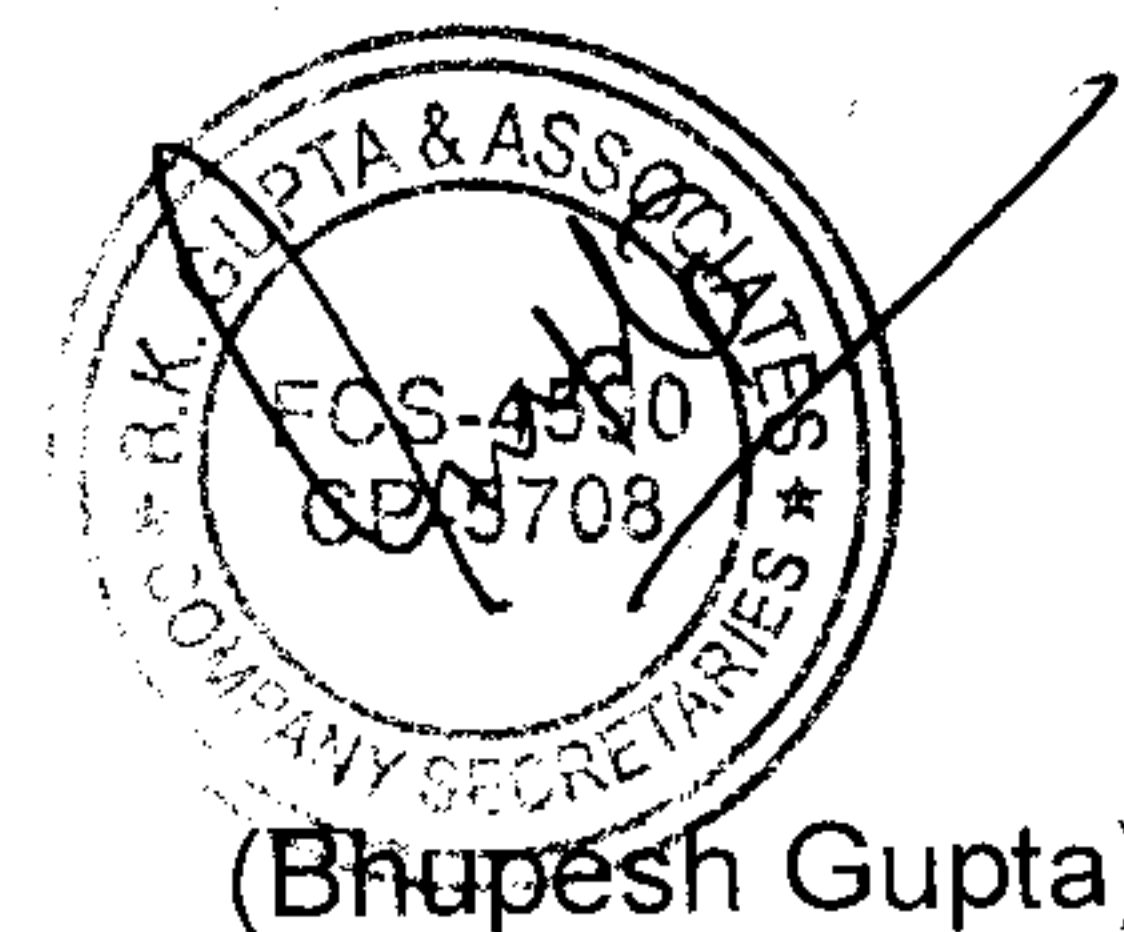
Total Votes Cast		Valid Votes		Invalid Votes			
Number of Members	Number of Votes Cast	Number Of Members	Number Of Votes Cast	Number of Members	Number Of Votes Cast		
50	1,44,76,542	50	1,44,76,542	0	0		
Mode of Voting-E-voting (out of Valid Votes Cast)							
Promoter /Public	No. of shares held	No. of 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	1,09,31,202	1,09,31,202	100.0000	1,09,31,202	0	100.0000	0.0000
Public-Institutional Holders	0	0	0.0000	0	0	0.0000	0.0000
Public-Others	35,45,340	35,45,340	100.0000	35,45,329	11	99.9999	0.0001
Total	1,44,76,542	1,44,76,542	100.0000	1,44,76,531	11	99.9999	0.0001



6. All relevant records of electronic voting will remain in our safe custody until the Chairman considers, approves and signs the minutes of the 34th Annual General Meeting and same shall be handed over thereafter to the Chairman/Company Secretary for safe keeping.

Thanking you,

Yours Faithfully,
For B.K.Gupta & Associates
Company Secretaries



Place::Ludhiana

Date: 29/09/2014

(Bhupesh Gupta)
Partner
FCS 4590, CP No. 5708
Scrutinizer

We the undersigned witnessed that the votes were unblocked from the e-voting website of CDSL (www.evotingindia.com) in our presence at 6:30 PM on September 26, 2014 at the Office of the Scrutinizer.

(Raman Chawla)
Street No. 12, H.No. 3570
New Shivaji Nagar
Ludhiana

(Onkar Singh)
C-Block, House No. 523
Isher Nagar
Ludhiana



Form No. MGT-13

REPORT OF SCRUTINIZER

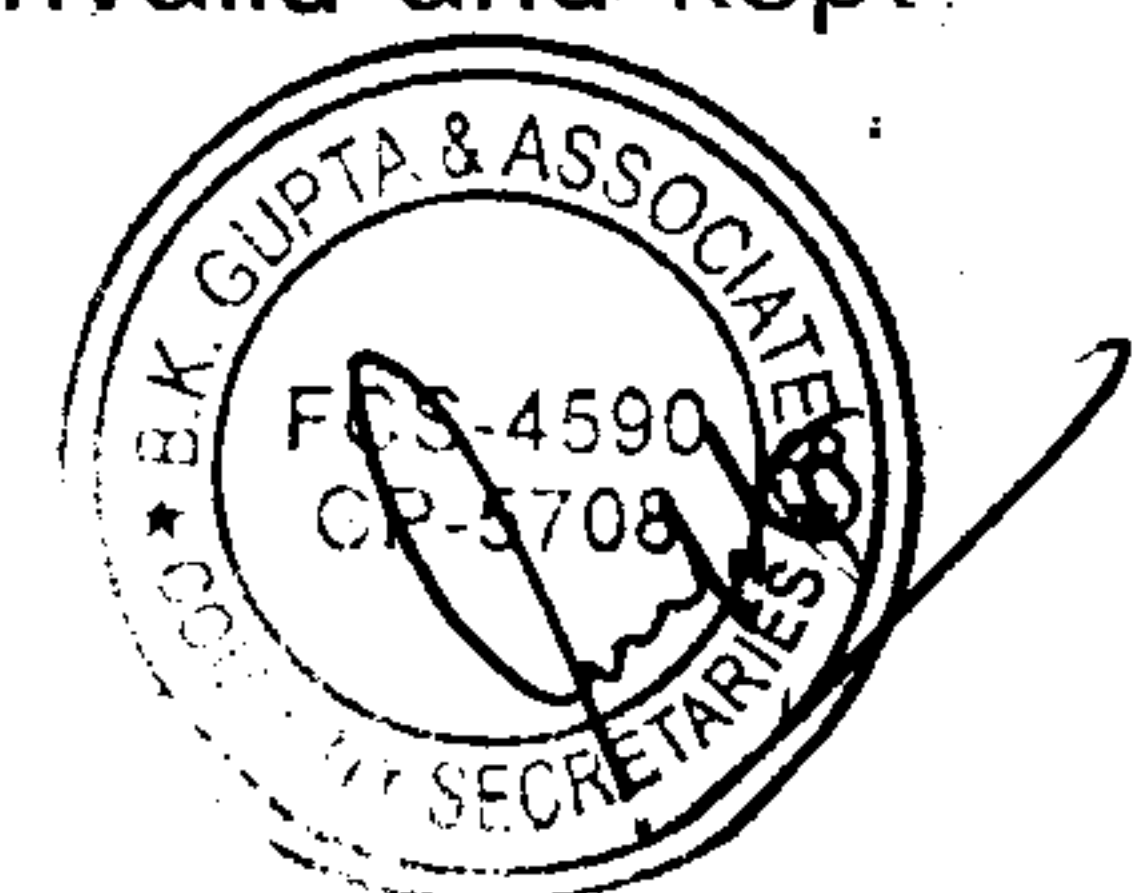
(Pursuant to Section 109 of the Companies Act, 2013 and Rules 21(2) of the
Companies (Management and Administration) Rules, 2014

To,
The Chairman,
34th (Thirty Fourth) Annual General Meeting of the Equity Shareholders of Vardhman
Polytex Limited held on 30th September, 2014 at 11.00 A.M. at Registered Office of the
Company at 341 K-1, Mundian Khurd, P.O. Sahabana, Chandigarh Road, Ludhiana-
141123.

Dear Sir,

I, Bhupesh Gupta, Partner, B K Gupta & Associates, Practicing Company Secretary at
49/65, Harpal Nagar, Near Gulmor Hotel, Ferozepur Road, Ludhiana, appointed as
Scrutinizer by the Board of Directors of Company for the purpose of poll taken on the
below mentioned resolutions, at the 34th Annual General Meeting of Equity
Shareholders of Vardhman Polytex Limited held on 30th September, 2014 at 11.00 a.m.
at Registered Office of the Company at 341 K-1, Mundian Khurd, P.O. Sahabana,
Chandigarh Road, Ludhiana-141123., submit my report as under:

1. After declaration of the poll by the Chairman, ballot boxes kept for polling
were marked by identification mark placed on them.
2. The ballot boxes were subsequently opened in my presence and poll papers
were diligently scrutinized. The poll papers were reconciled with the records
maintained by the Company/ Registrar and Transfer Agents (R&TA) of the
Company and the authorizations/ proxies lodged with the company. The
voters were also scrutinized for the purpose of eliminating duplicate voting i.e.
on e-voting as well as on poll. As per information given by the Company the
names of the shareholders who had voted on e-voting through CDSL facility
had been blocked and ballot papers duly numbered serially by print were
issued only to those members who were present at the Annual General
Meeting and who had not voted on e-voting.
3. The poll papers, which were incomplete and/or which were incomplete and/or
which were otherwise found defective have been treated as invalid and kept
separately.



4 The result of the Poll is as under:

a) Resolution 1: Ordinary Resolution

Adoption of Balance Sheet, Statement of Profit and Loss, Report of the Board of Directors and Auditors for the Financial Year ended March 31, 2014.

(i) Voted **in favour** of the Resolution:

Number of Members present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
1	100	100.00

(ii) Voted **against** the Resolution:

Number of Members present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
0	0	0.00

(iii) **Invalid** Votes:

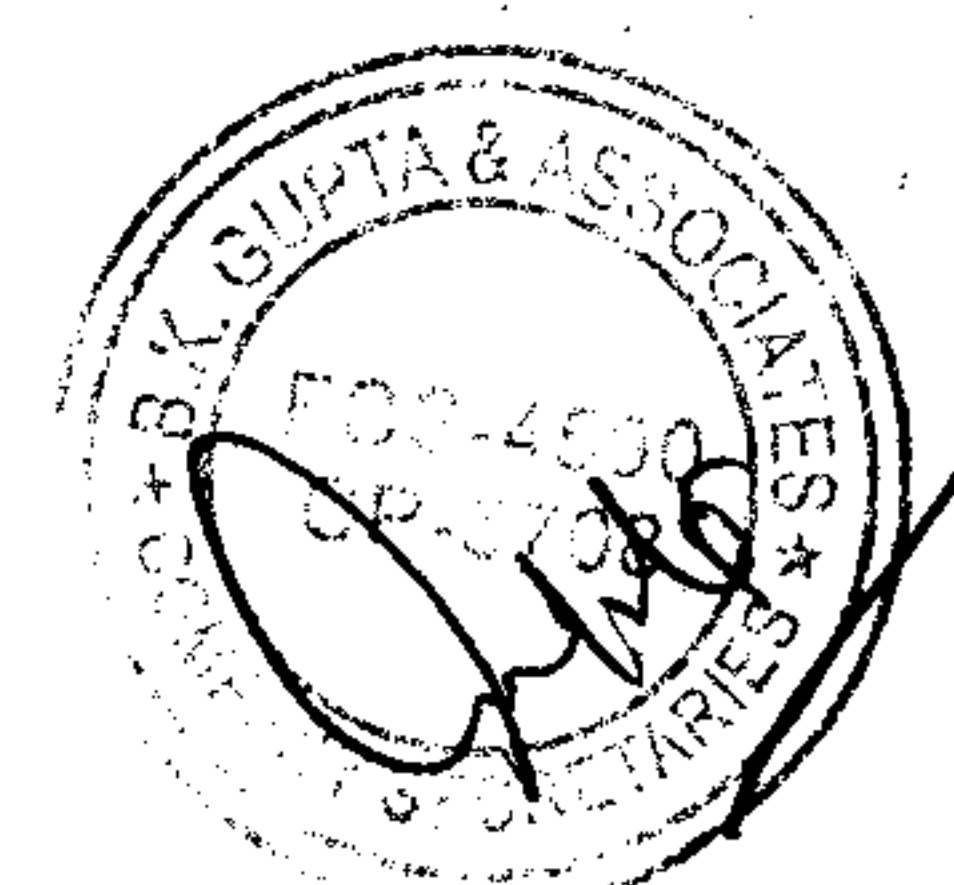
Number of Members present and voting (in person or by proxy)	Number of Votes cast by them
NIL	NIL

b) Resolution 2: Ordinary Resolution

Appointment of Director in Place of Mr. Ashok Kumar Goyal , who retires by rotation and being eligible, seeks re-appointment

(i) Voted **in favour** of the Resolution:

Number of Members present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
1	100	100.00



(ii) Voted **against** the Resolution:

Number of Members present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
0	0	0.00

(iii) **Invalid Votes:**

Number of Members present and voting (in person or by proxy)	Number of Votes cast by them
NIL	NIL

c) Resolution 3: Ordinary Resolution

Appointment of M/s S.S. Kothari Mehta & Company, Chartered Accountants as Statutory Auditors of the Company.

(i) Voted **in favour** of the Resolution:

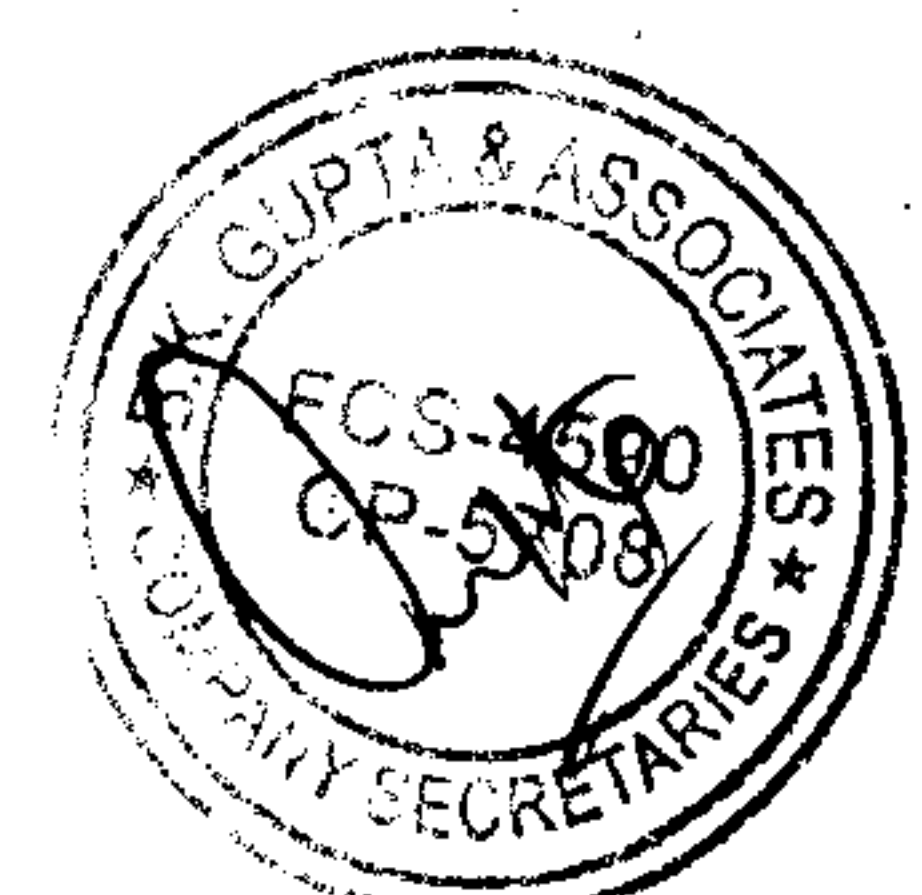
Number of Members present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
1	100	100.00

(ii) Voted **against** the Resolution:

Number of Members present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
0	0	0.00

(iii) **Invalid Votes:**

Number of Members present and voting (in person or by proxy)	Number of Votes cast by them
NIL	NIL



d) Resolution 4: Ordinary Resolution

Appointment of Mr. Ajay Chaudhry as an Independent Director

(i) Voted **in favour** of the Resolution:

Number of Members present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
1	100	100.00

(ii) Voted **against** the Resolution:

Number of Members present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
0	0	0.00

(iii) **Invalid** Votes:

Number of Members present and voting (in person or by proxy)	Number of Votes cast by them
NIL	NIL

e) Resolution 5: Ordinary Resolution

Appointment of Dr. B.S. Bhatia as an Independent Director

(i) Voted **in favour** of the Resolution:

Number of Members present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
1	100	100.00

(ii) Voted **against** the Resolution:

Number of Members present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
0	0	0.00



(iii) **Invalid Votes:**

Number of Members present and voting (in person or by proxy)	Number of Votes cast by them
NIL	NIL

f) Resolution 6: Ordinary Resolution

Appointment of Mr. M.D.Kanitkar as an Independent Director

(i) **Voted in favour** of the Resolution:

Number of Members present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
1	100	100.00

(ii) **Voted against** the Resolution:

Number of Members present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
0	0	0.00

(iii) **Invalid Votes:**

Number of Members present and voting (in person or by proxy)	Number of Votes cast by them
NIL	NIL

g) Resolution 7: Ordinary Resolution

Appointment of Mr. Amit Jain as an Independent Director

(i) **Voted in favour** of the Resolution:

Number of Members present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
1	100	100.00



(ii) Voted **against** the Resolution:

Number of Members present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
0	0	0.00

(iii) **Invalid Votes:**

Number of Members present and voting (in person or by proxy)	Number of Votes cast by them
NIL	NIL

h) Resolution 8: Ordinary Resolution

Appointment of Mrs. Rakhi Oswal as a Director.

(i) Voted **in favour** of the Resolution:

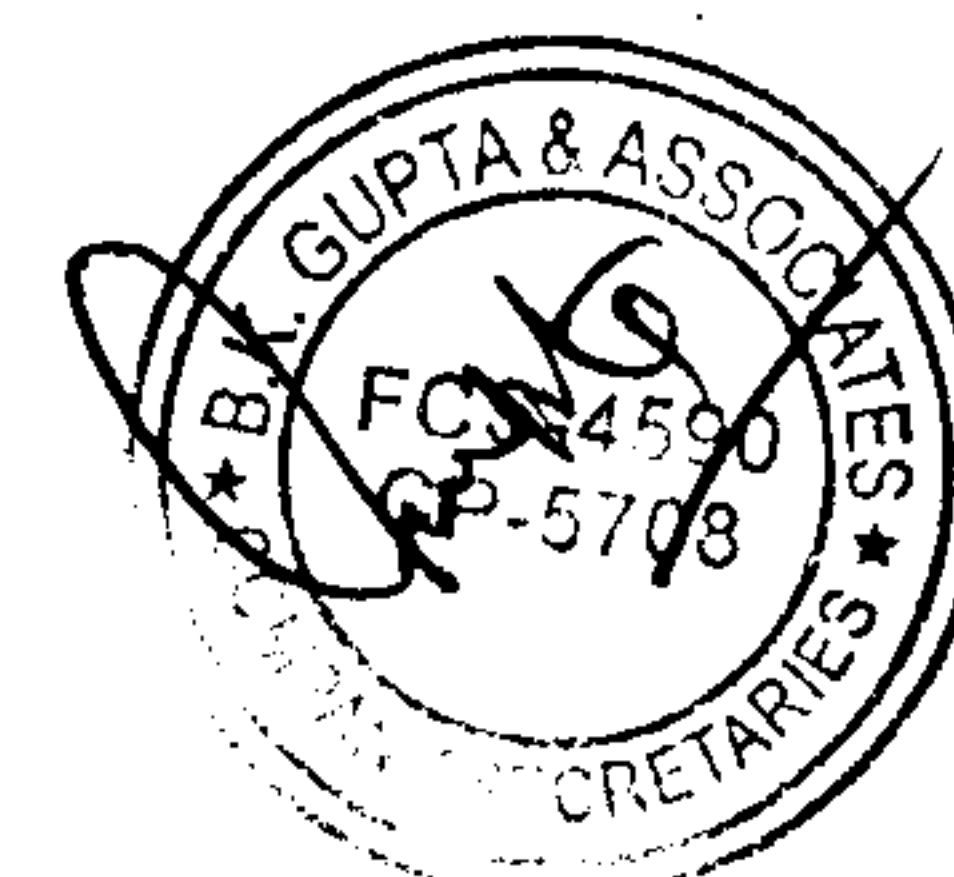
Number of Members present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
1	100	100.00

(ii) Voted **against** the Resolution:

Number of Members present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
0	0	0.00

(iii) **Invalid Votes:**

Number of Members present and voting (in person or by proxy)	Number of Votes cast by them
NIL	NIL



i) Resolution 9: Special Resolution

Amendment in the terms of appointment of Mr. Adish Oswal, Executive Director of the Company.

(i) Voted **in favour** of the Resolution:

Number of Members present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
1	100	100.00

(ii) Voted **against** the Resolution:

Number of Members present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
0	0	0.00

(iii) **Invalid Votes:**

Number of Members present and voting (in person or by proxy)	Number of Votes cast by them
NIL	NIL

j) Resolution 10: Special Resolution

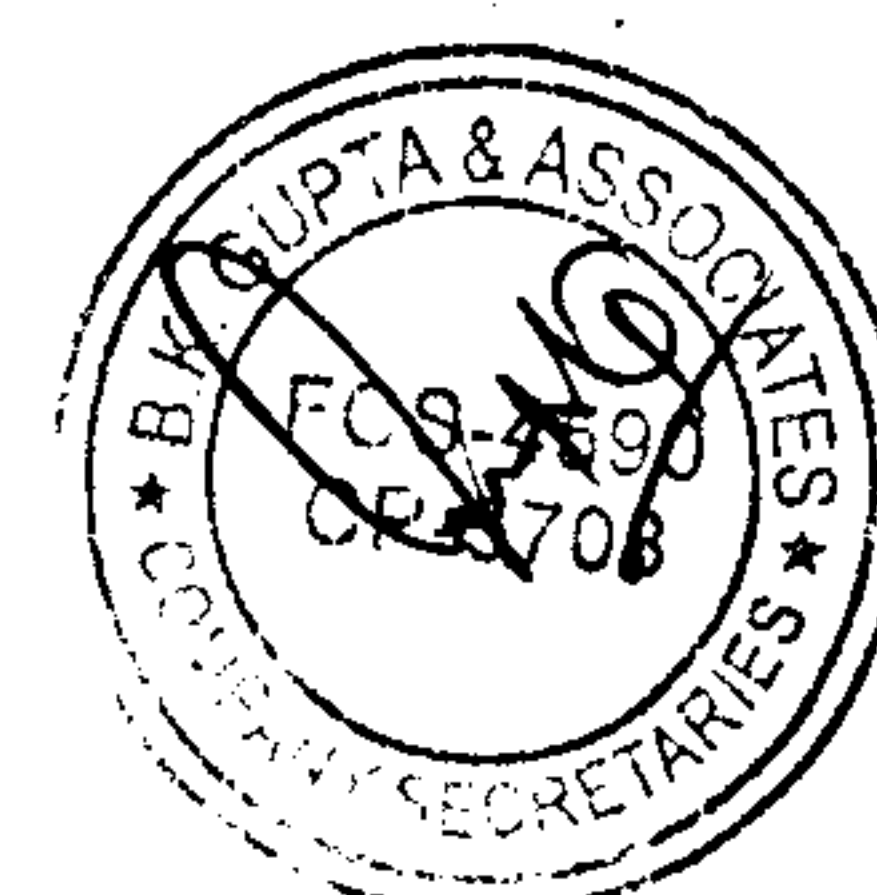
Amendment in the Articles of Association of the Company.

(i) Voted **in favour** of the Resolution:

Number of Members present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
1	100	100.00

(ii) Voted **against** the Resolution:

Number of Members present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
0	0	0.00



(iii) **Invalid Votes:**

Number of Members present and voting (in person or by proxy)	Number of Votes cast by them
NIL	NIL

k) Resolution 11: Special Resolution

Approval for entering into contracts and/or agreements with Related Parties .

(i) **Voted in favour** of the Resolution:

Number of Members present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
1	100	100.00

(ii) **Voted against** the Resolution:

Number of Members present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
0	0	0.00

(iii) **Invalid Votes:**

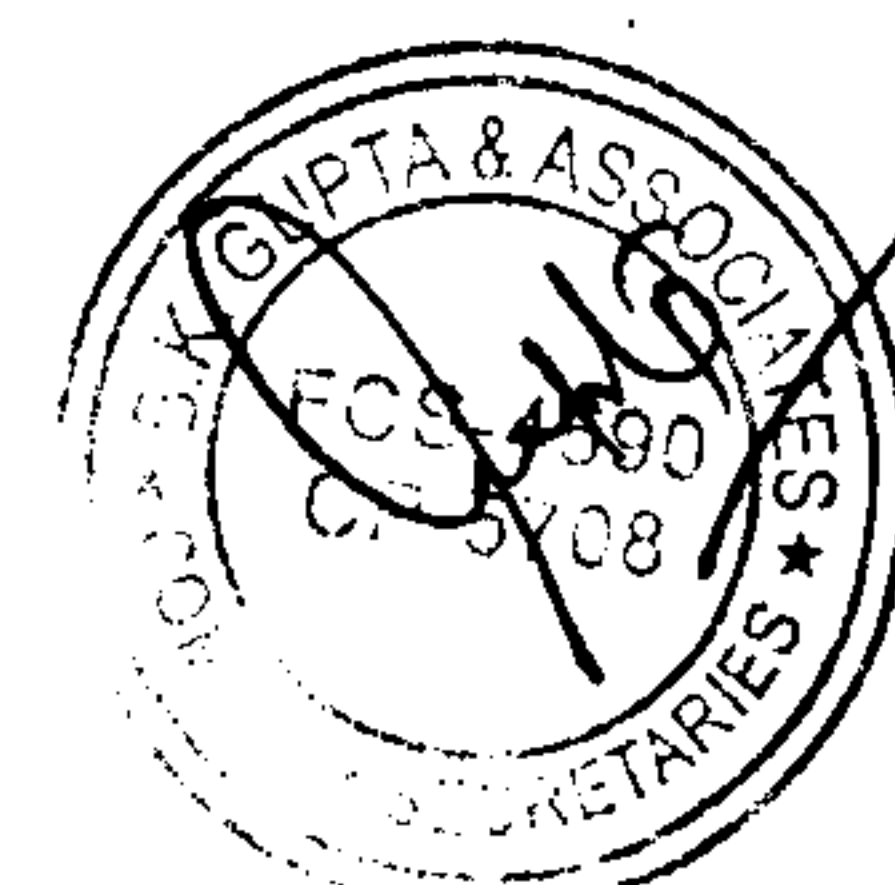
Number of Members present and voting (in person or by proxy)	Number of Votes cast by them
NIL	NIL

l) Resolution 12: Special Resolution

Authorization for Borrowings .

(i) **Voted in favour** of the Resolution:

Number of Members present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
1	100	100.00



(ii) Voted **against** the Resolution:

Number of Members present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
0	0	0.00

(iii) **Invalid Votes:**

Number of Members present and voting (in person or by proxy)	Number of Votes cast by them
NIL	NIL

m) Resolution 13: Special Resolution

Creation of charges/mortgages on the properties of the Company .

(i) Voted **in favour** of the Resolution:

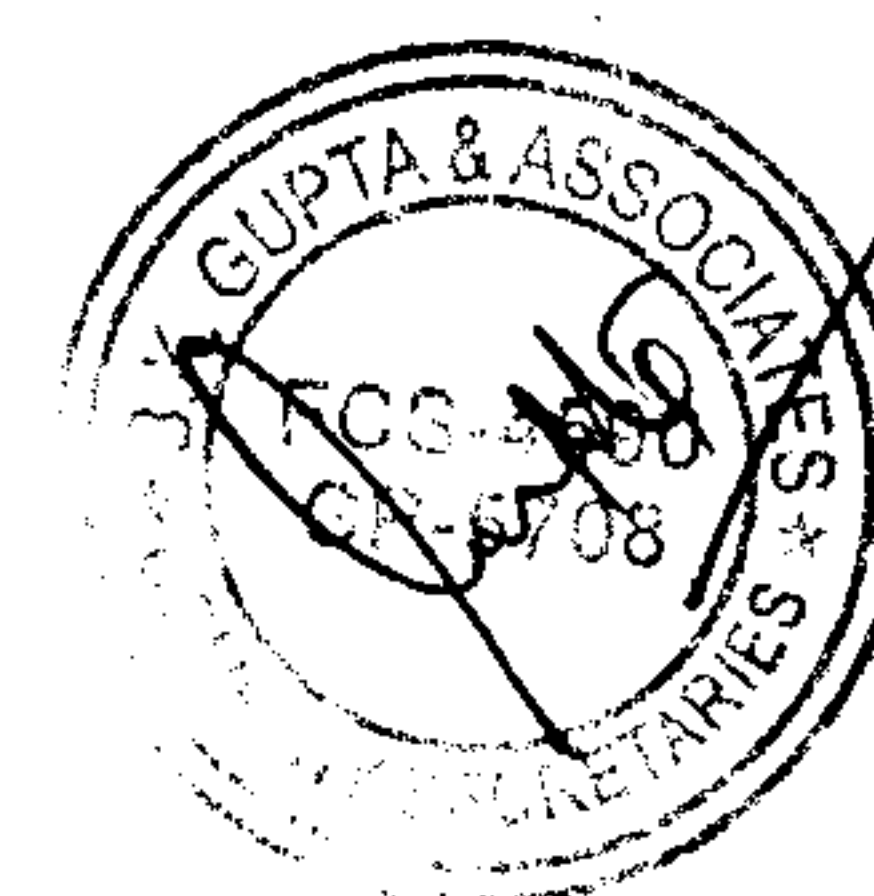
Number of Members present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
1	100	100.00

(ii) Voted **against** the Resolution:

Number of Members present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
0	0	0.00

(iii) **Invalid Votes:**

Number of Members present and voting (in person or by proxy)	Number of Votes cast by them
NIL	NIL



n) **Resolution 14: Special Resolution**

Invitation and acceptance of fixed deposits from the members and public .

(i) Voted **in favour** of the Resolution:

Number of Members present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
1	100	100.00

(ii) Voted **against** the Resolution:

Number of Members present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
0	0	0.00

(iii) **Invalid Votes:**

Number of Members present and voting (in person or by proxy)	Number of Votes cast by them
NIL	NIL

5. The poll papers and all other relevant records were sealed and handed over to the company secretary for safe keeping.

Thanking you,

Yours Faithfully,
For B.K.Gupta & Associates
Company Secretaries

Place::Ludhiana

Date: 30/09/2014



(Bhupesh Gupta)
Partner

FCS4590, CPNo. 5708
Scrutinizer