

# **N R VANDANA TEX INDUSTRIES LIMITED**

**(Formerly Known as: N R DESIGN CENTRE PRIVATE LIMITED)**

**Regd Off:** 220, Mahatma Gandhi Road, Barabazar, Kolkata - 700007

**CIN:** L17299WB1992PLC055341

**Email-Id:** [cs@vandanafashion.com](mailto:cs@vandanafashion.com) **Website:** [www.vandanafashion.com](http://www.vandanafashion.com) **Tel:** **+91 9331281999**

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**Date:** 26.09.2025

**The Manager**  
**Listing Department,**  
**National Stock Exchange of India Ltd.**  
**Exchange Plaza, 5th Floor, Plot No. C/1,**  
**G Block, Bandra Kurla Complex, Bandra (E),**  
**Mumbai – 400 051**  
[Symbol: NRVANDANA]

Dear Sir/ Madam,

**Sub: Voting Results & Scrutinizer's Report of the 33<sup>rd</sup> Annual General Meeting of the Company held on 25<sup>th</sup> September 2025**

In terms of Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith Voting Results with respect to the 33<sup>rd</sup> Annual General Meeting (AGM) of the Company held on Thursday, September 25, 2025 at 10.00 a.m.

Further, we also enclose herewith the Consolidated Scrutinizer's Report dated 25<sup>th</sup> September, 2025 with respect to the remote e-voting as well as the e-voting at the said AGM.

Please take note that all the resolutions as contained in the notice of the 33<sup>rd</sup> AGM dated 16<sup>th</sup> May 2025 have been approved with requisite majority.

The said voting results along with the Scrutinizer's Report will also be made available on the Company's website at [www.vandanafashion.com](http://www.vandanafashion.com) and on the website of the Central Depository Services Limited.

This is for your information and records.

Yours sincerely,

**For N R VANDANA TEX INDUSTRIES LTD.**

**GYANESH LOHIA** Digitally signed by GYANESH LOHIA  
Date: 2025.09.26 16:57:25 +05'30'

**GYANESH LOHIA**  
**Whole-Time Director**  
**DIN: 02621425**

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## OUTCOME OF ANNUAL GENERAL MEETING

As per the provisions of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided the facility of remote e-voting to the Shareholders to enable them to cast their vote electronically on the items of business proposed in the Notice of the 33<sup>rd</sup> Annual General Meeting (AGM).

The remote e-voting was open from Monday, 22<sup>nd</sup> September, 2025 at 10:00 a.m. to Wednesday, 24<sup>th</sup> September, 2025 upto 5:00 p.m. in line with the provisions of the Companies Act, 2013.

The Consolidated Results, as per the Scrutinizer's Report dated 25<sup>th</sup> September, 2025 are as follows:

**Resolution No 1:** To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2025 together with the Report of the Directors' and Auditors' thereon

Resolution required : (Ordinary/Special) :						Ordinary		
Whether promoter / promoter group are interested in the agenda/ resolution?						No		
Categor y	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstand ing shares (3)= [(2)/(1)]* 100	No. of Votes - In favour (4)	No. of Votes - Against (5)	% of Votes in favour of votes polled (6)= [(4)/(2)]*1 00	% of Votes against on Votes Polled (7)=[(5)/ (2)]*100
Promote r and Promote r Group	E-Voting	17096809	17096809	100.00	17096809	0	100.00	0
	Poll		0	0	0	0	0.00	0
	Postal Ballot (If applicabl e)		0	0	0	0	0	0
	Total		17096809	100.00	17096809	0	100.00	0
Public Instituti on	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (If applicabl e)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non- Instituti on	E-Voting	288000	36000	12.50	36000	0	100.00	0.00
	Poll		252000	87.50	252000	0	100.00	0
	Postal Ballot (If		0	0	0	0	0	0

	applicabl e)							
	Total	0	288000	0.00	288000	0	100.00	0
Total		17384809	17384809	100.00	17384809	0	100.00	0

**Result: Passed by Majority**

**Resolution No 2:** To consider re-appointment of Mr. Narain Prasad Lohia (DIN: 00452515), who retires by rotation, and being eligible, offer 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 (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 of votes polled (6)=[(4)/(2)]*100	% of Votes against on Votes Polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	17096809	17096809	100.00	17096809	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot (If applicable)		0	0	0	0	0	0
	Total		17096809	100.00	17096809	0	100.00	0
Public Institution	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (If applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Non-Institution	E-Voting	288000	36000	12.50	36000	0	100.00	0
	Poll		252000	87.50	252000	0	100.00	0
	Postal Ballot (If applicable)		0	0	0	0	0	0
	Total		0	288000	0.00	288000	0	100.00
Total		17384809	17384809	100.00	17384809	0	100.00	0

**Result: Passed by Majority**

**Resolution No 3:** To appoint Secretarial Auditor of the Company for a period of 5(Five) Years and to fix their remuneration, and in this regard, consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

Resolution required : (Ordinary/Special) :						Ordinary		
Whether promoter / promoter group are interested in the agenda/ resolution?						No		
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 of votes polled (6)= [(4)/(2)]*100	% of Votes against on Votes Polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	17096809	17096809	100.00	17096809	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot (If applicable)		0	0	0	0	0	0
	Total		17096809	100.00	17096809	0	100.00	0
Public Institution	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (If applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Non-Institution	E-Voting	288000	36000	12.50	6000	30000	16.66	83.34
	Poll		252000	87.50	252000	0	100.00	0
	Postal Ballot (If applicable)		0	0	0	0	0	0
	Total		0	0.00	258000	0	100.00	0
Total		17384809	17384809	100.00	17354809	0	99.83	0.17

**Result: Passed by Majority**

**FORM No. MGT-13**  
**Report of Scrutinizer(s)**

[Pursuant to section 109 of the Companies Act, 2013 and rule 21(2) of the Companies  
(Management and Administration) Rules, 2014]

To,  
The Chairman  
N R Vandana Tex Industries Limited  
Kolkata

E-voting (remote e-voting and Insta Poll (Show of hands)) at the 33<sup>rd</sup> Annual General Meeting of the Equity Shareholders of M/s N R Vandana Tex Industries Limited held on September 25, 2025 at 220, Mahatma Gandhi Road, Barabazar, Kolkata, 700007.

Dear Sir,

I, Geeta Roy Chowdhury, on behalf of S. R. & Associates, appointed as Scrutinizer pursuant to section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 to conduct the remote e-voting process in respect to the below mentioned resolutions proposed at the 33<sup>rd</sup> AGM of the Company.

The remote e-voting period commenced at 9.00 a.m. on Monday, 22<sup>nd</sup> September, 2025 and ended at 5.00 p.m. on Wednesday, 24<sup>th</sup> September, 2025.

I was also appointed as the Scrutinizer to scrutinize the remote e-voting process during the AGM.

I now submit the report as under on the result of the remote e-voting prior to and during the AGM in respect of the said resolution.

**ORDINARY BUSINESS**

**Resolution No 1: Ordinary Resolution**

To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2025 together with the Report of the Directors' and Auditors' thereon.

Remote e- voting		Voting during the AGM through show of hands		Consolidated Voting Results		
No. of Members who voted	No. of Shares for which votes casted	No. of Members who voted	No. of Shares for which votes casted	Total no. of Members who voted	Total no. of Shares for which votes casted	Percentage of votes to the total no. of valid votes



Voted in favour of the Resolution	14	17132809	5	252000	19	17384809	100.00
Voted against the Resolution	0	0	0	0	0	0	0.0000
Abstained	0	0	0	0	0	0	0.0000

### **Resolution No 2: Ordinary Resolution**

To consider re-appointment of Mr. Narain Prasad Lohia (DIN: 00452515) who retire by rotation, and being eligible, offer herself for re-appointment.

	Remote e- voting		Voting during the AGM through show of hands		Consolidated Voting Results		
	No. of Members who voted	No. of Shares for which votes casted	No. of Members who voted	No. of Shares for which votes casted	Total no. of Members who voted	Total no. of Shares for which votes casted	Percentage of votes to the total no. of valid votes
Voted in favour of the Resolution	14	17132809	5	252000	19	17384809	100.00
Voted against the Resolution	0	0	0	0	0	0	0.0000
Abstained	0	0	0	0	0	0	0.0000

### **SPECIAL BUSINESS**

### **Resolution No 3: Ordinary Resolution**

To appoint Secretarial Auditor of the Company for a period of 5(Five) Years and to fix their remuneration:



	Remote e- voting		Voting during the AGM through show of hands		Consolidated Voting Results		
	No. of Members who voted	No. of Shares for which votes casted	No. of Members who voted	No. of Shares for which votes casted	Total no. of Members who voted	Total no. of Shares for which votes casted	Percentage of votes to the total no. of valid votes
Voted in favour of the Resolution	13	17102809	5	252000	18	17354809	99.8274
Voted against the Resolution	1	30000	0	0	1	30000	0.1726
Abstained	0	0	0	0	0	0	0.0000

Thanking You.

Yours faithfully,

For S.R. & ASSOCIATES,

Company Secretaries

FRN: P2008WB016700

*Geeta Roy Chowdhury*

Geeta Roy Chowdhury

Membership No.: 7040

CP No.: 7741



UDIN: F007040G001338293

Date: 25<sup>th</sup> September, 2025

Witnesses

*[Signature]*

Name: Pratham Kothari

Address: Near Ashok medical hall,  
Kharmanchak, D.N. Singh Road, Bhagalpur-  
812001

*[Signature]*

Name: Roshan Thakur

Address: 21, Tiljala Mashid Bari Lane,  
Kolkata-700039