



Vardhmān

Delivering Excellence. Since 1965.

VARDHMAN TEXTILES LIMITED

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Ref. VTXL:SCY:SEP:2017-2018

Dated: 23.09.2017

The Deputy General Manager, Corporate Relationship Deptt, Bombay Stock Exchange Limited, 1st Floor, New Trading Ring, Rotunda Building, P.J Towers, Dalal Street, Fort, MUMBAI -400001. Scrip Code: 502986	✓ The National Stock Exchange of India Ltd, "Exchange Plaza", Bandra-Kurla Complex, Bandra (East), MUMBAI. Scrip Code: VTL
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SUB: 44TH ANNUAL GENERAL MEETING AND VOTING RESULTS

In respect of the 44th Annual General Meeting of the Company held on 22nd September, 2017 at Registered Office, Chandigarh Road, Ludhiana- 141010, please find enclosed herewith Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Kindly note that the meeting commenced at 09:00 a.m. and concluded at 10:30 a.m.

You are requested to take the same on record.

Thanking you,
Yours faithfully,

For VARDHMAN TEXTILES LIMITED


(SANJAY GUPTA)
Company Secretary

YARNS | FABRICS | THREADS | GARMENTS | FIBRES | STEELS

PAN NO.: AABCM4692E CIN: L17111PB1973PLC003345

WWW.VARDHMAN.COM

Details of Voting Results

Date of AGM	22 nd September, 2017
Total number of shareholders on record date (Book closure date – 11.09.2017 to 22.09.2017)	23,335
No. of Shareholders present in the meeting either in person or through proxy: a) Promoter and Promoter group: b) Public:	 17 29
No. of Shareholders attended the meeting through video conferencing: a) Promoter and Promoter group: b) Public:	 NIL NIL
Mode of Voting	E-voting and Poll

AGENDA WISE DISCLOSURE:

The Agenda wise disclosure of the voting results of the businesses transacted at the 44th Annual General Meeting of the members of the Company held on Friday, 22nd September, 2017 is enclosed.

Further, a copy of result declared for the 44th Annual General Meeting along with Scrutinizer's Report is also being placed on the website of the Company at www.vardhman.com and on the website of Central Depository Services (India) Limited (CDSL) at www.evotingindia.com.



Item No. 1**Adoption of Financial Statements for the financial year ended 31st March, 2017.**

Resolution Required: (Ordinary/Special)					Ordinary Resolution			
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 favor	No. of votes- against	% of Votes in favor 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	3,57,54,821	--	--	--	--	--	--
	Poll		3,57,54,821	100.00	3,57,54,821	--	100.00	--
	Postal Ballot (If Applicable)		--	--	--	--	--	--
	Total	3,57,54,821	3,57,54,821	100.00	3,57,54,821	--	100.00	--
Public-Institutions	E-Voting	1,37,28,758	1,23,50,822	89.96	1,23,50,822	--	100.00	--
	Poll		--	--	--	--	--	--
	Postal Ballot (If Applicable)		--	--	--	--	--	--
	Total	1,37,28,758	1,23,50,822	89.96	1,23,50,822	--	100.00	--
Public-Non Institutions	E-Voting	79,07,431	44,649	0.56	44,649	--	100.00	--
	Poll		9,34,906	11.82	9,34,906	--	100.00	--
	Postal Ballot (If Applicable)		--	--	--	--	--	--
	Total	79,07,431	9,79,555	12.39	9,79,555	--	100.00	--
Total		5,73,91,010	4,90,85,198	85.53	4,90,85,198	--	100.00	--



Item No. 2**Declaration of Dividend on Equity Shares.**

Resolution Required: (Ordinary/Special)					Ordinary Resolution			
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 favor	No. of votes-against	% of Votes in favor 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	3,57,54,821	--	--	--	--	--	--
	Poll		3,57,54,821	100.00	3,57,54,821	--	100.00	--
	Postal Ballot (If Applicable)		--	--	--	--	--	--
	Total	3,57,54,821	3,57,54,821	100.00	3,57,54,821	--	100.00	--
Public-Institutions	E-Voting	1,37,28,758	1,23,62,541	90.05	1,23,62,541	--	100.00	--
	Poll		--	--	--	--	--	--
	Postal Ballot (If Applicable)		--	--	--	--	--	--
	Total	1,37,28,758	1,23,62,541	90.05	1,23,62,541	--	100.00	--
Public-Non Institutions	E-Voting	79,07,431	44,649	0.56	44,649	--	100.00	--
	Poll		9,34,906	11.82	9,34,906	--	100.00	--
	Postal Ballot (If Applicable)		--	--	--	--	--	--
	Total	79,07,431	9,79,555	12.39	9,79,555	--	100.00	--
Total		5,73,91,010	4,90,96,917	85.55	4,90,96,917	--	100.00	--



Item No. 3

Re-appointment of Mr. D.L. Sharma as a Director liable to retire by rotation.

Resolution Required: (Ordinary/Special)					Ordinary Resolution			
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 favor	No. of votes- against	% of Votes in favor 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	3,57,54,821	--	--	--	--	--	--
	Poll		3,57,54,821	100.00	3,57,54,821	--	100.00	--
	Postal Ballot (If Applicable)		--	--	--	--	--	--
	Total	3,57,54,821	3,57,54,821	100.00	3,57,54,821	--	100.00	--
Public-Institutions	E-Voting	1,37,28,758	1,23,62,541	90.05	1,21,28,786	2,33,755	98.11	1.89
	Poll		--	--	--	--	--	--
	Postal Ballot (If Applicable)		--	--	--	--	--	--
	Total	1,37,28,758	1,23,62,541	90.05	1,21,28,786	2,33,755	98.11	1.89
Public-Non Institutions	E-Voting	79,07,431	44,649	0.56	44,649	--	100.00	--
	Poll		9,31,904	11.79	9,31,904	--	100.00	--
	Postal Ballot (If Applicable)		--	--	--	--	--	--
	Total	79,07,431	9,76,553	12.35	9,76,553	--	100.00	--
Total		5,73,91,010	4,90,93,915	85.54	4,88,60,160	2,33,755	99.52	0.48



Item No. 4

Appointment of Statutory Auditors.

Resolution Required: (Ordinary/Special)					Ordinary Resolution			
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 favor	No. of votes-against	% of Votes in favor 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	3,57,54,821	--	--	--	--	--	--
	Poll		3,57,54,821	100.00	3,57,54,821	--	100.00	--
	Postal Ballot (If Applicable)		--	--	--	--	--	--
	Total	3,57,54,821	3,57,54,821	100.00	3,57,54,821	--	100.00	--
Public-Institutions	E-Voting	1,37,28,758	1,23,62,541	90.05	1,23,44,394	18,147	99.85	0.15
	Poll		--	--	--	--	--	--
	Postal Ballot (If Applicable)		--	--	--	--	--	--
	Total	1,37,28,758	1,23,62,541	90.05	1,23,44,394	18,147	99.85	0.15
Public-Non Institutions	E-Voting	79,07,431	44,649	0.56	44,649	--	100.00	0.56
	Poll		9,34,906	11.82	9,34,906	--	100.00	11.82
	Postal Ballot (If Applicable)		--	--	--	--	--	--
	Total	79,07,431	9,79,555	12.39	9,79,555	--	100.00	--
Total		5,73,91,010	4,90,96,917	85.55	4,90,78,770	18,147	99.96	0.04



Item No. 5

Ratification of method of valuation of Options granted under Vardhman Textiles Limited Employee Stock Option Plan 2016 under SEBI (Share Based Employee Benefits) Regulations, 2014.

Resolution Required: (Ordinary/Special)					Special Resolution			
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 favor	No. of votes- against	% of Votes in favor 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	3,57,54,821	--	--	--	--	--	--
	Poll		3,57,54,821	100.00	3,57,54,821	--	100.00	--
	Postal Ballot (If Applicable)		--	--	--	--	--	--
	Total	3,57,54,821	3,57,54,821	100.00	3,57,54,821	--	100.00	--
Public-Institutions	E-Voting	1,37,28,758	1,23,62,541	90.05	1,08,03,272	15,59,269	87.39	12.61
	Poll		--	--	--	--	--	--
	Postal Ballot (If Applicable)		--	--	--	--	--	--
	Total	1,37,28,758	1,23,62,541	90.05	1,08,03,272	15,59,269	87.39	12.61
Public-Non Institutions	E-Voting	79,07,431	44,649	0.56	44,149	500	98.88	1.12
	Poll		9,34,906	11.82	9,34,906	--	100.00	--
	Postal Ballot (If Applicable)		--	--	--	--	--	--
	Total	79,07,431	9,79,555	12.39	9,79,055	500	99.95	0.05
Total		5,73,91,010	4,90,96,917	85.55	4,75,37,148	15,59,769	96.82	3.18



Item No. 6
Ratification of the remuneration of the Cost Auditors for the financial year ending 31st March, 2018

Resolution Required: (Ordinary/Special)					Ordinary Resolution			
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 favor	No. of votes- against	% of Votes in favor 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	3,57,54,821	--	--	--	--	--	--
	Poll		3,57,54,821	100.00	3,57,54,821	--	100.00	--
	Postal Ballot (If Applicable)		--	--	--	--	--	--
	Total	3,57,54,821	3,57,54,821	100.00	3,57,54,821	--	100.00	--
Public-Institutions	E-Voting	1,37,28,758	1,23,62,541	90.05	1,23,62,541	--	100.00	--
	Poll		--	--	--	--	--	--
	Postal Ballot (If Applicable)		--	--	--	--	--	--
	Total	1,37,28,758	1,23,62,541	90.05	1,23,62,541	--	100.00	--
Public-Non Institutions	E-Voting	79,07,431	44,649	0.56	44,149	500	98.88	1.12
	Poll		9,34,906	11.82	9,34,906	--	100.00	--
	Postal Ballot (If Applicable)		--	--	--	--	--	--
	Total	79,07,431	9,79,555	12.39	9,79,055	500	99.95	0.05
Total		5,73,91,010	4,90,96,917	85.55	4,90,96,417	500	99.99	0.01

All resolutions from Item No. 1 to 6 passed by requisite majority.

