



Vardhmān POLYTEX LIMITED

Corporate & Regd. Office : 341, K-1, Mundian Khurd, P.O. Sahabana,
Chandigarh Road, Ludhiana-141123 Punjab (INDIA)

Phone : +91-161-6629888, 6629990, 2685301-305

Fax : +91-161-6629988

E-mail : info@oswalgroup.com

REF: VPL: SCY: FEB: 2013-14

Dated: 20.02.2014

<i>The Listing Department, NATIONAL STOCK EXCHANGE OF INDIA LTD, "Exchange Plaza" Bandra – Kurla Complex, Bandra (East), Mumbai- 400 051 Scrip Code: VARDMNPOLY</i>	<i>The Listing Department, BOMBAY STOCK EXCHANGE LIMITED 25th Floor, P.J. Towers, Dalal Street, Fort, Mumbai- 400 001 Scrip Code: 514175</i>
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SUBJECT: Resolution and Calendar of Events.

Dear Sir/ Madam,

This is to inform you that the Board of Director of the Company in its meeting held on 14.02.2014 at Registered Office of the Company: 341 K-1, Mundian Khurd, P O Sahabana, Chandigarh Road, Ludhiana-141123, have inter-alia discussed and approved the notice for passing following resolution through postal ballot and to send notices to the shareholders of the Company:

1. Alteration in the Memorandum of Association of the Company.
2. Amendment/ Addition in the terms of remuneration of Mr. Ashok Goyal, Executive Director.

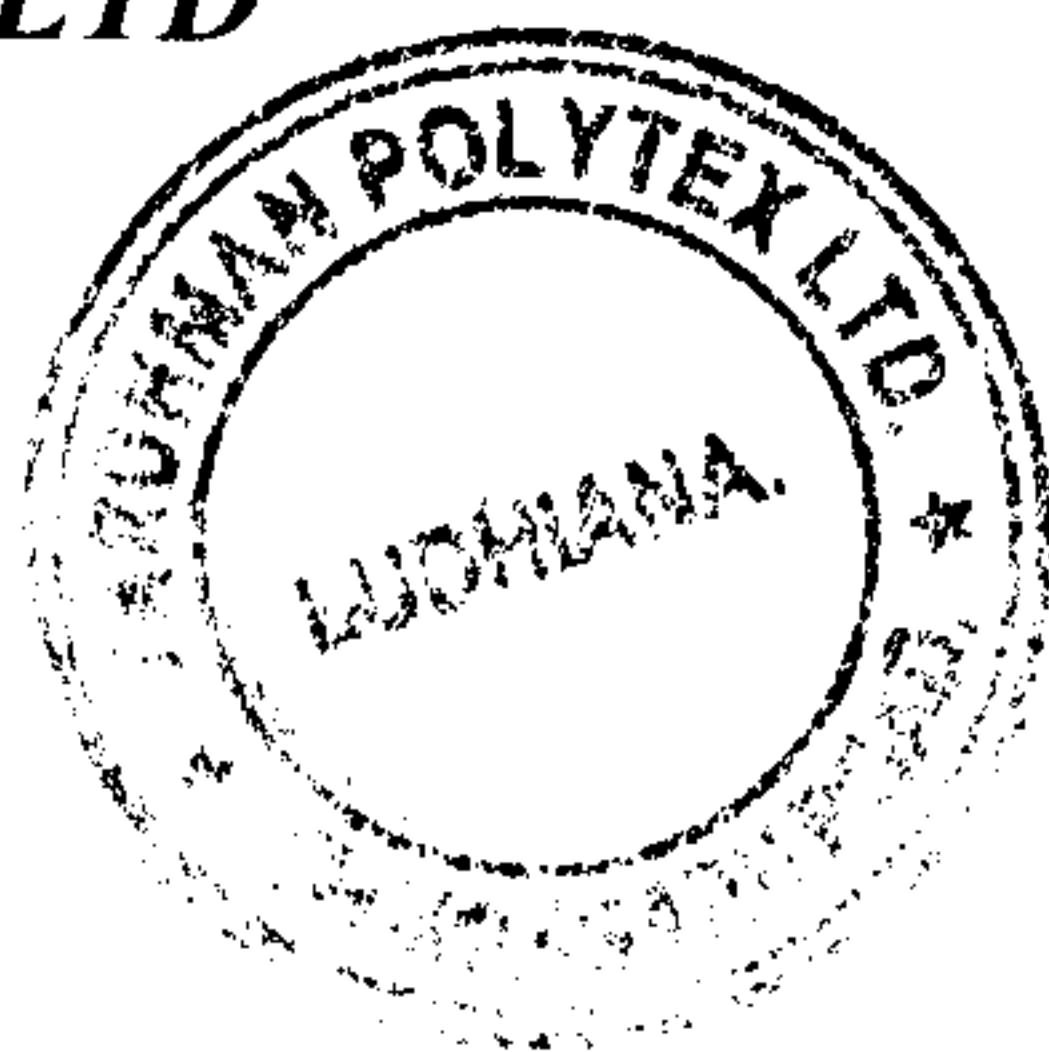
Accordingly, the certified copy of the Resolution and the Calendar of Events for the proposed postal ballot are enclosed herewith, for your information and record.

Thanking you,

Yours faithfully

For VARDHMAN POLYTEX LTD

**SUSHIL SHARMA
COMPANY SECRETARY**



Enclosed: As Above



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EXTRACT OF THE RESOLUTION FROM THE MINUTES OF THE MEETING OF THE BOARD OF DIRECTOR OF THE COMPANY HELD ON 14.02.2014 AT 341 K-1, MUNDIAN KHURD, P.O. SAHABANA, CHANDIGARH ROAD, LUDHIANA - 141123.

“RESOLVED THAT the consent of the Board of Directors be and is hereby given to approve the Notice of Postal Ballot and Calendar of events (as placed on the table of the meeting) as per Section 192A of the Companies Act, 1956 read with Companies (Passing of the Resolutions with Postal Ballots) Rules, 2011.

RESOLVED FURTHER THAT Mr. Ashok Kumar Oswal, Chairman & Managing Director, Mr Adish Oswal, Executive Director and Mr. Sushil Sharma, Company Secretary be, jointly or severally, made responsible for the entire postal ballot process and that they are hereby severally authorized to do all things and to take all incidental and necessary steps including sending of Notice to all Members and filing of this Resolution with Registrar of Companies to conduct the said Postal Ballot process physically/ electronically and e-voting for and on behalf of the Company and for submission of the said notice to the Stock Exchange(s), Depositories and for publication of an advertisement in the news paper specifying the date of completion of dispatch of postal ballots and to do all acts, deeds and things as may be required or deemed necessary to implement the said resolution and to deal all questions or difficulties that may arise in the course of implementing this Resolution.”

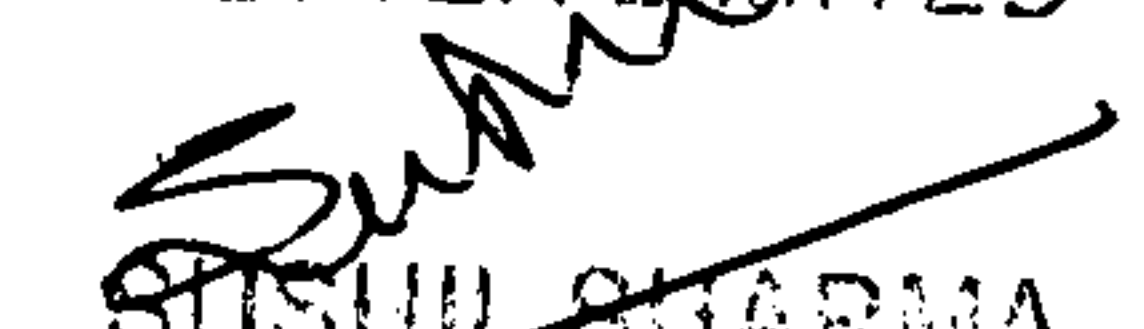
RESOLVED FURTHER THAT Mr. Ashwani Khanna of M/s Khanna Ashwani & Associates, Practicing Company Secretary, be and is hereby authorized to act as Scrutinizer, to do all such acts, deeds and things as may be necessary to conduct the process in a fair and transparent manner and to submit their final report, ballot papers and other related papers and registers to the Board of Directors of the Company within the specified time period not exceeding 30 (thirty) days from the date of appointment to conduct the postal ballot at such remuneration and out of pocket expenses, as may be determined by Mr. Ashok Kumar Oswal, Chairman & Managing Director of the Company, excluding incidental expenses, which will be reimbursed by the Company.

RESOLVED FURTHER THAT Mr. Sushil Sharma, Company Secretary, be and is hereby authorized to retain custody of postal ballot forms and other records received from the scrutinizer after the scrutinizer has submitted his final report on the scrutiny to the Board of Directors.

RESOLVED FURTHER THAT Mr. Ashok Kumar Oswal, Chairman & Managing Director, Mr Adish Oswal, Executive Director of the Company, be and are hereby jointly or severally authorized to declare the results of the postal ballot process, in the manner as may decide, by himself or may authorise to any other person for the said purpose”.

CERTIFIED TO BE TRUE COPY

For VARDHMAN POLYTEX LIMITED

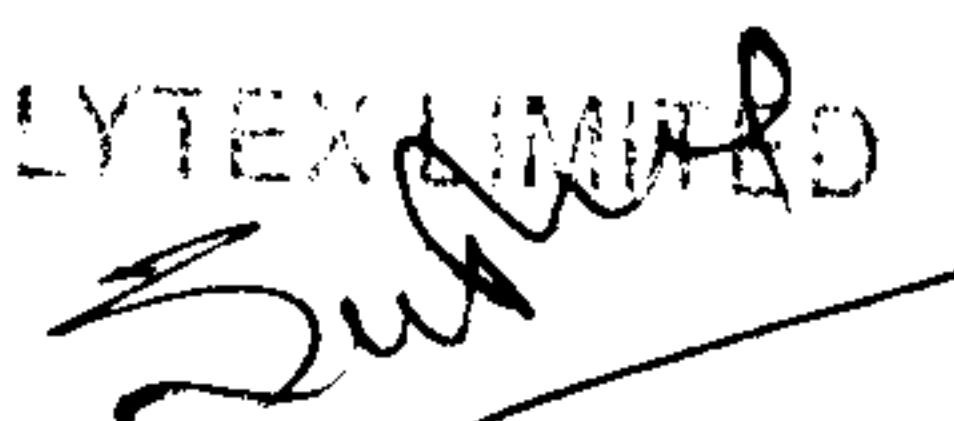

SUSHIL SHARMA
COMPANY SECRETARY

**EXTRACTS OF CALENDER OF EVENTS FOR THE POSTAL BALLOT PROCESS
APPROVED BY THE BOARD OF DIRECTORS IN ITS MEETING HELD ON 14.02.2014.**

CALENDER OF EVENTS

Sr. No.	Particulars	Event Dates
1	Date of consideration of the matter in the Board Meeting	14 th February, 2014
2	Date on which consent given by the scrutinizer to act as such	14 th February 2014
3	Date of Appointment of the scrutinizer	14 th February 2014
4	Date of Board resolution authorizing one of functional directors and executive officer to be responsible for the entire poll process	14 th February 2014
5	Date of dispatch of notice of meeting in which the business will be transacted through postal ballot	26 th February 2014
6	Date of completion of dispatch of notice along with postal ballot	26 th February 2014
7	Filing of intimation of the Board resolution and event of calendar for conducting postal ballot to the ROCs & SE.	within the seven days of board meeting
8	Publication of notice in newspaper for postal ballot process and appointment of scrutinizer and compliance officer	27 th February 2014
9	Last date for receiving postal ballot paper by scrutinizer : (thirty days from the last date of dispatch)	28 th March 2014
10	Date of handling over the ballot papers to the designated authority	29 th March 2014
11	Date on which the results of the postal ballot will be announced by the chairman	31 st March 2014
12	Date of signing of the minutes book by the Chairman in which the result of ballot is recorded	31 st March 2014
13	Date of returning the ballot papers, register required to be maintained by the scrutinizer u/r 5(e) and other related papers to the chairman by the scrutinizer	31 st March 2014
14	Filling Form No. 23	within the thirty days from declaration of result

For VARDHMAN POLYTEX LIMITED


SUSHIL SHARMA
COMPANY SECRETARY