

The Manager
Listing Department
The National Stock Exchange of India Limited
'Exchange Plaza', C-1 Block G,
Bandra Kurla complex,
Bandra (E), Mumbai 400051.

Date:13.09.2024

NSE Symbol: **VMARCIND**
ISIN: **INE0G XK01018**

Subject: Disclosure of Voting Results as per Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

Pursuant to Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, Please find enclosed herewith voting results for the resolution as set out under Notice of the 11th Annual General Meeting ("AGM") of the Company held on Thursday, 12th September, 2024 of Members of the V-Marc India Limited ("Company") at 11:00 a.m. (IST) at Plot No. 3, 4, 18, 20A, Sector, IIDC, SIDCUL Haridwar, Uttarakhand - 249403 through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM").

You are requested to take the above information on the record.

Thanking You,

Yours Faithfully,
For **V-Marc India Limited**

Anuj Ahluwalia
Company Secretary

Place: Haridwar

**Annexure I
V-Marc India Limited**

Voting results as per regulation 44(3) of SEBI (Listing Obligations and Disclosure requirements), 2015

Date of AGM	12th Sept 2024
Total number of shareholders as on the Cut-Off date	1,596
No. of shareholders present in the meeting through video conferencing / other Audio Visual Means:	
Promoters and Promoter Group:	2
Public:	25
No. of shareholders present in the meeting either in person or through proxy:	Not Applicable
Promoters and Promoter Group:	-
Public:	-

Resolution 1: To Adopt of the audited financial statement of the Company for the financial year ended March 31, 2024, together with the Reports of the Board of Directors and the Auditors thereon								
Resolution required :Ordinary Resolution								
Whether Promoter/ Promoter Group interested in the agenda/ resolution: Promoter/ Promoter Group of the Company are not , in anyway concerned or interested, financially or otherwise, in the resolution, except to the extent of their shareholding in the Company.								
Category	Mode of Voting	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	E-voting	1,59,41,696	1,59,41,696	100.00	1,59,41,696	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total	1,59,41,696	1,59,41,696	100.00	1,59,41,696	-	100.00	-
Public- Institutional holders	E-voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total	-	-	-	-	-	-	-
Public- Others	E-voting	68,44,000	3,92,000	5.73	3,92,000	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total	68,44,000	3,92,000	5.73	3,92,000	-	100.00	-
Grand Total		2,27,85,696	1,63,33,696	71.68	1,63,33,696	-	100.00	-

On the basis of the above-mentioned voting results the Chairman declared that Resolution No. 1 was passed by Requisite Majority as an Ordinary Resolution

Resolution 2: To appoint a director in place of Mr. Vikas Garg (DIN 05268238), who retires by rotation and being eligible, offers himself for re-appointment

Resolution required :Ordinary Resolution

Whether Promoter/ Promoter Group interested in the agenda/ resolution: Promoter/ Promoter Group of the Company are not except Mr. Vikas Garg and Mrs. Meenakshi Garg, in anyway concerned or interested, financially or otherwise, in the resolution, except to the extent of their shareholding in the Company.

Category	Mode of Voting	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	E-voting	1,59,41,696	1,59,41,696	100.00	1,59,41,696	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total	1,59,41,696	1,59,41,696	100.00	1,59,41,696	-	100.00	-
Public- Institutional holders	E-voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total	-	-	-	-	-	-	-
Public- Others	E-voting	68,44,000	3,87,000	5.65	3,87,000	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total	68,44,000	3,87,000	5.65	3,87,000	-	100.00	-
Grand Total		2,27,85,696	1,63,28,696	71.66	1,63,28,696	-	100.00	-

On the basis of the above-mentioned voting results the Chairman declared that Resolution No. 2 was passed by Requisite Majority as an Ordinary Resolution

Resolution 3: Revision of the remuneration of Mr. Vikas Garg (DIN: 05268238) as the Managing Director of the Company, w.e.f. 01.04.2024 for his remaining tenure on a remuneration not exceeding Rs. 1,44,00,000/- (Rupees One Crore Forty-Four Lakhs Only) per annum by way of salary (including bonus), perquisites and commission which the Company is entitled to pay as per the provisions of section I of the Part II of the Schedule V of the Companies Act, 2013 or any re-enactment thereof, subject however, to a ceiling of Rs 2,00,00,000/- (Rupees Two Crores Only) per annum.

Resolution required : Ordinary Resolution

Whether Promoter/ Promoter Group interested in the agenda/ resolution: Promoter/ Promoter Group of the Company are not, in anyway concerned or interested, financially or otherwise, in the resolution, except to the extent of their shareholding in the Company.

Category	Mode of Voting	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	E-voting	1,59,41,696	33,49,596	21.01	33,49,596	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total	1,59,41,696	33,49,596	21.01	33,49,596	-	100.00	-
Public- Institutional holders	E-voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total	-	-	-	-	-	-	-
Public- Others	E-voting	68,44,000	3,92,000	5.73	3,87,000	5,000	98.72	1.28
	Poll		-	-	-	-	-	-
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total	68,44,000	3,92,000	5.73	3,87,000	5,000	98.72	1.28
Grand Total		2,27,85,696	37,41,596	16.42	37,36,596	-	99.87	-

On the basis of the above-mentioned voting results the Chairman declared that Resolution No. 3 was passed by Requisite Majority as a Ordinary Resolution

Resolution 4:Revision of the remuneration of Mr. Deepak Prabhakar Tikle (DIN: 09756849) as the “Executive & Non-Independent Director” of the Company, w.e.f. 01.04.2024 for his remaining tenure on a remuneration not exceeding Rs. 41,00,000/- (Rupees Forty-One Lakhs Only) per annum by way of salary (including bonus), perquisites and commission which the Company is entitled to pay as per the provisions of section I of the Part II of the Schedule V of the Companies Act, 2013 or any re-enactment thereof, subject however, to a ceiling of Rs 50,00,000/- (Rupees Fifty Lakhs Only) per annum.

Resolution required : Ordinary Resolution

Whether Promoter/ Promoter Group interested in the agenda/ resolution: Promoter/ Promoter Group of the Company are not, in anyway concerned or interested, financially or otherwise, in the resolution, except to the extent of their shareholding in the Company.

Category	Mode of Voting	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	E-voting	1,59,41,696	1,59,41,696	100.00	1,59,41,696	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total	1,59,41,696	1,59,41,696	100.00	1,59,41,696	-	100.00	-
Public- Institutional holders	E-voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total	-	-	-	-	-	-	-
Public- Others	E-voting	68,44,000	3,83,000	5.60	3,77,000	6,000	98.43	1.57
	Poll		-	-	-	-	-	-
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total	68,44,000	3,83,000	5.60	3,77,000	6,000	98.43	1.57
Grand Total		2,27,85,696	1,63,24,696	71.64	1,63,18,696	-	99.96	-

On the basis of the above-mentioned voting results the Chairman declared that Resolution No. 4 was passed by Requisite Majority as a Ordinary Resolution

Resolution 5: Ratification of Remuneration of M/s. Ahuja Sunny & Co, Cost Accountants, (Firm Registration No 101411), appointed as the “Cost Auditors” of the Company for the Financial Year ending March 31, 2024

Resolution required : Ordinary Resolution

Whether Promoter/ Promoter Group interested in the agenda/ resolution: Promoter/ Promoter Group of the Company are not except Mr. Vikas Garg and Mrs. Meenakshi Garg, in anyway concerned or interested, financially or otherwise, in the resolution, except to the extent of their shareholding in the Company.

Category	Mode of Voting	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	E-voting	1,59,41,696	1,59,41,696	100.00	1,59,41,696	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total	1,59,41,696	1,59,41,696	100.00	1,59,41,696	-	100.00	-
Public- Institutional holders	E-voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total	-	-	-	-	-	-	-
Public- Others	E-voting	68,44,000	3,92,000	5.73	3,92,000	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total	68,44,000	3,92,000	5.73	3,92,000	-	100.00	-
Grand Total		2,27,85,696	1,63,33,696	71.68	1,63,33,696	-	100.00	-

On the basis of the above-mentioned voting results the Chairman declared that Resolution No.5 was passed by Requisite Majority as a Ordinary Resolution

Resolution 6: Issuance of Equity Shares of the Company by way of Preferential Issue, subject to such approvals as may be required under applicable laws

Resolution required :Special Resolution

Whether Promoter/ Promoter Group interested in the agenda/ resolution: Promoter/ Promoter Group of the Company are not, in anyway concerned or interested, financially or otherwise, in the resolution, except to the extent of their shareholding in the Company.

Category	Mode of Voting	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	E-voting	1,59,41,696	1,59,41,696	100.00	1,59,41,696	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total	1,59,41,696	1,59,41,696	100.00	1,59,41,696	-	100.00	-
Public- Institutional holders	E-voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total	-	-	-	-	-	-	-
Public- Others	E-voting	68,44,000	3,92,000	5.73	3,87,000	5,000	98.72	1.28
	Poll		-	-	-	-	-	-
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total	68,44,000	3,92,000	5.73	3,87,000	5,000	98.72	1.28
Grand Total		2,27,85,696	1,63,33,696	71.68	1,63,28,696	-	99.97	-

On the basis of the above-mentioned voting results the Chairman declared that Resolution No. 6 was passed by Requisite Majority as an Special Resolution

Resolution 7: Approval for Related Party Transactions**Resolution required** : Special Resolution**Whether Promoter/ Promoter Group interested in the agenda/ resolution:** Promoter/ Promoter Group of the Company are not except Mr. Vikas Garg and Mrs. Meenakshi Garg, in anyway concerned or interested, financially or otherwise, in the resolution, except to the extent of their shareholding in the Company.

Category	Mode of Voting	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	E-voting	1,59,41,696	1,59,41,696	100.00	1,59,41,696	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total	1,59,41,696	1,59,41,696	100.00	1,59,41,696	-	100.00	-
Public- Institutional holders	E-voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total	-	-	-	-	-	-	-
Public- Others	E-voting	68,44,000	3,87,000	5.65	3,87,000	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total	68,44,000	3,87,000	5.65	3,87,000	-	100.00	-
Grand Total		2,27,85,696	1,63,28,696	71.66	1,63,28,696	-	100.00	-

On the basis of the above-mentioned voting results the Chairman declared that Resolution No.7 was passed by Requisite Majority as a Special Resolution