Vardhmān
Delivering Excellence. Since 1965.

VARDHMAN TEXTILES LIMITED

CHANDIGARH ROAD
LUDHIANA-141010, PUNJAB
T: +91-161-2228943-48
F: +91-161-2601 048
E: secretarial.lud@vardhman.com

**Ref. VTXL: SCY: MAR: 2025-26** **Dated: 12-Mar-2026**

| | |
|---|---|
| BSE Limited,<br>New Trading Ring,<br>Rotunda Building, P.J. Towers,<br>Dalal Street, MUMBAI-400001<br>**Scrip Code: 502986** | The National Stock Exchange of India Ltd,<br>Exchange Plaza, Bandra-Kurla Complex,<br>Bandra (East),<br>MUMBAI-400 051<br>**Scrip Code: VTL** |

**Sub: Submission of Postal Ballot Results along with Scrutinizer Report**

Sir,

This is to inform you that the Company had issued Postal Ballot Notice dated 21st January, 2026, pursuant to the provisions of Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 for seeking approval of the Members of the Company, in respect of special business item as set out in the aforesaid Postal Ballot Notice.

We wish to inform you that M/s Khanna Ashwani & Associates, Practicing Company Secretaries, who were appointed as Scrutinizer by the Board of Directors of the Company at its meeting held on 21st January, 2026, for the aforesaid Postal Ballot process, have submitted their Report on 11th March, 2026.

As per the aforesaid Scrutinizer Report, the Members of the Company have duly approved the Resolution as set out in the Notice of Postal Ballot dated 21st January, 2026, with requisite majority. The aforesaid Resolution is deemed to have been passed on the last date of e-voting i.e. on Wednesday, 11th March, 2026.

Pursuant to Regulation 44(3) of the SEBI Listing Regulations, the details of voting results in the prescribed format is enclosed herewith for your information and records.

A duly certified copy of the Report of the Scrutinizer in this regard is also enclosed herewith.

This is for your kind information and records.

Thanking you,

Yours faithfully,
**FOR VARDHMAN TEXTILES LIMITED**

SANJAY GUPTA

Digitally signed by SANJAY GUPTA
DN: c=IN, postalCode=141010, st=PUNJAB, street=HOUSE NO - 1883 WARD NO - 10, 2134494, SECTOR 34-A, CHANDIGARH, serialNumber=f9d87160139fdc2ee4c2bd5cbc90df08e6d3f927c0f81ae08dcbf1ae0f41afbab, pseudonym=d71d9b77b0d74bcaaa8f38f3a0bc864, 2.5.4.20=12d0a2f88f1b98c1c2304ebad1a3f921232762f4ebb14f0f0c8f2a8e0d7f01269f6, email=SECRETARIAL.LUD@VARDHMAN.COM, cn=SANJAY GUPTA
Date: 2026.03.12 11:57:32 +05'30'

**(SANJAY GUPTA)**
**Company Secretary**

Home Validate

| General information about company | |
|---|---|
| Scrip code | 502986 |
| NSE Symbol | VTL |
| MSEI Symbol | NOTLISTED |
| ISIN | INE825A01020 |
| Name of the company | VARDHMAN TEXTILES LIMITED |
| Type of meeting | Postal Ballot |
| Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot) | 11-03-2026 |
| Start time of the meeting | |
| End time of the meeting | |

Prev Next

Home Validate

| Scrutinizer Details | |
|---|---|
| Name of the Scrutinizer | ASHWANI KUMAR KHANNA |
| Firms Name | KHANNA ASHWANI & ASSOCIATES |
| Qualification | CS |
| Membership Number | FCS3254 |
| Date of Board Meeting in which appointed | 21-01-2026 |
| Date of Issuance of Report to the company | 11-03-2026 |

Prev Next

Home Validate

| Voting results | |
|---|---|
| Record date | 30-01-2026 |
| Total number of shareholders on record date | 84541 |
| **No. of shareholders present in the meeting either in person or through proxy** | |
| a) Promoters and Promoter group | |
| b) Public | |
| **No. of shareholders attended the meeting through video conferencing** | |
| a) Promoters and Promoter group | |
| b) Public | |
| **No. of resolution passed in the meeting** | **1** |
| Disclosure of notes on voting results | Add Notes |

Prev

Home Validate

## Resolution (1)

| | |
|---|---|
| Resolution required: (Ordinary / Special) | Special |
| Whether promoter/promoter group are interested in the agenda/resolution? | No |
| Description of resolution considered | TO ALTER THE OBJECT CLAUSE OF THE MEMORANDUM OF ASSOCIATION OF 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 | 186415635 | 181753890 | 97.4993 | 181753890 | 0 | 100.0000 | 0.0000 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 186415635 | 181753890 | 97.4993 | 181753890 | 0 | 100.0000 | 0.0000 |
| Public- Institutions | E-Voting | 63820188 | 60321086 | 94.5172 | 60321086 | 0 | 100.0000 | 0.0000 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 63820188 | 60321086 | 94.5172 | 60321086 | 0 | 100.0000 | 0.0000 |
| Public- Non Institutions | E-Voting | 39001477 | 145811 | 0.3739 | 143535 | 2276 | 98.4391 | 1.5609 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 39001477 | 145811 | 0.3739 | 143535 | 2276 | 98.4391 | 1.5609 |
| Total | | 289237300 | 242220787 | 83.7447 | 242218511 | 2276 | 99.9991 | 0.0009 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | Add Notes | |

* this fields are optional

## Details of Invalid Votes

| Category | No. of Votes |
|---|---|
| Promoter and Promoter Group | |
| Public Insitutions | |
| Public - Non Insitutions | |

**Khanna Ashwani & Associates**
*(Peer Reviewed Firm of Company Secretaries)*
Secretarial, Legal & Corporate Advisory Services
GSTIN: 03ACCPK3016E1ZF

CS Ashwani Kumar Khanna
*(Proprietor)*
(B.COM, CAIIB, FCS)

# CONSOLIDATED SCRUTINIZER'S REPORT

**(Pursuant to Sections 108 and 110 of the Companies Act, 2013 and amended Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014)**

To
The Chairman,
Vardhman Textiles Limited,
Chandigarh Road,
Ludhiana, Punjab -141010

**Subject: Consolidated Scrutinizer Report for the Postal Ballot Notice dated 21st January, 2026**

**Dear Sir**

We are pleased to present the report on the postal ballot by M/s Vardhman Textiles Limited (**"The Company"**) seeking consent of its members for the below mentioned One Resolution as contained in the notice of Postal ballot dated 21.01.2026

Pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of Companies (Management and Administration) Rules, 2014 we are appointed as the scrutinizer by the company in their meeting held on January 21, 2026 to conduct the Postal Ballot/E-Voting as contained in the Notice dated 21st January, 2026.

Pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Secretarial Standards on General Meetings **("SS-2")** Issued by The Institute of Company Secretaries of India **("ICSI")**, General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 3/2022 dated May 5, 2022, 09/2023 dated September 25, 2023, 09/2024 dated September 19, 2024 read with other relevant circulars and General Circular No. 03/2025 dated September 22, 2025, issued by the Ministry of Corporate Affairs ("MCA Circulars") and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/242 dated December 9, 2020 and any other applicable laws and regulations (collectively referred to as 'SEBI Circulars'), the Company has confirmed that the Notice for Postal ballot/E-Voting were sent through electronic mode to those members whose e-mail addresses were registered with the company/Depository Participant(s)as on the below mentioned cut-off date. Further, the Company had appointed Central Depository Services (India) Limited (CDSL) as the service provider, for the facility of Remote e-voting.

Off: #306, 3rdFloor, Noble Enclave, Bhai Wala Chownk, Ferozepur Road, Opp. Hotel Park Plaza, Ludhiana
(O): 0161-4611799 (M): 98141-11799, 9-88888-9186
E-mail: ashwani_pcs@yahoo.co.in, abhinavkhannaca@gmail.com

KHANNA ASHWANI & ASSOCIATES COMPANY SECRETARIES CP-2220

| | |
|---|---|
| Cut-off date: | Friday, 30th January, 2026 |
| Remote e-voting commencement date: | Tuesday, 10th February, 2026 at 09:00 a.m. IST |
| Remote e-voting end date: | Wednesday, 11th March, 2026 at 05:00 p.m. IST |

On completion of Remote E-Voting, the results of the Postal Ballot/Remote e-voting by members on the CDSL e-voting platform were unblocked by me, downloaded and diligently scrutinized.

The management of the Company is responsible to ensure compliance with the requirements of the Act, Rules, Circulars issued by MCA & SEBI relating to Postal Ballot/Remote E-voting on the resolutions contained in the notice of the Postal Ballot. My responsibility as scrutinizer for the Postal Ballot/Remote e-voting is to report on the votes cast in favor or against the resolutions based on the available data.

KHANNA & HWANI & ASSOCIATES
COMPANY SECRETARIES
CP 2220

1. The Results of the voting is as under:
   **Resolution 1: Special Resolution:**

TO ALTER THE OBJECT CLAUSE OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY:

| Number of Members voted | Number of Shares Voted | % of the total Paid Up Share Capital |
|---|---|---|
| 242220787 | 371 | 83.74% |

| | Remote E- Voting | | |
|---|---|---|---|
| | No. of Members | No. of Shares | %age |
| Assent | 359 | 242218511 | 100 |
| Dissent | 12 | 2276 | 0 |
| Total | 371 | 242220787 | 100 |

**RESULT FOR RESOLUTION-1**

**The above resolution has been passed with requisite majority.**

I, hereby confirm that, I am maintaining the Registers received from the Service Provider electronically, in respect of the votes cast through Remote E-voting. I shall be arranging to hand over these records to the company.

Thanking You,

**For Khanna Ashwani & Associates**

**Ashwani Kumar Khanna**
**Practicing Company Secretary**
**FCS- 3254, C.P No. 2220**
**Scrutinizer**
**UDIN: F003254G004058756**

**Date: 11.03.2026**
**Place: Ludhiana**