Vardhmān

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VARDHMAN TEXTILES LIMITED

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

Ref. VTL:SCY:SEP:2026-27 — Dated: 18-Sep-2026

BSE Limited, 1st Floor, New Trading Ring, Rotunda Building, P.J Towers, Dalal Street, MUMBAI-400001. **Scrip Code: 502986**	National Stock Exchange of India Ltd, Exchange Plaza, Bandra-Kurla Complex, Bandra (East), MUMBAI-400 051 **Scrip Code: VTL**

SUB: 53RD ANNUAL GENERAL MEETING – SCRUTINIZER REPORT

Dear Sir,

In respect of the 53rd Annual General Meeting of the Company held on 17th September, 2026, please find enclosed herewith Report of Scrutinizer dated 17th September, 2026 pursuant to Section 108 and 109 of the Companies Act, 2013 and Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014.

Kindly note that the meeting commenced at 10:00 a.m. and concluded at 10:21 a.m.

Kindly take the same on record.

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 ,LUDHIANA,SECTOR 32-A CHANDIGARH ROAD ,141010, l=LUDHIANA, o=Personal, serialNumber=f90871601590b53e4e52bd5cbc80df08eb5fd927c6f81aa06bcbf1aed41af6ab, pseudonym=d15d9677668740aaaad9f38f5a08c864, 2.5.4.20=124bad9891b98bc1c230ebad1a3f92123370292ebb19fd0cd2aded21fd129d95, email=SANJAYGUPTA@VARDHMAN.COM, cn=SANJAY GUPTA
Date: 2026.09.18 17:26:06 +05'30'

(SANJAY GUPTA)
COMPANY SECRETARY

ASHOK K SINGLA & ASSOCIATES
COMPANY SECRETARIES
261, Aggar Nagar Enclave, Barewal Road. Ludhiana-141 012, Pb.
Email: **asingla_cs@yahoo.co.in** (M): 78140 02345.

Ref. No.:

CONSOLIDATED SCRUTINIZER'S REPORT

(Pursuant to Sections 108 and 109 of the Companies Act, 2013 and amended Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014)

To
The Chairperson,
Vardhman Textiles Limited,
Vardhman Premises,
Chandigarh Road,
Ludhiana -141010.

Subject: Consolidated Scrutinizer's Report for Remote E-voting and Electronic Voting at the 53rd Annual General Meeting (AGM) of the Company held on Thursday, 17th September, 2026.

The Board of Directors of the Company had appointed me as Scrutinizer for remote e-voting and also for electronic voting at the AGM in their board meeting held on 30th July, 2026.

Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company has confirmed that the notice convening the AGM of the Company along with the instructions for the remote e-voting and electronic voting at the AGM were sent through electronic mode to those Members whose e-mail addresses were registered with the Company/Depository Participant(s) for communication purposes in compliance with MCA Circulars dated 22nd September, 2025, 19th September, 2024, 25th September, 2023, 28th December, 2022, 05th May, 2022, 14th December, 2021, 05th May, 2020, 13th April, 2020 and 8th April, 2020 (collectively referred to as 'MCA Circulars'). Further, in compliance with Regulation 36(1)(b) of the LODR, a letter providing the web-link, including the exact path, where Annual Report for the financial year 2025-26 is available, was sent to those members whose email address was not registered with the Company/ RTA/ Depositories/ Depository Participants.

The Public Advertisement with respect to dispatch of the notices and conducting of voting through electronic means was published in an English Newspaper **"Business Standard"** of wide circulation on **26-08-2026** and a Vernacular Newspaper "**Desh Sewak**" on **26-08-2026**.

Pursuant to Section 108 of the Act read with the Rules and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has provided remote e-voting facility and also electronic voting facility at the AGM to its Members in respect of business to be transacted at AGM.

ASHOK K SINGLA & ASSOCIATES
CP No.1942
LUDHIANA

ASHOK K SINGLA & ASSOCIATES
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261, Aggar Nagar Enclave, Barewal Road. Ludhiana-141 012, Pb.
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Ref. No.: Date:

The Company had appointed Central Depository Services (India) Limited (CDSL) as the service provider, for the facility of remote e-voting as well as electronic voting facility at the AGM to those Members of the Company who had not cast their vote through remote e-voting.

Cut-off date:	10th September, 2026
Remote e-voting commencement date:	14th September, 2026 at 09.00 A.M.
Remote e-voting end date:	16th September, 2026 at 05.00 P.M.

On completion of electronic voting at the AGM, the results of the remote e-voting and electronic voting by Members at the AGM, 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 remote E-voting and electronic voting at the AGM on the resolutions contained in the notice of the AGM. My responsibility as scrutinizer for the remote e-voting and electronic voting at the AGM is to report on the votes cast in favour or against the resolutions based on the available data.

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

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2026, together with reports of Board of Directors and Auditors thereon.

Number of Members voted	Number of Shares Voted	% of the total Paid Up Share Capital
333	239857823	82.86%

	Remote E- Voting		Venue Voting at AGM		Total	
	No. of Members	No. of Shares	No. of Members	No. of Shares	No. of Shares	%age
Assent	321	239848755	7	9010	239857765	99.999
Dissent	5	58	0	0	58	0.001
Total	**326**	**239848813**	**7**	**9010**	**239857823**	**100**

ASHOK K SINGLA & ASSOCIATES CP No.1942 LUDHIANA

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Ref. No.: Date:

RESULT FOR RESOLUTION-1

The above resolution has been passed with requisite majority.

2. The Results of the voting is as under:
Resolution 2: Ordinary Resolution:

To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2026, together with report of Auditors thereon.

Number of Members voted	Number of Shares Voted	% of the total Paid Up Share Capital
333	239857823	82.86%

	Remote E- Voting		Venue Voting at AGM		Total	
	No. of Members	No. of Shares	No. of Members	No. of Shares	No. of Shares	%age
Assent	320	239848713	7	9010	239857723	99.999
Dissent	6	100	0	0	100	0.001
Total	**326**	**239848813**	**7**	**9010**	**239857823**	**100**

RESULT FOR RESOLUTION-2

The above resolution has been passed with requisite majority.

3. The Results of the voting is as under:
Resolution 3: Ordinary Resolution:

To declare Dividend.

Number of Members voted	Number of Shares Voted	% of the total Paid Up Share Capital
335	239959103	82.89%

	Remote E- Voting		Venue Voting at AGM		Total	
	No. of Members	No. of Shares	No. of Members	No. of Shares	No. of Shares	%age

ASHOK K SINGLA & ASSOCIATES CP No.1942 LUDHIANA

ASHOK K SINGLA & ASSOCIATES
COMPANY SECRETARIES
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Ref. No.: Date:

Assent	322	239949985	7	9010	239958995	99.999
Dissent	6	108	0	0	108	0.001
Total	**328**	**239950093**	**7**	**9010**	**239959103**	**100**

RESULT FOR RESOLUTION-3

The above resolution has been passed with requisite majority.

4. The Results of the voting is as under:
Resolution 4: Ordinary Resolution:

To re-appoint Mr. Sachit Jain as a director liable to retire by rotation.

Number of Members voted	Number of Shares Voted	% of the total Paid Up Share Capital
336	239952762	82.89%

	Remote E- Voting		Venue Voting at AGM		Total	
	No. of Members	No. of Shares	No. of Members	No. of Shares	No. of Shares	%age
Assent	214	227935567	7	9010	227944577	94.996
Dissent	115	12008185	0	0	12008185	5.004
Total	**329**	**239943752**	**7**	**9010**	**239952762**	**100**

RESULT FOR RESOLUTION-4

The above resolution has been passed with requisite majority.

5. The Results of the voting is as under:
Resolution 5: Ordinary Resolution:

To re-appoint Mrs. Soumya Jain as a director liable to retire by rotation.

Number of Members voted	Number of Shares Voted	% of the total Paid Up Share Capital

ASHOK K. SINGLA & ASSOCIATES CP No.1942 LUDHIANA

ASHOK K SINGLA & ASSOCIATES
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Email: asingla_cs@yahoo.co.in (M): 78140 02345.

Ref. No.: Date:

336	239952762	82.89%

	Remote E- Voting		Venue Voting at AGM		Total	
	No. of Members	No. of Shares	No. of Members	No. of Shares	No. of Shares	%age
Assent	258	234515754	7	9010	234524764	97.738
Dissent	71	5427998	0	0	5427998	2.262
Total	**329**	**239943752**	**7**	**9010**	**239952762**	**100**

RESULT FOR RESOLUTION-5

The above resolution has been passed with requisite majority.

6. The Results of the voting is as under:
Resolution 6: Ordinary Resolution:

To ratify the remuneration payable to the Cost Auditors for the financial year ending 31st March. 202

Number of Members voted	Number of Shares Voted	% of the total Paid Up Share Capital
334	239952762	82.89%

	Remote E- Voting		Venue Voting at AGM		Total	
	No. of Members	No. of Shares	No. of Members	No. of Shares	No. of Shares	%age
Assent	321	239943684	7	9010	239952694	99.999
Dissent	6	68	0	0	68	0.001
Total	**327**	**239943752**	**7**	**9010**	**239952762**	**100**

RESULT FOR RESOLUTION-6

The above resolution has been passed with requisite majority.

ASHOK K SINGLA & ASSOCIATES CP No.1942 LUDHIANA

ASHOK K SINGLA & ASSOCIATES

COMPANY SECRETARIES

261, Aggar Nagar Enclave, Barewal Road. Ludhiana-141 012, Pb.

Email: **asingla_cs@yahoo.co.in** (M): 78140 02345.

Ref. No.:

Date:

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 Ashok K Singla & Associates

ASHOK K SINGLA & ASSOCIATES
C.P. No.1942
LUDHIANA

SANJAY GUPTA

Digitally signed by SANJAY GUPTA
DN: c=IN, postalCode=141010, st=PUNJAB, street=HOUSE NO . 1883 ,WARD NO . 10 ,LUDHIANA,SECTOR 32-A CHANDIGARH ROAD ,141010, l=LUDHIANA, o=Personal, serialNumber=f90871601590b53e4e52bd5cbc80df08eb5fd927c6f81aa06bcbf1aed41af6ab, pseudonym=d15d9677668740aaaad9f38f5a08c864, 2.5.4.20=124bad9891b98bc1c230ebad1a3f92123370292ebb19fd0cd2aded21fd129d95, email=SANJAYGUPTA@VARDHMAN.COM, cn=SANJAY GUPTA
Date: 2026.09.18 17:27:12 +05'30'

Ashok Singla

Practicing Company Secretary
FCS- 2004, C.P No. 1942
Scrutinizer
UDIN: F002004 H001 521 918

Date: 17.09.2026
Place: Ludhiana