Vardhman
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VARDHMAN HOLDINGS LIMITED

CHANDIGARH ROAD
LUDHIANA-141010, PUNJAB
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F: +91-0161-2601048
E: secretarial.lud@vardhman.com

Ref. VHL:SCY:SEP:2026-27

Dated: 18-Sept-2026

BSE Limited, 1st Floor, New Trading Ring, Rotunda Building, P.J Towers, Dalal Street, Fort, Mumbai -400 001 **Scrip Code: 500439**	**National Stock Exchange of India Limited,** "Exchange Plaza", Bandra-Kurla Complex, Bandra (East), Mumbai – 400 051 **Scrip Code: VHL**

SUB: 62nd ANNUAL GENERAL MEETING – SCRUTINIZER REPORT

Dear Sir/Mam,

In respect of the 62nd 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 11:15 a.m. and concluded at 11:35 a.m.

Kindly take the same on record.

Thanking you,
Yours faithfully,

FOR VARDHMAN HOLDINGS LIMITED

Sandeep

Digitally signed by Sandeep
Date: 2026.09.18 17:31:02 +05'30'

(SANDEEP)
COMPANY SECRETARY

ASHOK K SINGLA & ASSOCIATES
COMPANY SECRETARIES
261, Aggar Nagar Enclave, Barewal Road. Ludhiana-141 012, Ph.
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 Holdings Limited,
Vardhman Premises,
Chandigarh Road, Ludhiana -141010.

Subject: Consolidated Scrutinizer's Report for Remote E-voting and Electronic Voting at the 62nd 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 6th August, 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 the 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 the 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
COMPANY SECRETARIES
261, Aggar Nagar Enclave, Barewal Road. Ludhiana-141 012, Pb.
Email: **asingla_cs@yahoo.co.in** (M): 78140 02345.

Ref. No.:

Date: 17.09.2026

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 Report of Board of Directors and Auditors thereon.

Number of Members voted	Number of Shares Voted	% of the total Paid Up Share Capital
76	2631820	82.46%

	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	72	2631752	3	31	2631783	100.00
Dissent	-	-	1	37	37	0.00
Total	**72**	**2631752**	**4**	**68**	**2631820**	**100.00**

RESULT FOR RESOLUTION-1

ASHOK K SINGLA & ASSOCIATES CP No.1942 LUDHIANA

261, Aggar Nagar Enclave, Barewal Road. Ludhiana-141 012, Pb.
Email: asingla_cs@yahoo.co.in (M): 78140 02345.

Ref. No.: Date: 17.09.2026

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
76	2631820	82.46%

	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	72	2631752	3	31	2631783	100.00
Dissent	-	-	1	37	37	0.00
Total	**72**	**2631752**	**4**	**68**	**2631820**	**100.00**

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
77	2632007	82.47%

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	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	73	2631939	3	31	2631970	100.00
Dissent	-	-	1	37	37	0.00
Total	**73**	**2631939**	**4**	**68**	**2632007**	**100.00**

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. Vikas Kumar as a director liable to retire by rotation.

Number of Members voted	Number of Shares Voted	% of the total Paid Up Share Capital
76	2628392	82.36%

	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	67	2626701	3	31	2626732	99.94
Dissent	5	1623	1	37	1660	0.06
Total	**72**	**2628324**	**4**	**68**	**2628392**	**100.00**

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 enter into Related Party Transaction.

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

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41	237951	7.46%

	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	36	237872	3	31	237903	99.98
Dissent	1	11	1	37	48	0.02
Total	**37**	**237883**	**4**	**68**	**237951**	**100.00**

RESULT FOR RESOLUTION-5

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 Ashok K Singla & Associates

ASHOK K SINGLA & ASSOCIATES CP No.1942 LUDHIANA

Ashok Singla
Practicing Company Secretary
FCS- 2004, C.P No. 1942
Scrutinizer
UDIN: F002004 H001 522 061

Date: 17.09.2026
Place: Ludhiana

Sandeep Digitally signed by Sandeep
Date: 2026.09.18 17:32:17 +05'30'