



# Vandana Knitwear Limited

(formerly known as Trendy Knitwear Limited) CIN : L18101TG1995PLC019777

4-1-223, Hanuman Takdi, Opp. Axis Bank Ltd., Near Ramdev Optical, Bank Street, Hyderabad - 500 095.  
Tel: 9441271629, 040-2476 3322 Fax : 040-2476 8877.

www.trendyknitwearlimited.com Email : trendyknitwear@gmail.com

Date: 01.10.2019

To,  
BSE Limited  
Listing Dept./ Dept. of Corporate Services  
P.J. Towers,  
Dalal Street,  
Mumbai - 400 001

Dear Sir / Madam,

**Sub.: Submission of voting results of the Annual General Meeting of the Company under Regulation 44(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

With reference to above, we submit herewith the voting results of the businesses transacted at the 24<sup>th</sup> Annual General Meeting (AGM) of the Company held on 30<sup>th</sup> September, 2019 at 10:00 a.m. at the Registered Office of the Company at 4-1-223, Hanuman Takdi, Bank Street, Hyderabad, Telengana - 500 095.

The Company has appointed Mr. Suhas Bhattbhatt, Proprietor of M/s. S Bhattbhatt & Co., Practicing Company Secretary, Vadodara as Scrutinizer to scrutinize e-voting process and voting through poll. We are also enclosing the consolidated report of the Scrutinizer on e-voting and voting through poll at the AGM.

You are requested to kindly take the same on record.

Thanking you,

Yours faithfully

For Vandana Knitwear Limited

*Mukesh Gadiya*

Mukesh Gadiya  
Chairman & Managing Director



Encl.: As above

**Corporate Office**

Shop No. 1, D/27, Yogi Kripa CHS. Ltd., Yogi Nagar, Borivali (W), Mumbai-400091.  
Tel No. 022 - 28335345 Fax : 28332172 Mob.: 93237 27379.

Date of the AGM	30 <sup>th</sup> September, 2019
Total number of shareholders on record date	3036
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group :	1
Public :	44
No. of shareholders present in the meeting through Video conferencing (VC)	
Promoters and Promoter Group :	0
Public :	0

**Resolution - 1:** To receive, consider, approve and adopt the Audited Financial Statements of the Company for the financial year ended on March 31<sup>st</sup>, 2019 and the Reports of the Directors' and Auditors' thereon.

Resolution required		Ordinary						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
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	10021279						
	Poll		1000000	9.9788	1000000	0	100	0
	<b>Total</b>	<b>10021279</b>	<b>1000000</b>	<b>9.9788</b>	<b>1000000</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public	E-Voting	0	0	0	0	0	0	0
Institutions	Poll		0	0	0	0	0	0
	<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public Non-Institutions	E-Voting	96963791	85952	0.0886	85940	12	99.986	0.014
	Poll		26068903	26.8852	26068903	0	100	0
	<b>Total</b>	<b>96963791</b>	<b>26154855</b>	<b>26.9738</b>	<b>26154843</b>	<b>12</b>	<b>99.999954</b>	<b>0.000046</b>
<b>Total</b>		<b>106985070</b>	<b>27154855</b>	<b>25.3819</b>	<b>27154843</b>	<b>12</b>	<b>99.999956</b>	<b>0.000044</b>

**Resolution - 2:** To appoint a Director in place of Mr. Babulal Jain (DIN: 02387803), who retires by rotation and being eligible, offers himself for re-appointment.

Resolution required		Ordinary						
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes						
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	10021279						
	Poll		1000000	9.9788	1000000	0	100	0
	<b>Total</b>	<b>10021279</b>	<b>1000000</b>	<b>9.9788</b>	<b>1000000</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public	E-Voting	0	0	0	0	0	0	0
Institutions	Poll		0	0	0	0	0	0
	<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public Non-Institutions	E-Voting	96963791	85952	0.0886	85940	12	99.986	0.014
	Poll		26068903	26.8852	26068903	0	100	0
	<b>Total</b>	<b>96963791</b>	<b>26154855</b>	<b>26.9738</b>	<b>26154843</b>	<b>12</b>	<b>99.999954</b>	<b>0.000046</b>
<b>Total</b>		<b>106985070</b>	<b>27154855</b>	<b>25.3819</b>	<b>27154843</b>	<b>12</b>	<b>99.999956</b>	<b>0.000044</b>



**Resolution - 3: To appoint M/s. Jayesh Patel & Co., as Statutory Auditors and fix their remuneration.**

Resolution required		Ordinary						
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes					No	
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	10021279						
	Poll		1000000	9.9788	1000000	0	100	0
	<b>Total</b>	<b>10021279</b>	<b>1000000</b>	<b>9.9788</b>	<b>1000000</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public	E-Voting		0	0		0	0	0
Institutions	Poll	0	0	0	0	0	0	0
	<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public Non-	E-Voting		85952	0.0886	85940	12	99.986	0.014
Institutions	Poll	96963791	26068903	26.8852	26068903	0	100	0
	<b>Total</b>	<b>96963791</b>	<b>26154855</b>	<b>26.9738</b>	<b>26154843</b>	<b>12</b>	<b>99.99954</b>	<b>0.000046</b>
	<b>Total</b>	<b>106985070</b>	<b>27154855</b>	<b>25.3819</b>	<b>27154843</b>	<b>12</b>	<b>99.99956</b>	<b>0.000044</b>

**Resolution - 4: To appoint Mr. Vinay Jha as an Executive Director of the Company.**

Resolution required		Ordinary						
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes					No	
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	10021279						
	Poll		1000000	9.9788	1000000	0	100	0
	<b>Total</b>	<b>10021279</b>	<b>1000000</b>	<b>9.9788</b>	<b>1000000</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public	E-Voting		0	0		0	0	0
Institutions	Poll	0	0	0	0	0	0	0
	<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public Non-	E-Voting		85952	0.0886	85940	12	99.986	0.014
Institutions	Poll	96963791	26068903	26.8852	26068903	0	100	0
	<b>Total</b>	<b>96963791</b>	<b>26154855</b>	<b>26.9738</b>	<b>26154843</b>	<b>12</b>	<b>99.99954</b>	<b>0.000046</b>
	<b>Total</b>	<b>106985070</b>	<b>27154855</b>	<b>25.3819</b>	<b>27154843</b>	<b>12</b>	<b>99.99956</b>	<b>0.000044</b>

*M/S M 49-45*



**Resolution - 5: To shift the Registered Office of the Company from the State of Telangana to the State of Rajasthan.**

Resolution required			Special					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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	10021279						
	Poll		1000000	9.9788	1000000	0	100	0
	<b>Total</b>	<b>10021279</b>	<b>1000000</b>	<b>9.9788</b>	<b>1000000</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public	E-Voting		0	0		0	0	0
Institutions	Poll	0	0	0	0	0	0	0
	<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
	Public Non-Institutions	E-Voting		85952	0.0886	61811	24141	71.9134
Public Non-Institutions	Poll	96963791	26068903	26.8852	26068903	0	100	0
	<b>Total</b>	<b>96963791</b>	<b>26154855</b>	<b>26.9738</b>	<b>26130714</b>	<b>24141</b>	<b>99.9077</b>	<b>0.0923</b>
	<b>Total</b>	<b>106985070</b>	<b>27154855</b>	<b>25.3819</b>	<b>27130714</b>	<b>24141</b>	<b>99.9111</b>	<b>0.0889</b>

Note: All the aforesaid resolutions were passed with requisite majority.

For Vandana Enterprises Limited

*Mukesh Gadiya*

Mukesh Gadiya  
Chairman & Managing Director





Office: 212, B-Tower, Atlantis - K 10, Opp. Honest Restaurant, Nr. Genda Circle, Vadodara - 390020.  
Telefax.: 0265-2333455 Mobile : 9824250787 Email : cssuhasb@gmail.com

**Report of Scrutinizer**

To,  
The Chairman of 24<sup>th</sup> Annual General Meeting ("AGM") of the Shareholders of Vandana Knitwear Limited held on Monday, the 30<sup>th</sup> September, 2019 at 10:00 a.m. at 4-1-223, Hanuman Takdi, Bank Street, Hyderabad, Telangana – 500 095.

Dear Sir,

**Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of (Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and voting by Polling Paper at the Annual General Meeting of Vandana Knitwear Limited held on 30<sup>th</sup> September, 2019 at 10:00 a.m.**

I, Suhas Bhattbhatt, Proprietor of M/s. S Bhattbhatt & Co., Practicing Company Secretaries of Vadodara, had been appointed by the Board of Directors of Vandana Knitwear Limited pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended, to conduct e-voting process in respect of the below mentioned resolutions passed at 24<sup>th</sup> Annual General Meeting (AGM) of Vandana Knitwear Limited held on 30<sup>th</sup> September, 2019, at 10:00 a.m.

The Company had availed the e-voting facility offered by Central Depository Services (India) Limited (CDSL) for conducting e-voting by the Shareholders of the Company.

The Company had also provided voting facility to the Shareholders present at the AGM and who had not cast their vote earlier through e-voting facility. The Shareholders of the Company holding shares as on the "cut-off" date 23<sup>rd</sup> September, 2019 were entitled to vote on the resolutions as contained in the Notice of the AGM.

The e-voting period for e-voting commenced on Friday, 27<sup>th</sup> September, 2019 at 9:00 a.m. (IST) and ended on Sunday, 29<sup>th</sup> September, 2019 at 5:00 p.m. (IST) and the CDSL e-voting platform was blocked thereafter.

After the closure of the voting at the AGM, the report on voting done at the meeting was generated in my presence and the same was digitally scrutinized.

The votes cast under e-voting facility were thereafter unblocked in the presence of two witnesses namely Mr. Gopal Rajani and Mr. Sachin Bhatt, who were not in the employment of the Company and after the conclusion of the voting at the AGM the votes cast thereunder were counted.

I have scrutinized and reviewed the e-voting and votes tendered therein based on the data downloaded from Central Depository Services (India) Limited (CDSL) e-voting system and voting through Polling papers at the AGM.

I now submit my consolidated Report as under on the Results of the e-voting and voting through Polling papers at the AGM in respect of the said Resolutions.



**Resolution No. 1 – Ordinary Resolution**

1. To receive, consider, approve and adopt the Audited Financial Statements of the Company for the financial year ended on March 31<sup>st</sup>, 2019 and the Reports of the Directors' and Auditors' thereon.

Mode of Voting	Voting in Favour of the Resolution		Votes against the Resolution		Abstained/ Invalid Votes
	No. of Shares	%	No. of Shares	%	
Remote e-voting	85940	99.986	12	0.014	-
Voting at the AGM	27068903	100	0	0	-
Total	27154843	99.999956	12	0.000044	-

**Resolution No. 2 – Ordinary Resolution**

2. To appoint a Director in place of Mr. Babulal Jain (DIN: 02387803), who retires by rotation and being eligible, offers himself for re-appointment.

Mode of Voting	Voting in Favour of the Resolution		Votes against the Resolution		Abstained/ Invalid Votes
	No. of Shares	%	No. of Shares	%	
Remote e-voting	85940	99.986	12	0.014	-
Voting at the AGM	27068903	100	0	0	-
Total	27154843	99.999956	12	0.000044	-

**Resolution No. 3 – Ordinary Resolution**

3. To appoint M/s. Jayesh Patel & Co., as Statutory Auditors and fix their remuneration.

Mode of Voting	Voting in Favour of the Resolution		Votes against the Resolution		Abstained/ Invalid Votes
	No. of Shares	%	No. of Shares	%	
Remote e-voting	85940	99.986	12	0.014	-
Voting at the AGM	27068903	100	0	0	-
Total	27154843	99.999956	12	0.000044	-

**Resolution No. 4 – Ordinary Resolution**

4. To appoint Mr. Vinay Jha as an Executive Director of the Company.

Mode of Voting	Voting in Favour of the Resolution		Votes against the Resolution		Abstained/ Invalid Votes
	No. of Shares	%	No. of Shares	%	
Remote e-voting	85940	99.986	12	0.014	-
Voting at the AGM	27068903	100	0	0	-
Total	27154843	99.999956	12	0.000044	-

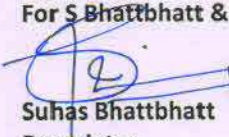


**Resolution No. 5 – Special Resolution**

5. To shift Registered Office of the Company from the State of Telangana to the State of Rajasthan.

Mode of Voting	Voting in Favour of the Resolution		Votes against the Resolution		Abstained/Invalid Votes
	No. of Shares	%	No. of Shares	%	
Remote e-voting	61811	71.9134	24141	28.0866	-
Voting at the AGM	27068903	100	0	0	-
Total	27130714	99.9111	24141	0.0889	-

Thanking you,  
For S Bhattbhatt & Co.

  
Suhans Bhattbhatt  
Proprietor



Place: Vadodara  
Date: 30.09.2019

Mr. Gopal Rajani



Mr. Sachin Bhatt

