



**Vandana  
Knitwear Limited**

(formerly known as Trendy Knitwear Limited) CIN : L18101RJ1995PLC072122  
Bhandari Plaza, 2nd Floor, Opp. Nagar Parishad, Rajendra Marg Road, Bhilwara Rajasthan - 311001 | Tel : 01482 - 297961

**October 01,2021**

To,  
BSE Limited,  
Listing Dept./Dept. of Corporate Service,  
Dalal Street,  
Mumbai-400001.

**Script Code: 532090      Scrip ID: VANDANA**

Dear Sir/ Madam,

**Sub: Disclosure of Voting Results under Regulation 44 of the Securities and Exchange Board of India  
(Listing Obligations and Disclosure Requirements) Regulations, 2015(the 'Listing Regulations')**

Pursuant to Regulation 44(3) of the Listing Regulations, please find enclosed herewith voting results of the business transacted at the AGM along with the consolidated report of the Scrutinizer. The said results along with the consolidated report of the Scrutinizer are also being uploaded on the website of the Company.

Kindly take the same on record.

Thanking You

**For Vandana Knitwear Limited**

  
**Naresh Kumar Gattani**  
**Managing Director**  
**DIN: 00125231**





**26<sup>th</sup> Annual General Meeting of Vandana Knitwear Limited**

**Details of Voting Results**

<b>Date of the AGM :</b>	<b>September 30, 2021</b>
Total number of Shareholders on record date: (being the cut- off date for determining shareholders entitled to vote – September 23, 2021)	4500
No. of Shareholders present in the meeting either in person or through proxy:  Promoters and Promoter Group: Public:	<b>Not Applicable</b>
No. of Shareholders attended the meeting through video conferencing:  Promoters and Promoter Group: Public:	2 15

**ORDINARY BUSINESS**

**Item No. 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>, 2021 and the Reports of the Directors' and Auditors' thereon.**

Resolution required: (Ordinary / Special)						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
Promoter and Promoter Group		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	E-Voting*	49038470	49038470	100.00	49038470	0	100.00	0.00
	Poll		0	0	0	0	0	0
	<b>Total</b>	<b>49038470</b>	<b>49038470</b>	<b>100.00</b>	<b>49038470</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public-Institutions	E-Voting*	0	0	0	0	0	0	0
	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*	57946600	365824	0.6313	364780	1044	99.7146	0.2854
	Poll		0	0	0	0	0	0
	<b>Total</b>	<b>57946600</b>	<b>365824</b>	<b>0.6313</b>	<b>364780</b>	<b>1044</b>	<b>99.7146</b>	<b>0.2854</b>





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\*This includes e-voting at the AGM

Item No. 2 - To appoint a Director in place of Ms. Ranjana Gattani (DIN: 00125150), who retires by rotation and being eligible, offers herself for re-appointment.

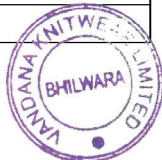
Resolution required: (Ordinary / Special)						Ordinary		
Whether promoter/promoter group are interested in the agenda/resolution						No		
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
Promoter and Promoter Group		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	E-Voting*	49038470	49038470	100.00	49038470	0	100.00	0
	Poll		0	0	0	0	0	0
	<b>Total</b>	<b>49038470</b>	<b>49038470</b>	<b>100.00</b>	<b>49038470</b>	<b>0</b>	<b>100.00</b>	<b>0</b>
Public-Institutions	E-Voting*	0	0	0	0	0	0	0
	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*	57946600	365824	0.6313	314780	51044	86.0468	13.9532
	Poll		0	0	0	0	0	0
	<b>Total</b>	<b>57946600</b>	<b>365824</b>	<b>0.6313</b>	<b>314780</b>	<b>51044</b>	<b>100.00</b>	<b>13.9532</b>

\*This includes e-voting at the AGM

## SPECIAL BUSINESS

Item No 3 : Regularisation of appointment of Ms. Kirti Agarwal as a Non-Executive Independent Director of the Company:

Resolution required: (Ordinary / Special)						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
Promoter and Promoter Group		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	E-Voting*	49038470	49038470	100.00	49038470	0	100.00	0
	Poll		0	0	0	0	0	0
	<b>Total</b>	<b>49038470</b>	<b>49038470</b>	<b>100.00</b>	<b>49038470</b>	<b>0</b>	<b>100.00</b>	<b>0</b>
Public-Institutions	E-Voting*	0	0	0	0	0	0	0
	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>





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Public- Non Institutions	E-Voting*	57946600	365824	0.6313	314780	51044	86.0468	13.9532
	Poll		0	0	0	0	0	0
	<b>Total</b>	<b>57946600</b>	<b>365824</b>	<b>0.6313</b>	<b>314780</b>	<b>51044</b>	<b>86.0468</b>	<b>13.9532</b>

\*This includes e-voting at the AGM

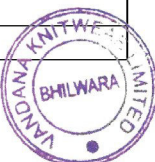
Item No. 4 - Regularisation of appointment of Ms. Shubhangi Janifer as a Non-Executive Independent Director of the Company:

Resolution required: (Ordinary / Special)						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*	49038470	49038470	100.00	49038470	0	100.00	0
	Poll		0	0	0	0	0	0
	<b>Total</b>	<b>49038470</b>	<b>49038470</b>	<b>100.00</b>	<b>49038470</b>	<b>0</b>	<b>100.00</b>	<b>0</b>
Public- Institutions	E-Voting*	0	0	0	0	0	0	0
	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*	57946600	365824	0.6313	314780	51044	86.0468	13.9532
	Poll		0	0	0	0	0	0
	<b>Total</b>	<b>57946600</b>	<b>365824</b>	<b>0.6313</b>	<b>314780</b>	<b>51044</b>	<b>86.0468</b>	<b>13.9532</b>

\*This includes e-voting at the AGM

Item No. 5 - Regularisation of appointment of Mr. Naresh Kumar Gattani (DIN: 00125231) as Director of the Company

Resolution required: (Ordinary / Special)						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*	49038470	49038470	100.00	49038470	0	100.00	0
	Poll		0	0	0	0	0	0
	<b>Total</b>	<b>49038470</b>	<b>49038470</b>	<b>100.00</b>	<b>49038470</b>	<b>0</b>	<b>100.00</b>	<b>0</b>
	E-Voting*	0	0	0	0	0	0	0





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Public- 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*	57946600	365824	0.6313	314780	51044	86.0468	13.9532
	Poll		0	0	0	0	0	0
	<b>Total</b>	<b>57946600</b>	<b>365824</b>	<b>0.6313</b>	<b>314780</b>	<b>51044</b>	<b>86.0468</b>	<b>13.9532</b>

\*This includes e-voting at the AGM

## Item No. 6 - Appointment of Mr. Naresh Kumar Gattani (DIN: 00125231) as Managing Director of the Company

Resolution required: (Ordinary / Special)						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*	49038470	49038470	100.00	49038470	0	100.00	0
	Poll		0	0	0	0	0	0
	<b>Total</b>	<b>49038470</b>	<b>49038470</b>	<b>100.00</b>	<b>49038470</b>	<b>0</b>	<b>100.00</b>	<b>0</b>
Public- Institutions	E-Voting*	0	0	0	0	0	0	0
	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*	57946600	365824	0.6313	314280	51544	85.9102	14.0898
	Poll		0	0	0	0	0	0
	<b>Total</b>	<b>57946600</b>	<b>365824</b>	<b>0.6313</b>	<b>314280</b>	<b>51544</b>	<b>85.9102</b>	<b>14.0898</b>

\*This includes e-voting at the AGM

Thanks & Regards

For Vandana Knitwear Limited

  
Naresh Kumar Gattani  
Managing Director





Office No. 1 : 520, Grand K 10, Opp. Honest Restaurant, Nr. Genda Circle, Vadodara - 390007.  
Office No. 2 : 212, B-Tower, Atlantis - K 10, Opp. Honest Restaurant, Nr. Genda Circle, Vadodara - 390007.  
Phone No.: 0265-2969504, Mobile : 9824250787 Email : cssuhasb@gmail.com

**FORM MGT-13**  
**CONSOLIDATED SCRUTINIZER'S REPORT**  
**[Pursuant to Section 108 of the Companies Act, 2013 and rule 20 of the Companies (Management and Administration) Rules, 2014]**

To,

The Chairman of 26<sup>th</sup> Annual General Meeting ("AGM") of Equity Shareholders of **Vandana Knitwear Limited** held on Thursday, the 30<sup>th</sup> September, 2021 at 2.00 p.m. through Video Conferencing (VC)/Other Audio Visual Means (OAVM).

Dear Sir,

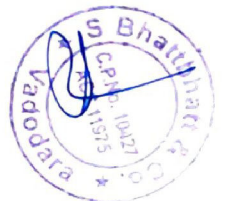
I, Suhas Bhattbhatt, Proprietor of M/s. S Bhattbhatt & Co., Practising Company Secretaries of Vadodara, was appointed as Scrutinizer for the purpose of scrutinizing remote e-voting including the E-voting process conducted at the 26<sup>th</sup> Annual General Meeting (AGM) of the Equity Shareholders of Vandana Knitwear Limited ('Company') held on Thursday, September 30<sup>th</sup>, 2021 at 02.00 pm IST pursuant to the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 read with amendments made thereto and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (the 'Listing Regulations').

The Management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions of (i) The Companies Act, 2013 and Rules made thereunder; (ii) The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (iii) Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India, if any, relating to remote E-voting prior to the date of AGM and E-voting process during the AGM.

My responsibility as scrutinizer for the remote e-voting and e-voting during the AGM is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

I submit my report as under:

1. The notice of Annual General Meeting, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/Depositories, in compliance with the MCA Circular(s) and SEBI Circulars.
2. The Shareholders of the Company holding shares as on the "cut-off" date i.e. Thursday, September 23, 2021, were entitled to vote on the proposed resolution(s) as set out in the item nos. 1 to 6 in the Notice of 26<sup>th</sup> Annual General Meeting of the Company.
3. The Company had availed the E-voting facility offered by Central Depository Services Limited (CDSL) for providing remote E-voting facility to the Members of the Company prior to AGM as well as during the AGM.



4. The e-voting period for Remote e-voting commenced on Sunday, 26<sup>th</sup> September, 2021 at 9:00 a.m. (IST) and ended on Wednesday, 29<sup>th</sup> September, 2021 at 5:00 p.m. (IST) and the CDSL e-voting platform was blocked thereafter.
5. The Company also provided e-voting facility to the shareholders present at the AGM held through VC / OAVM. The votes cast under remote e-voting before the AGM and e-voting done at the time of AGM were unblocked and calculated after the conclusion of 26<sup>th</sup> Annual General Meeting.
6. Based on the data downloaded from the official website of the CDSL for the remote e-voting and e-voting process, we have scrutinized and reviewed the remote e-voting and e-voting process and votes tendered therein.

I now submit my combined Report as under on the result of the remote e-voting and e-voting in respect of all the resolutions proposed in the Notice of 26<sup>th</sup> Annual General Meeting:

#### Resolution No. 1 – Ordinary Resolution

To receive, consider, approve and adopt the Audited Financial Statements of the Company for the financial year ended on March 31<sup>st</sup> 2021 and the Reports of the Directors' and Auditors' thereon.

Voting Description	No. of Members	No. of Valid Votes	Percentage of total number of valid votes cast
Voted in Favour	49	49403250	99.9978
Voted Against	5	1044	00.0022
Total	54	49404294	100.00
Invalid Votes	-	-	-

RESULT: Passed with Requisite majority

#### Resolution No. 2 – Ordinary Resolution

To appoint a Director in place of Ms. Ranjana Gattani (DIN: 00125150), who retires by rotation and being eligible, offers herself for re-appointment.

Voting Description	No of Members	No. of Valid Votes	Percentage of total number of valid votes cast
Voted in Favour	48	49353250	99.8967
Voted Against	6	51044	00.1033
Total	54	49404294	100.00
Invalid Votes	-	-	-

RESULT: Passed with Requisite majority

#### Resolution No. 3 – Ordinary Resolution

Regularisation of appointment of Ms. Kirti Agarwal as a Non-Executive Independent Director of the Company:

Voting Description	No of Members	No. of Valid Votes	Percentage of total number of valid votes cast
Voted in Favour	48	49353250	99.8967
Voted Against	6	51044	00.1033
Total	54	49404294	100.00
Invalid Votes	-	-	-

RESULT: Passed with Requisite majority



**Resolution No. 4 – Ordinary Resolution**

Regularisation of appointment of Ms. Shubhangi Janifer as a Non-Executive Independent Director of the Company:

Voting Description	No of Members	No. of Valid Votes	Percentage of total number of valid votes cast
Voted in Favour	48	49353250	99.8967
Voted Against	6	51044	00.1033
Total	54	49404294	100.00
Invalid Votes	-	-	-

RESULT: Passed with Requisite majority

**Resolution No. 5: Ordinary Resolution**

Regularisation of appointment of Mr. Naresh Kumar Gattani (DIN: 00125231) as Director of the Company.

Voting Description	No of Members	No. of Valid Votes	Percentage of total number of valid votes cast
Voted in Favour	48	49353250	99.8967
Voted Against	6	51044	00.1033
Total	54	49404294	100.00
Invalid Votes	-	-	-

**Resolution No 6: Ordinary Resolution**

Appointment of Mr. Naresh Kumar Gattani (DIN: 00125231) as Managing Director of the Company

Voting Description	No of Members	No. of Valid Votes	Percentage of total number of valid votes cast
Voted in Favour	47	49352750	99.9053
Voted Against	7	51544	00.0947
Total	54	49404294	100.00
Invalid Votes	-	-	-

The relevant records relating to remote e-voting and e-voting during the AGM were handed over to the Director of the Company, authorized by the Board for safe keeping.

Thanking you,

For S Bhattbhatt & Co.

  
Suhas Bhattbhatt  
Proprietor  
UDIN: A011975C001060088



C.P.NO.:10427  
M.NO. A11975

Place: Vadodara  
Date: 01.10.2021