

VTM LIMITED

VTM :CS:PB 2025

12.09.2025

Corporate Relationship Dept. - **CRD**

BSE Limited

Phiroze Jeejeebhoy Towers

Dalal Street

Mumbai – 400 001

Scrip Code: 532893

Sir/s,

Sub: Disclosure of **Voting Results** of the Postal Ballot and Scrutinizer's Report

Ref: **Regulations 30 and 44(3)** of the SEBI (LODR) Regulations, 2015

Pursuant to Regulation 30 read with Schedule III and Regulation 44(3) of the Listing Regulations, we wish to inform that the resolution as proposed in the Postal Ballot Notice dated August 04, 2025 has been passed by the shareholders by remote e-voting process with requisite majority, on Wednesday, September 10, 2025 (last date of remote e-voting).

Pursuant to Regulation 44(3) of the Listing Regulations, the details of the voting result are attached herewith in the prescribed format along with a copy of the Scrutinizer's Report dated 12th September, 2025. The voting result, along with the Scrutinizer's Report, is also available on the website of the Company.


Details of Voting Results of Postal Ballot

Sl No.	Brief particulars of the resolution	Resolution required	Mode of Voting	Remarks
1.	Adoption Of New Set of Articles of Association of Company Inter-Alia pursuant to the Companies Act, 2013	Special Resolution	Remote e-voting	Passed with requisite majority
2	To approve the Appointment of Secretarial Auditor	Ordinary Resolution	Remote e-voting	Passed with requisite majority

You are requested to note the above.

Yours faithfully,

For **VTM LIMITED**



K. PREYATHARSHINE
COMPANY SECRETARY

Chairman's Office : Thiagarajar Mills Premises, **KAPPALUR** - 625 008. Madurai, India.

Regd. Office : **SULAKARAI**, Virudhunagar - 626 003.

CIN No. : L17111TN1946PLC003270

GSTIN : 33AAACV3775E1ZG

PAN No. : AAACV3775E

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142, North Masi Street, Madurai - 625 001.

REPORT OF THE SCRUTINIZER

**(Pursuant to Section 108 of the Companies Act, 2013) and Rule 20
and 21(2) of the Companies (Management and Administration)
Rules, 2014)**

To,

The Chairman

VTM LIMITED,

(CIN: L17111TN1946PLC003270)

Registered Office: Sulakarai, Virudhunagar -626003

Subject: VTM LIMITED Scrutinizer's Report on Postal Ballot (E-voting Results)

The Board of Directors of VTM Limited (*hereinafter referred to as "the Company"*) vide board resolution dated 04th August, 2025, have appointed me as the Scrutinizer to scrutinize the Postal Ballot e-voting process in a fair and transparent manner in respect of all the Resolutions as stated in the Postal Ballot Notice dated 04th August, 2025 (the "**Postal Ballot Notice**").

In compliance with the provisions of Section 110 of the Companies Act, 2013 (the "**Act**") read with Rule 22 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015 (the "**SEBI Listing Regulations**") Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India, including any circulars, statutory modification(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force, guidelines prescribed by the Ministry of Corporate Affairs (the "MCA" | Government of India, for holding general meetings/ conducting postal ballot process through various MCA circulars and any other applicable laws and regulations, the special businesses mentioned in the Postal Ballot, Notice dated 04th August, 2025 were proposed to be passed by the Members of the Company through Postal Ballot via remote electronic voting ("e-voting") only. The Company had, accordingly, provided facility of e-voting to all Members of the Company to enable them to cast their votes electronically on the special business mentioned in the Notice.

The Company has engaged the services of KFin Technologies Limited the Agency authorized under the Rules and engaged by the Company to provide e-voting facilities for voting through electronic means to all the members who were eligible to take part in the remote e-voting.

Accordingly, the Company had sent the Postal Ballot Notice including all the requisite information required by the shareholders to cast their vote.

The Company and KFin Technologies Limited had uploaded the Postal Ballot Notice together with the explanatory statement on their respective websites viz. www. www.vtmill.com and <https://evoting.kfintech.com> and Electronic Voting Event Number "9033 " ('EVEN') was provided for casting the votes through e-voting mode. The Company and the K fintech have complied with all the necessary formalities specified under the Act, the Rules- framed thereunder and the MCA Circulars issued in this regard.





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The Management of the Company is responsible for ensuring compliance with the requirements of the Act and the Rules made thereunder and SEBI Listing Regulations relating to the items placed for approval of the members through postal ballot by e-voting.

My responsibility as the Scrutinizer of the voting process (through e-voting), was restricted to scrutinizing the e-voting process, in a fair and transparent manner and to prepare a Scrutinizer's Report on the votes cast in favour and against the resolutions stated in the Notice, based on the data generated from the e-voting system provided by KFin tech and I have not received any physical postal ballot forms from shareholders who hold shares in physical form and have cast their votes accordingly.

Report on scrutiny:

The cut-off date for the purpose of identifying the shareholders who will be entitled to vote on the resolution placed for approval of the shareholders was 07.08.2025.

The voting period commenced from August 11, 2025 9:00 AM and ended on September 10, 2025, 5:00 PM

At the end of remote e-voting period on September 10 2025 5:00PM HRS IST, voting portal of M/s. KFIN Technologies Limited (<https://evoting.kfintech.com/>) was blocked forthwith.

On 11th September, 2025 remote e-voting were unblocked by me in the presence of Mr.T.Saran and Mrs.S.Pandeeswari who were not in the employment of the Company.

The total votes cast in favor or against all the resolutions proposed in the Notice of the AGM are as under:

REPORT ON RESULT OF VOTING THROUGH ELECTRONIC MEANS i.e., REMOTE E- VOTING IS AS UNDER:

1. Adoption of new set of Articles of Association of company inter-alia pursuant to the companies act, 2013.
2. To approve the Appointment of Secretarial Auditor.





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Resoluti on ID	Category	Shares Held (1)	Votes Polled (2)	% of Votes Polled on outstandin g shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Vote s - agai nst (5)	% of Votes in favour on votes polled (6)= [(4)/(2)]*1 00	% of Votes against on votes polled (7)= [(5)/(2)]*1 00
1	Public – Institutional Holders	1313600	0	0.0000	0	0	0.0000	0.0000
1	Promoter and Promoter Group	75424250	75424250	100.0000	75424250	0	100.0000	0.0000
1	Public-Others	23831150	73368	0.3079	73368	0	100.0000	0.0000
	Total	100569000	75497618	75.0705	75497618	0	100.0000	0.0000
2	Public – Institutional Holders	1313600	0	0.0000	0	0	0.0000	0.0000
2	Promoter and Promoter Group	75424250	75424250	100.0000	75424250	0	100.0000	0.0000
2	Public-Others	23831150	73368	0.3079	73366	2	99.9972	0.0027
	Total	100569000	75497618	75.0705	75497616	2	100.0000	0.0000

A list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed herewith.

The electronic data and all other relevant records relating to e-voting is under my safe custody and will be handed over to the company secretary of the Company

I thank you for the opportunity given, to act as a Scrutinizer for the above Postal Ballot process of the Company.

Thanking You,

Place: Madurai

Date: 12.09.2025


Chartered Accountant

UDIN: 25027505BMLGKP1924

 **K. KASIVISWANATHAN,**
M.Com., F.C.A., D.I.S.A.
Chartered Accountant
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MADURAI-625 001
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