

Date: 20.06.2025

BSE Limited
P. J. Towers, Dalal Street
Mumbai – 400 001.

Dear Sir/ Madam,

Sub: Outcome of 01/2025-26 Extra-Ordinary General Meeting held on 20.06.2025.

Unit: Vijay Textiles Limited (Scrip Code: 530151).

With reference to the subject cited, this is to inform to the Exchange that the 01/2025-26 Extra-Ordinary General Meeting of Vijay Textiles Limited was held on Friday, the 20th day of June, 2025 through Video Conference (VC), which commenced at 11.00 A.M. and concluded at 11:23 A.M.

In this regard, please find enclosed the following:

1. Summary of the proceedings as required under Schedule III Part A of Regulation 30 of SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015.
2. Voting Results of the business transacted at the 01/2025-26 Extra-Ordinary General Meeting held on Friday, the 20th day of June, 2025 as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
3. Report of Scrutinizer pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

This is for the information and records of the Exchange.

Thanking you.

Yours faithfully,
For VIJAY TEXTILES LIMITED



RAKESH MALHOTRA
WHOLE-TIME DIRECTOR & CFO
(DIN: 05242639)

Encl: as above



**PROCEEDINGS OF THE 01/2025-26 EXTRA-ORDINARY GENERAL MEETING
OF VIJAY TEXTILES LIMITED HELD ON FRIDAY, 20TH JUNE 2025.**

The 01/2025-26 Extra-Ordinary General Meeting (“EGM”) of the members of Vijay Textiles Limited (“the Company”) was held on Friday, June 20th, 2025 at 11.00 A.M. (IST) through video conferencing and other audio-visual means (“VC”). The meeting was held in compliance with the General Circulars issued by the Ministry of Corporate Affairs (MCA) and circulars issued by the Securities and Exchange Board of India (SEBI) and as per the applicable provisions of the Companies Act, 2013 and the Rules made thereunder.

The following Directors and KMPs present through VC:

Sl. No	Name	Designation
1.	Shri. Vijay Kumar Gupta	Chairman and Managing Director
2.	Shri. Susheel Kumar Gupta	Whole-time Director
3.	Shri. Rakesh Malhotra	Whole-time Director & CFO
4.	Smt. Payal Bafna	Independent Director and Chairman of Audit, Nomination & Remuneration and Stakeholders Relationship Committee
5.	Shri. Chandan Gupta	Additional Director (Independent)
6.	Smt. Raveena Agrawal	Additional Director (Independent)
7.	Shri. Yogesh Dayma	Company Secretary and Compliance officer

Invitees through VC:

Sl. No.	Name	Designation
1.	Shri. Avinash Doba	On behalf of Statutory Auditors.
2.	Shri. Nishant Darak	Secretarial Auditors and Scrutinizer for the remote e-voting & e-voting during the EGM.

Quorum of the Meeting:

A total of 40 members attended the meeting through VC. The meeting commenced at 11:00 A.M. and concluded at 11:23 A.M.

Summary Proceedings of the Meeting:

Shri. Vijay Kumar Gupta, Chairman and Managing Director of the Company, chaired the meeting except for the item No. 3. There after Shri. Yogesh Dayma, Company



Secretary extended the warm welcome to all Members, Directors, Auditors and other invitees who joined the meeting through VC. He confirmed that the Company had taken all feasible efforts under the current circumstances to enable members to participate through VC and vote on the items being considered for the meeting.

After declaring that the requisite quorum was present, the meeting was called to order.

Shri. Yogesh Dayma, Company Secretary informed the members about the procedure to be followed for e-voting at the EGM. Further invited the members who had registered as speakers to speak / ask questions or express their views.

Shri. Vijay Kumar Gupta, extended warm welcome to the Members who has joined the meeting. Thereafter the chairman took the Notice of EGM as read and then requested Company Secretary to read out the following items of business, as per the Notice of EGM:

Sl. No.	Description of Resolutions	Type of resolution
Special Business:		
1.	Appointment of Shri. Chandan Gupta (DIN: 08655931) as Independent Director of the Company.	Special
2.	Appointment of Smt. Raveena Agrawal (DIN: 09117345) as Independent Director of the Company.	Special
3.	Re-appointment of Shri. Vijay Kumar Gupta (DIN: 01050958) as Chairman and Managing Director.	Special

Since, all the Resolutions have been already put to vote through remote e-voting, there was no proposing and seconding of the Resolutions and no voting by show of hands. Members were then provided with a facility to ask questions or express their views through VC and the Chairman thanked them for their valuable suggestions and support. The other shareholders who had not registered as speaker shareholders were advised to send their query through mail enabling the Company to reply to their queries'.



The Company Secretary thanked all the members for their queries and views and then announced opening of e-voting for the members who had not cast their vote by means of remote e-voting, which was made available for fifteen minutes from the conclusion of EGM.

The Board of Directors have appointed M/s. Nishant Darak & Associates as the Scrutinizer to supervise the e-voting process and the Chairman informed that the details of the voting results (remote e-voting and e-voting at the EGM) on all the resolutions as set out in the Notice of EGM along with the Scrutinizer's Report will be disseminated to BSE Limited and will be placed on the Company's website, in due course.

For VIJAY TEXTILES LIMITED



RAKESH MALHOTRA
WHOLE-TIME DIRECTOR & CFO
(DIN: 05242639)



General information about company	
Scrip code	
NSE Symbol	NOTLISTED
MSEI Symbol	NOTLISTED
ISIN	INE256G01033
Name of the company	Vijay Textiles Limited
Type of meeting	EGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	20-06-2025
Start time of the meeting	11:00 AM
End time of the meeting	11:23 AM

Scrutinizer Details	
Name of the Scrutinizer	Nishant Darak
Firms Name	Nishant Darak & Associates
Qualification	CS
Membership Number	71502
Date of Board Meeting in which appointed	29-05-2025
Date of Issuance of Report to the company	20-06-2025



Voting results	
Record date	13-06-2025
Total number of shareholders on record date	7945
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	4
b) Public	26
No. of resolution passed in the meeting	3



Resolution (1)

Resolution required: (Ordinary / Special) Whether promoter/promoter group are interested in the agenda/resolution? Description of resolution considered				Special No Appointment of Shri. Chandan Gupta (DIN: 08655931) as Independent Director of the Company.					
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		13685045	100.0000	13685045	0	100.0000	0.0000	
	Poll	13685045	0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	
	Total		13685045	13685045	100.0000	13685045	0	100.0000	0.0000
Public- Institutions	E-Voting		0	0	0	0	0.0000	0.0000	
	Poll	0	0	0	0	0	0.0000	0.0000	
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000	
	Total		0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		790	0.0171	782	8	98.9873	1.0127	
	Poll	4619955	95	0.0021	95	0	100.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	
	Total		4619955	885	0.0192	877	8	99.0960	0.9040
Total			18305000	13685930	74.7661	13685922	8	99.9999	0.0001
Whether resolution is Pass or Not.							Yes		



Resolution (2)

Resolution required: (Ordinary / Special) Whether promoter/promoter group are interested in the agenda/resolution? Description of resolution considered				Special No Appointment of Smt Raveena Agrawal (DIN: 09117345) as Independent Director of the Company.				
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		13685045	100.0000	13685045	0	100.0000	0.0000
	Poll	13685045	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	13685045	13685045	100.0000	13685045	0	100.0000	0.0000
Public- Institutions	E-Voting		0	0	0	0	0.0000	0.0000
	Poll	0	0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		790	0.0171	782	8	98.9873	1.0127
	Poll	4619955	95	0.0021	95	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	4619955	885	0.0192	877	8	99.0960	0.9040
Total		18305000	13685930	74.7661	13685922	8	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	



Resolution (3)

Resolution required: (Ordinary / Special) Whether promoter/promoter group are interested in the agenda/resolution? Description of resolution considered				Special Yes Re-appointment of Shri. Vijay Kumar Gupta (DIN: 01050958) as Chairman and Managing Director.				
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	13685045	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		13685045	0	0.0000	0	0	0.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	4619955	790	0.0171	782	8	98.9873	1.0127
	Poll		95	0.0021	95	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000



Total	4619955	885	0.0192	877	8	99.0960	0.9040
Total	18305000	885	0.0048	877	8	99.0960	0.9040
Whether resolution is Pass or Not.						Yes	

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	13685045
Public Insitutions	0
Public - Non Insitutions	0





FORM NO. MGT-13

Report of Scrutinizer(s)

[Pursuant to section 108 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman,
Vijay Textiles Limited
Surya Towers, Ground Floor
104, Sardar Patel Road, Secunderabad – 500003, Telangana

01/2025-26 Extra-Ordinary General Meeting (EGM) of Equity Shareholders of the Company held on Friday, 20.06.2025 at 11:00 A.M. (IST) through video conference (VC) /Other Audio-Visual Means (OAVM).

Dear Sir,

We, Nishant Darak & Associates, appointed as Scrutinizer for the purpose of the scrutinizing e-voting process (remote e-voting and e-voting at 01/2025-26 Extra-Ordinary General Meeting) pursuant to section 108 of Companies Act, 2013 read with rule 20 & 21 of the Companies (Management and Administration) Rules 2014 and (Amendment Rules 2015) in respect of the resolution(s) as mentioned in the notice, proposed at the EGM held on Friday, 20.06.2025 at 11:00 A.M. (IST) through video conference (VC) /Other Audio-Visual Means (OAVM) and concluded at 11:23 A.M., submit our report as under:

1. In compliance with the provisions of Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (remote e-voting and e-voting) at EGM by shareholders on the resolutions proposed in the Notice of the EGM, our responsibility as a scrutiniser is to ensure that the voting process both through remote e-voting and e-voting at EGM are conducted in a fair and transparent manner and render Consolidated Scrutinizer's Report of the total votes cast in favour or against if any, to the Chairman on the resolutions, based on the reports generated from the electronic voting prior to the EGM (remote e-voting) and voting at EGM by electronic means (e-voting) system provided by CDSL.
2. In accordance with the Notice of EGM sent to the shareholders, dated 29.05.2025, the remote e-voting opened at 9.00 A.M. on 17.06.2025 and remained open up to 05.00 p.m. on 19.06.2025.
3. The equity shareholders holding shares as on 13.06.2025, "cut-off date", were entitled to vote on the resolutions stated in the Notice of the EGM of the Company.
4. After declaration of voting, the shareholders present at the EGM through Video conference were allowed to vote through e-voting facility provided by CDSL.



Nishant



5. After closure of voting at the EGM, the votes at the EGM and through remote e-voting prior to the date of EGM were unblocked in the presence of two witnesses who are not the employees of the Company and the e-voting results/list of equity shareholders who have voted for and against were downloaded from the e-voting website of CDSL (www.evotingindia.com) which were scrutinised and reviewed, the votes were counted and results were prepared accordingly.
6. The total votes cast in favour or against all the resolutions proposed in the Notice of the EGM are as under:

Resolution No. 1: Special Resolution

Appointment of Shri. Chandan Gupta (DIN: 08655931) as Independent Director of the Company.

- (i) Voted in favour of the resolution:

Mode of Voting	Number of Members voted	Number of Votes cast in favour of the resolution	% of Total number of Valid Votes cast
Remote E-Voting	25	13685827	100
Electronic voting (e-voting at the AGM)	2	95	-
Total	27	13685922	100

- (ii) Voted against the resolution:

Mode of Voting	Number of Members voted	Number of Votes cast against the resolution	% of Total number of Valid Votes cast
Remote E-Voting	1	8	-
Electronic voting (e-voting at the AGM)	-	-	-
Total	1	8	-



Resolution No. 2: Special Resolution

Appointment of Smt. Raveena Agrawal (DIN: 09117345) as Independent Director of the Company.

(i) Voted in favour of the resolution:

Mode of Voting	Number of Members voted	Number of Votes cast in favour of the resolution	% of Total number of Valid Votes cast
Remote E-Voting	25	13685827	100
Electronic voting e-voting at the AGM)	2	95	-
Total	27	13685922	100

(ii) Voted against the resolution:

Mode of Voting	Number of Members voted	Number of Votes cast against the resolution	% of Total number of Valid Votes cast
Remote E-Voting	1	8	-
Electronic voting (e-voting at the AGM)	-	-	-
Total	1	8	-

Resolution No. 3: Special Resolution

Re-appointment of Shri. Vijay Kumar Gupta (DIN: 01050958) as Chairman and Managing Director.

(i) Voted in favour of the resolution:

Mode of Voting	Number of Members voted	Number of Votes cast in favour of the resolution	% of Total number of Valid Votes cast
Remote E-Voting	21	782	88.37
Electronic voting e-voting at the AGM)	2	95	10.73
Total	23	877	99.10



(ii) Voted against the resolution:

Mode of Voting	Number of Members voted	Number of Votes cast against the resolution	% of Total number of Valid Votes cast
Remote E-Voting	1	8	0.90
Electronic voting (e-voting at the AGM)	-	-	-
Total	1	8	0.90

*Votes casted by related parties (promoters) are not reckoned in the above results.

(iii) Invalid Votes:

Mode of Voting	Total number of members (In person or by Proxy) whose votes were declared invalid	Total Number of Votes cast by them
Remote E-Voting	4	13685045
Electronic voting (e-voting at the EGM)	--	--
Total	4	13685045

7. All the Electronic data and all other relevant records of voting will remain with us until the chairman considers, approves and signs the minutes of the EGM and the same shall be handed over thereafter to the Chairman for safe keeping.

For Nishant Darak & Associates



Nishant

**Nishant Darak
Proprietor**

**M. No. A71502, CP No: 26646
Peer Review No. 6831/2025**

Place: Hyderabad

Date: 20.06.2025

UDIN: A071502G000635945

