VTM LIMITED

VTM :CS:PB 2025

24.05.2025

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 April 16, 2025 has been passed by the shareholders by remote e-voting process with requisite majority, on Friday, May 23, 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 24th May, 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.	Approval for Alteration of Articles of Association of the Company	Special Resolution	Remote e-voting	Passed with requisite majority
2	Approval for Proposal for Issue of Bonus Shares	Ordinary Resolution	Remote e-voting	Passed with requisite majority
3	Approval for Increase in Authorized Share Capital and consequent alteration to the Capital Clause of the Memorandum of Association	Ordinary Resolution	Remote e-voting	Passed with requisite majority
4	Approval for Alteration of Capital Clause of Article of Association of the company consequent to the alteration in the Capital Clause of the Memorandum of Association	Special 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

Phone : 91-452-2482595 (4 lines)
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S.Ramalingam, M.Com, BL, ACS
Practicing Company Secretary

To,

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'1*** vide board resolution dated 16th April, 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 16th April, 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"l 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 16th April, 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 **"8767 " ('EVEN')** was generated for casting the votes through e-voting mode. The Company and the kfintech have complied with all the necessary formalities specified under the Act, the Rules- framed thereunder and the MCA Circulars issued in this regard.

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 Kfintech and I have compiled the physical postal ballot forms received 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 18.04.2025

R

S. RAMALINGAM
C.P.No.23495
MADURAI-625 018

7/14, Shri Lakshmi Illam,Kurinji Street, Ganapathy Nagar, New Vilangudi, Madurai - 625 018.
M : 98943 11704 Email: rsachida@yahoo.co.in

The voting period commenced from April 23, 2025 9:00AM and ended on May 23 2025 5:00PM

At the end of remote e-voting period on May 23 2025 5:00PM HRS IST, voting portal of M/s. KFIN Technologies Limited (https://evoting.kfintech.com/) was blocked forthwith.

On 24th May, 2025 remote e-voting were unblocked by me in the presence of Mr. Ram and Mr.Karhtik 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. Alteration of Articles of Association of the Company
2. Proposal for Issue of Bonus Share.
3. Increase in Authorized Share Capital and consequent alteration to the Capital Clause of the Memorandum of Association
4. Alteration of Capital Clause of Article of Association of the company consequent to the alteration in the Capital Clause of the Memorandum of Association

Resolution ID	Category	Shares Held (1)	Votes Polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
1	Public – Institutional Holders	468324	0	0.0000	0	0	0.0000	0.0000
1	Promoter and Promoter Group	30169700	27491700	91.1235	27491700	0	100.0000	0.0000
1	Public-Others	9589576	1536908	16.0269	1536808	100	99.9934	0.0065
	Total	**40227600**	**29028608**	**72.1609**	**29028508**	**100**	**99.9997**	**0.0003**
2	Public – Institutional Holders	468324	0	0.0000	0	0	0.0000	0.0000
2	Promoter and Promoter Group	30169700	27491700	91.1235	27491700	0	100.0000	0.0000
2	Public-Others	9589576	1536908	16.0269	1536808	100	99.9934	0.0065
	Total	**40227600**	**29028608**	**72.1609**	**29028508**	**100**	**99.9997**	**0.0003**
3	Public – Institutional Holders	468324	0	0.0000	0	0	0.0000	0.0000
3	Promoter and Promoter Group	30169700	27491700	91.1235	27491700	0	100.0000	0.0000
3	Public-Others	9589576	1536908	16.0269	1536808	100	99.9934	0.0065
	Total	**40227600**	**29028608**	**72.1609**	**29028508**	**100**	**99.9997**	**0.0003**
4	Public – Institutional Holders	468324	0	0.0000	0	0	0.0000	0.0000
4	Promoter and Promoter Group	30169700	27491700	91.1235	27491700	0	100.0000	0.0000
4	Public-Others	9589576	1536908	16.0269	1536807	101	99.9934	0.0065
	Total	**40227600**	**29028608**	**72.1609**	**29028507**	**101**	**99.9997**	**0.0003**

S. RAMALINGAM CP.No.23495 MADURAI-625 018

S.Ramalingam, M.Com, BL, ACS
Practicing Company Secretary

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,

Yours faithfully

S. RAMALINGAM CS CP No. 23495 Madurai-18 Practicing Company Secretary

S. RAMALINGAM, M.Com., BL., ACS.,
Company Secretary in Practice
ACS- 61773 CP.NO 23495
Peer Review Code: 6185/2024

Place: Madurai
Date: 24.05.2025
UDIN: **A061773G000430042**

7/14, Shri Lakshmi Illam,Kurinji Street, Ganapathy Nagar, New Vilangudi, Madurai - 625 018.
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