



VALSON INDUSTRIES LTD.

MANUFACTURER OF ART SILK SYNTHETIC YARN

AN ISO 9001 CERTIFIED COMPANY

CIN No. : L17110MH1983PLC030117

Date: 23rd September, 2023

BSE Limited

Department of Corporate Services,
P. J. Towers, Dalal Street,
Mumbai – 400 001

Scrip Code: 530459

Dear Sir / Madam,

**Sub: Voting Results pursuant to Regulation 44 (3) of the SEBI
(LODR) Regulations, 2015**

Pursuant to Regulation 44 (3) of the SEBI (LODR) Regulations, 2015, we submit the voting results at the 39th Annual General Meeting of the Company held on Saturday, 23rd September, 2023 at 11.30 a.m. through video conferencing ('VC') / Other Audio Visual Means ('OAVM'). The mode of voting was remote e-voting and e-voting at the 39th AGM. We hereby furnish details of the Voting Results as under:

- | | |
|---|----------------------------------|
| 1. Date of AGM | 23 rd September, 2023 |
| 2. Total number of shareholders on record date (as on 16th September, 2023) | 2,800 |
| 3. No. of shareholders present in the meeting either in person or through proxy | |
| Promoters and Promoter Group | N.A. |
| Public | N.A. |
| 4. No. of Shareholders attended the meeting through Video Conferencing | |
| Promoters and Promoter Group | 8 |
| Public | 25 |

The Agenda-wise Resolutions (Ordinary) passed by remote e-voting and e-voting at the 39th AGM are given in **Annexure 'A'**.

You are requested to take the above information on record.

Thanking You,
Yours faithfully,

FOR VALSON INDUSTRIES LIMITED

COMPLIANCE OFFICER



ANNEXURE 'A'

Resolution 1: Approving and adopting the Audited Annual Financial Statements of the Company for the financial year ended 31st March, 2023 and the Reports of the Board of Directors and the Auditors thereon.

Resolution required: (Ordinary/ Special) Ordinary Resolution

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	51,89,834	44,36,584	85.49	44,36,584	0	100.00	0.00
	Poll*		0	0.00	0	0	0.00	0.00
	Total		44,36,584	85.49	44,36,584	0	100.00	0.00
Public- Institutions	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll*		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-Voting	24,70,966	7,084	0.29	7,074	10	99.86	0.14
	Poll*		0	0.00	0	0	0.00	0.00
	Total		7,084	0.29	7,074	10	99.86	0.14
Total		76,60,800	44,43,668	58.01	44,43,658	10	100	0.00

**Votes mentioned against Poll are the votes casted electronically through e-voting during the AGM.*



Resolution 2: Re-Appointment of Mr. Varun Mutreja, (DIN: 07022832) as a Director of the Company who retires by rotation and being eligible had offered himself for re-appointment.

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
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	51,89,834	44,36,584	85.49	44,36,584	0	100.00	0.00
	Poll*		0	0.00	0	0	0.00	0.00
	Total		44,36,584	85.49	44,36,584	0	100.00	0.00
Public- Institutions	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll*		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-Voting	24,70,966	7,084	0.29	7,074	10	99.86	0.14
	Poll*		0	0.00	0	0	0.00	0.00
	Total		7,084	0.29	7,074	10	99.86	0.14
Total		76,60,800	44,43,668	58.01	44,43,658	10	100	0.00

*Votes mentioned against Poll are the votes casted electronically through e-voting during the AGM.



Resolution 3: Re-Appointment of M/s. Bastawala & Associates, Chartered Accountants as Statutory Auditors of the Company for a term of 5 years from the conclusion of 39th Annual General Meeting until the conclusion of the 44th Annual General Meeting of the Company and to approve their remuneration.

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
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	51,89,834	44,36,584	85.49	44,36,584	0	100.00	0.00
	Poll*		0	0.00	0	0	0.00	0.00
	Total		44,36,584	85.49	44,36,584	0	100.00	0.00
Public- Institutions	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll*		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-Voting	24,70,966	7,084	0.29	7,074	10	99.86	0.14
	Poll*		0	0.00	0	0	0.00	0.00
	Total		7,084	0.29	7,074	10	99.86	0.14
Total		76,60,800	44,43,668	58.01	44,43,658	10	100	0.00

*Votes mentioned against Poll are the votes casted electronically through e-voting during the AGM.



Resolution 4: Ratify the remuneration payable to M/s. ABK & Associates, Cost Accountants (Firm Registration No. 000036) as Cost Auditors of the Company of Rs. 1,00,000 (Rupees One Lakh Only) plus taxes as applicable and re-imbursement of out-of-pocket expenses incurred during the course of cost audit of cost records of the Company for the financial year ending 31st March, 2024.

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
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	51,89,834	44,36,584	85.49	44,36,584	0	100.00	0.00
	Poll*		0	0.00	0	0	0.00	0.00
	Total		44,36,584	85.49	44,36,584	0	100.00	0.00
Public- Institutions	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll*		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-Voting	24,70,966	7,084	0.29	7,074	10	99.86	0.14
	Poll*		0	0.00	0	0	0.00	0.00
	Total		7,084	0.29	7,074	10	99.86	0.14
Total		76,60,800	44,43,668	58.01	44,43,658	10	100	0.00

*Votes mentioned against Poll are the votes casted electronically through e-voting during the AGM.

Notes:

1. The votes cast does not include invalid votes.
2. All the aforesaid resolutions were passed with requisite majority.

FOR VALSON INDUSTRIES LIMITED


COMPLIANCE OFFICER



PUNIT SHAH

Company Secretaries

B. Com, ACS

FORM NO. MGT-13 REPORT OF SCRUTINIZER

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21 (2) of the Companies
(Management and Administration) Rules, 2014]

To,
Mr. Suresh N. Mutreja, Chairman,
39th Annual General Meeting of the Equity Shareholders of Valson Industries Limited,
Held on Saturday, 23rd September, 2023 at 11.30 a.m. through
Video Conferencing ('VC') / Other Audio Visual Means ('OAVM')

Dear Sir,

I, Mr. Punit Shah, Practicing Company Secretary was appointed as Scrutinizer for the 39th Annual General Meeting of the Equity Shareholders of Valson Industries Limited held on Saturday, 23rd September, 2023 at 11.30 a.m. through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM') for the purpose of scrutinizing the E-voting process ('remote e-voting') and Electronic Voting (e-voting) at the 39th Annual General Meeting in a fair and transparent manner and ascertaining the requisite majority on E-voting ('remote e-voting') and Electronic Voting (e-voting) carried out as per the provisions of the Companies Act, 2013 and Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 on the resolutions referred to in this report.

We submit our report as under:

1. The 39th AGM is held in compliance with the MCA Circular dated 28th December, 2022 read with circulars dated 8th April, 2020, 13th April, 2020 and 5th May, 2020 (collectively referred to as 'MCA Circulars') and SEBI circular dated 12th May, 2020 read with circular dated 5th January, 2023 (collectively referred to as 'SEBI Circulars') regarding holding of the AGM through Video Conferencing (VC) / Other Audio Visual Means (OAVM), without the physical presence of the Members at a common venue.
2. The Notice of the AGM alongwith the Annual Report 2022 – 23 has been sent to all the Members on 24th August, 2023 only through electronic mode to those Members whose email addresses are registered with the Company, RTA or CDSL / NSDL ('Depositories') as on 18th August, 2023 to vote on the proposed 4 (Four) resolutions as mentioned in the Notice of the 39th Annual General Meeting of "Valson Industries Limited" [Item No. 1 (One) to 4 (Four) of the Notice of the 39th Annual General Meeting of Valson Industries Limited].
3. The Company had provided the e-voting facility both for e-voting prior to the AGM (remote e-voting) and voting at the AGM by electronic means (e-voting) and had engaged the services of NSDL for this purpose.
4. Voting rights were reckoned as on Saturday, 16th September, 2023, being the cut-off date for the purpose deciding the entitlements of members for remote e-voting and e-voting during the AGM.
5. The remote e-voting period remained open from Wednesday, 20th August, 2023 at 09.00 a.m. to Friday, 22nd August, 2023 at 05.00 p.m.

PUNIT SHAH
PRACTICING COMPANY SECRETARIES
ACS 20536 CP 7506.

PUNIT SHAH

Company Secretaries

B. Com, ACS

6. At the 39th Annual General Meeting of the Company held on Saturday, 23rd September, 2023, the facility to vote through electronic system had been provided to facilitate voting for those Members who were present at the Meeting through VC / OAVM but could not participate in the Remote e-Voting to record their votes on the resolutions to be passed.
7. After the closure of the e-voting at the Annual General Meeting, the votes cast through e-Voting at the AGM and through remote e-Voting prior to the date of the Annual General Meeting were unblocked on Saturday, 23rd September, 2023.
8. Since the meeting was held through VC / OAVM, no poll papers were cast.
9. The consolidated results of the remote e-voting and e-voting during AGM through VC / OAVM are as under:

ORDINARY BUSINESS:

a. RESOLUTION NO. 1

Ordinary Resolution No. 1 – Approving and adopting the Audited Annual Financial Statements of the Company for the financial year ended 31st March, 2023 and the Reports of the Board of Directors and the Auditors' thereon:									
	Assent	%	Dissent	%	Total	%	Invalid	%	Total Votes Cast
Total No. of Shares on voting	44,43,658	100.00	10	0.00	44,43,668	100.00	0	0.00	44,43,668
Total No. of Members	49	94.23	3	5.77	52	100.00	0	0.00	52

b. RESOLUTION NO. 2

Ordinary Resolution No. 2 – Re-Appointment of Mr. Varun Mutreja, (DIN: 07022832) as a Director of the Company who retires by rotation and being eligible had offered himself for re-appointment.									
	Assent	%	Dissent	%	Total	%	Invalid	%	Total Votes Cast
Total No. of Shares on voting	44,43,658	100.00	10	0.00	44,43,668	100.00	0	0.00	44,43,668
Total No. of Members	49	94.23	3	5.77	52	100.00	0	0.00	52

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c. RESOLUTION NO. 3

Ordinary Resolution No. 3 – Re-appointment of M/s. Bastawala & Associates, Chartered Accountants as statutory auditors for a term of 5 years and to approve their remuneration.									
	Assent	%	Dissent	%	Total	%	Invalid	%	Total Votes Cast
Total No. of Shares on voting	44,43,658	100.00	10	0.00	44,43,668	100.00	0	0.00	44,43,668
Total No. of Members	49	94.23	3	5.77	52	100.00	0	0.00	52

d. RESOLUTION NO. 4

Ordinary Resolution No. 4 – Ratify the remuneration payable to M/s. ABK & Associates, Cost Accountants (Firm Registration No. 000036) as Cost Auditors of the Company for the financial year ending 31 st March, 2024.									
	Assent	%	Dissent	%	Total	%	Invalid	%	Total Votes Cast
Total No. of Shares on voting	44,43,658	100.00	10	0.00	44,43,668	100.00	0	0.00	44,43,668
Total No. of Members	49	94.23	3	5.77	52	100.00	0	0.00	52

10. Since the votes cast FOR the resolutions exceed the number of votes cast AGAINST the resolutions by requisite majority, all the resolutions as set out in item no. 1 to 4 of the Notice of the 39th Annual General Meeting have been passed with requisite majority.

11. The consolidated result of the votes cast (by remote e-voting and e-voting during AGM) is provided as Annexure - 1 to this report.

Thanking You,
Yours Faithfully,



Punit Shah
Practicing Company Secretary

PUNIT SHAH
PRACTICING COMPANY SECRETARIES
ACS 20536 CP 7506.

Place: Mumbai
Date: 23rd September, 2023
UDIN: A020536E001068759

PUNIT SHAH

Company Secretaries

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Annexure – 1

Consolidated Result of Voting (by Remote E-voting and E-voting) for Resolution Nos. 1 to 4 of the Notice of the 39th Annual General Meeting of “Valson Industries Limited” held on Saturday, 23rd September, 2023 at 11.30 a.m. by VC / OAVM

Resolution # 1 – Ordinary Resolution	Remote E-voting			E-Voting			Total		
	No.	Shares	%	No.	Shares	%	No.	Shares	%
Total Valid Votes Cast	52	44,43,668	100.00	0	0	0.00	52	44,43,668	100.00
Voted In Favour Of Resolution	49	44,43,658	100.00	0	0	0.00	49	44,43,658	100.00
Voted against the resolution	3	10	0.00	0	0	0.00	3	10	0.00

Resolution # 2 – Ordinary Resolution	Remote E-voting			E-Voting			Total		
	No.	Shares	%	No.	Shares	%	No.	Shares	%
Total Valid Votes Cast	52	44,43,668	100.00	0	0	0.00	52	44,43,668	100.00
Voted In Favour Of Resolution	49	44,43,658	100.00	0	0	0.00	49	44,43,658	100.00
Voted against the resolution	3	10	0.00	0	0	0.00	3	10	0.00

Resolution # 3 – Ordinary Resolution	Remote E-voting			E-Voting			Total		
	No.	Shares	%	No.	Shares	%	No.	Shares	%
Total Valid Votes Cast	52	44,43,668	100.00	0	0	0.00	52	44,43,668	100.00
Voted In Favour Of Resolution	49	44,43,658	100.00	0	0	0.00	49	44,43,658	100.00
Voted against the resolution	3	10	0.00	0	0	0.00	3	10	0.00

Resolution # 4 – Ordinary Resolution	Remote E-voting			E-Voting			Total		
	No.	Shares	%	No.	Shares	%	No.	Shares	%
Total Valid Votes Cast	52	44,43,668	100.00	0	0	0.00	52	44,43,668	100.00
Voted In Favour Of Resolution	49	44,43,658	100.00	0	0	0.00	49	44,43,658	100.00
Voted against the resolution	3	10	0.00	0	0	0.00	3	10	0.00

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