



Vardhman

Delivering Excellence. Since 1965.

VARDHMAN SPECIAL STEELS LIMITED

CHANDIGARH ROAD
LUDHIANA-141010, PUNJAB
T: +91-161-2228943-48
F: +91-161-2601048, 2222616, 2601040
E: secretarial.lud@vardhman.com

Ref. VSSL:SCY:SEPT:2024-25

Dated: 19-Sept-2024

| | |
|---|--|
| BSE Limited, New Trading Ring, Rotunda Building, P.J. Towers, Dalal Street, MUMBAI-400001. Scrip Code: 534392 | The National Stock Exchange of India Ltd, Exchange Plaza, Bandra-Kurla Complex, Bandra (East), MUMBAI-400 051 Scrip Code: VSSL |
|---|--|

SUB: PROCEEDINGS OF 14TH ANNUAL GENERAL MEETING PURSUANT TO REGULATION 30(6) OF SEBI (LODR) REGULATIONS, 2015

Dear Sir,

Pursuant to Regulation 30(6) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith Summary of proceedings of 14th Annual General Meeting of the Company held on Thursday, 19th September, 2024 at 10:00 a.m. through Video Conferencing ('VC')/Other Audio Visual Means ('OAVM'), in compliance with the relevant circulars issued by the Ministry of Corporate Affairs ('MCA') and Securities and Exchange Board of India ('SEBI').

Kindly take the same on record.

Thanking you,
Yours faithfully,

For VARDHMAN SPECIAL STEELS LIMITED

**(SONAM DHINGRA)
COMPANY SECRETARY**

YARNS | FABRICS | THREADS | GARMENTS | FIBRES | **STEELS**

PAN NO.: AADCV4812B CIN: L27100PB2010PLC033930
WWW.VARDHMANSTEEL.COM



SUMMARY OF PROCEEDINGS OF 14TH ANNUAL GENERAL MEETING OF VARDHMAN SPECIAL STEELS LIMITED

1. Date, time and Venue of the Meeting:

The 14th Annual General Meeting of Vardhman Special Steels Limited was held on Thursday, 19th September, 2024 through VC/OAVM. The meeting commenced at 10:00 a.m. and concluded at 10:27 a.m. on the same date.

2. Brief details of items deliberated at the meeting and result thereof:

- Since Mr. Rajeev Gupta, Chairman was unable to attend the meeting, Mr. Sachit Jain, Vice-Chairman and Managing Director, chaired the meeting.
- The requisite quorum being present, the Chairman declared the meeting as commenced.
- Then Mr. Sachit Jain, Vice-Chairman & Managing Director delivered his speech.
- Then Mrs. Sonam Dhingra, Company Secretary, started with the formal proceedings of the meeting. She informed that the Meeting was held through VC/OAVM in compliance with the circulars issued by the Ministry of Corporate Affairs, Government of India and Securities and Exchange Board of India.
- She also informed the shareholders that e-Voting facility being provided by the Company through CDSL commenced at 09:00 a.m. on 16th September, 2024 and ended at 05:00 p.m. on 18th September, 2024.
- She further informed the Shareholders that the Members who have not casted their vote through remote e-Voting and are otherwise not barred from doing so, can vote through Venue Voting facility.
- The following items of the business as set out in the notice calling the meeting were put for shareholders' approval:

Ordinary Business:

| S. No. | Particulars | Type of Resolution |
|--------|--|---------------------|
| 1. | To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31 st March, 2024, together with Report of Board of Directors and Auditors thereon. | Ordinary Resolution |
| 2. | To declare a dividend of Rs. 2 per equity share for the year | Ordinary Resolution |



| | | |
|----|--|---------------------|
| | ended 31 st March, 2024. | |
| 3. | To appoint a Director in place of Mr. Toshio Ito, (holding DIN 09654963), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment. | Ordinary Resolution |
| 4. | To appoint a Director in place of Mr. Rajinder Kumar Jain (holding DIN 00046541), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment. | Ordinary Resolution |

Special Business:

| Sr. No. | Particulars | Type of Resolution |
|---------|--|---------------------|
| 5. | To approve continuation of directorship of Mr. Rajinder Kumar Jain as a Non-Executive Director of the Company. | Special Resolution |
| 6. | To re-appoint Mr. Sachit Jain as the Vice-Chairman and Managing Director of the Company. | Special Resolution |
| 7. | To revise the Commission payable to Mr. Sachit Jain, Vice-Chairman & Managing Director of the Company, for the financial year 2024-25. | Special Resolution |
| 8. | To revise the Remuneration payable to Mr. Rajendar Kumar Rewari, Executive Director of the Company, w.e.f. the financial year 2024-25. | Special Resolution |
| 9. | To revise the Remuneration payable to Ms. Soumya Jain, Executive Director of the Company, w.e.f. the financial year 2024-25. | Special Resolution |
| 10. | To appoint Mr. Hemant Bharat Ram as an Independent Director of the Company. | Special Resolution |
| 11. | To ratify remuneration payable to Cost Auditors for the financial year ending 31 st March, 2025. | Ordinary Resolution |

- It was informed to the members that M/s Harsh Goyal & Associates, Company Secretaries was appointed as the scrutinizer for the purpose of scrutinizing the e-Voting process.
- It was further informed to the Members that the results of the e-Voting shall be disseminated to the stock exchanges and also uploaded on the website of the



Company and CDSL (www.evotingindia.com) within 2 working days of conclusion of the Annual General Meeting.

- Thereafter, the Company Secretary concluded the meeting with a vote of thanks to the Chairman, Directors present and Shareholders.

3. **Manner of approval:**

- Pursuant to the provisions of the Companies Act, 2013 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “Listing Regulations”), the Company had provided remote e-Voting facility to the Members to cast votes electronically, on all the resolutions set out in the notice.
- Further, the facility to vote on the resolutions through electronic voting system at meeting (venue voting) was made available to the Members who participated in the meeting and had not cast their votes through remote e-Voting.
- The results on all the resolutions set out in the Notice calling the Annual General Meeting shall be disseminated shortly.