



August 5, 2024

To,  
BSE Limited  
The Corporate Relationship Department  
Phiroze Jeejeebhoy Towers  
Dalal Street,  
Mumbai - 400 001

National Stock Exchange of India Ltd  
Listing Department, Exchange Plaza,  
5th Floor, Plot No C/1, G Block,  
Bandra-Kurla Complex, Bandra (E),  
Mumbai - 400 051

**Scrip Code : 520113**

**Scrip Code : VESUVIUS**

Dear Sirs/Madam,

**Subject: Voting Results and Scrutinizer Report of the Postal Ballot**

Pursuant to Sections 110 and 108 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and in furtherance to the intimation vide our letter dated July 3, 2024 along with the Postal Ballot Notice, dated June 20, 2024, we hereby enclose as follows:

1. The Voting Results on the Postal Ballot conducted through remote e-voting (**Annexure - I**);
2. The Scrutinizer's Report dated August 5, 2024 on the Postal Ballot conducted through remote e-voting (**Annexure - II**).

We request you to take the information on record and disseminate the same on your website.

Thanking you,

Yours faithfully,

For Vesuvius India Limited

  
Saheb Ali



**Company Secretary & Compliance Officer**

Membership No.: A33361

Encl.: As above

## Results of the Postal Ballot (conducted through remote e-voting) concluded on August 2, 2024 at 5:00 P.M.

Name of the Company		Vesuvius India Limited								
Type of the Meeting		Postal Ballot (through remote e-voting concluded on August 2, 2024)								
Date of the Meeting		August 2, 2024 (last date of remote e-voting)								
Total number of shareholders on record date		25,289								
No. of shareholders present in the meeting either in person or through proxy:										
Promoters and Promoter Group:		Not Applicable, as the voting was done by way of Postal Ballot through remote e-voting								
Public:										
No. of Shareholders attended the meeting through Video Conferencing										
Promoters and Promoter Group:		Not Applicable, as the voting was done by way of Postal Ballot through remote e-voting								
Public:										
Resolution No.		1								
Resolution required: (Ordinary/ Special)		Ordinary - Appointment of Mr. Mohinder Pradip Singh Rajput (DIN 10608199) as a Director of the Company, liable to retire by rotation								
Whether promoter/ promoter group are interested in the agenda/resolution?		No								
Category	Mode of Voting	No. of Shares held (1)	No. of 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	Votes Invalid	Votes Abstained
Promoter/Promoter Group	E-voting	11277650	11277650.00	100.0000	11277650.00	0.00	100.0000	0.0000	0.00	0.00
	Poll		0.00	0.0000	0.00	0.00	0.0000	0.0000	0.00	0.00
	Postal Ballot (if applicable)		0.00	0.0000	0.00	0.00	0.0000	0.0000	0.00	0.00
	Total		11277650.00	100.0000	11277650.00	0.00	100.00	0.0000	0.00	0.00
Public -Institution	E-voting	4721657	4486034.00	95.0097	4480284.00	5750.00	99.8718	0.1282	0.00	0.00
	Poll		0.00	0.0000	0.00	0.00	0.0000	0.0000	0.00	0.00
	Postal Ballot (if applicable)		0.00	0.0000	0.00	0.00	0.0000	0.0000	0.00	0.00
	Total		4486034.00	95.0097	4480284.00	5750.00	99.8718	0.1282	0.00	0.00
Public-Non Institution	E-voting	4296773	73129.00	1.7020	72830.00	299.00	99.5911	0.4089	0.00	0.00
	Poll		0.00	0.0000	0.00	0.00	0.0000	0.0000	0.00	0.00
	Postal Ballot (if applicable)		0.00	0.0000	0.00	0.00	0.0000	0.0000	0.00	0.00
	Total		73129.00	1.7020	72830.00	299.00	99.5911	0.4089	0.00	0.00
<b>TOTAL</b>		<b>20296080.00</b>	<b>15836813.00</b>	<b>78.0289</b>	<b>15830764.00</b>	<b>6049.00</b>	<b>99.9618</b>	<b>0.0382</b>	<b>0.00</b>	<b>0.00</b>



Resolution No.		2								
Resolution required: (Ordinary/ Special)		Ordinary - Appointment of Mr. Mohinder Pradip Singh Rajput (DIN 10608199) as the Managing Director of the Company for a period of five years, effective from July 1, 2024 (who shall be liable to retire by rotation) including remuneration								
Whether promoter/ promoter group are interested in the agenda/resolution?		No								
Category	Mode of Voting	No. of Shares held (1)	No. of 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	Votes Invalid	Votes Abstained
Promoter/Promoter Group	E-voting	11277650	11277650.00	100.0000	11277650.00	0.00	100.0000	0.0000	0.00	0.00
	Poll		0.00	0.0000	0.00	0.00	0.0000	0.0000	0.00	0.00
	Postal Ballot (if applicable)		0.00	0.0000	0.00	0.00	0.0000	0.0000	0.00	0.00
	Total		11277650.00	100.0000	11277650.00	0.00	100.00	0.0000	0.00	0.00
Public -Institution	E-voting	4721657	4486034.00	95.0097	4483661.00	2373.00	99.9471	0.0529	0.00	0.00
	Poll		0.00	0.0000	0.00	0.00	0.0000	0.0000	0.00	0.00
	Postal Ballot (if applicable)		0.00	0.0000	0.00	0.00	0.0000	0.0000	0.00	0.00
	Total		4486034.00	95.0097	4483661.00	2373.00	99.95	0.0529	0.00	0.00
Public-Non Institution	E-voting	4296773	73134.00	1.7021	72681.00	453.00	99.3806	0.6194	0.00	0.00
	Poll		0.00	0.0000	0.00	0.00	0.0000	0.0000	0.00	0.00
	Postal Ballot (if applicable)		0.00	0.0000	0.00	0.00	0.0000	0.0000		
	Total		73134.00	1.7021	72681.00	453.00	99.3806	0.6194	0.00	0.00
<b>TOTAL</b>		<b>20296080.00</b>	<b>15836818.00</b>	<b>78.0289</b>	<b>15833992.00</b>	<b>2826.00</b>	<b>99.9822</b>	<b>0.0178</b>	<b>0.00</b>	<b>0.00</b>

*Jahid Ali*



**ANJAN KUMAR ROY & CO**  
**COMPANY SECRETARIES**  
**A Peer Reviewed Firm**

Pursuant to the Guidelines issued by the Institute of Company Secretaries of India

UDIN: F005684F000884232

**Scrutinizer's Report**

Date: 05 August, 2024

To  
The Chairman  
M/s. Vesuvius India Limited  
P-104 Taratala Road  
Kolkata 700 088

**Sub: Scrutinizer's Report on "Postal Ballot through remote e-voting" from 04 July, 2024 to 02 August, 2024, in respect of passing of resolutions as set-out in the Postal Ballot Notice issued by Vesuvius India Limited dated 20 June, 2024.**

Dear Sir,

(A) I Anjan Kumar Roy (FCS: 5684 and C.P. No.: 4557), Proprietor of M/s Anjan Kumar Roy & Co., Company Secretaries, have been appointed, vide a resolution passed by the Board of Directors of **Vesuvius India Limited** (CIN: L26933WB1991PLC052968) (hereinafter to be referred as "**the Company**") at their meeting held on 20 June, 2024 as the Scrutinizer, pursuant to Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended (hereinafter to be referred as "**the Rules**"), to carry out scrutiny of votes, in a fair and transparent manner, cast by the members of the Company through Postal Ballot conducted by way of electronic means (hereinafter to be referred as "**remote e-voting**") in respect of resolutions as mentioned in paragraph (C) of this report and as contained in the Postal Ballot Notice dated **20 June, 2024**.

(B) I have conducted scrutiny of votes cast by the members of the Company through Postal Ballot conducted by way of electronic means, in respect of the resolutions mentioned below in paragraph (C) of this report pursuant to the provisions of Section 110 and Section 108 of the Act, read with the Rules and pursuant to Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015 (hereinafter to be referred as the "**SEBI Listing Regulations**") and revised Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India in terms of Section 118 of the Act and also read with the General Circular Nos. 14/2020, 17/2020, 22/2020, 33/2020, 39/2020, 10/2021, 20/2021, 3/2022, 11/2022 and 09/2023 dated 8<sup>th</sup> April, 2020, 13<sup>th</sup> April, 2020, 15<sup>th</sup> June, 2020, 28<sup>th</sup> September, 2020, 31<sup>st</sup> December, 2020, 23<sup>rd</sup> June, 2021, 8<sup>th</sup> December, 2021, 5<sup>th</sup> May, 2022, 28<sup>th</sup> December, 2022 and 25<sup>th</sup> September, 2023, respectively issued by the Ministry of Corporate Affairs, Government of India. Accordingly, I submit my report hereunder:

Office Address: GR 1, Gouri Bhaban, 28A Gurupada Halder Road, Kolkata- 700026. E-mail: akroyco@yahoo.co.in/anjanroy 2003@yahoo.co.in. Mobile Ph Nos. 9830201949/9831891949.





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UDIN: F005684F000884232

- i. As per the information and documents provided to me, by the officers of the Company, the Company has completed by **03 July, 2024**, the dispatch of the Notice of Postal Ballot dated **20 June, 2024**, along with the Statement pursuant to Section 102 of the Act, to the members of the Company, whose e-mail addresses are registered with the Company/Depositories/Registrar and Share Transfer Agent as on the cut – off date i.e. **28 June, 2024**. Further, I have been informed by the officers of the Company and I have personally verified that the relevant Notice of Postal Ballot has been placed on the website of the Company.
- ii. The Notice of Postal Ballot dated **20 June, 2024**, mentioned *inter alia* that the item of business would be transacted by voting through Postal Ballot by Electronic means, the necessary facilities for Electronic voting process to be provided by the National Securities Depository Limited (hereinafter to be referred as “NSDL”).
- iii. I have been shown by the officers of the Company, the advertisement of Notice of Postal Ballot made on **04 July, 2024**, in newspapers being “**Business Standard**” (English daily, all editions) and “**Aajkal**” (Bengali daily, Kolkata edition) containing, inter alia, the following information:
  - a. Statement to the effect that the voting on resolutions proposed for consideration by the shareholders of the Company are to be transacted through Postal Ballot by way of electronic means that is Remote E-voting.
  - b. Statement that the period of remote e-voting shall commence on **04 July, 2024**, at **09:00 A.M. (IST)** and shall end on **02 August, 2024**, at **5:00 P.M. (IST)**.
  - c. Statement that the Cut-Off date for determining eligibility to cast votes was **28 June, 2024**.
  - d. Statement that the remote e-voting module shall be disabled for voting after **5:00 P.M. (IST) on 02 August, 2024**.
  - e. Website address of the Company and of the said NSDL where Notice of the said postal ballot have been displayed.
  - f. Contact details, in case of grievances/queries in respect of the Electronic voting.
- iv. I have received the relevant Board resolution passed by the Board of Directors of corporate shareholders of the Company authorizing person(s) to act and vote pursuant to section 113 of the Act, on the resolutions mentioned in the Notice of Postal Ballot dated **20 June, 2024**.
- v. The said Remote E - voting at portal [www.evoting.nsdl.com](http://www.evoting.nsdl.com) was unblocked by me at 05:06 P.M. (IST) on **02 August, 2024**, that is after the aforesaid remote e-voting was completed. The said Remote E - voting was unblocked by me in the presence of the following persons;

Office Address: GR 1, Gouri Bhaban, 28A Gurupada Halder Road, Kolkata- 700026. E-mail: [akroyco@yahoo.co.in](mailto:akroyco@yahoo.co.in)/[anjanroy\\_2003@yahoo.co.in](mailto:anjanroy_2003@yahoo.co.in). Mobile Ph Nos. 9830201949/9831891949



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- a. Saurabh Jha
- b. Yashmin Khatoon

who are not in the employment of the Company.

- vi. The final data of voting through Postal Ballot by remote e-voting, containing the details of votes cast by remote e-voting mode has been downloaded from the portal of NSDL: [www.evoting.nsdl.com](http://www.evoting.nsdl.com), the agency which was appointed by the Company to provide and maintain and which provided and maintained the platform for Electronic voting.

(C) That the details of the aforesaid “Voting through Postal Ballot by Electronic Means” are as hereunder:

**Item No. 1 Special Business, Ordinary Resolution:**

**Appointment of Mr. Mohinder Pradip Singh Rajput (DIN 10608199) as a Director of the Company, liable to retire by rotation;**

i) Voted in **favor** of the resolution:

Mode of Voting	No. of Voters (folios)	No. of votes cast (one share, one vote basis)	% of total no. of valid votes cast
Remote E-Voting	294	1,58,30,764	99.9618
Total	294	1,58,30,764	99.9618

ii) Voted in **against** of the resolution:

Mode of Voting	No. of Voters (folios)	No. of votes cast (one share, one vote basis)	% of total no. of valid votes cast
Remote E-Voting	12	6,049	0.0382
Total	12	6,049	0.0382

Office Address: GR 1, Gouri Bhaban, 28A Gurupada Halder Road, Kolkata- 700026. E-mail: [arakroyco@yahoo.co.in](mailto:arakroyco@yahoo.co.in)/[anjanroy\\_2003@yahoo.co.in](mailto:anjanroy_2003@yahoo.co.in). Mobile Ph Nos. 9830201949/9831891949.



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iii) **Invalid Votes:**

Mode of Voting	No. of Voters (folios)	No. of votes cast (one share, one vote basis)
Remote E-Voting	-	-
Total	-	-

**Item No. 2 Special Business, Ordinary Resolution:**

**Appointment of Mr. Mohinder Pradip Singh Rajput (DIN 10608199) as the Managing Director of the Company for a period of five years, effective from July 1, 2024, who shall be liable to retire by rotation;**

i) Voted in **favor** of the resolution:

Mode of Voting	No. of Voters (folios)	No. of votes cast (one share, one vote basis)	% of total no. of valid votes cast
Remote E-Voting	294	1,58,33,992	99.9822
Total	294	1,58,33,992	99.9822

ii) Voted in **against** of the resolution:

Mode of Voting	No. of Voters (folios)	No. of votes cast (one share, one vote basis)	% of total no. of valid votes cast
Remote E-Voting	13	2,826	0.0178
Total	13	2,826	0.0178



Office Address: GR 1, Gouri Bhaban, 28A Gurupada Halder Road, Kolkata- 700026. E-mail: [akroyco@yahoo.co.in](mailto:akroyco@yahoo.co.in)/[anjanroy\\_2003@yahoo.co.in](mailto:anjanroy_2003@yahoo.co.in). Mobile Ph Nos. 9830201949/9831891949.

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iii) **Invalid Votes:**

Mode of Voting	No. of Voters (folios)	No. of votes cast (one share, one vote basis)
Remote E-Voting	-	-
Total	-	-

Based on the aforesaid results, the resolutions as contained in the Postal Ballot Notice dated 20 June, 2024, have been passed with the requisite majority.

**D. Custody of Records**

All the relevant records relating to the e-voting is under my safe custody and will be handed over to the Company Secretary for preserving safely after the minutes are considered, approved and signed.

FOR, ANJAN KUMAR ROY & CO.  
Company Secretaries

  
ANJAN KUMAR ROY

FCS 5684

C.O.P. No. 4557

C.O.P. Unique Code: I2002WB282300

UDIN: F005684F000884232

Peer Review Certificate No.: 869/2020

Firm Unique Code: S2002WB051400

Scrutinizer for and in respect of the "Voting through Postal Ballot by Electronic Means" of Vesuvius India Limited, pursuant to Notice of Postal Ballot dated 20 June, 2024.



For Vesuvius India Limited



Saheb Ali  
Company Secretary & Compliance Officer