



Vaswani Industries Limited

POWER • SPONGE IRON • STEEL

• CIN - L28939CT2003PLC015964 • GSTN 22AABCV9564E1ZB



1st, October, 2021

VIL/SECRETARIAL/2021-22

BY LISTING PORTAL

| | |
|---|--|
| National Stock Exchange of India Ltd, Exchange Plaza, 5th Floor, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (East), Mumbai - 400051 | Bombay Stock Exchange Ltd., Market Operations Dept. Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400001 |
|---|--|

Dear Sir/Madam,

SUB: Disclosure Of Voting Results Of 18th Annual General Meeting of The Company In Terms Of Regulation 44 Of SEBI (Listing Obligation And Disclosure Requirements) Regulations, 2015 Along With Scrutinizer's Report.

Please find enclosed herewith, the voting results of the 18th Annual General Meeting of the Company held on Tuesday, September, 28 2021, along with the copy of the Consolidated Scrutinizer's Report:

| Meetings Type | Timing |
|---|----------|
| 18th Annual General Meeting of the Members of the Company | 3.00 p.m |

The combined Scrutinizer Report on dated 30.09.2021 pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 on Remote e-voting and e-voting at the said Meetings are also enclosed herewith.

The above-mentioned Voting Results along with the Scrutinizer's Report are also being uploaded on the Company's website- "www.vaswaniindustries.com "

We hereby request you to please take on record our above submission

Yours faithfully,
For, Vaswani Industries Limited,

(Yashwant Vaswani)
Wholetime Director
DIN: 01627408

E-Voting Results- 18th Annual General Meeting of
VASWANI INDUSTRIES LIMITED

| | |
|---|--|
| Date of the AGM | 28 th September, 2021 |
| Total No. of Shareholders as on record date | 5986 equity shares as on 21 st September, 2021. |
| No. of shareholders present in the meeting either in person or through proxy: Promoter and Promoter Group: Public: | N.A. |
| No. of shareholders attended the meeting through video conferencing Promoter and Promoter Group: Public: | 5 37 |



Resolution 1 To consider and adopt the audited standalone financial statements of the Company for the financial year ended on 31st March, 2021 and the Reports of Board of Directors and Auditors thereon.

| Resolution required: (Ordinary/ Special) | | | Ordinary | | | | | |
|---|-------------------------------|---------------------------|----------------------------|--|---------------------------------|-------------------------------|---|---|
| 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 |
| Promoter and Promoter Group | E-Voting | 17500000 | 17439000 | 99.6514 | 17439000 | 0 | 100 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 17500000 | 17439000 | 99.6514 | 17439000 | 0 | 100 |
| Public- Institutions | E-Voting | 0 | 0 | 0 | | 0 | | 0 |
| | Poll | | 0 | 0 | | 0 | | 0 |
| | Postal Ballot (if app) | | | | | | | |
| | Total | | 0 | 0 | 0 | | 0 | |
| Public- Non Institutions | E-Voting | 12500000 | 357828 | 2.862624 | 356612 | 1216 | 99.6602 | 0.3398 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 12500000 | 357828 | 2.8626 | 355612 | 1216 | 99.6602 |
| Total | | 30000000 | 17796828 | 59.3228 | 17795612 | 1216 | 99.9932 | 0.0068 |



Resolution 2: To appoint a Director in place of Babulal Baghwar (DIN 08430962), who retires by rotation in this Annual General Meeting in terms of section 152 (6) of the companies Act, 2013 and being eligible, offers himself for re-appointment.

| Resolution required: (Ordinary/ Special) | | | Ordinary | | | | | |
|---|-------------------------------|---------------------------|----------------------------|--|---------------------------------|-------------------------------|---|---|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | Yes | | | | | |
| 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) = $[(5)/(2)] * 100$ |
| Promoter and Promoter Group | E-Voting | 17500000 | 17439000 | 99.6514 | 17439000 | 0 | 100 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 17500000 | 17439000 | 99.6514 | 17439000 | 0 | 100 |
| Public- Institutions | E-Voting | 0 | 0 | 0 | | 0 | | 0 |
| | Poll | | 0 | 0 | | 0 | | 0 |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 0 | 0 | 0 | | 0 | |
| Public- Non Institutions | E-Voting | 12500000 | 357828 | 2.862624 | 356112 | 1716 | 99.5204 | 0.4796 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 12500000 | 357828 | 2.8626 | 356112 | 1716 | 99.5204 |
| Total | | 30000000 | 17796828 | 59.3228 | 17795112 | 1716 | 99.9904 | 0.0096 |



Resolution 3: Appointment of Mr Rituraj Peshwani (Din No. 00040277) as an Independent Director

| Resolution required: (Ordinary/ Special) | | | Ordinary | | | | | |
|---|-------------------------------|---------------------------|----------------------------|--|---------------------------------|-------------------------------|---|---|
| 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 |
| Promoter and Promoter Group | E-Voting | 17500000 | 17439000 | 99.6514 | 17439000 | 0 | 100 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 17500000 | 17439000 | 99.6514 | 17439000 | 0 | 100 |
| Public- Institutions | E-Voting | 0 | 0 | 0 | | 0 | | 0 |
| | Poll | | 0 | 0 | | 0 | | 0 |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 0 | 0 | 0 | | 0 | |
| Public- Non Institutions | E-Voting | 12500000 | 357828 | 2.862624 | 356112 | 1716 | 99.5204 | 0.4796 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 12500000 | 357828 | 2.8626 | 356112 | 1716 | 99.5204 |
| Total | | 30000000 | 17796828 | 59.3228 | 17795112 | 1716 | 99.9904 | 0.0096 |



Resolution 4: Appointment of Mrs. Manisha Vaswani (Din No. 09291720) as an Director , Non-Executive

| Resolution required: (Ordinary/ Special) | | | Special | | | | | |
|---|-------------------------------|---------------------------|----------------------------|--|---------------------------------|-------------------------------|---|---|
| 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 |
| Promoter and Promoter Group | E-Voting | 17500000 | 17439000 | 99.6514 | 17439000 | 0 | 100 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 17500000 | 17439000 | 99.6514 | 17439000 | 0 | 100 |
| Public- Institutions | E-Voting | 0 | 0 | 0 | | 0 | | 0 |
| | Poll | | 0 | 0 | | 0 | | 0 |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 0 | 0 | 0 | | 0 | |
| Public- Non Institutions | E-Voting | 12500000 | 357828 | 2.862624 | 356112 | 1716 | 99.5204 | 0.4796 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 12500000 | 357828 | 2.8626 | 356112 | 1716 | 99.5204 |
| Total | | 30000000 | 17796828 | 59.3228 | 17795112 | 1716 | 99.9904 | 0.0096 |



Resolution 5: Appointment of the Cost Auditors for the financial year ending March 31, 2022

| Resolution required: (Ordinary/ Special) | | | Special | | | | | |
|---|-------------------------------|---------------------------|----------------------------|--|---------------------------------|-------------------------------|---|---|
| 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 |
| Promoter and Promoter Group | E-Voting | 17500000 | 17439000 | 99.6514 | 17439000 | 0 | 100 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 17500000 | 17439000 | 99.6514 | 17439000 | 0 | 100 |
| Public- Institutions | E-Voting | 0 | 0 | 0 | | 0 | | 0 |
| | Poll | | 0 | 0 | | 0 | | 0 |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 0 | 0 | 0 | | 0 | |
| Public- Non Institutions | E-Voting | 12500000 | 357828 | 2.862624 | 356612 | 1216 | 99.6602 | 0.3398 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 12500000 | 357828 | 2.8626 | 355612 | 1216 | 99.6602 |
| Total | | 30000000 | 17796828 | 59.3228 | 17795612 | 1216 | 99.9932 | 0.0068 |



Resolution 5: Authority to enter into material related party contracts / arrangements / transactions

| Resolution required: (Ordinary/ Special) | | | Special | | | | | |
|---|-------------------------------|---------------------------|----------------------------|--|---------------------------------|-------------------------------|---|---|
| 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 |
| Promoter and Promoter Group | E-Voting | 17500000 | 17439000 | 99.6514 | 17439000 | 0 | 100 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 17500000 | 17439000 | 99.6514 | 17439000 | 0 | 100 |
| Public- Institutions | E-Voting | 0 | 0 | 0 | | 0 | | 0 |
| | Poll | | 0 | 0 | | 0 | | 0 |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 0 | 0 | 0 | | 0 | |
| Public- Non Institutions | E-Voting | 12500000 | 357828 | 2.862624 | 356612 | 1216 | 99.6602 | 0.3398 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 12500000 | 357828 | 2.8626 | 355612 | 1216 | 99.6602 |
| Total | | 30000000 | 17796828 | 59.3228 | 17795612 | 1216 | 99.9932 | 0.0068 |



SATISH BATRA & ASSOCIATES

COMPANY SECRETARIES

*2nd floor, Ashoka Plaza, Ashoka Ratan,
Vidhan Sabha Marg, Shankar Nagar,
Raipur (C. G.) 492007*

30th September, 2021

The Chairman,
18th Annual General Meeting (AGM),
Vaswani Industries Limited,
Bahesar Road, Near Cycle Park,
Vill –Sondra Phase-II,
Industrial Area, Siltara
Raipur (C. G.) 493221

Dear Sir,

Consolidated Scrutinizer's Report on remote e-voting conducted prior to the 18th Annual General Meeting (AGM) held through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) and remote e-voting conducted during the AGM.

I, Satish Kumar Batra, on behalf of M/s Satish Batra & Associates, appointed vide Company resolution dated 3rd September, 2021 to act as Scrutinizer for scrutinizing remote e-voting and e-voting conducted during the 18th Annual General Meeting (AGM) of the Company held through Video Conferencing (VC)/ Other Audio Visual Means (OAVM), without physical presence of Shareholders at a common venue.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the rules relating to remote e-voting prior to and during the AGM on the resolutions forming the part of the Notice of AGM. My responsibility as a Scrutinizer is restricted to make a scrutinizer report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting systems provided by National Securities Depository Ltd. (NSDL) as the Service provider, for extending the facility of remote e-voting and e-voting conducted during the AGM.

Pursuant to my appointment and the provisions of section 108 & 109 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management & Administration) Rules, 2014. I have completed scrutiny of the remote e-voting and e-voting conducted during the

18th Annual General Meeting of the Company. I hereby submit my combined report in compliance of provisions of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015 as under:

1. As informed by the Company, notice of the AGM along with the Annual Report was sent to its members on 4th September, 2021 through email in respect of the resolutions passed at the AGM of the Company. Email was sent to those shareholders whose email addresses were registered with the Company/RTA/ Depositories participants as on 4th September, 2021. The emails were sent in compliance with the MCA Circular No. 20/2020 dated 5th May 2020 read with circulars 14/2020 dated 8th April 2020 and 17/2020 dated 13th April 2020 (collectively referred to as 'MCA Circulars') and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May 2020.
2. The Company had availed the e-voting facility offered by NSDL for conducting remote e-voting as well as e-voting conducted during the 18th AGM.
3. The voting period began on 25th September, 2021 from 09.00 a.m. onwards and ended on 27th September, 2021 at 5.00 p.m. and thereafter e-voting module was disabled by NSDL for remote e-voting.
4. The Company had also provided e-voting facility of NSDL to the shareholders present at the AGM through VC, who had not casted their vote earlier.
5. The shareholders of the Company holding shares as on the "Cut off" of date 21st September, 2021 were entitled to vote on the resolutions forming the part of the notice of AGM.
6. The voting rights of members shall be in proportion to their share of the paid-up equity share capital of the Company as on the cut-off date i.e.21st September, 2021 and as per the Register of Members of the Company.
7. After the closure of e-voting at the AGM the report on remote e-voting done during the AGM and vote cast under remote e-voting facility prior to the AGM were unblocked and counted diligently.

8. I have scrutinized and reviewed the remote e-voting prior to the AGM and during the AGM and vote cast therein based on the data downloaded from NSDL e-voting system.

9. A consolidated voting result on each resolution are as follows:

1) **AS AN ORDINARY BUSINESS – ITEM NO. 1**

To consider and adopt the audited standalone Financial statements of the Company for the Financial year ended on 31st March, 2021 and the Reports of Board of Directors and Auditors thereon.

| Particulars | Remote e-Voting | E-voting during the Meeting | Number of votes cast by them | % of total number of valid votes |
|-------------|-----------------|-----------------------------|------------------------------|----------------------------------|
| Assent | 33 | 0 | 17,795,612 | 99.9931% |
| Dissent | 3 | 0 | 1216 | 0.0068% |
| Abstain | - | - | - | - |
| Total | 36 | 0 | 17,796,828 | 100% |

2) **AS AN ORDINARY BUSINESS – ITEM NO. 2**

To appoint a Director in place of Babulal Baghwar (DIN 08430962), who retires by rotation in this Annual General Meeting in terms of section 152 (6) of the companies Act, 2013.

| Particulars | Remote e-Voting | E-voting during the Meeting | Number of votes cast by them | % of total number of valid votes |
|-------------|-----------------|-----------------------------|------------------------------|----------------------------------|
| Assent | 32 | 0 | 17,795,112 | 99.9903% |
| Dissent | 4 | 0 | 1716 | 0.0096% |
| Abstain | - | - | - | - |
| Total | 36 | 0 | 17,796,828 | 100% |

3) **AS A SPECIAL BUSINESS – ITEM NO. 3**

Appointment of Mr Rituraj Peshwani(Din No. 00040277) as an Independent Director.

| Particulars | Remote e-Voting | E-voting during the Meeting | Number of votes cast by them | % of total number of valid votes |
|-------------|-----------------|-----------------------------|------------------------------|----------------------------------|
| Assent | 32 | 0 | 17,795,112 | 99.9903% |
| Dissent | 4 | 0 | 1716 | 0.0096% |
| Abstain | - | - | - | - |
| Total | 36 | 0 | 17,796,828 | 100% |

4) **AS A SPECIAL BUSINESS – ITEM NO. 4**

Appointment of Mrs. Manisha Vaswani(Din No. 09291720) as an Additional Director Non-Executive Director.

| Particulars | Remote e-Voting | E-voting during the Meeting | Number of votes cast by them | % of total number of valid votes |
|--------------------|------------------------|------------------------------------|-------------------------------------|---|
| Assent | 32 | 0 | 17,795,112 | 99.9903% |
| Dissent | 4 | 0 | 1716 | 0.0096% |
| Abstain | - | - | - | - |
| Total | 36 | 0 | 17,796,828 | 100% |

5) **AS A SPECIAL BUSINESS – ITEM NO. 5**

To approve the remuneration of the Cost Auditors for the financial year ending March 31, 2022.

| Particulars | Remote e-Voting | E-voting during the Meeting | Number of votes cast by them | % of total number of valid votes |
|--------------------|------------------------|------------------------------------|-------------------------------------|---|
| Assent | 33 | 0 | 17,795,612 | 99.9931% |
| Dissent | 3 | 0 | 1216 | 0.0068% |
| Abstain | - | - | - | - |
| Total | 36 | 0 | 17,796,828 | 100% |
| | | | | |

6) **AS A SPECIAL BUSINESS – ITEM NO. 6**

Authority to enter into material related party contracts / arrangements / transactions.

| Particulars | Remote e-Voting | E-voting during the Meeting | Number of votes cast by them | % of total number of valid votes |
|--------------------|------------------------|------------------------------------|-------------------------------------|---|
| Assent | 33 | 0 | 17,795,612 | 99.9931% |
| Dissent | 3 | 0 | 1216 | 0.0068% |
| Abstain | - | - | - | - |
| Total | 36 | 0 | 17,796,828 | 100% |
| | | | | |

10. Based on consolidation it is found that all the Resolutions as set out in the Notice dated 3rd September, 2021 of 18th Annual General Meeting have been duly approved by the shareholders with requisite majority.

11. Accordingly, you may take on record the result of the remote e-voting prior to the AGM and during the AGM as detailed above and declare the results.

12. The records relating to e-voting (Remote e-voting and E-voting during the AGM) containing details has been provided to the Company for safe keeping.

FOR, SATISH BATRA & ASSOCIATES

Satish
Kumar
Batra

(Satish Kumar Batra)
Practising Company Secretary
Membership No. 1316
PCS No. 2875
UDIN: **F001316C001046008**