



May 4, 2023

To,

BSE Limited

The Corporate Relationship Department

Phiroze Jeejeebhoy Towers

Dalal Street,

Mumbai – 400 001

**Scrip Code : 520113**

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 : VESUVIUS**

Dear Sirs/Madam,

**Subject: Outcome of the 32<sup>nd</sup> Annual General Meeting of the Company**

Kindly note that the 32<sup>nd</sup> Annual General Meeting (AGM) of the Company was duly convened and held on Wednesday, May 3, 2023 at 10.30 A.M. (IST) at G. D. Birla Sabhagar, 29, Ashutosh Chowdhury Avenue, Kolkata – 700 019.

In this regard, please find enclosed the gist of proceedings of the 32<sup>nd</sup> AGM of the Company held on Wednesday, May 3, 2023, pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the SEBI LODR).

The financial year of our Company ends on December 31, every year.

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

Thanking you,

Yours faithfully,

For **Vesuvius India Limited**



Vikram Singh

**Company Secretary & Compliance Officer**

Membership No.: A16381

Encl.: As above



**GIST OF THE PROCEEDINGS OF  
THE 32<sup>ND</sup> ANNUAL GENERAL MEETING (AGM)  
OF VESUVIUS INDIA LIMITED HELD ON WEDNESDAY, MAY 3, 2023**

The 32<sup>nd</sup> Annual General Meeting (AGM) of the Members of Vesuvius India Limited (the Company) was duly convened and held on Wednesday, May 3, 2023 on and from 10.30 A.M. (IST) at G. D. Birla Sabhagar, 29, Ashutosh Chowdhury Avenue, Kolkata – 700 019, to transact the businesses mentioned in the Notice convening the AGM.

Mr Biswadip Gupta, the Chairman, welcomed the Members attending the AGM and the requisite quorum being present, declared the 32<sup>nd</sup> Annual General Meeting to order. Total 337 Members including proxies attended the Meeting as per the records of attendance.

The Chairman informed that the statutory registers and other relevant documents, as mentioned in the Notice of the AGM, have been made available for inspection by the Members during the AGM.

The Chairman himself being the Chairman of the Audit Committee and Stakeholders' Relationship Committee informed that Mr Sudipto Sarkar, the Chairman of Nomination and Remuneration Committee was also present at the AGM. The representatives of the Statutory Auditors as well as the Secretarial Auditors of the Company were also present.

The Chairman gave a brief outlook of the Indian Economy and the business prospects of the Company.

The Chairman informed that the Board of Directors of the Company has recommended the Dividend of Rs 8.25/- per share of the face value of Rs 10/-, for the year ended December 31, 2022, which will result in dividend outgo of Rs 16.74 crores. He informed that appropriate Income Tax will be deducted from dividend and Shareholders have already been informed in this regard. Once declared at the AGM, the dividend would be paid electronically through NECS directly into the bank accounts of Members.

The Chairman invited Mr Patrick Andre, the Chief Executive of Vesuvius plc, the ultimate holding company of Vesuvius India Limited, who spoke about the international scenario and Indian operations in particular.

The Chairman informed that in compliance with the provisions of the Companies Act, 2013 read with the Rules made thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has extended remote E-



# VESUVIUS

voting facility to its Members, to transact the businesses set out in the Notice. The said remote e-voting facility was made available through National Securities Depository Limited from April 29, 2023 (9:00 A.M. IST) to May 2, 2023 (5:00 P.M. IST). The Chairman also informed that Mr Anjan Kumar Roy, Company Secretaries, was appointed as the Scrutinizer for the purpose of scrutinizing the voting process through remote e-voting and e-voting at the AGM in a fair and transparent manner. He further informed that Members who had not cast their votes through remote e-voting facility and who were present in the meeting would have an opportunity to cast their votes through Tab e-voting system during or at the end of the meeting.

Thereafter, the Notice convening the 32<sup>nd</sup> AGM (the "Notice") was taken as read with the consent of the Members present. The Chairman mentioned that there were no qualifications, observations or any adverse remarks made by the Auditors in their Report on the Financial Statements of the Company or by the Secretarial Auditor in his Secretarial Audit Report for the financial year ended December 31, 2022. Hence, the Auditors' Report on the Financial Statement and the Secretarial Audit Report were not considered read at the AGM.

The Chairman thereafter invited the members to give their views and raise queries on the financials of the Company. 17 Members gave their views and raised queries on various aspects, which were duly noted and responded to by the Chairman.

Thereafter, the Chairman announced the Tab e-voting for those Members who were attending the AGM and who could not cast their votes through remote e-voting, shall remain open till 30 minutes after the AGM to enable such Members to cast their votes. The Chairman announced that the voting results shall be submitted to the Stock Exchanges within two working days of the conclusion of the meeting, in the prescribed format and the said results along with the Scrutinizer's Report on remote e-voting and e-voting at the AGM, shall also be placed on the Company's website [www.vesuviusindia.in](http://www.vesuviusindia.in).

The Chairman also thanked all the Members for their presence and involvement.

Based on the Consolidated Scrutinizer's Report dated May 4, 2023, following resolutions have been passed by the Members with requisite majority:

### Ordinary Business:

1. Adoption of the Audited Financial Statements of the Company for the financial year ended on December 31, 2022, the Reports of the Board of Directors and Auditors thereon. **(Ordinary Resolution)**



2. Declaration of dividend at the rate of Rs. 8.25/- (Rupees Eight and Twenty Five Paise only) per Equity Share of Rs. 10/- (Rupees Ten) each fully paid-up of the Company for the financial year ended on December 31, 2022. **(Ordinary Resolution)**
3. Re-appointment of Mr Nitin Jain (DIN: 07934566), as a Director of the Company, liable to retire by rotation. **(Ordinary Resolution)**

**Special Business:**

4. Ratification of the remuneration of Cost Auditors of the Company for the financial year ending on December 31, 2023. **(Ordinary Resolution)**

The Meeting concluded at 1:30 P.M. (IST) with a vote of thanks to the Chair.

For Vesuvius India Limited



Vikram Singh  
**Company Secretary & Compliance Officer**  
Membership No.: A16381