

To,

Date: 01/09/2022

BSE Limited

Corporate Relation Department
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai -400001

National Stock Exchange Limited

Exchange Plaza, 5th Floor,
Plot No. C/1, G-Block,
Bandra-Kurla Complex, Bandra (East)
Mumbai -400051

SCRIP CODE: 539331; VETO

Dear Sir/Madam,

Sub: Outcome of Board Meeting

This is to inform you that the Directors of the Company at its Board Meeting for the Financial Year 2022-23 held on 1st September, 2022 commenced at 01:00 P.M. and concluded at 06:00 P.M., discussed and consented on the following matters:


1. Discussed and approved the Annual Report 2021-22 containing the Directors Report, Audited Financial Statements (Consolidated & Standalone financial statements for the year ended 31st March, 2022), Auditors Report and annexures thereon and authorized relevant persons for signing the same.
2. Discussed and approved Notice of the 15th Annual General Meeting of the Company for the financial year 2021-22 to be held on Wednesday, 28th September, 2022 through Video Conferencing (VC)/other audio-visual mode (OAVM) and authorized the signing authority for signing of the Notice.
3. Discussed and Decided that the Notice of the AGM and the Annual Report for the year ending 31st March, 2022 will be dispatched/sended to the members to their registered address or email id's as appearing on 26th August, 2022 (Cut-off date for those shareholders who will be given AGM Notice and Annual Report).
4. Discussed and approved that the Register of Members and Share Transfer Books of the Company shall remain closed from Thursday, 22nd September, 2022 to Wednesday, 28th September, 2022 (both inclusive) for the purpose of AGM.
5. Discussed and approved that the Voting Facility through E-Voting (Including Remote e-voting) shall be provided by the CDSL service provider for the AGM. The cut-off date for the members who shall be eligible participate in the e-voting will be 21st September, 2022. The remote e-voting period shall begin from September 25th, 2022 at 9:00 A.M. and shall end on September 27th, 2022 at 5:00 P.M. The Board also appointed Ms. Manisha Kalra, Practicing Company Secretary (M. No. 7320; COP No. 7945) to act as a scrutinizer.
6. Discussed and approved the appointment of Mr. Kunal Sanghi, (Chartered Accountant) as an internal Auditor in place of Mr. Amit Tiwari for the FY 22-23. As per Regulation 30 read with Para A of Part A of Schedule III of SEBI (LODR) Regulations, 2015, detailed Disclosure & Brief Profile is enclosed to this letter as Annexure A & B.
7. Discussed and approved the Appointment of Mr. Sanjeev Kumar Dass as an additional (Independent) Director.

8. Discussed and approved, subject to the approval of the Shareholders, Re-Appointment of C A S & Co as the Statutory Auditors of the Company for the second term i.e. commencing from the conclusion of 15th Annual General Meeting till the conclusion of 20th Annual General Meeting to be held in the year 2027. The details as required to be disclosed in terms of SEBI Listing Regulations read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated 09th September, 2015 are given in "Annexure - C" as enclosed to this letter.
9. Discussed and approved, subject to the approval of the Shareholders, Increment in Managerial Remuneration of Mr. Akshay Kumar Gurnani, (DIN: 06888193), the Managing Director and CEO.
10. Discussed and approved, subject to the approval of the Shareholders, Re-Appointment of Mr. Kanwar Jeet Singh as an Independent Director for the second term.
11. Discussed and approved, subject to the approval of the Shareholders, revision in the term of remuneration of Ms. Jyoti Gurnani, (DIN: 06953899), Non-Executive Non Independent Director.

This is for your information and record.

Thanking You.

FOR VETO SWITCHGEARS AND CABLES LIMITED


Varsha Ranee Choudhary
(Company Secretary cum Compliance Officer)

Encl: As Above

CONTINUAL DISCLOSURE UNDER SUB-PARA 7 OF PARA A OF PART A OF SCHEDULE III
PURSUANT TO THE REGULATION 30 OF THE SEBI (LODR) REGULATION, 2015

Annexure -A

Appointment of Mr. Kunal Sanghi as an Internal Auditor of the Company

Particulars	Details
Reason for change viz. appointment, resignation, removal, death or otherwise	Appointment of Mr. Kunal Sanghi
Date of appointment & term of appointment	01 st September 2022 Term: 2022-23
Brief Profile	Mr. Kunal Sanghi, Chartered Accountants Membership No.: 433425 Address: Villa No. 122, Krishna Kunj, Kalwar Road, Jhotwara, Jaipur- 302012 Email : ID: cakunalsanghi@gmail.com Mr. Kunal Sanghi, Chartered Accountants having vast experience and professional expertise in Auditing, Income Tax, Financial and other related fields. He has done internal audit in finance sector, banking sector and other internal audit assignment of various firms and companies of diversified fields.
Disclosure of relationship with Directors	There is no relationship of the above mentioned Auditor with the existing Directors on the Board of Company.

CONTINUAL DISCLOSURE UNDER SUB-PARA 7 OF PARA A OF PART A OF SCHEDULE III
PURSUANT TO THE REGULATION 30 OF THE SEBI (LODR) REGULATION, 2015

Annexure -B

Resignation of Mr. Amit Tiwari from the post of internal Auditor of the Company

Particulars	Details
Reason for change viz. appointment, resignation, removal, death or otherwise	Resignation by Mr. Amit Tiwari as an Internal Auditor the Company due to pre occupation in other activities.
Date of Resignation & term of resignation	01 st September 2022 Term: Not applicable in case of resignation
Brief Profile	Not applicable in case of resignation
Disclosure of relationship with directors	Not applicable in case of resignation

CONTINUAL DISCLOSURE UNDER SUB-PARA 7 OF PARA A OF PART A OF SCHEDULE III
PURSUANT TO THE REGULATION 30 OF THE SEBI (LODR) REGULATION, 2015

Annexure –C

Re-Appointment of C A S & Co, Chartered Accountants as the Statutory Auditor for the second term

Particulars	Details
Reason for change viz. appointment, resignation, removal, death or otherwise	Re-appointment due to first term completed
Date of appointment & term of appointment	15 th Annual General Meeting Term: 15 th AGM to 20 th AGM
Brief Profile	C A S & Co, Chartered Accountants firm formerly known as M/s K. M. Tulsian & Associates (Firm Registration No. 111075W). Address: A 703, Rajeshri Accord, Telly Cross Lane, Off S. N. Road, Near Andheri Station Andheri East, Mumbai (MH). Email : ID: info@casnco.com It is fully equipped with high end network connectivity, facsimile and other IT peripherals. The Firm offers services related to Audit & Assurance, Direct Taxes & Indirect Taxes, Corporate Laws and Management Advisory Services.
Disclosure of relationship with Directors	There is no relationship of the above mentioned Auditor with the existing directors on the board of Company.