

September 25, 2024

To,
BSE Limited
Listing Department,
P. J. Towers, Dalal Street,
Mumbai - 400 001
(Scrip Code-500365)

Dear Sir/ Madam,

Sub.: Disclosure under Regulations 30 and 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In compliance with the Regulation 30 read with Para A of Part A of Schedule-III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we submit herewith the brief proceedings of the 42nd Annual General Meeting (AGM) of the Company held on Wednesday, September 25, 2024 at 12:00 noon through video conferencing, as **Annexure A**.

Further, pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, we also submit herewith the details of the voting results with respect to the business transacted at the AGM in the prescribed format along with the Consolidated report of the Scrutinizer as **Annexure B** and **Annexure C** respectively. All the resolutions at AGM were passed with the requisite majority.

The aforesaid information will be uploaded on the website of the Company (www.welspunspecialty.com) and on the website of National Securities Depository Limited (www.evoting.nsdl.com)

Kindly take the same on your records.

Thanking you,

Yours faithfully,
For **Welspun Specialty Solutions Limited**

Suhas Pawar
Company Secretary and Compliance Officer
ACS-36560

Encl.: as above

Welspun Specialty Solutions Limited

Welspun House, 5th Floor, Kamala City, Senapati Bapat Marg, Lower Parel (West), Mumbai 400 013, India.

T: +91 22 6613 6000 / 2490 8000 | F: +91 22 2490 8020

E-mail: companysecretary_wssl@welspun.com | Website: www.welspunspecialty.com

Registered Address & Works: Plot No. 1, GIDC Industrial Estate, Valia Road, Dist. Bharuch, Jhagadia, Gujarat - 393110. India

Corporate Identity Number: L27100GJ1980PLC020358

Annexure A

Proceedings of the AGM

The 42nd Annual General Meeting of Welspun Specialty Solutions Limited was held on Wednesday, September 25, 2024 at 12.00 noon (IST) through video conferencing or other audio visual means, in compliance with the various circular issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India from time to time, read with applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The following directors were during the meeting:

1.	Mr. B.K. Goenka	Chairman & Non-Executive Director
2.	Ms. Amita Misra	Independent Director
3.	Mr. Anuj Burakia	CEO & Whole Time Director
4.	Ms. Dipali Sheth	Independent Director
5.	Mr. K.H. Viswanathan	Independent Director, the Chairman of the Audit Committee, the Nomination and Remuneration Committee, the Risk Management Committee and the Stakeholders Relationship Committee.
6.	Mr. Narayana Rao	Independent Director
7.	Mr. Prakashmal Tatia	Non-Executive Director
8.	Mr. Vipul Mathur	Non-Executive Director

Following were also present during the meeting:

1. Mr. Brijveer Singh – Chief Financial Officer
2. Mr. Suhas Pawar – Company Secretary and Compliance Officer
3. Mr. Percy Birdy – Chief Financial Officer of Welspun Corp Limited, holding company
4. Ms. Mansi Damania – Secretarial Auditors for FY 2023-24 and Scrutinizer
5. Mr. Rakesh Agarwal – Representative of the Statutory Auditors firm
6. Mr. Ali Akbar – Partner of the Statutory Auditors firm
7. Mr. Neeraj Sharma – Partner of the Statutory Auditors firm

Members Present: 47

Brief proceedings of the meeting are as under:

1. Mr. B. K. Goenka occupied the chair and welcomed the members, Directors and other participants present in the meeting.
2. The requisite quorum being present, the Chairman called the meeting to order.
3. Statutory registers, certificates and other documents were kept digitally available for inspection by the members.

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4. The Chairman then addressed to the members and briefly explained the performance of the Company and current scenario.
5. The Company Secretary explained the resolutions to the members and voting process and mentioned that pursuant to the provisions of Companies Act, 2013, all Members had been provided the facility to vote by remote e-voting which commenced at 09:00 a.m. on Sunday, September 22, 2024 and ended at 05:00 p.m. on Tuesday, September 24, 2024. He further mentioned that those Members who could not vote by remote e-voting may cast their votes electronically during the meeting.
6. The Resolutions as mentioned in the Notice of AGM were approved by the members with the requisite majority at the AGM as follows:
 - (i) Members by an ordinary resolution have approved and adopted the audited financial statements of the Company for the financial year ended March 31, 2024 together with the Auditors' Report and the Directors' Report thereon.
 - (ii) Members by an ordinary resolution have approved the appointment of Mr. Vipul Mathur (DIN: 07990476), as non-executive director, non-independent director, liable to retire by rotation.
 - (iii) Members by an ordinary resolution have approved the appointment of M/s. B S R & Co LLP, Chartered Accountants as Statutory Auditors to fill up the casual vacancy till the conclusion of 42nd AGM of the Company.
 - (iv) Members by an ordinary resolution have approved the appointment of M/s. B S R & Co LLP, Chartered Accountants as Statutory Auditors for the first term of 5 years.
 - (v) Members by an ordinary resolution have ratified the remuneration to M/s. Kiran J. Mehta & Co, Cost Accountants for carrying out the cost audit of the Company for the financial year 2024-25.
 - (vi) Members by a special resolution have approved reclassification of authorized share capital and consequent alteration of memorandum of association.
7. The queries raised by the speaker shareholders and other shareholders were responded by the CEO & Whole Time Director of the Company.

The Chairman then thanked the Members and other attendees for participating in the AGM and informed that combined results of e-voting and voting during the AGM would be announced and made available on the website of the Company and would also be submitted to the stock exchange as per the requirements under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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The meeting concluded at 12:45 noon, including the time provided for e-voting at the AGM.

Thanking you,

Yours Faithfully,
For **Welspun Specialty Solutions Ltd**

Suhas Pawar
Company Secretary & Compliance Officer
ACS-36560

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Annexure B

Details of the voting results with respect to the business transacted at the AGM in terms of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of Annual General Meeting	Wednesday, September 25, 2024
Total number of shareholders as on cut-off date i.e. September 18, 2024	95,494
No. of shareholders present in the meeting either in person or through proxy	
- Promoter and Promoter Group	Not applicable
- Public	Not applicable
No. of shareholders attended the meeting through video conferencing	
- Promoter and Promoter Group	3
- Public	44

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CONSOLIDATED SCRUTINIZER'S REPORT

(Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended)

To,
The Chairman,
Welspun Specialty Solutions Limited
(Formerly known as RMG Alloy Steel Limited)
Plot No. 1, G I D C Industrial Estate, Valia Road,
Jhagadia, Bharuch, Gujarat - 393110

Dear Madam/ Sirs,

Subject: Consolidated Report of Scrutinizer on remote e-voting and e-voting at the 42nd Annual General Meeting ("AGM") of the Members of Welspun Specialty Solutions Limited (Formerly known as RMG Alloy Steel Limited) (the "Company") held on Wednesday, September 25, 2024, at 12:00 noon (IST) through Video Conference ("VC") deemed to be held at the Registered Office of the Company situated at Plot No.1, GIDC Industrial Estate, Valia Road, Jhagadia, Dist. Bharuch, Gujarat- 393110 (the deemed venue of the AGM).

I, CS Mansi Damania, Founder Partner of **M/s. JMJA & Associates LLP**, Practising Company Secretaries, having office at 102, Accord Commercial Complex, Nr. Goregaon Rly. Station, Goregaon East, Mumbai-400063, was appointed by the Board of Directors of Welspun Specialty Solutions Limited (Formerly known as RMG Alloy Steel Limited) ("the Company") at its meeting held on April 26, 2024 to act as the Scrutinizer in terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 for the purpose of scrutinizing the process of voting through electronic means ("e-voting") in a fair and transparent manner on the resolutions contained in the notice dated August 27, 2024 ("Notice") issued in accordance with General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 10/2022 dated December 28, 2022 and relevant circulars issued subsequently in this regard, the latest being 09/2023 dated September 25, 2023 respectively issued by Ministry of Corporate Affairs ("MCA"), (hereinafter collectively referred to as "MCA Circulars") and SEBI Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023, through VC / Other Audio Visual Means ("OAVM"). The AGM was convened on Wednesday, September 25, 2024 at 12:00 noon (IST) through VC.

The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("the Rules"). As the Scrutinizer, I have to scrutinize:

- process of e-voting remotely, before the AGM, using an electronic voting system on the dates referred to in the Notice ("remote e-voting"); and
- process of e-voting during the AGM through electronic voting system.

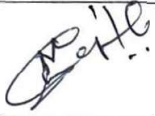

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and e-voting during the AGM on the resolutions contained in the Notice.

My responsibility as the Scrutiniser for the voting process, (remote e-voting as well as e-voting during the AGM), is restricted to prepare a Scrutinizer's Report of the Votes cast "in favour" or "against" and "invalid, abstain or by interested parties" for all the Resolutions, based on the Report/s generated from the e-voting system or platform provided by National Securities Depository Limited (NSDL), the authorised agency engaged by the Company for facilitating voting through electronic means.

We do hereby submit our report as under:

1. The Company had, on September 03, 2024 completed the dispatch of the notice to all those Members of the Company whose email addresses are registered with the Company/ Depository Participant(s) / Registrar and Share Transfer Agent, as the case may be in compliance with the MCA Circulars and the SEBI Circulars.
2. The Equity Shareholders of the Company as on the "cut-off" date, as set out in the Notice, i.e., September 18, 2024 were entitled to vote on the resolutions (item nos. 1 to 7 as set out in the Notice) and their voting rights were in proportion to their shareholding in the paid-up equity share capital of the Company as on the cut- off date, subject to the provisions of Articles of Association of the Company.
3. The Company also published an advertisement in Financial Express (English newspaper) and Financial Express (Gujarati newspaper) on September 04, 2024 informing about the dispatch of the Notice of AGM through email only for seeking consent of the members of the Company for the businesses mentioned in the Notice of AGM.
4. The Company had availed the e-voting facility offered by service provider NSDL for conducting the remote e-voting and voting through electronic voting system during the AGM by the members of the Company.
5. The remote e-voting period commenced on Sunday, September 22, 2024 from 09:00 a.m. (IST) and ended on Tuesday, September 24, 2024 at 05:00 p.m. (IST). The remote e-voting was disabled thereafter.
6. The facility of voting through electronic voting system was also made available during the AGM for the members participating in the meeting and who did not cast their vote through remote e-voting.

8. After the closure of the e-voting at the AGM, the report on the e-voting done at the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked by using the Scrutinizer's login on e-voting platform of NSDL in the presence of two witnesses Ms. Mehjabeen Shaikh and Mr. Ronit Mestry , who are not in the employment of the Company, as prescribed in Sub-rule 4(xii) of the Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended. They have signed below in confirmation of the votes being unblocked in their presence.

	
Ms. Mehjabeen Shaikh	Mr. Ronit Mestry

9. The remote e-voting results and the results of the electronic voting done at the AGM were then reconciled with the records maintained by the Company, the Company's RTA and the authorisations lodged with us and were scrutinized by us thereafter in a fair and transparent manner.
10. The consolidated results of remote e-voting and e-voting during the AGM are enclosed herewith as an Annexure – I.

Thanking you.

For JMJA & Associates LLP, Practising
Company Secretaries Peer Review
Certificate No. 980/2020

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by MANSI
DAMANI DAMANIA
A Date: 2024.09.25
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CS Mansi Damania
Founder Partner
FCS: 7447 | COP: 8120
UDIN: F007447F001310311

Date: September 25, 2024
Place: Mumbai

ANNEXURE – I

Item No.	Item of AGM Notice	Voting type	Votes in favour			Votes against			Invalid votes		
			No. of Members Voted	No. of votes	% of valid votes cast	No. of Members Voted	No. of votes	% of votes cast	No. of Members Voted	No. of votes	% of votes cast
1.	Adoption of the audited financial statements for the financial year ended March 31, 2024 together with the reports of the Board of Directors and the Auditors thereon (Ordinary Resolution)	E-Voting	142	41,87,90,680	99.9745	6	1,06,819	0.0255	0	0	0
		Poll	0	0	0	0	0	0	0	0	0
		Total	142	41,87,90,680	99.9745	6	1,06,819	0.0255	0	0	0
2.	Appointment of Mr. Vipul Mathur (DIN: 07990476) as Director, liable to retire by rotation (Ordinary Resolution)	E-Voting	140	41,87,90,541	99.9745	6	1,06,848	0.0255	0	0	0
		Poll	0	0	0	0	0	0	0	0	0
		Total	140	41,87,90,541	99.9745	6	1,06,848	0.0255	0	0	0
3.	Appointment of M/s. BSR & Co. LLP, Chartered Accountants as Statutory Auditors to fill up the casual vacancy (Ordinary Resolution)	E-Voting	141	41,87,90,641	99.9745	6	1,06,848	0.0255	0	0	0
		Poll	0	0	0	0	0	0	0	0	0
		Total	141	41,87,90,641	99.9745	6	1,06,848	0.0255	0	0	0
4.	Appointment of M/s. BSR & Co. LLP, Chartered Accountants as Statutory Auditors for the First Term of 5 Years. (Ordinary Resolution)	E-Voting	141	41,87,90,641	99.9745	6	1,06,848	0.0255	0	0	0
		Poll	0	0	0	0	0	0	0	0	0
		Total	141	41,87,90,641	99.9745	6	1,06,848	0.0255	0	0	0
5.	Continuation of Directorship of Mr. B. K. Goenka (DIN: 00270175), Non-Executive & Non Independent Director, on the Board of the Company (Ordinary Resolution)	E-Voting	141	41,87,90,641	99.9745	6	1,06,848	0.0255	0	0	0
		Poll	0	0	0	0	0	0	0	0	0
		Total	141	41,87,90,641	99.9745	6	1,06,848	0.0255	0	0	0

Item No.	Item of AGM Notice	Voting type	Votes in favour			Votes against			Invalid votes		
			No. of Members Voted	No. of votes	% of valid votes cast	No. of Members Voted	No. of votes	% of votes cast	No. of Members Voted	No. of votes	% of votes cast
6.	Ratification of Payment of Remuneration to the Cost Auditors (Ordinary Resolution)	E-Voting	141	41,87,90,641	99.9745	6	1,06,848	0.0255	0	0	0
		Poll	0	0	0	0	0	0	0	0	0
		Total	141	41,87,90,641	99.9745	6	1,06,848	0.0255	0	0	0
7.	Reclassification of Authorised Share Capital and consequent alteration of Memorandum of Association (Special Resolution)	E-Voting	141	41,87,90,641	99.9745	6	1,06,848	0.0255	0	0	0
		Poll	0	0	0	0	0	0	0	0	0
		Total	141	41,87,90,641	99.9745	6	1,06,848	0.0255	0	0	0

Based on the aforesaid results, we report that the **Ordinary Resolutions** as contained in **Item No. 1,2,3,4,5,6** and the **Special Resolution** as contained in **Item No. 7** of the notice of the AGM dated August 27, 2024 have been **passed with requisite majority**.

Thanking you.

For JMJA & Associates LLP,
Practising Company Secretaries
Peer Review Certificate No. 980/2020

MANSI DAMANIA
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Date: 2024.09.25
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CS Mansi Damania
Founder Partner
FCS: 7447 | COP: 8120
UDIN: F007447F001315479

Date: September 25, 2024
Place: Mumbai