



Vardhman

Delivering Excellence. Since 1965.

VARDHMAN SPECIAL STEELS LIMITED

CHANDIGARH ROAD
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Ref. VSSL:SCY:SEP:2021-22

Dated: 18-Sep-2021

BSE Limited, New Trading Ring, Rotunda Building, P.J. Towers, Dalal Street, MUMBAI-400001. Scrip Code: 534392	The National Stock Exchange of India Ltd, Exchange Plaza, Bandra-Kurla Complex, Bandra (East), MUMBAI-400 051 Scrip Code: VSSL
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SUB: 11TH ANNUAL GENERAL MEETING – SCRUTINIZER REPORT

In respect of the 11th Annual General Meeting of the Company held on 17th September, 2021, please find enclosed herewith Report of Scrutinizer dated 17th September, 2021 pursuant to Section 108 and 109 of the Companies Act, 2013 and Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014.

Kindly note that the meeting commenced at 10:30 a.m. and concluded at 10:55 a.m.

You are requested to take the same on record.

Thanking you,
Yours faithfully,

For VARDHMAN SPECIAL STEELS LIMITED



(SONAM TANEJA)
Company Secretary

YARNS | FABRICS | THREADS | GARMENTS | FIBRES | STEELS

HARSH GOYAL & ASSOCIATES

COMPANY SECRETARIES AND INSOLVENCY PROFESSIONALS

1ST & 4TH FLOOR, NOBLE ENCLAVE, BHAIWALA CHOWK, FEROZPUR ROAD, LUDHIANA-141 001.
PH: 0161-5018501, 4634630 M: +91 98140 09461 Email: harshgoyalcs@gmail.com

17thSeptember, 2021

The Chairman of
11th Annual General Meeting of
Vardhman Special Steels Limited
CIN: L27100PB2010PLC033930
Regd. Off: Vardhman Premises
Chandigarh Road, Ludhiana
Punjab 141010.

Subject: Consolidated Scrutinizer's Report for Remote E-voting and Electronic Voting at the 11th Annual General meeting (AGM) of the Company held on Friday, 17th September, 2021

The Board of Directors of the Company at its meeting held on 13.05.2021 had appointed me as Scrutinizer for remote e-voting and also for electronic voting at the AGM in respect of below mentioned six resolutions proposed at the 11th AGM of the company held on Friday, 17th September, 2021 at 10.30 a.m.(IST) through video conferencing/ other audio visual means.

Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company has confirmed that the notice convening the 11th AGM of the company along with the instructions for the remote e-voting and electronic voting at the AGM and the annual report for the financial year 2020-21 were sent through electronic mode to those members whose e-mail addresses were registered with the company/Depository Participant(s) for communication purposes in compliance with applicable MCA Circulars dated 13th January, 2021, 5th May, 2020, 13th April, 2020 and 8th April, 2020 (collectively referred to as 'MCA Circulars') and SEBI circulars dated 15th January, 2021 and 12th May, 2020 (collectively referred to as 'SEBI Circulars')

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The Company has published a notice in this regard in Business Standard (newspaper in English) and Desh Sewak (newspaper in Punjabi) on 24.08.2021

Pursuant to Section 108 of the Act read with the Rules and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company has provided remote e-voting facility and also electronic voting facility at the AGM to its members in respect of business to be transacted at AGM.

The Company had appointed Central Depository Services Limited (CDSL) as the service provider, for the facility of Remote e-voting as well as electronic voting facility at the AGM to those members of the company who had not cast their vote through remote e-voting.

Cut-off date:	10 th September, 2021
Remote e-voting commencement date:	14 th September, 2021 at 09.00 am
Remote e-voting end date:	16 th September, 2021 at 05.00 pm

On completion of electronic voting at the AGM, the results of the remote e-voting and electronic voting by members at the AGM, on the CDSL e-voting platform were unblocked by me, downloaded and diligently scrutinized.

The management of the Company is responsible to ensure compliance with the requirements of the Act, Rules, Circulars issued by MCA & SEBI relating to remote E-voting and electronic voting at the AGM on the resolutions contained in the notice of the AGM. My responsibility as scrutinizer for the remote e-voting and electronic voting at the AGM is to report on the votes cast in favour or against the resolutions based on the available data.

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The results of the remote e-voting and electronic voting are as under:

Item No. 1

Ordinary Business- Ordinary Resolution

Adoption of Audited Financial Statements of the Company together with the reports of Board of Directors and Auditorsthereon for the financial year ended 31st March, 2021.

No. of Members who cast their vote	No. of shares voted	% of Total paid-up share capital
136	29775187	73.51

	Remote e-voting		Electronic Voting at the AGM		Total	
	No. of Members	No. of Shares	No. of Members	No. of Shares	No. of Shares	%age
Assent	133	29775135	1	10	29775145	100
Dissent	2	42	0	0	42	0*
Total	135	29775177	1	10	29775187	100

**Negligible so not taken into account*

Item No. 2

Ordinary Business- Ordinary Resolution

Declaration of Dividend

No. of Members who cast their vote	No. of shares voted	% of Total paid-up share capital
136	29775187	73.51

	Remote e-voting		Electronic Voting at the AGM		Total	
	No. of Members	No. of Shares	No. of Members	No. of Shares	No. of Shares	%age
Assent	134	29775150	1	10	29775160	100
Dissent	1	27	0	0	27	0*
Total	135	29775177	1	10	29775187	100

**Negligible so not taken into account*

Contd....4



Item No. 3

Ordinary Business- Ordinary Resolution

Re-appointment of Mrs. Suchita Jainas a Director liable to retire by rotation.

No. of Members who cast their vote	No. of shares voted	% of Total share capital
136	29775187	73.51

	Remote e-voting		Electronic Voting at the AGM		Total	
	No. of Members	No. of Shares	No. of Members	No. of Shares	No. of Shares	%age
Assent	129	29706668	1	10	29706678	99.77
Dissent	6	68509	0	0	68509	0.23
Total	135	29775177	1	10	29775187	100

Item No. 4

Special Business- Special Resolution

Ratification of the amendments made in Vardhman Special Steels Limited Employee Stock Option Plan 2020.

No. of Members who cast their vote	No. of shares voted	% of Total share capital
136	29775187	73.51

	Remote e-voting		Electronic Voting at the AGM		Total	
	No. of Members	No. of Shares	No. of Members	No. of Shares	No. of Shares	%age
Assent	132	29775120	1	10	29775130	100
Dissent	3	57	0	0	57	0*
Total	135	29775177	1	10	29775187	100

**Negligible so not taken into account*

Contd...5



Item No. 5

Special Business- Special Resolution

Re-appointment of Mr. Sanjoy Bhattacharyya as an Independent Director of the Company.

No. of Members who cast their vote	No. of shares voted	% of Total share capital
136	29775187	73.51

	Remote e-voting		Electronic Voting at the AGM		Total	
	No. of Members	No. of Shares	No. of Members	No. of Shares	No. of Shares	%age
Assent	129	29766084	1	10	29766094	99.97
Dissent	6	9093	0	0	9093	0.03
Total	135	29775177	1	10	29775187	100

Item No. 6

Special Business –Ordinary Resolution

Ratification of remuneration payable to Cost Auditors for the financial year ending 31st March, 2022

No. of Members who cast their vote	No. of shares voted	% of Total share capital
136	29775187	73.51

	Remote e-voting		Electronic Voting at the AGM		Total	
	No. of Members	No. of Shares	No. of Members	No. of Shares	No. of Shares	%age
Assent	131	29775113	1	10	29775123	100
Dissent	4	64	0	0	64	0*
Total	135	29775177	1	10	29775187	100

*Negligible so not taken into account

Contd...6



All the above Resolutions have been passed by the members with requisite majority.

I, hereby confirm that I am maintaining the Registers received from the Service Provider electronically, in respect of the votes cast through e-voting and electronic voting at the AGM. I shall be arranging to hand over these records to you or such other person authorised by you.

For Harsh Goyal & Associates
Company Secretaries



(Harsh Kumar Goyal)

Prop.

FCS: 3314

CP:2802

UDIN:F003314C000959478