



Vaswani Industries Limited

POWER • SPONGE IRON • STEEL

• CIN - L28939CT2003PLC015964 • GSTN 22AABCV9564E1ZB

Ref: VIL/BSE & NSE/2023/SEPTEMBER/35

Date: 30.09.2023

To,
The Manager (Listing)
BSE Limited
The Secretary, Listing Department
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai(M.H.) - 400001
BSE Script Code:533576

The Manager (Listing)
National Stock Exchange of India Ltd.
The Manager, Listing Department
Exchange Plaza, 5th Floor,
Plot No.C/1, G Block,
Bandra-Kurla Complex,
Bandra (E), Mumbai-400051.
NSE Symbol: VASWANI

SUB: Submission of combined scrutinizers Report -Annual General Meeting

Dear Sir/ Madam,

In continuation of our letter no. VIL/BSE & NSE/2023/SEPTEMBER/33 dated 29th September, 2023, wherein we have intimated to you outcome of Annual General Meeting (AGM). We are enclosing herewith the Combined Scrutinizers Report dt. 29th September, 2023 relating to remote e-voting & e-voting during the AGM.

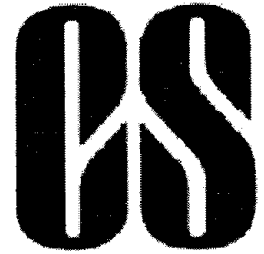
The item no. 1 to item no. 10 as stated in the notice of AGM dated 06th September, 2023 have been carried and passed by requisite majority.

Thanking You,
Yours Faithfully,
For, **Vaswani Industries Limited**

Sakshi Agrawal
(Company Secretary & Compliance Officer)
M No. 70486

Encl: as above

KANUNGO AGRAWAL & CO.



A firm of Company Secretaries

Praveen Kanungo

B.Sc, ACS

Neetu Agrawal

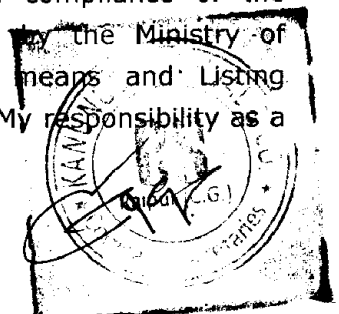
B.Com, ACS

To,
The Chairperson
Vaswani Industries Limited
Bahesar Road, Near Cycle Park,
Vill - Sondra Phase-II, Industrial Area, Siltara
Raipur (C.G.) 493221

Sub: Consolidated Scrutinizer's Report on remote e-voting and electronic voting carried out, pursuant to the provisions of Section 108 of Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 for the 20th Annual General Meeting (the "AGM") of the Equity shareholders of Vaswani Industries Limited (the "Company") held on Friday, the 29th day of September, 2023 at 3.01 P.M. through Video Conferencing ('VC')/ Other Audio Visual Means ('OAVM')

Dear Sir

1. I, Praveen Kumar Kanungo, Partner of M/s Kanungo Agrawal & Company, Practicing Company Secretaries, (Membership No ACS 23614/ C.P. No 8461) have been appointed as the Scrutinizer by the Board of Directors of the Company in terms of the appointment letter dated August, 31, 2023 for the purpose of scrutinizing the remote e-voting and voting through electronic system during the AGM as per the provisions of Section 108 of Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ('MGT Rules') read with amendments thereto and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') on the businesses contained in Notice of the 20th AGM of the Company.
2. In terms of Regulation 44 of the Listing Regulations and pursuant to section 108 of the Act read with Rule 20 of MGT Rules in connection with all resolutions proposed at the 20th AGM, the Company availed services of Linkintime India Private Limited (Instavote) and provided remote e-voting facility and facility of electronic voting at the time of AGM to the equity shareholders of the Company who could not vote earlier through remote e-voting facility provided by the Company.
3. The management of the Company is responsible to ensure the compliance of the requirements of the Act, rules, circulars and notifications issued by the Ministry of Corporate Affairs ('MCA') relating to voting through electronic means and Listing Regulations on the businesses set out in the Notice of the 20th AGM. My responsibility as a



Scrutinizer is restricted in making a consolidated Scrutinizer's Report of the votes cast "IN FAVOUR" or "AGAINST" the business set out in the Notice of AGM, based on the reports generated from the e-voting system of Link Intime India Private Limited (LIPL-Instavote), the authorized agency engaged by the Company.

4. The remote e-voting period to facilitate e-voting by equity shareholders of the Company as at the "cut-off date" of Friday, September 22, 2023 commenced on Monday, September 25, 2023 at 9:00 am and ended on Thursday, September 28, 2023 at 5.00 p.m. and the LIPL-Instavote e-voting platform was blocked thereafter.
5. The Company had also provided e-voting facility to the shareholders present at the AGM through VC / OAVM and who had not cast their vote earlier. The shareholders of the Company holding shares as on the "cut-off" date of Friday, September, 2023 were entitled to vote on the resolutions as contained in the Notice of the AGM. The LIPL-Instameet platform was opened during the AGM and kept open for 15 minutes after the AGM.
6. Pursuant to Rule 20 (4)(xii) of the MGT Rules, I unblocked the voting on LIPL-Instavote & Instameet on September, 29, 2023 in the presence of two witnesses, viz., Ms. Neetu Agrawal and Ms. Anchal Agrawal, being Partner and Compliance Assistant respectively of Kanungo Agrawal & Co, Practising Company Secretaries. These witnesses are not in the employment of the Company. I have scrutinized and reviewed the remote e-voting prior and during the AGM and votes cast therein based on the data downloaded from the LIPL-e-voting system.
7. For those Members whose email IDs were not available, a Public Notice with regard to the Company's AGM Notice was published on September 9, 2023 in Free Press Journal in English language, and Deshbandhu in Hindi language, providing requisite information and contact details of the RTA for registering email IDs and queries on e-voting
8. Based on the data downloaded from LIPL-Instavote & Instameet, the total votes cast in "favor" or "against" for all the resolutions proposed in the Notice of the 20th AGM are as Under:

Resolution 1: Ordinary Resolution

To consider and adopt the audited standalone Financial Statements of the Company for the Financial Year ended on 31st March, 2023 and the Reports of Board of Directors and Auditors thereon.

a) Vote in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
44	17979336	99.9999



b) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1	20	0.0001

c) Invalid votes:

Number of members voted	Number of valid votes cast by them
Nil	Nil

Resolutions are put to a vote through remote electronic voting and electronic voting during the AGM

Resolution 2: Ordinary Resolution

To appoint a director in place of Mr. Babu Lal Baghwar (DIN: 08430962), who retires by rotation and being eligible for re-appointment, offers himself for reappointment.

a) Vote in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
44	17979336	99.9999

b) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1	20	0.0001

c) Invalid votes:

Number of members voted	Number of valid votes cast by them
Nil	Nil

Resolutions are put to a vote through remote electronic voting and electronic voting during the AGM



Resolution 3: Ordinary Resolution**Re-appointment of Statutory Auditors M/s Amitabh Agrawal & Co. for second consecutive term of 5 years.**

a) Vote in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
44	17979336	99.9999

b) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1	20	0.0001

c) Invalid votes:

Number of members voted	Number of valid votes cast by them
Nil	Nil

Resolutions are put to a vote through remote electronic voting and electronic voting during the AGM

Resolution 4: Special Resolution**Appointment of Mr. Chittranjan Parida (DIN: 10049650) as Non-Executive Independent director.**

a) Vote in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
44	17979336	99.9999

b) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1	20	0.0001



c) Invalid votes:

Number of members voted	Number of valid votes cast by them
Nil	Nil

Resolutions are put to a vote through remote electronic voting and electronic voting during the AGM

Resolution 5: Ordinary Resolution

To ratify remuneration to be paid to M/s Sanat Joshi & Associates, Cost Accountants as Cost Auditors of the Company for the financial year ending 2022-23.

a) Vote in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
44	17979336	99.9999

b) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1	20	0.0001

c) Invalid votes:

Number of members voted	Number of valid votes cast by them
Nil	Nil

Resolutions are put to a vote through remote electronic voting and electronic voting during the AGM

Resolution 6: Special Resolution

Appointment of Ms. Supriya Goyal as woman director in the category of non - executive independent director.

Vote in favour of the resolution:



a)

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
44	17979336	99.9999

b) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1	20	0.0001

c) Invalid votes:

Number of members voted	Number of valid votes cast by them
Nil	Nil

Resolutions are put to a vote through remote electronic voting and electronic voting during the AGM

Resolution 7: Ordinary Resolution

To approve material related Party Transaction(s) between the Company and C.G. Ispat Private Limited.

a) Vote in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
41	540336	99.9963

b) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1	20	0.0037

c) Invalid votes:

Number of members	Number of valid votes
-------------------	-----------------------



voted	cast by them
3 [§]	8946840

Resolutions are put to a vote through remote electronic voting and electronic voting during the AGM

§ The promoter group cast their votes, but since they were interested members they are not entitled to vote, as a result their votes were invalidated.

Resolution 8: Ordinary Resolution

To approve material Related Party Transaction(s) between the Company and Kwaliti Foundry Industries.

a) Vote in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
41	540336	99.9963

b) Voted against the resolution:

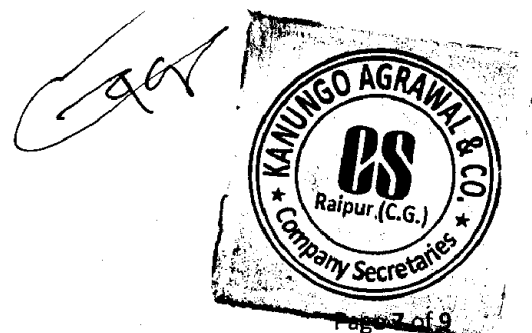
Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1	20	0.0037

c) Invalid votes:

Number of members voted	Number of valid votes cast by them
3 [§]	8946840

#Resolutions are put to a vote through remote electronic voting and electronic voting during the AGM

§ The promoter group cast their votes, but since they were interested members they are not entitled to vote, as a result their votes were invalidated.



Resolution 9: Special Resolution**To approve borrowing limits U/s 180(1)(c) of the Companies Act, 2013.**

a) Vote in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
44	17979336	99.9999

b) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1	20	0.0001

c) Invalid votes:

Number of members voted	Number of valid votes cast by them
Nil	Nil

#Resolutions are put to a vote through remote electronic voting and electronic voting during the AGM

Resolution 10: Special Resolution**Creation of Charges on the movable and immovable properties of the Company, both present and future, in respect of borrowings.**

a) Vote in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
44	17979336	99.9999

b) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1	20	0.0001



--	--	--

c) Invalid votes:

Number of members voted	Number of valid votes cast by them
Nil	Nil

#Resolutions are put to a vote through remote electronic voting and electronic voting during the AGM

9. In view of the above scrutiny, I hereby certify all the above Resolutions have been passed with requisite majority on September 29, 2023.
10. The electronic data and all other relevant records relating to remote e-voting and e-voting at the AGM are under my safe custody and will be handed over to the Company Secretary of the Company for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.


Place: Raipur
Date: 30.09.2023



For, Kanungo Agrawal & Co.
Company Secretaries


Praveen Ku. Kanungo
Partner
M. No. 23614
C. P. No. 8461
PRCN: 1401/2021
UDIN: A023614E001137727

Countersigned



Sakshi Agrawal
Company Secretary & Compliance Officer
M. No. 70486
Vaswani Industries Limited