

Date: 01/06/2017

To,

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

The 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: Proceedings/Outcome of the Extra-ordinary General Meeting ('EGM')


We are pleased to submit the following with respect to the Extra-ordinary General Meeting ("EGM") of the company held on Wednesday, May 31st, 2017 Hotel Radisson Blu, Plot No. 5-6, Airport Plaza, Tonk Road, Durgapura, Jaipur, Raj.-302018 at 12:00 P.M.

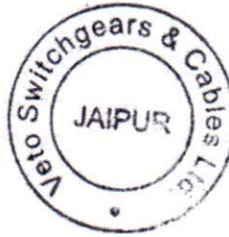
Summary of the Proceedings of the EGM as required under Regulation 44(3) of SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015 (Annexure-I) .

This is for your information and record.

Thanking You.

For Veto Switchgears and Cables Limited


Mr. Akshay Kumar Gurnani
Managing Director cum CEO
(DIN: 06888193)



Corporate Office :

230, Sindhi Colony, Raja Park, Jaipur-302 004 (Rajasthan) Tel : 0141-4100410-44 Fax : 4100415-25
Email : info@vetoswitchgears.com,vetoswitchgears@yahoo.co.in, Website : www.vetoswitchgears.com
Factory : Plot No. 65-67 & 74-77, Sector -5, IIE, SIDCUL, Ranipur, Haridwar-249403

Annexure-I

Summary Proceedings of the Extra-ordinary General Meeting Of The Company

The Extra-ordinary General Meeting ("EGM") of the Members of the Company was held on Wednesday, May 31st, 2017 Hotel Radisson Blu, Plot No. 5-6, Airport Plaza, Tonk Road, Durgapura, Jaipur, Raj.-302018 at 12:00 P.M. and concluded on 2:30 P.M.

Total 31 members attended the Meeting. Three of our Directors of the Company were present at the Meeting, including the Chairman of Audit Committee, Nomination, Remuneration & Compensation Committee and Stakeholder's Relationship Committee were present at the Meeting. The representatives of Statutory Auditors and Secretarial Auditor were also present at the Meeting.

Mr. Akshay Kumar Gurnani Chairman of Board of Directors took the chair and welcomed the members to the Extra-ordinary General Meeting. Mr. Govind Ram Thawani, Director of the Company, chaired the proceedings in respect of the items of business where Mr. Akshay Kumar Gurnani was deemed to be interested. The requisite quorum being present, the Chairman called the meeting to order.

The Chairman gave an overview of the financial performance of the Company for the financial year ended on March 31, 2017 and given Chairman's speech together with discussing future outlook of the Company. With the permission of the Members, the Notice of the EGM was taken as read.

He further informed the members that the Company extended remote e-voting facility to the Members of the Company in respect of business to be transacted at the Extra-ordinary General Meeting. The remote e-voting commenced on May 28th, 2017 at 9:00 A.M. and ended on May 30th, 2017 at 5:00 P.M. Ms. Manisha Kalra, Company Secretary in practice, Jaipur was appointed as Scrutinizer by the Board for scrutinizing the remote voting process.

The Chairman informed the Members who were present at the EGM and had not cast their votes electronically were provided an opportunity to cast their votes through poll arranged on all the three (3) resolutions to be passed at the Meeting. All the resolutions were proposed and seconded. The Chairman appointed Ms. Manisha Kalra, Practicing Company Secretary as the Scrutinizer for the polling and requested her for an orderly conduct of the voting. Thereafter, the Chairman announced for poll to be taken at the meeting through Polling Paper. It was further informed that there would be no voting by show of hands.

The following items of business as per the Notice of EGM dated 6th May 2017 were transacted at the meeting:

Special Business

Kind of Resolution

- | | | |
|----|---|---------|
| 1. | Adoption of new set of Articles of Association pursuant to the Companies Act, 2013 primarily based on the Form of Table F under the Act, be and is hereby approved and adopted as new set of Articles of Association in the place of existing Articles of Association of the Company. | Special |
|----|---|---------|


- | | | |
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| 2. | To Increase the Authorised Share Capital from Rs. 20,00,00,000/- (Rupees Twenty Crores Only) divided into 2,00,00,000 (Two Crore) Equity shares of Rs. 10/- each to Rs. 25,00,00,000/- (Rupees Twenty Five Crores Only) divided into 2,50,00,000 (Two Crore Fifty Lakh) Equity shares of Rs. 10/- each by creation of additional 50,00,000 (Fifty Lacs) Equity shares of Rs. 10/- each ranking pari - passu with existing Equity Shares of the Company. | Ordinary |
| 3. | To create, offer, issue and allot, by way of a preferential issue, from time to time and in one or more tranches, an aggregate of 45,00,000 (Forty Five Lacs) warrants convertible into equivalent number of equity shares of a face value of Rs. 10/- each of the Company ("Warrants"), at any time within a period of 18 months from the date of allotment of Warrants, at an exercise price of Rs. 170 (including a premium of Rs. 160) per equity share ("Exercise Price") to the Promoter Group entities of the Company | Special |

The Chairman invited the members to express the views and make their observations on the financial statements, performance of the company and related matters. Clarifications were provided to the queries raised by the members.

The Chairman announced that the combined result of e-voting and polling will be placed on the website of the Company and also will be notified to the Stock Exchange.

Thereafter there being no other business, the Meeting terminated with a vote of thanks to the Chair.

For Veto Switchgears and Cables Limited


Mr. Akshay Kumar Gurnani
Managing Director cum CEO
(DIN: 06888193)

