



Vardhman

Delivering Excellence. Since 1965.

VARDHMAN SPECIAL STEELS LIMITED

CHANDIGARH ROAD
LUDHIANA-141010, PUNJAB
T: +91-161-2228943-48
F: +91-161-2601048, 2222616, 2601040
E: secretarial.lud@vardhman.com

Ref. VSSL:SCY:SEP:2019-2020

Dated: 21.09.2019

<p>The Deputy General Manager, Corporate Relationship Deptt, Bombay Stock Exchange Limited, 1st Floor, New Trading Ring, Rotunda Building, P.J Towers, Dalal Street, Fort, MUMBAI -400001.</p> <p>Scrip Code: 534392</p>	<p>The National Stock Exchange of India Ltd, "Exchange Plaza", Bandra-Kurla Complex, Bandra (East), MUMBAI.</p> <p>Scrip Code: VSSL</p>
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SUB: 9TH ANNUAL GENERAL MEETING AND VOTING RESULTS

In respect of the 9th Annual General Meeting of the Company held on 20th September, 2019 at Registered Office, Chandigarh Road, Ludhiana- 141010, please find enclosed herewith Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Kindly note that the meeting commenced at 10:00 a.m. and concluded at 11:00 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**

PAN NO.: AADCV4812B CIN: L27100PB2010PLC033930
WWW.VARDHMANSTEEL.COM

Details of Voting Results

{Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015}

Date of AGM:	20 th September, 2019
Total Number of Shareholders on record date. (Book Closure date - 09.09.2019 to 20.09.2019)	18,509
No. of Shareholders present in the meeting either in person or through proxy: a) Promoter and Promoter group: b) Public:	 19 32
No. of Shareholders attended the meeting through video conferencing: a) Promoter and Promoter group: b) Public:	 Nil Nil
Mode of Voting	E-voting and Poll

AGENDA WISE DISCLOSURE:

The Agenda wise disclosure of the voting results of the businesses transacted at the 9th Annual General Meeting of the members of the Company held on Friday, 20th September, 2019 is enclosed.

Further, a copy of result declared for the 9th Annual General Meeting along with Scrutinizer's Report is also being placed on the website of the Company at www.vardhman.com/ www.vardhmansteel.com and on the website of Central Depository Services (India) Limited (CDSL) at www.evotingindia.com.



Item No. 1

To adopt financial statements.

Resolution Required: (Ordinary/Special)					Ordinary Resolution			
Whether promoter/promoter group are Interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of Shares held	No. of Votes Polled	% of Votes Polled on outstanding shares	No. of votes- In favor	No. of votes-against	% of Votes in favor on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2,38,21,481	-	-	-	-	-	-
	Poll		2,38,21,481	100	2,38,21,481	0	100	0
	Postal Ballot (If Applicable)		-	-	-	-	-	-
	Total		2,38,21,481	2,38,21,481	100	2,38,21,481	0	100
Public-Institutions	E-Voting	36,45,774	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (If Applicable)		-	-	-	-	-	-
	Total		36,45,774	0	0	0	0	0
Public-Non Institutions	E-Voting	82,97,618	1,972	0.02	1,845	127	93.56	6.44
	Poll		57,307	0.69	57,307	0	100	0
	Postal Ballot (If Applicable)		-	-	-	-	-	-
	Total		82,97,618	59,279	0.71	59,152	127	99.79
Total		3,57,64,873	2,38,80,760	66.77	2,38,80,633	127	99.99	0.01



Item No. 2

To re-appoint Mr. Rajinder Kumar Jain as a director liable to retire by rotation.

Resolution Required: (Ordinary/Special)					Ordinary Resolution			
Whether promoter/promoter group are Interested in the agenda/resolution?					Yes Except Mr. Sachit Jain and Mrs. Suchita Jain, none of the promoters is interested in this item.			
Category	Mode of Voting	No. of Shares held	No. of Votes Polled	% of Votes Polled on outstanding shares	No. of votes- In favor	No. of votes- against	% of Votes in favor on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2,38,21,481	-	-	-	-	-	-
	Poll		2,38,21,481	100	2,38,21,481	0	100	0
	Postal Ballot (If Applicable)		-	-	-	-	-	-
	Total		2,38,21,481	2,38,21,481	100	2,38,21,481	0	100
Public-Institutions	E-Voting	36,45,774	17,86,000	48.99	17,86,000	0	100	0
	Poll		-	-	-	-	-	-
	Postal Ballot (If Applicable)		-	-	-	-	-	-
	Total		36,45,774	17,86,000	48.99	17,86,000	0	100
Public-Non Institutions	E-Voting	82,97,618	1,972	0.02	591	1,381	29.97	70.03
	Poll		57,307	0.69	57,307	0	100	0
	Postal Ballot (If Applicable)		-	-	-	-	-	-
	Total		82,97,618	59,279	0.71	57,898	1,381	97.67
Total		3,57,64,873	2,56,66,760	71.77	2,56,65,379	1,381	99.99	0.01



Item No. 3

To appoint Mrs. Shubhra Bhattacharya as an Independent Director of the Company.

Resolution Required: (Ordinary/Special)					Ordinary Resolution			
Whether promoter/promoter group are Interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of Shares held	No. of Votes Polled	% of Votes Polled on outstanding shares	No. of votes- In favor	No. of votes- against	% of Votes in favor on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2,38,21,481	-	-	-	-	-	-
	Poll		2,38,21,481	100	2,38,21,481	0	100	0
	Postal Ballot (If Applicable)		-	-	-	-	-	-
	Total		2,38,21,481	2,38,21,481	100	2,38,21,481	0	100
Public-Institutions	E-Voting	36,45,774	17,86,000	48.99	17,86,000	0	100	0
	Poll		-	-	-	-	-	-
	Postal Ballot (If Applicable)		-	-	-	-	-	-
	Total		36,45,774	17,86,000	48.99	17,86,000	0	100
Public-Non Institutions	E-Voting	82,97,618	1,972	0.02	591	1,381	29.97	70.03
	Poll		57,307	0.69	57,307	0	100	0
	Postal Ballot (If Applicable)		-	-	-	-	-	-
	Total		82,97,618	59,279	0.71	57,898	1,381	97.67
Total		3,57,64,873	2,56,66,760	71.77	2,56,65,379	1,381	99.99	0.01



Item No. 4

To appoint Mr. Raghav Chandra as an Independent Director of Company.

Resolution Required: (Ordinary/Special)					Ordinary Resolution			
Whether promoter/promoter group are Interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of Shares held	No. of Votes Polled	% of Votes Polled on outstanding shares	No. of votes- In favor	No. of votes- against	% of Votes in favor on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2,38,21,481	-	-	-	-	-	-
	Poll		2,38,21,481	100	2,38,21,481	0	100	0
	Postal Ballot (If Applicable)		-	-	-	-	-	-
	Total		2,38,21,481	2,38,21,481	100	2,38,21,481	0	100
Public-Institutions	E-Voting	36,45,774	17,86,000	48.99	17,86,000	0	100	0
	Poll		-	-	-	-	-	-
	Postal Ballot (If Applicable)		-	-	-	-	-	-
	Total		36,45,774	17,86,000	48.99	17,86,000	0	100
Public-Non Institutions	E-Voting	82,97,618	1,972	0.02	591	1,381	29.97	70.03
	Poll		57,307	0.69	57,307	0	100	0
	Postal Ballot (If Applicable)		-	-	-	-	-	-
	Total		82,97,618	59,279	0.71	57,898	1,381	97.67
Total		3,57,64,873	2,56,66,760	71.77	2,56,65,379	1,381	99.99	0.01



Item No. 5

To ratify remuneration payable to Cost Auditors for the financial year ending 31st March, 2020.

Resolution Required: (Ordinary/Special)					Ordinary Resolution			
Whether promoter/promoter group are Interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of Shares held	No. of Votes Polled	% of Votes Polled on outstanding shares	No. of votes- In favor	No. of votes- against	% of Votes in favor on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2,38,21,481	-	-	-	-	-	-
	Poll		2,38,21,481	100	2,38,21,481	0	100	0
	Postal Ballot (If Applicable)		-	-	-	-	-	-
	Total		2,38,21,481	2,38,21,481	100	2,38,21,481	0	100
Public-Institutions	E-Voting	36,45,774	17,86,000	48.99	17,86,000	0	100	0
	Poll		-	-	-	-	-	-
	Postal Ballot (If Applicable)		-	-	-	-	-	-
	Total		36,45,774	17,86,000	48.99	17,86,000	0	100
Public-Non Institutions	E-Voting	82,97,618	1,972	0.02	1,845	127	93.56	6.44
	Poll		57,307	0.69	57,307	0	100	0
	Postal Ballot (If Applicable)		-	-	-	-	-	-
	Total		82,97,618	59,279	0.71	59,152	127	99.79
Total		3,57,64,873	2,56,66,760	71.77	2,56,66,633	127	99.99	0.01



Item No. 6

To issue and allot Equity Shares.

Resolution Required: (Ordinary/Special)					Special Resolution			
Whether promoter/promoter group are Interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of Shares held	No. of Votes Polled	% of Votes Polled on outstanding shares	No. of votes- In favor	No. of votes- against	% of Votes in favor on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2,38,21,481	-	-	-	-	-	-
	Poll		2,38,21,481	100	2,38,21,481	0	100	0
	Postal Ballot (If Applicable)		-	-	-	-	-	-
	Total		2,38,21,481	2,38,21,481	100	2,38,21,481	0	100
Public-Institutions	E-Voting	36,45,774	17,86,000	48.99	17,86,000	0	100	0
	Poll		-	-	-	-	-	-
	Postal Ballot (If Applicable)		-	-	-	-	-	-
	Total		36,45,774	17,86,000	48.99	17,86,000	0	100
Public-Non Institutions	E-Voting	82,97,618	1,972	0.02	1,845	127	93.56	6.44
	Poll		57,307	0.69	57,307	0	100	0
	Postal Ballot (If Applicable)		-	-	-	-	-	-
	Total		82,97,618	59,279	0.71	59,152	127	99.79
Total		3,57,64,873	2,56,66,760	71.77	2,56,66,633	127	99.99	0.01



Item No. 7

To amend Articles of Association of Company.

Resolution Required: (Ordinary/Special)					Special Resolution			
Whether promoter/promoter group are Interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes- In favor (4)	No. of votes- against (5)	% of Votes in favor on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2,38,21,481	-	-	-	-	-	-
	Poll		2,38,21,481	100	2,38,21,481	0	100	0
	Postal Ballot (If Applicable)		-	-	-	-	-	-
	Total		2,38,21,481	2,38,21,481	100	2,38,21,481	0	100
Public-Institutions	E-Voting	36,45,774	17,86,000	48.99	17,86,000	0	100	0
	Poll		-	-	-	-	-	-
	Postal Ballot (If Applicable)		-	-	-	-	-	-
	Total		36,45,774	17,86,000	48.99	17,86,000	0	100
Public-Non Institutions	E-Voting	82,97,618	1,972	0.02	1,444	528	73.23	26.77
	Poll		57,307	0.69	57,307	0	100	0
	Postal Ballot (If Applicable)		-	-	-	-	-	-
	Total		82,97,618	59,279	0.71	58,751	528	99.11
Total		3,57,64,873	2,56,66,760	71.77	2,56,66,232	528	99.99	0.01

All resolutions from Item No. 1 to 7 passed by requisite majority.





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Ref. **VSSL:SCY:SEP:2019-2020**

Dated: **21.09.2019**

<p>The Deputy General Manager, Corporate Relationship Deptt, Bombay Stock Exchange Limited, 1st Floor, New Trading Ring, Rotunda Building, P.J Towers, Dalal Street, Fort, MUMBAI -400001.</p> <p>Scrip Code: 534392</p>	<p>The National Stock Exchange of India Ltd, "Exchange Plaza", Bandra-Kurla Complex, Bandra (East), MUMBAI.</p> <p>Scrip Code: VSSL</p>
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SUB: 9TH ANNUAL GENERAL MEETING – SCRUTINIZER REPORT

In respect of the 9th Annual General Meeting of the Company held on 20th September, 2019 at Registered Office, Chandigarh Road, Ludhiana- 141010, please find enclosed herewith Report of Scrutinizer dated 20th September, 2019 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 10:00 a.m. and concluded at 11:00 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**

PAN NO.: AADCY4812B CIN: L27100PB2010PLC033930
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HARSH GOYAL & ASSOCIATES

COMPANY SECRETARIES

4TH FLOOR, NOBLE ENCLAVE, BHAI WALA CHOWK, FEROZEPUR ROAD, LUDHIANA.
PHONES : (O) 0161-2772872, (M) : 98140-09461, FAX : 0161-5018501.

20th September, 2019

The Chairman of
9th 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 voting at the 9th Annual General meeting (AGM) held on 20th September, 2019

The Board of Directors of the Company at its meeting held on 04th May, 2019 had appointed me as Scrutinizer for remote e-voting and also voting at AGM by Ballot Papers.

Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company has provided remote e-voting and ballot papers at 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 electronic voting to the shareholders of the Company. The remote e-voting results were unblocked by me on 20th September, 2019 after the conclusion of AGM in the presence of two witnesses.

Cut-off date:	13 th September, 2019
Remote e-voting commencement date:	17 th September, 2019 at 09.00 am
Remote e-voting end date:	19 th September, 2019 at 05.00 pm

The Company has delivered copy of Notice of AGM with Annual Report through email to members whose E-mail ids were registered. Annual report along with AGM Notice was sent to other members by Registered post.

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The Company has published a notice in this regard in Business Standard (news paper in English) and Desh Sewak (newspaper in Punjabi) on 28.08.2019.

The facility of voting through ballot paper was made available at the AGM venue for the members attending the meeting and who had not cast their vote through remote e-voting. The ballot box kept at the AGM for this purpose was locked in my presence. After conclusion of voting at the AGM venue, the locked ballot box was opened and the ballot papers were diligently scrutinized.

The results of the remote e-voting together with ballot papers are as under:

Ordinary Business- Ordinary Resolution Item No. 1

Adoption of Audited Financial Statements of the Company together with the reports of Board of Directors and Auditors thereon for the financial year ended 31st March, 2019.

No. of Members who cast their vote	No. of shares voted	% of Total share capital
59	23880760	66.77

	Remote e-voting		Voting at AGM by ballot papers		Total	
	No. of Members	No. of Shares	No. of Members	No. of Shares	No. of Shares	%age
Assent	6	1845	51	23878788	23880633	99.99
Dissent	2	127	0	0	127	0.01
Invalid	0	0	0	0	0	0
Total	8	1972	51	23878788	23880760	100

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Ordinary Business- Ordinary Resolution Item No. 2

Re-appointment of Mr. Rajinder Kumar Jain, as a director liable to retire by rotation.

No. of Members who cast their vote	No. of shares voted	% of Total share capital
60	25666760	71.77

	Remote e-voting		Voting at AGM by ballot papers		Total	
	No. of Members	No. of Shares	No. of Members	No. of Shares	No. of Shares	%age
Assent	4	1786591	51	23878788	25665379	99.99
Dissent	5	1381	0	0	1381	0.01
Invalid	0	0	0	0	0	0
Total	9	1787972	51	23878788	25666760	100

Special Business- Ordinary Resolution Item No. 3

Appointment of Mrs. Shubhra Bhattacharya as an Independent Director of the company for a term of consecutive five years.

No. of Members who cast their vote	No. of shares voted	% of Total share capital
60	25666760	71.77

	Remote e-voting		Voting at AGM by ballot papers		Total	
	No. of Members	No. of Shares	No. of Members	No. of Shares	No. of Shares	%age
Assent	4	1786591	51	23878788	25665379	99.99
Dissent	5	1381	0	0	1381	0.01
Invalid	0	0	0	0	0	0
Total	9	1787972	51	23878788	25666760	100

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Special Business- Ordinary Resolution Item No. 4

Appointment of Mr. Raghav Chandra as an Independent Director of the company for a term of consecutive five years.

No. of Members who cast their vote	No. of shares voted	% of Total share capital
60	25666760	71.77

	Remote e-voting		Voting at AGM by ballot papers		Total	
	No. of Members	No. of Shares	No. of Members	No. of Shares	No. of Shares	%age
Assent	4	1786591	51	23878788	25665379	99.99
Dissent	5	1381	0	0	1381	0.01
Invalid	0	0	0	0	0	0
Total	9	1787972	51	23878788	25666760	100

Special Business- Ordinary Resolution Item No. 5

Ratification of Remuneration payable to Cost Auditors for the financial year ending 31st March, 2020.

No. of Members who cast their vote	No. of shares voted	% of Total share capital
60	25666760	71.77

	Remote e-voting		Voting at AGM by ballot papers		Total	
	No. of Members	No. of Shares	No. of Members	No. of Shares	No. of Shares	%age
Assent	7	1787845	51	23878788	25666633	99.99
Dissent	2	127	0	0	127	0.01
Invalid	0	0	0	0	0	0
Total	9	1787972	51	23878788	25666760	100

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Special Business- Special Resolution item No. 6

To issue and allot equity shares through private placement offer to Aichi Steel Corporation, Japan.

No. of Members who cast their vote	No. of shares voted	% of Total share capital
60	25666760	71.77

	Remote e-voting		Voting at AGM by ballot papers		Total	
	No. of Members	No. of Shares	No. of Members	No. of Shares	No. of Shares	%age
Assent	7	1787845	51	23878788	25666633	99.99
Dissent	2	127	0	0	127	0.01
Invalid	0	0	0	0	0	0
Total	9	1787972	51	23878788	25666760	100

Special Business - Special Resolution Item No. 7

To amend and adopt new Articles of Association of Company.

No. of Members who cast their vote	No. of shares voted	% of Total share capital
60	25666760	71.77

	Remote e-voting		Voting at AGM by ballot papers		Total	
	No. of Members	No. of Shares	No. of Members	No. of Shares	No. of Shares	%age
Assent	6	1787444	51	23878788	25666232	99.99
Dissent	3	528	0	0	528	0.01
Invalid	0	0	0	0	0	0
Total	9	1787972	51	23878788	25666760	100

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All the above 07 Resolutions have been passed by the members with requisite majority.

I, hereby confirm that I am maintaining the Registers received from the Service Provider both electronically and manually, in respect of the votes cast through e-voting and ballot papers by the shareholders of the company. 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

