



# 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:2017-2018**

**Dated: 22.09.2017**

The Deputy General Manager, Corporate Relationship Deptt, Bombay Stock Exchange Limited, 1st Floor, New Trading Ring, Rotunda Building, P.J Towers, Dalal Street, Fort, <b>MUMBAI -400001.</b>  Scrip Code: 534392	<input checked="" type="checkbox"/> The National Stock Exchange of India Ltd, "Exchange Plaza", Bandra-Kurla Complex, Bandra (East), <b>MUMBAI.</b>  Scrip Code: VSSL
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**SUB: PROCEEDINGS OF 7<sup>TH</sup> ANNUAL GENERAL MEETING PURSUANT TO REGULATION 30(6)  
OF SEBI (LODR) REGULATIONS, 2015**

Pursuant to Regulation 30(6) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, please find enclosed herewith Summary of proceedings of 7<sup>th</sup> Annual General Meeting of the Company held on 22<sup>nd</sup> September, 2017 at 11.00 a.m. at Registered Office, Chandigarh Road, Ludhiana- 141010.

You are requested to take the same on record.

Thanking you,  
Yours faithfully,

For VARDHMAN SPECIAL STEELS LIMITED

  
(SONAM TANEJA)  
Company Secretary

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### **SUMMARY OF PROCEEDINGS OF 7<sup>TH</sup> ANNUAL GENERAL MEETING OF VARDHMAN SPECIAL STEELS LIMITED**

#### **1. Date, time and Venue of the Meeting:**

The 7<sup>th</sup> Annual General Meeting of Vardhman Special Steels Limited was held on 22<sup>nd</sup> September, 2017 and the meeting commenced at 11:00 a.m. at Registered Office, Vardhman Premises, Chandigarh Road, Ludhiana 141 010. The meeting got closed at 12:30 p.m. on the same date.

#### **2. Brief details of items deliberated at the meeting and result thereof:**

- Mr. Prafull Anubhai, Chairman, chaired the proceedings of the meeting.
- The requisite quorum being present, the Chairman declared the meeting as commenced.
- Then Mr. Sachit Jain, Vice-Chairman & Managing Director delivered his speech and answered the queries of shareholders.
- The Company Secretary, Ms. Sonam Taneja, then started with the formal proceedings of the meeting. She informed the shareholders that remote e-voting facility being provided by the Company through CDSL commenced at 09:00 a.m. on 19<sup>th</sup> September, 2017 and ended at 05:00 p.m. on 21<sup>st</sup> September, 2017.
- The following items of the business as set out in the notice calling the meeting were put for shareholders' approval:

#### **Ordinary Business:**

- i. Consideration and adoption of Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2017, together with the Report of Directors and Auditors thereon.
- ii. Re-appointment of Mr. B.K. Choudhary (holding DIN: 00307110) as a Director liable to retire by rotation in terms of Section 152(6) of the Companies Act, 2013.
- iii. Ratification of the appointment of Statutory Auditors of the Company for the financial year 2017-18 and to fix their remuneration.

*Sonam*

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PAN NO.: AADCV4812B CIN: L27100PB2010PLC033930

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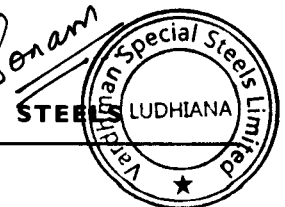
### **Special Business:**

- iv. Re-appointment of Mr. Prafull Anubhai as an Independent Director of the Company.
  - v. Re-appointment of Mr. Rajeev Gupta as an Independent Director of the Company.
  - vi. Re-appointment of Mr. Sanjeev Pahwa as an Independent Director of the Company.
  - vii. Re-appointment of Mr. Jayant Davar as an Independent Director of the Company.
  - viii. Approval of the remuneration payable to Mr. Sachit Jain, Vice-Chairman & Managing Director, from the financial year 2017-18 to 2019-20.
  - ix. Approval of commission payable to Mr. Prafull Anubhai, Chairman & Independent Director, for the financial year 2017-18.
  - x. Ratification of Method of Valuation of Options granted under Vardhman Special Steels Limited Employee Stock Option Plan 2016 under SEBI (Share Based Employee Benefits) Regulations, 2014.
  - xi. Increase the sitting fees being paid to Non-Executive Directors of the Company.
  - xii. Ratification of remuneration payable to Cost Auditors for the financial year ending 31<sup>st</sup> March, 2018.
- The Company Secretary informed the members that M/s Harsh Goyal & Associates, Company Secretary was appointed as the scrutinizer for the purpose of scrutinizing both the e-voting process as well as polling process.
  - The Company Secretary informed the members that the results of the voting (both e-voting and poll put together) shall be disseminated to the stock exchanges and also uploaded on the website of the Company and CDSL ([www.evotingindia.com](http://www.evotingindia.com)) within 48 hours of conclusion of the Annual General Meeting.

### **3. Manner of approval:**

- Pursuant to the provisions of the Companies Act, 2013 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations"), the Company had provided remote e-voting facility to the members to cast votes electronically, on all the resolutions set out in the notice.
- Further, the facility for voting through poll was made available to the members who were present at the meeting and had not cast their votes by remote e-voting.
- The results on all the resolutions set out in the Notice calling the Annual General Meeting shall be disseminated shortly.

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