



To,

BSE Limited National Stock Exchange of India Ltd The Corporate Relationship Department Listing Department, Exchange Plaza,

Phiroze Jeejeebhoy Towers 5th Floor, Plot No C/1, G Block,

Dalal Street, Bandra-Kurla Complex, Bandra (E),

Mumbai – 400 001 Mumbai – 400 051

Scrip Code: 520113 Scrip Code: VESUVIUS

Dear Sirs/Madam,

Subject: <u>Voting Results and Scrutinizer Report of the 33<sup>rd</sup> Annual General Meeting of the Company</u>

This is in continuation of the proceedings/outcome of the 33<sup>rd</sup> Annual General Meeting (AGM) of the Company, which was duly convened and held on Thursday, April 18, 2024. Please find enclosed herewith:

- 1. The Voting Results in terms of the provision of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Annexure I);
- 2. The Scrutinizer's Report on the "Remote E-voting" and "Tab E-voting at the AGM" dated April 19, 2024 (Annexure II).

The financial year of the Company ends on December 31, every year.

We request you to take the information on record and disseminate the same on your website.

Thanking you,

Yours faithfully,

For Vesuvius India Limited

Saheb Ali

Company Secretary & Compliance Officer

Membership No.: A33361

Encl.: As above



#### Annexure - I

Name of the Company			Vesuvius India	Limited					7 (11110)	ture - i
Date of the AGM			18 April 2024							
Total number of shareholders	on record date		23377							
No. of shareholders present	in the meeting either in pers	on or through								
proxy:		_								
Promoters and Promoter	Group:		1							-
Public:			345							
No. of Shareholders attended	the meeting through Video C	Conferencing								
Promoters and Promoter	Group:		Not Applicable	9						
Public:			Not Applicable	9						
Resolution No.		1								
Resolution required: (Ordinar	ry/ Special)	1		doption of the Ai orts of the Board				pan <b>y</b> for the f	inancial <b>y</b> ea	ar ended on
Whether promoter/ promote agenda/resolution?	er group are interested in the	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 favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100	Votes Invalid	Votes Abstained
Promoter /Promoter Group	E-voting		11277650.00	100.0000	11277650.00	0.00	100.0000	0.0000	0.00	0.00
	Poll	11277650	0.00	0.0000	0.00	0.00	0.0000	0.0000	0.00	0.00
	Postal Ballot (if applicable)	112//630	0.00	0.0000	0.00	0.00	0.0000	0.0000	0.00	0.00
	Total		11277650.00	100.0000	11277650.00	0.00	100.0000	0.0000	0.00	0.00
Public -Institution	E-voting		4848528.00	97.9484	4848528.00	0.00	100.0000	0.0000	0.00	0.00
	Poll	4950082	0.00	0.0000	0.00	0.00	0.0000	0.0000	0.00	0.00
	Postal Ballot (if applicable)	4930082	0.00	0.0000	0.00	0.00	0.0000	0.0000	0.00	0.00
	Total		4848528.00	97.9484	4848528.00	0.00	100.0000	0.0000	0.00	0.00
Public-Non Institution	E-voting		5841.00	0.1436	5652.00	189.00	96.7643	3.2357	0.00	0.00
	Poll	4068348	0.00	0.0000	0.00	0.00	0.0000	0.0000	0.00	0.00
	Postal Ballot (if applicable)	4006346	0.00	0.0000	0.00	0.00	0.0000	0.0000		
	Total		5841.00	0.1436	5652.00	189.00	96.7643	3.2357	0.00	0.00
TO	TAL	20296080.00	16132019.00	79.4834	16131830.00	189.00	99.9988	0.0012	0.00	0.00



Resolution No.		2								
Resolution required: (Ordinary/ Special)				idend at the rate paid-up of the Cor	•	•				Share of Rs.
Whether promoter/ promote	r group are interested in the	No.								
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 favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100	Votes Invalid	Votes Abstained
Promoter / Promoter Group	E-voting		11277650.00	100.0000	11277650.00	0.00	100.0000	0.0000	0.00	0.00
	Poll	11277650	0.00	0.0000	0.00	0.00	0.0000	0.0000	0.00	0.00
	Postal Ballot (if applicable)	11277650	0.00	0.0000	0.00	0.00	0.0000	0.0000	0.00	0.00
	Total	1	11277650.00	100.0000	11277650.00	0.00	100.0000	0.0000	0.00	0.00
Public -Institution	E-voting		4851486.00	98.0082	4851486.00	0.00	100.0000	0.0000	0.00	0.00
	Poll	4050003	0.00	0.0000	0.00	0.00	0.0000	0.0000	0.00	0.00
	Postal Ballot (if applicable)	4950082	0.00	0.0000	0.00	0.00	0.0000	0.0000	0.00	0.00
	Total		4851486.00	98.0082	4851486.00	0.00	<u> </u>	0.0000	0.00	0.00
Public-Non Institution	E-voting		5841.00	0.1436	5687.00	154.00	97.3635	2.6365	0.00	0.00
rubiic-ivoii ilistitutioii		4050040	0.00	0.0000	0.00	0.00	0.0000	0.0000	0.00	0.00
rubiic-Noil ilistitution	Poll	4000040					<del>                                     </del>	2 2222		
Public-Non institution	Poll Postal Ballot (if applicable)	4068348	0.00	0.0000	0.00	0.00	0.0000	0.0000		
Public-Non Institution		4068348	0.00				<b>_</b>		0.00	0.00
TOT	Postal Ballot (if applicable) Total		<b>0.00</b> 5841.00	0.1436	5687.00	0.00 154.00 <b>154.00</b>	97.3635	2.6365 <b>0.0010</b>	0.00	0.00
TOT Resolution No.	Postal Ballot (if applicable) Total  FAL	<b>20296080.00</b>	0.00 5841.00 <b>16134977.00</b>	0.1436 <b>79.4980</b>	5687.00 <b>16134823.00</b>	154.00 <b>154.00</b>	97.3635 <b>99.9990</b>	2.6365 <b>0.0010</b>	0.00	0.00
TOT Resolution No. Resolution required: (Ordinar Whether promoter/ promote	Postal Ballot (if applicable) Total  TAL  y/ Special)	20296080.00 3 Ordinary - Re- retire by rotat	0.00 5841.00 16134977.00	0.1436	5687.00 <b>16134823.00</b>	154.00 <b>154.00</b>	97.3635 <b>99.9990</b>	2.6365 <b>0.0010</b>	0.00	0.00
TOT Resolution No. Resolution required: (Ordinar	Postal Ballot (if applicable) Total  TAL  y/ Special)	20296080.00 3 Ordinary - Re- retire by rotat	0.00 5841.00 16134977.00	0.1436 <b>79.4980</b>	5687.00 <b>16134823.00</b>	154.00 <b>154.00</b>	97.3635 99.9990 : 09473571), % of Votes in favour on votes polled	2.6365 0.0010 as a Director o	0.00	0.00
TOT Resolution No. Resolution required: (Ordinar Whether promoter/ promote agenda/resolution?	Postal Ballot (if applicable) Total  TAL  y/ Special)  r group are interested in the	20296080.00 3 Ordinary - Reretire by rotat Yes No. of Shares held	0.00 5841.00 16134977.00 appointment coion.	0.1436 79.4980 of Mr. Pascal Herv % of Votes Polled on outstanding shares	5687.00 16134823.00 e Martin Marie No. of Votes in favour	154.00 154.00 e Genest (DIN No. of Votes against	97.3635 99.9990 1: 09473571), % of Votes in favour on votes polled (6)=[(4)/(2)]* 100	2.6365 0.0010 as a Director of % of Votes against on votes polled (7)=[(5)/(2)]* 100	0.00 f the Compa Votes	0.00 ny, liable to  Votes
Resolution No. Resolution required: (Ordinar Whether promoter/ promote agenda/resolution?  Category	Postal Ballot (if applicable) Total  FAL  y/ Special)  r group are interested in the  Mode of Voting	20296080.00 3 Ordinary - Reretire by rotat Yes No. of Shares held (1)	0.00 5841.00 16134977.00 appointment coion. No. of votes polled (2) 11277650.00	0.1436 79.4980 of Mr. Pascal Herv % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	5687.00 16134823.00 e Martin Marie  No. of Votes in favour (4)	No. of Votes against (5)	97.3635 99.9990 1: 09473571), % of Votes in favour on votes polled (6)=[(4)/(2)]* 100 100.0000	2.6365 0.0010 as a Director o  % of Votes against on votes polled (7)=[(5)/(2)]* 100 0.0000	0.00  f the Compa  Votes Invalid	0.00 ny, liable to  Votes Abstained
Resolution No. Resolution required: (Ordinar Whether promoter/ promote agenda/resolution?  Category	Postal Ballot (if applicable) Total  FAL  y/ Special)  r group are interested in the  Mode of Voting  E-voting	20296080.00 3 Ordinary - Reretire by rotat Yes No. of Shares held	0.00 5841.00 16134977.00 appointment coion. No. of votes polled (2) 11277650.00	0.1436 79.4980 of Mr. Pascal Herv % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	5687.00 16134823.00 e Martin Marie  No. of Votes in favour (4) 11277650.00	No. of Votes against (5)	97.3635 99.9990 1: 09473571), % of Votes in favour on votes polled (6)=[(4)/(2)]* 100 100.0000 0.0000	2.6365 0.0010 as a Director o  % of Votes against on votes polled (7)=[(5)/(2)]* 100 0.0000 0.0000	Votes Invalid	0.00 ny, liable to  Votes Abstained
Resolution No. Resolution required: (Ordinar Whether promoter/ promote agenda/resolution?  Category	Postal Ballot (if applicable) Total  FAL  y/ Special)  r group are interested in the  Mode of Voting  E-voting Poll	20296080.00 3 Ordinary - Reretire by rotat Yes No. of Shares held (1)	0.00 5841.00 16134977.00 appointment of ion. No. of votes polled (2) 11277650.00 0.00	0.1436 79.4980 of Mr. Pascal Herv % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 100.0000 0.0000	5687.00 16134823.00 e Martin Marie  No. of Votes in favour (4)  11277650.00 0.00	154.00 154.00  Ro. of Votes against (5)  0.00 0.00	97.3635 99.9990 1: 09473571), % of Votes in favour on votes polled (6)=[(4)/(2)]* 100 100.0000 0.0000 0.0000	2.6365 0.0010 as a Director o  % of Votes against on votes polled (7)=[(5)/(2)]* 100 0.0000 0.0000	Votes Invalid  0.00 0.00	Votes Abstained
Resolution No. Resolution required: (Ordinar Whether promoter/ promote agenda/resolution?  Category	Postal Ballot (if applicable) Total  TAL  y/ Special)  r group are interested in the  Mode of Voting  E-voting Poll Postal Ballot (if applicable)	20296080.00 3 Ordinary - Reretire by rotat Yes No. of Shares held (1)	0.00 5841.00 16134977.00 cappointment of ion.  No. of votes polled (2) 11277650.00 0.00 0.00	0.1436 79.4980 of Mr. Pascal Herv % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 100.0000 0.0000	5687.00 16134823.00 e Martin Marie  No. of Votes in favour (4)  11277650.00 0.00 0.00	154.00 154.00  No. of Votes against (5)  0.00 0.00 0.00	97.3635 99.9990 : 09473571),  % of Votes in favour on votes polled (6)=[(4)/(2)]* 100 0.0000 0.0000 100.0000	2.6365 0.0010 as a Director o  % of Votes against on votes polled (7)=[(5)/(2)]* 100 0.0000 0.0000 0.0000	Votes Invalid  0.00 0.00 0.00	Votes Abstained  0.00 0.00 0.00
Resolution No. Resolution required: (Ordinar Whether promoter/ promote agenda/resolution?  Category  Promoter/Promoter Group	Postal Ballot (if applicable) Total  TAL  y/ Special)  r group are interested in the  Mode of Voting  E-voting Poll Postal Ballot (if applicable) Total	20296080.00 3 Ordinary - Reretire by rotat Yes No. of Shares held (1) 11277650-	0.00 5841.00 16134977.00 appointment coion.  No. of votes polled (2) 11277650.00 0.00 11277650.00	0.1436 79.4980 of Mr. Pascal Herv % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100  0.0000 0.0000 100.0000	No. of Votes in favour (4)  11277650.00 0.00 11277650.00	No. of Votes against (5)  0.00 0.00 0.00 0.00	97.3635 99.9990 : 09473571), % of Votes in favour on votes polled (6)=[(4)/(2)]* 100 100.0000 0.0000 100.00000 95.3341	2.6365 0.0010  as a Director of the second o	0.00 f the Compa  Votes Invalid  0.00 0.00 0.00 0.00	Votes Abstained  0.00 0.00 0.00 0.00
Resolution No. Resolution required: (Ordinar Whether promoter/ promote agenda/resolution?  Category  Promoter/Promoter Group	Postal Ballot (if applicable) Total  FAL  y/ Special)  r group are interested in the  Mode of Voting  E-voting Poll Postal Ballot (if applicable) Total E-voting	20296080.00 3 Ordinary - Reretire by rotat Yes No. of Shares held (1)	0.00 5841.00 16134977.00 appointment coion.  No. of votes polled (2) 11277650.00 0.00 11277650.00 4851486.00	0.1436 79.4980 of Mr. Pascal Herv % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 100.0000 0.0000 100.0000 98.0082	No. of Votes in favour (4)  11277650.00 0.00 11277650.00 4625119.00 0.00	154.00 154.00  No. of Votes against (5)  0.00 0.00 0.00 226367.00 0.00	97.3635 99.9990 : 09473571), % of Votes in favour on votes polled (6)=[(4)/(2)]* 100 100.0000 0.0000 100.0000 95.3341 0.0000	2.6365 0.0010  as a Director of the second o	0.00 f the Compa  Votes Invalid  0.00 0.00 0.00 0.00 0.00	Votes Abstained  0.00 0.00 0.00 0.00 0.00 0.00
Resolution No. Resolution required: (Ordinar Whether promoter/ promote agenda/resolution?  Category  Promoter/Promoter Group	Postal Ballot (if applicable) Total  FAL  y/ Special)  r group are interested in the  Mode of Voting  E-voting Poll Postal Ballot (if applicable) Total E-voting Poll	20296080.00 3 Ordinary - Reretire by rotat Yes No. of Shares held (1) 11277650-	0.00 5841.00 16134977.00 appointment coion. No. of votes polled (2) 11277650.00 0.00 11277650.00 4851486.00 0.00	0.1436 79.4980 of Mr. Pascal Herv % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 100.0000 0.0000 100.0000 98.0082 0.0000	No. of Votes in favour (4)  11277650.00 0.00 11277650.00 4625119.00 0.00	154.00 154.00  No. of Votes against (5)  0.00 0.00 0.00 226367.00 0.00	97.3635 99.9990 : 09473571), % of Votes in favour on votes polled (6)=[(4)/(2)]* 100 100.0000 0.0000 100.0000 95.3341 0.0000 0.0000	2.6365 0.0010  as a Director of the second o	0.00 f the Compa  Votes Invalid  0.00 0.00 0.00 0.00 0.00 0.00	0.00  Ny, liable to  Votes Abstained  0.00 0.00 0.00 0.00 0.00 0.00
Resolution No. Resolution required: (Ordinar Whether promoter/ promote agenda/resolution?  Category  Promoter/Promoter Group	Postal Ballot (if applicable) Total  FAL  y/ Special)  r group are interested in the  Mode of Voting  E-voting Poll Postal Ballot (if applicable) Total  E-voting Poll Postal Ballot (if applicable) Total  Total Total	20296080.00 3 Ordinary - Reretire by rotat Yes No. of Shares held (1) 11277650-	0.00 5841.00 16134977.00  appointment of ion.  No. of votes polled (2) 11277650.00 0.00 11277650.00 4851486.00 0.00 0.00	0.1436 79.4980 of Mr. Pascal Herv % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 100.0000 0.0000 100.0000 98.0082 0.0000 0.0000	No. of Votes in favour (4)  11277650.00 0.00 11277650.00 4625119.00 0.00 0.00	154.00 154.00  No. of Votes against (5)  0.00 0.00 0.00 226367.00 0.00 0.00	97.3635 99.9990  : 09473571),  % of Votes in favour on votes polled (6)=[(4)/(2)]* 100 0.0000 0.0000 100.0000 95.3341 0.0000 95.3341	2.6365 0.0010  as a Director of the second o	0.00 f the Compa  Votes Invalid  0.00 0.00 0.00 0.00 0.00 0.00 0.00 0	0.00  Ny, liable to  Votes Abstained  0.00 0.00 0.00 0.00 0.00 0.00 0.00
Resolution No. Resolution required: (Ordinar Whether promoter/ promote agenda/resolution?  Category  Promoter / Promoter Group  Public - Institution	Postal Ballot (if applicable) Total  FAL  y/ Special)  r group are interested in the  Mode of Voting  E-voting Poll Postal Ballot (if applicable) Total E-voting Poll Postal Ballot (if applicable) Postal Ballot (if applicable)	20296080.00 3 Ordinary - Reretire by rotat Yes No. of Shares held (1) 11277650-	0.00 5841.00 16134977.00  appointment of ion.  No. of votes polled (2) 11277650.00 0.00 11277650.00 4851486.00 0.00 4851486.00 5841.00	0.1436 79.4980  of Mr. Pascal Herv  % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100  100.0000 0.0000 100.0000 98.0082 0.0000 0.0000 98.0082	5687.00 16134823.00  e Martin Marie  No. of Votes in favour (4)  11277650.00 0.00 11277650.00 4625119.00 0.00 4625119.00 5687.00	154.00 154.00  No. of Votes against (5)  0.00 0.00 0.00 0.00 226367.00 0.00 226367.00 154.00	97.3635 99.9990  3 of Votes in favour on votes polled (6)=[(4)/(2)]* 100 100.0000 0.0000 100.0000 95.3341 0.0000 95.3341 97.3635	2.6365  0.0010  as a Director of the second	0.00 f the Compa  Votes Invalid  0.00 0.00 0.00 0.00 0.00 0.00 0.00 0	0.00  Ny, liable to  Votes Abstained  0.00 0.00 0.00 0.00 0.00 0.00 0.00 0
Resolution No. Resolution required: (Ordinar Whether promoter/ promote agenda/resolution?  Category  Promoter / Promoter Group  Public - Institution	Postal Ballot (if applicable) Total  FAL  y/ Special)  r group are interested in the  Mode of Voting  E-voting Poll Postal Ballot (if applicable) Total E-voting Poll Postal Ballot (if applicable) Total E-voting Foll Postal Ballot (if applicable) Total E-voting	20296080.00 3 Ordinary - Reretire by rotat Yes No. of Shares held (1) 11277650-	0.00 5841.00 16134977.00  appointment of ion.  No. of votes polled (2) 11277650.00 0.00 11277650.00 4851486.00 0.00 4851486.00 5841.00	0.1436 79.4980 of Mr. Pascal Herv % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 100.0000 0.0000 100.0000 98.0082 0.0000 98.0082 0.1436	No. of Votes in favour (4)  11277650.00 0.00 0.00 4625119.00 4625119.00 4625119.00	154.00 154.00 154.00  No. of Votes against (5)  0.00 0.00 0.00 226367.00 0.00 226367.00 154.00 0.00	97.3635 99.9990  3: 09473571),  % of Votes in favour on votes polled (6)=[(4)/(2)]* 100 100.0000 0.0000 100.0000 95.3341 0.0000 95.3341 97.3635 0.0000	2.6365 0.0010  as a Director of the second o	0.00 f the Compa  Votes Invalid  0.00 0.00 0.00 0.00 0.00 0.00 0.00 0	0.00  Ny, liable to  Votes Abstained  0.00 0.00 0.00 0.00 0.00 0.00 0.00 0
Resolution No. Resolution required: (Ordinar Whether promoter/ promote agenda/resolution?  Category  Promoter / Promoter Group  Public - Institution	Postal Ballot (if applicable) Total  FAL  y/ Special)  r group are interested in the  Mode of Voting  E-voting Poll Postal Ballot (if applicable) Total E-voting Poll	20296080.00 3 Ordinary - Reretire by rotat Yes No. of Shares held (1) 11277650-	0.00 5841.00 16134977.00  appointment of ion.  No. of votes polled (2)  11277650.00 0.00 11277650.00 4851486.00 0.00 4851486.00 5841.00 0.00	0.1436 79.4980 of Mr. Pascal Herv % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 100.0000 0.0000 100.0000 98.0082 0.0000 98.0082 0.1436 0.0000	No. of Votes in favour (4)  11277650.00 1277650.00 0.00 11277650.00 4625119.00 0.00 4625119.00 5687.00 0.00 0.00	154.00 154.00 154.00  No. of Votes against (5)  0.00 0.00 0.00 226367.00 0.00 226367.00 0.00 0.00 0.00 0.00 0.00	97.3635 99.9990  3 of Votes in favour on votes polled (6)=[(4)/(2)]* 100 100.0000 0.0000 100.0000 95.3341 0.0000 95.3341 97.3635 0.0000 0.0000	2.6365 0.0010  as a Director o  % of Votes against on votes polled (7)=[(5)/(2)]* 100 0.0000 0.0000 0.0000 4.6659 0.0000 4.6659 2.6365 0.0000 0.0000	0.00 f the Compa  Votes Invalid  0.00 0.00 0.00 0.00 0.00 0.00 0.00 0	0.00  Ny, liable to  Votes Abstained  0.00 0.00 0.00 0.00 0.00 0.00 0.00 0

Resolution No.



Resolution No.		4								
Resolution required: (Ordinar	y/ Special)			tinuation of Mr. P I of five years com	_			4) as a Directo	or (not liable	to retire by
Whether promoter/ promote agenda/resolution?	r group are interested in the	Yes								
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 favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*	% of Votes against on votes polled (7)=[(5)/(2)]* 100	Votes Invalid	Votes Abstained
Promoter /Promoter Group	E-voting		11277650.00	100.0000	11277650.00	0.00	100.0000	0.0000	0.00	0.00
	Poll	1	0.00	0.0000	0.00	0.00	0.0000	0.0000	0.00	0.00
	Postal Ballot (if applicable)	11277650	0.00	0.0000	0.00	0.00	0.0000	0.0000	0.00	0.00
	Total	1	11277650.00	100.0000		0.00	100.0000	0.0000	0.00	0.00
Public -Institution	E-voting		4851486.00	98.0082	4625119.00	226367.00		4.6659	0.00	0.00
	Poll	1	0.00	0.0000		0.00	0.0000	0.0000	0.00	0.00
	Postal Ballot (if applicable)	4950082	0.00	0.0000	0.00	0.00	0.0000	0.0000	0.00	0.00
	Total	1	4851486.00	98.0082	4625119.00	226367.00	95.3341	4.6659	0.00	0.00
Public-Non Institution	E-voting		5841.00	0.1436		154.00		2.6365	0.00	0.00
	Poll		0.00	0.0000	0.00	0.00	0.0000	0.0000	0.00	0.00
	Postal Ballot (if applicable)	4068348	0.00	0.0000	0.00	0.00	0.0000	0.0000		
	Total		5841.00	0.1436		154.00	97.3635	2.6365	0.00	0.00
TO		20296080.00	16134977.00		15908456.00			1.4039	0.00	0.00
Resolution No.		5								
Resolution required: (Ordinar Whether promoter/ promote agenda/resolution?			proval for payn	nent of remunerat	tion to Non-Exe	ecutive Direct	ors.			
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 favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100	Votes Invalid	Votes Abstained
Promoter / Promoter Group	E-voting		11277650.00	100.0000	11277650.00	0.00	100.0000	0.0000	0.00	0.00
	Poll	11277650	0.00	0.0000	0.00	0.00	0.0000	0.0000	0.00	0.00
	Postal Ballot (if applicable)	112//650	0.00	0.0000	0.00	0.00	0.0000	0.0000	0.00	0.00
	Total		11277650.00	100.0000	11277650.00	0.00	100.0000	0.0000	0.00	0.00
Public -Institution	E-voting		4851486.00	98.0082	1945404.00	2906082.00	40.0991	59.9009	0.00	0.00
	Poll	4050003	0.00	0.0000	0.00	0.00	0.0000	0.0000	0.00	0.00
	Postal Ballot (if applicable)	4950082	0.00				0.0000	0.0000	0.00	0.00
	Total	Ī	4851486.00	98.0082		2906082.00	40.0991	59.9009	0.00	0.00
Public-Non Institution	E-voting		5841.00				96.7643	3.2357	0.00	0.00
	Poll	4050010	0.00				0.0000	0.0000	0.00	0.00
	Postal Ballot (if applicable)	4068348	0.00	0.0000			0.0000	0.0000		
	Total		5841.00				96.7643	3.2357	0.00	0.00



Resolution No.		6								
Resolution required: (Ordinar		ending Decem		muneration of Cos	st Auditors M/s	s. Jithendra K	umar & Co., C	Cost Accountar	nts, for the fi	nancial year
Whether promoter/ promote agenda/resolution?	r group are interested in the	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 favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*	% of Votes against on votes polled (7)=[(5)/(2)]* 100	Votes Invalid	Votes Abstained
Promoter /Promoter Group	E-voting		11277650.00	100.0000	11277650.00	0.00	100.0000	0.0000	0.00	0.00
	Poll	11277650	0.00	0.0000	0.00	0.00	0.0000	0.0000	0.00	0.00
	Postal Ballot (if applicable)	] 11277030	0.00	0.0000	0.00	0.00	0.0000	0.0000	0.00	0.00
	Total		11277650.00	100.0000	11277650.00	0.00	100.0000	0.0000	0.00	0.00
Public -Institution	E-voting		4851486.00	98.0082	4851486.00	0.00	100.0000	0.0000	0.00	0.00
	Poll	4950082	0.00	0.0000	0.00	0.00	0.0000	0.0000	0.00	0.00
	Postal Ballot (if applicable)	4930082	0.00	0.0000	0.00	0.00	0.0000	0.0000	0.00	0.00
	Total		4851486.00	98.0082	4851486.00	0.00	100.0000	0.0000	0.00	0.00
Public-Non Institution	E-voting		5841.00	0.1436	5687.00	154.00	97.3635	2.6365	0.00	0.00
	Poll	4068348	0.00	0.0000	0.00	0.00	0.0000	0.0000	0.00	0.00
	Postal Ballot (if applicable)	4008348	0.00	0.0000	0.00	0.00	0.0000	0.0000		
	Total		5841.00	0.1436	5687.00	154.00	97.3635	2.6365	0.00	0.00
TOT	AL	20296080.00	16134977.00	79.4980	16134823.00	154.00	99.9990	0.0010	0.00	0.00



#### **COMPANY SECRETARIES**

### A Peer Reviewed Firm

Pursuant to the Guidelines issued by the Institute of Company Secretaries of India
UDIN:F005684F000174921

# SCRUTINIZER'S REPORT

Date: 19th April, 2024

To
The Chairman
M/s. Vesuvius India Limited
P-104 Taratala Road
Kolkata 700 088

Sub: Scrutinizer's Report on the "Remote Electronic Voting" and "Electronic Voting during the Annual General Meeting", in respect of the resolutions contained in the notice of the 33<sup>rd</sup> Annual General Meeting of Vesuvius India Limited (CIN No: L26933WB1991PLC052968), held on Thursday, April 18, 2024 at 10:00 A.M. (IST) at G.D. Birla Sabhagar, 29, Ashutosh Chowdhury Avenue, Kolkata-700019

Dear Sir,

- (A) I, Anjan Kumar Roy (FCS: 5684 and C.P. No.: 4557), proprietor of M/s. Anjan Kumar Roy & Co., Company Secretaries, have been appointed, as the Scrutinizer by the Board of Directors of Vesuvius India Limited (here in after to be referred as "the Company") vide the resolution passed at their meeting held on February 09, 2024, pursuant to the provisions of Section 108 of the Companies Act 2013 ("the Act"), read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time and pursuant to Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015 ("the SEBI LODR"), to carry out scrutiny of votes, in a fair and transparent manner, cast by the members of the Company through "Remote Electronic Voting" (here in after to be referred as "Remote E Voting") and "Electronic Voting during the Annual General Meeting" (here in after to be referred as "E Voting during the AGM"), in respect of the resolutions set forth in the notice of the 33rd Annual General Meeting of the Company, held on April 18, 2024 (here in after to be referred as "AGM").
- (Management and Administration) Rules, 2014, as amended from time to time and Regulation 44 of the SEBI LODR and the requirements of Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, I have conducted scrutiny of the aforesaid "Remote E Voting" and "E- Voting during the AGM", in respect of the resolutions no. 1 to 6, as mentioned below in paragraph (C) of this report. Accordingly, I submit my report hereunder:
  - i. As per the information and documents provided to me, by the officers of the Company, the Company has completed by March 26, 2024 the dispatch of the Notice of AGM dated February 9, 2024 along with the Annual Report 2023, to the members of the Company, whose e-mail address are registered with the Company/Depositories and physical copies were dispatched to the Shareholders, whose E- mail ID's are not registered and such dispatches were completed by March 25, 2024. Further, the Company had uploaded the Notice of the AGM on the Company's website.

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#### **COMPANY SECRETARIES**

# A Peer Reviewed Firm

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and on the websites of the Stock Exchanges, that is, BSE Limited and National Stock Exchange of India Limited, and on the website of Company's Registrar and Transfer Agent (RTA), M/s C B Management Services (P) Limited and on the website of NSDL.

- The Company has engaged National Securities Depository Limited (here in after to be referred as ii. "NSDL") for providing facility for voting through remote e-voting and e-voting at the AGM venue.
- Post dispatch of the Notice and the Annual Report, the requisite advertisement pursuant to the iii. Rules and the MCA Circulars containing all required information was published by the Company on March 28, 2024 in newspapers being "Business Standard" (in English) and "Aajkaal" (in Bengali) containing, inter alia, the following information:
  - a. Statement that the Ordinary and Special Businesses as set out in the notice may be transacted through voting by electronic means.
  - b. Statement that the period of Remote E Voting shall commence from 9:00 A.M. (IST) on Sunday, April 14, 2024 and end at 5:00 P.M. (IST) on Wednesday, April 17, 2024. Further, the remote e-voting module shall be disabled by NSDL at 5:00 P.M. (IST) on Wednesday, April 17, 2024.
  - c. Statement that the CUT OFF date for determining the eligibility of members to cast vote through remote e-voting and e-voting at the AGM is Thursday, April 11, 2024.
  - d. Statement that members who have cast their vote by Remote E Voting may also attend the AGM but shall not be entitled to cast their vote again.
  - Statement that facility to cast vote by Remote E-Voting and E-Voting at the AGM has been provided by the Company through the NSDL.
  - Website address of the Company and of the NSDL, where Notice of the said AGM was displayed.
  - Contact details, in case of grievances/queries in respect of the Remote E Voting.
- I have received the relevant Board resolution passed by the Board of Directors of corporate iv) shareholders of the company authorizing person (s) to act and vote pursuant to section 113 of the Companies Act, 2013, on the resolutions mentioned in the Notice of Annual General Meeting dated February 9, 2024.
- That the said Remote E voting at portal www.evoting.nsdl.com was unblocked by me at 02:24 p.m. V) on April 18, 2024, that is after the E- Voting at the aforesaid AGM was completed and counted. The said Remote E - voting was unblocked by me in the presence of the following persons;

  - a. Mr. Sandip Paul Sandir Saul.
    b. Saurabh Jha Saurabh Tha

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#### **COMPANY SECRETARIES**

# A Peer Reviewed Firm

<u>Pursuant to the Guidelines issued by the Institute of Company Secretaries of India</u>
UDIN:F005684F000174921

C) That the details of voting, through Remote E - Voting and E- Voting at the AGM, in respect of the said 6 resolutions as set out in the Notice, are as under:

#### **ORDINARY BUSINESS:**

#### Item No. 1- ORDINARY BUSINESS, ORDINARY RESOLUTION:

Adoption of the Audited Financial Statements of the Company for the financial year ended on December 31, 2023, the Reports of the Board of Directors and Auditors thereon.

#### i. Voted in **favour** of the resolution:

Mode of Voting	No. of Voters	Number of votes	% of total number
	(folios)	cast (One Share,	of valid votes cast
		one vote basis)	
Remote E- voting	142	1,61,28,086	99.9756
E - voting during	72	3,744	0.0232
the AGM			
Total	214	1,61,31,830	99.9988

### ii. Voted against the resolution:

Mode of Voting	No. of Voters (folios)	Number of votes cast (One Share, one vote basis)	% of total number of valid votes cast
Remote E- voting	6	189	0.0012
E - voting during the AGM			
Total	6	189	0.0012

### iii. Invalid Votes:

Mode of Voting	No. of Voters (folios)	Number of votes cast (One Share, one vote basis)
Remote E- voting		
E - voting during the AGM	*	**
Total		

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Page -

#### **COMPANY SECRETARIES**

# A Peer Reviewed Firm

<u>Pursuant to the Guidelines issued by the Institute of Company Secretaries of India</u>
UDIN:F005684F000174921

### Item No. 2-ORDINARY BUSINESS, ORDINARY RESOLUTION:

Declaration of dividend at the rate of Rs. 12.75/- (Rupees Twelve and Seventy Five Paise only) per Equity Share of Rs. 10/- (Rupees Ten) each fully paid-up of the Company for the financial year ended on December 31, 2023.

### i. Voted in favour of the resolution:

Mode of Voting	No. of Voters (folios)	Number of votes cast (One Share, one vote basis)	% of total number of valid votes cast
Remote E- voting	145	1,61,31,079	99.9758
E - voting during the AGM	72	3,744	0.0232
Total	217	1,61,34,823	99.9990

### ii. Voted against the resolution:

Mode of Voting	No. of	Number of votes	% of total number
	Voters	cast (One Share,	of valid votes cast
	(folios)	one vote basis)	
Remote E- voting	4	154	0.0010
E - voting during the		-	-
AGM			
Total	4	154	0.0010

#### iii. Invalid Votes:

Mode of Voting	No. of Voters	Number of votes cast
	(folios)	(One Shares, one vote basis)
Remote E- voting		-
E - voting during the AGM		
Total		

Page/

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#### **COMPANY SECRETARIES**

# A Peer Reviewed Firm

Pursuant to the Guidelines issued by the Institute of Company Secretaries of India

UDIN:F005684F000174921

#### Item No. 3-ORDINARY BUSINESS, ORDINARY RESOLUTION:

Re-appointment of Mr. Pascal Herve Martin Marie Genest (DIN: 09473571), as a Director of the Company, who retires by rotation and being eligible, offers himself for reappointment

#### i. Voted in favour of the resolution:

Mode of Voting	No. of Voters (folios)	Number of votes cast (One Share, one vote basis)	% of total number of valid votes cast
Remote E- voting	102	1,59,04,712	98.5729
E - voting during the AGM	72	3,744	0.0232
Total	174	1,59,08,456	98.5961

### ii. Voted against the resolution:

Mode of Voting	No. of	Number of votes	% of total number
	Voters	cast (One Share,	of valid votes cast
	(folios)	one vote basis)	b
Remote E- voting	47	2,26,521	1.4039
E - voting during the AGM	-		<u>-</u>
Total	47	2,26,521	1.4039

### iii. Invalid Votes:

Mode of Voting	No. of Voters	Number of votes cast
	(folios)	(One Shares, one vote basis)
Remote E- voting		
E - voting during the	2	*
AGM		
Total	-	-

#### **COMPANY SECRETARIES**

# A Peer Reviewed Firm

<u>Pursuant to the Guidelines issued by the Institute of Company Secretaries of India</u>
UDIN:F005684F000174921

## Item No. 4-SPECIAL BUSINESS, ORDINARY RESOLUTION:

Approval for continuation of Mr. Patrick Georges Felix Andre (DIN: 07619754) as a Director (not liable to retire by rotation) of the Company, for a further period of five years commencing from April 01, 2024

### i. Voted in favour of the resolution:

Mode of Voting	No. of Voters (folios)	Number of votes cast (One Share, one vote basis)	% of total number of valid votes cast
Remote E- voting	102	1,59,04,712	98.5729
E - voting during the AGM	72	3,744	0.0232
Total	174	1,59,08,456	98.5961

### ii. Voted against the resolution:

Mode of Voting	No. of Voters (folios)	Number of votes cast (One Share, one vote basis)	% of total number of valid votes cast
Remote E- voting	47	2,26,521	1.4039
E - voting during the AGM			
Total	47	2,26,521	1.4039

### iii. Invalid Votes:

Mode of Voting	No. of Voters (folios)	Number of votes cast (One Share, one vote basis)
Remote E- voting	- 43	
E - voting during the AGM	~	
Total	*	

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#### **COMPANY SECRETARIES**

# A Peer Reviewed Firm

Pursuant to the Guidelines issued by the Institute of Company Secretaries of India
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### Item No. 5-SPECIAL BUSINESS, ORDINARY RESOLUTION:

Approval for payment(s) of remuneration to Non-executive Directors including Independent Directors in accordance with provisions of Section 197 read with Schedule V to the Companies Act, 2013

### iv. Voted in **favour** of the resolution:

Mode of Voting	No. of Voters (folios)	Number of votes cast (One Share, one vote basis)	% of total number of valid votes cast
Remote E- voting	98	1,32,24,962	81.9646
E - voting during the AGM	72	3,744	0.0232
Total	170	1,32,28,706	81.9878

### v. Voted against the resolution:

Mode of Voting	No. of	Number of votes	% of total number
	Voters	cast (One Share,	of valid votes cast
	(folios)	one vote basis)	
Remote E- voting	54	29,06,271	18.0122
E - voting during the	-		-
AGM			
Total	54	29,06,271	18.0122

#### vi. Invalid Votes:

Mode of Voting	No. of Voters	Number of votes cast
24	(folios)	(One Shares, one vote basis)
Remote E- voting		
E - voting during the AGM		
Total	7445	

Page

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#### **COMPANY SECRETARIES**

# A Peer Reviewed Firm

Pursuant to the Guidelines issued by the Institute of Company Secretaries of India
UDIN:F005684F000174921

Item No. 6-SPECIAL BUSINESS, ORDINARY RESOLUTION:

Ratification of the remuneration of Cost Auditors of the Company for the financial year ending on December 31, 2024

#### vii. Voted in **favour** of the resolution:

Mode of Voting	No. of Voters (folios)	Number of votes cast (One Share, one vote basis)	% of total number of valid votes cast
Remote E- voting	145	1,61,31,079	99.9758
E - voting during the AGM	72	3,744	0.0232
Total	217	1,61,34,823	99.9990

### viii. Voted against the resolution:

Mode of Voting	No. of	Number of votes	% of total number
	Voters	cast (One Share,	of valid votes cast
	(folios)	one vote basis)	
Remote E- voting	4	154	0.0010
E - voting during the			-
AGM			
Total	4	154	0.0010
Total	4	154	0.0010

### ix. Invalid Votes:

Mode of Voting	No. of Voters	Number of votes cast
	(folios)	(One Shares, one vote basis)
Remote E- voting		
E - voting during the AGM		
Total		

Page

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#### **COMPANY SECRETARIES**

### A Peer Reviewed Firm

Pursuant to the Guidelines issued by the Institute of Company Secretaries of India
UDIN:F005684F000174921

Based on the aforesaid results, the resolution no.(s) 1 to 6 as contained in the Notice have been passed with the requisite majority.

All the relevant records relating to the remote e-voting and e-voting during the AGM are under my safe custody and will be handed over to the Chairman or the Company Secretary for preserving safely after the minutes of the Meeting are signed.

FOR, ANJAN KUMAR ROY & CO.

**Company Secretaries** 

ANJAN KUMAR ROY

FCS 5684

**CP 4557** 

UDIN: F005684F000174921

Peer Review Certificate No.: 869/2020

Scrutinizer for and in respect of the Remote E – Voting and E- Voting in respect of the 33<sup>rd</sup> AGM held on April 18, 2024, of Vesuvius India Limited.

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