

28th September, 2012

To
Department of Corporate Service
National Stock Exchange of India Ltd
Exchange Plaza, Plot NO. 1C/1, G Block,
Bandra Kurla Complex, Bandra (E),
Mumbai 400 051

Dear Sirs,

Sub: Proceedings of the 16th Annual General Meeting Compliance with Clause 31(d) of the Listing Agreement

We are pleased to inform you that the following resolutions were passed by the members at the 16th Annual General Meeting of the Company held at The Retreat Hotel & Convention centre, The Retreat, Erangal Beach, Madh Island, Marve Road, Malad (W), Mumbai 400061 on Thursday, 27th September, 2012 at 10.00 a.m.

ORDINARY BUSINESS:

1. The audited Balance Sheet of the Company as at 31st March 2012, Profit and Loss Account and Cash Flow Statement for the year ended on that date together with notes and Schedules annexed thereto (Standalone and Consolidated) and reports of the Directors and Auditors were approved and adopted.
2. Shri Kailash Agarwal, who was retiring by rotation, was re-appointed a Director of the Company.
3. Shri Varun Mehta, who was retiring by rotation, was re-appointed a Director of the Company.
4. M/s. Chunnilal & Company, Chartered Accountants, were re-appointed as the statutory auditors of the Company to hold office from the conclusion of the 16th Annual General Meeting till the conclusion of the next Annual General Meeting. The Board of Directors was authorized to fix the remuneration payable to the statutory auditors

SPECIAL BUSINESS:

5. Shri Raaja Pukhraj Jain, who held office till the date of the 16th Annual General Meeting, was appointed as a Director of the Company.
6. Shri Mahender Ramchand Tahilramani, who held office till the date of the 16th Annual General Meeting, was appointed as a Director of the Company.

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7. Shri Kuresh Taherbhai Rajkotwala , who held office till the date of the 16th Annual General Meeting, was appointed as a Director of the Company.

Kindly take the above on record and acknowledge.

Thanking you,

Yours faithfully,

For VARUN INDUSTRIES LIMITED


(R. Somani)
Vice President (Corporate)
& Company Secretary