



SEC/SEBI/51

August 28, 2020

The Secretary
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai 400 001

Scrip Code : 520113

The Manager
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, 5th floor
Plot No C/1, G Block
Bandra-Kurla Complex, Bandra (E)
Mumbai 400 051

Scrip Code : VESUVIUS

Dear Sir

Section 91 and other provisions of Companies Act 2013; Rule 20(3) of Companies (Management & Administration) Rules, 2014 and Regulation 36 & 42 and other provisions of the SEBI (LODR), 2015

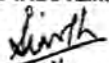
In compliance with the provisions of Section 91 and other provisions of Companies Act, 2013, Rule 20(3) of Companies (Management and Administration) Rules, 2014 and other applicable rules and in compliance with the provisions of Regulations 36 and 42 and other provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby inform you that the Notice convening the 29th Annual General Meeting to be held on Friday, September 25, 2020 at 2.00 p.m. through VC/OAVM and the Annual Report with Annexures and enclosures thereto have been despatched to all shareholders by August 28, 2020 and that the **Record Date is September 18, 2020** for determining those who will be eligible to receive dividend to be declared at the Annual General Meeting and the **Cut off Date is September 18, 2020** to determine those Members who will be eligible to vote electronically on the resolutions proposed in the Notice and attend the Annual general Meeting through VC/OAVM.

We enclose a copy of the Notice which will be advertised on September 2, 2020 in the newspapers namely Business Standard (all editions) and Sanbad Pratidin (in Bengali).

This Advertisement will also be uploaded in the Company's website in compliance with Regulation 46(2).

Yours faithfully,

VESUVIUS INDIA LIMITED


Vikram Singh
Company Secretary

Vesuvius India Ltd.

P-104 Taratolla Road Kolkata West Bengal 700088 India
Contact No : (033) 3041 0600 / Fax No : (033) 2401 3976 / Email id : vesuviusindia@vesuvius.com
Pan No : AAACV8995Q , GST Regn Type : Regular/TDS/ISD, GST Regn No : 19AAACV8995Q1Z1 , GST State Code : 19

Corporate Identification No. : L26933WB1991PLC052968
Corporate Email ID : vesuviusindia@vesuvius.com
website : www.vesuviusindia.com



NOTICE

Vesuvius India Limited

Registered office: P-104 Taratala Road, Kolkata 700 088

CIN : L26933WB1991PLC052968

Phone : (033) 3041 0600 **Fax :** (033) 2401 3976

Email : vesuviusindia@vesuvius.com **Website :** www.vesuviusindia.com

NOTICE is hereby given that the twenty-ninth Annual General Meeting (“AGM”) of the Members of Vesuvius India Limited will be held **on Friday, September 25, 2020 at 2.00 p.m., through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”)** facility in compliance with General Circular numbers 14/2020 dated 8.4.2020, 17/2020 dated 13.4.2020 and 20/2020 dated 5.5.2020 issued by the Ministry of Corporate Affairs (“MCA”) and the Circular No SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12.5.2020 issued by the Securities and Exchange Board of India (“SEBI”), the deemed venue of the meeting being at the Registered Office at P-104 Taratala Road, Kolkata 700088, to transact the following Business:

ORDINARY BUSINESS

1. To Adopt the Audited Financial Statements relating to the financial year ended on December 31, 2019 and Auditors Report and Directors Report thereon
2. To Declare dividend

SPECIAL BUSINESS

3. To Appoint Mr Subrata Roy (DIN No. 07046994) as Director and Managing Director
4. To Appoint Mr Thiago Da Costa Avelar (DIN No. 08697241) as Director
5. To Appoint Miss Nayantara Palchoudhuri (DIN No. 00581440) as Director
6. To Appoint Mr Biswadip Gupta (DIN No. 00048258) as Director
7. To Appoint Mr Henry James Knowles (DIN No. 08751453) as Director
8. To Re-appoint Miss Nayantara Palchoudhuri (DIN No. 00581440) as Independent Director for a further five year term from September 25, 2020
9. To Re-appoint Mr Biswadip Gupta (DIN No. 00048258)) as Independent Director for a further five year term from September 25, 2020
10. To Approve remuneration of Cost Auditors M/s Jithendra Kumar & Co, Cost Accountants

In compliance with the aforesaid circulars from MCA and SEBI, Notice of the 29th AGM dated 19.8.2020 along with the Annual Report for the financial year ended on December 31, 2019 has been sent on 28.08.2020 by email to those Members of the Company whose email-ID is registered with and whose name appears on the Register of Members maintained by the Company and on the Register of Beneficial Owners maintained by Depositories as on August 21, 2020. The Notice of the 29th AGM and Annual Report are available on the Company's website **www.vesuviusindia.com** and in NSDL's website **www.evoting.nsdl.com** and on the website of BSE Ltd at **www.bseindia.com** and National Stock Exchange Of India Ltd at **www.nseindia.com** and will also be available for inspection at the Registered Office of the Company between 11.00 a.m. and 4.00 p.m. on all working days upto the date of AGM.

Notice is also hereby given pursuant to Section 91 of the Companies Act, 2013 read with Regulation 42 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI-LODR”) that the **RECORD DATE** will be **September 18, 2020** to determine those Members who will be entitled to receive dividend which will be declared at the AGM.

Pursuant to Section 108 of Companies Act 2013, read with applicable rules, Regulation 44 of SEBI LODR Regulations 2015 and Secretarial Standards 2 issued by the Institute of Company Secretaries of India, Electronic voting (“e-Voting”) facility to those who are Members as on the **CUT OFF DATE**, which is **September 18, 2020**, has been provided through National Securities Depository Limited's (“NSDL”) e-Voting platform for both Remote e-Voting and e-Voting on AGM day. Mr Anjan Kumar Roy, FCS, of M/s Anjan Kumar Roy & Co, Practicing Company Secretaries, (Email : akroyco@yahoo.co.in and anjanroy_2003@yahoo.co.in), has been appointed Scrutiniser for this Voting process both through Remote e-Voting and e-Voting on AGM date.

Members may note the following :

DATE OF 29th AGM	:	September 25, 2020 from 2.00 p.m.
Date of completion of sending of Notice of 29 th AGM and Annual Report by email	:	August 28, 2020
CUT OFF DATE for determining the eligibility of Members to vote on the resolutions detailed in the Notice convening the 29 th AGM	:	September 18, 2020
Remote e-Voting Period :		
Date and time for commencement of Remote e-Voting	:	September 21, 2020 From 9.00 a.m.
Date and time for end of Remote e-Voting	:	September 24, 2020 At 5.00 p.m.
Date and time when Remote e-Voting shall not be allowed i.e Remote e-Voting will be blocked	:	September 24, 2020 From 5.00 p.m.
EVEN Number for e-Voting	:	113503

Only Members holding shares in physical or dematerialised form, as on CUT OFF DATE shall be eligible to vote through Remote e-Voting as well as e-voting on the AGM day. Detailed procedure for e-Voting and manner of attending the AGM through VC/OAVM are mentioned in the Notice dated 19.8.2020 convening the 29th AGM (refer pages 9 to 12 of Annual Report). Eligible Members who have not cast their votes through Remote e-Voting and who attend the AGM through VC/OAVM can cast their vote on AGM day. Eligible Members who have already cast their vote through Remote e-Voting may attend and participate in the AGM but will not be permitted to cast their vote again on the AGM day.

The results of the e-Voting declared along with Scrutiniser's Report will be available on the website of the Company, **www.vesuviuindia.com**, and the website of NSDL, **www.nsdl.com** within two days of receiving the Scrutiniser's Report and communication of the same to the Stock Exchanges and will also be displayed on the notice board at the registered office of the Company.

Persons who have acquired shares after the despatch of Notice of AGM and become Members of the Company as on the **CUT OFF DATE**, may obtain the login ID and password by sending a request to NSDL by email at **evoting@nsdl.co.in** or to the Company's Registrars & Share Transfer Agents by sending email at **ranarc@cbmsl.co**. However, Members already registered with NSDL for remote e-Voting can use their existing user ID and passwords for casting their votes electronically. For any queries or grievances or if password is forgotten, Members may contact NSDL at **evoting@nsdl.co.in** or toll free number **1800-222-990** or contact Mr Amit Vishal, Senior Manager at **amitv@nsdl.co.in** / 022-24994360 or Ms Pallavi Mhatre, Manager at **pallavid@nsdl.co.in**/ 022-24994545 or contact National Securities Depository Limited, Trade World, "A" Wing 4th floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai 400013 or refer to Frequently asked Questions (FAQ) available at the downloads section of NSDL's website **www.nsdl.co.in** or can reset their password by using "Forgot User Details/Password" option available on **www.evoting.nsdl.com** or contact Mr Rana Roy Choudhury, Manager of our Registrars & Share Transfer Agents at the address/phone/email mentioned below.

Since this will be a meeting through VC/OAVM, proxies and physical attendance are not permitted. Attendance to the AGM shall be only through VC/OAVM.

To register or update your EMAIL ID and to register or update your Income Tax Permanent Account Number (PAN), please contact the Share Registrars as mentioned below in case you are holding shares in physical mode and to your Depository Participants in case of demat holding. An email has been sent on 20.8.2020 informing the procedure to be followed and documents to be submitted for appropriate income tax deduction at source at the time of payment of dividend.

Members who have not yet intimated their complete bank account details, are advised to immediately send details of their Bank Account number, name of Bank, name of Bank's Branch, IFSC Code and MICR number along with a cancelled original cheque or a xerox copy of the cheque to their Depository Participants in case of shares held in dematerialised form and in case of physical holding to the **Registrars & Share Transfer Agents M/s C B Management Services (P) Ltd, P-22 Bondel Road, Kolkata 700 019 (Phone : 40116700 Email : rta@cbmsl.com)** to enable electronic payment of dividend as per **regulation 12 of SEBI (LODR)**.

By Order of the Board of Directors

Vesuvius India Limited



Subrata Roy
Managing Director

Registered Office :
P-104 Taratala Road
Kolkata 700 088

August 28, 2020