



Vardhman

Delivering Excellence. Since 1965.

VARDHMAN SPECIAL STEELS LIMITED

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

Ref. VSSL:SCY:SEP:2018-2019

Dated: 29.09.2018

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. Scrip Code: 534392	The National Stock Exchange of India Ltd, "Exchange Plaza", Bandra-Kurla Complex, Bandra (East), MUMBAI. Scrip Code: VSSL
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SUB: 8TH ANNUAL GENERAL MEETING – SCRUTINIZER REPORT

In respect of the 8th Annual General Meeting of the Company held on 27th September, 2018 at Registered Office, Chandigarh Road, Ludhiana- 141010, please find enclosed herewith Report of Scrutinizer dated 28th September, 2018 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 09:00 a.m. and concluded at 9:45 a.m.

You are requested to take the same on record.

Thanking you,
Yours faithfully,

For VARDHMAN SPECIAL STEELS LIMITED


(SANJAY GUPTA)
Authorised Signatory

YARNS | FABRICS | THREADS | GARMENTS | FIBRES | **STEELS**

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

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.

28th September, 2018

The Chairman of
8th 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 8th Annual General meeting (AGM) held on 27th September, 2018

The Board of Directors of the Company at its meeting held on 11th August, 2018 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 27th September, 2018 after the conclusion of AGM in the presence of two witnesses.

Cut-off date:	20 th September, 2018
Remote e-voting commencement date:	24 th September, 2018 at 09.00 am
Remote e-voting end date:	26 th September, 2018 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.



The Company has published a notice in this regard in Business Standard (news paper in English) and Desh Sewak (newspaper in Punjabi) on 04.09.2018.

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, 2018.

No. of Members who cast their vote	No. of shares voted	% of Total share capital
110	27289843	76.45

	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	19	3581693	90	23704629	27286322	99.99
Dissent	1	3521	0	0	3521	0.01
Invalid	0	0	0	0	0	0
Total	20	3585214	90	23704629	27289843	100

Contd...3



Ordinary Business- Ordinary Resolution Item No. 2

Re-appointment of Mrs. Suchita Jain, as a director liable to retire by rotation.

No. of Members who cast their vote	No. of shares voted	% of Total share capital
104	22513917	63.07

	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	16	3580439	84	18928703	22509142	99.98
Dissent	4	4775	0	0	4775	0.02
Invalid	0	0	0	0	0	0
Total	20	3585214	84	18928703	22513917	100

Ordinary Business- Ordinary Resolution Item No. 3

Appointment of Statutory Auditors of the company for the financial year 2018-19

No. of Members who cast their vote	No. of shares voted	% of Total share capital
110	27289843	76.45

	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	19	3581693	90	23704629	27286322	99.99
Dissent	1	3521	0	0	3521	0.01
Invalid	0	0	0	0	0	0
Total	20	3585214	90	23704629	27289843	100

Contd...4



Special Business- Ordinary Resolution Item No. 4

Appointment of Mr. Rakesh Jain as an Independent Director of the Company.

No. of Members who cast their vote	No. of shares voted	% of Total share capital
110	27289843	76.45

	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	16	3580439	90	23704629	27286322	99.99
Dissent	4	4775	0	0	3521	0.01
Invalid	0	0	0	0	0	0
Total	20	3585214	90	23704629	27289843	100

Special Business- Special Resolution Item No. 5

Approval for revision in remuneration payable to Mr. Sachit Jain, Vice Chairman and Managing Director.

No. of Members who cast their vote	No. of shares voted	% of Total share capital
104	22513917	63.07

	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	16	3580439	84	18928703	22509142	99.98
Dissent	4	4775	0	0	4775	0.02
Invalid	0	0	0	0	0	0
Total	20	3585214	84	18928703	22513917	100

Contd...5



Special Business- Ordinary Resolution Item No. 6

Ratification of Remuneration payable to Cost Auditors for the financial year ending 31st March, 2019.

No. of Members who cast their vote	No. of shares voted	% of Total share capital
110	27289843	76.45

	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	16	3580439	90	23704629	27286322	99.99
Dissent	4	4775	0	0	3521	0.01
Invalid	0	0	0	0	0	0
Total	20	3585214	90	23704629	27289843	100

Special Business - Special Resolution Item No. 7

Approval for continuation of directorship of Mr. Rajinder Kumar Jain as a Non-Executive Director of the Company.

No. of Members who cast their vote	No. of shares voted	% of Total share capital
104	22513917	63.07

	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	16	3580439	84	18928703	22509142	99.98
Dissent	4	4775	0	0	4775	0.02
Invalid	0	0	0	0	0	0
Total	20	3585214	84	18928703	22513917	100

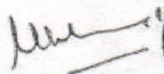


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All the above 07 Resolutions have been passed by the members with requisite majority.

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

