



Vardhman ACRYLICS LIMITED

Regd. Office : Chandigarh Road, LUDHIANA - 141 010 (INDIA)
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PAN No. : AAACV7602E

Ref.VAL:SCY:SEPT:2012-13.

Date: September 01, 2012

LISTING DEPARTMENT,
The National Stock Exchange of India Limited,
"Exchange Plaza", Plot No. C/1, G Block,
Bandra Kurla Complex, Bandra (East),
Mumbai- 400 051, Maharashtra.
Fax No.: 022-26598237 and 26598155
Email Id: cmlist@nse.co.in

Sub : Proceedings of the Annual General Meeting of the Company

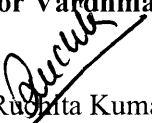
Dear Sir,

Pursuant to the provisions of Clause - 31(d) of the Listing Agreement, Kindly find attached herewith proceedings of the 22nd Annual General Meeting of the Company held on 1st September, 2012 at 3.00 P.M at the registered office of the Company.

You are requested to please take it on your record.

Thanking You,

Yours faithfully,
For Vardhman Acrylics Limited


(Ruchita Kumar-Vij)
Company Secretary

**PROCEEDINGS OF THE 22ND ANNUAL GENERAL MEETING OF
VARDHMAN ACRYLICS LIMITED HELD ON 1ST SEPTEMBER, 2012 AT 03.00
P.M. AT THE REGISTERED OFFICE OF THE COMPANY.**

1. Mr. S.P Oswal presided as the Chairman of the Meeting.
2. The Chairman welcomed all the shareholders and other persons present in the 22nd Annual General Meeting of the Company. The quorum of the meeting was present and called the meeting in order.
3. Since the Notice, Director's report have already been circulated to all the Shareholders it is considered as read. The Chairman delivered his address highlighting the performance of the Company.
5. After delivering his address, the Chairman asked Ms. Ruchita Vij to proceed to conduct the business of the meeting and with the Shareholder's permission Auditor's Report and Director's report, having been duly circulated amongst the members, were taken as read.
6. Thereafter the Chairman asked Ms. Ruchita Vij to move the various agenda Items of the notice, one by one.
7. Thereafter the Ms. Ruchita Vij informed that the first item relates to approval of accounts and will read the following.

"I place before the members the Audited Balance Sheet as at 31st March, 2012 and the Statement of Profit & Loss for the period ended on that date with the report of the Directors and the report of the Auditors thereon, a copy of which had already been circulated amongst the members for consideration and adoption, and request the members to pass the following resolution:

"RESOLVED THAT the Director's Report and the Audited Balance Sheet of the Company as at 31st March, 2012 along with Statement of Profit & Loss for the year 2011-12 and other Notes to Financial Statement annexed thereto and Auditor's Report thereon be and are hereby received, approved and adopted".

Thereafter Ms. Ruchita Vij requested one member to propose
(Mr. R. Tulsiana) & one member to second
(Mr. Ravishanker Kapoor) this resolution.

Thereafter Ms. Ruchita Vij put the resolution to vote by show of hands.

Thereafter Chairman declared that the resolution has been passed unanimously.

9. Thereafter the Ms. Ruchita Vij will inform that the second item
 - (2a) relates re-appointment of Mr. M.C. Gupta as a Director liable to retire by rotation



Thereafter Ms. Ruchita Vij read the following

“RESOLVED THAT Mr. M.C. Gupta, a director, who retires by rotation and being eligible for re-appointment, be and is hereby re-appointed as a director of the Company in accordance with the Article 126 of the Articles of Association of the Company”.

Thereafter Mr. Ranjan requested one member to propose
(Mr. Ravishanker Kapoor) & one member to second
(Mr. R. Tulsiana) this resolution.

Thereafter Ms. Ruchita Vij put the resolution to vote by show of hands.

Thereafter Chairman declared that the resolution has been passed unanimously.

- (2b) relates re-appointment of Mr.D.L Sharma as a Director liable to retire by rotation

Thereafter Ms. Ruchita Vij read the following

“RESOLVED THAT Mr. D.L Sharma, a director, who retires by rotation and being eligible for re-appointment, be and is hereby re-appointed as a director of the Company in accordance with the Article 126 of the Articles of Association of the Company”.

Thereafter Mr. Ranjan requested one member to propose
(Mr. R.N. Sharma) & one member to second
(Mr. Manoj Kumar) this resolution.

Thereafter Ms. Ruchita Vij put the resolution to vote by show of hands.

Thereafter Chairman declared that the resolution has been passed unanimously.

8. Thereafter the Ms. Ruchita Vij informed that the third item relates to appointment of Statutory Auditors and read the following:-

M/s S.S. Kothari Mehta & Company, Chartered Accountants, New Delhi, Auditors of the Company, retire at the conclusion of this Annual general Meeting and eligible to be re- appointed.

Therefore Board of Directors recommended M/s R. Dewan & Company, Chartered Accountants, Ludhiana to be appointed as a Statutory Auditors of the Company for the financial year 2012-13 request the members to pass the following resolution:-

"RESOLVED THAT pursuant to the provisions of Section-224 and other applicable provisions, if any, of the Companies Act, 1956, M/s. S.S. Kothari Mehta & Company, the retiring Auditors of the Company, be and are hereby re-



appointed as Auditors of the Company to hold office from the conclusion of this meeting until the conclusion of next Annual General Meeting at such remuneration and other expenses as are incidental to the audit and as may be approved and fixed by the Chairman of the Company."

Thereafter Ms. Ruchita Vij requested one member to propose (Mr. Tarun Aggarwal) & one member to second (Mr. Surjit Singh) this resolution.

Thereafter Ms. Ruchita Vij put the resolution to vote by show of hands.

Thereafter Chairman declared that the resolution has been passed unanimously.

There being no other business to be transacted at the meeting, the meeting to conclude with a vote of thanks to the Chair.

