



Vaswani Industries Limited

POWER • SPONGE IRON • STEEL

• CIN - L28939CT2003PLC015964 • GSTN 22AABCV9564E1ZB

Ref: VIL/BSE & NSE/2024-25/SEPTEMBER/36

Date: 20.09.2024

To,

The Manager (Listing)
BSE Limited
The Secretary, Listing Department
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai(M.H.) - 400001
BSE Script Code:533576

The Manager (Listing)
National Stock Exchange of India Ltd.
The Manager, Listing Department
Exchange Plaza, 5th Floor,
Plot No.C/1, G Block,
Bandra-Kurla Complex,
Bandra (E), Mumbai-400051.
NSE Symbol: VASWANI

SUB: Proceedings of the 21st Annual General Meeting held on 20th September, 2024.

Dear Sir/ Madam,

The 21st Annual General Meeting (AGM) of the Members of M/s. Vaswani Industries Limited was held today, Friday the 20th day of September, 2024. The Meeting started at 3:14 P.M. and concluded at 3:35 P.M. through Video Conferencing (VC) and Other Audio Video Mode (OAVM) service provided by Link Intime India Private Limited. The voting has been done by remote e-voting and through e-voting during the meeting.

We hereby enclose the summary of the proceedings of AGM held on Friday, September 20, 2024, in compliance with Regulation 30 read with Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The results of the voting will be sent as soon as we receive reports from Scrutinizer appointed for the purpose.



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Kindly disseminate the information on the official website of the exchange for the information of all members of the Exchange and Investors.

You are requested to kindly take note of the same.

Thanking You,

Yours Faithfully,

For, **Vaswani Industries Limited**

Monali Makhija
(Company Secretary & Compliance Officer)
M No. 71644



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Summary of the proceedings of the 21st Annual General Meeting of the Company held on September 20, 2024

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") read with Para A of Schedule III thereof, the brief proceedings of the 21st Annual General Meeting of Vaswani Industries Limited held through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM) facility is given below:

The meeting commenced at 3:14 P.M. and concluded at 3:35 P.M.

Sr.No.	DIRECTORS IN ATTENDANCE
1.	Mr. Yashwant Vaswani Executive, Whole Time Director
2.	Mr. Satya Narayan Gupta Non-Executive Director
3.	Mr. Chittaranjan Parida Non-Executive, Independent Director
4.	Ms. Supriya Goyal Non-Executive, Independent Women Director
5.	Mr. Pawan Kumar Jha Executive Director
Sr.No.	KEY MANAGERIAL PERSONNEL IN ATTENDANCE
1.	Mr. Kushal Vaswani Chief Financial Officer
2.	Ms. Monali Makhija Company Secretary & Compliance Officer
Sr.No.	OTHER REPRESENTATIVES
1.	Statutory Auditor (Present Physically at the registered office) Mr. Amar Sinha, Partner, M/s Amitabh Agrawal & Co Chartered Accountants
2.	Secretarial Auditor Mr. Mayank Arora, Partner, M/s Mayank Arora & Co Company Secretaries
3.	Scrutinizer Mr. Praveen Kanungo, Partner, M/s Kanungo Agrawal & Co. Company Secretaries
4.	Internal Auditor (Present Physically at the registered office) Mr. Ankit Agrawal, Partner, M/s Agrawal Jain & Co. Chartered Accountants



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5.	Cost Auditor Mr. Sanat Kumar Joshi, Partner, M/s Sanat Joshi & Associates Cost Accountants
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The Company Secretary extended a warm welcome to everyone present at the meeting and she informed that the meeting was being held through Video Conference ("VC") / Other Audio Visual Means ("OAVM") facility in accordance with circulars issued by the Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI).

She furthered informed that Mr. Rituraj Peswani, Chairman of the Board of Directors is not able to attend the meeting owing to his health issue.

In view of the provisions of the Articles of Association of the Company read with clause No. 5 of the Secretarial Standards 2 on General Meetings, Ms. Monali Makhija, Company Secretary requested Mr. Yashwant Vaswani, Whole Time Director to discuss and elect the chairman of the meeting with the consent of other directors present.

Mr. Yashwant Vawani, Whole Time Director welcomed the members and other attendees to the meeting and requested Ms. Supriya Goyal, Independent Women Director to take the chair of the meeting and also requested other directors present to raise their objection if they had any issue with the same.

No Director objected to her election as the chairperson of the 21st Annual General Meeting.

Mr. Yashwant Vaswani thereafter requested Ms. Supriya Goyal to take the chair of the meeting.

Ms. Supriya Goyal , Independent Women Director Company extended a warm welcome to everyone present at the meeting and thereafter requested Mr. Yashwant Vaswani , Whole Time Director to take up the further proceedings of the meeting.

Mr. Yashwant Vaswani, Whole Time Director of the Company then introduced the Board of Directors, KMP and other Invitees/ attendees present at the 21st AGM who had connected through VC. Mr Yashwant Vaswani also informed that Mr. Rituraj Peswani could not attend the meeting owing to his health issue and is being granted leave of absence.

The requisite quorum being present, Ms. Monali Makhija, Company Secretary requested Ms. Supriya Goyal, Independent Women Director and chairperson of the meeting to proceed further. 41 Members were present at the meeting through VC/OAVM.



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Ms. Supriya Goyal, then called the meeting to order and commenced her speech and gave an overview of the operations and the financial performance of the Company for the financial year ended on March 31, 2024.

Thereafter Ms. Supriya Goyal requested Mr. Yashwant Vaswani Whole Time Director to address the shareholders.

Mr. Yashwant Vaswani, Whole Time Director then shared the brief about company's progress made over the last year.

Mr. Yashwant Vaswani, Whole Time Director further informed the members that, Statutory Registers maintained under the Companies Act, 2013 has been kept open for the inspection of members.

With the permission of the members, the Notice convening the AGM and the Director's Report were taken as read, as the same was earlier circulated to the Members. Ms. Monali Makhija, Company Secretary further informed the members that the Company had provided remote e voting facility to the members from Tuesday, September 17, 2024 (09:00 A.M.) to Thursday, September 19, 2024 (05:00 P.M.) for 3 days. The cut-off date for determining the members who may cast their vote electronically was Friday, September 13, 2024. For those members who had not casted their votes through remote e-voting, could cast their votes during the course of the meeting through e-voting facility.

Ms. Monali Makhija, Company Secretary, informed the members that M/s. Kanungo Agrawal & Co., Practicing Company Secretary had been appointed as Scrutinizer for conducting e-voting process.

Further, Ms. Monali Makhija, Company Secretary informed that there were no qualifications/modified opinion or adverse remarks in Statutory Auditors Report, Further the observations / qualifications mentioned in the Secretarial Audit Report along with the Management response were taken as read.

The following items of business, as per the Notice of 21st AGM dated August 26, 2024, were transacted at the meeting:

Ordinary Business:

Item No. 1: To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2024, together with the Reports of Board of Directors and Auditor thereon.

Item No. 2: To appoint a Director in place of Mr. Satya Narayan Gupta (DIN: 09517381), who retires by rotation at this Annual General Meeting in terms of section 152 (6) of the companies Act, 2013 and being eligible, offers himself for reappointment.

Regd. Office & Factory : Bahesar Road, Near Cycle Park, Village Sondra, Siltara Phase-II, Raipur (C.G.) Pin - 493 221
Mob.: 09977403360/ 90, **E-mail :** jhaji@vaswaniindustries.com, saurabh@vaswaniindustries.com, store@vaswaniindustries.com,
Website : www.vaswaniindustries.com



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Special Business:

Item No. 3: To ratify remuneration to be paid to M/s Sanat Joshi & Associates, Cost Accountants as Cost Auditors of the Company for the financial year ending 2024-25.

Item No. 4: To approve material Related Party Transaction(s) between the Company and Kwality Foundry Industries

Item No. 5: Issuance of Equity Shares by way of a Preferential Issue on a private placement basis.

Item No. 6: Regularisation of Mr. Pawan Kumar Jha from Additional Director (Executive) to Executive Director of the company.

Item No. 7: Approval for revision in managerial remuneration to be paid to Mr. Yashwant Vaswani, (DIN 01627408) Whole Time Director of the Company.

Item No. 8: Adoption of Memorandum of Association as per provision of Companies Act, 2013:

Item No. 9: Adoption of Article of Association as per provision of Companies Act, 2013

Item No. 10: Disposal of Shares of C.G.Ispat Private Limited Held As Investment

Mr. Yashwant Vaswani, Whole Time Director announced that the e-voting facility at the 21st AGM shall remain open for the next 15 minutes to enable the Members to cast their vote.

Mr. Yashwant Vaswani, Whole Time Director then invited the speaker shareholder who have registered themselves as Speaker on or before 20th September, 2024 and asked Ms. Monali Makhija Company Secretary to share a few guidelines for the Q&A session.

Ms. Monali Makhija, Company Secretary read out the norms for Q&A session and then commenced the Question and Answer session.

Ms. Monali Makhija, Company Secretary informed that the questions/suggestions raised by the speaker shareholder in the 21st AGM were registered and reply of the same will be sent through mail to the shareholders and requested Ms. Supriya Goyal, chairperson of the meeting to proceed further



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Ms. Supriya Goyal, then authorized the company secretary to declare the results of the voting upon receipt of the scrutinizer's report, intimate the stock exchanges and place the same on the website of the Company

Ms. Supriya Goyal, Women Independent Director and chairperson of the meeting & Ms. Monali Makhija, Company Secretary thanked all the Members for their participation at the 21st AGM .

After completion of voting, the 21st AGM was concluded at 03:35 P.M.

Thanking You,
Yours Faithfully,
For, **Vaswani Industries Limited**

Monali Makhija
(Company Secretary & Compliance Officer)
M No. 71644