



May 07, 2026

To,

BSE Limited
The Corporate Relationship Department
Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai – 400 001

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

Scrip Code : 520113

Scrip Code : VESUVIUS

Dear Sirs/Madam,

Subject: Outcome of the 35th Annual General Meeting of the Company

Kindly note that the 35th Annual General Meeting (AGM) of the Company was duly convened and held on Thursday, May 7, 2026 at 10.30 A.M. (IST) at G. D. Birla Sabhagar, 29, Ashutosh Chowdhury Avenue, Kolkata – 700 019.

In this regard, please find enclosed the gist of proceedings of the aforesaid AGM, pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Further, the said meeting commenced at 10:30 A.M. (IST) and concluded at 12:55 P.M. (IST).

The Financial Year of our Company ends on December 31, every year.

The same shall also be available on the website of the Company at www.vesuviusindia.in pursuant to Regulation 30(8) of SEBI LODR.

We request you to take the above on record and disseminate the same on your website.

Thanking you,

Yours faithfully,

For **Vesuvius India Limited**



Saheb Ali

Company Secretary & Compliance Officer

(Membership No.: A33361)

Encl.: As above



**GIST OF THE PROCEEDINGS OF
THE 35th ANNUAL GENERAL MEETING
OF VESUVIUS INDIA LIMITED HELD ON THURSDAY, MAY 7, 2026**

The 35th Annual General Meeting (“AGM”) of the Members of Vesuvius India Limited (the Company) was duly convened and held on Thursday, May 7, 2026 on and from 10.30 A.M. (IST) at G. D. Birla Sabhagar, 29, Ashutosh Chowdhury Avenue, Kolkata – 700 019, to transact the businesses mentioned in the Notice dated February 26, 2026, convening the 35th AGM.

Mr. Biswadip Gupta, the Chairman of the Company, welcomed the Members present at 35th Annual General Meeting and the requisite quorum being present, declared the AGM to order. Total 435 Members including proxies attended the Meeting as per the records of attendance. With the consent of the Members present, the Notice convening the Meeting, together with the Audited Financial Statements for the financial year ended December 31, 2025, the Board’s Report and the Auditors’ Report, were taken as read. The Chairman informed that the statutory registers and other relevant documents, as mentioned in the Notice of the AGM, were available for inspection by the Members during the AGM.

The Chairman introduced the Directors present at the Meeting, including the Managing Director, Independent Directors, and Non-Executive Directors and also placed on record the leave of absence of Mr. Nitin Jain, Non-Executive Director of the Company, who could not attend the Meeting due to unavoidable business commitments. He further introduced the senior management team of the Company and acknowledged the presence of the representatives of the Statutory Auditors Mr. Rajib Chatterjee, Signing Partner and Mr. Gourab Bardhan, Associate Partner, both from PwC Chartered Accountants LLP and Mr. Anjan Kumar Roy, Practicing Company Secretary, the Company’s Secretarial Auditor of the Company.

Mr. Biswadip Gupta, being Chairman of the Board; Stakeholders’ Relationship Committee and Corporate Social Responsibility Committee informed the Members that Mr. Sunil Kumar Chaturvedi, Chairman of Audit Committee and Mr. Sridhar Gorthi, Chairman of Nomination and Remuneration Committee, were present at the AGM.

Thereafter, the Chairman provided an overview of the Company’s performance during the financial year 2025. He stated that the year was marked by steady and disciplined progress towards sustainable growth and highlighted that the Company achieved a historic milestone of ₹2,104 crore turnover during the year. He noted that despite input-



cost volatility, the Company's profitability remained resilient on account of strong execution discipline, operational efficiency and disciplined capital allocation.

The Chairman further highlighted the Company's continued focus on strengthening its domestic manufacturing footprint, enhancing supply-chain resilience and advancing localisation initiatives. He stated that strategic capacity additions and operational improvements had enabled the Company to improve reliability, scalability and responsiveness, while leveraging global expertise to deepen technological capabilities. He also emphasised that innovation continues to remain a core strategic differentiator for the Company, with increasing integration of technological capabilities to enhance customer productivity, process stability and cost competitiveness.

The Chairman also referred to the Company's focus on environmental responsibility, technology-led solutions and disciplined resource management. He stated that the Company remains committed to embedding sustainability across its operations and supporting customers in improving efficiency and reducing environmental impact. He further emphasised that safety remains non-negotiable and that the Company continues to strengthen its safety culture through proactive risk management and operational discipline.

The Chairman informed the Members that during the year, the Company had completed the sub-division of each equity share of face value ₹10 into ten equity shares of face value ₹1 each, fully paid-up, which had improved liquidity and broadened accessibility for retail shareholders. He also briefed the Members on the status of shares held in the Company's Split Escrow Demat Account and urged concerned shareholders to complete the required formalities with the Company or its Registrar and Transfer Agent to claim their shares at the earliest.

The Chairman further informed the Members that, considering the sustained performance of the Company and after assessing investment requirements and long-term growth opportunities, the Board of Directors had recommended a final dividend of ₹1.50 per equity share of face value ₹1 each for the financial year ended December 31, 2025, subject to approval of the Members which would result in dividend outgo of Rs. 3,044 lakhs. He also advised shareholders to update their bank account and KYC details to enable payment of dividend through electronic mode in accordance with applicable SEBI requirements.

Further, He informed that applicable Income Tax would be deducted from dividend and the Members had already been informed in this regard. Once declared at the AGM, the



dividend would be paid electronically directly into the bank accounts of Members.

The Chairman invited Mr. Patrick Andre, Chief Executive of Vesuvius plc. and Non-Executive Director of the Company, to address the shareholders.

Mr. Patrick Andre addressed the Members present at the AGM and congratulated the Board and management team of the Company for the strong performance delivered during 2025. He highlighted that, despite challenging global market conditions and a decline in global steel production, India remained one of the standout markets, supported by strong growth in steel production, infrastructure investment, industrial expansion and domestic demand.

He further stated that the Company's turnover of ₹2,104 crore represented an important milestone and reflected its strong customer relationships, localised manufacturing capability, technical expertise and disciplined execution. He emphasised the Vesuvius Group's continued confidence in and commitment to India, including the Board's visit to India and the operationalisation of the new Vizag manufacturing facility. He stated that the Company's focus on innovation, localisation, operational discipline and technology-led solutions was well aligned with the Group's global strategy.

Mr. Andre concluded by reaffirming the Group's confidence in the long-term prospects of Vesuvius India and its continued support through technology, expertise and capital, while thanking the Board, management, employees and shareholders for their contribution and continued trust in the Company.

After Mr. Andre's remarks, the Chairman thanked him for his insights and continued support.

The Chairman informed that in compliance with the provisions of the Companies Act, 2013 read with the Rules made thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company extended remote e-voting facility as well as e-voting facility through Tab at the AGM Venue (Tab-voting), to its Members, to transact the businesses set out in the Notice of the AGM. The said remote e-voting facility was made available through National Securities Depository Limited from May 3, 2026 (9:00 A.M. IST) to May 6, 2026 (5:00 P.M. IST). The voting rights of the Members were computed based on the number of shares held by them as on April 30, 2026 i.e., the cut-off date. The Chairman also informed that Mr. Anjan Kumar Roy, Practicing Company Secretary, was appointed as the Scrutinizer for the purpose of scrutinizing the voting process through remote e-voting and Tab-voting at the AGM in a



fair and transparent manner. He further informed that Members who had not cast their votes through remote e-voting facility and who were present in the meeting would have an opportunity to cast their votes through Tab-voting system at the AGM.

Thereafter, the Chairman mentioned that there were no qualifications, observations or any adverse remarks made by the Auditors in their Report on the Financial Statements of the Company or by the Secretarial Auditor in his Secretarial Audit Report for the financial year ended December 31, 2025. Hence, the Auditors' Report on the Financial Statements and the Secretarial Audit Report were not required to be read at the AGM.

The Chairman thereafter invited the Members to raise any query that they may have 17 Members raised queries and shared their views on various aspects, which were duly noted and responded to by the Chairman and other Directors present at the AGM.

After answering the questions raised by speaker shareholders, the following items of business as set out in the Notice were put for the shareholder's approval by way of e-voting:

Ordinary Business:

1. Adoption of the Audited Financial Statements of the Company for the financial year ended on December 31, 2025, the Reports of the Board of Directors and Auditors thereon. **(Ordinary Resolution)**
2. Declaration of dividend at the rate of Rs. 1.50 (One Rupees Fifty Paise only) per Equity Share of Re. 1/- (Rupees One) each fully paid-up of the Company for the financial year ended on December 31, 2025. **(Ordinary Resolution)**
3. Reappoint Mr. Pasacal Herve Martin Genest (DIN: 09473571) as a Director of the Company, liable to retire by rotation. **(Ordinary Resolution)**
4. Reappoint Mr. Mohinder Pradip Singh Rajput (DIN:10608199) as a Director of the Company, liable to retire by rotation. **(Ordinary Resolution)**

Special Business:

5. Ratification of remuneration of Cost Auditors M/s. J K & Co., Cost Accountants, for the financial year ending December 31, 2026. **(Ordinary Resolution)**

Thereafter, the Chairman announced that the Tab-voting would be kept open for 30 minutes from the close of the Meeting, to enable those Members who were attending the AGM but had not cast their votes through remote e-voting, to cast their votes through Tab-voting on the resolutions mentioned in the Notice of the AGM.



The shareholders were informed that the consolidated result of remote e-voting and evoting conducted at the AGM would be submitted to the Stock Exchanges within two working days of the conclusion of the meeting, in the prescribed format. Further, the same would also be placed on the Company's website www.vesuviusindia.in and the Notice Board at the registered office of the Company.

The Chairman thanked all the Members for their presence, active involvement and continued support. The Meeting concluded at 12:55 P.M. (IST) with a vote of thanks to the Chair.

This proceedings of the 35th Annual General Meeting of the Company does not constitute the Minutes of the Meeting which would be filed separately within the prescribed timeline and the same shall also be available on the website of the Company at www.vesuviusindia.in pursuant to Regulation 30(8) of SEBI LODR.

For **Vesuvius India Limited**



Saheb Ali

Company Secretary & Compliance Officer

Membership No.: A33361