May 08, 2025

To,

BSE Limited	National Stock Exchange of India Limited
The Corporate Relationship Department	Listing Department, Exchange Plaza,
Phiroze Jeejeebhoy Towers	5th Floor, Plot No C/1, G Block,
Dalal Street,	Bandra-Kurla Complex, Bandra (E),
Mumbai – 400 001	Mumbai – 400 051
Scrip Code : 520113	**Scrip Code : VESUVIUS**

Dear Sirs/Madam,

Subject: Outcome of the 34th Annual General Meeting of the Company

Kindly note that the 34th Annual General Meeting (AGM) of the Company was duly convened and held on Thursday, May 8, 2025 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 12:35 P.M. (IST).

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

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

Thanking you,

Yours faithfully,
For **Vesuvius India Limited**

SAHEB ALI
Digitally signed by SAHEB ALI
Date: 2025.05.08 20:02:37 +05'30'

VESUVIUS INDIA LTD. P-104, TARATALA ROAD Kol - 88

Saheb Ali
Company Secretary & Compliance Officer
(Membership No.: A33361)
Encl.: As above

Vesuvius India Ltd. P-104, TARATALA ROAD. KOLKATA – 700 088, WEST BENGAL, INDIA
Contact No : (033) 6109 0500 / 6109 0671, Fax No: (033) 2401 3976
Corporate Identification No. : L26933WB1991PLC052968
Corporate Email ID : vesuviusindia@vesuvius.com
website : www.vesuviusindia.in

GIST OF THE PROCEEDINGS OF
THE 34th ANNUAL GENERAL MEETING
OF VESUVIUS INDIA LIMITED HELD ON THURSDAY, MAY 8, 2025

The 34th Annual General Meeting (AGM) of the Members of Vesuvius India Limited (the Company) was duly convened and held on Thursday, May 8, 2025 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 April 13, 2025, convening the 34th AGM.

Mr. Biswadip Gupta, the Chairman of the Company, welcomed the Members present at 34th Annual General Meeting and the requisite quorum being present, declared the AGM to order. As per the records of attendance total 355 Members including 17 proxies attended the Meeting.

The Chairman introduced the Directors present and informed the Members that Mr. Pascal Genest and Mr. Nitin Jain, Directors of the Company, would not be able to attend the meeting due to unavoidable business exigencies.

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.

Mr. Biswadip Gupta, being the Chairman of the Audit Committee and Stakeholders' Relationship Committee, informed the Members that Ms. Nayantara Palchoudhuri, the Chairperson of Nomination and Remuneration Committee, was also present at the AGM. Mr. Gourab Bardhan, Associate Partner at PwC Chartered Accountants LLP, the Company's Statutory Auditors and Mr. Anjan Kumar Roy, Practicing Company Secretary, the Company's Secretarial Auditor were also present.

The Chairman briefed the shareholders about the Company's exceptional results, marking a year of strong and sustainable growth by registering highest-ever revenue and profit, a testament to the Company's disciplined execution, robust business model, and ability to translate topline growth into solid profitability aligned with the nation's dynamic industrial transformation, ensuring that our solutions and innovations actively contribute to India's continued economic rise. The Chairman also talked about the Commissioning of a modern Mould Flux and Alumina-Silica (AlSi) manufacturing plants and Inauguration of Basic Monolithic manufacturing plant in Visakhapatnam which once fully operationalised would significantly enhance the Company's production capabilities to meet the evolving demands of its customers and reinforce its commitment to the 'Make in India' initiative. The Chairman also gave a brief outlook about the Company's commitment to people development and workplace excellence, with enhanced focus on safety, diversity, training, and employee engagement. Thereafter, the Chairman apprised the Sahreholders about the effeorts being made by the Company in advancing safety standards, streamlining processes, and investing in people-centric training.

Mr. Patrick Andre, the Chief Executive of the ultimate holding company and Non-Executive Director of the Company informed the shareholders about the resilient global performance of the Vesuvius Group in 2024 despite tough market conditions. Mr. Andre drew attention to Group revenue being £1.82bn with a trading profit of £188m and a 10.2% return on sales. Mr. Andre stated that growth in India's steel production contributed positively, though overall global steel output remained subdued. Mr. Andre inforemed the Shareholders that whilst Flow Control gained market share globally, especially in India, Middle East, and Africa; Advanced Refractories faced challenges outside India. Mr. Andre was happy to notify that the Group achieved its best safety record yet, with a Lost Time Injury Frequency Rate of 0.52. Mr. Andre further informed that the global capacity expansion, aimed at long-term growth and profitability that begun in 2021 is nearing completion. Mr. Andre also talked about the Group's R&D efforts which was focused on material innovation and robotics-enabled mechatronics. Mr. Andre stated that Vesuvius Group had cut carbon intensity by 27% since 2019, exceeding its 2025 target, with India aligned in adopting low-carbon technologies. Mr. Andre was pleased to note that in India the new Flux Plant was commissioned and two advanced Monolithic plants inaugurated in 2024 by the Company. Mr. Andre was also pleased to note that the Company had recorded strong operational and financial performance and extended his thanks to the Board of Directors, management, and shareholders.

The Chairman informed that the Board of Directors of the Company had recommended the Dividend of Rs. 14.50 per share of the face value of Rs 10/-, for the year ended December 31, 2024, which would result in dividend outgo of Rs. 29.43 crores. 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 notified that in the wake of requests from Members and in view of increased trading interest in the Company's Shares, the Board, at its meeting held on February 26, 2025, approved a proposal to subdivide one equity share of Rs. 10 each into ten equity shares of Re. 1 each, fully paid-up. Upon approval of the Shareholder, the Board of Directors would fix the Record Date to give effect to the sub-division/split of Equity share of Company.

Vesuvius India Ltd. P-104, TARATALA ROAD. KOLKATA – 700 088, WEST BENGAL, INDIA
Contact No : (033) 6109 0500 / 6109 0671, Fax No: (033) 2401 3976
Corporate Identification No. : L26933WB1991PLC052968
Corporate Email ID : vesuviusindia@vesuvius.com
website : www.vesuviusindia.in

The Chairman further informed that Board of Director had recommended the proposed changes in existing Memorandum of Association and Article of Association of the Company to implement the aforesaid split/sub-division of Equity Share of the Company and to align the existing MOA and AOA with the provisions of the Companies Act, 2013, the rules made thereunder and other prevailing laws and regulations.

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 4, 2025 (9:00 A.M. IST) to May 7, 2025 (5:00 P.M. IST). The voting rights of the Members were computed based on the number of shares held by them as on May 1, 2025 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 Notice convening the 34th AGM was taken as read with the consent of the Members present. 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, 2024. Hence, the Auditors' Report on the Financial Statement 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. Total 12 Members raised queries and shared their views on various aspects, which were duly noted and responded to by the Chairman. At the request of the Chairman, some of the queries were responded to by Mr. Mohinder Rajput, the Managing Director of the Company.

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 Chairman announced that the voting results along with the Scrutinizer's Report on remote e-voting and Tab-voting 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 12:35 P.M. (IST) with a vote of thanks to the Chair.

Based on the Consolidated Scrutinizer's Report dated May 8, 2025, the following resolutions have been duly approved by the Members with requisite majority:

Ordinary Business:

1. Adoption of the Audited Financial Statements of the Company for the financial year ended on December 31, 2024, the Reports of the Board of Directors and Auditors thereon. (**Ordinary Resolution**)

2. Declaration of dividend at the rate of Rs. 14.50 (Rupees Fourtheen and Fifty Paise only) per Equity Share of Rs. 10/- (Rupees Ten) each fully paid-up of the Company for the financial year ended on December 31, 2024. (**Ordinary Resolution**)

3. Reappoint Mr. Henry James Knowles (DIN: 08751453) as a Director of the Company, liable to retire by rotation. (**Ordinary Resolution**)

4. Reappoint Mr. Nitin Jain (DIN:07934566) as a Director of the Company, liable to retire by rotation. (**Ordinary Resolution**)

Special Business:

5. Approval of appointment of M/s Anjan Kumar Roy & Co., as the Secretarial Auditor of the Company for a term of five consecutive years. (**Ordinary Resolution**)

6. Approval of split/subdivision of the Company's Equity shares of Rs. 10/- each into 10 (Ten) Equity shares of face value Re. 1/- each. (**Ordinary Resolution**)

7. Approval of the amendments in the Memorandum of Association of the Company. (**Special Resolution**)

8. Approval for the adoption of the new set of Articles of Association of the Company. (**Special Resolution**)

9. Ratification of remuneration of Cost Auditors M/s. J K & Co., (formerly Jithendra Kumar & Co.), Cost Accountants, for the financial year ending December 31, 2025. **(Ordinary Resolution)**

This proceedings of the 34th Annual General Meeting of the Company does not constitute the Minutes of the Meeting which would be filed separately within the prescribed timeline.

For **Vesuvius India Limited**

SAHEB ALI

Digitally signed by SAHEB ALI
Date: 2025.05.08 20:03:08 +05'30'

VESUVIUS INDIA LTD. P-104, TARATALA ROAD Kol - 88

Saheb Ali

Company Secretary & Compliance Officer

Membership No.: A33361