



VESUVIUS

SEC/SEBI/76

March 27, 2015

The Secretary
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai 400 001

STOCK CODE : 520113

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

STOCK CODE : VESUVIUS

Dear Sir

Appointment of Woman Director

In compliance with Clause 49.II.A.(1) of the Listing Agreement, we confirm that our Company has appointed a Woman Director on the Board of Directors effective from March 27, 2015.

At the Extra-Ordinary General Meeting held on March 27, 2015 the shareholders of the Company have approved the appointment of Miss Nayantara Palchoudhuri as the Woman Independent Director for a period of 5 years effective from March 27, 2015 in compliance with section 149 of the Companies Act, 2013.

A copy of the resolution passed in this regard duly certified by the Company Secretary is attached.

Yours faithfully

Vesuvius India Limited

Taposh Roy
Company Secretary

Encls :

Copy : Corporate Relationship Department, - Copy of resolution attached
New Trading Ring, Rotunda Building,
1st Floor, P J Towers, Dalal Street, Fort, Mumbai – 400 001

Copy : a) Mr Anjan Roy - Copy of resolution attached
Anjan Kumar Roy & Co
DPS Business Centre, 9A Sevak Baidya Street, Kolkata 700029
b) C B Management Services P Ltd - Copy of resolution attached
P-22 Bondel Road, Kolkata -19





**CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY
THE SHAREHOLDERS OF VESUVIUS INDIA LIMITED
AT THE EXTRA-ORDINARY GENERAL MEETING
HELD ON MARCH 27, 2015**

Appointment of Miss Nayantara Palchoudhuri as Independent Woman Director

“**RESOLVED** that pursuant to the provisions of Section 149 and Section 152 and read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and Rules made thereon ("the Act"), and the applicable provisions of the Listing Agreement with Stock Exchanges, Miss Nayantara Palchoudhuri (DIN no. 00581440), in respect of whom the Company has received from a Member a notice in writing along with requisite deposit pursuant to the requirements of Section 160 of the Act proposing her candidature for appointment as a Director, be and is hereby appointed as an Independent Director of the Company to hold office for a term of upto five consecutive years with effect from March 27, 2015 and not liable to retirement by rotation during this term of appointment.”

For VESUVIUS INDIA LIMITED


(TAPOSH ROY)
Company Secretary

Place : Kolkata

Date : March 27, 2015

