



VESUVIUS

SEC/SEBI/65

April 1, 2016

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

Email : corp.relations@bseindia.com
Scrip 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

Email : cmlist@nse.co.in
Scrip Code : VESUVIUS

Dear Sir

Section 91 and other provisions of Companies Act 2013; Rule 20(3) of Companies (Management & Administration) Rules, 2014 and Regulations 36 and other provisions of the SEBI-LODR, 2015

In compliance with the provisions of Section 91 and other provisions of Companies Act, 2013, Rule 20(3) of Companies (Management and administration) Rules, 2014 and other applicable rules and the provisions of the Regulation 36 and other provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby inform you that the Notice convening the Annual General Meeting to be held on Wednesday, May 4, 2016 and the Annual Report with Annexures and enclosures thereto have been despatched to all shareholders by March 31, 2016 and that the Record Date is April 27, 2016 for determining those who will be eligible to dividend to be declared at the Annual General Meeting and the Cut off Date is April 27, 2016 to determine those Members who will be eligible to vote electronically on the resolutions proposed in the Notice.


We enclose a copy of the Notice which will be advertised on April 5, 2016 in the newspapers namely Business Standard and Sanbad Pratidin (in Bengali).

This Advertisement will also be uploaded in the Company's website in compliance with Regulation 46(2).

This information will be uploaded electronically in your Stock Exchange's online system.

Yours faithfully

Vesuvius India Limited


Taposh Roy
Company Secretary

Encl : 1

Vesuvius India Ltd. P - 104, TARATALA ROAD, KOLKATA - 700 088

Tel Nos. : (033) 3041 0600 / 3041 0671, FAX No. : (033) 2401 1235 / 2401 2909 / www.vesuvius.com

Corporate Identification No. : L26933WB1991PLC052968

Corporate Email ID : vesuviusindia@vesuvius.com

website : www.vesuviusindia.com





VESUVIUS

NOTICE

Vesuvius India Limited

Registered office: P-104 Taratala Road, Kolkata 700 088

CIN : L26933WB1991PLC052968

Phone : 3041 0600 **Fax :** 2401 1235; 2401 3976

Email : vesuviusindia@vesuvius.com **Website :** www.vesuviusindia.com

NOTICE is hereby given that the **25th Annual General Meeting (“AGM”)** of the Members of **Vesuvius India Limited will be held on Wednesday, May 4, 2016** at G D Birla Sabhaghar, 29, Ashutosh Chowdhury Avenue, Kolkata 700019 at **10.30 A.M.** to transact the following Ordinary and Special Business through electronic voting means (“e-Voting”) provided by National Securities Depository Limited (“NSDL”) as detailed in the Notice dated February 26, 2016 convening the AGM :

ORDINARY BUSINESS

1. To Adopt the Audited Financial statements relating to the year ended December 31, 2015 and Auditors Report and Directors Report thereon
2. To Declare dividend
3. To re-appoint Mr. Subrata Roy (DIN No. 07046994) as Director, who retires by
4. To ratify the appointment of M/s B S R & Co. LLP as Auditors of the Company

SPECIAL BUSINESS

5. To Appoint Mr. Tanmay Kumar Ganguly (DIN No. 01272338) as a Director
6. To Appoint Mr. Christopher David Abbott (DIN No. 07276608) as a Director

Notice of the AGM along with the Annual Accounts and enclosures thereto has been sent to each Member of the Company, whose name appears on the Register of Members/Register of Beneficial Owners maintained by Depositories as on March 25, 2016, by email to Members whose email-ID is registered with the Company or the Depository Participants and physical copies have been sent by permitted mode to the remaining Members and these documents are available on the Company’s website www.vesuviusindia.com and also in NSDL’s website www.evoting.nsdl.com and will also be available for inspection at the Registered Office of the Company between 10.30 a.m. and 4.00 p.m. on all working days upto the date of AGM.

Notice is also hereby given pursuant to Section 91 of the Companies Act, 2013 read with Regulation 42 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI-LODR”) that the **Register of Members will remain closed from APRIL 28, 2016 to MAY 4, 2016, both days inclusive** to determine those Members who hold shares in physical form, who will be entitled to dividend to be declared at the Annual General Meeting and **RECORD DATE** will be **April 27, 2016** to determine those Members, who hold shares in dematerialised form, who will be entitled to receive dividend which will be declared at the AGM.

For VESUVIUS INDIA LIMITED


(TAPOSH ROY)
Company Secretary

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For VESUVIUS INDIA LIMITED


(TAPOSH ROY)
Company Secretary

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Electronic voting (“e-Voting”) facility to Members holding shares either in physical form or in dematerialized form as on the **CUT OFF DATE**, has been provided through National Securities Depository Limited's e-Voting platform. Remote e-Voting facility as well as e-Voting at the venue of the AGM will be provided. Mr Anjan Kumar Roy of M/s Anjan Kumar Roy & Co, Practicing Company Secretaries, has been appointed Scrutinizer for this e-Voting process.

Members may note the following :

Date of completion of despatch of Notice of AGM and Annual Report	:	March 31, 2016
CUT OFF DATE for determining the eligibility of Members, holding shares in both physical and dematerialised form, to vote by electronic means by remote e-Voting or e-Voting at the AGM venue	:	April 27, 2016
Date and time for commencement of remote e-Voting		April 30, 2016 From 9.00 a.m.
Date and time for end of remote e-Voting		May 3, 2016 At 5.00 p.m.
Date and time when remote e-Voting shall not be allowed i.e remote e-Voting will be blocked		May 3, 2016 After 5.00 p.m.

Only Members holding shares in both physical and dematerialised form, as on CUT OFF DATE are eligible to vote through remote e-Voting as well as e-Voting at AGM venue. Eligible Members who have not cast their votes through remote e-Voting and who are present at the AGM venue can cast their vote through e-Voting facility to be provided at AGM venue. Eligible Members who have already cast their vote through remote e-Voting may attend the AGM but will not be permitted to cast their vote again at the AGM venue.

Persons who have acquired shares after the despatch of Notice of AGM and become Members of the Company as on the **CUT OFF DATE**, may obtain the login ID and password by sending a request to NSDL by email at evoting@nsdl.co.in or to the Share Registrars by sending email at mustafik@cbmsl.co. However, Members already registered with NSDL for remote e-Voting can use their existing user ID and passwords for casting their votes electronically. For any queries or grievances or if password is forgotten, Members may contact the Mr Rajiv Ranjan, Manager of NSDL (Address: National Securities Depository Limited, Trade World 4th floor, “A” Wing, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai 400013 and Email ID: rajivr@nsdl.co.in Phone No: (022) 24994738) or contact NSDL at the toll free Telephone no. **1800-222-990** or refer to Frequently asked Questions (FAQ) available at the downloads section of NSDL’s website www.evoting.nsdl.com or can reset his password by using “Forgot User Details/Password” option available on www.evoting.nsdl.com or contact Mr Kuntal Mustafi, Manager of our Registrars & Share Transfer Agents at the address/phone/email mentioned below.

Entry to the AGM venue will be regulated by Attendance Slips. Members who have received Attendance Slips by electronic mode are requested to print the Attendance Slip. To attend the AGM, duly filled and signed Attendance Slips should be submitted at the registration counters at the AGM venue. Passwords for e-Voting at the AGM venue will be provided at the AGM venue. **Please note that duplicate Attendance Slips will not be issued at the AGM venue.**

For VESUVIUS INDIA LIMITED

 (TAPOSH ROY)
 Company Secretary

Proxy : A Member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll instead of self and such proxy need not be a Member of the Company. Proxies, in order to be effective, must be completely filled in with date, signature, properly stamped and the stamp properly cancelled and must be received by the Company at the registered office not later than 48 hours before the commencement of the meeting. A person can act as proxy on behalf of Members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as proxy for any other person or shareholder. **The Proxy-holder shall prove his identity at the time of attending the meeting and is requested to carry a photo-identification to the AGM venue.**

Members who have not yet intimated their complete bank account details, are advised to immediately send details of their Bank Account number, name of Bank, name of Bank's Branch, IFSC Code and MICR number along with a cancelled original cheque or a xerox copy of the cheque to their Depository Participants in case of shares held in dematerialised form and in case of physical holding to the **Registrars & Share Transfer Agents M/s C B Management Services (P) Ltd, P-22 Bondel Road, Kolkata 700 019 (Phone : 40116700 Email : rta@cbmsl.com)** to enable electronic payment of dividend as per **regulation 12 of SEBI-LODR**. Members holding shares in physical mode are requested to inform change of address to the Registrars & Share Transfer Agents. **Members are also requested to update and/or register their Email ID to facilitate electronic communication.**

By Order of the Board of Directors
Vesuvius India Limited



Taposh Roy
Company Secretary

Registered Office :
P-104 Taratala Road
Kolkata 700 088
April 1, 2016