



August 24, 2023

Dept. of Corporate Relations
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Fort,
Mumbai – 400001

Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Plot No. C-1, Block-G,
Bandra Kurla Complex, Bandra (E),
Mumbai- 400051

BSE Scrip Code: 543463

SYMBOL: MANYAVAR

Dear Madam/Sir,

Sub: Proceedings of the 21st Annual General Meeting under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations").

As per the requirement of Regulation 30 read with Para A of Part A of Schedule III of the Listing Regulations, a summary of the Proceedings of the 21st Annual General Meeting ("AGM") of the Members of Vedant Fashions Limited ("the Company") held on Thursday, 24th August, 2023 through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM"), which commenced at 04:00 P.M. (IST) and concluded at 04:29 P.M. (IST) (including the time allowed for e-voting at AGM) is enclosed herewith as **Annexure – I.**

This is for your information and records.

Thanking you

For, **Vedant Fashions Limited**

Navin Pareek

Company Secretary & Compliance Officer

Membership No.: F10672

Encl.: a/a



Annexure-I

Summary of Proceedings of the 21st Annual General Meeting

In compliance with the General Circulars No. 14/2020, No. 17/2020, No. 20/2020, No. 02/2021, No. 20/2021, No. 21/2021, No. 02/2022 and No. 11/2022 dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 8, 2021, December 14, 2021, May 5, 2022 and December 28, 2022 respectively issued by the Ministry of Corporate Affairs (the "MCA") read with SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, and Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023, the **21st (Twenty-first) Annual General Meeting** (the "AGM" or the "Meeting") of the Members of **Vedant Fashions Limited** (the "Company") was duly convened and held on **Thursday, 24th August, 2023**, through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM"), which **commenced at 04:00 P.M. (IST)** and **concluded at 04:29 P.M. (IST)** (including the time allowed for e-voting at AGM).

Mr. Navin Pareek, Company Secretary and Compliance Officer of the Company, welcomed the Members attending the AGM and briefed about the compliances done relating to the Meeting and guidelines to be followed during the Meeting for shareholders.

The Company Secretary informed the Members that in compliance with the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 and rules framed thereunder and amendments thereto, read together with the relevant MCA Circulars and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, the Company had engaged the services of KFin Technologies Limited ("KFin"), to provide remote e-Voting facility which commenced on **Monday, August 21, 2023 (09:00 A.M. IST)** and ended on **Wednesday, August 23, 2023 (05:00 P.M. IST)** and e-Voting facility during the AGM to all the eligible Members to enable them to cast their votes electronically in respect of the businesses transacted at the Meeting. It was also informed that the e-voting will be opened for 15 (Fifteen) minutes post conclusion of the meeting.

The Company Secretary also informed that the voting rights of the Members were reckoned based on the number of shares held by them as on the 'cut-off' date i.e., **Thursday, August 17, 2023**.

The Company Secretary with the permission of the Chairman confirmed that the requisite quorum was present, thereafter, he called the Meeting to order. Thereafter, he introduced the Directors and Chief Financial Officer, who joined the Meeting from various locations. All the Directors including the respective Chairpersons of the Audit Committee, Stakeholders Relationship Committee, Nomination & Remuneration Committee, Corporate Social Responsibility Committee and Risk Management Committee were also present at the AGM.

Ms. Seema Mohnot and Mr. Vivek Gupta, representative of Statutory Auditors, Mr. Vivek Mishra, *Secretarial Auditor* and Mr. Anil Kumar Dubey, *Scrutinizer* for the AGM, were also present at the Meeting.



Mr. Ravi Modi, *Chairman & Managing Director*, greeted the Members and chaired the proceedings at the AGM.

He addressed the Members about the financial performance of the Company for the year ended 31st March, 2023 and the prospects for future growth along with current scenario.

Mr. Navin Pareek, Company Secretary, of the Company then informed the Members that the Notice dated 26th July, 2023 convening the AGM, the Annual Report for the financial year ended 31st March, 2023, the Accounts for the Financial Year ended 31st March, 2023, the Auditors' Report on Standalone or Consolidated financial statement for the financial year 2022-23 and Secretarial Audit Report issued by the Secretarial Auditor for the financial year ended March 31, 2023 were taken as read as the same had already been circulated to the Members and that there were no qualifications or adverse remarks in the Statutory Auditors Report & Secretarial Audit Report.

Thereafter, the following businesses as set out in the Notice dated July 26, 2023 convening the AGM were transacted:

Item No.	Details of the Business	Resolution Required
<u>Ordinary Business:</u>		
1.	Adoption of Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2023 and the Reports of the Board of Directors and Auditors thereon.	Ordinary
2.	Adoption of Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2023 and the Report of the Auditors thereon.	Ordinary
3.	Declaration of dividend of ₹9/- (Indian Rupees Nine only) per fully paid-up equity share of ₹1/- each.	Ordinary
4.	Re-appointment of Mr. Ravi Modi, as a Director liable to retire by rotation.	Ordinary
<u>Special Business:</u>		
5.	Approval for payment of remuneration to Mr. Sunish Sharma, Non-Executive Director of the Company.	Ordinary
6.	Approval for alteration of the Articles of Association of the Company.	Special

Thereafter, the Company Secretary informed the Members that the Members who are present in the Meeting through VC/OAVM facility and have not casted their vote on the Resolutions through E-voting, can vote through e-voting system during the continuance of the meeting. He also informed that Mr. Anil Kumar Dubey, *Partner*, M/s. M & A Associates was appointed for the purpose of scrutinizing the process of remote e-voting and e-voting during the Meeting in a fair and transparent manner.

The Company Secretary then informed that the consolidated results of e-voting along with Scrutinizer's Report on the resolutions contained in the Notice would be declared and submitted to the stock exchanges as per the requirements under the SEBI



Regulations within the stipulated time and will also be available on the respective websites of the Company, the stock exchanges and also to be displayed on the Notice Board at the Registered Office of the Company.

Mr. Navin Pareek, Company Secretary of the Company, proposed a vote of thanks to the Chair.

Thereafter, the Chairman thanked the Members for attending and participating in the Meeting and declared the meeting as closed.

Thanking you

Yours faithfully,

For, **Vedant Fashions Limited**

Navin Pareek

Company Secretary & Compliance Officer

Membership No.: F10672