



NDR AUTO COMPONENTS LIMITED

Corporate office: Plot No.1, Maruti Joint Venture Complex, Gurugram, Haryana-122015
CIN: L29304DL2019PLC347460

Email id: contact@nacl.co.in

Website: www.ndrauto.com

Phone No.: 9643339870-74

22.09.2021

BSE Limited Corporate Relationship Department PJ Towers, 25th Floor, Dalal Street, Mumbai – 400 001 Scrip Code : 543214	National Stock Exchange of India Ltd. Exchange Plaza, Plot No. C/1, G-Block Bandra Kurla Complex, Bandra (East), Mumbai – 400 051. Trading Symbol: NDRAUTO
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Sub: Summary of proceedings of the 2nd Annual General Meeting – 22nd September, 2021

Dear Sirs,

In terms of the General Circulars No. No. 02/ 2021 dated January 13, 2021 issued by the Ministry of Corporate Affairs and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and other applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') the 2nd Annual General Meeting of the Company was held today the 22nd September, 2021 at 11.00 a.m. through Video conferencing (VC)/ Other Audio Visual Means ('OAVM') to transact the business as stated in the Notice dated 10th August, 2021 of AGM. In this regard, please find enclosed the summary of the proceedings of the AGM as required in terms of Regulation 30 read with Schedule III of the Listing Regulations as Annexure-A.

Kindly take the same on record.

For NDR AUTO COMPONENTS LIMITED


KOMAL JAIN
COMPANY SECRETARY
M. No. - A40470



Encl: As Above

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Annexure-A

SUMMARY OF THE PROCEEDINGS OF THE 2nd ANNUAL GENERAL MEETING

The 2nd Annual General Meeting (AGM) of the members of NDR Auto Components Limited was held today at 11 a.m. through Video Conferencing (VC) / Other Audio Visual Means (OAVM).

Members present through VC & Other audio-visual means: 103

Mr. Sanjiv Kapur, Chairman chaired the 2nd AGM. The business before the meeting was taken up as quorum was present at the beginning and throughout the meeting. The Chairman informed that in view of the restrictions due to outbreak of COVID-19 and considering the social distancing norms, the AGM was conducted through VC / OAVM. This Meeting was conducted in accordance with the circulars issued by the Ministry of Corporate Affairs (MCA) and the Securities and Exchange Board of India (SEBI).

Mr. Vinod Kumar, Chief Financial Officer welcomed the members and briefed them on certain points relating to their participation at the Meeting through VC/ OAVM. The Directors, Auditors, Company Secretary and Secretarial Auditor and Scrutinizer were introduced. He informed Chairman of Audit Committee and Stakeholder Relationship Committee was present to reply to the shareholders query(s).

It was announced that all documents referred in Notice convening the AGM and explanatory statement and others as required under law were available for inspection during the conduct of the meeting electronically on Company's website.

The Chairman delivered the speech and explained about the performance of the Company.

With the permission of the members present, the Notice convening the 2nd AGM and the Directors' Report were taken as read as the same had already been circulated to the Members. As there were no qualifications in the Audit Report, and Secretarial Audit Report it was not required to be read. Further Secretarial audit report spoke about certain events which were self-explanatory and in the nature of information only.

In accordance with provisions of the Companies Act, 2013, and the rules framed there

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under and Regulation 44 of the SEBI (LODR) Regulations 2015, the Company had provided electronic facility to the members entitled to cast their vote through remote e-voting, from 09:00 a.m. on 18th September, 2021 till 05.00 p.m. on 21st September, 2021. The Company had also arranged for e-voting at the time of AGM on all 7 (seven) resolutions forming part of the notice of the AGM for those members who had not cast their vote through remote e-voting. Mr. R S Bhatia, Company Secretary in Practice has been appointed as the Scrutinizer for the purpose of scrutinizing the process of remote e-voting held prior and e-voting during the AGM.

The following items of Ordinary and Special businesses as contained in the Notice convening the 2nd AGM and as listed under serial nos. 1 to 7 below were transacted through remote e-voting and through e-voting at the AGM venue:

S. No.	Particulars	Type of resolution
Ordinary Business		
1	Adoption of the audited financial statements (including the consolidated financial statements) of the Company for the year ended 31 March, 2021 including the audited Balance Sheet as at 31 March, 2021, the statement of Profit and Loss for the year ended on that date and the reports of the Board of Directors and Auditors thereon	Ordinary Resolution
2	Declaration of Dividend on Equity Shares for financial year 20-21	Ordinary Resolution
3	Appointment of Mr. Rohit Relan (DIN: 00257572), Director who retires by rotation	Ordinary Resolution
4	Appointment of Mr. Sanjiv Kapur (DIN: 00755441), Director who retires by rotation	Ordinary Resolution
Special Business		
5	Authorization for related party transactions with Bharat Seats Limited	Ordinary Resolution
6	Authorization for related party transactions with Toyo Sharda India Private Limited	Ordinary Resolution
7	Amendment of 'matters which are necessary for furtherance of the objects specified in clause 3(a)' of Memorandum of Association	Special Resolution

One of the Member who got himself registered as speaker was given an opportunity to speak and there after spoke during AGM.

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The Chief Financial Officer informed on the e-voting process and that the consolidated voting results will be disseminated on the website of the BSE and NSE at www.bseindia.com and www.nseindia.com respectively and CDSL and will also be made available on the Company's Website at www.ndrauto.com, latest by 24th September, 2021.

The Chairman thanked the members present at the meeting. The Chairman also thanked the Directors and Auditors for joining the meeting. The e-voting was kept open for next 30 minutes to enable the members to cast their vote.

The meeting concluded at 11:37 a.m. with a vote of thanks to the Chair and e-voting concluded at 12:07 a.m.

Post completion of the Annual General Meeting, after scrutiny of votes the Scrutinizer submitted his Report. As per the report submitted by the Scrutinizer considering the consolidated results of the remote e-voting held prior and e-voting during the AGM, all resolutions (Ordinary and Special) embodied in the Notice of Annual General Meeting dated 10th August, 2021 were passed with requisite majority.

For NDR AUTO COMPONENTS LIMITED


KOMAL JAIN
COMPANY SECRETARY
M. No- A40470

