

SL/BSE/NSE/2021-22

September 14, 2021

The Manager ,
Listing Department,
National Stock Exchange of India Ltd.,
'Exchange Plaza' C-1, Block G,
Bandra-Kurla Complex, Bandra (E),
Mumbai-400 051.
Security ID: SUBROS

Dy. General Manager,
Department of Corporate Services,
BSE Limited,
First Floor, P.J. Towers,
Dalal Street, Fort,
Mumbai – 400001.
Security ID: 517168

Dear Sir/ Madam,

Sub: Proceedings of 36th Annual General Meeting of the Members of the Company

In terms of General Circulars No. 14/2020 dated April 8, 2020; No. 17/2020 dated April 13, 2020; No. 20/2020 dated May 5, 2020 and No. 02/2021 dated January 13, 2021 issued by the Ministry of Corporate Affairs and in compliance with other applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), the 36th Annual General Meeting of Subros Limited ("the Company") was held on Tuesday, 14th September, 2021 at 11.30 a.m. (IST) ('AGM') through Video Conferencing / Other Audio Visual Means ('OAVM') to transact the business as stated in the Notice of AGM. The summary of the proceedings of the AGM as required in terms of Regulation 30 of the Listing Regulations is enclosed herewith as Annexure A.

A copy of the same is also being made available on the website of the Company at www.subros.com/investors.html.

Kindly take the same on your record.

Thanking you,

Yours faithfully,
For SUBROS LIMITED

X 

Rakesh Arora
Company Secretary

Encl: as above

SUMMARY OF PROCEEDINGS OF 36TH ANNUAL GENERAL MEETING (“AGM”) OF SUBROS LIMITED

The 36th Annual General Meeting of the Company was held on Tuesday, 14th September, 2021 at 11.30 a.m. (IST) through Video Conferencing / Other Audio Visual Means (“OAVM”). The Meeting was conducted in accordance with the circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India.

The Company Secretary welcomed the Members and other dignitaries to the AGM and briefed them on certain points relating to their participation and voting in the meeting through OAVM.

The Company Secretary introduced the Directors, auditors and the invitees present at the AGM.

The Directors, statutory auditors, secretarial auditor-cum-scrutinizer, cost auditors and senior management of the Company were present at the meeting through OAVM from their respective locations.

Ms. Shradha Suri, Chairperson & Managing Director (“CMD”), extended a warm welcome to all the Shareholders / Members and other invitees attending the AGM.

The CMD called the meeting to order as requisite quorum was present.

With the consent of the Members present, the Notice convening the AGM and the Auditors’ Report for the year ended March 31, 2021 was taken as read. The Company Secretary informed that there was no qualification or adverse remark in the Statutory Auditors’ and Secretarial Auditors’ Report.

The CMD expressed profound grief and sorrow on the sad and sudden demise of Mr. Ramesh Suri, Chairman of the Company. One minute silence was observed to pay tribute to him. Then CMD made her opening remarks and speech covering the overview of the global impact of Covid-19 pandemic, industry outlook, highlights of operating performance and future outlook of the Company.

In terms of the Notice convening the 36th AGM of the Company, the following businesses were transacted at the Meeting through e-voting. All Resolutions were Ordinary Resolutions.

- i. Adoption of Audited Financial Statements (standalone and consolidated) of the Company for the financial year ended on March 31, 2021 together with the Reports of the Board of Directors and Auditors’ thereon.
- ii. To declare dividend on equity shares for the financial year ended on March 31, 2021.
- iii. Re-appointment of Dr. Jyotsna Suri, Director who retires by rotation.
- iv. To ratify and approve the remuneration of the Cost Auditors for the financial year 2021-22.
- v. Approve the material related party transactions with Global Autotech Limited.
- vi. Appointment of Mr. Parmod Kumar Duggal as Whole-time Director designated as CEO.

The Members present at the Meeting were given an opportunity to ask questions and seek clarification(s). The CMD appropriately responded to the questions raised.

Post the question and answer session, the Company Secretary informed the Members about the e-voting process and that the consolidated voting results will be disseminated on website of the Stock Exchanges on which the Company’s shares are listed and will also be made available on the website of the Company at www.subros.com/investors.html and the National Securities Depository Limited.

The CMD then thanked the Members for their continued support and for attending and participating in the AGM. She also thanked the Directors for joining the AGM. The e-voting facility was kept open for 15 minutes to enable the Members to cast their vote.

The meeting concluded at 12.35 p.m. (including time of 15 minutes allowed for e-voting) with a vote of thanks to the Chair.