

26<sup>th</sup> August, 2022

**The BSE Limited**

Department of Corporate Services  
Floor 1, New Trading Ring  
Rotunda Building. P.J. Towers  
Dalal Street, Fort  
Mumbai 400 001.

**Scrip Code - 520057**

**National Stock Exchange of India Ltd.**

Exchange Plaza, 5th Floor,  
Plot No. C/1, G Block  
Bandra - Kurla Complex  
Bandra (E)  
Mumbai 400 051.

**Symbol - JTEKTINDIA; Series - EQ**

**Sub : Proceedings of 38<sup>th</sup> Annual General Meeting ('AGM').**

Dear Sir(s),

In continuation to our letter dated 1<sup>st</sup> August, 2022, the 38<sup>th</sup> Annual General Meeting of the Company was held today i.e. 26<sup>th</sup> August, 2022 and the business mentioned in the Notice dated 20<sup>th</sup> May, 2022 was transacted.

In this regard, please find enclosed herewith the proceedings as required under the Regulation 30, Part A of Schedule - III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations.

This is for your information and records.

Thanking you,

Yours faithfully,

For **JTEKT India Limited**

**Ashish Srivastava**  
Company Secretary



**SUMMARY OF PROCEEDINGS OF THE THIRTY EIGHTH ANNUAL GENERAL MEETING OF THE SHAREHOLDERS OF JTEKT INDIA LIMITED HELD ON FRIDAY, 26<sup>TH</sup> AUGUST, 2022 AT 10.00 A.M. THROUGH VIDEO CONFERENCING (“VC”)/ OTHER AUDIO VISUAL MEANS (“OAVM”) DEEMED TO BE HELD AT UGF-6, INDRAPRAKASH 21, BARAKHAMBA ROAD, NEW DELHI 110 001 AND CONCLUDED AT 11:18 A.M.**

**DIRECTORS PRESENT:**

- Mr. Hitoshi Mogi : Chairman & Managing Director (*Attended through Video Conference and other audio visual means*)
- Mr. Satoshi Komeda : Director (Operations) (*Attended through Video Conference and other audio visual means*)
- Mr. Rajiv Chanana : Director & CFO (*Attended through Video Conference and other audio visual means*)
- Mr. Takumi Matsumoto : Director (*Attended through Video Conference and other audio visual means*)
- Mr. Taku Sumino : Director – Nominee of MSIL (*Attended through Video Conference and other audio visual means*)
- Mr. Inder Mohan Singh : Independent Director (Chairman-Nomination and Remuneration Committee) (*Attended through Video Conference and other audio visual means*)
- Lt.Gen. Praveen Bakshi (Retd) : Independent Director (Chairman-CSR Committee) (*Attended through Video Conference and other audio visual means*)
- Mrs. Hiroko Nose : Independent Woman Director (Chairperson – Audit Committee) (*Attended through Video Conference and other audio visual means*)
- Mr. Masahiko Morimoto : Independent Director (*Attended through Video Conference and other audio visual means*)

**IN ATTENDANCE**

- Mr. Shashank Agarwal : Partner, B.S.R. & Co.LLP, Statutory Auditors (*Attended through Video Conference and other audio visual means*)
- Mr. Krishna Kumar Singh : Secretarial Auditors & Scrutinizer (*Attended through Video Conference and other audio visual means*)
- Mr. Ashish Srivastava : Company Secretary & Compliance Officer (*Attended through Video Conference and other audio visual means*)



### **SPECIAL INVITEE**

Mr. Sudhir Chopra : Senior Advisor

### **MEMEBERS PRESENT**

(in person through Video  
Conference and other audio visual  
means) : 214

Mr. Hitoshi Mogi presided over as Chairman of the meeting.

Mr. Hitoshi Mogi, welcomed the shareholders present at the meeting and introduced Directors, Special Invitee, Statutory Auditors and Secretarial Auditor to the shareholders of the Company and informed that this meeting was being held through video conferencing in accordance with the circulars issued by the Ministry of Corporate Affairs and SEBI. The quorum being present, called the meeting to order.

The Chairman addressed the shareholders and spoke about Financial Performance of the Company, current economic situations and its impact. After his speech Chairman requested Mr. Sudhir Chopra to take up the rest of the proceedings of the meeting.

As part of the proceedings, the Mr. Sudhir Chopra, informed that the Audited Standalone and Consolidated Financial Statements for the year ended 31st March, 2022 together with Statutory Auditors' Report and Board Report were sent to all shareholders of the Company by email and the Statutory Auditor BSR & Co. LLP and Secretarial Auditor Mr. Krishna Kumar Singh have expressed their unqualified opinion in the respective Audit Reports for the Financial Year 2021-22. There were no qualifications, observations or adverse comments on financial statements and matters which have any material bearing on the functioning of the Company.

Thereafter, Mr. Sudhir Chopra invited comments from the shareholders on the working of the Company. Few Shareholders spoke and appreciated the management of the Company for the good corporate governance practices followed by the Company. A few queries were raised by the shareholders, which were suitably replied. After that Mr. Chopra and Mr. Mogi thanked the shareholders for their comments/suggestions.

It was further informed to the shareholders that e-voting facility was provided to all shareholders to vote electronically along with e-voting facility at AGM (insta-poll) at the meeting, which shall remain open for 15 minutes from conclusion of this meeting.

The following items of business, as per the Notice of the AGM were transacted:

### **Ordinary Business**

1. Adoption of Standalone and Consolidated Financial Statement for the financial year ended 31st March, 2022 including audited Balance Sheet as at 31st March, 2022, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.



2. Declaration of Dividend on equity shares for the year ended 31st March, 2022.
3. Re-appointment of Mr. Takumi Matsumoto (DIN 09214828) who retires by rotation and being eligible, offers himself for re-appointment.
4. Appointment of M/s BSR & Co LLP, Chartered Accountants (ICAI registration No. 101248W/W-100022), as Statutory Auditors of the Company.

**Special Business**

5. Appointment of Mr. Satoshi Komeda (DIN 09607693) as Director (Operations) of the Company.
6. Payment of remuneration to Mr. Satoshi Komeda (DIN 09607693) as Director (Operations) of the Company.
7. Appointment of Mr. Taku Sumino (DIN: 09608944) as Director of the Company.
8. Appointment of Mr. Rajiv Chanana (DIN 02630192) as Director & CFO of the Company.
9. Payment of remuneration to Mr. Rajiv Chanana (DIN 02630192) as Director & CFO of the Company.
10. Appointment of Mr. Masahiko Morimoto (DIN 06933969) as Independent Director of the Company.
11. Approval to enter into material related party transactions.

The Shareholders were informed that in compliance with the requirements of law, the Board of Directors of the Company had appointed Mr. Krishna Kumar Singh, Practicing Company Secretary as scrutinizer to supervise the remote e-voting and insta-poll process and to report combined voting results of e-voting and the insta-poll for each of the items as per the Notice of the AGM.

The Chairman mentioned that the results of voting shall be announced within the stipulated time and the same will be displayed at the website of the Company. He thanked the members for participating in the meeting. The e-voting facility was kept open for next 15 minutes to enable the members to cast their vote.

**For JTEKT India Limited**



*Ashish*  
Ashish Srivastava  
Company Secretary