



AIA Engineering Limited

September 12, 2022

To,
The Manager (Listing),
The BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001
Script Code: 532683

To,
The Manager (Listing),
National Stock Exchange of India Limited
“Exchange Plaza”, C-1 , Block – G,
Bandra - Kurla Complex, Bandra (E)
Mumbai – 400 051
Script Code: AIAENG

Dear Sir/Madam,

Sub.: Proceeding of 32nd Annual General Meeting of AIA Engineering Limited

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Proceedings of the 32nd Annual General Meeting of the Company held on 12th September, 2022.

Please take the above on your record.

Thanking you,

Yours faithfully,
For AIA Engineering Limited

S. N. Jetheliya
Company Secretary



Encl: As above

CIN : L29259GJ1991PLC015182

An ISO 9001 Certified Company

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SUMMARY OF THE PROCEEDINGS OF 32ND ANNUAL GENERAL MEETING (“AGM”) OF AIA ENGINEERING LIMITED HELD ON MONDAY, 12TH SEPTEMBER, 2022 THROUGH VIDEO CONFERENCING (“VC”) / OTHER AUDIO VISUAL MEANS (“OAVM”) AT 10.00 A.M.

Directors Present:

1. Mr. Rajendra S. Shah	-	Chairman
2. Mr. Bhadrash K. Shah	-	Managing Director
3. Mr. Yashwant M. Patel	-	Whole-Time Director
4. Mr. Sanjay Majmudar	-	Independent Director
5. Mr. Dileep C. Choksi	-	Independent Director
6. Mr. Rajan Harivallabhdas	-	Independent Director
7. Mrs. Janaki U. Shah	-	Independent Director
8. Mrs. Bhumika S. Shodhan	-	Non-Executive Director
9. Mrs. Khushali S. Solanki	-	Non-Executive Director

In Attendance:

Mr. S. N. Jetheliya	-	Company Secretary
Mr. Viren Thakkar	-	Chief Financial Officer
Mr. Rupen Shah	-	Partners, B S R & Co., LLP, Statutory Auditors
Mr. Tushar Vora	-	Secretarial Auditor and Scrutinizer for remote e-voting and e-voting during the AGM
Mr. Paresh Shukla	-	Moderator

Members Present:

41 persons have attended AGM through Video Conferencing.

Mr. Rajendra S. Shah, Chairman of the Company, occupied the chair and welcomed the members and other invitees who have attended the Annual General Meeting (“AGM”). The requisite quorum being present, the Chairman called the meeting to order. Chairman informed that due to outbreak of COVID-19, this AGM is being held through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”) as per the circulars issued by Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI). He then introduced the Directors of the Company one by one. Chairman of Stakeholders’ Relationship Committee, Audit Committee and Nomination and Remuneration Committee were present at the meeting. He further acknowledged the presence of Mr. Rupen Shah, Partners, B S R & Co. LLP., Statutory Auditors of the Company and Mr. Tushar Vora, Secretarial Auditor and Scrutinizer and other Senior Key Executives of the Company. He then authorised Mr. S. N. Jetheliya, Company Secretary of the Company, to start the proceeding of the Meeting.

Mr. S. N. Jetheliya informed that the Company had taken the requisite steps to enable members to participate and vote on the items being considered at the AGM. He further informed the Members that the Register of Directors and Key Managerial Personnel (KMP), the Register of Shareholding of Directors & KMP, the Register of Contracts and Minutes of the previous AGM were made available electronically for inspection by the members during the AGM.

Thereafter, he referred to the Notice dated May 25, 2022 convening the 32nd Annual General Meeting and with the consent of the members present, the Notice was taken as read.



He apprised the members that there were no qualifications, observations or comments on the financial transactions or matters which have any adverse effect on Company's functioning, in the Auditors' Reports or in the Secretarial Auditors' Report for Financial Year 2021-22, which are required to be read before the AGM in terms of Section 145 of the Companies Act, 2013 read with the relevant Secretarial Standard. In view of this, the same were taken as read.

Chairman then delivered his speech.

Thereafter, Chairman requested Mr. S. N. Jetheliya, Company Secretary to further carry on the proceeding of the AGM.

The following items of businesses, as per the Notice of 32nd AGM were transacted:

1. Adoption of Standalone and Consolidated Financial Statements for the Financial Year ended 31st March, 2022 along with report of the Board of Directors and Auditors thereon.
2. Declaration of Dividend on Equity Shares @ 9/- per share for the Financial Year 2021-22.
3. Re-appointment of Mrs. Khushali S. Solanki, a Director retires by rotation.
4. Re-appointment of B S R & Co. LLP, Chartered Accountants, Ahmedabad (Firm Registration No. 101248W/W- 100022), as the Statutory Auditors of the Company for the second term and fix their remuneration.
5. Re-appointment of Mr. Yashwant M. Patel as Whole-Time Director for a period of five years with effect from 1st April, 2022.
6. Approval of Related Party Transactions.
7. Ratification of remuneration payable to Kiran J. Mehta & Co, Cost Accountant.

Mr. S. N. Jetheliya invited those shareholders who have registered themselves as speakers at the meeting to ask their queries one by one. Mr. S. N. Jetheliya, Company Secretary requested Mr. V. Rangan, a shareholder who was registered to speak at the meeting to ask the questions. Mr. V. Rangan asked Finance and Accounts related queries. Mr. Sanjay Majmudar, Chairman of the Audit Committee replied to his queries. The member showed satisfaction to the answers given for the queries raised by him. No other member raised any query or sought any clarification.

The Company Secretary informed the members that in terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company had provided Remote E-voting facility to the members vide Notice of AGM dated May 25, 2022. Members voted through Remote E-voting during September 8, 2022 (9.00 a.m.) to September 11, 2022 (5.00 p.m.), being the period fixed for E-voting as per relevant Rules under the Companies Act, 2013. Then Company Secretary briefed about the E-voting process during the meeting. He further informed that that the resolutions mentioned in the Notice of AGM would be passed through Remote E-voting and E-voting process by the members / representatives who did not participate in Remote E-voting and who participated in the meeting. He informed the members that the facility to vote on the resolutions contained in the Notice of the meeting shall remain open upto 30 minutes from the conclusion of the meeting.

He further informed that the Company has appointed Mr. Tushar M. Vora, a Practicing Company Secretary, as scrutinizer to scrutinize the Remote E-voting and E-voting during the AGM in a fair and transparent manner.



Mr. Rajendra S. Shah, Chairman informed the members that the results of E-voting would be announced on or before the statutory time prescribed and would also be intimated to the Stock Exchanges and posted on the Website of the Company and CDSL and authorised Mr. S. N. Jetheliya, Company Secretary accordingly.

The Chairman then thanked the shareholders and Directors for participating in the meeting and wished them best health and safety in the year ahead.

Mr. S. N. Jetheliya, Company Secretary declared the meeting as closed.

The meeting concluded at 10:28 A.M.

For AIA Engineering Limited

S. N. Jetheliya
Company Secretary

