

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 38<sup>th</sup> Annual General Meeting of the Company**

In terms of General Circulars 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 38<sup>th</sup> Annual General Meeting of Subros Limited ("the Company") was held on Tuesday, 5<sup>th</sup> September, 2023 at 11.30 a.m. (IST) ('AGM') through Video Conferencing / Other Audio Visual Means ('OAVM') to transact the businesses 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**.

The same is also being made available on the website of the Company [www.subros.com/investors.html](http://www.subros.com/investors.html).

Kindly take the same on your record.

Thanking you,

Yours faithfully,  
For **SUBROS LIMITED**

**Kamal**  
**Samtani**  
Digitally signed  
by Kamal Samtani  
Date: 2023.09.05  
16:42:26 +05'30'

Kamal Samtani  
Company Secretary

Encl: as above

## **SUMMARY OF PROCEEDINGS OF 38<sup>th</sup> ANNUAL GENERAL MEETING ('AGM') OF SUBROS LIMITED**

The 38<sup>th</sup> Annual General Meeting of the Company was held on Tuesday, 5<sup>th</sup> September, 2023 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 relating to the participation and e-voting process in the meeting.

The Directors, statutory auditors, secretarial auditor cum-scrutinizer, cost auditor and senior management of the Company were present at the meeting.

The requisite quorum being present, the meeting was called to order.

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

Thereafter, she updated the Members on the industry, business scenario and financial performance.

With the consent of the Members present, the Notice convening the AGM and the Auditors' Report for the year ended March 31, 2023 was taken as read. The Company Secretary informed that there was no qualification or adverse remark in the Statutory Auditors' and Secretarial Auditors' Report.

In terms of the Notice convening the 38<sup>th</sup> AGM of the Company, the following businesses were announced for consideration as Ordinary Resolution(s):

1. Adoption of the Audited Financial Statements (standalone and consolidated) of the Company for the financial year ended March 31, 2023, together with the Reports of the Board of Directors and Auditors thereon.
2. Declare dividend on equity shares for the financial year ended on March 31, 2023.

3. Re-appointment of Mr. Tomoaki Yoshimori, who retires by rotation.
4. Ratify and approve the remuneration of the Cost Auditors for the Financial Year 2023-24.
5. Approve the material related party transactions with Global Autotech Limited.
6. Approve the material related party transactions with Denso Haryana Private Limited.
7. Approve material related party transactions with Maruti Suzuki India Limited.
8. Approve material related party transactions with Suzuki Motor Gujarat Private Limited.

The Members present at the Meeting were given an opportunity to express their views / ask questions. The CMD / CEO / CFO appropriately responded to the queries raised.

After the Q&A, the Company Secretary informed the Members about the e-voting process and stated that the consolidated voting results will be disseminated on the website of BSE Limited & National Stock Exchange of India Limited and will also be made available on the website of the Company at [www.subros.com/investors.html](http://www.subros.com/investors.html).

The Company Secretary submitted vote of thanks to the Chairperson for conducting the proceedings on behalf of the Members and Directors of the Company.

Thereafter, the Chairperson thanked the Members & Directors and formally concluded the AGM.

The e-voting facility was kept open to enable the Members to cast their vote.

The AGM concluded at 12.26 p.m. IST (including time allowed for e-voting).

