



**TRITON**  
VALVES LTD

Challenging Excellence

September 28, 2020

To,  
The Manager, Listing Department,  
BSE Limited,  
PJ towers, Dalal Street, Fort,  
Mumbai - 400 001  
BSE Symbol: 505978

Dear Sir,

**Sub: Summary of proceedings of 44<sup>th</sup> Annual General Meeting held on Monday, September 28, 2020.**

Pursuant to the General Circular No. 14/ 2020 dated 8<sup>th</sup> April 2020, General Circular No. 17/ 2020 dated 13<sup>th</sup> April 2020 and General Circular No. 20/ 2020 dated 5<sup>th</sup> May 2020 issued by Ministry of Corporate Affairs, in relation to 'Clarification on holding of AGM through Video Conferencing (VC) or other audio visual means (OAVM)' and Securities and Exchange Board of India vide Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12<sup>th</sup> May 2020, in relation to 'Additional relaxation in relation to compliance with certain provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 ('Listing Regulations) and in compliance with applicable provisions of the Companies Act, 2013 and Listing Regulations, the 44<sup>th</sup> Annual General Meeting (AGM) of the Company was held on Monday, September 28, 2020 at 04.00 pm (1ST) through VC/OAVM to transact the business as stated in the Notice dated August 20, 2020. The meeting commenced at 04.00 pm and concluded at 06.00 pm.

The consolidated voting results along with the scrutinizer's report will be made available on the Company's website at [www.tritonvalves.com](http://www.tritonvalves.com), on the website of BSE at <https://www.bseindia.com>.

Kindly take the same on your records and oblige.

Thanking You,

Yours Sincerely,  
For Triton Valves Limited

Swathishree K R  
Company Secretary & Compliance Officer



## Summary of proceedings of the 44<sup>th</sup> Annual General Meeting

The 44<sup>th</sup> Annual General Meeting (AGM) of the Members of Triton Valves Limited ('the Company') was held on Monday, September 28, 2020 at 04.00 PM (IST) through Video Conferencing (VC)/Other Audio-Visual Means (OAVM). The Company while conducting the meeting has complied with the applicable MCA circulars, SEBI circulars in view of the outbreak of Covid-19 pandemic.

The Chairman of the Company, Mr. S K Welling welcomed the Members to the 44<sup>th</sup> Annual General Meeting. The requisite quorum being present, the Chairman of the meeting called the meeting to order. All the Directors of the Company, Chairman of the Audit Committee, Nomination and Remuneration Committee, Corporate Social Responsibility Committee and Stakeholders' Relationship Committee were present at the Meeting via VC. The representatives of the Statutory Auditor, Deloitte Haskins & Sells LLP and Mr. Parameshwar Hegde, Secretarial Auditors were also present at the Meeting via VC.

The Chairman then requested Ms. Swathishree K R, Company Secretary to provide general information about the meeting for the benefit of Shareholders' participating in the meeting. Ms. Swathishree K R informed the Members that the Company has made available the facility for the shareholders to join the meeting through video conference in pursuance of the provisions of Companies Act, 2013, SEBI regulations & due to the health concerns arising from Covid-19 pandemic and live web-streaming of this meeting was also being done through the video conference facility provided by NSDL.

Since the meeting was conducted through virtual means, the option of appointing proxy was not allowed as per the Circular of the Ministry of Corporate Affairs. Only the Shareholders could attend the meeting.

The Company Secretary further informed the Members that the Company had provided the Members the facility to cast their vote through remote electronic voting on all resolutions set forth in the Notice. The Company Secretary also informed the Members who were present at the AGM but who had not cast their votes prior through remote e-voting to cast their vote during the AGM through NSDL e-voting website. Company Secretary also informed the Members that Registers and documents that are required to be made available during the meeting for inspection to the shareholders under the Companies Act, 2013 were available for electronic inspection.

Then the Chairman, Mr. S K Welling delivered the Chairman speech followed by a presentation of Mr. Aditya M Gokarn, Managing Director on the performance of the Company.

The Chairman announced that with the consent of the Members, the Notice along with the Financial Statements and Directors Report already sent to Members be taken as read and since there were no adverse remarks, qualifications or observations in the Auditors Report and there are modified qualifications in the Secretarial Audit Report, it did not call for reading the said reports.





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The following items of business, as per the Notice of AGM dated August 20, 2020, were transacted at the meeting:

**ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Financial Statements (including the Consolidated Financial Statements) for the financial year ended March 31, 2020 and the Reports of the Directors including Secretarial Audit Report and report of the Auditors thereon.
2. To confirm the payment of Interim Dividend of Rs.15 per equity share already paid during the year for the Financial Year 2019-20.
3. To appoint a Director in place of Mrs. Anuradha M. Gokarn (DIN: 00185509), who retires by rotation and being eligible, offers herself for re-appointment.

**SPECIAL BUSINESS:**

4. Re-appointment of Mr. Shrikant Kamalakant Welling (DIN: 00050943) as an Independent Director and continuation of Mr. Shrikant Kamalakant Welling, as a Non-Executive Director for a term of five years.
5. Ratification of Cost Auditor's Remuneration.

Clarifications were provided to the queries raised by the members.

The Chairman of the meeting then informed that the Board of Directors had appointed Mr. Parameshwar Bhat, Practicing Company Secretary as the Scrutinizer to supervise the remote electronic voting and voting during the AGM in a fair and transparent manner.

The Chairman of the meeting further informed that the results of the remote e-voting and voting at the AGM, together with the Report of Scrutinizer thereon will be declared and published on or before September 30, 2020. He further, authorized the Company Secretary, Mr. Swathishree K R to declare and publish the results.

The Chairman of the meeting thanked the Shareholders for their active participation in the 44<sup>th</sup> AGM of the Company and declared the meeting as concluded.

