



The Indian Hume Pipe Co. Ltd.

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CIN : L51500MH1926PLC001255

HP/SEC/

3rd August, 2023

1. BSE Ltd.
Corporate Relationship Department,
1st Floor, New Trading Ring,
Rotunda Building, P. J. Towers,
Dalal Street, Fort, Mumbai - 400 001

2. National Stock Exchange of India Ltd.
Exchange Plaza, 5th floor,
Plot No. C/1, G Block,
Bandra-Kurla Complex,
Bandra (East), Mumbai - 400 051

BSE Scrip Code: 504741

Symbol – INDIANHUME; Series EQ

Dear Sirs,

Sub: Proceedings of the 97th Annual General Meeting

The 97th Annual General Meeting (AGM) of the Company was held on 3rd August, 2023 at 2.30 p.m. (IST) through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM") and the businesses mentioned in the Notice dated 19th June, 2023 were transacted.

We enclose the summary of proceedings of the 97th AGM under Regulation 30, Part-A of Schedule-III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

This is for your information and record.

Thanking you,

For The Indian Hume Pipe Company Limited



S. M. Mandke
Vice President - Company Secretary
FCS-2723

SUMMARY OF PROCEEDINGS OF THE 97th ANNUAL GENERAL MEETING

The 97th Annual General Meeting (AGM) of the Members of The Indian Hume Pipe Co. Ltd. ("the Company") was held on Thursday, 3rd August, 2023 at 2.30 p.m. (IST) through Video Conference ("VC")/ Other Audio Visual Means ("OAVM"). The AGM was held through VC/ OAVM facility in accordance with the circulars issued by the Ministry of Corporate Affairs ('MCA') and The Securities and Exchange Board of India ('SEBI') under the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"). The deemed venue for the 97th AGM was the Registered Office of the Company.

Mr. Rajas R. Doshi, Chairman & Managing Director, Chairman of the Board presided over the meeting and took the Chair. He commenced the proceedings of the 97th Annual General Meeting after ascertaining that the requisite quorum was present. The meeting commenced at 2:30 pm (IST).

Directors present :

Mr. Rajas R. Doshi, Chairman & Managing Director, Mr. Mayur R. Doshi, Executive Director, were present from Registered office, Mumbai, Mr. Rajendra M. Gandhi, Independent Director and Chairman of the Audit Committee was present from Solapur, Mr. Rameshwar D. Sarda, Independent Director was present from Nashik. Mr. Vijay Kumar Jatia, Independent Director and Chairman of the Nomination and Remuneration Committee, Ms. Anima B. Kapadia, Non-Executive Director and Chairperson of the Stakeholders Relationship Committee, Ms. Jyoti R. Doshi, Non-Executive Director, Ms. Sucheta N. Shah, Independent Director and Mr. Nandan Damani, Independent Director were present in the meeting through Video conferencing from their respective locations from Mumbai.

Mr. S. M. Mandke, Vice President - Company Secretary and Mr. M. S. Rajadhyaksha, Vice President - CFO were present through Video Conferencing from Registered office Mumbai.

Mr. Sachin Negandhi and Ms. Komal Khedkar, Partners of the Statutory Auditors viz., M/s K. S. Aiyar & CO., Chartered Accountants attended the meeting through VC from Mumbai. Mr. J. H. Ranade, JHR & Associates, Secretarial Auditor and Scrutinizer and Mr. S. C. Mawalankar, Cost Auditor attended the meeting through VC from their respective locations from Thane.

Members present:

61 Members attended the meeting through Video Conferencing from their respective locations.

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The Chairman welcomed the Members and other attendees for the meeting. He briefed the Members regarding the arrangements made for the meeting. The Chairman informed that the Company had enabled the Members to participate in the 97th AGM through the Video Conferencing facility provided by NSDL. Members were provided the facility to exercise their right to vote by electronic means, through remote e-voting from Sunday, 30th July, 2023 at (9:00 a.m. IST) to Wednesday, 2nd August, 2023 upto 5.00 p.m. and e-voting at the AGM in accordance with the provisions of the Companies Act, 2013 and SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015. Members who have joined the meeting through VC and who have not cast their vote through remote e-voting, were provided the option to vote through e-voting facility made available at the AGM. The Company has appointed Mr. J. H. Ranade, Partner of M/s. JHR & Associates, Practising Company Secretaries, as Scrutinizer to supervise the e-voting process and to provide combined voting results of remote e-voting and e-voting at the AGM along with the Scrutinizers Report.

Thereafter, the Chairman mentioned that the Notice of the 97th AGM along with the Annual Report for the financial year 2022-23 had been sent through electronic mode to those members whose e-mail IDs were registered with the Company/ Depositories. The Notice of 97th AGM was taken as read as sent to the Members through email along with Annual Report for the year ended 31st March, 2023. The Chairman informed the Members that the Statutory Auditors have issued unmodified Audit report and there are no qualifications, observations or adverse comments hence the Auditor's report was taken as read. It was also informed that the statutory documents including the Register of Directors & Key Managerial Personnel & their shareholdings, Register of Contracts or Arrangements in which Directors are interested, Memorandum & Articles of Association of the Company and all the documents mentioned in the Notice of 97th AGM were available for inspection by the Members.

The Chairman then commenced his speech and gave an overview of the economy, operations and the financial performance of the Company during the financial year 2022-23.

Thereafter, the Chairman invited speaker shareholders, Ms. Lekha Shah, Mr. Anil Mehta, Vinay Bhide and Mr. Rohit Ohri who have pre-registered to speak and ask questions.

Ms. Lekha Shah, Mr. Anil Mehta and Vinay Bhide were not present in the 97th AGM. Thereafter Mr Rohit Ohri was invited to speak and ask questions.



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Mr. Rajas R. Doshi, the Chairman suitably replied to the queries of the shareholder.

Thereafter the Chairman moved the following items of business as set out in the Notice of the 97th AGM, were transacted at the meeting:

ORDINARY BUSINESS:

1. Adoption of Audited Financial Statements of the Company for the financial year ended 31st March, 2023 including the Audited Balance sheet as at 31st March, 2023 and the Statement of Profit and Loss and the Reports of the Board of Directors and Auditors thereon. **(Ordinary Resolution)**
2. Declaration of Dividend for the financial year ended 31st March, 2023 on Equity Shares of the Company. **(Ordinary Resolution)**
3. Re-appointment of Ms. Anima B. Kapadia (DIN: 00095831), who retires by rotation and being eligible offers herself for re-appointment. **(Ordinary Resolution)**

SPECIAL BUSINESS:

4. Re-appointment of Mr. Rajas R. Doshi (DIN:00050594) as Managing Director designated as Chairman & Managing Director of the Company. **(Special Resolution)**
5. Appointment of Mr. Nandan Damani (DIN: 00058396) as an Independent Non-Executive Director of the Company. **(Special Resolution)**
6. Payment of Commission to Non-Executive Directors of the Company. **(Special Resolution)**
7. Ratification of remuneration to Cost Auditor for the Financial Year 2023-24. **(Ordinary Resolution)**
8. Appointment of Branch Auditors. **(Ordinary Resolution)**

The Chairman announced that the e-voting results along with the consolidated Scrutiniser's Report shall be submitted to Stock Exchanges i.e. BSE Ltd and National Stock Exchange of India Ltd and also will be placed on the website of the Company (www.indianhumpipe.com) and on the website of National Securities Depository Limited ("NSDL") <https://www.evoting.nsdl.com> within 2 working days from the conclusion of the meeting. The Chairman declared the meeting as concluded at 3.06 p.m. The e-voting module was kept open for 15 minutes after conclusion of the proceedings of the meeting up to 3.21 p.m.

Thanking you,

For The Indian Hume Pipe Company Limited



S. M. Mandke
Vice President - Company Secretary
FCS-2723