

3M India Limited
CIN: L31300KA1987PLC013543

Concorde Block, UB City
24, Vittal Mallya Road,
Bangalore – 560 001
Phone: 080-45594366
Fax: 080-2223 1450
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3M

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August 26, 2020

The Corporate Relationship Department
Bombay Stock Exchange Limited,
1st Floor, New Trading Ring, Rotunda Building
P.J. Towers, Dalal Street, Fort
Mumbai - 400 001

Scrip Code - 523395

The Secretary
National Stock Exchange of India Limited
Exchange Plaza, Bandra – Kurla Complex
Bandra (E), Mumbai – 400 051

Scrip Code – 3MINDIA

Dear Sir/ Madam,

Sub: Disclosure of events pursuant to Regulation 30 (2) - Schedule III – Part A (13) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Ref: Summary of the proceedings of 33rd Annual General Meeting of 3M India Limited held on August 26, 2020 Video Conferencing (VC)/Other Audio-Visual Means (OAVM).

Dear Sir/Madam,

- The 33rd Annual General Meeting (AGM/Meeting) of the Members of the Company was held on Wednesday, August 26, 2020 at 03.15 p.m.(IST) (Meeting started 15minutes late due to technical issues) through Video Conferencing (VC)/Other Audio-Visual Means (OAVM). The Meeting was held in compliance with circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India.
- Mr. Bharat D Shah, Chairman of the Company was not able to attend the Meeting due to technical difficulties in connecting to the VC, hence Mr. Biren Gabhawala, Chairman of the Audit and Nomination and Remuneration Committee of the Company Chaired the Meeting (Chairman of the Meeting).
- The requisite quorum, being present, Chairman of the Meeting called the Meeting to order.
- The Chairman of the Meeting informed that the Meeting was held through VC/OAVM in compliance with the circulars issued by the Ministry of Corporate Affairs, Government of India and Securities and Exchange Board of India.

The Chairman of the Meeting introduced the Directors, Key Managerial Personnel's and the invitees present at the Meeting.



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- The Chairman of the Meeting confirmed the presence of Mr. Vikash Gupta, Partner, Messrs. BSR & Co., LLP, Statutory Auditors of the Company; Mr. Vijayakrishna K.T., the Secretarial Auditor and Scrutiniser appointed by the Company to scrutinise the e-voting process on the resolutions proposed in the notice of the said Meeting and Mr. Murali Krishna, Cost Auditor representing Rao, Murthy & Associates, through VC/OAVM.
- Mr. V Srinivasan, the Company Secretary of the Company provided the general instructions to the Members regarding participation in the Meeting and informed that the Company had provided the Members the facility to cast their votes electronically through remote e-voting on all the resolutions set forth in the notice and the facility for voting through e-voting system was made available during the AGM for Members who had not cast their vote prior to the Meeting.
- The Chairman of the Meeting affirmed he is satisfied that all the efforts feasible under the circumstances have been made by the Company to enable Members to participate and vote on the items being considered at the meeting.
- The Chairman of the Meeting then delivered his speech.
- The Chairman of the Meeting then invited Mr. Ramesh Ramadurai, the Managing Director of the Company to deliver his speech. Mr. Ramesh Ramadurai delivered his speech pertaining to the performance and various other initiatives of the Company.
- Thereafter, the Chairman of the Meeting resumed the proceedings of the Meeting. As the Notice was already circulated to all the members, Notice of the Meeting was taken as read. As there were no qualifications or observations or comments in the Independent Auditors' Report, both in Standalone and in Consolidated and in the Secretarial Audit Report, with the consent of the Members, Independent Auditors Report and Secretarial Audit Report were taken as read. Thereafter, The Chairman of the Meeting requested Mr. V. Srinivasan, the Company Secretary of the Company to briefly explain the background of all the Five (5) resolutions proposed to be passed at the Meeting. Mr. V. Srinivasan explained resolution details to the Members.
- The following items of the business as per the Notice of the AGM were commended for Members consideration and approval:

Ordinary Business

1. Adoption of Standalone Financial Statements for the year ended March 31, 2020.
2. Adoption of Consolidated Financial Statements for the year ended March 31, 2020.
3. Re-appointment of Mr. Amit Laroya (holding DIN: 00098933) who retires by rotation.



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Special Business

4. Ratification of remuneration payable to Messrs. Rao, Murthy & Associates, Cost Auditors for the Financial Year 2020-21.
 5. Approval of estimated Material Related Party Transactions for Three (3) Financial Years from April 1, 2020 to March 31, 2023.
- On the invitation of the Chairman of the Meeting, Members who had previously registered themselves as speakers, addressed the Meeting through VC/OAVM and sought clarifications on the Company's business.
 - Clarifications were provided by Mr. Ramesh Ramadurai, MD to the queries raised by the Members.
 - The Chairman of the Meeting, thereafter, thanked all the Members for their participation and for the constructive suggestions and comments.
 - The Chairman of the Meeting then authorised the Company Secretary to carry out the e-voting process and to declare the results of voting after receipt of Scrutiniser's Report.
 - The Chairman of the Meeting informed the Members that the e-voting results along with the consolidated Scrutiniser's Report shall be informed to the stock exchanges and also be placed on the website of the Company and KFin.
 - The Chairman of the Meeting thanked all the Members for their participation and announced the closure of the Meeting.
 - Total 100 Members were present for the Meeting.
 - The meeting commenced at 3:15 p.m. IST and concluded at 4:48 p.m. IST.

Also, please find enclosed copies of the Chairman's and Managing Director's Speech at the 33rd Annual General Meeting held today viz., August 26, 2020.

Kindly take the above intimation on your record.

Thanking you,



Yours faithfully,
For 3M India Limited
(Signature)
(V. Srinivasan)
Company Secretary

3M INDIA LIMITED
33rd Annual General Meeting
ADDRESS BY CHAIRMAN OF THE MEETING

Dear Shareholders of the Company,

On behalf of the Board of Directors of 3M India Limited, I am happy to welcome you all to the Thirty Third Annual General Meeting of your Company through Video Conference and Other Audio-Visual Means. Thank you for your presence here today. I trust the Notice convening the Meeting, the Boards' Report and the Audited Standalone and Consolidated Financial Statements together with the Auditor's Report for the year ended March 31, 2020, which was sent electronically on July 21, 2020 well in advance, have been with you for some time now.

First let me cover the changes in the composition of the Board of Directors during the Financial Year(FY) 2019-20 and first quarter of FY 2020-21:

- Ms. Debarati Sen, Non-Executive Director resigned as Director of the Company from the closing hours of March 02, 2020 due to her global role, travel related and other commitments in the United States with her engagement with 3M Company, USA.
- Ms. Sadhana Kaul, Non-Executive Director resigned as Director of the Company from the closing hours of May 05, 2020 as she had decided to pursue her career outside of 3M Group.

The Board places on record its appreciation for the contributions made by Ms. Debarati Sen and Ms. Sadhana Kaul to the progress of the Company during their tenure as Directors.

- Mr. B.V. Shankaranarayana Rao, Whole-time Director of the Company superannuated from the Company from



the closing hours of May 13, 2020 after a long association of 30 years of service with the Company.

The Board places on record its appreciation for the contributions made by Mr. Shankar to the progress of the Company during his tenure as Chief Financial Officer and as a Director.

- Mr. Bharat Shah was re-appointed for a second term as a Non- Executive Independent Director by the Members of the Company by way of a Special Resolution through Postal Ballot Notice dated February 11, 2020. The results of the voting by Postal Ballot were announced on March 26, 2020.
- At the Board meeting held on August 13, 2020, Mr. James Ernest Falteisek was appointed as an Additional Director categorized as Non- Executive Director and Ms. Mamta Janak Gore, the present CFO of the Company was appointed as an Additional Director and Whole-time Director from September 1, 2020.

I would like to extend a warm welcome to Mr. Jim Falteisek and Ms. Mamta Gore to the Board.

Coming out of a difficult year, and moving into an uncertain period, your Company registered a modest performance while focusing on strengthening the portfolio mix, maintaining fiscal prudence and cash flow management through most of Financial Year 2019-20. Your Company's revenue from operations on a standalone basis de-grew by 1.56% and on a consolidated basis de-grew by 1% for the financial year ended March 31, 2020. The operating margin on a standalone basis for the current year was 13.59% when compared to 19.02% for the previous financial year and on a consolidated basis, it was 16.34% for the current year vs 18.75 % for the previous financial year. Mr. Ramesh Ramadurai, Managing Director, will cover the details of the financial performance of the



Company for the FY2019-20 and for the 1st Quarter of 2020-21 in his speech separately.

Ladies and Gentlemen ,the COVID-19 crisis is a societal crisis threatening lives and the wellbeing of our society with a potential to fundamentally reshape the world. In India, we have crossed the 32 lakhs mark in number of cases with more than 58000 fatalities. The economic fallout of this crisis is inevitable. With more than 90% of the World's GDP in lockdown at some time or the other in the last few months, this is having a far-reaching impact on world economy. The International Monetary Fund pegs the cumulative output loss over 2020 and 2021 from the pandemic crisis at around \$ 10 trillion.

The Indian government took several steps to provide relief to the most vulnerable sections of the population by providing food grains and other support. The Government also announced steps to provide credit facility access to various sectors of the economy, viz., providing collateral-free automatic loans to MSME (Micro Small & Medium Enterprises), setting up liquidity facilities and providing partial credit guarantees for NBFCs (Non-Banking Financial Company), and others. These were steps in the right direction.

I would like to commend the leadership and employees of your Company for a comprehensive response during the new and unprecedented challenges during the period March – June 2020. Actions were undertaken to protect employees and ensure business continuity through a smooth transition to work from home. Medical and safety products were prioritized to nodal government agencies and hospitals overcoming supply chain disruptions. The employees of the Ranjangaon Plant did an incredible service by supporting critical manufacturing lines to ensure essential supplies



throughout the lockdown period. Humanitarian support was also extended to local communities affected by lockdown restrictions with timely food security initiatives.

Ladies and Gentlemen , as the global uncertainty continues due to the COVID-19 situation, your Company shall continue to focus on Business Continuity, emphasis on Cash Flow, and strengthen Customer engagements through virtual campaigns. Additionally, our India portfolio, focused on sectors like Healthcare, Consumer, Energy, etc., will be aligned with the current priorities, as well as early recovery.

As I conclude, Ladies and Gentlemen, I would like to express our sincere thanks to the Government of India and the State Governments of Karnataka, Maharashtra and Gujarat for their continued support. My thanks also go to our customers, dealers, suppliers, bankers, shareholders, 3M Company, USA and other 3M Group Companies worldwide for their support and co-operation.

On behalf of the Board, I convey special thanks and appreciation to the employees of the Company at all levels for their hard work, dedication and commitment and extend my gratitude to my fellow Directors on the Board for their counsel and commitment to the Company.

And of course, Dear valued shareholders, I once again look forward to your continued support and goodwill that provide us the encouragement and motivation to take 3M India to greater heights and looking forward to meeting you in person next year.

Place: Mumbai
Date: August 26, 2020

Biren Gabhawala
Chairman of the Meeting

Note: This does not purport to be a record of the proceedings of the Annual General Meeting.



3M INDIA LIMITED
33rd Annual General Meeting
ADDRESS BY MANAGING DIRECTOR

Thank you, Chairman.

Suswagata! Namaskara! Namashkar!

Dear Shareholders of the Company,

Good afternoon & welcome to the 33rd Annual General Meeting of your company, conducted virtually for the first time in today's extraordinary circumstances. I hope all of you are staying safe and well. It is my honor to serve as your company's Managing Director and to present an overview of our performance in the last financial year and our overall response to the current COVID situation.

At the outset, I would like to reinforce our safe harbor statement.

"In today's presentation there may be some predictive statements that reflect our current views about 3M India's future performance, but these are subject to risks and uncertainties".

The theme for our 2019-20 annual report is "Resilience for Sustainable Growth". We have been operating in a volatile and uncertain environment for some time now and the global pandemic has challenged us to adapt and be resilient through this. As a company, our constant endeavor has been to adapt quickly with a focus on mitigating the near-term impact while positioning our business for sustainable growth, as we come out of the crisis.

Across the world, 3M is at the forefront of fighting the global pandemic from many angles. 3M India stays true to the vision of the company to improve lives by prioritizing people at the heart of this crisis. Our response was anchored around three broad actions:



1. Protecting our employees.
2. Ensuring supplies of essential commodities for those who need them the most.
3. Supporting our communities to brave the challenges arising due to this crisis.

I will expand on each of these three responses, and the specific actions we have been taking.

First, our top priority was the safety of our employees. Our employees quickly adjusted to remote working and ensured business continuity. Our customers and partners have also supported us through this period. We will follow a phased approach to return to work at office locations. We have put in place strong, globally designed, workplace safety protocols to protect our employees at all our factories and offices.

Second, ensuring supplies of essential commodities: As a leading manufacturer of personal safety equipment, our solutions were deployed to help fight the pandemic around the world. Globally, our parent company significantly ramped up production capacity of respirators to meet the increased demand.

In India, our manufacturing facility at Ranjangaon (Pune) operated through-out the lockdown period, thanks to the commitment of our factory team. This ensured we were able to keep continuity of supplies of essential commodities such as respirators and hand-sanitizers.

The early days of the lockdown were particularly challenging with disruptions in supply chains and transportation of raw material and people. We are very thankful to the central and state governments as well as the local authorities where our plants are located, for their tremendous support, without which we could not have kept our operations running. We are also thankful for the



excellent support from our suppliers, service providers, and our business partners.

As a result of all of these efforts, we are very proud to inform you that your company has increased the supply of N95 and equivalent masks, from less than 5 lakh pieces in April 2020 to about 50 lakh pieces in the month of July 2020. This was possible, as mentioned before, by the intense efforts of our factory team in Ranjangaon (Pune), as well as strong support from 3M's overseas manufacturing locations. This also demonstrates the strength of your company to leverage both its local and global networks to contribute appropriately to the ongoing crisis. We prioritized these supplies to hospitals and the healthcare sector, nodal government agencies, and certain critical industries.

Third, community support: Since the COVID-19 outbreak, your company has taken up several community-support programs through our CSR initiatives. We provided support to stranded migrant worker families near our factory site with cooked food and dry rations. We have expanded this program to other locations as well. We are also providing critical equipment necessary for COVID care to certain government hospitals in five cities, to help improve their capacity, and more such actions.

I will now turn to your company's performance in the financial year ended March 31st, 2020.

The Indian economy was softening sequentially throughout the year 2019-20, with declines in automotive production, broad-based declines in industrial production, and a tightening credit situation. The IIP for 2019-20 was -0.7%. GDP also declined from around 5.2% at the beginning of the year to about 3.1% in the fourth quarter of 2019-20. Both these indices were substantially weaker than the prior year 2018-19.



Under these conditions, on a consolidated basis, we delivered sales of Rs. 2987 crores, 1% lower than previous year, with EBITDA of 16.3%. We delivered a PBT of Rs. 433 crores at 14.3%. Profit after tax from continuing operations was Rs. 322 crores.

In the face of weak external market conditions, we exercised good discipline in managing all aspects of our costs, with a reduction of 14% in consolidated other expenses excluding employee and material costs.

As you know, we operate in four business segments. Safety & industrial contributed to 38% of our 2019-20 consolidated revenue mix, transportation & electronics 35%, healthcare 16% and consumer 11%. There was no material change in the segment mix versus prior year. Safety & industrial delivered a negative growth of 4.3, while the other business segments grew between zero to a little over 5%.

Even in the face of headwinds in the economy, your company achieved several notable milestones in the financial year 2019-20.

1. We opened our third Customer innovation center to expand our presence and proximity to our customers in the Western region. The center showcases the diversity of our solutions with examples of our science at work.
2. We continued to provide science-based solutions to help our customers. Examples include road safety solutions for rural areas, personal protective equipment for factory & health workers, solutions to protect commercial assets from fire hazards and leveraging the 3M Design Center.
3. Our work was recognized both nationally and internationally. Some awards I would like to highlight include:
 - a. Gold award for Manufacturing Excellence by Frost and Sullivan for the second year in a row.



- b. An innovation developed by our India R&D team earned an honorable mention in **Fast Company's World Changing Ideas** in the Energy category.
- c. 3M Company worldwide was recognized for the seventh consecutive year by Ethisphere® as the World's Most Ethical Company, underscoring our unwavering commitment to ethical practices.
- d. Recognized as amongst the Top 100 companies for women in India, by Working Mother and AVTAR.
- e. Recognized by Forbes India recently as among the Top 120 companies for our performance & contributions under challenging conditions due to COVID.

I am pleased to inform you that your company deployed 100% of the CSR budget for FY 2019-20. As in prior years, we supported programs in Education, Community and Environment, many of which have multi-year funding to make a sustainable impact. Project Nanhi-Kali is educating over 2000 girl children and ensuring they stay in school for the two academic years we have supported them. Project PAHAL continues to provide skilling and training to women community health care workers to deliver last mile health care services to communities. And we launched a new initiative to strengthen road safety education and provide additional safety infrastructure for school zones.

Let me now turn to the first quarter of FY 2020-21.

Due to the pandemic related lockdown, we experienced sharp declines across all our end-user market segments. IIP declined to unprecedented levels during the quarter due to the pandemic. From a low of -58% in April, IIP recovered to -34% in May and -16.6% in June. Your company was also affected by these conditions. April sales was limited only to the essential commodities of respirators and hand-sanitizers. We experienced



sequential improvements in May and June, but the overall market conditions were challenging. We delivered consolidated sales of Rs. 346 crores, a decline of 57% over the same quarter prior year. The reduction in sales resulted in PBT loss of Rs. 58 crores consolidated.

During the quarter, we maintained a strong focus on managing our cash position and our costs. With this focus, our expenses excluding employee costs reduced about 30% versus prior year. Our cash position also improved about 8% consolidated by end-June 2020 versus end-March 2020.

Growth is the lifeline of any company, and crucial for our long-term success. The breadth of technologies, the breadth of our product portfolio, our strong financial position, and an engaged and committed team of 3Mers – all of these give us the ingredients which are essential for a resilient company. Our focus is to leverage these strengths to position ourselves for sustainable growth. Our prioritized actions will deliver outcomes both in the short term and beyond. I would like to highlight a few:

- We are conducting several virtual customer engagement programs around the themes of safety, sanitization and hygiene, leveraging our product portfolio.
- Our teams are working with great agility to capture the momentum in eCommerce, as well as the recovery in general trade consumer businesses.
- Our new products in the areas of vehicle interior cleaning for the aftermarket segment, road safety products, new multi-pack sku's for consumers are just a few examples.
- We are also executing new local manufacturing projects to expand capacity for the manufacture of hand-sanitizers, certain types of disinfectants, and BS-VI compliant emission control materials.



- We are also staying close to customers in key sectors where the Government has provided a strategic thrust through the Production Linked Incentive programs, such as smartphone manufacturing.

3M India benefits substantially by being a part of the global 3M network and having access to various capabilities. It gives us access to intellectual property and differentiated product portfolio. We also benefit from global and regional capabilities in digital infrastructure resources, digital marketing capabilities, common platforms for data analytics, to name a few. We also share in the global IT infrastructure.

Despite the current challenges, the India market opportunity remains attractive, and I have outlined several areas we are focusing on. And, with the resources and capabilities available to us, both within the country and from the parent 3M Company, we will continue to build your company for the future.

In closing, I would like to express my gratitude to you, our shareholders for placing your trust and confidence in the company. I thank the Board of Directors for their guidance and support. I would like to express our sincere thanks to the Government of India and the State Governments for their continued support, and especially during the lockdown. My thanks also go to our customers, partners and our employees for staying strong and resilient during this time.

Thank YOU and stay safe.

I now hand it back to the Chairman.

Place: Bengaluru
Date: August 26, 2020

Ramesh Ramadurai
Managing Director

Note: This does not purport to be a record of the proceedings of the Annual General Meeting.

