



Sundaram-Clayton Limited

[formerly Sundaram-Clayton DCD Limited]

Registered Office:
"Chaitanya",
No. 12, Khader Nawaz Khan Road,
Nungambakkam,
Chennai – 600006
PH: 044 28332115

9th August 2024

BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai 400 001
Scrip Code: 544066

National Stock Exchange of India Ltd.,
Exchange Plaza, 5th Floor,
Bandra-Kurla Complex,
Bandra (E), Mumbai 400 051.
Scrip code: SUNCLAY

Dear Sir/Madam,

**Sub.: Summary of Proceedings of the 7th Annual General Meeting (AGM)
held on 9th August 2024**

Ref.: Our Letter dated 16th July 2024

We wish to inform you that the 7th Annual General Meeting of the Company (AGM) was held on 9th August 2024 through Video Conferencing (VC) and the businesses mentioned in the Notice dated 3rd July 2024 convening the AGM were transacted.

In this connection, we enclose herewith the summary of Proceedings of the 7th AGM in accordance with Regulation 30 and 51 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

This is for your information and records.

Thanking you,

Yours faithfully,
For **Sundaram-Clayton Limited**

P D Dev Kishan
Company Secretary

Encl.: a/a



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Summary of Proceedings of the 7th Annual General Meeting

The 7th Annual General Meeting (AGM) of the members of Sundaram-Clayton Limited ("the Company") held today, Friday, 9th August 2024, at 2.30 P.M. (IST) through Video Conferencing (VC). Mr R Gopalan, Chairman, occupied the chair.

Upon confirmation that the requisite quorum was present, the Chairman called the meeting to order with a prayer. The Chairman informed that Mr. Rajesh Narasimhan, Director and Chairman of Stakeholders Relationship Committee, expressed his inability to attend the meeting due to unavoidable reasons, and Mr. R Gopalan represented the chairman of the Stakeholders Relationship Committee.

The Chairman informed the members that the necessary documents & registers pursuant to the Companies Act, 2013 were available for inspection during the continuance of the meeting.

All the other Directors present at the meeting through VC identified themselves to the shareholders, including the Chairman of the Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee, Corporate Social Responsibility Committee and Risk Management Committee.

Notice, Auditors Report and Secretarial Auditors Report were taken as read as all the above were available with the shareholders. The Chairman informed that both the Statutory Auditors Report and Secretarial Auditors Report were free from any qualifications/ observations or other remarks. Chairman then delivered his speech.

After completion of Chairman's speech, the following items of business, as per the Notice of 7th AGM were transacted:

1. Adoption of the Audited Financial Statements (Standalone & Consolidated) of the Company for the year ended 31st March 2024 and the reports of the Board of Directors and the Auditors;
2. Re-appointment of Mr Venu Srinivasan, as Director, liable to retire by rotation;
3. Re-appointment of Dr. Lakshmi Venu, as Director, liable to retire by rotation;
4. Appointment of Mr P Kaniappan (holding DIN: 02696192), as a Non-Executive Independent Director;



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5. Ratification of remuneration payable to M/s C S Adawadkar & Co., Practising Cost Accountant as Cost Auditor for the period from 11th August 2023 to 31st March 2024; and
6. Ratification of remuneration payable to M/s C S Adawadkar & Co., Practising Cost Accountant as Cost Auditor for the financial year 2024-25.

Subsequently, Chairman requested those shareholders who were registered to speak at the meeting to raise their queries. Three (3) members requested clarifications on certain operational/ strategic areas of the Company. Clarifications were provided to the queries raised by the members by Dr. Lakshmi Venu, Managing Director of the Company.

Chairman then thanked the shareholders for participating through VC and informed that the facility to vote through electronic means on the resolutions contained in the Notice of the meeting shall remain open up to 15 minutes from the conclusion of the meeting.

Chairman informed the members that the results of e-Voting would be announced on or before 13th August 2024 and he further informed that the same would be intimated to the stock exchanges and posted on the websites of the Company and NSDL.

Chairman then thanked the members who participated in the meeting and declared the meeting as closed.

The meeting commenced at 2.30 P.M (IST) and concluded at 3.06 P.M (IST).

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