



The brand behind brands

Dixon Technologies (India) Limited

25th September, 2024

To Secretary Listing Department BSE Limited Department of Corporate Services Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001	To Secretary Listing Department National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex Mumbai – 400 051
Scrip Code-540699 ISIN: INE935N01020	Stock Code- DIXON ISIN: INE935N01020

Dear Sir/Madam

Sub: Proceedings of 31st Annual General Meeting ('AGM')

Ref: Our intimation dated 3rd September, 2024

In continuation to our earlier intimation dated 3rd September, 2024, we wish to bring to your kind notice that the 31st Annual General Meeting ('AGM') of the Company was held on 25th September, 2024 through Video Conferencing ("VC") and the business items from Nos. (1) to (7) mentioned in the Notice dated 30th July, 2024 of the said AGM were transacted at the said meeting.

In this regard, please find enclosed herewith the following: -

1. Summary of proceedings as required under Regulation 30, Part-A of Schedule -III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July, 2023 as **Annexure – I**.

The voting results are enclosed herewith as **Annexure-II**.

Kindly take the aforesaid on your record and oblige.

Thanking you,

Yours faithfully,

For **DIXON TECHNOLOGIES (INDIA) LIMITED**,

Ashish Kumar
(Chief Legal Counsel & Group Company Secretary)

SUMMARY OF THE PROCEEDINGS OF THE THIRTY-FIRST ANNUAL GENERAL MEETING OF THE MEMBERS OF DIXON TECHNOLOGIES (INDIA) LIMITED HELD ON WEDNESDAY, 25TH SEPTEMBER, 2024 THROUGH VIDEO CONFERENCING AT 11:00 A.M.(IST)

The 31st Annual General Meeting (the "AGM") of the Members of Dixon Technologies (India) Limited (the "Company") was held at 11:00 A.M. (IST) on 25th September, 2024, Wednesday, through Video Conferencing ("VC"), in compliance with the applicable provisions of the Companies Act, 2013 read with General Circular Nos. 14/ 2020 dated 8th April, 2020 and 17/2020 dated 13th April, 2020, followed by General Circular Nos. 20/2020 dated 5th May, 2020, and 11/2022 dated 28th December, 2022 and subsequent circulars issued in this regard, the latest being 09/2023 dated 25th September, 2023 by the MCA ("MCA Circulars") and Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020 and subsequent circulars issued in this regard, the latest being Circular No. SEBI/HO/CFD/CFD-PoD2/P/CIR/2023/167 dated 7th October, 2023 issued by the SEBI ("SEBI Circulars").

The following Directors were present at the 31st AGM of the Company:

Directors Present:			
1.	Mr. Sunil Vachani	Executive Chairman-WTD & Chairman of CSR Committee	Attended through video conferencing from Delhi
2.	Mr. Atul B. Lall	Vice Chairman & Managing Director and Chairman of Risk Management Committee and ESG Committee	Attended through video conferencing from Registered Office of the Company at Noida
3.	Dr. Manuji Zarabi	Non- Executive Independent Director, Chairman of Stakeholders Relationship Committee, Member of ESG Committee	Attended through video conferencing from Delhi
4.	Mr. Manoj Maheshwari	Non- Executive Independent Director, Chairman of Audit Committee, Member of ESG Committee	Attended through video conferencing from Noida
5.	Mr. Keng Tsung Kuo	Non- Executive Independent Director & a member of the Risk Management Committee	Attended through video conferencing from Taiwan
6.	Mr. Arun Seth	Non-Executive Independent Director & a member of Risk Management Committee	Attended through video conferencing from Delhi

In Attendance:			
1.	Mr. Ashish Kumar	Chief Legal Counsel & Group Company Secretary	Attended through video conferencing from Registered Office at Noida

Invitee(s):			
1.	Mr. Vinesh Jain	Partner, M/s S.N. Dhawan &/ Co. LLP, Statutory Auditors	Attended through video conferencing from Gurugram
2.	Ms. Shirin Bhatt	M/s Shirin Bhatt & Associates, Scrutinizer	Attended through video conferencing from the Registered Office of the Company at Noida

Members Present at the Annual General Meeting: 71 Members attended through video conferencing.

Mr. Sunil Vachani, Chairman welcomed everyone to the 31st Annual General Meeting of the Company. After ascertaining that the requisite quorum was present, Chairman called the meeting to order and commenced the proceedings of the Meeting.

Mr. Sunil Vachani, Executive Chairman of the Board, welcomed the members to the 31st AGM of the Company held through Video Conferencing in accordance with the circulars and guidelines issued by MCA and SEBI.

The Chairman introduced the Board members and Chief Legal Counsel & Group Company Secretary present at the Meeting to the members of the Company and also welcomed Mr. Vinesh Jain, Partner, M/s S.N. Dhawan & Co. LLP, Statutory Auditors and Ms. Shirin Bhatt, Proprietor, M/s Shirin Bhatt and Associates, Secretarial Auditor and Scrutinizer. The Chairman also stated that Ms. Poornima Shenoy, Independent Director and Chairperson of Nomination and Remuneration Committee and Dr. Rakesh Mohan, Independent Director, could not attend the meeting due to their pre-occupation and has sought leave of absence. Mr. Atul B. Lall, Vice Chairman and Managing Director, Mr. Manoj Maheshwari, Independent Director, Chairman of Audit Committee and member of ESG Committee, Dr. Manuji Zarabi, Independent Director, Chairman of Stakeholders Relationship Committee and member of ESG Committee, Mr. Keng Tsung Kuo, Independent Director and member of Risk Management Committee and Mr. Arun Seth, Independent Director and member of the Risk Management Committee were present at the meeting through video conferencing.

He then informed that the Register of Directors and Key Managerial Personnel and their shareholding maintained under section 170 of the Companies Act, 2013, Register of Contracts or Arrangements in which the Directors are interested maintained under section 189 of the Companies, 2013, Certificate from Secretarial Auditor of the Company with respect to Dixon Technologies (India) Limited -Employees Stock Option Plan, 2018 and Dixon Technologies (India) Limited -Employee Stock Option Plan, 2020 and Dixon Technologies (India) Limited-Employee Stock Option Plan, 2023 were available for inspection during the Annual General Meeting.

Thereafter, the Executive Chairman and the Vice Chairman & Managing Director shared the performance of the Company during the FY 2023-24 and general outlook of the Electronic Manufacturing Sector and way ahead for Dixon Technologies (India) Limited. They also apprised the members on the vertical wise performance of the Company during the year and the steps to be taken by the Company to enrich existing product portfolio.

Post the aforesaid briefing, the Chairman requested Mr. Ashish Kumar, Chief Legal Counsel & Group Company Secretary to take the proceedings of the meeting forward.

Mr. Ashish Kumar informed the members that the Company has enabled the Members to participate at the 31st Annual General Meeting through the video conferencing facility provided by KFin Technologies Limited, Registrar and Transfer Agent of the Company. In accordance with the provisions of the Companies Act, 2013 and SEBI Regulations, the members were provided the facility to exercise their right to vote by electronic means, both through remote e-voting facility or voting at the AGM. Remote e-voting facility was made available to all Members holding shares as on the Cut-off date i.e. **18th September, 2024**. The said facility was provided during the period commencing from **09:00 A.M. (IST) on 22nd September, 2024 till 5:00 P.M. (IST) on 24th September, 2024**, after which the Remote e-voting was blocked.

He further informed that Members joining the meeting through video conferencing, who have not already casted their vote by means of remote e-voting, may vote through e-voting facility provided on the AGM portal of KFin Technologies Limited. The Board of Directors appointed M/s Shirin Bhatt & Associates, as the Scrutinizer for the 31st Annual General Meeting. Based on the report of the Scrutinizer, the combined results of remote e-voting and the e-voting done at the Annual General Meeting shall be announced and displayed on the website of the Company and also at the registered office of the Company, and shall also be submitted to the stock exchanges as per the requirements under the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

Mr. Ashish Kumar informed that the Statutory Auditors, M/s S.N. Dhawan and Co. and Secretarial Auditor, M/s Shirin Bhatt & Associates, have expressed unqualified opinion in their respective audit reports for the financial year 2023-24. There were no qualifications, observations or adverse comments on financial statements and matters, which may have any material bearing on the functioning of the Company.

Thereafter, the Chairman took over the proceedings of the meeting. With the permission of the members present, Chairman took the Notice of the 31st Annual General Meeting along with the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended 31st March, 2024 as read.

Thereafter, question & answer session commenced wherein, the Vice Chairman and Managing Director responded to the questions of various shareholders.

Post conclusion of the Question & Answer Session, the following items as set out in the notice convening the 31st Annual General Meeting of the members of the Company were taken up:

RESOLUTION NO.	RESOLUTION(s)
ORDINARY BUSINESS(ES)	
1.	Ordinary Resolution for consideration and adoption of the Audited Financial Statements & Reports:- a. the audited standalone financial statements of the Company for the financial year ended 31 st March, 2024, together with the reports of the Auditors and Board of Directors thereon; and b. the audited consolidated financial statements of the Company for the financial year ended 31 st March, 2024 and the report of the Auditors thereon.
2.	Ordinary Resolution for Declaration of Dividend.
3.	Ordinary Resolution for Appointment of Mr. Atul B. Lall as a Director, liable to retire by rotation.
SPECIAL BUSINESS(ES)	
4.	Ordinary Resolution for Ratification of Remuneration to be paid to M/s. Satija & Associates, Cost Accountants, Cost Auditors of the Company.
5.	Ordinary Resolution for Approval of Material Related Party Transactions of Dixon Electro Appliances Private Limited.
6.	Ordinary Resolution for Approval of Material Related Party Transactions of Padget Electronics Private Limited and IsmartU India Private Limited.
7.	Special Resolution for Approval of enhancement of the limits of Inter-corporate loans, Investments, Guarantee or Security and acquisition.

The voting on all the above resolutions was conducted through remote e- voting and e-voting at the AGM.

The Meeting concluded at **12:16 PM (IST)** after the members casted their votes.

ANNEXURE-II

Resolution No.	Category	Shares Held (1)	Votes Polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
1	Public – Institutional Holders	27256548	23584603	86.5282	23562116	22487	99.9046	0.0953
1	Promoter and Promoter Group	19680560	19680560	100.0000	19680560	0	100.0000	-
1	Public-Others	12899487	7314671	56.7051	7314535	136	99.9981	0.0018
	Total	59836595	50579834	84.5299	50557211	22623	99.9553	0.0447
2	Public – Institutional Holders	27256548	24120904	88.4958	24120904	0	100.0000	-
2	Promoter and Promoter Group	19680560	19680560	100.0000	19680560	0	100.0000	-
2	Public-Others	12899487	7314673	56.7051	7314526	147	99.9979	0.0020
	Total	59836595	51116137	85.4262	51115990	147	99.9997	0.0003
3	Public – Institutional Holders	27256548	24100422	88.4207	23777377	323045	98.6595	1.3404
3	Promoter and Promoter Group	19680560	19680560	100.0000	19680560	0	100.0000	-
3	Public-Others	12899487	7314658	56.7050	7314513	145	99.9980	0.0019
	Total	59836595	51095640	85.3920	50772450	323190	99.3675	0.6325
4	Public – Institutional Holders	27256548	24098919	88.4152	24098919	0	100.0000	-
4	Promoter and Promoter Group	19680560	19680560	100.0000	19680560	0	100.0000	-
4	Public-Others	12899487	7314642	56.7049	7314498	144	99.9980	0.0019
	Total	59836595	51094121	85.3894	51093977	144	99.9997	0.0003
5	Public – Institutional Holders	27256548	23017761	84.4486	12280196	10737565	53.3509	46.6490
5	Promoter and Promoter Group	19680560	19680560	100.0000	19680560	0	100.0000	-
5	Public-Others	12899487	7314667	56.7051	7314529	138	99.9981	0.0018
	Total	59836595	50012988	83.5826	39275285	10737703	78.5302	21.4698
6	Public – Institutional Holders	27256548	23017761	84.4486	11891324	11126437	51.6615	48.3384
6	Promoter and Promoter Group	19680560	19680560	100.0000	19680560	0	100.0000	-
6	Public-Others	12899487	7314666	56.7051	7314528	138	99.9981	0.0018
	Total	59836595	50012987	83.5826	38886412	11126575	77.7526	22.2474
7	Public – Institutional Holders	27256548	23016258	84.4430	12164865	10851393	52.8533	47.1466
7	Promoter and Promoter Group	19680560	19680560	100.0000	19680560	0	100.0000	-
7	Public-Others	12899487	7314666	56.7051	7314527	139	99.9980	0.0019
	Total	59836595	50011484	83.5801	39159952	10851532	78.3019	21.6981

Item no. 1, 2, 3, 4, 5 and 6 of the Notice of AGM stands passed as Ordinary resolutions with requisite majority and Item no 7 stands passed as Special resolution with 3/4th majority of votes cast in favour of the resolution.