

# TIMKEN

**Mandar Vasmatkar**  
Company Secretary & Chief-Compliance  
mandar.vasmatkar@timken.com

24 August, 2022

The Secretary  
The National Stock Exchange of India Limited  
Exchange Plaza, Plot No. C/1,  
G-Block, Bandra- Kurla Complex,  
Bandra (E),  
Mumbai- 400 051.

**NSE Symbol - TIMKEN**

The Secretary  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort,  
Mumbai- 400 001.

**Scrip Code- 522113**

Dear Sir/Madam,

**Sub: Proceedings of 35<sup>th</sup> Annual General Meeting**

In terms of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith proceedings of 35<sup>th</sup> Annual General Meeting held on Tuesday, 23 August, 2022 at 3.00 PM through Video Conferencing (VC)/Other Audio Visual Means (OAVM).

Kindly request you to take this on record.

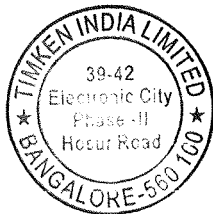
Thanking you,

Yours faithfully

For **TIMKEN INDIA LIMITED**

  
24/8/22

**Mandar Vasmatkar**  
**Company Secretary**  
**& Chief - Compliance**



Registered office:

Timken India Limited

39-42, Electronic City, Phase II, Hosur Road, Bangalore 560 100.

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CIN:L29130KA1996PLC048230

Engineered Bearings | Mechanical Power Transmission Products | Industrial Services

PROCEEDINGS OF 35<sup>TH</sup> ANNUAL GENERAL MEETING OF TIMKEN INDIA LIMITED HELD ON TUESDAY, 23 AUGUST, 2022 AT 3.00 P.M. THROUGH VIDEO CONFERENCING (VC) /OTHER AUDIO VISUAL MEANS (OAVM)

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PRESENT:

**BOARD OF DIRECTORS**



Mr. Sanjay Koul	- Chairman & Managing Director	Bengaluru
Mr. P S Dasgupta	- Independent Director, Chairman of the Audit Committee	Dubai
Mrs. N S Rama	- Independent Director, Chairperson of the Stakeholders Relationship Committee	Bengaluru
Mr. George J Ollapally	- Independent Director, Chairman of the Nomination and Remuneration Committee	Bengaluru
Mr. Veerappan V	- Independent Director of the Company	Bengaluru
Mr. Avishrant Keshava	- Business Controller - India, CFO & Whole-time Director	Bengaluru

**COMPANY SECRETARY**



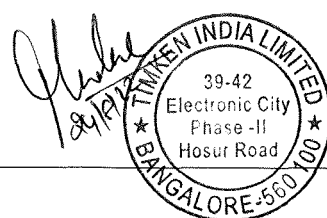
Mr. Mandar Vasmatkar	- Company Secretary and Chief - Compliance	Bengaluru
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**OTHERS**



Mr. Sathya P Koushik	- Statutory Auditors, Messrs. Deloitte Haskins & Sells LLP, Chartered Accountants	Bengaluru
Mr. Nagarjun Y G	- Secretarial Auditor FY 2021-22	Bengaluru
Mr. Pradeep b. Kulkarni	- Scrutinizer	Bengaluru

Mr. Sanjay Koul, Chairman & Managing Director took the chair and declared the meeting open and welcomed the shareholders. Chairman informed that this meeting was being held through Video Conferencing/Other Audio Visual Means as permitted by the Ministry of Corporate Affairs and was being recorded for compliance purpose. It was informed that Mr. Douglas Smith and Mr. Hansal Patel could not join this meeting.



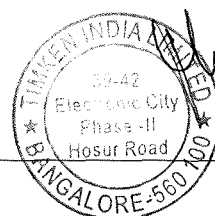
Chairman thereafter, addressed and briefed Members of the Company covering following topics:

- Indian Economy
  - General Country and Market Update
  - Economy indicators
- Highlights for FY 2021-22
- Financial Summary – Profit and Loss
- Financial Summary - Balance Sheet

Chairman informed that Notice of Annual General Meeting and 35<sup>th</sup> Annual Report of the Company was sent by email as permitted by the Ministry of Corporate Affairs. Chairman with the permission of Members took the Notice and the Board's Report as read. It was also informed that Independent Auditor's Report and Secretarial Audit Report did not contain any qualification/adverse remark. Therefore, with the permission of Members, these reports were taken as read.

It was informed that following business items covered in 35<sup>th</sup> AGM Notice were open for e-Voting:

1. To receive, consider and adopt the Audited Financial Statements for the year ended 31 March, 2022 and the reports of the Board of Directors and the Statutory Auditors.
2. To declare dividend of Rs.1.50/- per equity share of Rs.10/- each fully paid up for the year ended 31 March, 2022.
3. To appoint a Director in place of Mr. Avishrant Keshava (DIN: 07292484), who retires by rotation and being eligible, offers himself for re-appointment.
4. To re-appoint Deloitte Haskins & Sells LLP, Chartered Accountants as Statutory Auditors of the Company and to fix their remuneration
5. Re-appointment of Mr. Sanjay Koul (DIN: 05159352) as Managing Director of the Company
6. Appointment of Mr. George J Ollapally (DIN: 09607523) as an Independent Director of the Company
7. Appointment of Mr. Veerappan V (DIN: 01593254) as an Independent Director of the Company
8. Appointment of Mr. Hansal Patel (DIN: 09607506) as a Director of the Company
9. Ratification of remuneration payable to the Cost Auditors



10. Material Transactions with Related Party - The Timken Company
11. Material Transactions with Related Party - The Timken Corporation
12. Material Transactions with Related Party - Timken Engineering and Research-India Private Limited
13. Material Transactions with Related Party - Timken Wuxi Bearings Co. Ltd

Chairman at this stage requested Moderator to enable registered speaker shareholders to speak and ask questions or to express their views. Thereafter, Speaker Shareholders spoke and asked questions or expressed their views. All questions were suitably answered by the Chairman.

It was stated that upon receipt of consolidated report from the Scrutinizer, comprising results of both remote E-voting and E-voting at the meeting, the Company Secretary would declare consolidated voting results and would place the same on the website of the Company and also would send the consolidated voting results to the stock exchanges to disseminate.

Chairman thanked all the Directors, attendees and members for participation and thereafter, concluded the meeting.

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