

27<sup>th</sup> May, 2024

To

The Manager - Listing,  
BSE Limited,  
Rotunda Building,  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai - 400 001  
Scrip Code: 543276

The Manager - Listing,  
National Stock Exchange of India Limited  
Exchange Plaza,  
Bandra Kurla Complex ,  
Bandra (East),  
Mumbai - 400 051  
Stock Code: CRAFTSMAN

Dear Sir/Madam,

**Sub: Proceedings of the 38<sup>th</sup> Annual General Meeting (“AGM”) of the Company  
held on Monday, the 27<sup>th</sup> May, 2024;**

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the details regarding the proceedings of the 38<sup>th</sup> Annual General Meeting of the Company held on Monday, 27<sup>th</sup> May, 2024 at 4.00 P.M (IST) through Video Conference (“VC”) / Other Audio Visual Means (“OAVM”).

Kindly take the same into your records.

Thanking you.

Yours faithfully,  
**for CRAFTSMAN AUTOMATION LIMITED**

Shainshad Aduvanni  
**Company Secretary & Compliance Officer**

Encl: As above

**SUMMARY OF THE PROCEEDINGS OF 38<sup>TH</sup> ANNUAL GENERAL MEETING OF CRAFTSMAN AUTOMATION LIMITED HELD ON MONDAY, 27<sup>TH</sup> MAY, 2024 AT 4.00 P.M. IST.**

The 38<sup>th</sup> Annual General Meeting (AGM) of the Members of Craftsman Automation Limited ('the Company') was held on Monday, 27<sup>th</sup> May, 2024 at 4.00 P.M. (IST) through Video Conferencing and Other Audio-Visual Means (VC/OAVM). The AGM was held in compliance with the General Circulars issued by the Ministry of Corporate Affairs (MCA), circulars issued by the Securities and Exchange Board of India (SEBI) and as per the applicable provisions of the Companies Act, 2013 and the rules made thereunder.

The following Directors, Key Managerial Personnel (KMPs) and Auditors were present at the 38<sup>th</sup> AGM:

**DIRECTORS:**

| <b>S. No.</b> | <b>Name of the Person</b>                   | <b>Designation</b>  | <b>Mode of Participating Meeting</b>       |
|---------------|---|---|--|
| 1.            | Mr. Srinivasan Ravi                         | Chairman and Managing Director, Chairman of Corporate Social Responsibility Committee and Chairman of Risk Management Committee | (Attended through VC/OAVM from Mumbai)     |
| 2.            | Mr. Ravi Gauthamram                         | Whole Time Director   | (Attended through VC/OAVM from Mumbai)     |
| 3.            | Mr. Sundararaman Kalyanaraman               | Independent Director and Chairman of Stakeholders Relationship Committee  | (Attended through VC/OAVM from Bangalore)  |
| 4.            | Mrs. Vijaya Sampath                         | Independent Director and Chairperson of Nomination and Remuneration Committee   | (Attended through VC/OAVM from Gurgaon)    |
| 5.            | Mr. Tamraparni Srinivasan Venkata Rajagopal | Independent Director and Chairman of Audit Committee  | (Attended through VC/OAVM from Coimbatore) |
| 6.            | Mrs. Rajeswari Karthigeyan                  | Independent Director  | (Attended through VC/OAVM from Chennai)    |

**KEY MANAGERIAL PERSONNEL:**

| <b>S. No.</b> | <b>Name of the Person</b> | <b>Designation</b>                       | <b>Mode of Participating Meeting</b>       |
|---------------|---------------------------|--|--|
| 1.            | Mr.C.B.Chandrasekar       | Chief Financial Officer                  | (Attended through VC/OAVM from Coimbatore) |
| 2.            | Mr. Shainshad Aduvanni    | Company Secretary and Compliance Officer | (Attended through VC/OAVM from Coimbatore) |

**AUDITORS:**

| S. No. | Name of the Person           | Designation  | Mode of Participating Meeting              |
|--------|------------------------------|--|--|
| 1.     | Mr. Viswanathan Vaidyanathan | Statutory Auditor, Partner of Sharp & Tannan, Chartered Accountants                          | (Attended through VC/OAVM from Chennai)    |
| 2.     | Dr.C.V.Madhusudhanan         | Secretarial Auditor and Scrutinizer for the AGM, Partner of KSR & Co Company Secretaries LLP | (Attended through VC/OAVM from Coimbatore) |

The meeting commenced at 4.00 P.M. (IST) and concluded at 4.16 P.M. (IST).

Mr.Srinivasan Ravi, Chairman and Managing Director chaired the meeting. He then requested Mr. Shainshad Aduvanni, Company Secretary and Compliance Officer to check requisite quorum present through VC/OAVM for the meeting. The Company Secretary informed that requisite quorum was present and meeting can be commenced.

As the requisite quorum was present, the Chairman called the meeting to order. He extended warm welcome to Shareholders present at the 38<sup>th</sup> AGM of the Company. The Chairman informed that the AGM was held through VC/OAVM in accordance with the circulars and guidelines issued by the MCA, SEBI and as per the applicable provisions of the Companies Act, 2013 and the rules made thereunder.

The Chairman then requested the Directors to introduce themselves. After the introduction of the Directors, the Chairman informed that the Chief Financial Officer, Company Secretary and Compliance Officer, Statutory Auditor, Secretarial Auditor and Scrutinizer were also present at the meeting. He then confirmed the presence of Chairman of the Audit Committee, Chairman of the Stakeholders Relationship Committee and Chairperson of the Nomination and Remuneration Committee at the 38<sup>th</sup> AGM.

The Chairman informed that the Register of Directors and Key Managerial Personnel and their shareholding, Register of Contracts and Arrangements in which Directors are interested, the Statutory Auditor's Report and the Secretarial Auditor's Report had kept open for inspection by the members at the commencement of the meeting and were accessible during the meeting.

Thereafter, the Chairman delivered his speech wherein he briefed the members about the performance of the Company, its subsidiary and business verticals for the Financial year 2023-24 and its growth prospects.

The Chairman informed that the Company had provided the facility to members to cast their vote electronically on all resolutions set forth in the Notice. He added that the remote e-voting period started on Friday, 24<sup>th</sup> May, 2024 at 9.00 A.M. and ended on Sunday, 26<sup>th</sup> May, 2024, at 5.00 P.M. and for this purpose, the cut-off date for casting the votes through the e-voting facility was Monday, the 20<sup>th</sup> May 2024. He informed that the members who have not casted their votes through remote e-voting can cast their vote through the electronic voting system made available during the AGM.

The following business items as set out in the Notice convening the 38<sup>th</sup> AGM were transacted at the meeting:

| S.No.                     | Resolutions   | Type of Resolutions |
|---------------------------|---|---------------------|
| <b>Ordinary Business:</b> |   |                     |
| 1.                        | Adoption of the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended 31 <sup>st</sup> March, 2024 including Audited Balance Sheet as at 31 <sup>st</sup> March, 2024 and the Statement of Profit and Loss, Cash Flow Statement and Statement of Changes in Equity for the financial year ended on that date and the reports of the Board of Directors and Statutory Auditors thereon;   | Ordinary            |
| 2.                        | Declaration of a final dividend of ₹11.25 per equity share being 225% on the face value of ₹5 each for the financial year ended 31 <sup>st</sup> March, 2024;   | Ordinary            |
| 3.                        | Appointment of Director in place of Mr. Srinivasan Ravi (DIN: 01257716), who retires by rotation and being eligible, offers himself for re-appointment;   | Ordinary            |
| <b>Special Business:</b>  |   |                     |
| 4.                        | Ratification of the remuneration payable to the Cost Auditors for the financial year ending 31 <sup>st</sup> March, 2025;   | Ordinary            |
| 5.                        | Approval for raising of capital by way of further public issue, debt issue, preferential allotment, rights issue, ADRs, private placement, qualified institutions placement ("QIP"), or any other method in accordance with the provisions of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended from time to time ("SEBI ICDR Regulations"), and other applicable law, to such investors that may be permitted to invest in such issuance of securities, or any combination thereof, for an amount not exceeding Rs. 1200 Crores. | Special             |

The shareholders were also informed that the results of e-voting along with the Scrutinizer's Report shall be submitted to the Stock Exchanges and the same shall be placed on the website of the Company and CDSL e-voting ([www.evotingindia.com](http://www.evotingindia.com)). The Chairman further informed that no shareholder has registered as a speaker at the AGM to ask questions.

The Chairman then invited Mr. Ravi Gauthamram, Whole Time Director to express vote of thanks.

Mr. Ravi Gauthamram, Whole Time Director delivered vote of thanks and thanked the Shareholders, Depositories, Registrar & Share Transfer Agent, Stock Exchanges - BSE and NSE, Designers of Annual Report, Customers, Suppliers, Bankers, Auditors and Employees for their support extended to the Company.

The Chairman informed the shareholders that the venue e-voting facility will be continued for the Members who were present at the Meeting and did not cast their vote earlier, for 15 minutes from the conclusion of the meeting.

The Chairman extended thanks and declared the meeting as closed.

The requisite quorum was present throughout the AGM proceedings.