



Smiths & Founders (India) Limited

SFIL/AGM/2022/BSE/PROCEEDINGS/2909/2022-23

Thursday, September 29, 2022

**The Manager –Listing
Bombay stock Exchange Limited
P J Towers, 25th Floor, Dalal Street
Mumbai – 400001**

Dear Sir,

Sub: Proceedings of the 31st AGM of the Members of the Company

Ref: Scrip Code: 513418

With reference to the above, the 31st Annual General Meeting (AGM) of the Company was held through Video Conferencing (VC) on 29th September, 2022.

PFA, proceedings of the AGM, as required under Regulation 30(6), read with Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Please take the same on record.

Thank you,

Yours sincerely,
For Smiths & Founders (India) Limited

Roopashree

**Roopashree B Shettigar
Company Secretary & Compliance Officer**

Encl: as above





Summary of Proceedings of the 31st AGM of the Members of the Company

- The 31st Annual General Meeting of the Members of the Company was held on 29th September, 2022 at 11.00 A.M. through Video Conferencing (VC). The meeting was held in compliance with circulars issued by the Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI).
- Mr. Suresh Shastry, Chairman & Managing Director of the Company, Chaired the meeting. The requisite quorum, being present, Chairman called the meeting to order.
- The Chairman confirmed that the Company has taken all feasible efforts to ensure that the Members are provided an opportunity to participate at the AGM.
- The Chairman introduced the Directors of the Company. He confirmed the presence of Mr. V Parthasarathy, Independent Director and Chairman of Audit Committee, and Mrs. Shailaja Suresh, Non-Executive Director and Mr. Ramesh Rao Additional (Independent Director) took part in the Meeting. Mr. Sudhindra N Kalghatgi, an Independent Director and Chairman of Stakeholders' Relationship Committee was not able to attend the meeting due to health reasons. Mr. Milan Shetty, Partner, B N Subramanya & Co, Chartered Accountants, Statutory Auditor of the Company, Mr. Nagesha Rao, Practicing Company Secretary, Secretarial Auditor and Scrutinizer appointed by the Company to Scrutinize the e-voting process on the resolutions proposed in the notice of the said meeting, attended through VC.
- The Chief Financial Officer and Company Secretary were present in the meeting.
- The notice convening the meeting was taken as read, with the permission of the Members.
- The Chairman delivered his speech.
- The following business was transacted as per the Notice convening the AGM.

As Ordinary Business:

- Adoption of the audited financial statements of the Company for the financial year ended March 31, 2022 and the Reports of the Board of Directors and Auditors thereon.
- Re-appointment of Mrs. Shailaja Suresh, who was retiring by rotation.

As Special Business:

- Approve the Appointment of Mr. R. Ramesh Rao (DIN: 09434109) as an Independent Director.
- Approve the Related Party Transactions/Arrangements
- Borrow amounts over and above the paid up Capital of the Company
- Approve the Re-Appointment of Mr. Suresh Shastry as Managing Director



Chairman informed that the Voting Results and Scrutinizer's Report would be filed with BSE and would be placed on the Company's website. The meeting commenced at 11.00 A.M. and concluded by 11.45 A.M.

Please take the same on record.

Thank you,

Yours sincerely,

For Smiths & Founders (India) Limited



Roopashree B Shettigar
Company Secretary & Compliance Officer