

(FORMERLY ATAMVALVES PVT. LTD.)

1051, OUTSIDE INDUSTRIAL AREA, JALANDHAR CITY-144004, PUNJAB, INDIA.

T:91-181-5001111, 5019616/617

F:91-181-2290611

E-mail : sales@atamfebi.com E-mail : marketing@atamfebi.com

Website: www.atamvalves.in

Dated: - 30th September, 2022 ATAM/SE/2022-23/26

To,

Bombay Stock Exchange Limited (SME), The Department of Corporate Services P.J. Towers, Dalal Street, Mumbai – 400 001

Sub: Proceedings of 37th Annual General Meeting

Ref: - ISIN: - INE09KD01013

Scrip Code: - 543236 BSE Symbol: - ATAM

Respected Sir/Madam,

Pursuant to Regulation 30 read with Para A of Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the outcome including proceedings of 37th Annual General Meeting of the company held on Friday, September 30, 2022 at 01:00 p.m. through Video Conferencing/Other Audio Visual Means ("VC"/"OAVM").

We shall be submitting results of e-voting and Scrutinizer's report separately in due course.

Kindly take the same on record and acknowledge.

Thanking you

Yours faithfully,

For Atam Valves Limited

Natisha Digitally signed by Natisha Choudhary Date: 2022.09.30 14:11:10 +05'30'

Natisha Choudhary (Company Secretary and Compliance Officer)

Encl: As Above



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Dated: - 30th September, 2022

To Bombay Stock Exchange Limited (SME), The Department of Corporate Services P.J. Towers, Dalal Street, Mumbai – 400 001

Sub: Summary of Proceedings of the 37th Annual General Meeting of Atam Valves Limited held on 30thSeptember, 2022

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find below the 37thAnnual General Meeting (AGM) held today i.e. Friday, September 30, 2022 at 01:00 PM through Video Conferencing / Other Audio Visual Means ("VC" / "OAVM"). This meeting was held in compliance with the circulars issued by Ministry of Corporate Affairs and Securities and Exchange Board of India (SEBI) and as per the applicable provisions of the Companies Act, 2013 and the Rules made thereunder.

Mr. Parminder Pal Singh Rally was appointed as the Scrutinizer for the purpose of carrying out the e-voting process and the facility to vote on resolutions through electronic voting system at the meeting as made available to the members who participated in the meeting in a fair and transparent manner.

The requisite quorum being present, the Chairman called the Meeting to order and welcomed the Shareholders to the Company's 37th AGM.

The Chairman informed that pursuant to the Companies Act, 2013 and Rules made there under and under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided facility to cast votes for the AGM through remote e-voting for the period commencing from Tuesday, September 27, 2022 (09:00 a.m.) and ended on Thursday, September 29, 2022 (05:00 p.m.).

The Chairman informed that the Auditors Report on Financial Statements of the Company for the Financial Year ended March 31, 2022 does not contain any qualifications, reservations and adverse remarks. Hence, the said report was not read out in the Meeting as required under the provisions of Companies Act, 2013.

The Following items of business as set out in the Notice calling the Meeting were put for shareholder's approval:



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ORDINARY BUSINESS (ES):

1. To receive, consider and adopt the audited Standalone Financial Statements of the Company for the financial year ended March 31, 2022 together with the reports of the Board of Directors and Auditors thereon.

"RESOLVED THAT the Board's Report with Annexure, the Statement of Profit and Loss and the Cash Flow Statement for the Financial Year ended March 31, 2022 and the Financial Statement as at that date together with the Independent Auditors' Report thereon be and are hereby considered, approved and adopted."

2. To declare a final dividend of Rs. 2/- per Equity Share of Rs. 10/-each fully paid for the financial year 2021-22.

"RESOLVED THAT a final dividend of Rs. 2 per Equity Share of Rs. 10/- each aggregating to Rs. 82,50,000/- as recommended by the Board of Directors of the Company for the year ended March 31, 2022 be and is hereby declared and the same be paid to the eligible members of the Company."

3. To ratify the appointment of M/s K.C Khanna & Co., as Statutory Auditors of the company.

"RESOLVED THAT pursuant to the provision of Section 139, 142 and other applicable provisions of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014 (including any statutorymodification(s) or re-enactment(s) thereof for the time being in force) and pursuant to the resolution passed by the members at Thirty Fifth Annual General Meeting of the company held on Saturday, 12th September, 2020 in respect of the appointment of Statutory Auditor, M/s K.C Khanna & Co., Chartered Accountant (Firm Registration No. 000481N), till the conclusion of the Fortieth Annual General Meeting, the company hereby ratified the appointment of M/s K.C Khanna & Co. as the Statutory Auditors of the Company to hold office from the conclusion of Thirty Seventh Annual General Meeting till the conclusion of Fortieth Annual General Meeting."

4. To appoint Mr. Vimal Parkash Jain (having DIN:- 01063027, retiring by rotation) as a Wholetime Director of the Company being eligible, offers himself for re-appointment.

"RESOLVED THATpursuant to the provisions of Section 152 and all other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder, Mr.VimalParkash Jain (DIN: -01063027), Executive Director, retiring by rotation and being



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eligible for reappointment, has confirmedhis eligibility and willingness to accept the office, be and is hereby reappointed as Executive Director of the Company."

SPECIAL BUSINESS (ES):

5. Re-Appointment of Mr. Vimal Prakash Jain as Whole Time Director

To consider and if thought fit, to Pass, with or without modification(s), the following resolution as a *Ordinary Resolution*:

"RESOLVED THAT pursuant to Sections 196 and 197 of the Companies Act, 2013 and the rules made thereunder, read with Schedule V to the Act, consent of the members be and is hereby accorded to the re-appointment of Mr. VIMAL PRAKASHJAIN as WHOLE TIME DIRECTOR of the Company for a period of five years on the terms and conditions including remuneration as may be determined by Board or any of its Committee from time to time, within the maximum limits of Remuneration approved by the members of the Company on such terms and conditions as set out in foregoing resolution and the explanatory statement annexed thereto.

Resolved further that Board and Committee be and is hereby authorized to do all such acts, deeds and things, as it may, in its absolute discretion, consider necessary, expedient or desirable including power to sub-delegate, in order to give effect to this resolution or as otherwise considered by the Board to be in the best interest of the Company, as it may deem fit."

6. APPROVAL OF EMPLOYEE STOCK OPTION SCHEME- ATAM ESOP 2022.

To consider and, if thought fit, to pass with or without modification(s) the following resolution as **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 62(1)(b) and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') read along with Rule 12 of the Companies (Share Capital and Debentures) Rules, 2014 and other applicable rules framed thereunder and the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021(SBEB & SE Regulations) including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof, for the time being in force and in accordance with circulars/ guidelines issued by SEBI, the articles of association of the Company, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), as amended, and other applicable regulations, rules and circulars/guidelines in force, from time to time and subject to any approval(s) of any authorities as may be



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required, and subject to any such condition(s) or modification(s), if any, as may be prescribed or imposed by such authorities while granting such approval(s) and subject to acceptance of such condition(s) or modification(s) by the Board of Directors of the Company (hereinafter referred to as the 'Board', which term shall include Nomination and Remuneration Committee constituted and designated by the Board to act as the 'Compensation Committee' under the SBEB& SE Regulations or their delegated authority and to exercise its powers, including the powers conferred by this resolution), the consent of the Shareholders be and is hereby accorded to the Board to grant, vest and allot, from time to time, and in one or more tranches, options under the Atam Employee Stock Option Scheme 2022 ("ATAM ESOP 2022") to or to the benefit of such person(s) who are permanent employees of the Company, whether working in India or outside India, and/or to the directors of the Company, whether whole-time or not but excluding independent director(s) and to such other persons as may be decided by the Board and/or permitted under SBEB& SE Regulations (hereinafter referred to as 'Eligible Employees') but does not include an employee who is a promoter or a person belonging to the promoter group and a director(s) who either himself or through his relative or through anybody corporate, directly or indirectly, holds more than 10% of the outstanding equity shares of the Company, to subscribe to such number of equity shares of the Company but not exceeding in aggregate of 5% of the expanded equity share capital of the Company from time to time under one or more Employee Stock Option Scheme, and on such terms and conditions, as may be determined by the Board in accordance with the provisions of Atam ESOP 2022 and in due compliance with the SBEB & SE Regulations and other applicable laws, rules and regulations;

RESOLVED FURTHER THAT in case of any corporate action(s) such as rights issues, bonus issues, change in capital structure, merger and sale of division/ undertaking or other re-organisation, change in capital and others, (as the case may be) the Board be and is hereby authorised to do all such acts, deeds, matters and things as it may deem fit in its absolute discretion and as permitted under applicable laws, so as to ensure the fair and equitable benefits under Atam ESOP 2022 are passed on to the Eligible Employees;

RESOLVED FURTHER THAT in case the equity shares of the Company are either sub-divided or consolidated, then the number of equity shares to be allotted and the price of acquisition payable by the option grantees under the Atam ESOP 2022 shall automatically stand augmented or reduced, as the case may be, in the same proportion as the present face value of Rs.10/-per equity share, bears to the revised face value of the equity shares of the Company after such sub-division or consolidation, without affecting any other rights or obligations of the said allottees.

RESOLVED FURTHER THAT the Board be and is hereby authorised to devise, formulate, evolve, decide upon and bring into effect Atam ESOP 2022 on such terms and conditions as contained in explanatory statement to this item in the notice and to modify,



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alter, vary, revise or amend the said terms or suspend, withdraw, revise or terminate Atam ESOP 2022, subject to compliance with the SBEB & SE Regulations, the Act and other applicable laws, rules and regulations, as may be prevailing at that time.

RESOLVED FURTHER THAT Board be and is hereby authorised to allot equity shares of the Company as may be required for the Atam ESOP 2022.

RESOLVED FURTHER THAT the Board be and is hereby authorised to take necessary steps for listing of the equity shares allotted under Atam ESOP 2022 on the stock exchanges, where the equity shares of the Company are listed as per the provisions of the Listing Regulations and other applicable laws, rules and regulations.

RESOLVED FURTHER THAT the equity shares so issued and allotted under Atam ESOP 2022 shall rank paripassu with the then existing equity shares of the Company.

RESOLVED FURTHER THAT the number of Employee Stock Options that may be granted to any Eligible Employee, in any financial year and in aggregate under the Atam ESOP 2022 shall be 1% of the expanded equity share capital (excluding outstanding warrants and conversions) of the Company.

RESOLVED FURTHER THAT the Board, be and is hereby authorized to do all such acts, deeds, and things, as may, at its absolute discretion, deems necessary including authorizing or directing the Compensation Committee to appoint Merchant Bankers, Brokers, Solicitors Registrars, Advertisement Agency, Compliance Officer, Investors Service Centre and other Advisors, Consultants or Representatives, being incidental to the effective implementation and administration of Atam ESOP 2022 as also to prefer applications to the appropriate Authorities, Parties and the Institutions for their requisite approvals as also to initiate all necessary actions for the preparation and issue of public announcement and filing of public announcement, if required, with the SEBI/Stock Exchange(s), and all other documents required to be filed in the above connection and to settle all such questions or difficulties whatsoever which may arise and take all such steps and decisions in this regard, without being required to seek any further consent or approval of the members of the Company to the end and intent that the members shall be deemed to have given their approval thereto expressly by the authority of this resolution, and further to execute all such deeds, documents, writings and to give such directions and / or instructions as may be necessary, proper or expedient to give effect to any modification, alteration, amendment, suspension, withdrawal or termination of Atam ESOP 2022 and to take all such steps and do all acts as may be incidental or ancillary thereto.

RESOLVED FURTHER THAT subject to applicable provisions of the Act and other applicable laws, the Board be and is hereby authorised to delegate all or any powers



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conferred herein, to any committee of directors or chairman or managing director of the Company with a power to further delegate to any executives or officer of the Company to do all such acts, deeds, matters and things as also to execute such documents, writings etc. as may be necessary in this regard."

7. To consider and approve the increase in Authorized Share Capital of the company and consequent alteration in capital clause of the Memorandum of Association of the company

To consider and, if thought fit, to pass with or without modification, the following resolution as an Ordinary Resolution:-

"RESOLVED THAT pursuant to the provisions of Sections 13, 61,& 64 and other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modification(s) and re-enactment(s) thereof for the time being in force) and the rules framed thereunder, consent of the Members be and is hereby accorded to increase the Authorized Share Capital of the Company from the present INR 6,50,00,000/- (Rupees Six Crores Fifty Lakh only) consisting of 65,00,000 (Sixty Five Lakhs) Equity Shares of Rs.10/- (Rupees Ten) each to INR 15,00,00,000/- (Rupees Fifteen Crores only) consisting of 1,50,00,000 (One Crores Fifty Lakhs) Equity Shares of Rs.10/- (Rupees Ten) each.

RESOLVED FURTHER THAT the Memorandum of Association of the Company be and is hereby altered by substituting the existing Clause V thereof by the following new Clause V as under:

"V. The authorized Share Capital of the Company is Rs. 15,00,00,000/- (Rupees Fifteen Crores only) consisting of 1,50,00,000 (One Crores Fifty Lakhs) Equity Shares of Rs. 10/-(Rupees Ten) each with power to increase and/ or reduce the capital of the company as provided in the Articles of the Company"

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as the Board, which term shall include any Committee constituted by the Board or any person(s) authorized by the Board to exercise the powers conferred on the Board by this resolution), be and is hereby authorized to take such steps as may be necessary and to execute all deeds, applications, documents and writings that may be required and generally to do all acts, deeds, matters and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to the above resolution(s), on behalf of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorized to take necessary steps for the purpose of giving effect to this resolution, the Board of Director of the Company be and is hereby authorised to do all acts, deeds, matters and things necessary, proper or desirable and to sign and execute all necessary documents, authority



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letters, applications and returns with Stock Exchange, SEBI, Superintendent of Stamps, NSDL, CDSL, RTA or any other authority."

8. To approve the issuance of Bonus Shares

To consider and if thought fit, to pass the following resolution as an *Ordinary Resolution*:

"RESOLVED THAT pursuant to Section 63 of the Companies Act, 2013 read with Rule 14 of Companies (Share Capital and Debentures) Rules 2014 and other applicable provisions, if any, including rules notified thereunder, as may be amended from time to time (including any statutory modification or re-enactment thereof for the time being in force) read with Regulation 293 and other relevant provisions, laid down in Chapter XI of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, applicable provisions of Article of Association of the Company and subject to such approvals, consent, permissions, conditions and sanctions as may be necessary from appropriate Authorities and subject to such terms and modifications, if any, as may be specified while according such approvals and subject to acceptance of such conditions and modifications by the Board of Directors and subject to such permissions, sanctions and approvals as may be required in this regard; the consent of the members of the Company be and is hereby accorded for issue upto 67,74,000 Equity Shares (Sixty-Four Lakhs Seventy-Four Thousand) of Rs 10/- each (which includes reserve for 12,00,000 warrants convertible into Equity shares in the ratio of 1:1) as bonus shares of an aggregate nominal value uptoRs 6,47,40,000 (Six Crores Forty-Seven Lakhs Forty Thousand only), as bonus shares to the Shareholders of the Company whose name will appear in the register of members on Record Date to be determined by the Board for this purpose, out of the Securities Premium Account and Reserves."

"RESOLVED FURTHER THAT:

- a) the bonus issue of shares will be made in the ratio of 1:1 i.e.1 (One) fully paid up Equity Shares for every 1 (One) Equity Shares held to the shareholders on such date (Record Date) as may be determined by the Board of Directors after approval of this resolution by shareholders in General Meeting.
- b) Further, as on date company has 12,00,000 warrants (issued to promoter of the company, Mr. Amit Jain) convertible into equity shares, the company will create a reserve for the said warrants and will issue the bonus shares once the warrants will be converted into equity shares, subject to the provisions of the SEBI ICDR Regulations, 2018 and other applicable laws.
- c) the bonus equity shares so allotted shall rank paripassu in all respects with the fully paid-up equity shares of the Company as existing on the Record Date;



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d) the bonus equity shares so allotted shall always be subject to the terms and conditions contained in the Memorandum and Articles of Association of the Company;

- e) Share certificate shall be issued to those to whom the Bonus Shares are allotted within the time prescribed in the Companies Act, 2013 and Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018. With regard to the shares held in dematerialized form, the bonus shares will be credited to the respective demat A/c of the holders;
- f) No member shall be entitled to a fraction of an Equity Shares as a result of implementation of this resolution & no certificate or coupon or cash shall be issued for fraction of equity shares & the bonus shall be rounded to lower integer;

RESOLVED FURTHER THAT the Board be and is hereby authorized to take necessary steps for listing of such bonus equity shares on the Stock Exchanges where the securities of the Company are presently listed as per the provisions of the Listing Regulations and other applicable regulations, rules and guidelines.

RESOLVED FURTHER THAT the Board be and is hereby authorized to take necessary steps for the purpose of giving effect to this resolution, the Board of Director of the Company be and is hereby authorised to do all acts, deeds, matters and things necessary, proper or desirable and to sign and execute all necessary documents, authority letters, applications and returns with Stock Exchange, SEBI, Superintendent of Stamps, NSDL, CDSL, RTA or any other authority.

RESOLVED FURTHER THAT the issue and allotment of the bonus equity shares to the extent they relate to Non-Resident Indians (NRIs), Foreign Institutional Investors (FIIs) and other Foreign Investors, be subject to the approval of RBI or any other regulatory authority, as may be necessary.

RESOLVED FURTHER THAT the Board be and is herebyauthorized to take necessary steps for listing of such bonusequity shares on the Stock Exchanges where the sharesof the Company are presently listed as per the provisionsof the SEBI LODR Regulations and other applicable regulations, rules and guidelines."

9. Authorization to Board to borrow funds

To consider and if thought fit, to Pass, with or without modification(s), the following resolution as a **Special Resolution**:

"RESOLVED THAT Pursuant to Sections 179, 180(1)(c) and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Meetings of Board and its Powers) Rules, 2014 and other rules, regulations, notifications and circulars issued including any statutory modification or re-enactment thereof for the time being in force, consent of the members of the Company be and is hereby accorded to the Board of



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Directors of the Company (hereinafter referred to as 'the Board') which term shall be deemed to include any Committee which the Board may have constituted or may hereinafter constitute to exercise its powers including the powers conferred by this Resolution for borrowing from time to time, any sum or sums of money for the purposes of the business of the Company, upon such terms and conditions and with or without security, as the Board may in its discretion think fit, notwithstanding that the money or monies to be so borrowed by the Company (apart from the temporary loans obtained or to be obtained from time to time from the Company's Bankers in the ordinary course of business) together with the sums already borrowed, may exceed the aggregate of the paid-up share capital of the Company and its free reserves that is to say, reserves not set apart for any specific purposes, provided however that the sums so borrowed and remaining outstanding shall not, at any time, exceed Rs. 50,00,00,000/- (Rupees Fifty Crore Only)."

"RESOLVED FURTHER THAT the Directors be and are hereby severally authorised to take such actions and steps, including delegation of authority to any committee, as may be necessary and generally to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution without requiring the Board to secure any further approval of the Members of the Company."

10. Authorization to Board to create charge on the assets of the Company

To consider and if thought fit, to Pass, with or without modification(s), the following resolution as a **Special Resolution**:

"RESOLVED THAT Pursuant to the provisions of Section 180(1)(a) of the Companies Act, 2013 and other rules, regulations, notifications and circulars issued including any statutory modification or re-enactment thereof for the time being in force, consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company, to create charges, mortgages and / or hypothecations in addition to the existing charges, mortgages and hypothecations created by the Company, in such form and manner and with such ranking, whether exclusive, pari-passu, subservient or otherwise and at such time and on such terms as the Board may determine, on all or any of the moveable and / or immovable properties of the Company, both present and future and / or on the whole or any part of the undertaking(s) of the Company, in favour of the banks, non-banking financial companies, financial institutions and other lender(s), Agent(s) and Trustee(s), for securing the borrowings of the Company availed / to be availed by way of loans(s) (in Foreign currency and /or rupees) and / or debentures (convertible / non-convertible / secured / unsecured) and / or securities in the nature of debt instruments issued / to be issued by the Company (hereinafter termed 'loans'), from time to time,



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provided that the total amount of loans shall not at any time exceed Rs. 50,00,00,000/-(Rupees Fifty Crore Only)."

"RESOLVED FURTHER THAT the Directors be and are hereby severally authorised to take such actions and steps, including delegation of authority, as may be necessary and to settle all matters arising out of and incidental thereto; and to sign and to execute deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution, without requiring the Board to secure any further approval of the Members of the Company."

11. Approval to enter Related Party Transactions

To consider and if thought fit, to Pass, with or without modification(s), the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of section 188 of the Companies Act, 2013 read with Companies (Meeting of Board and its Powers) Rules, 2014 and other applicable provisions, if any (including statutory modification(s) or re- enactment thereof for the time being in force) and subject to such other approvals, consents, permissions and sanctions of other authorities as may be necessary, consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as "the Board") to enter into contracts/ arrangements/ agreements/ transactions (including any modifications, alterations or amendments thereto) in ordinary course of business and on arm's length basis with related parties within the meaning of the Act as more particularly enumerated in explanatory statement annexed to this notice on such terms and conditions as defined in the related party contacts."

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do or cause to be done all such acts, deeds and things, settle any queries, difficulties doubts that may arise with regard to any transactions with the related party, make such changes to the terms and conditions as may be considered necessary or desirable in order to give effect to this resolution in the best interest of the Company."

Voting by Members:

- The Company had provided remote e-voting facility to its members to cast votes electronically on all 11 items of business set out in the Notice.
- Further, the facility to vote on resolutions through electronic voting system at the meeting was made available to the members who participated in the meeting and had not cast their votes through remote e-voting.



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It was then informed to the Members that the combined results of the e-voting on the resolutions, along with the Scrutinizer's Report, would be intimated to the BSE Limited, and that they would also be placed on the Company's website in due course.

The Chairman thanked Members for attending and participating in the AGM. He also thanked the Directors for joining the Meeting. The e-Voting facility was kept open for 15 minutes from the conclusion of the meeting to enable the Members to cast their vote. The Chairman authorized the Company Secretary to carry out the voting process and declare the results of the consolidated voting.

This document does not constitute minutes of the proceedings of the Annual General Meeting of the Company.

For Atam Valves Limited

Digitally signed by Natisha Natisha Choudhary Choudhary Date: 2022.09.30 14:15:39 +05'30'

Natisha Choudhary (Company Secretary and Compliance Officer)