

STERLING TOOLS LIMITED

CIN : L29222DL1979PLC009668



WORKS : 5-A DLF Industrial Estate
Faridabad - 121 003 Haryana India
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To,

The Manager
National Stock Exchange of India Limited
"Exchange Plaza", Bandra-Kurla Complex, Bandra (E)
Mumbai-400051
Scrip Symbol: STERTOOLS

To,

The Secretary
Corporate Compliance Department
Bombay Stock Exchange Limited
1st Floor, P. J. Towers, Dalal Street, Fort
Mumbai – 400001
Scrip Id: STERTOOLS Scrip Code: 530759

Date: 25th September, 2020
Ref.: STL/SD/1&2/2020-2021

Sub: Summary of proceeding of 41st Annual General Meeting held on 25th September 2020 pursuant to Regulation 30(4) of (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir/Madam,

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose gist of proceedings of the 41st Annual General Meeting held on Friday, September 25, 2020.

Kindly take the above intimation in your record.

Thanking you,

Sincerely
For **Sterling Tools Limited**


Vaishali Singh
Company Secretary



Gist of proceedings of the 41st Annual General Meeting of Sterling Tools Limited

A. Date, time and venue of the Annual General Meeting (Meeting):

The 41st Annual General Meeting of the Company was held on Friday, September 25, 2020 through Video Conferencing (VC) / Other Audio-Visual Means (OAVM). The Meeting commenced at 10:30 a.m. (IST) and concluded at 10:55 a.m. (IST).

DIRECTORS PRESENT THROUGH VIDEO CONFERENCE

1. Mr. Anil Aggarwal	Chairman & Managing Director
2. Mr. Atul Aggarwal	Whole time Director
3. Mr. C. R. Sharma	Independent Director & Chairman-Audit Committee
4. Ms. Malini Sud	Independent Director
5. Mr. Jaideep Wadhwa	Director
6. Mr. Shailendra Swarup	Independent Director
7. Mr. Akhill Aggarwal	Director
8. Mr. Kabir Bhandari	Independent Director

ATTENDANCE:

1. Ms. Vaishali Singh	Company Secretary
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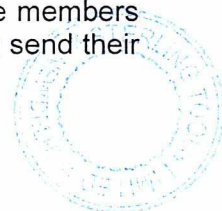
INVITEES:

1. Mr. Ankit Aggarwal	Statutory Auditor
2. Mr. Dhananjay Shukla	Secretarial Auditor
3. Mr. A.K.Goyal	Scrutinizer

79 members attended the meeting through Video conferencing.

B. Proceedings in brief:

- Shri Anil Aggarwal, Chairman & Managing Director, chaired the Meeting.
- All the Directors were present in AGM except Dr. T.N. Kapoor who could not attend the meeting due to his pre-occupation elsewhere but in his absence he had Authorised Mr. C.R. Sharma to act as chairman of Stakeholders Relationship Committee.
- The requisite quorum being present, the Chairman called the Meeting to order.
- The Chairman informed that the Meeting was held through VC / OAVM in compliance with the circulars issued by the Ministry of Corporate Affairs, Government of India and Securities and Exchange Board of India.
- The Chairman addressed the members. A copy of the Chairman's Speech attached to this letter is also available on the website of the Company.
- The Chairman informed that the Register of Directors, KMP and their shareholding and other statutory Registers as required under Companies Act, 2013 have been made available electronically for inspection by the members during the AGM. Members seeking to inspect such documents can send their requests to csec@stlfasteers.com .



- The Company Secretary informed that remote e-voting commenced at 9:00 a.m. on Monday, September 21, 2020 and concluded at 5:00 p.m. on Thursday, September 24, 2020.
- With the consent of the members, the Notice convening the 41st Annual General Meeting along with the Audited Financial Statements of the Company for the year ended 31st March, 2020, including Balance Sheet as at 31st March, 2020 and the statement of Profit and Loss Account for the year ended on that date together with the Reports of Directors and Auditors thereon, were taken as read.
- The following items of business as set out in the Notice convening the 41st Annual General Meeting were commended for members consideration and approval:

Ordinary Business:

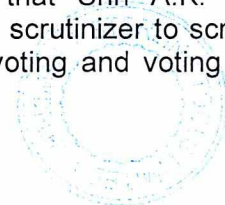
1. To receive, consider and adopt the Standalone & Consolidated Financial Statements containing the Balance Sheet as at 31st March 2020 and the Profit and Loss Account for the financial year ended on that date alongwith the Cash Flow statements, Notes & Schedules appended thereto together with the Directors' Report and Auditors' Report thereon.
2. To confirm & ratify the payment of Interim Dividend of 100% for the Financial Year 2019-2020 as Final Dividend for the said Financial Year.
3. To appoint a Director in place of Shri Atul Aggarwal (DIN: 00125825) who retires by rotation and being eligible offers himself for re-appointment.

Special Business

4. To ratify the remuneration of the Cost Auditors for the Financial Year 2020-2021.
5. Appointment and Regularization of appointment of Shri Shailendra Swarup (DIN No. 00167799) as an Independent Director of the Company
6. Approval of remuneration payable to Shri Jaideep Wadhwa (DIN No. 00410019), Non-Executive Non-Independent Director, during the Financial Year ending March 31, 2021 which is expected to exceed 50% of the total annual remuneration payable to all Non-Executive Directors for the said year.
7. Re-appointment and payment of remuneration to Shri Anil Aggarwal, Chairman Cum Managing Director of the Company.
8. Re-appointment and payment of remuneration to Shri Atul Aggarwal, Whole Time Director of the Company.

C. Voting by members:

- The Company had provided remote e-voting facility to its members to cast votes electronically on all 8 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.
- The Company Secretary informed the members that Shri A.K. Goyal, practicing Company Secretary, was appointed as the scrutinizer to scrutinize the voting through electronic means (i.e. remote e-voting and voting at the meeting by using electronic system).



- The Chairman informed the members that the results of e-voting shall be disseminated to the stock exchanges and also uploaded on the website of the Company and National Securities Depository Limited, the authorized agency provided e-voting facility.

D. Question & Answer Session:

- Thereafter, the Company Secretary opened the stage for 'Questions & Answers' for the members who had registered themselves as the speakers to ask questions or express their views. The management responded to the queries of members.

E. Vote of Thanks:

- The Chairman thanks to all the Shareholders who participated in the Annual General Meeting of the Company to make it successful and authorized company secretary to conclude the Meeting.
- The Company Secretary requested shareholders to cast their vote who have not casted yet and voting line remain opened for 15 minutes.

Notes:

- i. The Company will separately intimate the results of e-voting to the stock exchanges.
- ii. This document does not constitute minutes of the proceedings of the Annual General Meeting of the Company.

Sincerely
For **Sterling Tools Limited**


Vaishali Singh
Company Secretary





STERLING TOOLS LIMITED

CIN No.: L29222DL1979PLC009668

Regd. Office: Office No. 515, DLF Tower-A, Jasola District Centre, New Delhi-110025

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Dear Shareholders:

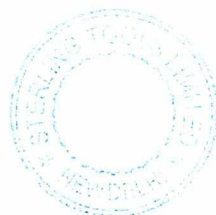
It gives me great pleasure to welcome you all to the 41st Annual General Meeting of your Company.

I would have liked to address you in person, but as you know, we are holding this meeting over a virtual platform due to the prevailing unprecedented circumstances. I would like to thank each one of you for sparing the time to join us today from distant locations, and for your continued faith in Sterling and its management. I hope you and your family members are healthy and safe.

Like the rest of the World, India too is struggling with Covid-19 pandemic. This situation has posed huge challenges to Nations across globe. Governments are in a dilemma as to how long they continue with lockdown which you know leads to complete shutdown of Economic activity.

As infection rate continues to rise in India, we are learning to live and work in these challenging times. The only hope is to have a vaccine available as earliest as possible so that Economic activities start in its full swing.

I must salute the spirit of the Government authorities, healthcare workers, police, and the public, in fighting the pandemic.



We as a responsible Corporate Citizen, are also looking at constructive ways and means of dealing with the situation, while taking care of all our employees, stakeholders and continuously focusing on the everchanging customers' requirements.

Performance of Automobile Industry during F.Y. 2019-20

The Indian automobile sector registered a drop of nearly 18 percent in domestic sales in the financial year 2019-20. Last quarter, due to the ongoing coronavirus pandemic-related lockdown and the BS-IV to BS-VI transition, the industry witnessed one of its sharpest decline in domestic sales.

The COVID-19 outbreak, which started showing its effect in March 2020, not only impacted sales but also disrupted the global supply chain. This worsened things for the Indian automobile component industry which was already struggling because of the vehicle sales slowdown in the country. According to figures released by the Automotive Component Manufacturers Association of India (ACMA), the turnover of the automotive component industry in India stood at ₹3.49 lakh crore. There is a de-growth of 11.7 per cent during FY 2019-20 as compared to the previous financial year.

Financial Performance of your Company during F.Y. 2019-20:

The financial performance of your Company in the year 2019-20 has been explained comprehensively, in the Annual Report which is with you.

I hope you have had the opportunity to read the Integrated Annual Report and assessed our operational and financial delivery.



A snapshot of your Company's performance during the last F.Y.:

- Revenue from operations de-grew by 28.89%;
- Operating profit decreased by 28.58%;
- Comprehensive Income stood at Rs. 3318.48 lacs decreased by 26.02% and
- EPS at Rs. 8.06/- against Rs. 12.45 for the F.Y. 2019-20.

Review of Current Performance:

The Company's operational as well as financial performance during the first Quarter of Current Financial Year 2020-21 has already been released, after Board' approval, on 10th August, 2020.

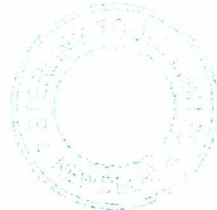
The Consolidated revenues de-grew by 80% as compared to corresponding quarter in previous financial year. Your Company has implemented stringent cost control measures and only critical capital expenditures were allowed to conserve the financial resources.

Due to complete lockdown in April and May of this year, the first quarter' performance has been impacted drastically.

Outlook for Future

We are hopeful that your Company from second quarter with the opening of Economy activity and with the good manson, will perform much better.

You are aware that the entire world is adopting the global shift to Electrification of vehicles. The Company is also working on several EV related projects and is fully geared to meet these challenges. The



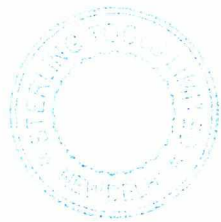
Company's Electric Vehicle component venture Sterling Gtate E-Mobility Ltd was incorporated in January 2020 and its manufacturing facility is scheduled for completion in Oct 20. This venture, and others that may follow, will provide Sterling a foothold in the EV segment and make the Company "Future Ready"

As I look forward, I wish and hope that the global efforts in fighting the pandemic bear some quick results and we are able to emerge out of these testing times and get back to leading our lives.

Acknowledgement

I extend my sincere thanks to all shareholders, Customers, Bankers, Vendors and the employees of the Company for their continuous support.

Thank You



Anil Aggarwal

Chairman cum Managing Director