



TRITON

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September 29, 2022

To
The General Manager
Listing Department
BSE Limited
Department of Corporate Services
PJ towers, Dalal Street, Mumbai -400 001
BSE Symbol: 505978

Dear Sir,

Sub: Summary of proceedings of 46th Annual General Meeting held on Thursday, September 29, 2022.

Pursuant to the General Circular No. 14/ 2020 dated 8th April 2020, General Circular No. 17 / 2020 dated 13th April 2020, General Circular No. 20/ 2020 dated 5th May 2020 and General Circular No. 02/2021 dated 13th January 2021, General Circular No. 21/2021 dated 14th December 2021 and all other relevant circulars issued by the Ministry of Corporate Affairs (collectively referred to as 'MCA Circulars') and the Circular No. SEBI/HO/CFD/CMDI/CIR/P/2020/79 dated 12th May 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January 2021 and SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13th May 2022 issued by the Securities and Exchange Board of India (referred to as SEBI Circulars) and in compliance with SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and with applicable provisions of the Companies Act, 2013, the 46th Annual General Meeting (AGM) of the Company was held on Thursday, September 29 2022 at 04:00PM(1ST) through VC/OAVM to transact the business as stated in the Notice dated August 13 2022. The meeting commenced at 04.13PM(IST) and concluded at 05.43PM (IST).

The consolidated voting results along with the scrutinizer's report will be made available on the Company's website at www.tritonvalves.com, on the website of BSE at <https://www.bseindia.com>.

Kindly take the same on your records and oblige.

Thanking You,

Yours Sincerely,

For Triton Valves Limited

Swathishree K R

Company Secretary & Compliance Officer



Summary of proceedings of the 46th Annual General Meeting

The 46th Annual General Meeting (AGM) of the Members of Triton Valves Limited ('the Company') was held on Thursday, September 29, 2021 at 04.13PM(IST) through Video Conferencing (VC)/Other Audio-Visual Means (OAVM). The Company while conducting the meeting has complied with the applicable MCA circulars and SEBI circulars.

The Chairman of the Company, Mr. S K Welling welcomed the Members to the 46th Annual General Meeting. The requisite quorum being present, the Chairman of the meeting called the meeting to order. All the Directors of the Company, Chairman of the Audit Committee, Nomination and Remuneration Committee, Corporate Social Responsibility Committee and Stakeholders' Relationship Committee were present at the Meeting via VC. Mr. Parameshwar Bhat, Secretarial Auditors were also present at the Meeting via VC.

The Chairman then requested Ms. Swathishree K R, Company Secretary to provide general information about the meeting for the benefit of Shareholders' participating in the meeting. Ms. Swathishree K R informed the Members that the Company has made available the facility for the shareholders to join the meeting through video conference in pursuance of the provisions of Companies Act, 2013, SEBI regulations & due to the health concerns arising from Covid-19 pandemic and live web-streaming of this meeting was also being done through the video conference facility provided by National Securities Depository Limited (NSDL).

Since the meeting was conducted through virtual means, the option of appointing proxy was not allowed as per the Circular of the Ministry of Corporate Affairs. Only the Shareholders could attend the meeting.

The Company Secretary further informed the Members that the Company had provided the Members the facility to cast their vote through remote electronic voting on all resolutions set forth in the Notice. The Company Secretary also informed the Members who were present at the AGM but who had not cast their votes prior through remote e-voting to cast their vote during the AGM through NSDL e-voting website. Company Secretary also informed the Members that Registers and documents that are required to be made available during the meeting for inspection to the shareholders under the Companies Act, 2013 were available for electronic inspection.

Then the Chairman, Mr. S K Welling delivered the Chairman speech followed by a presentation of Mr. Aditya M Gokarn, Managing Director on the performance of the Company.

The Chairman announced that with the consent of the Members, the Notice along with the Financial Statements and Directors Report already sent to Members be taken as read and since there were no adverse remarks, qualifications or observations in the Auditors Report and there are modified qualifications in the Secretarial Audit Report, it did not call for reading the said reports.





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The following items of business, as per the Notice of AGM dated August 13, 2022, were transacted at the meeting:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Standalone and the Consolidated Financial Statements for the Financial Year ended March 31 2022 and the Reports of the Board including Secretarial Audit Report and of the Independent Auditors thereon.
2. To declare a dividend of Rs. 5/- per Equity Share of Rs.10/- each (50%), for the financial year ended March 31 2022.
3. To appoint a Director in place of Mrs. Anuradha M. Gokarn (DIN: 00185509), who retires by rotation and being eligible, offers herself for re-appointment.
4. To re-appoint M/s. Deloitte Haskins and Sells LLP, Chartered Accountants as statutory auditors of the Company and to fix their remuneration.

SPECIAL BUSINESS:

5. To Re-appoint Mr Aditya M Gokarn (DIN: 00185458) as Managing Director of the Company
6. To Re-appointment Mr Prashanth Nayak (DIN: 03371824) as an Independent Director for Second Term of Five Consecutive Years
7. Payment of Commission to Non-Executive Directors of the Company
8. Ratification of payment of remuneration to Cost Auditor for the Financial Year 2022-23

Clarifications were provided to the queries raised by the members.

The Chairman of the meeting then informed that the Board of Directors had appointed Mr. Parameshwar Bhat, Practicing Company Secretary as the Scrutinizer to supervise the remote electronic voting and voting during the AGM in a fair and transparent manner.

The Chairman of the meeting further informed that the results of the remote e-voting and voting at the AGM, together with the Report of Scrutinizer thereon will be declared and published on or before October 01, 2022. He further, authorized the Company Secretary, Mr. Swathishree K R to declare and publish the results.

The Chairman of the meeting thanked the Shareholders for their active participation in the 46th AGM of the Company and declared the meeting as concluded.

