



Smiths & Founders (India) Limited

SFIL/AGM/2023/BSE/PROCEEDINGS/2709/2023-24

Wednesday, September 27, 2023

The Manager –Listing

Bombay stock Exchange Limited

P J Towers, 25th Floor, Dalal Street

Mumbai – 400001

Dear Sir,

Sub: Proceedings of the 32nd AGM of the Members of the Company

Ref: Scrip Code: 513418

With reference to the above, the 32nd Annual General Meeting (AGM) of the Company was held through Video Conferencing (VC) on 27th September, 2023.

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 B Shettigar

Company Secretary & Compliance Officer

Encl: as above



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Smiths & Founders (India) Limited

Summary of Proceedings of the 32nd AGM of the Members of the Company

- The 32nd Annual General Meeting of the Members of the Company was held on 27th September, 2023 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, Mr. Sudhindra Kalghatgi Chairman of Stakeholders Relationship Committee, Mr. Ramesh Rao Independent Director and Mrs. Shailaja Suresh, Non-Executive Director and Mr. C.S. Hemachandra Additional (Independent Director) took part in the Meeting. Mr. Milan Shetty, Partner, B N Subramanya & Co, Chartered Accountants, Statutory Auditor of the Company and Mr. S.B. Subhash, Partner M/s. Rao & Emmar., Chartered Accountants took part in the meeting, 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, 2023 and the Reports of the Board of Directors and Auditors thereon.
- Re-appointment of Mr. Suresh Shastry (DIN: 01099554), who retires by rotation and being eligible, offers himself for re-appointment.
- Appointment of Statutory Auditors in place of retiring Auditors

As Special Business:

- Approve continuation of directorship of Mr. Sudhindra Narayan Kalghatgi (DIN: 06994850), as Independent Director in terms of Regulation 17 (1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015
- Approve the Related Party Transactions/Arrangements
- Appointment of Mr. Hemachandra (DIN: (DIN: 10303392) as an Independent Director.
- Approve continuation of directorship of Mr. Hemachandra (DIN: (DIN: 10303392), as Independent Director in terms of Regulation 17 (1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015



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 12.00 P.M.

Please take the same on record.

Thank you,

Yours sincerely,

For Smiths & Founders (India) Limited



Roopashree B Shettigar
Company Secretary & Compliance Officer

