

May 18, 2024

To,

<b>BSE Limited,</b> <b>Dept. of Corporate Services,</b> Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001 <b>Company Code: 505075</b>	<b>National Stock Exchange of India Ltd,</b> <b>Listing Department</b> Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai – 400051 <b>Scrip Symbol: SETCO</b>
--	--

Dear Sir,

**Sub: Proceedings of the Extra Ordinary General Meeting of the Company held on May 18, 2024**

This is to inform you that the Extra-ordinary General Meeting (“EGM”) of the Company was scheduled on Saturday, 18th May, 2024 at 2:30 p.m. at the registered office of the Company at Vadodara Godhra Highway, Kalol, Panchmahal, Gujarat 389330 and concluded at 2:55 p.m.

In these regards and business(es) mentioned in the Notice dated 18th April, 2024, convening the EGM were transacted thereat.

Further, the proceedings of EGM is also available on the Company’s website at [www.setcoauto.com](http://www.setcoauto.com).

Details of voting results as required under Regulation 44 (3) of the SEBI (LODR) Regulations, 2015 will be submitted separately.

This is for your information and records.

Thanking you,

Yours faithfully,

**For Setco Automotive Limited**

**Hiren Vala**  
**Company Secretary**

## **BRIEF PROCEEDINGS OF THE EXTRA-ORDINARY GENERAL MEETING OF THE COMPANY**

The Extra-Ordinary General Meeting (“EGM”) of the Company was scheduled on Saturday, 18th May, 2024, at the registered office of the Company at Vadodara Godhra Highway, Kalol, Panchmahal, Gujarat - 389330. The meeting commenced at 2:30 p.m.

Mr. Harish Sheth, Chairman and Managing Director of the Company, chaired the proceedings of the meeting.

Chairman welcomed the Director, Company Secretary, Statutory and Secretarial Auditors and shareholders of the Company to the EGM, as the requisite quorum being present, the Chairman called the Meeting to order.

Chairman then handed over to Mr. Hiren Vala, Company Secretary and requested him to proceed with the meeting.

Mr. Hiren Vala welcomed the Board, Statutory and Secretarial Auditors and shareholders of the Company to the EGM.

The Notice convening the EGM of the Company were taken as read as the same were already circulated to the members.

Mr. Hiren Vala informed the following:

- The Company has sent the Notice convening EGM along with the Explanatory Statement on April 23, 2024 through electronic mode to the Members whose email addresses are registered with the Company and/or Depositories. For Members who have not registered their e-mail addresses, physical copies are being sent by the permitted mode. These are also available on the website of the Company, BSE, NSE and Central Depository Services (India) Limited (CDSL).
- The Register of Proxies and other Statutory registers as required to be kept open for inspection under the Companies Act, 2013 are available for inspection by the Members at the entrance of the hall.
- In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided to its Members, facility to cast their votes by electronic means through remote e-voting platform of Central Depository Services (India) Limited (CDSL) in respect of all resolutions as set out in the Notice convening the EGM. The remote e-voting period commenced from Wednesday, May 15, 2024 at 9:00 am (IST) and ends on Friday, May 17, 2024 at 5:00 pm (IST) and cut-off date was Friday, May 10, 2024.

- Members who had not cast their votes through remote e-voting platform were provided with an opportunity to cast their votes physically during the EGM.

The Company Secretary requested the members to consider the following items of business, as per the Notice of EGM dated April 18, 2024:

**Special Business:**

1. Approval for creation of security under Section 180(1)(a) of the Companies Act, 2013.
2. Approval for extending loans, providing guarantees or giving securities for loans taken by any person or body corporate under Section 186 of the Companies Act, 2013.
3. Approval for extending loans, providing guarantees or giving securities under Section 185 of the Companies Act, 2013.
4. Approval in respect of related party transactions to be entered into inter se between the group companies.
5. Approval of issuance of share warrants by Setco Auto Systems Private Limited and consequent dilution.

The Company Secretary further informed the Members that the Board of Directors had appointed Mr. Shravan Gupta from M/s. Shravan A. Gupta & Associate, Practicing Company Secretaries as Scrutinizer to scrutinize the remote e-voting and ballot voting process in a fair and transparent manner and submit a Consolidated Report.

The Company Secretary, thereafter, ordered a poll to be taken at the Meeting on all resolutions set out in the Notice convening the EGM and requested Mr. Shravan Gupta from M/s. Shravan A. Gupta & Associate, Practicing Company Secretaries Scrutinizer for an orderly conduct of the voting.

The Company Secretary further informed the Members that voting results along with the Consolidated Scrutinizer's Report shall be placed on the website of the Company, [www.setcoauto.com](http://www.setcoauto.com) and on the website of CDSL engaged for providing e-voting and will be communicated to the Stock Exchanges, where the shares of the Company are listed within 48 hours of the conclusion of EGM.

The meeting concluded with a vote of thanks to all the Directors, Auditors and Members for attending the EGM of the Company and declared the meeting as concluded at 2:55 p.m.