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**JTEKT INDIA LIMITED**

13<sup>th</sup> August, 2024

**The BSE Limited**

Department of Corporate Services  
Floor 1, New Trading Ring  
Rotunda Building. P.J. Towers  
Dalal Street, Fort  
Mumbai 400 001.

**Scrip Code - 520057**

**National Stock Exchange of India Ltd.**

Exchange Plaza, 5th Floor,  
Plot No. C/1, G Block  
Bandra - Kurla Complex  
Bandra (E)  
Mumbai 400 051.

**Symbol - JTEKTINDIA; Series - EQ**

**Sub : Proceedings of 40<sup>th</sup> Annual General Meeting ('AGM').**

Dear Sir(s),

In continuation to our letter dated 18<sup>th</sup> July, 2024, the 40<sup>th</sup> Annual General Meeting of the Company was held today i.e. 13<sup>th</sup> August, 2024 and the business mentioned in the Notice dated 30<sup>th</sup> May, 2024 was transacted.

In this regard, please find enclosed herewith the proceedings as required under the Regulation 30, Part A of Schedule - III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations.

This is for your information and records.

Thanking you,

Yours faithfully,

**For JTEKT India Limited**

**Saurabh Agrawal  
Company Secretary**

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**SUMMARY OF PROCEEDINGS OF THE 40<sup>TH</sup> ANNUAL GENERAL MEETING OF THE SHAREHOLDERS OF JTEKT INDIA LIMITED HELD ON TUESDAY, 13<sup>TH</sup> AUGUST, 2024 AT 11.30 A.M. THROUGH VIDEO CONFERENCING (“VC”)/ OTHER AUDIO VISUAL MEANS (“OAVM”) DEEMED TO BE HELD AT UGF-6, INDRAPRAKASH 21, BARAKHAMBA ROAD, NEW DELHI 110 001 AND CONCLUDED AT 12:26 P.M.**

**DIRECTORS PRESENT:**

- Mr. Hitoshi Mogi : Chairman & Managing Director (*Attended through Video Conference and other audio visual means*)
- Mr. Rajiv Chanana : Director & CFO (*Attended through Video Conference and other audio visual means*)
- Mr. Minoru Sugisawa : Wholetime Director (*Attended through Video Conference and other audio visual means*)
- Mrs. Hiroko Nose : Independent Woman Director (Chairperson – Audit Committee) (*Attended through Video Conference and other audio visual means*)
- Mr. Masahiko Morimoto : Independent Director (Chairman - Risk Management Committee) (*Attended through Video Conference and other audio visual means*)
- Mr. Hiroshi Daikoku : Independent Director (Chairman – Stakeholders Relationship Committee and Nomination & Remuneration Committee) (*Attended through Video Conference and other audio visual means*)
- Mrs. Deepika Gera : Independent Director (Chairperson – CSR Committee) (*Attended through Video Conference and other audio visual means*)

**IN ATTENDANCE**

- Mr. Shashank Agarwal : Partner, B.S.R. & Co.LLP, Statutory Auditors (*Attended through Video Conference and other audio visual means*)
- Mr. Krishna Kumar Singh : Secretarial Auditors & Scrutinizer (*Attended through Video Conference and other audio visual means*)
- Mr. Saurabh Agrawal : Company Secretary & Compliance Officer (*Attended through Video Conference and other audio visual means*)

**MEMEBERS PRESENT** : 205  
(*in person through Video Conference and other audio visual means*)

Mr. Hitoshi Mogi presided over as Chairman of the meeting.

Mr. Saurabh Agrawal, Company Secretary welcomed the shareholders present at the meeting and introduced Directors, Statutory Auditors and Secretarial Auditor to the shareholders of the Company and informed that this meeting was being held through video conferencing in accordance with the circulars issued by the Ministry of Corporate Affairs and SEBI. The quorum being present, called the meeting to order.

The Chairman addressed the shareholders and spoke about Financial Performance of the Company, current economic situations and its impact. After his speech, Chairman requested Mr. Rajiv Chanana, Director & CFO to take up the rest of the proceedings of the meeting.

As part of the proceedings, Mr. Rajiv Chanana, informed that the Audited Financial Statements for the year ended 31st March, 2024 together with Statutory Auditors' Report and Board Report were sent to all shareholders of the Company by email and the Statutory Auditor BSR & Co. LLP and Secretarial Auditor Mr. Krishna Kumar Singh have expressed their unqualified opinion in the respective Audit Reports for the Financial Year 2023-24. The shareholders were also informed about the qualified opinion of Statutory Auditors on Internal Financial Controls with reference to the Financial Statements. Mr. Chanana tabled the resolutions for which the approval of the shareholders of the Company was required.

Thereafter, Mr. Rajiv Chanana invited comments from the shareholders on the working of the Company. Few Shareholders spoke and appreciated the management of the Company for the good corporate governance practices followed by the Company. A few queries were raised by the shareholders, which were suitably replied by Mr. Rajiv Chanana. After that Mr. Rajiv Chanana and Mr. Mogi thanked the shareholders for their comments/suggestions.

It was further informed to the shareholders that e-voting facility was provided to all shareholders to vote electronically along with e-voting facility at AGM (insta-poll) at the meeting, which remained open for 15 minutes from conclusion of this meeting.

The following items of business, as per the Notice of the AGM were transacted:

### **Ordinary Business**

1. Adoption of Financial Statement for the financial year ended 31st March, 2024 including audited Balance Sheet as at 31st March, 2024, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.
2. Declaration of Dividend on equity shares for the year ended 31st March, 2024.
3. Re-appointment of Mr. Rajiv Chanana (DIN 02630192) who retires by rotation and being eligible, offers himself for re-appointment.

### **Special Business**

4. Appointment of Mrs. Deepika Gera (DIN 00145602) as Independent Director of the Company for a period of five years effective from 15<sup>th</sup> May, 2024.
5. To approve distribution of sum not exceeding 1% of the net profits of the Company calculated in accordance with the provisions of Section 198 of the Companies Act, 2013 to the Independent Directors of the Company for a period of five years commencing from 1<sup>st</sup> April, 2024.
6. To approve Material Related Party transactions to be entered into with Maruti Suzuki India Limited.
7. To approve Material Related Party transactions to be entered into with JTEKT Corporation, Japan.

The Shareholders were informed that in compliance with the requirements of law, the Board of Directors of the Company had appointed Mr. Krishna Kumar Singh, Practicing Company Secretary as scrutinizer to supervise the remote e-voting and insta-poll process and to report combined voting results of e-voting and the insta-poll for each of the items as per the Notice of the AGM.

The Chairman mentioned that the results of voting shall be announced within the stipulated time and the same will be displayed at the website of the Company. He thanked the members for participating in the meeting. The e-voting facility was kept open for next 15 minutes to enable the members to cast their vote.

**For JTEKT India Limited**

**Saurabh Agrawal  
Company Secretary**