

SUMMARY OF PROCEEDINGS OF 35TH ANNUAL GENERAL MEETING ("AGM")

The 35th Annual General Meeting of the Company was held on Tuesday, 15th September, 2020 at 11.30 a.m. (IST) through Video Conferencing (VC) / Other Audio Visual Means (OAVM). The Meeting was conducted in accordance with the circulars issued by the Ministry of Corporate Affairs ('MCA') and the Securities and Exchange Board of India ('SEBI').

The Company Secretary welcomed the Members and other dignitaries to the Meeting and briefed them on certain points relating to their participation at the Meeting through VC / OAVM.

The Directors, statutory auditors, secretarial auditor-cum-scrutinizer and senior management of the Company were present at the Meeting through VC / OAVM from their respective locations.

Mr. Ramesh Suri, Chairman, extended a warm welcome to all the shareholders, auditors and other invitees for joining the AGM.

The Chairman called the meeting to order as requisite quorum was present.

The Company Secretary introduced the Directors, auditors and the invitees present at the Meeting.

With the consent of the Members present, the Notice convening the AGM and the Auditor's Report for the year ended March 31, 2020 was taken as read. The Company Secretary informed that there were no qualifications, observations or adverse remarks in the Statutory and Secretarial Auditor's Report.

The Chairman then made his opening remarks and his speech covered the industry outlook, highlights of operating performance and future outlook of the Company.

In terms of the Notice dated June 29, 2020 convening the 35th AGM of the Company, the following businesses were transacted at the Meeting through e-voting. All Resolutions were Ordinary Resolutions.

- (i) Adoption of Audited (Standalone & Consolidated) Financial Statements of the Company for the financial year ended on 31st March, 2020 together with the report of the Board of Directors & the Auditors thereon.
- (ii) To declare dividend on equity shares for the financial year ended on 31st March, 2020.
- (iii) Re-appointment of Mr. Kenichi Ayukawa, Director who retires by rotation.
- (iv) To ratify and approve the remuneration of the Cost Auditors for the financial year 2020-21.
- (v) Approve the material related party transactions with M/s Global Autotech Limited

Members present at the Meeting were given an opportunity to ask questions and seek clarification(s). The Managing Director appropriately responded to the questions raised.

Post the question and answer session, the Company Secretary informed on the e-voting process and that the consolidated voting results will be disseminated on website of the Stock Exchanges on which the Company's shares are listed and will also be made available on the website of the Company at www.subros.com and the National Securities Depository Limited at www.evoting.@nsdl.com in accordance with the provisions of law.

The Chairman then thanked the Members for their continued support and for attending and participating in the Meeting. He also thanked the Directors for joining the Meeting. The e-voting facility was kept open for the next 15 minutes to enable the Members to cast their vote.

The meeting concluded at 12.05 p.m. with a vote of thanks to the Chair.

Yours faithfully,
For SUBROS LIMITED

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Rakesh Arora
Company Secretary