



Date: September 29, 2023

To,
Corporate Relationship Department
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400001

Scrip Code: 531888

Sub: Proceedings/ Outcome of the 35th Annual General Meeting (AGM) of the Company held on September 29, 2023.

Dear Sir(s),

In terms of Regulation 30 and Part - A of Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the summary of proceedings/ outcome of the 35th Annual General Meeting of the Company held on Friday, September 29, 2023 at 10:30 a.m. IST at Sangam Banquets, Plot No. 366-386, RSC 37, Mangal Murti Road, Opposite Mangal Murti Hospital, Gorai-II, Borivali (West), Mumbai - 400 092. The Annual General Meeting concluded at 10:52 a.m.

Kindly take the above intimation on your record.

Yours faithfully,
For REXNORD ELECTRONICS AND CONTROLS LIMITED

KISHORECHAND TALWAR
CHAIRMAN & MANAGING DIRECTOR
(DIN: 00351751)



Encl: as above.



Summary of Proceedings of 35th Annual General Meeting

A. DATE, TIME AND VENUE OF THE MEETING:

The 35th Annual General Meeting (AGM) of the Members of **Rexnord Electronics and Controls Limited** was held on Friday, September 29, 2023 at 10:30 a.m. (IST) at Sangam Banquets, Plot No. 366-386, RSC 37, Mangal Murti Road, Opposite Mangal Murti Hospital, Gorai-II, Borivali (W), Mumbai-400 092 and concluded at 10:52 a.m.

B. PROCEEDINGS IN BRIEF:

- Mr. Kishore Chand Talwar, Chairman & Managing Director chaired the Meeting.
- As the requisite quorum in accordance with the Companies Act, 2013 ("Act") was present the Chairman called the meeting to order.
- Thereafter, he introduced all the Directors present on dais, Company Secretary and the Auditors.
- The Register of Directors and Key Managerial Personnel and their shareholdings in terms of Section 170 read with Section 171 of the Companies Act, 2013 and the Register of Contracts in terms of Section 189 of the Companies Act, 2013, the Auditor's Report and the Secretarial Audit Report were made available for inspection by the shareholders till the conclusion of the meeting.
- The Chairman informed that the Company had provided the facility of Remote e-voting to the Members through Central Depository Services Limited (CDSL) and e-voting period commenced on September 26, 2023 at 9.00 a.m. (IST) and ended on September 28, 2023 at 5.00 p.m. (IST). In Remote e-voting, the shareholders have voting rights in proportion to their shares in the Paid up Equity Capital to maintain parity; Poll was conducted on all the Resolutions, in accordance with the provisions of Section 109(5) of the Act.
- The Chairman further informed that Mr. Mahesh Soni, Partner of M/s. GMJ & Associates, Company Secretaries was appointed as Scrutinizer to conduct the Poll Process in a fair and transparent manner and report on the results of the Poll.

- The Chairman delivered his speech. He highlighted various aspects of the operations of the Company, performance for the financial year 2022-23 and outlook for the future.
- With the permission of the Members present, the Notice to the Shareholders dated August 11, 2023 calling for the 35th Annual General Meeting was taken as read. The Independent Auditor's Report, the Secretarial Auditor's Report and its annexure was also taken as read in terms of Section 145 of the Companies Act, 2013, as there was no qualification in the Independent Auditor's Report and the Secretarial Auditor's Report.
- The Chairman then opened the floor for questions relating to the matters under consideration at this AGM.
- Some of the members present at the meeting raised queries and also sought certain information/ clarifications broadly focusing on certain accounting/ financial aspects and future plans.
- The Chairman after providing opportunity to all the shareholders present for raising their queries and seeking clarifications, responded to such queries, comments and clarifications.

The Company Secretary then read out the resolutions item wise mentioned in the Notice of AGM. The following items were transacted at the Meeting:

Sr. No.	Ordinary / Special Business	Ordinary / Special Resolution	Description
1.	Ordinary Business	Ordinary Resolution	To receive, consider and adopt: a) the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2023, together with the Reports of the Board of Directors and Auditors thereon. b) the Audited Consolidated Financial Statements of the Company for the

			financial year ended March 31,2023, together with the Auditors Reports thereon.
2.	Ordinary Business	Ordinary Resolution	To appoint a Director in place of Mrs. Nainy Kunal Tanna (DIN: 00351762), who retires by rotation and being eligible, offers herself for re-appointment.
3.	Special Business	Special Resolution	To approve upward revision in remuneration paid to Mr. Kishorechand Talwar, Chairman and Managing Director of the Company.
4.	Special Business	Special Resolution	To approve 'Rexnord Electronics & Controls - Employee Stock Option Plan 2023' ("REXNORD ESOP 2023")
5.	Special Business	Special Resolution	To extend approval of 'Rexnord Electronics & Controls - Employee Stock Option Plan 2023' to the employees of Holding Company, its Subsidiary Company(ies) and/ or Associate Company(ies), Group Company(ies) [present and future]
6.	Special Business	Special Resolution	Grant of Options to issue securities equal to or exceeding one per cent (1%) but not exceeding two per cent (2%) of the issued capital of the Company during any one year to identified Employees under 'Rexnord Electronics & Controls - Employee Stock Option Plan 2023'.

Thereafter, the Chairman announced that all the business set out in the Notice of the AGM had been conducted. The voting results along with the Scrutinizer's Report will be made available on the Company's website at www.rexnordindia.com and will be simultaneously communicated to BSE Limited within two working days from the conclusion of the AGM.

The Chairman on behalf of the Board thanked the Members for attending and participating at the AGM.

The 35th Annual General Meeting of the Company concluded at 10:52 a.m. (IST).



C. VOTING BY MEMBERS:

- The Company had provided remote e-voting facility to its members to cast votes electronically, on all the 6 items of business set out in the Notice.
- Further, the facility for voting through Poll was made available at the Meeting.

Note:

- a. The Company will separately intimate the Stock Exchange the results of the e-voting.
- b. This document does not constitute minutes of the Annual General Meeting of the Company.

Yours faithfully,

For REXNORD ELECTRONICS AND CONTROLS LIMITED

KISHORECHAND TALWAR
CHAIRMAN & MANAGING DIRECTOR
(DIN: 00351751)

