



**Rexnord Electronics & Controls Ltd.**



CIN No. L31200MH1988PLC047946

**Date:** September 27, 2022

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

**Scrip Code:** 531888

**Sub: Proceedings/ Outcome of the 34<sup>th</sup> Annual General Meeting (AGM) of the Company held on September 27, 2022.**

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 34<sup>th</sup> Annual General Meeting of the Company held on Tuesday, September 27, 2022 at 11:00 a.m. at Sangam Banquets, Plot No. 366-386, RSC 37, Mangal Murti Road, Opposite Mangal Murti Hospital, Gorai-II, Borivali (W), Mumbai-400 092. The Annual General Meeting concluded at 11:14 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 34<sup>th</sup> Annual General Meeting**

**A. DATE, TIME AND VENUE OF THE MEETING:**

The 34<sup>th</sup> Annual General Meeting (AGM) of the Members of **Rexnord Electronics and Controls Limited** was held on Tuesday, September 27, 2022 at 11:00 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 11:14 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 24, 2022 at 9.00 a.m. (IST) and ended on September 26, 2022 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 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 2021-22 and outlook for the future.
- With the permission of the Members present, the Notice to the Shareholders dated August 10, 2022 calling for the 34<sup>th</sup> 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 year ended March 31, 2022, including the Audited Balance Sheet as at March 31, 2022, the Statement of Profit and Loss, Statement of Changes in Equity and Cash Flow Statement for the year ended on that date together with the Reports of the

			<p>Directors and Auditors thereon.</p> <p>b) the Audited Consolidated Financial Statements of the Company for the year ended March 31, 2022, including the Consolidated Audited Balance Sheet as at March 31, 2022, the Consolidated Statement of Profit and Loss, Consolidated Statement of Changes in Equity and Consolidated Cash Flow Statement for the year ended on that date together with the Auditors Reports thereon.</p>
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.	Ordinary Business	Ordinary Resolution	To appoint Statutory Auditors, M/s. R. S. Agrawal & Associates, Chartered Accountants in place of M/s. Rakesh Soni & Co, Chartered Accountants, who retire at the ensuing Annual General Meeting.
4.	Special Business	Special Resolution	Re-appointment of Mr. Krishnamoorthy Krishnan, Independent Non-Executive Director for a second term of 5 consecutive years, existing term expires on May 15, 2023.
5.	Special Business	Special Resolution	Re-appointment of Mr. Sriram Shrinivasan, Independent Non-Executive Director for a second term of 5 consecutive years, existing term expires on May 15, 2023.
6.	Special Business	Special Resolution	Re-appointment of Mr. Kishorechand Talwar as Chairman and Managing Director of the Company for another term of 3 years and upon attaining the age of 70 (seventy) years on April 3, 2023.
7.	Special Business	Special Resolution	Re-appointment of Mrs. Nainy Kunal Tanna as Whole Time Director of the Company for another term of 3 years.
8.	Special Business	Ordinary Resolution	Consideration and approval for entering into contract(s)/ arrangement(s)/ transaction(s) with related party.





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](http://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 34<sup>th</sup> Annual General Meeting of the Company concluded at 11:14 a.m. (IST).

**C. VOTING BY MEMBERS:**

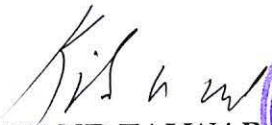
- The Company had provided remote e-voting facility to its members to cast votes electronically, on all the 8 items of business set out in the Notice.
- Further, the facility for voting through Poll was made available at the Meeting.

**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 proceedings of the Annual General Meeting of the Company.

Yours faithfully,

**For REXNORD ELECTRONICS AND CONTROLS LIMITED**

  
**KISHORECHAND TALWAR**  
**CHAIRMAN & MANAGING DIRECTOR**  
**(DIN: 00351751)**

