



Date: September 27, 2019

To,
Corporate Relationship Department
BSE Limited,
PhirozeJeejeebhoy Towers,
Dalal Street, Fort,
Mumbai- 400 001.

Scrip Code: 531888

Sub: Summery Proceedings of the 31st Annual General Meeting (AGM)

Dear Sir(s),

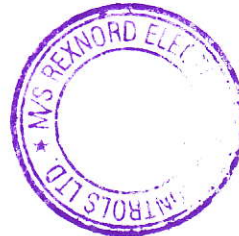
In terms of Regulation 30 and Part - A of Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby submit summary of proceedings of the 31st Annual General Meeting of the Company held on Friday, September 27, 2019 at 10:30 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 10:45 a.m.

Kindly take the above intimation on your record.

Yours faithfully,

For REXNORD ELECTRONICS AND CONTROLS LIMITED

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



Encl: as above.

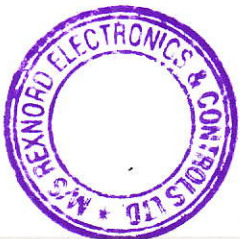
Summary of proceedings of 31st Annual General Meeting

A. DATE, TIME AND VENUE OF THE MEETING:

The 31st Annual General Meeting (AGM) of the Members of **Rexnord Electronics and Controls Limited** was held on Friday, September 27, 2019 at 10:30 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 and Concluded at 10:45 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.
- The Chairman delivered his speech. Thereafter, he introduced all the Directors present, Company Secretary and the representative of 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.
- With the permission of the Members present, the Notice to the Shareholders dated May 30, 2019 calling for the 31st 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 highlighted various aspects of the operations of the company, performance for the financial year 2018-19 and outlook for the future.



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- After Conclusion of Speech, 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, 2019 at 9.00 a.m. (IST) and ended on September 26, 2019 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 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 following items were transacted at the Meeting:

ORDINARY BUSINESS:

1. **As an Ordinary Resolution:** To approve and adopt Audited Financial Statement (Standalone & Consolidated), for the year ended March 31, 2019 and reports of the Board of Directors and Auditors thereon.
2. **As an Ordinary Resolution:** Appointment of a Director in place of Mrs. Nainy Tanna, who retires by rotation and being eligible, offers herself for re-appointment.



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SPECIAL BUSINESS:

3. **As an Ordinary Resolution:** Approval of remuneration Payable to Mr.Kundan Talwar holding office or place of profit, as Chief Financial Officer of the Company.
4. **As an Special Resolution:** Approval of the limits for the Loans, Investment and Guarantees by the Company in terms of the provisions section 186 of the companies act, 2013.
5. **As a Special Resolution:** Approval for payment of Remuneration to Executive Directors who are promoters or members of promoter group of the Company pursuant to Regulation 17(6)(e)(ii) of the SEBI (LODR) Regulations, 2015.

C. VOTING BY MEMBERS:

- The Company had provided remote e-voting facility to its members to cast votes electronically, on all the 5 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 evoting.
- 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 KEWAL TALWAR
CHAIRMAN & MANAGING DIRECTOR
(DIN: 00351751)**

