



Date: September 23, 2020

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

Scrip Code: 531888

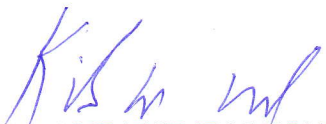
Sub: Proceedings of the 32nd Annual General Meeting (AGM) of the Company held on September 23, 2020.

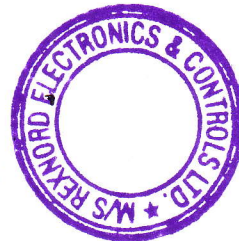
Dear Sir(s),

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 of the 32nd Annual General Meeting of the Company held on Wednesday, September 23, 2020 at 11 A.M. IST through two-way Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

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 32ND ANNUAL GENERAL MEETING OF REXNORD ELECTRONICS & CONTROLS LIMITED HELD ON WEDNESDAY, SEPTEMBER 23, 2020 AT 11 A.M. IST THROUGH TWO-WAY VIDEO CONFERENCING (“VC”) / OTHER AUDIO VISUAL MEANS (“OAVM”)

A. DATE, TIME AND VENUE OF THE MEETING:

In terms of the General Circular No. 20/ 2020 dated May 5, 2020 read with General Circular No. 14/ 2020 dated April 8, 2020 and General Circular No. 17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs (together referred to as MCA Circulars) and the SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 (referred to as SEBI Circular) and in compliance with other applicable provisions of the Companies Act, 2013 ('Act') and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), the 32nd Annual General Meeting (AGM) of the Members of **Rexnord Electronics and Controls Limited** was held on Wednesday, September 23, 2020 at 11 a.m. (IST) through two-way Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”).

Total 100 members attended the meeting as per the records of attendance.

B. PROCEEDINGS IN BRIEF:

After ascertaining that the requisite number of members were present through two-way VC/OAVM, Mr. Kishorechand Talwar, Chairman & Managing Director of the Company presided over the Meeting and welcomed all the members.

The Chairman informed that in view of the restrictions due to outbreak of COVID-19 and considering the social distancing norms the Meeting was held through VC/ OAVM in compliance with the circulars issued by the Ministry of Corporate Affairs, Government of India and Securities and Exchange Board of India. He further informed that the Company had tied up with CDSL to provide facility for voting through remote e-voting, e-voting during the AGM and participation in the AGM through VC/ OAVM facility.

The Chairman introduced all the Directors present, Chief Financial Officer, Company Secretary and the Auditors.

The Chairman informed to the members that:



In accordance with the provisions of the Companies Act, 2013 and SEBI Listing Regulations, the Members have been provided the facility to exercise their right to vote by electronic means, either through remote e-voting or by e-voting at the AGM.

Members joining the meeting through video conferencing, who have not cast their vote by remote e-voting, may vote through e-voting facility provided by CDSL at the AGM. The Members who have cast their vote by remote e-voting prior to the AGM shall not be entitled to cast their vote again.

Thereafter, Mr. Kishorechand Talwar delivered the Chairman’s speech at the Annual General Meeting.

Further, with the permission of the members, the Chairman declared that the Notice convening the AGM and the Directors’ Report, were taken as read. The Auditors’ Report and Secretarial Audit Report, did not contain any qualifications / adverse remarks, were taken as read.

On the invitation of the Chairman, Member who had registered himself/herself as speakers, addressed the meeting through VC/ OAVM and sought clarifications on the Company’s accounts and business. The Chairman and Mrs. Nainy Tanna responded to the questions/ queries raised by the shareholders and provided clarifications.

Thereafter the Chairman read out the following items of business as per the Notice of Annual General Meeting dated August 29, 2020 which were to be carried by the members at the meeting:

| Sl. No. | Particulars | Type of Resolution |
|---------------------------|--|---------------------|
| ORDINARY BUSINESS: | | |
| 1. | To approve and adopt : a. the Audited Standalone Financial Statements of the Company for the year ended March 31, 2020, including the Audited Balance Sheet as at March 31, 2020, the Statement of Profit and Loss, Statement of Changes in Equity and Cash Flow Statement for the year ended on that | Ordinary Resolution |

| | | |
|--------------------------|---|---------------------|
| | <p>date together with the Reports of the Directors and Auditors thereon.</p> <p>b. the Audited Consolidated Financial Statements of the Company for the year ended March 31, 2020, including the Consolidated Audited Balance Sheet as at March 31, 2020, 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. | Appointment of a Director in place of Mrs. Nainy Tanna, who retires by rotation and being eligible, offers herself for re-appointment. | Ordinary Resolution |
| SPECIAL BUSINESS: | | |
| 3. | Re-appointment of Mr. Kishorechand Talwar as Chairman & Managing Director of the Company. | Special Resolution |
| 4. | Re-appointment of Mrs. Nainy Kunal Tanna as Whole Time Director of the Company. | Special Resolution |

The Chairman also informed the members about the following:

- i. The remote e-voting period had commenced on September 20, 2020 at 9.00 a.m. (IST) and ended on September 22, 2020 at 5.00 p.m. (IST).
- ii. The Company had provided a facility to the members to cast their votes electronically. Members who had not cast their votes through remote e-voting platform were provided with an opportunity to cast their votes, electronically during the AGM and a time period of 15 minutes would be available for voting at the meeting after which the meeting will stand closed.



- iii. The Company has appointed Mr. Mahesh Soni, Partner of M/s. GMJ & Associates, Company Secretaries, as Scrutinizer to conduct the process in a fair and transparent manner.

Thereafter, the Chairman announced that all the business set out in the Notice of the meeting had been concluded. The voting results along with the Scrutinizer's Report are available on the Company's website at www.rexnordindia.com and shall simultaneously be communicated to the Stock Exchange.

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

The 32nd Annual General Meeting of the Company concluded at 11:37 a.m. (IST).

Yours faithfully,

For REXNORD ELECTRONICS AND CONTROLS LIMITED

KISHORECHAND TALWAR
CHAIRMAN & MANAGING DIRECTOR
(DIN: 00351751)

