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RPL/CORP/SE

September 29, 2022

The Listing Department,  
BSE Limited,  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai – 400001  
Scrip Code: 517500

The Listing Department  
The National Stock Exchange of India Limited  
Exchange Plaza,  
Bandra Kurla Complex,  
Bandra (E), Mumbai – 400051  
Symbol: ROTO

Dear Sirs,

Sub: **Proceedings of 47th Annual General Meeting pursuant to Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**

The 47th Annual General Meeting (AGM) of the members of the Company was held on Thursday, the 29th day of September, 2022 at 11.30 A.M. through video conferencing (VC) / Other Audio Visual Means (OAVM).

Mr. Harish Chandra Gupta, Chairman & Managing Director of the Company took the Chair. Mr. Ashwani K. Verma, Company Secretary welcomed the Members and introduced the Chairman, Directors and Chief Financial Officer of the Company present. He also mentioned about the meeting being held through VC/ OAVM in terms of the General Circulars issued by the Ministry of Corporate Affairs in this regard. The Company Secretary informed the members that Dr. Ramesh Chandra Vaish, Independent Director of the Company would join the meeting in sometime, however, due to technical issues, Dr. Vaish couldn't join the meeting. The Company Secretary further informed the members that Mr. Anand Bordia, Mr. Basant Seth and Mr. Akhil Joshi, Independent Directors of the Company were unable to attend the AGM due to engagements. After ascertaining that the requisite quorum for the meeting was present, the meeting was called to order. 45 members attended the meeting through VC/OAVM. The Company Secretary confirmed that there was no qualification / observation in the reports of the statutory auditors and the secretarial auditor.

The Chairman then delivered his speech highlighting the overview of the operations of the Company for the financial year ended 31st March, 2022 including significant achievements of the Company during the previous year and the outlook of the Company for the current financial year.

The Company Secretary thanked the Chairman and stated that the Company had made arrangements for remote e-voting through National Securities Depository Ltd for the Members, who were holding shares on the cut-off date i.e. 22<sup>nd</sup> September, 2022 to exercise their votes on the business to be transacted at the AGM, as mentioned in the notice of AGM. He also stated that deemed venue of the AGM was the Registered Office of the Company. He further stated that Shareholders were provided an opportunity for

## **ROTO PUMPS LTD.**

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inspection of documents referred to in the notice of AGM containing resolutions and explanatory statements through email upto the date of AGM.

The Company Secretary further stated that business contained in the notice of the AGM, as stated below, had been put to e-voting. The members attending the AGM, who had not cast their vote by remote e-voting, were entitled to cast their votes by e-voting. He further stated that CS Barinder Singh Maur and CS Shailesh Dayal, Practicing Company Secretaries were appointed by the Board as the scrutinizer and alternate scrutinizer for remote e-voting and e-voting at the AGM and that the consolidated results of remote e-voting and e-voting were to be declared on or before 1st October 2022, which would also be submitted to the Stock Exchanges and NSDL and would also be placed on the website of the Company.

**Ordinary Business:**

1. Adoption of audited statement of accounts (including consolidated audited statement of accounts) for the financial year ended 31st March, 2022 along with the reports of auditors and directors thereon (**Ordinary Resolution**).
2. Declaration of Final Dividend for the financial year ended 31st March 2022 (**Ordinary Resolution**).
3. Re-appointment of Mrs. Asha Gupta (DIN: 00334345), who retires by rotation at this Annual General Meeting and being eligible, has offered herself for re-appointment (**Special Resolution**).
4. Re-appointment of M/s. R.N. Marwah & Co. LLP, Chartered Accountants (firm registration no. 0001211N/N500019) for the second term as statutory auditors of the Company (**Ordinary Resolution**).

**Special Business:**

5. Appointment of Branch Auditors (**Ordinary Resolution**).
6. Ratification of the remuneration of Cost Auditor (**Ordinary Resolution**).

Thereafter, the Company Secretary requested the Chairman to take questions from the members. Mr. Harish Chandra Gupta, Chairman & Managing Director, Mr. Anurag Gupta, Jt. Managing Director and Mr. Arvind Veer Gupta, Dy. Managing Director responded to the queries of the Shareholders in detail.

The meeting then concluded with a vote of thanks to the Chair.

Thanking You,

Yours Faithfully  
For **ROTO PUMPS LTD.**

**ASHWANI K. VERMA**  
**COMPANY SECRETARY**