

MOHINDRA FASTENERS LIMITED

CIN: L74899DL1995PLC064215

Regd. Office: 304 Gupta Arcade, Inder Enclave, Delhi - Rohtak Road, New Delhi-110087

Website: www.mohindra.asia Email id: csnidhipathak@mohindra.asia Phone: +91-11- 46200400, 46200401 Fax: +91-11-46200444



To,

The Head Listing & Compliance
Metropolitan Stock Exchange of India Ltd. (MSEI)
Building A, Unit 205A, 2nd Floor,
Piramal Agastya Corporate Park,
L.B.S Road, Kurla West, Mumbai - 400 070

Ref.:- Symbol- MFL, Series - BE

Subject: Summary of Proceedings of 28th Annual General Meeting of the Company held on Wednesday, September 28, 2022

Dear Sir/Ma'am,

Pursuant to the Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with Part A of Schedule - III of the said Regulations, as amended from time to time, please find enclosed a summary of the proceedings of the 28th Annual General Meeting of the Company held on Wednesday, September 28, 2022 at 11.30 a.m. (IST).

Kindly take the same on record.

Thanking you

Yours faithfully,
For Mohindra Fasteners Limited


(Nidhi Pathak)
Company Secretary & Compliance Officer



Place: New Delhi

Encl.: As Above

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PROCEEDINGS OF 28TH ANNUAL GENERAL MEETING HELD ON 28TH SEPTEMBER, 2022 AT 11.30 AM

The 28th Annual General Meeting of the members of Mohindra Fasteners Limited ("the Company") was held on Wednesday, September 28, 2022 through Video Conferencing /Other audio visual means (VC/OAVM) in compliance with the applicable provisions of the Companies Act, 2013 read with circulars dated April 8, 2020, April 13, 2020 and May 5, 2020, January 13, 2021, December 08, 2021, December 14, 2021 and May 05, 2022 issued by Ministry of Corporate Affairs (MCA), Government of India and the Securities Exchange Board of India (Listing Obligation & Disclosure Requirements), Regulations, 2015 ("Listing Regulations") read with circular dated May 13, 2022 issued by the Securities Exchange Board of India (SEBI).

The Company Secretary Ms. Nidhi Pathak ("Company Secretary"), welcomed all the shareholders, directors & KMPs participating in the AGM through video conferencing and then introduced Directors to the shareholders one by one. She then requested to the Chairman cum Managing Director & CEO of the Company Mr. Deepak Arneja ("Chairman") to take the chair and to call the meeting in order as requisite quorum for the meeting is present.

Mr. Deepak Arneja, Chairman of the Company, occupied the chair and called the meeting to order as requisite quorum for the meeting was present.

It was further informed to the shareholders that the Chairman of Audit Committee, Nomination & Remuneration Committee & Stakeholder Relationship Committee and Statutory Auditors and Secretarial Auditors were also present in the AGM through Video Conferencing from their respective locations. Ms. Shamoli Thakur, Independent Director of the company was unable to attend the meeting due to unavoidable reasons.

The Chairman asked the Company Secretary to commence the meeting and to brief the general instruction to the shareholders for participation in the AGM.

After that, she gave the necessary instructions to the attendee shareholders regarding participation in the meeting and also drew the attention of the shareholders toward the electronic inspection of the statutory registers, the Statutory Auditor's Report & the Secretarial Auditor's Report & other documents were made available for inspection by the shareholders till the conclusion of the meeting through a separate link provided by National Securities Depository Limited (NSDL) on the page from where the live telecast of the AGM was displayed.

She then requested to the Chairman to deliver his speech & make the shareholders aware about the overall performance of the Company for the FY 2021-22 and future growth plans of the Company.



The Chairman delivered his speech and highlighted various aspects of the operations and performance of the company during the FY 2021-22, dividend paid and outlook for the future and impact of Covid-19 pandemic on Indian economy and also the challenges and opportunities for the fasteners industries in India and Overseas. After conclusion of the speech, Chairman requested to the company secretary to move the resolutions proposed to be passed at the AGM.

Moving ahead with the AGM proceedings, the Company Secretary read all the business agenda items which were to be transacted as per the Notice of 28th AGM. With the permission of the shareholders, the Notice and directors report as circulated was taken as read. As there was no qualification, observation or comments on financial transactions or matters which have adverse effect on the functioning of the company. Hence, the same was not required to read out at the AGM as per section 145 of the Companies Act, 2013. Accordingly, with the permission of shareholders, the Independent Auditor's Report and the Secretarial Auditor's Report were taken as read.

The following items of business, as per the Notice of AGM dated August 13, 2022, were read out at the meeting:

| Sr. No. | Resolution Particulars | Ordinary/Special Resolution |
|--------------------------|--|-----------------------------|
| ORDINARY BUSINESS | | |
| 1. | To receive, consider & adopt the Standalone and Consolidated Audited Financial Statements of the Company for the financial year ended 31st March, 2022, along with the Reports of the Auditors and Board of Directors thereon. | Ordinary |
| 2. | To confirm the payment of an Interim Dividend aggregating to Rs. 4.00 per equity share for the financial year ended March 31, 2022. | Ordinary |
| 3. | To appoint a director in place of Mr. Ravinder Mohan Juneja (DIN: 00006496), who retires by rotation and being eligible, offers himself for re-appointment. | Ordinary |
| 4. | To approve the re-appointment of M/s B. L. Khandelwal & Co., New Delhi as Statutory Auditors of the Company. | Ordinary |
| SPECIAL BUSINESS | | |
| 5. | To ratify the remuneration payable to the Cost Auditor for the financial year ending 31st March, 2023. | Ordinary |
| 6. | To appoint Mr. Ranbir Singh Narang (DIN: 00250927) as a Non-Executive & Non-Independent Director of the Company. | Ordinary |
| 7. | To approve the remuneration payable to Mr. Sudhir Arneja (Director-Operations) holding an office or place of profit in the Company. | Ordinary |
| 8. | To approve the remuneration payable to Mr. Dheeraj Juneja (General Manager - SCM) holding an office or place of profit in the Company. | Ordinary |



Further, the Shareholders were informed that the Company had provided facility to cast their votes electronically, on all resolutions set forth in the Notice through NSDL. The e-voting period was kept open from Friday September 23, 2022 to Tuesday September 27, 2022. Members who were present at the AGM and has not casted their votes electronically, were requested to cast their votes during the AGM through e-voting facility provided through NSDL up to the 15 minutes after the conclusion of the meeting.

It was informed to the shareholders that Mr. Anand Kumar Singh partner of M/s. Anand Nimesh & Associates, Company Secretaries in practice, has been appointed as Scrutinizer to scrutinize the remote e-voting and e-voting process at AGM in a fair and transparent manner and to provide report thereon.

Thereafter, the Company Secretary opened the Question & Answer Session and then invited the Speaker Shareholder who has registered himself to speak at the AGM and the Chairman responded/answered to all the questions raised by the shareholders during the AGM and in advance, to the satisfaction of the respective shareholders. After that the Company Secretary requested to the Chairman to conclude the meeting as no agenda left for discussion and to proposed the vote of thanks.

The Chairman informed the shareholders that the consolidated results of e-voting shall be announced upon receipt of Scrutinizer's Report within 48hours of the conclusion of the AGM and the same will be intimated to stock exchange i.e. Metropolitan Stock Exchange of India Ltd. and posted on the website of the Company i.e. www.mohindra.asia and the NSDL.

Thereafter, the Chairman thanked the shareholders & declared the meeting closed.

The meeting commenced at 11:30 AM and concluded at 12.25 PM(including 15 minutes time allowed for voting through electronic voting system)

Thanking You,
For Mohindra Fasteners Limited


(Deepak Arneja)
Chairman Cum
Managing Director & CEO
DIN: 00006112



Date: 28/09/2022
Place: New Delhi