



15th September 2020

Corporate Relationship Department,
BSE Limited,
P. J. Tower, Dalal Street, Fort,
Mumbai-400 023

Dear Sir/ Madam,

Sub: Gist of proceedings of the 41st Annual General Meeting of the Company held on 15th September 2020

Ref: Security Code No. 522134

Pursuant to Regulation 30 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the gist of proceedings of the 41st Annual General Meeting of the Company held on Tuesday, 15th September 2020 at 03:00 p.m. (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") is enclosed.

This is for your information and record please.

Yours Truly,
For **Artson Engineering Limited**

Deepak Tibrewal
Company Secretary
FCS 8925



Registered Office:

2nd Floor, Transocean House, Lake Boulevard Road,
Hiranandani Business Park, Powai, Mumbai - 400076,
M.H., India. Tel: +91-22-6625 5600, Fax: 6625 5614

ARTSON ENGINEERING LIMITED

(A subsidiary of **TATA PROJECTS LIMITED**)

CIN: L27290MH1978PLC020644

E-mail: artson@artson.net, Website: www.artson.net

Corporate Office:

Ground Floor, Mithona Towers - 1, 1-7-80 to 87,
Prenderghast Road, Secunderabad-500 003,
T.S., India. Tel: +91-40-6601 8175



GIST OF PROCEEDINGS OF THE 41ST ANNUAL GENERAL MEETING OF ARTSON ENGINEERING LIMITED ("THE COMPANY")

The 41st Annual General Meeting (AGM) of the Company was held on 15th September 2020 at 3.00 pm (IST) through Video Conferencing ("VC")/Other Audio-Visual Means ("OVAM"). The Company, while conducting the meeting, adhered to the Ministry of Corporate Affairs (MCA) Circulars dated 5th May, 2020 read with General Circulars dated 8th April, 2020 and 13th April, 2020, Securities and Exchange Board of India (SEBI) Circular, and other social distancing norms in view of the outbreak of COVID-19 pandemic.

The Company Secretary welcomed the members to the meeting and explained the procedural/technical points relating to the participation at the meeting through VC.

Mr. Vinayak K. Deshpande, Chairman of the Company chaired the meeting. The requisite quorum being present, the Chairman called the meeting to order.

It was informed that the Registers as required under the Companies Act, 2013 will be made available for inspection upon request through e-copy/access. Since there was no physical attendance of members and in compliance with the Circulars issued by the MCA and SEBI, the requirement of appointing proxies was not applicable, except for the authorized representatives of corporate shareholders. All the Directors had attended the Meeting through VC.

Mr. Nalin M. Shah, Chairman of the Audit Committee; Mr. Pralhad Pawar, Non-Executive Director; Mr. Leja Hattiangadi, Chairperson of Nomination & Remuneration Committee and Stakeholders Relationship Committee Meeting; Mr. Sunil Potdar, Independent Director; Mr. Arvind Chokhany, Non-Executive Director; and Mr. K. Satyanarayana, Non-Executive Director were also present at the Meeting.

Representatives of M/s. Price Waterhouse & Co Chartered Accountants Co LLP, Statutory Auditors and M/s. MKS & Associates, Secretarial Auditors were also present at the Meeting through VC.

With the consent of the members, the notice convening the 41st AGM was taken as read. As the Auditors Report had no qualifications, the same was not read by the Company Secretary.

The Chairman made his opening remarks including on the business operations, financial performance of the Company and impact of COVID 19 pandemic on the business operations of the Company.

The Company Secretary informed the Members that the Company had in compliance with the MCA Circulars, provisions of the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, provided to the Members, the facility to exercise their vote by electronic means through remote e-voting facility.

The Company Secretary further informed that e-voting facility was also made available during the AGM for the Members who were present during the meeting and had not exercised their votes earlier, under remote e-voting facility.

The Chairman informed that the Board had appointed Mr. Vishram Panchpor, Company Secretary in whole-time practice as Scrutinizer to scrutinize the remote e-voting process as well as e-voting at the AGM in a fair and transparent manner.

The Chairman then requested the shareholders to express their views, ask questions and seek clarifications, if any. The Chairman suitably responded to the questions asked by the Shareholders at the Meeting.


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Various shareholders raised queries on the financials, the operations outlook, order book of Company etc. The same were duly responded by the Chairman and Mr. Saket Mathur, COO and Mr. S. Balaji, CFO on request of the Chairman.

The following Resolutions set out in the Notice convening the AGM were put to vote by remote e-Voting and e-Voting during the meeting.

Ordinary Business:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March 2020 together with the Reports of the Board of Directors and the Auditors thereon.
2. To appoint a Director in place of Mr. Vinayak K. Deshpande (DIN: 00036827), who retires by rotation and, being eligible, offers himself for re-appointment.

Special Business:

3. Appointment of Mr. Sunil Sheshagirirao Potdar (DIN: 00177142) as Non-Executive Director.
4. Appointment of Mr. Sunil Sheshagirirao Potdar (DIN: 00177142) as Independent Director.
5. Appointment of Mr. Arvind Chokhany (DIN: 06668147) as Non-Executive Director.
6. Appointment of Mr. K. Satyanarayana (DIN: 07160142) as Non-Executive Director.
7. Ratification of remuneration payable to the Cost Auditors for the financial year 2020-21.
8. Related Party Transactions (RPTs) with Tata Projects Limited (TPL).

The Chairman thanked the Members for attending and participating in the AGM by video conference and stated that the e-voting facility would be kept open for the 15 minutes from the conclusion of the proceedings to cast their vote. The Chairman authorized, Mr. Deepak Tibrewal, Company Secretary to carry out the voting process and to declare the consolidated voting results.

The Chairman informed the Members that the voting results would be submitted to the Stock Exchanges and made available on the websites of the Company and NSDL within 48 hours of the conclusion of the Meeting.

Upon completion of the e-voting process, the Company Secretary declared the meeting as closed at 04.19 p.m.

This is for your intimation and records.

Yours Truly,
For **Artson Engineering Limited**

Deepak Tibrewal
Company Secretary
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