



28th June 2022

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

Dear Sir/ Madam,

Sub: Gist of proceedings of the 43rd Annual General Meeting of the Company held on 28th June 2022

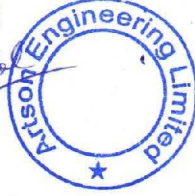
Ref: Security Code No. 522134

Pursuant to Regulation 30 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the gist of proceedings of the 43rd Annual General Meeting of the Company held on Tuesday, 28th June 2022 at 16:00 Hrs. (IST) through Video Conferencing ("VC") / Other Audio Visual Means("OAVM") is enclosed.

This is for your information and record.

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 43rd ANNUAL GENERAL MEETING OF ARTSON
ENGINEERING LIMITED ("THE COMPANY")**

The 43rd Annual General Meeting (AGM) of the Company was held on 28th June 2022 at 16:00 Hrs. (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"). The Company, while conducting the meeting, adhered to the Ministry of Corporate Affairs (MCA) Circular dated 5th May 2022, 14th December 2021, 13th January 2021, 5th May 2020, dated 13th April 2020 and 8th April 2020, Securities and Exchange Board of India (SEBI) Circular dated 13th May 2022, 15th January 2021 and vide Circular No. dated 12th May 2020.

The Company Secretary welcomed the members to the meeting and explained them 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.

Mr. Pralhad Pawar, Non-Executive Director; Ms. Leja Hattiangadi, Chairperson of Nomination & Remuneration Committee, Stakeholders Relationship Committee and Corporate Social Responsibility Committee; Mr. Sunil Potdar, Independent Director; and Mr. Vinayak Pai, Non-Executive Director were also present at the meeting.

Mr. Sanjay Sharma, Chairman of the Audit Committee could not attend and was granted leave. Mr. Deepak Natarajan represented him.

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 43rd AGM was taken as read. As the Auditors Report had no qualifications, the same was not read.

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



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The Chairman then requested the shareholders to express their views, ask questions and seek clarifications, if any. Various shareholders raised queries on the financials, the operations outlook, Order Book of Company etc. The same were duly responded by 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 2022, together with the reports of the Board of Directors and the Auditors thereon.
2. To re-appoint Price Waterhouse & Co Chartered Accountants LLP (Firm Registration Number - 304026E/E-300009) (PwC), as the Statutory Auditors of the Company.
3. To re-appoint / not to re-appoint the Director liable to retire by rotation.

Special Business:

4. Appointment of Mr. Sanjay Sharma (DIN: 00332488) as Non-Executive Director.
5. Appointment of Mr. Vinayak Pai (DIN: 03637894) as Non-Executive Director.
6. To ratify the remuneration payable to Cost Auditors for the financial year 2022-23.
7. To enter into Related Party Transactions (RPTs) with Tata Projects Limited (TPL).
8. Appointment of Mr. BV Ramesh Krishna as the Manager of the Company.

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 15 minutes post completion of the proceedings to enable the members to cast their vote. The Chairman authorized the Company Secretary to carry out the voting process and also authorized him to declare the consolidated voting results.

The Chairman informed the members that the voting results would be submitted to the stock exchanges and also made available on the websites of the Company and NSDL within 48 hours of the conclusion of the meeting.

The Chairman then thanked all the Shareholders, Tata Projects Limited, Company's business associates, Auditors, bankers, service providers, vendors, and Government authorities for having reposed confidence in the Company, and to employees of the Company for their hard work and sincerity.

Upon completion of the e-voting process, the Company Secretary declared the meeting as closed at 16:51 Hrs. (IST).

This is for your intimation and records.

Yours Truly,
For **Artson Engineering Limited**

Deepak Tibrewal
Company Secretary
FCS 8925



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