

**Gist of proceedings of the 44<sup>th</sup> Annual General Meeting of Sterling Tools Limited.**

**A. Date, time and venue of the Annual General Meeting (Meeting):**

The 44<sup>th</sup> Annual General Meeting of the Company was held on Monday, September 18, 2023 through Video Conferencing (VC) / Other Audio-Visual Means (OAVM). The Meeting commenced at 10:00 a.m. (IST) and concluded at 10:28 a.m. (IST).

**DIRECTORS PRESENT THROUGH VIDEO CONFERENCE**

1. Mr. Anil Aggarwal	Chairman & Managing Director
2. Mr. Atul Aggarwal	Whole time Director
3. Mr. Jaideep Wadhwa	Director
4. Mr. Akhill Aggarwal	Director
5. Mr. C. R. Sharma	Independent Director, Chairman-Audit Committee and Nomination & Remuneration Committee, Member and Authorised Representative of Stakeholder Relationship Committee
6. Ms. Malini Sud	Independent Director
7. Mr. Rakesh Batra	Independent Director

**ATTENDANCE:**

1. Mr. Pankaj Gupta	Chief Financial Officer
2. Mr. Abhishek Chawla	Company Secretary

**INVITEES:**

1. Mr. Ankit Aggarwal	Authorised Representative of Walker Chandilk & Co. Statutory Auditor,
2. Mr. Santosh Pradhan	Scrutinizer

**ATTENDANCE in 44<sup>TH</sup> AGM:**

Category	Promoters and Promoter Group	Public	Total
In person	NA	NA	-
Video Conference	6	66	72
<b>Total</b>	<b>6</b>	<b>66</b>	<b>72</b>

**B. Proceedings in brief:**

- Mr. Anil Aggarwal, Chairman & Managing Director, chaired the Meeting.
- All the Directors were present in AGM except Mr. T. N. Kapoor and Mr. Shailendra Swarup Independent Directors, who could not attend the meeting due to their pre-occupation.
- The requisite quorum being present, the Chairman called the Meeting to order.

For **STERLING TOOLS LIMITED**



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- The Chairman informed that the Meeting was held through VC / OAVM in compliance with the circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India. The deemed venue for AGM was Registered office of the Company at Unit No. 515, DLF Tower A, Jasola District Centre, New Delhi-110025.
- The Chairman addressed the members. A copy of the Chairman's Speech attached to this letter as **Annexure A** is also available on the website of the Company at [www.stlfasteners.com](http://www.stlfasteners.com).
- The Company secretary informed that the Register of Directors, KMP and their shareholding and other statutory Registers as required under Companies Act, 2013 have been made available electronically for inspection by the members during the AGM. Members seeking to inspect such documents can send their requests to [csec@stlfasteners.com](mailto:csec@stlfasteners.com).
- The Company Secretary informed that pursuant to the provisions of the Companies Act, 2013 and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, remote e-voting commenced at 09:00 A.M. on Friday, September 15, 2023 and concluded at 05:00 P.M. on Sunday, September 17, 2023 and that the facility of e-voting was also made available at the AGM for all those Members participating in the AGM and had not casted their votes through remote e-voting facility.
- With the consent of the members, the Notice convening the 44<sup>th</sup> Annual General Meeting along with the Audited Financial Statements of the Company for the year ended 31<sup>st</sup> March 2023, including Balance Sheet as at 31<sup>st</sup> March, 2023 and the statement of Profit and Loss Account for the year ended on that date together with the Reports of Directors, were taken as read.
- As the Statutory Auditor's Reports did not contain any qualifications/adverse remarks, the Statutory Auditor read first two paragraphs of its Audit report for the reference and the same was taken as read.
- Thereafter, the Company Secretary read the following items of businesses as set out in the Notice convening the 44<sup>th</sup> Annual General Meeting for members consideration and approval:

#### Ordinary Business:

1. To receive, consider and adopt the Standalone & Consolidated Financial Statements containing the Balance Sheet as at 31<sup>st</sup> March 2023 and the Profit and Loss Account for the financial year ended on that date along with the Cash Flow statements, Notes & Schedules appended thereto together with the Directors' Report and Auditors' Report thereon.
2. To declare Final Dividend for the Financial Year 2022-23.
3. To reappoint the retiring Director.

#### Special Business

4. To Ratify the Remuneration of Cost Auditor for financial year 2023-24.

All 4 Resolution were Ordinary Resolutions.

For STERLING TOOLS LIMITED

*Abhishek*

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**C. Voting by members:**

- The Company Secretary further informed that the Company had provided remote e-voting facility to its members to cast votes electronically on all 4 items of business set out in the Notice.
- Further, the facility to vote on resolutions through electronic voting system at the meeting was made available to the members who participated in the meeting and had not cast their votes through remote e-voting.
- Mr. Santosh Pradhan, practicing Company Secretary, (FCS No. 6973, CP No. 7647) was appointed as the scrutinizer to scrutinize the voting through electronic means (i.e. remote e-voting and voting at the meeting by using electronic system) and the e-voting process during the AGM in a fair and transparent manner.
- The Chairman informed the members that the results of e-voting shall be disseminated to the stock exchanges and also uploaded on the website of the Company and National Securities Depository Limited, the authorized agency provided e-voting facility.

**D. Question & Answer Session:**

- Thereafter, the Company Secretary opened the stage for 'Questions & Answers' for members who had registered themselves as the speakers to ask questions or express their views. The management responded to the queries of members.

**E. Vote of Thanks:**

- The Chairman thanks to all the Shareholders who participated in the Annual General Meeting of the Company to make it successful and authorized company secretary to conclude the Meeting.
- The Company Secretary requested shareholders to cast their vote who have not casted yet and voting line remain opened for 15 minutes.

**Notes:**

- i. The Company will separately intimate the results of e-voting to the stock exchanges.
- ii. This document does not constitute minutes of the proceedings of the Annual General Meeting of the Company.

Sincerely

For **Sterling Tools Limited**

  
**Abhishek Chawla**  
Company Secretary  
M. No : A34399

**ABHISHEK CHAWLA**  
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