SALZER ELECTRONICS LTD.

CIN : L03210TZ1985PLC001535

salzer

To

September 14, 2020

THE CORPORATE RELATIONSHIP DEPT
BSE Limited
I Floor, New Trading Ring,
Rotunda Building,
P.J.Towers, Dalal Street,
Fort, Mumbai - 400 001.
SCRIP CODE: 517059

M/s. National Stock Exchange of India Ltd.,
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (E),Mumbai – 400 051
Tel :+91 22 26598235/36, 26598346
Fax : +91 22 26598237/38
Symbol: **SALZERELEC**

Dear Sir,

Sub : **Submission of AGM Proceedings**

We wish to inform that our 35th Annual General Meeting **("AGM")** of the Members of the Company held on September 12, 2020 at Registered Office of the Company at Samchettipalayam, Coimbatore- 64047 through VC / OAVM as permitted under MCA notification dt. 19.03.2020 through meeting id: 99036870861 and all the business as set out in the Notice of 35th AGM has duly been transacted thereat.

In compliance with Regulation 30 read with Part A and Para A of Schedule III to SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, we are forwarding herewith the Proceedings of our above 35th Annual General Meeting for information and record of Exchange.

Further we would like to submit the fact that in pursuance of Proviso to Regulation 30(6) of aforesaid Regulation regarding the delay in filing of proceeding after 24 hours that since the following intermittent day i,e next day after our AGM, happened to be Sunday (September 13, 2020), today we are filing our proceedings of AGM held on September 12, 2020.

Kindly acknowledge the receipt.

Thanking you

Yours faithfully
For Salzer Electronics Limited

S Baskarasubramainain
Director (Corporate Affairs)
& Company Secretary
DIN: 00003152

Encl : As above

nqa. ISO 9001 Registered UKAS QUALITY MANAGEMENT 015

Samichettipalayam, Coimbatore - 641 047, India.
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PROCEEDINGS OF THE 35TH ANNUAL GENERAL MEETING OF M/S.SALZER ELECTRONICS LIMITED HELD AT 11.30 A.M ON SATURDAY, SEPTEMBER 12, 2020 THROUGH VIDEO CONFERENCING (VC)/ OTHER AUDIO VISUAL MEANS (OAVM) AS PERMITTED BY THE MINISTY OF CORPORATE AFFAIRS AND SECURITIES EXCHANGE BOARD OF INDIA WITH THE SUPPORT OF NSDL PLATFORM UNDER MEETING ID No. 170 189 4470

DIRECTORS PRESENT:

1	Mr. Rangachary N	:	Chairman Attended from Bangalore
2	Mr. Doraiswamy R	:	Managing Director Attended from the Registered Office
3	Mr. Rajeshkumar D	:	Joint Managing Director and CFO Attended from the Registered Office
4	Mr. Ramachandran. P	:	Whole Time Director Attended from the Registered Office
5	Dr. Mrs.Thilagam Rajesh	:	Non Executive and Non Independent Director Attended from the Registered Office
6	Mr. Jayabal N	:	Independent Director Attended from the Registered Office
6	Mr. Nirmal Kumar Chandria	:	Independent Director Attended from Coimbatore
7	Mr. Shah. P.K	:	Independent Director Attended from Bangalore
8	Mr. Sankaran. V	:	Independent Director Attended from Bangalore
9	Mr. Venkatapathy L	:	Independent Director Attended from the Registered Office
10	Mr. S.Baskarasubramanian	:	Independent Director Attended from the Registered Office

IN ATTENDANCE:

1	Mr B Jayaram	:	Statutory Auditor, JDS Associates, Attended from Coimbatore
2	Mr. Jayaraman	:	Internal Auditor, Covai Management Services Attended from Bangalore
3	Mr. G.Vasudevan	:	Secretarial Auditor and Appointed Scrutinizer M/s. G V and Associates, Company Secretaries, Coimbatore Attended from Coimbatore
4	Mr. Ramasubramania Raj	:	Cost Auditor, Attended from Coimbatore

Members present in person: 124

The meeting commenced under the chairmanship of Mr. N Rangachary, Chairman of the Company.

SALZER ELECTRONICS LTD.

Mr. S Baskarasubramanian, Director (Corporate Affairs) & Company Secretary started his introductory speech, and briefly elaborated Members about the circumstances led to this 35th AGM by Video Conferencing, and briefed them on certain points relating to the participation at the Meeting through VC. He confirmed that the proceedings of the meeting was video recorded and live streaming was webcast on National Depository System Limited ('NSDL') website

Mr. N Rangachary, Chairman, chaired the Meeting. The requisite quorum being present, the Chairman called the Meeting to order. He informed the members. The Chairman welcomed all the Directors and Auditors, and requested them to introduce themselves to the Members. Accordingly, all the Directors and statutory auditors indemnified themselves and confirmed their presence at the meeting.

With the consent of the Members, the Chairman informed that the Notice of the Meeting and Auditors' Report were taken as read.

The Chairman started his speech. The key features of his speech:-

- Comprehensive reason on skipping the Dividend for the Financial years 2019-20
- General Macro and Micro Economic trend and progress of Electrical and Electronics Industry
- Performance of Salzer in 2019-20 and in Q1FY21 including Covid -19 impact on operations
- Significant developments during the year 2019-20 and way forward for Salzer

As requested by the Chairman:-

- The Managing Director thanked all the members for their continuous support and guidance for evolving Salzer's growth.
- Mr. P Ramachandran, Whole Time Director briefed out the activities of the Unit IV and V- Wires and Cables Units, a largest contributor to the topline, and its future prospectus and
- Mr. V Sankaran narrated Salzer's performance under Covid-19 pandemic and expressed his hope that Salzer would achieve the pre-covid level of performance during the third quarter
- Mr. L Venkatapathy, a long serving and outgoing Director, thanked all members and requested their never ending support for Salzer's growth.
- Dr Thilagam Rajesh briefly highlighted various measures adopted by Salzer to fight Pandemic spread in the work places and also well-being of the employees.

After Board members' address, the chairman placed the following set of resolutions as set out in the Notice for Members approval.

SALZER ELECTRONICS LTD. CBE-47

Ordinary Business

1. Adoption of the audited Standalone and consolidated financial statements of the Company for the financial year ended March 31, 2020 and the reports of the Board of Directors with its annexures and auditors thereon;

2. Re-Appointment of a director in place of Dr.Thilagam Rajesh who retires by rotation at this Annual General Meeting and being eligible, has offered herself for re-appointment.

3. Re-Appointment of a director in place of Mr. S Baskarasubramanian who retires by rotation at this Annual General Meeting and being eligible, has offered himself for re-appointment.

Special Business

4. Appointment of Mr. Vishnu Rangaswamy as Non-Executive and Non Independent Director with term of office subjected to retirement by Rotation

5. Ratification of the remuneration payable to Mr. A R Ramasubramania Raja, appointed cost auditor for the financial year 2020-21.

The Chairman then invited the Members to express their views, give suggestions and make enquiries on the operations and financial performance of the Company and related matters. After a Member spoke, the Joint Managing Director responded to all queries of the Members as requested by the Chairman.

The Chairman requested the Members to cast their e-voting, if not cast earlier, for 15 minutes from 12.46 Hrs – 13.01 Hrs after the closure of the meeting and in this regard, he briefed that in order to conduct the voting process in fair and transparent manner Mr. G Vasudevan, Company Secretaries, G V Associates, Coimbatore has been appointed as the Scrutinizer for overseeing the process who was also present at the meeting.

The Chairman authorized Director (Corporate Affairs) and Company Secretary to receive report from the Scrutinizer and declare the voting results by means of dissemination to the Exchanges and posting in Company's Website within the stipulated time.

The Chairman thanked the members for their continuing support and for attending and participating in the meeting.

The meeting concluded at 12.46 Hrs

As per attached voting abstract of the scrutinizer, all the resolutions placed before Meeting have duly been passed with the requisite majority

(Sd/-)

Chairman of the meeting

SALZER ELECTRONICS LTD.

SALZER ELECTRONICS LIMITED
CIN: L03210TZ1985PLC001535
Registered Office: Samichettipalayam (Post), Jothipuram, Coimbatore - 641047

35th Annual General Meeting held on 12th September 2020 at 11.30 AM through video conferencing or other audio visual means.

Declaration of Results

Resln No.	Item	Total No. of Shares in the Company	Total No of Persons Voted	No. of Votes Polled	No of Persons Voted For	For Votes	%	No of Persons Voted Against	Against Votes	%
Ordinary Business										
1	To consider and adopt the standalone and consolidated audited financial statements of the Company for the financial year ended 31.03.2020 comprising of balance sheet as at March 31,2020, Statement of Profit and loss for the year ending on that date, Cash Flow Statement and Statement of changes in Equity as on that date and the reports of the Board of Directors along with annexure and Auditors report thereon	15982737	220	7814240	217	7644219	97.82	3	170021	2.18
2	To re-appoint a Director in place of Dr.Mrs. Rajeshkumar Thilagam (DIN: 00006783), who retires by rotation at this Annual General Meeting and being eligible has offered herself for re-appointment.	15982737	220	7814240	214	6922619	88.59	6	170100	2.18
3	To re-appoint a Director in the place of Mr.Sankaran Baskarasubramanian (DIN: 00003152) who retires by rotation at this annual general meeting and being eligible has offered himself for re-appointment	15982737	220	7814240	215	7622022	97.54	5	170050	2.18
Special Business										
4	To consider and approve the appointment of Mr.Vishnu Rangaswamy (DIN: 00793090) as a Non- Executive and Non-Independent Director.	15982737	220	7814240	216	6325298	80.95	4	170048	2.18
5	To ratify the remuneration payable to CMA A.R.Ramasubramania Raja (M.No.32458) appointed as Cost Auditors of the Company for FY 2020-21.	15982737	220	7814240	216	7644192	97.82	4	170048	2.18

Note: For item No.2 ,3 & 4 votes cast by Interested parties are not considered
Place: Coimbatore
Date : 12.09.2020
ICSI UDIN: F006699B000704198

G. Vasudevan
Partner, G.V. And Associates
Scrutinizers

G.VASUDEVAN,B.Com.,LLB.,FCS
COMPANY SECRETARY IN PRACTICE
FCS 6699 CP 6522