FLUIDOMAT
LIMITED

ISO 9001 2008

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FL/SE/DKS/2021-22

25th September, 2021

Online filing at www.listing.bseindia.com

To,
The General Manager
DCS-CRD
BSE Ltd.
Rotunda Building
P.J. Tower, Dalal Street Fort,
Mumbai - 400001

BSE CODE: 522017

Sub: Submission of the Proceedings of the 45th Annual General Meeting held on Saturday, the 25th September, 2021, pursuant to Regulation 30(2) read with Part A of Schedule III of the SEBI (LODR) Regulations, 2015.

Dear Sir/Madam,

Pursuant to Regulation 30(2) read with Part A of Schedule III of the SEBI (LODR) Regulations, 2015, we are pleased to submit the Proceedings of the 45th Annual General Meeting held on Saturday, the 25th September 2021 at 2:00 P.M. and concluded at 2:40 P.M. through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM") for which purpose the registered office of the company situated at 117, 1st Floor, Navneet Darshan, 16/2 Old Palasia, Indore 452018 (M.P.), shall be deemed as the venue of the meeting.

Please note that results of remote e-voting and e-voting at AGM will be intimated to you separately upon receipt of Report from the Scrutinizer within 2 working days from the conclusion of the Annual General Meeting.

You are requested to please take on record the above said document for your reference and further needful.

Thanking You,
Yours Faithfully,
For, FLUIDOMAT LIMITED

FLUIDOMAT LIMITED

DEVENDRA KUMAR SAHU
COMPANY SECRETARY &
COMPLIANCE OFFICER
Encl.: a/a

PROCEEDING OF THE 45TH ANNUAL GENERAL MEETING OF FLUIDOMAT LIMITED HELD ON SATURDAY THE 25TH SEPTEMBER 2021, THROUGH VIDEO CONFERENCING ("VC") OR OTHER AUDIO VISUAL MEANS ("OAVM") AT 2:00 P.M. AND CONCLUDED AT 2:40 P.M. FOR WHICH PURPOSE THE REGISTERED OFFICE OF THE COMPANY SITUATED AT 117, 1ST FLOOR, NAVNEET DARSHAN, 16/2 OLD PALASIA, INDORE 452018 (M.P.) WAS DEEMED AS THE VENUE FOR THE ANNUAL GENERAL MEETING.

PRESENCE IN THE MEETING THROUGH VC/OAVM:

I. DIRECTORS:

1. SHRI ASHOK JAIN	- CHAIRMAN & MD
2. SMT. RADHICA SHARMA	- DY. MD
3. SHRI KUNAL JAIN	- EXECUTIVE DIRECTOR
4. SHRI KHUSHAL CHANDRA JAIN	- INDEPENDENT DIRECTOR
5. CA MAHENDRA KUMAR SHAH	- INDEPENDENT DIRECTOR
6. SHRI PRAFUL R. TURAKHIA	- INDEPENDENT DIRECTOR

II. OFFICERS IN PRESENCE:

1. MRS. MONICA JAIN	- CHIEF FINANCIAL OFFICER
2. CS DEVENDRA KUMAR SAHU	- CS & COMPLIANCE OFFICER

III. SPECIAL INVITEES

1. CA C.P. RAWKA	- STATUARY AUDITOR
2. CS (DR.) D.K. JAIN	- SECRETARIAL AUDITOR
3. CS ISHAN JAIN	- SCRUTINIZER FOR E-VOTING (Remote & Venue)
4. SHRI PRAMOD JAIN	- VICE-PRESIDENT OF THE COMPANY

Total No. of Members on the Cut off date 18th September, 2021 was 5581 Members, as per the requirement of the Companies Act, 2013, in order to have a valid quorum at least 30 members are required to be present through VC/OAVM. Out of them total 45 Members attended AGM through VC/OAVM.

PROCEEDING OF THE MEETING:

45th Annual General Meeting of the Company was held on Saturday, 25th September, 2021 at 2:00 P.M. through VC/OAVM pursuant to the Circular No. 14/2020 dated 8th April, 2020, Circular No.17/2020 dated 13th April, 2020 issued by the Ministry of Corporate Affairs (MCA) followed by Circular No. 20/2020 dated 5th May, 2020 and Circular No. 2/2021 dated 13th January, 2021 (extended the time line for holding of Annual General Meetings through VC/OAVM till 31st December, 2021) & Securities and Exchange Board of India("SEBI") vide its Circular dated 12th May, 2020 & circular dated 15th January, 2021.

As per Article of Association of the Company, Shri Ashok Jain, Chairman of the Company occupied the Chair for the Meeting and welcomed all the members and directors and invitees present in the meeting through VC/OAVM.

CS Devendra Kumar Sahu, Company Secretary informed that the company is having total 5581 shareholders as on the cut-off date i.e. 18th September, 2021 and needs 30 members to constitute the Quorum, hence adequate quorum for the meeting is present, then the Chairman declared the meeting to be in order and then the proceeding of the Meeting was commenced.

CS Devendra Kumar Sahu, Company Secretary took a roll call of the Directors and introduced other invitees.

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The Chairman of the Audit Committee Shri M.K. Shah was available to respond to the queries relating to Books of Accounts and Directors Remuneration etc.

The Chairman delivered his speech to the members at the AGM.

Company Secretary informed the members that, electronic copies of the Notice & Annual Report for the financial year 2020-21 have been sent to all the members whose Email Ids were registered with the Company or Depository Participant(s). The Notice of this Annual General Meeting is given on Page No. 3 to 19 of 45th Annual Report.

The Auditors Report on the Standalone & Consolidated Financial Statements of the Company is given by the Statutory Auditors M/s C.P. Rawka & Co., Chartered Accountant, Indore. We are pleased to announce that Auditors Report does not contain any qualification or negative remarks.

The Secretarial Audit Report for Financial Year 2020-21 is given by M/s D.K. Jain & Co., Practicing Company Secretaries, Indore. Same is given in Annual Report. Secretarial Audit Report does not contain any qualification or adverse remarks.

CS Ishan Jain was appointed by the Board as the Scrutinizer for the Remote E-voting and E-voting at this Meeting. The Scrutinizer will ensure the voting to be done in a fair and transparent manner.

Company Secretary further informed that Company has availed service of Central Depository Services (India) Limited (CDSL) for remote e-voting & e-voting in this AGM and as per the requirements of the Companies Act, 2013 the Remote-E voting was commenced from Wednesday 22nd September, 2021 at 9.00 A.M. (IST) and have already been completed on Friday, 24th September, 2021 at 5.00 P.M. (IST) and E-voting at this AGM already commenced and will be available up to 15 minutes from the conclusion of this AGM. Who have already casted their vote by Remote E-voting shall not be entitled to vote again in this AGM by E-voting.

The Members who are in the records of the Company as on the cut-off date i.e. 18th September, 2021 shall only be entitled to participate in the voting process.

Further please note that Pursuant to the IEPF Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (Rules), the Company is in process to transfer the equity shares in respect of which dividend has not been claimed for 7 (Seven) consecutive years to the Investor Education and Protection Fund (IEPF) of the Central Government.

The Company has sent letters to the concerning shareholders whose dividend has not been claimed for 7 (Seven) consecutive years. The details of such shareholders are posted on the website of the Company at https://www.fluidomat.com.

After that the Company Secretary placed before the meeting businesses as contained in the Notice one by one for consideration and approval of the members.

S. No.	Type of resolution passed	Matters
1.	Ordinary	Consideration and Adoption of the Standalone and Consolidated Audited Financial Statements which include the Audited Balance Sheet as at 31st March, 2021, Statement of Changes in Equity, the Statement of Profit & Loss, and Cash Flow Statement of the company for the financial year ended

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		31st March, 2021 and the Reports of the Board's and Auditors thereon.
2.	Ordinary	Declaration of dividend on 49,27,000 equity shares of Rs. 10/- each of the Company for the financial year ended 31st March, 2021
3.	Ordinary	Re-appointment of a director in place of Shri Ashok Jain (DIN: 00007813) who liable to retire by rotation at this Annual General Meeting and being eligible offers himself for re-appointment
4.	Special	Revision in the remuneration of Shri Ashok Jain, Chairman and Managing Director of the Company w.e.f. 1st October, 2021 for the remaining part of his tenure till 30th June, 2024 not exceeding Rs 6,50,000/- per month inclusive of all allowances and perquisites.
5.	Special	Revision in remuneration of Shri Kunal Jain (DIN: 01475424), Whole-time Director designated as an Executive Director of the Company w.e.f. 1st October, 2021 for the remaining part of his tenure till 30th April, 2023 not exceeding Rs 4,50,000/- per month inclusive of all allowances and perquisites.
6.	Special	Revision in remuneration of Mrs. Radhica Sharma (DIN: 06811597), Whole-time Director designated as Deputy Managing Director of the Company w.e.f. 1st October, 2021 for the remaining part of her tenure till 09th February, 2025 not exceeding Rs 4,50,000/- per month inclusive of all allowances and perquisites.

Company Secretary further informed that, the conditions set out in the Notice of Annual General Meeting, informing all the members stating the requirement to registered themselves as a speaker to express views or ask questions during the AGM. Adequate time was provided for registration and the company has received request from Four shareholders for seeking opportunity to speak at AGM.

Thereafter, Company Secretary invited speakers one by one to ask questions or queries which was satisfactorily replied by the Board Members.

Chairman informed the members present in the AGM that the results of the remote e-voting and E-Voting at AGM along with the report of the scrutinizer will be announced within 2 working days from the conclusion of 45th Annual General Meeting and shall also be placed at the Company's, BSE and CDSL Website and the recorded transcript of the AGM shall also be made available on the website of the company as soon as possible after the meeting is over.

Chairman further informed that since all the business to be conducted at this Annual General Meeting has been transacted, I hereby declare that the 45th Annual General Meeting as close.

Chairman further confirmed that the meeting was conducted as per the requirement of the Companies Act, 2013, SEBI (LODR) Regulation, 2015 and Secretarial Standard issued by ICSI.

Chairman thanks to all the members and Board members and invites for participating in the meeting and declared that the meeting is concluded.

For, **FLUIDOMAT LIMITED**

FLUIDOMAT LIMITED

DEVENDRA KUMAR SAHU
COMPANY SECRETARY &
COMPLIANCE OFFICER