

Date: 22nd July, 2021

To,
The General Manager,
National Stock Exchange of India Limited

Exchange Plaza, C-I Block G,
Bandra Kurla Complex, Bandra (East),
Mumbai 400051.

NSE Symbol: MAHEPC

To,
The General Manager,
Bombay Stock Exchange Limited,

Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai- 400 001.

BSE Scrip Code: 523754

Sub.: Proceedings of the 39th Annual General Meeting of the Company held Today on Thursday, 22nd July, 2021.

Dear Sir/ Madam,

We refer to our letter dated 29th June, 2021 informing about the 39th Annual General Meeting (AGM) of the members of the Company to be held through Video Conference (VC) / Other Audio-Visual Means (OAVM).

The AGM was held on 22nd July, 2021 at 10.30 a.m. (IST) through Video Conference ("VC), without the physical presence of the Members at a common venue, in compliance with General Circular No. 14/2020, 17/2020, 20/2020, 02/2021 issued by Ministry of Corporate of Corporate Affairs and other applicable provisions of the Companies Act, 2013 and circulars issued by the Securities and Exchange Board of India (SEBI).

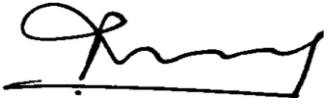
Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Part A of Schedule III to the SEBI Regulations, please find enclosed the proceedings of the 39th Annual General Meeting (AGM) duly convened on Thursday, 22nd July, 2021 at 10.30 a.m. through Video Conferencing / Other Audio-Visual Means (OAVM) at the Registered Office of the Company situated at Plot No.H-109, MIDC Ambad, Nashik- 422010 and concluded at 12.51 p.m.

You are requested to take the above information on record.

Thanking you.

Yours faithfully,

For **Mahindra EPC Irrigation Limited**



Ratnakar Nawghare
Company Secretary and Compliance Officer

SUMMARY OF PROCEEDINGS OF 39TH ANNUAL GENERAL MEETING HELD ON 22ND JULY, 2021.

The 39th Annual General Meeting ("AGM") of the Members of **Mahindra EPC Irrigation Limited** ("the Company") was convened and duly held on Thursday, 22nd July, 2021 at 10.30 a.m. through Video Conferencing (VC) at the Registered Office of the Company situated at Plot No.H-109, MIDC Ambad, Nashik-422010.

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. 02/2021 dated 13th January, 2021 and in accordance with the Secretarial Standard -2 on General Meeting issued by the Institute of Company Secretaries of India (ICSI) read with Guidance/Clarification dated 15th April, 2020 issued by ICSI, the proceedings of the AGM was deemed to be conducted at the Registered Office of the Company.

The Company thus conducted the Annual General Meeting this year through VC in compliance with the provisions of the Companies Act, 2013 ("Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and above-mentioned MCA Circulars and various guidelines.

Mr. Shriprakash Shukla chaired the proceedings of the 39th AGM of the Company and extended the warm welcome to all. The total number of shareholders as on the cut-off date i.e., 15th July, 2021 were 32,814. 40 Members including Authorized Representatives has attended the meeting through VC. as the AGM was held through VC, the facility for appointment of proxies by the members was not available.

After ascertaining that the requisite quorum was present, the Chairman declared the meeting to order, at the request of the Chairman, all the Directors attending the AGM from their respective locations introduced themselves to the Members. Six Directors of the Company, including the Chairman of the Audit Committee, Chairman of Nomination and Remuneration Committee and Chairman of the Stakeholders Relationship Committee, attended the AGM. The outgoing and new Statutory Auditors and Secretarial Auditors also attended the AGM.

The Chairman briefed about the actions which the Company had taken for enabling members to participate and vote on the items being considered in the AGM and informed that all efforts feasible under the circumstances were made by the Company to enable maximum participation of the members.

The Chairman informed that the Company had tied up with KFin Technologies Private Limited (KFintech) to provide facility for voting through remote e-voting, e-voting during the AGM and participation in the AGM through VC facility.

The Chairman informed the Members that pursuant to the provisions of the Companies Act, 2013, the Rules framed thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had extended the remote e-voting facility provided by KFintech ('remote e-voting') to the Members of the Company in respect of the resolutions to be passed at the Meeting. The remote e-voting commenced at 9.00 a.m. IST on Monday, 19th July, 2021 and ended at 5.00 p.m. IST on Wednesday, 21st July, 2021. The Chairman informed the Members that the facility for voting through e-voting system was made available during the Meeting for Members who had not casted their vote prior to the Meeting.

Thereafter, the Chairman addressed the Members and delivered his speech, then proceeded to explain the conduct of the meeting and placed the following resolutions as set out in the notice convening the 39th AGM. Further, he ordered activation of e-voting window for the members attending the AGM who had not casted their votes by remote e-voting:

Sr. No.	Particulars	Type of Resolution
Ordinary Business		
1	To receive, consider and adopt the Audited Financial Statements (along-with Audited Consolidated Financial Statements) of the Company for the Financial Year ended 31 st March, 2021 together with the reports of the Board of Directors and Auditors thereon.	Ordinary Resolution
2	Declaration of final dividend of Rs. 1.20 (12%) per Equity Share of the nominal value of Rs. 10 (Rupees Ten only) each for the financial year ended 31 st March, 2021.	Ordinary Resolution
3	Appointment of a director in place of Mr. Shriprakash Shukla (DIN: 00007418) who retires by rotation and being eligible offers himself for re-appointment.	Ordinary Resolution
4	Appointment of Statutory Auditors	Ordinary Resolution
Special Business		
5	Reappointment of Dr. Sudhir Kumar Goel (DIN: 02965596) Non-Executive Independent Director for further period of 3 consecutive years, not liable to retire by rotation to the Board of Directors of the Company.	Special Resolution

6	Revision in the remuneration of Mr. Ashok Sharma (DIN: 02766679), Managing Director of the Company.	Special Resolution
7	Ratification of Remuneration to Cost Auditors.	Ordinary Resolution

On the invitation of the Chairman, the Members who had registered themselves as speakers, addressed the Meeting through VC and expressed their views and sought clarifications mainly on the Company's accounts, business and Impact of COVID-19 conditions in the operations. The Chairman responded to the queries of the Members and provided clarifications adequately.

The Chairman instructed the moderator to keep the e-voting window open for another 30 minutes and close the same at 12.51 P.M. when the proceedings of the AGM shall stand concluded and requested the members who had not already casted their vote to cast the same before the said time.

The Chairman announced that the voting results along with the consolidated Scrutinizers Report shall be informed to the Stock Exchanges and be placed on the website of the Company and KFintech.

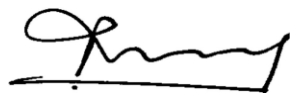
The Chairman concluded his speech by placing on record his appreciation and gratitude for all the stakeholders for having reposed their trust and confidence in the Company.

After conclusion of the Annual General Meeting, the Scrutinizer took the custody of voting process and submitted his report after verification of the votes casted. As per the report submitted by the Scrutinizer, all the resolutions embodied in the Notice of 39th AGM were passed with the requisite majority.

The meeting concluded with a vote of thanks to those present.

Thanking You.

Yours Faithfully,
For **Mahindra EPC Irrigation Limited**



Ratnakar Nawghare
Company Secretary & Compliance Officer