

30th September, 2021

To,
The Manager – Listing Department,
National Stock Exchange of India Ltd. (SME Merge)
Exchange Plaza,
5th Floor, Plot No. C/1, G Block,
Bandra Kurla Complex, Bandra (East)
Mumbai-400051

Ref.: Rex Pipes and Cables Industries Limited, Sikar

Company Symbol – REXPIPES, ISIN:- INE00D001018

Sub.: Disclosure of events or information – Proceedings of 19th Annual General Meeting of the company held on Thursday, 30th day of September, 2021.

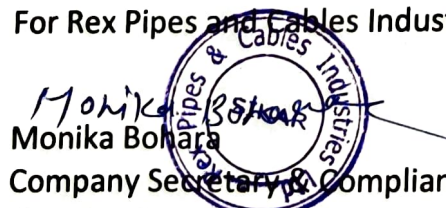
Dear Sir/Madam,

Pursuant to the provisions of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 we are enclosing herewith proceedings of the 19th Annual General Meeting held on today i.e. on Thursday, 30th day of September, 2021 at 1.00 P.M.

You are requested to please take the same on your records.

Thanking You,

For Rex Pipes and Cables Industries Limited


Monika Bohara
Company Secretary & Compliance Officer
Membership No.: 60048

Encl:- As above

REX PIPES AND CABLES INDUSTRIES LIMITED
(Formerly Known as Kaler Electricals Private Limited)

REGD. OFFICE : F-69-A, RIICO INDUSTRIAL AREA, SIKAR
RAJASTHAN - 332001. (INDIA)
CIN No. - U31300RJ2002PLC017714
E-mail ID : info@rexpumps.com

Ph : +91 1572-245009 245765 245976

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E-mail ID : kepls@live.com

Web : www.rexpumps.com

Plant : B-99, RIICO Industrial Growth Center, Phase II, Palsana-332402
District-Sikar, Rajasthan (INDIA)

REX PIPES AND CABLES INDUSTRIES LIMITED, SIKAR

Rex[®]

PIPES & CABLES

PROCEEDINGS OF THE 19TH ANNUAL GENERAL MEETING HELD ON 30.09.2021 AT 1.00 P.M. AT THE HOTEL PARK AVENUE AND RESORTS, BUS STAND KUDLI, SHIVSINGHPURA, SIKAR, RAJASTHAN-332001

PRESENT :

Directors

Mr. Sharvan Kumar Kaler, Managing Director
Mr. Rajendra Kaler, Whole Time Director
Mrs. Sohani Devi, Whole Time Director
Mr. Jitendra Kaler, Director
Mr. Subash Meel, Independent Director
Mr. Anil Kumar, Independent Director

KMPs

Shri K. L. Sharma, CFO
Ms. Monika Bohara, CS

In attendance

Shri Happy Kedawat, Proprietor- M/s Happy Kedawat and Company, Chartered Accountants, Statutory Auditors.

Mr. J. P. Sharma, Partner – M/s JPS & Associates, Company Secretaries, Scrutinizer for the E-voting and Ballot Voting at the meeting.

MEMBERS PRESENT IN PERSON

17 Members were present in person

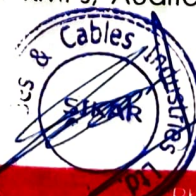
ATHORISED REPRESENTATIVES OF CORPORATIONS

Nil authorised representatives of Corporations were present.

PROXIES

5 proxies were present.

Mr. S. K. Kaler, Chairman and Managing Director of the Board took the Chair and other directors also accompany him on dais. Other KMPs, Auditors and Scrutinizer also took seats at a distinguish sitting arrangements.



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Mr. S. K. Kaler, Chairman and Managing Director declared that the required quorum as per Article 61 of the Articles of Association of the company is present and ordered the meeting to commence.

Mr. S. K. Kaler, Chairman and Managing Director also declared that there were 17 members present in person, including nil Authorised Representatives of corporations representing 84.51 % Voting power and 5 proxies are present representing 3.60% of voting power. He also declared that Members Register and proxy Register is on the table and open for inspection.

Mr. S. K. Kaler, Chairman and Managing Director delivered his welcome address and thereafter asked Ms. Monika Bohara, CS to read the notice of the meeting.

Thereafter, Mr. S. K. Kaler, Chairman asked Ms. Monika Bohara to appraise members about legal provisions regarding voting through e-voting procedure and voting by ballot at the meeting.

Ms. Monika Bohara, CS stated that in accordance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of The Companies (Management & Administration) Rules, 2014, the Company had provided electronic voting facility to the members to vote between September 27, 2021 to September 29, 2021 in proportion to their shareholding as on the cut off date of 23rd September, 2021. She further informed the members that the scrutinizer for electronic voting Shri J. P. Sharma, a Practicing Company Secretary was appointed for carrying out the e-voting in a fair and transparent manner.

Ms. Monika Bohara, CS further informed the members that in view of the General Circular No. 20/2014 dated June 17, 2014 issued by the Ministry of Corporate Affairs, voting by show of hands is not allowable in case of e-voting. Therefore it was obligatory to provide similar voting facility to the members present in person at the AGM to vote in proportion to the shares held by them. She stated that the Poll will be conducted for voting on all the resolutions of ordinary and special businesses as set out in Item no 1 to 3 of Notice of AGM. She also clarified that the poll will be taken in the end after consideration of all the items of the notice by members. She also clarified that as per provisions of the Rule 20 of the Companies (Management and Administration) Rules, 2014, any member who have already casted his / her vote through e-voting prior to the meeting, will be entitled to attend the meeting only but will not be entitled to cast vote again through ballot and only those members who had not participated in e-voting, will be entitled to cast their vote through ballot.

Then, Mr. S. K. Kaler, Chairman also requested to Shri J. P. Sharma, Practicing Company Secretary to scrutinize the poll process and votes given on the Poll and report thereon in the prescribed manner.

Thereafter, the Chairman preceded the meeting as per items mentioned in the notice of meeting.



Item No. 1

The Chairman took-up Item No. 1 for consideration of meeting. He asked Ms. Monika Bohara to read Auditors Report and Directors Report.

Thereafter, the Chairman invited the members to raise their queries regarding the Annual Accounts, Auditors' and Directors' Report thereon. However, there was no query from members.

Thereafter, the Chairman proposed the following resolution to be passed as an ordinary resolution:

"RESOLVED THAT the Balance Sheet as on 31 March, 2021 and Profit and Loss Account for the year ended on that date together with the Directors' Report and Auditors' Report thereon, be and is hereby received, considered and adopted."

Mr. Aditya Gaur, shareholder seconded the above resolution.

The Chairman put the motion to vote by poll.

Item No.2

The Chairman took-up item no. 2 for consideration of the meeting.

Thereafter, the Chairman proposed the following resolution to be passed as an ordinary resolution:

"RESOLVED THAT Mr. Rajendra Kaler (DIN-08032024), Director retiring by rotation, who being eligible offered himself for re-appointment, be and is hereby re-appointed as Director liable to retire by rotation."

Mr. Aditya Gaur, shareholder seconded the above resolution.

The Chairman put the motion to vote by poll.

Item No. 3

The Chairman took – up item no. 3 for consideration of the meeting.

Thereafter, the Chairman proposed the following resolution to be passed as a special resolution:

"RESOLVED THAT pursuant to the provisions of Section 180(1)(c) of the Companies Act, 2013 and other applicable provisions, if any, of the Act (including any statutory modification or re-enactment thereof) and the Articles of Association of the Company, the consent of the Shareholders of Company be and is hereby accorded to the Board of Directors of the Company, to borrow, from time to time, any sum or sums of money (including fund based and non-fund based banking facilities) as may be required for the purpose of the business of the Company, from one or more



Banks, Financial Institutions and other persons, firms, bodies corporates, whether in India or abroad, notwithstanding that the monies so borrowed together with the monies already borrowed (apart from temporary loans obtained from the Company's Bankers in the ordinary course of business) may at any time exceed the aggregate of the paid up Capital of the Company and its Free Reserves provided that the total amount that may be borrowed by the Board and outstanding at any point of time, shall not exceed the sum of Rs.50.00 crores (Rs. Fifty Crores)."

"RESOLVED FURTHER THAT the board be and is hereby authorized to decide all terms and conditions in relation to such borrowing, at their absolute discretion and to do all such acts, deeds and things and to execute all such documents, instruments and writings as may be required."

Mr. Aditya Gaur, shareholder seconded the above resolution.

The Chairman put the motion to vote by poll.

Conduct of Poll

The Chairman thereafter, ordered the poll on all the resolutions for the Ordinary and Special businesses as set out in item No. 1 to 3 of the Notice of the 19th AGM and requested all the Members present and entitled to vote to participate in the Poll to be taken at the same venue and hand over the poll process to Mr. J. P. Sharma, Scrutinizer.

Thereafter, Shri J. P. Sharma, Practicing Company Secretary, the Scrutinizer appointed for conduct of Poll. Before the start of voting on Poll, the Ballot Papers, duly authenticated by the Scrutinizer were distributed to the members entitle to vote. Empty ballot box was shown to the members and thereafter the ballot box was locked in presence of member. After ensuring that all the members and proxies participated in the Poll had casted their votes, the scrutinizer closed the Poll. He then took custody of the ballot box for scrutinizing the votes and submitting his report on the poll.

After conduct of poll, Mr. J. P. Sharma, scrutinizer was report completion of poll to the Chairman.

Declaration of Results

The Chairman informed the members that the consolidated results of the e-voting and the poll taken at the AGM shall be announced and made available on the website of the Company and shall also be immediately sent to the stock exchange where the equity shares of the Company are listed.



Vote of Thanks

With the permission of the Chairman, Mr. K. L. Shrma, CFO proposed vote of thanks to the chair, which was duly taken on record.

The Chairman then announced the formal closure of the 19th AGM and thanked the members present at the meeting of their suggestions, comments and co-operation and support during the meeting and requested the Company Secretary to get the poll process completed.

DATE : 30.09.2021

PLACE : SIKAR

