

SSPSL /SEC / 2022-23 / FEB /06	
DATE: 21ST FEBRUARY, 2024	
BSE SCRIP CODE: 517273	NSE SYMBOL: S&SPOWER
TO, THE LISTING DEPARTMENT, BSE LIMITED, P.J.TOWERS, DALAL STREET, FORT, MUMBAI – 400 001, MAHARASHTRA.	TO, THE MANAGER – LISTING NATIONAL STOCK EXCHANGE OF INDIA LTD, EXCHANGE PLAZA, BANDRA – KURLA COMPLEX, BANDRA(EAST), MUMBAI – 400 051, MAHARASHTRA.

Dear Sir/Madam,

Sub: Summary of Proceedings of the Extra-Ordinary General Meeting (“EGM”) of S & S POWER SWITCHGEAR LIMITED (“Company”) held on Wednesday, 21st February, 2024

Ref: Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

This is to inform you that the Extra-Ordinary General Meeting (“EGM”) of S & S POWER SWITCHGEAR LIMITED was held on Wednesday, 21st February, 2024 at 11:00 A.M. (IST) through Video Conferencing (VC)/ Other Audio Visual Means (OAVM).

In this regard, please find enclosed proceedings of the Extra-Ordinary General Meeting as required under Regulation 30 read with Part A of Schedule III of SEBI LODR, 2015

Kindly take the above information on your records and acknowledge the receipt of the same.

Thanking you
Yours faithfully,

For S & S POWER SWITCHGEAR LIMITED

Prince Thomas
Company Secretary & Compliance Officer
M.No: 11841

PROCEEDINGS OF THE EXTRA-ORDINARY GENERAL MEETING OF THE MEMBERS OF S&S POWER SWITCHGEAR LIMITED HELD ON WEDNESDAY, 21ST FEBRUARY, 2024 AT 11.00 A.M (IST) THROUGH VIDEO CONFERENCE (VC) / OTHER AUDIO VISUAL MEANS (OAVM)

<u>DIRECTOR'S PRESENT:</u>	
Mr. ASHISH SUSHIL JALAN	CHAIRMAN
Mr. KRISHNAKUMAR RAMANATHAN	MANAGING DIRECTOR
Mr. ASHOK KUMAR VISWAKARMA	DIRECTOR
Mr. AJAY KUMAR DHAGAT	DIRECTOR
Mrs. GAYATHRI SUNDARAM	DIRECTOR
Mr. AJAY HARI TANDON	DIRECTOR
<u>IN ATTENDANCE:</u>	
MR. PRINCE THOMAS	COMPANY SECRETARY & COMPLIANCE OFFICER
<u>IN PRESENCE:</u>	
Mr. K.J.CHANDRA MOULI	Partner of M/s. BP & Associates, Company Secretaries, Secretarial Auditor & the Scrutinizer for EGM Remote voting & e-voting
Mr. V. SUBRAMANIAM	Partner of M/s. CNK Associates LLP, Chartered Accountants, Statutory Auditors.

MEMBER'S PRESENT:

Members Present: A total of 43 members representing 31,54,249 shares attended the meeting through video conferencing.

The details of the number of Members present at the meeting were as follows:

Category	Promoter & Promoter Group	Public	Total
Video Conference	6	37	43

Mr. Ashish Sushil Jalan, Chairman of the Board of Directors presided over the meeting and welcomed the members of the meeting

At 11:00 A.M., Mr. Prince Thomas, Company Secretary, initiated the meeting by extending a warm welcome to the members attending the Extra-Ordinary General Meeting of the Company. He informed the members that the meeting is being conducted through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM) facilitated by the National Securities Depositories Limited (NSDL), in compliance with the circulars and guidelines issued by the Ministry of Corporate Affairs (MCA) and the Securities and Exchange Board of India (SEBI).

Furthermore, the Chairman informed the attendees that the Notice for the Extra-Ordinary General Meeting has been circulated via email to shareholders within the statutory period. It has also been made available on the Company's website, Stock Exchanges, and published in newspapers as per regulatory requirements.

The notice convening the Extra-Ordinary General Meeting of the Company was read. Subsequently, the Chairman introduced the Directors and Key Management Personnel (KMP) to the members. Additionally, a warm welcome was extended to Mr. V. Subramanian, Partner at CNK Associates, Chartered Accountants, serving as the Statutory Auditors, and Mr. K J Chandra Mouli, Partner at BP & Associates, who acted as the Secretarial Auditor and Scrutinizer.

After welcoming the Auditors, he briefed the members about instructions and the process regarding the participation through video conferencing and thereafter ascertaining that the requisite quorum was present, the Chairman declared that the meeting was duly constituted and commenced the proceedings of the meeting. As the meeting was conducted virtually where Members could join in person from all locations, the proxy facility was not necessitated and accordingly not provided.

The Chairman presented an overview of the company's performance, outlook, strategy, and future plans.

Following the Chairman's speech, Mr. Krishnakumar Ramanathan, Managing Director, shared his insights in his address. Subsequently, after the conclusion of Mr. Krishnakumar Ramanathan's speech, Mr. Ashok Kumar Vishwakarma, Director, was invited to elaborate on the overall performance and operations of the Company.

After the conclusion of Mr. Ashok Kumar Vishwakarma Speech, the chairman stated that the company had received requests from 1(One) shareholders to register themselves as speaker shareholders during the EGM and requested the host (NSDL) to enable the speaker for the shareholders to speak/ask queries. Accordingly, speaker shareholder had participated and sought answers/clarifications. The Chairman Mr. Ashish Sushil Jalan, answered to the queries raised by speaker shareholder. Subsequently, the Chairman expressed gratitude to the speaker shareholders for their participation on behalf of the Company.

Further the Chairman informed that pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI

(Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has engaged the services of National Securities Depositories Limited (NSDL) for the purpose of providing remote e-voting and e-voting during EGM facility to members and had also appointed Mr. K J Chandra Mouli, Partner of BP & Associates, Practicing Company Secretaries as a Scrutinizer to scrutinize the entire voting process in a fair and transparent manner. The remote e-voting facility commenced on Sunday, 18th February, 2024 at 9.00 A.M. and ended on Tuesday, 20th February, 2024 at 5.00 P.M. Further, he requested all the members who had not cast their vote earlier through remote e-voting to cast their vote electronically during the course of the EGM and informed that e-voting facility will remain open for 15 minutes after the conclusion of the meeting.

The following resolutions as set out at Item Nos. 1 to 9 of the Notice of EGM were open for e-voting:

S.NO	PARTICULARS	NATURE OF RESOLUTION
1.	RECLASSIFICATION OF AUTHORISED SHARE CAPITAL AND CONSEQUENT ALTERATION OF MEMORANDUM OF ASSOCIATION.	Special
2.	RECLASSIFICATION IN THE AUTHORISED SHARE CAPITAL AND CONSEQUENT ALTERATION OF THE CAPITAL CLAUSE IN THE ARTICLES OF ASSOCIATION OF THE COMPANY.	Special
3.	TO CONSIDER AND APPROVE FOR GIVING AUTHORIZATION TO BOARD OF DIRECTORS FOR GIVING ANY LOAN/GUARANTEE/SECURITY UNDER SECTION 186 OF THE COMPANIES ACT, 2013 UPTO AN AGGREGATE LIMIT OF RS.1,50,00,00,000 (RUPEES ONE HUNDRED AND FIFTY CRORES).	Special
4.	TO CONSIDER AND APPROVE FOR GIVING AUTHORIZATION TO BOARD OF DIRECTORS TO ADVANCE ANY LOAN, GIVE ANY GUARANTEE OR TO PROVIDE ANY SECURITY TO ALL SUCH PERSON SPECIFIED UNDER SECTION 185 OF THE COMPANIES ACT, 2013 UPTO AN AGGREGATE LIMIT OF RS. 1,50,00,00,000/- (RUPEES ONE HUNDRED AND FIFTY CRORES ONLY).	Special
5.	TO CONSIDER AND APPROVE FURTHER ISSUE OF EQUITY SHARES ON PREFERENTIAL BASIS FOR CASH CONSIDERATION.	Special
6.	TO CONSIDER AND APPROVE FURTHER ISSUE OF EQUITY SHARES ON PREFERENTIAL BASIS FOR CONSIDERATION OTHER THAN CASH, AGAINST THE SWAP OF EQUITY SHARES OF HAMILTON RESEARCH & TECHNOLOGY PRIVATE LIMITED (HART) HELD BY THE PROPOSED ALLOTTEES .	Special
7.	TO CONSIDER AND APPROVE FURTHER ISSUE OF EQUITY SHARES ON PREFERENTIAL BASIS FOR CONSIDERATION PARTLY IN CASH AND PARTLY OTHER THAN CASH AGAINST THE SWAP OF EQUITY SHARES OF ACRASTYLE POWER (INDIA) LIMITED (APIL) HELD BY ASHISH JALAN FAMILY TRUST, THE PROPOSED ALLOTTEE.	Special
8.	TO CONSIDER AND APPROVE THE APPOINTMENT OF MR KRISHNAKUMAR RAMANATHAN (DIN: 08880943) AS DIRECTOR (EXECUTIVE AND NON-INDEPENDENT) OF THE COMPANY.	Ordinary
9.	TO CONSIDER AND APPROVE THE APPOINTMENT OF MR. KRISHNAKUMAR RAMANATHAN (DIN: 08880943) AS MANAGING DIRECTOR OF THE COMPANY.	Special

The Chairman informed that the results of e-voting would be declared on or before 23rd February, 2024 i.e., within 2 workings days of conclusion of EGM. Additionally, he mentioned that the results will be uploaded on the Company's website www.sspower.com, and on the website of the Stock Exchanges www.nseindia.com and www.bseindia.com.

Following this, the Chairman expressed gratitude to the members for their continuous support and confidence in the Company .He then announced the formal closure of the Extra ordinary General Meeting of the Company at 11.40 AM.

For S & S POWER SWITCHGEAR LIMITED

PRINCE THOMAS
COMPANY SECRETARY & COMPLIANCE OFFICER
M.NO: 11841