

SEIL/Sec./SE/2020-21/26

September 9, 2020

The Manager
Listing Department
National Stock Exchange of India Ltd
Exchange Plaza, Bandra Kurla Complex
Bandra (East), MUMBAI 400 051
Fax # 022-2659 8237/8238/8347/8348

The Secretary
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street
MUMBAI 400 001
Fax # 022-2272 3121/2037/2039

Symbol: SCHNEIDER

Scrip Code No. 534139

Sub: Submissions regarding the Tenth (10th) Annual General Meeting pursuant to the Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")

Dear Sir(s),

In continuation of our letter no. SEIL/Sec./SE/2020-21/20 dated August 14, 2020, please note that the 10th Annual General Meeting ('AGM') of Schneider Electric Infrastructure Limited ("Company") was held on Tuesday, September 8, 2020 at 3:30 p.m. (IST) through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM") facility, to transact the business(es) mentioned in the Notice of 10th AGM dated June 16, 2020.

In this regard, please find enclosed herewith:

1. Summary of proceedings as required under Regulation 30, Part-A of Schedule -III of the SEBI Listing Regulations, as **Annexure – I**.
2. Consolidated Report dated September 9, 2020, from the Scrutinizer for remote e-voting and e-voting conducted during the 10th AGM, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 read with the Government circulars and notifications, issued from time-to-time, as **Annexure – II**.
3. Voting results as required under Regulation 44 of the SEBI Listing Regulations, as **Annexure – III**.
4. Annual Report of the Company for Financial Year 2019-2020 as required under Regulation 34 of the SEBI Listing Regulations, as **Annexure – IV**.

Further, please be informed that the Members of the Company inter-alia approved the following matters at its 10th AGM:

1. Appointment of M/s. S N Dhawan & Co. LLP, Chartered Accountants (Firm Registration No. 000050N/ N500045) as Statutory Auditors of the Company for a term of five (5) consecutive years from the conclusion of Tenth (10th) Annual General Meeting till the conclusion of Fifteenth ("15th) Annual General Meeting of the Company, in place of retiring auditors M/s. S.R. Batliboi & Co. LLP (Firm Registration No. 301003E/E300005), the existing statutory auditors of the Company.

The aforesaid change in Statutory Auditors of the Company is in compliance with the requirements of Section 139 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014.

2. Appointment of Ms. Namrata Kaul as Independent Director of the Company for a term of three (3) consecutive years effective from November 6, 2019 till November 5, 2022.
3. Appointment of Mr. Arnab Roy as Whole-Time Director of the Company in professional capacity for a term of three (3) consecutive years with effect from June 16, 2020 till June 15, 2023.

In furtherance to our letter no. SEIL/Sec./SE/20-21/01 dated April 29, 2020, we wish to inform you that the appointment of Mr. Mayank Holani as Chief Financial Officer of the Company has become effective from September 9, 2020 in place of Mr. Arnab Roy who ceased to be the Chief Financial Officer of the Company effective from close of business hours on September 8, 2020.

Brief profiles of M/s. S N Dhawan & Co. LLP, Chartered Accountants, Ms. Namrata Kaul, Mr. Arnab Roy and Mr. Mayank Holani, in **Annexure V**.

The meeting commenced at 3.30 p.m. and concluded at 5.12 p.m.

The voting results along with the Scrutinizer's Report(s) will be available at the website of the Company at www.schneider-infra.in.

We request you to kindly take the above information on record.

Thanking you.

Yours Sincerely,

For **Schneider Electric Infrastructure Limited**

(Bhumika Sood)
Company Secretary and Compliance Officer

Encl: As above

Annexure V

Brief Profile of M/s. S N Dhawan & Co. LLP, Chartered Accountants

Established in 1940, S.N. Dhawan & Co LLP is one of the largest Chartered Accountant firms in India having in-depth experience in sectors including Manufacturing, Education, Retail, FMCG, Construction Infrastructure, IT and ITES etc. S.N. Dhawan & Co LLP is a member firm of Mazars & delivers assurance services in India.

Mazars is an internationally integrated partnership, specializing in audit, tax and advisory services. Operating in 91 countries and territories around the world, they draw on the expertise of more than 40,000 professionals.

Brief Profile of Ms. Namrata Kaul

Ms. Namrata Kaul, aged about 55 years, residing at Delhi, is a Bachelor of Commerce degree from Lady Shri Ram College, Delhi University. She is also a Management Postgraduate from IIM Ahmedabad and has completed Chevening scholarship on leadership from the London School of Economics.

Ms. Kaul is having over 30 years of experience in banking and finance, spanning across corporate & investment banking functions, global markets and treasury operations. She has worked with Deutsche Bank and ANZ Grindlays Bank in various roles and capacities across Treasury, Corporate Banking, Debt Capital Markets, and Corporate Finance in India and UK. Her last role was as Managing Director and Corporate Bank Head for Deutsche Bank in India. While in Deutsche Bank U.K., she led the banks effort to grow its business footprint across Asia and strengthen its positioning as an Asian bank with European Corporate and Institutional clients. She also served as the Head of Multinational Banking at Deutsche Bank India and the Head of Treasury Services at ANZ Grindlays Bank.

Ms. Kaul has been a Director on the Board of Deutsche Bank India and was also a founding member of the Deutsche Bank Diversity Council in India.

Currently, Ms. Kaul is a Board Member at Care India, an NGO engaged in the empowerment of women from poor and marginalized communities in India. She is also a Vice Chair and Director on the Supervisory Board of Care International, a major international humanitarian organization engaged in long term international development projects to fight global poverty. She chairs the Care India Finance & Audit Committee and also serves on the Audit Committee of the Care International Supervisory Board.

She is currently an independent director on the Boards of Vivriti Capital, Vivriti Asset Management and Bhopal Smart City Corporation.

She is not debarred from holding the office of director by virtue of any SEBI order or any other such authority and also not related inter-se with any other Director of the Company.

Brief Profile of Mr. Arnab Roy, Whole-Time Director of the Company

Mr. Arnab Roy, aged about 46 years, holds aggregate professional experience of 23 years primarily with US, British and French MNC's handling Finance, Accounts, Tax, Operations, Supply Chain, HR, IT, Admin & Regulatory Issues.

Mr. Roy is an Economics Graduate and a Professional Accountant by qualification. He has also done an Executive MBA from IIM-Bangalore. He is also a certified Black Belt in Six Sigma from GE.

Mr. Roy has worked as CFO & Head of Operations for last 14 years with U.S. and European MNC's & member of country and APAC leadership team. He has done 5 P&L CFO roles over this period with organizations like Schneider, GE, Tyco Healthcare, G4S and Herbalife. He was CFO – South Asia of G4S Plc, a UK based company and Finance Transformation Director with a global responsibility reporting to the Group CFO for this responsibility. Mr. Roy, prior to the CFO role he worked as Controller for 4 years with US MNC handling entire Finance & Accounts.

In his previous experiences, he has worked with GE as Supply Chain CFO covering the manufacturing and sourcing portfolio of GE for all business with a P&L span of 2.2 Bn USD; with Tyco Healthcare as CFO and Director Operations with a South Asia responsibility; with Herbalife and Timken, a Tata Group Company.

Mr. Roy has also held Board positions in Tyco Healthcare and G4S India.

Mr. Roy is associated with the Company since March 2017 as the Chief Financial Officer and has been in constant touch with the Board members in this role.

He is not debarred from holding the office of director by virtue of any SEBI order or any other such authority and also not related inter-se with any other Director of the Company.

Brief Profile of Mr. Mayank Holani, Chief Financial Officer of the Company

Mr. Mayank Holani is the Finance Head of the Field Services business of Schneider Electric in India. He has been associated with the group for more than 8 years. The Field Services business has a significant engagement with the Company and equally has a strong engagement with the Secure Power business.

Mr. Holani holds 18 years of professional experience in finance, accounts and taxation with diverse Indian groups and MNCs in sectors like Oil & Gas, Electrical, Fertilizers & Chemicals and manufacturing. He has strong expertise in finance & business controlling, financial planning & analysis, profit maximization / cost control initiatives, budgetary controls, joint venture management and operations improvement.

Mr. Holani is a B.Com. & M. Com from Jiwaji University, Gwalior and is a fellow member of the Institute of Chartered Accountants of India. He has done Diploma in Information Systems Audit (DISA) from ICAI and Diploma in IFRS (DiplIFR) from ACCA, UK.

Before joining Schneider Electric in 2011, Mr. Holani was associated with Cairn Energy India Pty Limited, Gurgaon as Manager – Management Accounting, handled Financial Accounting and Reporting in Chambal Fertilisers & Chemicals Ltd., New Delhi and looked after internal audit functions in J.K. Tyre & Industries Ltd., New Delhi.