

Subject: Intimation of Proceedings of the 61st Annual General Meeting of the Members of Cummins India Limited ('Company').

(This letter is digitally signed)



**SUMMARY OF PROCEEDINGS OF THE 61ST ANNUAL GENERAL MEETING
OF CUMMINS INDIA LIMITED HELD ON WEDNESDAY, THE 10TH DAY OF
AUGUST 2022, AT 12.00 NOON IST THROUGH VIDEO CONFERENCE (“VC”)
/ OTHER AUDIO-VISUAL MEANS (“OAVM”) FACILITY**

The 61st Annual General Meeting (AGM) of the Members of Cummins India Limited (“the Company”) was held on Wednesday, August 10, 2022 at 12 Noon (IST) through Video Conference (“VC”) / Other Audio-Visual Means (“OAVM”) facility, in compliance with Circular dated May 05, 2022, January 13, 2021, December 14, 2021, April 08, 2020, April 13, 2020 and May 05, 2020 issued by Ministry of Corporate Affairs (“MCA”), Circular dated May 13, 2022 issued by the Securities Exchange Board of India (“SEBI”), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and relevant provisions of the Companies Act, 2013. The AGM of the Company was held through VC / OAVM facility, without the physical presence of Members at a common venue. The deemed venue for the 61st AGM was the Registered Office of the Company.

Mr. Steven Chapman, Chairman of the Company (DIN: 00496000), joined from Beijing, China, chaired the meeting.

The Chairman declared that as confirmed by Company Secretary, the requisite quorum was present through video conference to conduct the Meeting and Members' participation through video conference was being reckoned for the purpose of quorum as per the circulars issued by Ministry of Corporate Affairs and Section 103 of the Companies Act, 2013. Representations under Section 113 of the Companies Act, 2013 had also been received by the Company, including from the Holding Company.

The Chairman commenced the proceedings of the Meeting and introduced the Board of Directors to the Members:

1. Mr. Ashwath Ram, Managing Director (DIN: 00149501) – joined through VC from Cummins India Office Campus, Pune.
2. Mr. Nasser Munjee, Independent Director and Chairperson Audit Committee (DIN: 00010180) – joined through VC from Cummins India Office Campus, Pune.
3. Mr. P. S. Dasgupta, Independent Director and Chairperson of Stakeholders Relationship Committee and Corporate Social Responsibility Committee (DIN: 00012552) – joined through VC from Dubai.



4. Mr. Rajeev Bakshi, Independent Director and Chairperson of Risk Management Committee (DIN: 00044621) – joined through VC from Cummins India Office Campus, Pune.
5. Ms. Rama Bijapurkar, Independent Director and Chairperson of Nomination and Remuneration Committee (DIN: 00001835) – joined through VC from Cummins India Office Campus, Pune.
6. Mr. Donald Jackson, Non-Executive Director (DIN: 08261104) – joined through VC from Columbus, Indiana, USA.
7. Mr. Norbert Nusterer, Non-Executive Director (DIN: 07640359) – joined from through VC from Cummins India Office Campus, Pune.

The Chairman confirmed the following Key Managerial Personnel(s) were present at the Meeting from Cummins India office Campus Pune :

1. Mr. Ajay Patil, Chief Financial Officer of the Company; and
2. Ms. Vinaya Joshi, Company Secretary and Compliance Officer of the Company.

Mr. Jeetendra Mirchandani and Mr. Pravin Rajani, authorised representatives of the Statutory Auditors, M/s. Price Waterhouse & Co Chartered Accountants LLP, Mr. Pramod Shah, Secretarial Auditor, Mr. C.S. Adawadkar, Cost Auditor and Mr. Sanjay Deodhar, Internal Auditor of the Company had also joined the Meeting.

Ms. Vinaya Joshi, Company Secretary and Compliance Officer of the Company, welcomed the Members. The Company Secretary informed the Members that as the Meeting was being held through video conferencing, the provisions for the appointment of proxies by the Members were not applicable and Statutory registers as required under the relevant provisions along with required documents in reference to items in the Notice of the meeting were made available electronically for inspection by the Members during the AGM.

Ms. Joshi informed that the Company had provided remote e-voting facility to Members to cast their votes electronically, on all resolutions mentioned in the notice. Further, the e-voting facility was made available to Members to cast their votes who had not cast their vote electronically and were participating in the meeting, at anytime during the AGM.

Mr. Ashwath Ram, Managing Director, made a presentation on the performance of the Company during the financial year under review that also included brief history of Cummins India Limited of 60 years legacy in India. Further, he informed the Members about the recently introduced Retrofit Emission Control Device for Cummins Gensets



in collaboration with partner(s), which is highly efficient in improving air quality and capturing particulate matter from the air with around 70% efficiency.

Thereafter, the Chairman also took notice of the AGM and the explanatory statement thereof, as circulated earlier to all the Members of the Company, as read.

He also informed the Members that there were no qualifications in the Statutory Auditor's Report and Secretarial Audit Report and the Reports were considered as read.

The Chairman further informed the Members that the Company had provided remote e-voting facility to cast vote electronically on all resolutions mentioned in the AGM Notice in accordance with the Companies Act, 2013. The remote e-Voting facility was kept open for a period of 3 days from Sunday, August 07, 2022 (9.00 a.m. IST) and ending on Tuesday, August 09, 2022 (5.00 p.m. IST). It was further informed that there would be no voting by show of hands.

The following items of business, as per the Notice of AGM dated July 16, 2022, were transacted at the Meeting:

| Sr. No. | Resolutions | Type of Resolution |
|--------------------------|--|--------------------|
| Ordinary Business | | |
| 1. | To receive, consider and adopt the audited standalone financial statements of the Company for the Financial Year ended March 31, 2022, the reports of the Board of Directors and Auditors thereon. | Ordinary |
| 2. | To receive, consider and adopt the audited consolidated financial statements of the Company for the Financial Year ended March 31, 2022 and the report of the Auditors thereon. | Ordinary |
| 3. | To declare final dividend on equity shares for the Financial Year ended March 31, 2022 and to confirm the payment of interim dividend for the Financial Year 2021-22. | Ordinary |
| 4. | To appoint a Director in place of Mr. Norbert Nusterer (DIN: 07640359), who retires by rotation and being eligible, offers himself for re-appointment. | Ordinary |
| Special Business | | |
| 5. | To approve re-appointment of Mr. Ashwath Ram as the Managing Director of the Company | Ordinary |

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| 6. | To ratify remuneration payable to the Cost Auditor, M/s. C S Adawadkar & Co., for the Financial Year 2022-23 | Ordinary |
| 7. | To approve material related party transaction(s) with Cummins Limited, UK | Ordinary |
| 8. | To approve material related party transaction(s) with Tata Cummins Private Limited | Ordinary |
| 9. | To approve material related party transaction(s) with Cummins Technologies India Private Limited | Ordinary |
| 10. | To approve material related party transaction(s) with Cummins Inc., USA | Ordinary |

The Chairman informed that the Board of Directors had appointed Mr. Pramodkumar Ladda (Membership No. FCS 7326 CP No. 8006) Partner of M/s Ladda Bhutada & Associates, Company Secretaries, Pune, as the Scrutinizer to supervise the e-voting process and scrutinize the votes cast through remote e-voting and e-voting facility provided at the Meeting.

The Chairman then opened the floor for questions from registered speakers. After the Questions' session, Mr. Ashwath Ram, Managing Director answered the questions raised by the Members during the Meeting.

Further, the Chairman authorized Ms. Vinaya Joshi, Company Secretary and Compliance Officer of the Company, to declare the results of e-voting and upload the results on the Company's website along with the consolidated report of the Scrutinizer within the prescribed time limit.

The Chairman thanked the Members for attending the Meeting and showing their interest in the Company. The Chairman announced that 15 dedicated minutes were provided for Members to vote who have not casted their vote through remote e-voting. Thereafter, the Meeting concluded at 1.20 .M. IST after the conclusion of 15 minutes provided for the aforesaid e-voting at the Meeting.

For Cummins India Limited,

Vinaya Joshi
Company Secretary and Compliance Officer
ICSI Membership No. A25096

(This intimation is digitally signed)

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