

NOTICE OF THE MEETING

To the Members of Eaton Fluid Power Limited

Notice is hereby given that the Fifty-sixth Annual General Meeting of Eaton Fluid Power Limited (CIN: U29120PN1965PLC015850) will be held on Wednesday, November 24, 2021 at 11.00 a.m. IST through Video Conferencing ('VC') / Other Audio-Visual Means ('OAVM') to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2021 together with the Auditor's Report and Board's Report thereon.

SPECIAL BUSINESS:

2. **To ratify the remuneration of M/s. C.S. Adawadkar & Co., Cost Accountants, Pune as Cost Auditors for the financial year ending March 31, 2022:**

In this matter, to consider and, if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**;

"RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force), as amended from time to time, the Company hereby ratifies the remuneration of Rs. 3,00,000/- (Rupees Three Lakhs Only) exclusive of out of pocket expenses and applicable taxes payable to M/s. C.S. Adawadkar & Co., Cost Accountants, Pune who is appointed by the Board of Directors as Cost Auditors of the Company to conduct cost audit relating to cost records of the Company under the Companies (Cost Records and Audit) Rules, 2014 for the financial year ending March 31, 2022.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) be and is hereby authorized to take all such steps as may be necessary, proper and expedient to give effect to this resolution.

RESOLVED FURTHER THAT any of the Directors of the Company or Company Secretary be and is hereby severally authorized to take all the steps to give effect to this resolution and to complete the required statutory formalities in this regard."

3. **Appointment of Mr. RAVICHANDRAN PURUSHOTHAMAN (DIN: 06584433) as a Director**

In this matter, to consider and, if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**;

RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') and the Companies

(Appointment and Qualifications of Directors) Rules, 2014, as amended from time to time, Mr. Ravichandran Purushothaman (DIN: 06584433), who was appointed as an Additional Director by the Board on 2nd August 2021 and who holds office upto the date of this Annual General Meeting in terms of Section 161 of the Act, and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Act, signifying its intention to propose Mr. Ravichandran Purushothaman as a candidate for the office of Director of the Company, be and is hereby appointed as a Director of the Company.

RESOLVED FURTHER THAT any Director or the Company Secretary of the Company, be and is hereby severally authorized to file necessary returns/forms to the Registrar of Companies and to do all such acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to the aforesaid resolution."

4. Appointment of Mr. TORBEN JESSEN CHRISTENSEN (DIN: 08005313) as a Director

In this matter, to consider and, if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**;

RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') and the Companies (Appointment and Qualifications of Directors) Rules, 2014, as amended from time to time, Mr. Torben Jessen Christensen (DIN: 08005313), who was appointed as an Additional Director by the Board on 2nd August 2021 and who holds office upto the date of this Annual General Meeting in terms of Section 161 of the Act, and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Act, signifying its intention to propose Mr. Torben Jessen Christensen as a candidate for the office of Director of the Company, be and is hereby appointed as a Director of the Company.

RESOLVED FURTHER THAT any Director or the Company Secretary of the Company, be and is hereby severally authorized to file necessary returns/forms to the Registrar of Companies and to do all such acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to the aforesaid resolution."

5. Appointment of Mr. ANDERS STAHLSCHMIDT (DIN: 08005318) as a Director

In this matter, to consider and, if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**;

RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') and the Companies (Appointment and Qualifications of Directors) Rules, 2014, as amended from time to time, Mr. Anders Stahlschmidt (DIN: 08005318), who was appointed as an Additional Director by the Board on 2nd August 2021 and who holds office upto the date of this Annual General Meeting in terms of Section 161 of the Act, and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Act, signifying its intention to propose Mr. Anders Stahlschmidt as a candidate for the office of Director of the Company, be and is hereby appointed as a Director of the Company.

RESOLVED FURTHER THAT any Director or the Company Secretary of the Company, be and is hereby severally authorized to file necessary returns/forms to the Registrar of Companies and to do all such acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to the aforesaid resolution."

6. Appointment of Mr. GUTTAHALLI PRASANNAKUMAR (DIN: 08873121) as a Director

In this matter, to consider and, if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**;

RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') and the Companies (Appointment and Qualifications of Directors) Rules, 2014, as amended from time to time, Mr. Guttahalli Prasannakumar (DIN: 08873121), who was appointed as an Additional Director by the Board on 3rd August 2021 and who holds office upto the date of this Annual General Meeting in terms of Section 161 of the Act, and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Act, signifying its intention to propose Mr. Guttahalli Prasannakumar as a candidate for the office of Director of the Company, be and is hereby appointed as a Director of the Company.

RESOLVED FURTHER THAT any Director or the Company Secretary of the Company, be and is hereby severally authorized to file necessary returns/forms to the Registrar of Companies and to do all such acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to the aforesaid resolution."

NOTES:

1. In view of the outbreak of the COVID-19 pandemic, the Ministry of Corporate Affairs ("MCA") has, vide its General Circular No. 14/2020 dated 8th April, 2020, General Circular No.17/2020 dated 13th April, 2020, General Circular No. 20/2020 dated 5th May, 2020, and General Circular No.02/2021 dated 13th January, 2021 (collectively referred to as "MCA Circulars"), permitted the holding of the Annual General Meeting ("AGM") through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM"), without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 ("the Act"), and MCA Circulars, the 56th (Fifty Sixth) AGM of the Company is being held through VC / OAVM.
2. The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 ("the Act"), setting out the material facts relating to special businesses to be transacted at the 56th Annual General Meeting ("AGM"), as set out in this Notice is annexed hereto.
3. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013. Members can attend and participate in the AGM through VC/OACM only.
4. Members are requested to note that the Company's equity shares are under compulsory demat trading for all investors, subject to the provisions of the

Companies (Prospectus and Allotment of Securities) Third Amendment Rules, 2018 dated 10.09.2018. Members are, therefore, requested to dematerialise their shareholding to avoid inconvenience.

5. Members holding shares in dematerialized mode are requested to intimate all changes pertaining to their bank details, ECS mandates, email addresses, nominations, power of attorney, change of address/name etc. to their Depository Participant (DP) only and not to the Company or its Registrar and Transfer Agent. Any such changes effected by the DPs will automatically reflect in the Company's subsequent records.
6. Members of the Company holding shares either in physical form or in electronic form as on the cut-off date of Wednesday, November 17, 2021 may cast their vote by remote e-Voting. The remote e-Voting period commences on Sunday, November 21, 2021 at 9.00 a.m. (IST) and ends on Tuesday, November 23, 2021 at 5.00 p.m. (IST). The remote e-Voting module shall be disabled by Link Intime India Private Limited for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently. The voting rights of the Members (for voting through remote e-Voting before/ during the AGM) shall be in proportion to their share of the paid-up equity share capital of the Company as on the cut-off date of Wednesday, November 17, 2021.
7. CS Nital Tadphale, Practicing Company Secretary (ACS:19602, CP:20795) has been appointed as the Scrutinizer to scrutinize the remote e-voting process as well as the e-voting process at the AGM in a fair and transparent manner.
8. The Scrutinizer shall make, not later than 48 hours of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a Director authorized by him in writing, who shall countersign the same. The Chairman or the authorized Director shall declare the result of the voting forthwith.
9. The results declared along with the Scrutinizer's Report shall be uploaded on the Company's website <https://www.danfoss.com/en/about-danfoss/company/financial-information/> after the same is declared by the Chairman/authorized person.
10. In case of joint holders, the Members whose name appear first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.
11. Pursuant to the provisions of the Companies Act, 2013, a Member entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the Annual General Meeting and hence the Proxy Form, Map for address and Attendance Slip are not annexed to the Notice.
12. Institutional/Corporate Shareholders (i.e. other than individuals/HUF, NRI, etc) are required to send a scanned copy (PDF/JPEG Format) of its Board Resolution or

governing body Resolution/Authorisation etc., authorising its representative to attend the Annual General Meeting through VC/OAVM on its behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer by email through their registered email address to csnitaltadphale@gmail.com with copies marked to the Company at ganapathy@danfoss.com and to its RTA at instameet@linkintime.co.in

13. The Notice of the Annual General Meeting along with the Annual Report for the financial year 2020-21 is being sent only by electronic mode to those Members whose email addresses are registered with the Company/Depositories in accordance with the aforesaid MCA Circulars. Members may note that the Notice of Annual General Meeting and Annual Report for the financial year 2020-21 will also be available on the Company's website <https://www.danfoss.com/en/about-danfoss/company/financial-information/>. Members can attend and participate in the Annual General Meeting through VC/OAVM facility only.

14. Registration of email ID and Bank Account details:

In case the shareholder's email ID is already registered with the Company/its Registrar & Share Transfer Agent "RTA"/Depositories, log in details for e-voting are being sent on the registered email address.

In case the shareholder has not registered his/her/their email address with the Company/its RTA/Depositories and or not updated the Bank Account mandate for receipt of dividend, the following instructions to be followed:

(i) Kindly log in to the website of our RTA, Link Intime India Private Ltd., www.linkintime.co.in under Investor Services > Email/Bank detail Registration - fill in the details and upload the required documents and submit. **OR**

(ii) In the case of Shares held in Demat mode:

The shareholder may please contact the Depository Participant ("DP") and register the email address and bank account details in the demat account as per the process followed and advised by the DP.

15. Instructions for e-voting and joining the Annual General Meeting are as follows:

Process and manner for attending the Annual General Meeting through InstaMeet:

Shareholders/Members are entitled to attend the Annual General Meeting through VC/OAVM provided by Link Intime by following the below mentioned process. Facility for joining the Annual General Meeting through VC/OAVM shall open 15 minutes before the time scheduled for the Annual General Meeting and will be available to the Members on first come first serve basis.

Shareholders/Members are requested to participate on first come first serve basis as participation through VC/OAVM is limited and will be closed on expiry of 15 minutes from the scheduled time of the Annual General Meeting. Shareholders/Members with >2% shareholding, Promoters, Institutional Investors, Directors, KMPs, Chair Persons of Audit Committee, Nomination and Remuneration Committee, Stakeholders

Relationship Committee and Auditors etc. may be allowed to the meeting without restrictions of first-come-first serve basis. Members can log in and join 15 minutes prior to the schedule time of the meeting and window for joining shall be kept open till the expiry of 15 minutes after the schedule time.

Shareholders/Members will be provided with InstaMeet facility wherein Shareholders/Member shall register their details and attend the Annual General Meeting as under:

1. Open the internet browser and launch the URL:
<https://instameet.linkintime.co.in>
2. Select the "**Company**" and '**Event Date**' and register with your following details:-
 - a. **Demat Account No. or Folio No:** Enter your 16 digit Demat Account No. or Folio No
 - Shareholders/ members holding shares in **CDSL demat account shall provide 16 Digit Beneficiary ID**
 - Shareholders/ members holding shares in **NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID**
 - Shareholders/ members holding shares in **physical form shall provide Folio Number** registered with the Company
 - b. **PAN:** Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.
 - c. **Mobile No.:** Enter your mobile number.
 - d. **Email ID:** Enter your email id, as recorded with your DP/Company.
3. Click "Go to Meeting" (You are now registered for InstaMeet and your attendance is marked for the meeting).

Note:

Shareholders/Members are encouraged to join the Meeting through Tablets/Laptops connected through broadband for better experience.

Shareholders/Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that Shareholders/Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

Instructions for Shareholders/ Members to Speak during the Annual General Meeting through InstaMeet:

Shareholders who would like to speak during the meeting must register their request 3 days in advance with the company mentioning their name, demat account number/folio number, email id, mobile number at ganapathy@danfoss.com. Shareholders will get confirmation on first cum first basis depending upon the provision made by the client.

Shareholders will receive "speaking serial number" once they mark attendance for the meeting. Other shareholder may ask questions to the panellist, via active chat-board during the meeting.

Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device. Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.

Instructions for Shareholders/ Members to Vote during the Annual General Meeting through InstaMeet:

Once the electronic voting is activated by the scrutinizer/ moderator during the meeting, shareholders/ members who have not exercised their vote through the remote e-voting can cast the vote as under:

1. On the Shareholders VC page, click on the link for e-Voting "Cast your vote"
2. Enter your 16 digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMEET and click on 'Submit'.
3. After successful login, you will see "Resolution Description" and against the same the option "Favour/ Against" for voting.
4. Cast your vote by selecting appropriate option i.e. "Favour/Against" as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'.
5. After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on "Save". A confirmation box will be displayed. If you wish to confirm your vote, click on "Confirm", else to change your vote, click on "Back" and accordingly modify your vote.
6. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note: Shareholders/ Members, who will be present in the Annual General Meeting through InstaMeet facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting facility during the meeting.

Shareholders/ Members who have voted through Remote e-Voting prior to the Annual General Meeting will be eligible to attend/ participate in the Annual General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

In case shareholders/ members have any queries regarding login/ e-voting, they may send an email to instameet@linkintime.co.in or contact on: - Tel: 022-49186175

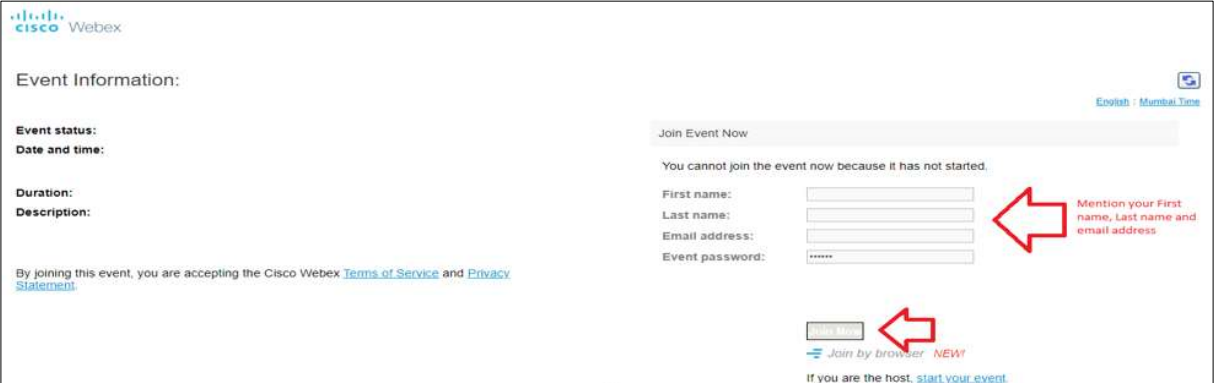
InstaMeet Support Desk

Link Intime India Private Limited

Guidelines to attend the AGM proceedings of Link Intime India Pvt. Ltd.: InstaMEET

For a smooth experience of viewing the AGM proceedings of Link Intime India Pvt. Ltd. InstaMEET, shareholders/ members who are registered as speakers for the event are requested to download and install the Webex application in advance by following the instructions as under:

Please download and install the Webex application by clicking on the link <https://www.webex.com/downloads.html/>



The screenshot shows the Cisco Webex event registration interface. On the left, under 'Event Information:', there are fields for 'Event status:', 'Date and time:', 'Duration:', and 'Description:'. Below these is a link to 'Terms of Service and Privacy Statement'. On the right, there is a 'Join Event Now' button. Below it, a message states 'You cannot join the event now because it has not started.' followed by input fields for 'First name:', 'Last name:', 'Email address:', and 'Event password:'. A red arrow points to the 'First name' field with the text 'Mention your First name, Last name and email address'. Another red arrow points to the 'Join by browser' button, which is labeled 'NEW!'. At the bottom, there is a link for hosts to 'start your event'.

Event Information:

Event status:
Date and time:
Duration:
Description:

By joining this event, you are accepting the Cisco Webex [Terms of Service](#) and [Privacy Statement](#).

Join Event Now

You cannot join the event now because it has not started.

First name:
Last name:
Email address:
Event password:

Join by browser **NEW!**

If you are the host, [start your event](#)

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013:

The Explanatory Statement in terms of the provisions of Section 102(1) of the Act, sets out all material facts relating to the Special Business mentioned in the accompanying Notice for convening the 56th (Fifty Sixth) Annual General Meeting ("AGM") of Eaton Fluid Power Limited on Wednesday, November 24, 2021 at 11.00 a.m. (IST):

Item 2:

The Board of Directors of the Company, at its meeting held on May 17, 2021, based on recommendations of the Audit Committee, has appointed M/s. C.S. Adawadkar & Co, Cost Accountants, Pune (Firm Registration Number: 100401), as the "Cost Auditors" of the Company for the Financial Year 2021-22, pursuant to Section 148 and other applicable provisions of the Act, the Companies (Audit and Auditors) Rules, 2014 and the Companies (Cost Records and Audit) Rules, 2014. Pursuant to Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the remuneration of Rs. 3,00,000/- (Rupees Three Lakhs Only), exclusive of out of pocket expenses and applicable taxes payable if any, payable to the Cost Auditors, as recommended by the Audit Committee and approved by the Board of Directors, shall require subsequent ratification by the Shareholders.

Based on the certification received from the Cost Auditors, it may be noted that:-

- i. the Cost Auditors do not suffer from any disqualifications as specified under Section 141(3) of the Act;
- ii. their appointment is in accordance with the limits specified in Section 141(3)(g) of the Act;
- iii. none of their Partners is in the whole-time employment of any Company; and
- iv. they are an independent firm of Cost Accountants holding valid certificate of practice and are at arm's length relationship with the Company, pursuant to Section 144 of the Act.

None of the Directors / Key Managerial Personnel of the Company / their relatives is, in any way, concerned or interested, financially or otherwise, in the proposed Resolution.

The Board recommends the Ordinary Resolution set forth in Item No. 2 for approval of the Shareholders.

Item 3:

The Board of Directors, at its Meeting held on August 2, 2021, have appointed Mr. Ravichandran Purushothaman (DIN: 06584433), as an Additional Director on the Board of the Company who holds office till conclusion of this Annual General Meeting.

Accordingly, in terms of the requirements of the provisions of Companies Act, 2013 approval of the members of the Company is required for regularization of Mr. Ravichandran Purushothaman as Director of the Company.

Brief profile of Mr. Ravichandran Purushothaman is given below for reference of the member:

Mr. Ravichandran Purushothaman is the President (since 2013) of Danfoss Industries Private Limited, a 100% subsidiary of leading Danish MNC, Danfoss A/S, headquartered in Denmark & present in over 100+ countries across the globe. Prior to this role, Mr. Ravichandran Purushothaman was heading Danfoss Drives business in Asia Pacific. He has been active in Energy, Water, Food & Agri, Technology space supporting and mentoring several early-stage start-ups in India in various roles.

Mr. Ravichandran works extensively in the areas of cooling, Energy efficiency, decarbonization & food loss; contributing to the field through several thought leadership initiatives. He is an active member of various Industry bodies. He currently chairs CII Food & Agriculture Centre of Excellence Task Force on Cold Chain & Supply chain logistics and CII Green Building Energy efficiency council.

None of the Directors and Key Managerial Personnel of the Company and their relatives except Mr. Ravichandran Purushothaman is concerned or interested, financial or otherwise, in the resolution.

The Board of Directors recommends the Ordinary Resolution as set out in Item No. 3 in the Notice for approval of the Shareholders.

Item 4:

The Board of Directors, at its Meeting held on August 2, 2021, have appointed Mr. Torben Jessen Christensen (DIN: 08005313), as an Additional Director on the Board of the Company who holds office till conclusion of this Annual General Meeting.

Accordingly, in terms of the requirements of the provisions of Companies Act, 2013 approval of the members of the Company is required for regularization of Mr. Torben Jessen Christensen as Director of the Company.

Brief profile of Mr. Torben Jessen Christensen is given below for reference of the member:

Mr. Torben Jessen Christensen is the Senior Vice President of Global Services, Danfoss A/S, a leading Danish MNC, headquartered in Denmark. Mr. Torben completed Financial Counselling I and II from the Danish Banking Academy. He also completed Graduated Diploma of Business Education in Accounting and Finance. Mr. Torben is placed as Member in several Boards of legal entities in Danfoss Group.

None of the Directors and Key Managerial Personnel of the Company and their relatives except Mr. Torben Jessen Christensen is concerned or interested, financial or otherwise, in the resolution.

The Board of Directors recommends the Ordinary Resolution as set out in Item No. 4 in the Notice for approval of the Shareholders

Item 5:

The Board of Directors, at its Meeting held on August 2, 2021, have appointed Mr. Anders Stahlschmidt (DIN: 08005318), as an Additional Director on the Board of the Company who holds office till conclusion of this Annual General Meeting.

Accordingly, in terms of the requirements of the provisions of Companies Act, 2013 approval of the members of the Company is required for regularization of Mr. Anders Stahlschmidt as Director of the Company.

Brief profile of Mr. Anders Stahlschmidt is given below for reference of the member:

Mr. Anders Stahlschmidt is the General Counsel and Senior Vice President in Danfoss A/S, a leading Danish MNC, headquartered in Denmark. Mr. Anders has completed his Masters in Law from the Copenhagen University in the year 1993. Previously, Mr. Anders has worked as Associate Lawyer in Drachmann/Brorsen & Fogtdal Law Firm and as Lawyer in Bech-Bruun Law Firm.

Mr. Anders has been the Corporate counsel for Danfoss A/S and Group since 2004 and handles legal matters, risk management, compliance and ethics. Mr. Anders is placed as Member in several Boards of legal entities in Danfoss Group. He is also the Chairman of the Board of Gludan A/S, Secretary to the Board of Directors of Danfoss A/S and the Bitten and Mads Clausen Foundation.

None of the Directors and Key Managerial Personnel of the Company and their relatives except Mr. Anders Stahlschmidt is concerned or interested, financial or otherwise, in the resolution.

The Board of Directors recommends the Ordinary Resolution as set out in Item No. 5 in the Notice for approval of the Shareholders.

Item 6:

The Board of Directors, at its Meeting held on August 3, 2021, have appointed Mr. Guttahalli Prasannakumar (DIN: 08873121), as an Additional Director on the Board of the Company who holds office till conclusion of this Annual General Meeting.

Accordingly, in terms of the requirements of the provisions of Companies Act, 2013 approval of the members of the Company is required for regularization of Mr. Guttahalli Prasannakumar as Director of the Company.

Brief profile of Mr. Guttahalli Prasannakumar is given below for reference of the member:

Mr. Prasannakumar has been with Eaton for more than 10 years and has held leadership roles in Corporate and Hydraulics business. Prasanna has over two decades of diversified Industry & Consulting experience. Mr. Prasanna Kumar was Whole Time Director & Campus Manager for Legacy Eaton Hydraulics Business. In his previous role, Mr. Prasanna was sub-regional Continuous Improvement Head for India and South East Asia within Eaton. He was responsible for driving Continuous Improvement & Eaton Business System.

Prasanna has Bachelor's Degree in Mechanical Engineering and Masters in Manufacturing Management from BITS Pilani.

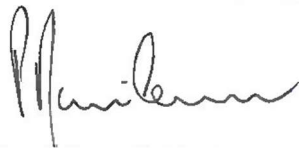
Prior to joining Eaton, Mr. Prasanna worked in various leadership and strategic roles in Operations, Consulting roles at Yuken, ABB, Bourton Group, Blackstone Gokaldas Exports.

None of the Directors and Key Managerial Personnel of the Company and their relatives except Mr. Guttahalli Prasannakumar is concerned or interested, financial or otherwise, in the resolution.

The Board of Directors recommends the Ordinary Resolution as set out in Item No. 6 in the Notice for approval of the Shareholders.

By Order of the Board of Directors

For Eaton Fluid Power Limited

A handwritten signature in black ink, appearing to read 'Ravichandran', written over a light blue horizontal line.

Ravichandran Purushothaman

Director

DIN: 06584433

Place: Chennai

Date: 18th October 2021