

MORGAN VENTURES LIMITED

(CIN: L70109DL1986PLC025841)

Registered Office: 37, Ring Road, Lajpat Nagar-IV, New Delhi-110024

Phone: 011-26432601/02/03, website: www.morganventures.in

DATE: 13.09.2019

To,

Corporate Relationship Department,
BSE Limited,
Listing Department,

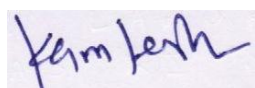
Phiroze Jeejeebhoy Towers,
Dalal Street Fort, Mumbai 400001

Sub: Annual Report under Regulation 34(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended

Dear Sir,

This is to inform you that the Annual General Meeting of the Company is to be held on 28th September, 2019, in this regards we are submitting the Annual Report of the Company for the year ended 31.03.2019 in terms of Regulation 34(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended.

For Morgan Ventures Limited



Kamlesh
Director
DIN 07529414

Enclosure:

- 1. Annual Report 2018-2019**

By Order of the Board
RAJIB SINGH
 MANAGING DIRECTOR
 DIN: 00176374
 For AUTO FMS (INDIA) LTD

Date: 3rd September, 2019
 Place: New Delhi

Pursuant to Section 91 of the Companies Act, 2013 and Regulation 42 of the SEBI (Listing Obligations and Disclosures Requirements), 2015, that the Register of Members and Share Transfer Books of the Company will remain closed from 20th September, 2019 to 26th September, 2019 (both days inclusive) for the purpose of the AGM of the Company.

Place: New Delhi
 Date: 3rd September, 2019

For the purpose of the AGM of the Company, the e-voting module shall be disabled by NSDL for voting thereafter.

Mr. Parveen Hasraj, Freeland Company Secretary has been appointed as Scrutinizer for the purpose of the AGM of the Company. The e-voting module shall be disabled by NSDL for voting thereafter.

AGM of the Company year ended 2019

12 जनसत्ता, 4 सितंबर, 2019

हैदराबाद, 3 सितंबर (भाषा)। विभिन्न बैंकों की अधिकारी संघों की

such rate as may be specified by SEBI. The Acquirer will have the option to make payment of the consideration statutory approvals are required in order to complete this Open Offer SEBI/HO/CFD/DCR1/OW/P/2019/21942/I dated August 26, 2019 has a Period not later than 12 (twelve) Working Days from the date of receipt of the SEBI Extension Letter, the Manager to the Offer has on August 27, 2019 receipt of the SEBI Extension Letter. Further, as required by the SEBI together with interest computed at the rate of 10 percent per annum (being the date for completion of payment of consideration calculated from the date of receipt of the SEBI Observation Letter) till October 1 to the Eligible Public Shareholders who successfully tender their Equity Share at 10 percent per annum on the Offer Price over such period is INR 1.99 Equity Share.

2. Details of Firm Financial Arrangements:

- The total consideration for the Offer, assuming full acceptance 99,42,510 (Ninety Nine Lakhs Forty Two Thousand Five Hundred and INR 452.60 (Indian Rupees Four Hundred Fifty Two and Sixty Paise (Indian Rupees Four Hundred and Forty Nine Crore Ninety Nine ("Maximum Consideration").
- The Acquirer has confirmed that it has adequate financial resources. The Acquirer, the Manager and ICICI Bank Limited, a banking company acting through its branch office at Capital Markets Division, 1st Floor, Backbay Reclamation, Churchgate, Mumbai ("Escrow Bank"), on May 29, 2019 for the purpose of the Offer ("Escrow Agreement") in compliance with Regulation 17(1) of the SEBI SAST Regulations named "WCPML-IPAPML-OPEN OFFER ESCROW ACCOUNT" 000405119526. The Acquirer has made a cash deposit of a sum of INR 12,000 Crores Forty Nine Lakhs Ninety Five Thousand ("Cash Escrow") which is an equivalent to 25% (Twenty Five percent) of the Maximum Consideration. The Manager is duly authorised by the Acquirer to realise the Cash Escrow Account in terms of the SEBI SAST Regulations.

3. The Public Shareholders are requested to kindly note the schedule of major activities relating to the Offer:

The revised schedule of activities pertaining to the Offer is set out below:

Name of Activity	Original Date	Revised Date
Date of Public Announcement (PA)	Wednesday	Wednesday
Date of publishing of the DPS in the newspapers	Thursday	Thursday
Last date for filing of the Draft Letter of Offer with SEBI	Thursday	Thursday
Last date for public announcement of the competing offer(s) as per the first detailed public statement*	Thursday	Thursday
Last date for receipt of the SEBI observations on the Draft Letter of Offer (in the event SEBI has not sought clarifications or additional information from the Manager to the Offer)	Thursday	Thursday
Identified Date#	Monday	Monday
Last date by which the Letter of Offer is to be dispatched to the Eligible Public Shareholders, whose name appears on the register of members on the Identified Date	Monday	Monday
Last date for upward revision of the Offer Price and/or Offer Size	Thursday	Thursday

आपार

जैपी समूह की अधूरी परियोजनाओं के लिए

सरकार और भारतीय निगम की ओर से उन्हीं के कदा क्रिया रूप में से सरकार 4,537 करोड़ रूपय बैंक में डालेगा। 4,700 करोड़ रूपय डालेगी। सरकार ने ही सार्वजनिक क्षेत्र

MORGAN VENTURES LIMITED
 CIN: L70109DL1986PLC025841
 Regd. Office: 37, Ring Road, Lajpat Nagar IV, New Delhi 110024
 Phone: 011-26432601/02/03, Email: secretarial@goyalgroup.com
AGM NOTICE

Notice is hereby given that the 32nd Annual General Meeting (AGM) of the Members of the Company will be held on Saturday, the 28th Day of September, 2019 at 10.00 A.M. at 53, Friends Colony (East), New Delhi-110055 India to transact the business, as set out in the AGM Notice dated 14.08.2019. The Notice along with Proxy Form, Attendance Slip and Annual Reports, inter-alia containing Directors' Report, Auditors' Report and Financial Statements has been dispatched to all the Members at their registered address or E-mail and is also available on the website of the Company at www.morganventures.in and the Notice of the AGM is also available on the website of National Securities Depository Limited (NSDL) at www.evoting.nsdl.com.

Pursuant to Section 91 of the Companies Act, 2013 read with Rule 10 of the Companies (Management and Administration) Rules, 2014 and Regulation 42 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, notice is further given that the Register of Members and Share Transfer Books will remain closed from Monday, the 23rd Day of September, 2019 to Saturday, the 28th Day of September, 2019 for the purpose of Annual General Meeting.

In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015,

- The Company is providing remote e-voting facility to its Members to cast their vote by electronic means on the Resolutions set out in Notice in the Annual General Meeting dated 14.08.2019.
- Day, Date and Time of Commencement of e-voting Wednesday, 25.09.2019, 09:00 a.m.
- Day, Date and Time of ending of remote e-voting Friday, 27.09.2019, 05:00 p.m.
- Cut-off Date 21.09.2019.
- Any person who acquires shares of the Company and becomes a member of the Company after dispatch of the AGM Notice and holds shares as on the cut-off date i.e. 21.09.2019 should follow the instructions for e-voting as mentioned in the AGM Notice which is available on the Company's website.

The Members are requested to note that

- Remote e-voting module shall be disabled by NSDL for voting after Friday, 27.09.2019, 05.00 p.m.
 - The facility for voting through ballot shall be made available at the venue of AGM.
 - The members who will be attending the meeting and who have not cast their votes through remote e-voting shall be able to exercise their voting rights through Ballot at the AGM. The members who have already cast their vote through remote e-voting may attend the meeting but shall not be entitled to cast their vote again at the AGM.
 - Member holding share as on 23.09.2019 shall only be entitled to avail the facility of remote e-voting or voting through ballot at the AGM.
4. Member holding share as on 23.09.2019 shall only be entitled to avail the facility of remote e-voting or voting through ballot at the AGM.
- In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and e-voting user manual for Members available at the downloads section of www.evoting.nsdl.com or call on toll free no. 1800-222-990 or email: secretarial@goyalgroup.com
- The results of the e-voting/ voting at AGM ballot shall be declared on or before 28.09.2019. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website and communicated to the Bombay Stock Exchange where the Company's shares are Listed.

By Order of the Board of Directors
 For Morgan Ventures Limited
 Sd/-
 Chairman