

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: 05/08/2023

To,

Corporate relationship department,

Listing Department,

Bombay Stock Exchange,

Phiroze Jeejeebhoy Towers,

Dalal Street Fort, Mumbai 400001

SCRIP CODE: BSE- 526237

“Sub: Proceedings of 36th Annual General Meeting (‘AGM’) OF MORGAN VENTURES LIMITED”

Dear Sir,

We would like to inform you that the 36th Annual General Meeting (AGM) of Members of Morgan Ventures Limited was held on Saturday, the 05th August 2023 at 10.00 A.M. at the office of the Company at 53, Friends Colony (East), New Delhi 110065.

In accordance with the Regulation 30 (6) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the proceedings of 36th Annual General Meeting of the Company is enclosed herewith for your kind information.

Please find the same in order and acknowledge the receipt.

Yours Sincerely

Thanking You,

For Morgan Ventures Limited


Kuldeep Kumar Dhar
Managing Director
DIN 00299386



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BRIEF PROCEEDINGS OF THE 36TH ANNUAL GENERAL MEETING ('AGM') OF MORGAN VENTURES LIMITED was held on Saturday, the 05th August, 2023 at 10.00 A.M..

The 36TH ANNUAL GENERAL MEETING ('AGM') OF MORGAN VENTURES LIMITED was held on Saturday, the 05th August, 2023 at 10.00 A.M. at the office of the Company at 53, Friends Colony (East), New Delhi 110065

Mr. Krishan Kumar Gupta , Chairman of the Board of Directors took the Chair and presided over the Meeting in accordance with provisions Articles of Association of the Company. Total Thirty Seven (37) members were present in the Meeting in person/through proxy. Since the Quorum was present, the Chairman called the Meeting to order.

The quorum was present at the commencement of the Meeting as well as at the time of consideration of each item of business. The Chairman confirmed the compliance with the applicable provisions of the Companies Act, 2013 and rules made there under, Secretarial Standard on General Meetings (SS-2) issued under Section 118(10) of the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, with respect to calling, convening and conducting the Annual General Meeting.

The Chairman informed the members the Company has provided to its members the facility of Remote e-Voting to exercise their right to vote by electronic means in respect of the business to be transacted at the 36th Annual General Meeting.

The Chairman apprised the members about the financial performance of the Company during the financial year 2022-23 and the prevailing business condition of NBFC along with business affairs of the Company.

The Chairman then invited the Members to ask questions, if any, and/ or otherwise offer their views/comments. Some of the queries and/ or comments were made by any Member present at the Meeting. The Chairman properly explained queries raised by the shareholders about the financial performance of the company.

The following items of business, as per the Notice of AGM dated 12th July, 2023 were tabled at the meeting.

SJ.No.	Resolution	Type of Resolution
	Ordinary Business	
1.	To Receive, consider and adopt the Audited Financial Statements of the Company for the	Ordinary

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	Financial Year ended at 31st March 2023 and the Reports of the Board of Directors and Auditors thereon.	
2.	To Appoint a Director in place of Mr. Kuldeep Kumar Dhar (DIN 00299386), who retires by rotation and being eligible, offers herself for reappointment be and is hereby re-appointed as a Director of the Company.	Ordinary
3.	<p>To Appoint M/s. R. Tayal & Associates , Chartered Accountants (ICAI Firm Registration No. 0006969N) Statutory Auditors of the company</p> <p>“RESOLVED THAT pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the Company hereby appoints M/s R. Tayal & Associates, Chartered Accountants (Regn. No. 0006969N), as Statutory Auditors of the Company who shall hold office from the conclusion of this Annual General Meeting until the Conclusion of subsequent Fifth Annual General Meeting to be held in the year 2028 on such remuneration plus out of pocket expenses in connection with the Company's audit as to be fixed by the Board of Directors.”</p> <p>“RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof), be and is hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this Resolution.”</p>	Ordinary
	Special Business	
4.	<p>To Re-Appoint Mr. Kuldeep Kumar Dhar (DIN 00299386) as Managing Director notwithstanding their age exceeding 70 years.</p> <p>“RESOLVED THAT pursuant to the provisions of Section 149, 152, 160 and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Articles of Association of the Company and Regulation 19 (4) read with Part D of Schedule II of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable laws approval of the members of the Company be</p>	Special

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<p>and is hereby accorded for reappointment of Mr. Kuldeep Kumar Dhar (DIN No. 00299386) as Managing Director of the company notwithstanding their age exceeding 70 years, acknowledges the candidate's exceptional qualifications, experience, and expertise, which make them highly suitable for this role, the appointment effective for 5 (five) years from 30th May, 2023 to 29th May 2028 and shall liable to retire by rotation and on such terms and conditions including the remuneration as detailed in the attached explanatory statement.</p> <p>"RESOLVED FURTHER THAT the existing agreement between be hereby amended and superseded with a new agreement ("New Agreement") subject to terms as detailed in the explanatory statement annexed hereto.</p> <p>"RESOLVED FURTHER THAT the Board of Directors of the Company ("the Board") be and is hereby authorized to execute a New Agreement inter-alia containing the terms and conditions of reappointment and to alter such terms and conditions, as it may deem appropriate in relation to Managing Director of the company, on the recommendations of the nomination and remuneration committee of the Company ("the Committee") subject to terms as specified in the explanatory statement, and in compliance with the applicable provisions of the Act and other applicable laws.</p> <p>"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution</p>	
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The Board of Directors had appointed Mr. Pardeep Kumar, Practicing Chartered Accountant as the Scrutinizer to supervise the e-voting process. The Chairman authorized the Managing Director to declare the voting results, intimate the stock exchanges and place the same on the website of the Company.

Thereafter, the Chairman ordered for a poll to be taken at the Meeting on all the above Resolutions for Ordinary business as set out in Item Nos. 1 to 4 of the Notice of the 36th Annual General Meeting as aforesaid for all those members/designated proxies who were present at the AGM but did not cast their votes by availing the Remote e-Voting facility. Before commencement of polling, the Chairman requested the Scrutinisers to show the empty Ballot Box to the Members and then lock the Ballot box appropriately.

The Chairman then requested the Members and Proxies present in the Meeting to cast their vote(s) and put the ballot papers in the Ballot Box, if they have not voted through Remote e-Voting facility made available by the Company.

The details of the voting results (remote e-voting and voting at the AGM) on all the resolutions as set out in the Notice of AGM along with the Scrutinizer's Report will be disseminated to the exchanges and will be placed on the Company's website, in due course.

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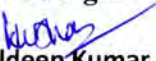
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The meeting concluded with a vote of thanks to all the Directors, Auditors and shareholders for attending the 36th AGM of the Company and declared the meeting as concluded at 11:30 A.M.

This is for your information and records.

**Thanking You,
For Morgan Ventures Limited**


Kuldeep Kumar Dhar
Managing Director
DIN 00299386



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