

06th August 2024

To
The Secretary
Bombay Stock Exchange Limited,
P. J. Towers,
Dalal Street, Fort,
Mumbai 400 001

Scrip Code: 523566

Ref.: Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the Listing Regulations)

Subject: Summary of proceedings of the 76th Annual General Meeting (the 76th AGM) of the Members of Martin Burn Limited (the Company) held on 06th August 2024

Dear Sir,

We wish to inform you that the 76th Annual General Meeting of the Company was held through Video Conferencing / Other Audio Visual Means on Tuesday, August 06, 2024.

In accordance with Part A of Schedule III of the Listing Regulations, summary of the Proceedings of the 76th Annual General Meeting is attached herewith.

You are requested to take the same on records.

Thanking You.

Yours Faithfully,
For Martin Burn Limited

Khushbu Saraf
Company Secretary

SUMMARY OF PROCEEDINGS OF THE 76TH ANNUAL GENERAL MEETING (76TH AGM)

The 76th Annual General Meeting of the Members of Martin Burn Limited ('the Company') was held on Tuesday, August 06, 2024 at 12.30 P.M. through Video Conferencing / Other Audio Visual Means. The meeting concluded at 1:02 P.M. on Tuesday, August 06, 2024.

Mr. Kedar Nath Fatehpuria, Chairman and Managing Director being present took the Chair and declared the meeting as validly convened as the requirement of quorum was fulfilled. All the Directors of the Company attended the 76th AGM of the Company.

The Chairman addressed the shareholders and spoke about financial performance of the Company, current economic situations and its impact. The Chairman thereafter declared the copies of the audited financial statements for the year ended 31st March 2024, Board's and Auditor's report had been emailed to the members and that the original documents along with the Statutory Registers were available for inspection electronically.

The Chairman further informed the shareholders that the Company had provided remote e-voting facility to all members to vote electronically which remained open from Saturday, 03rd August, 2024 at 10:00 A.M. and ends on Monday, 05th August, 2024 at 5:00 P.M. and also the Company has provided e-voting facility for voting during the AGM for the members who attended the meeting through VC/OAVM and had not voted through remote e-voting, to cast their vote during the AGM.

Clarifications were provided to the queries raised by the members.

The following items of business, as per the Notice of the 76th AGM were transacted-

1. To consider and adopt the Audited Financial Statements for the financial year ended 31st March 2024, and the Reports of the Board of Directors and Auditors thereon (Ordinary Resolution)
2. To appoint a Director in place of Mrs. Sarika Fatehpuria (DIN: 03570828), who retires by rotation and being eligible, offers himself for re-appointment (Ordinary Resolution)
3. To approve appointment of Mr. Prakash Khetan (DIN: 01143678) as an Independent Director of the Company for a period of five year commencing from 14th June 2024 till 13th June, 2029. (Special Resolution)
4. To approve the waiver of excess Managerial Remuneration paid to Mr. Kedar Nath Fatehpuria (DIN: 00711971), Chairman and Managing Director of the Company. (Special Resolution)

5. To approve the waiver of excess Managerial Remuneration paid to Mr. Manish Fatehpuria (DIN: 00711992), Whole-time Director of the Company. (Special Resolution)
6. Approval to make loan and investment exceeding the ceiling prescribed under Section 186 of the Companies Act 2013. (Special Resolution).
7. Appointment of M/S SD & Associates, Chartered Accountants (FRN: 016223C) as the Statutory Auditor of the Company to hold office from the conclusion of this Annual General Meeting till the Conclusion of the 77th Annual General Meeting to be held in the year 2025. (Ordinary resolution)
8. To make contributions or donations to charitable or other funds /institutions in terms of Section 181 of the Companies Act 2013. (Ordinary Resolution)

Chairman informed the shareholders that Ms. Binita Pandey, Partner of M/s. T. Chatterjee & Associates, Practicing Company Secretaries had been appointed as the Scrutinizer and to report on the voting results of e-voting for each of the items as per the Notice of the AGM.

The Chairman thanked the Members for attending and participating in the 76th AGM.

He declared that the results of voting shall be submitted by the Scrutiniser, within 2 working days as required under the requisite Regulations. The results together with the respective reports of the Scrutiniser would also be uploaded on the Company's website at www.martinburnltd.com. The results shall also be displayed at the Registered Office of the Company.

The Chairman confirmed that all provisions of the Companies Act, 2013 and the Rules and Secretarial Standards with respect to calling, convening and conducting the Meeting had been adhered to.

Yours Faithfully,
For Martin Burn Limited

Khushbu Saraf
Company Secretary