

AD-MANUM FINANCE LIMITED

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AMFL/SE/2022-2023/ 09-01

September 27, 2023

Online filing at www.listing.bseindia.com

To
The General Manager
DSC-CRD
BSE Ltd.
Rotunda Building
P. J. Tower, Dalal Street, Fort
Mumbai-400001, MH

BSE CODE: 511359

Subject: Intimation under Regulation 30 and 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

Dear Sir/Madam,

Pursuant to Regulation 30(2) read with Part A of Schedule III of the SEBI (LODR) Regulations, 2015, we are pleased to submit the proceedings of the 37th Annual General Meeting (AGM) of the Members of the Company held on Wednesday, September 27, 2023 at 11:30 A.M. through video conferencing ("VC") or other Audio-Visual means ("OAVM") and for this purpose the registered office of the company situated at Agarwal House, 5 Yeshwant Colony, Indore (M.P.) 452003 was deemed to be the venue of the meeting.

Please note that the results of e-voting will be intimated to you separately upon receipt of Report from Scrutinizer within working 2 days from the conclusion of the Annual General Meeting.

Kindly acknowledge the receipt and take it on your record.

Thanking you
Yours Faithfully
For, Ad- Manum Finance Limited

Neha Singh
Company Secretary & Compliance Officer
F9881

Encl: as above



Regd. Office: Agarwal House, 5 Yeshwant Colony Indore 452003 MP
Phone: 0731-4714000 | Fax: 0731-4043193 | Email: cs@admanumfinance.com
CIN : L52520MP1986PLC003405

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PROCEEDING OF THE 37TH ANNUAL GENERAL MEETING OF AD-MANUM FINANCE LIMITED HELD ON WEDNESDAY, THE 27TH SEPTEMBER 2023, THROUGH VIDEO CONFERENCING (“VC”) OR OTHER AUDIO VISUAL MEANS (“OAVM”) FOR WHICH PURPOSE THE REGISTERED OFFICE OF THE COMPANY SITUATED AT AGARWAL HOUSE, 5 YESHWANT COLONY INDORE (M.P.) 452003 SHALL BE DEEMED AS THE VENUE FOR THE ANNUAL GENERAL MEETING AT 11:30 A.M. AND CONCLUDED AT 11:41 A.M.

PRESENCE IN THE MEETING THROUGH VC/OAVM:

I. DIRECTORS:

- | | | | |
|----|------------------------|---|--|
| 1. | Mr. Dharmendra Agrawal | : | Whole-Time Director, CEO & Chairman of the Meeting |
| 2. | Mr. Sanjeev Sharma | : | Whole-Time Director |
| 3. | Mr. Sahive Alam Khan | : | Independent Director |
| 4. | Ms. Priyanka Jha | : | Independent Director |
| 5. | Mr. Aseem Trivedi | : | Independent Director |
| 6. | Mr. Dhawal Bagmar | : | Additional Director |

II. OFFICERS IN PRESENCE:

- | | | | |
|----|-----------------|---|--|
| 1. | CS Neha Singh | : | Company Secretary & Compliance Officer |
| 2. | Mr. Vikas Gupta | : | Chief Financial Officer |

III. SPECIAL INVITEES

- | | | | |
|----|---------------------|---|---|
| 1. | CA Nirdesh Badjatya | : | Representative of Statutory Auditor M/s Mahendra Badjatya & Co. |
| 2. | Dr. CS D.K. Jain | : | Secretarial Auditor |
| 3. | CS Ishan Jain | : | Scrutinizer for e-voting at the AGM and Remote Voting |

PROCEEDING OF THE MEETING:

The 37th Annual General Meeting of the Company was held on September 27, 2023 at 11:30 A.M. through VC/OAVM pursuant applicable provisions of the Companies Act, 2013, and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and various circulars issued by the Ministry of Corporate Affairs and the SEBI.



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As per Articles of Association of the Company, Mr. Dharmendra Agrawal, Whole-time Director & CEO of the Company was elected as the Chairman & occupied the Chair for the Meeting and welcomed all the members and directors and invitees present in the meeting through VC/OAVM.

CS Neha Singh, Company Secretary informed that the company is having total 1238 shareholders as on the cut-off date i.e. 20th September 2023, and needs 15 members to constitute the Quorum. However 24 (Twenty-four) members were present, therefore adequate quorum for the meeting was present. The Chairman then declared the meeting to be in order and then the proceedings of the meeting was commenced.

CS Neha Singh, Company Secretary took a roll call of the Directors and introduced other invitees.

Thereafter, the Company Secretary informed that, the electronic copies of the Notice & Annual Report for the financial year 2022-23 have been sent to all the members whose Email Ids were registered with the Company or Depository Participant(s) and also available on the Company's website at www.admanumfinance.com, website of the Stock Exchange i.e. BSE Ltd. at www.bseindia.com and Notice of 37th AGM is available on the CDSL at www.evotingindia.com.

The Notice of the Annual General Meeting is given on 37th Annual Report and with the consent of Members the Notice of AGM was hereby taken as read.

The Auditors Report on the Financial Statements of the Company is given by the Statutory Auditors M/s. Mahendra Badjatya & Co., Chartered Accountant, Indore and the Auditors Report does not contain any qualification or negative remarks.

The Secretarial Audit Report for Financial Year 2022-23 is given by M/s D.K. Jain & Co., Practicing Company Secretaries, Indore and the same forms part of Annual Report. The Secretarial Audit Report does not contain any qualification or adverse remarks and with the consent of the Members, the Secretarial Audit Report of the Company, was taken as read.



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CS Ishan Jain (FCS: 9978, CP 13032) was appointed by the Board as the Scrutinizer for the remote e-voting and e-voting at this Meeting. The Scrutinizer will ensure the voting to be done in a fair and transparent manner.

Company Secretary further informed that Company has availed service of Central Depository Services (India) Limited (CDSL) for remote e-voting & e-voting in this AGM and as per the requirements of the Companies Act, 2013 the remote-e voting was commenced from Sunday, 24th September, 2023 at 9.00 A.M. (IST) and has already been completed on Tuesday, 26th September, 2023 at 5.00 P.M. (IST) and e-voting at this AGM has already been commenced and will be available up to 15 minutes from the conclusion of this AGM. Those who have already casted their vote by remote e-voting shall not be entitled to vote again in this AGM by e-voting.

The Members, who are in the records of the Company as on the cut-off date i.e. 20th September 2023, shall only be entitled to participate in the voting process.

After that the Company Secretary placed before the meeting businesses as contained in the Notice one by one for consideration and approval of the members.

ORDINARY BUSINESS:

Resolution No.	Resolution Type	Resolution Title	Resolution Description
1.	Ordinary Resolution	Approval of Accounts for the FY 2022-23	To receive, consider and adopt the Audited Standalone Financial Statement containing the Balance Sheet as at 31 st March 2023, the Statement of changes in Equity, Profit & Loss and Cash Flow Statement and notes thereto for the financial year ended on 31 st March, 2023 and the Reports of the Board's and Auditor's thereon on that date.



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2.	Ordinary Resolution	Appoint a director in place of Retiring Director	To appoint a director in place of Mr. Sanjeev Sharma (DIN: 07839822), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.
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SPECIAL BUSINESS:

Resolution No.	Resolution Type	Resolution Title	Resolution Description
3.	Special Resolution	Approval for Re-Appointment of Ms. Priyanka Jha.	To consider and approve the re-appointment of Ms. Priyanka Jha (DIN: 07347415) as an Independent Director of the Company for a second consecutive term of 5 (Five) years w.e.f. March 30, 2024, to March 29, 2029.
4.	Special Resolution	Appointment of Mr. Dhawal Bagmar as an Independent Director.	To confirm the appointment of Mr. Dhawal Bagmar (DIN: 10217380) as an Independent Director for a first term of 5 (Five) years w.e.f. August 1, 2023, to July 31, 2028.
5.	Ordinary Resolution	Approval of Related Party Transactions	To approve the transactions /contracts/ arrangements with Related Parties under Regulation 23 of the SEBI (LODR) Regulations, 2015.

Company Secretary further informed that, as set out in the Notice of Annual General Meeting stating the requirement to register themselves as a speaker to express views or ask questions during the AGM. Adequate time was provided for registration and the company has received no request from the shareholders for seeking opportunity to speak at AGM.

Chairman informed the members present in the AGM that the results of the remote e-voting and E-Voting at AGM along with the report of the scrutinizer will be announced within 2 working days from the conclusion of 37th Annual General Meeting and shall also be placed





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at the Company's, BSE's and CDSL's Website and the recorded transcript of the AGM shall also be made available on the website of the company at the earliest, after the meeting is over.

Chairman further informed that since all the business to be conducted at this Annual General Meeting has been transacted, I hereby declare that the 37th Annual General Meeting has come to an end.

Chairman further confirmed that the meeting was conducted as per the requirement of the Companies Act, 2013, SEBI (LODR) Regulations, 2015 and Secretarial Standard issued by ICSI.

Chairman thanked to all the members and Board members and invites for participating in the meeting and declared that the meeting is concluded.

For, AD- MANUM FINANCE LIMITED

NEHA SINGH
COMPANY SECRETARY & COMPLIANCE OFFICER
FCS:9881



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