

VISHVPRABHA VENTURES LIMITED

(Formerly known as Vishvprabha Trading Ltd.)

Regd. Office : Ground Floor, Avighna Heights, Survey No. 45-4B, Behind Sarvoday Park, Nandivali Road,
Dombivili East 421201

CIN : L51900MH1985PLC034965

Website : www.vishvprabhaventures.com

Email: cosec@vishvprabhaventures.com

Date: 02/10/2022

To,
The Manager,
Department of Corporate Regulations,
BSE Limited,
PJ Towers, Dalal Street,
Fort, Mumbai – 400001

Stock Code: BSE 512064

ISIN: INE762D01011

Ref: Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").
Sub: Scrutiniser report and proceeding of 38th Annual General Meeting held on Friday, September 30, 2022.

Dear Sir,

Pursuant to Regulation 30 of the Listing Regulations, we are submitting herewith the details regarding scrutiniser report and the proceedings of the 38th Annual General Meeting ("AGM") of the Company (enclosed herewith as Annexure) held on Friday, September 30, 2022 at 02:00 p.m. and concluded at 02:14 p.m. through Video Conferencing (VC) / Other Audio Video Means (OAVM) at the registered office of the Company.

For Vishvprabha Ventures Limited

Jas Raj
Nagal

Digitally signed
by Jas Raj Nagal
Date: 2022.10.02
12:04:48 +05'30'

Jas Raj Nagal

Company Secretary and Compliance officer

MNo. : A59372

Place : Dombivali, Thane



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SUMMARY OF PROCEEDINGS OF THE 38TH ANNUAL GENERAL MEETING (AGM) OF THE MEMBERS OF VISHVPRABHA VENTURES LIMITED HELD ON FRIDAY, SEPTEMBER 30, 2022 THROUGH VIDEO CONFERENCING ("VC")/ OTHER AUDIO VIDEO MEANS ("OAVM"), BEGUN AT 02:00 PM AND CONCLUDED AT 02:14 PM AT ITS REGISTER OFFICE GROUND FLOOR, AVIGHNA HEIGHTS, SURVEY NO. 45-4B, BEHIND SARVODAY PARK, NANDIVALI ROAD, DOMBIVILI (EAST) - 421201.

1. Mr. Mitesh Thakkar, Chairman & Managing Director of the Company, occupied the Chair and on being satisfied that sufficient quorum was present at the meeting, ordered for commencement of the proceedings.
2. The Chairperson informed the members that the meeting was held through VC / OAVM in compliance with the Ministry of Corporate Affairs Circular No.20/2020 dated May 05, 2020 read with Circular No.14/2020 dated April 08, 2020 and Circular No.17 /2020 dated April 13, 2020 and other applicable circular (hereinafter referred to as "MCA Circulars"), Government of India, and Securities and Exchange Board of India.
3. The Chairman later introduced the Board of Directors who were present and were sharing dais with him. He further informed that due to certain exigencies, Mr. Paresh R. Desai and Ms. Rakhi A. Barod couldn't attend the AGM. He also stated that the Chairman of Audit Committee and Nomination and Remuneration Committee i.e. Mr. Ashish R. Dange was present at the 38th AGM.
4. With the permission of Members present, Chairman took the Notice convening the AGM as read.
5. The Chairman read the Independent statutory Audit Report and secretarial audit report.
6. The Chairman invited members ask any query(ies) or make observations and comments, if any on performance of the Company.
7. Thereafter the Chairman satisfied that there was no queries raised by the Members.
8. Thereafter Company Secretary of Company took up the resolutions as set forth in the Notice.
9. Company Secretary informed the Members that pursuant to the provisions of the Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management & Administration) Amendment Rules, 2015, and Regulation 44 of SEBI (Listing Obligation & Disclosure Requirements) Regulation, 2015, the Company had provided remote e-voting facility which commenced at 9.00 am (IST) on Tuesday, September 27, 2022 and ends at



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5.00 pm (IST) on Thursday, September 29, 2022 to the Members of Company whose names appeared in the Register of Members as on the cut-off date i.e Friday September 23, 2022 to vote on the resolutions through a platform provided by Central Depository Services (India) Limited (CDSL).

- 10.** Company Secretary further informed to the eligible members who have not cast their votes via remote e-voting may do so during the AGM as the E-voting window will be available till 30 minutes from the closing of this AGM. The members who have already voted cannot vote again. The Company has appointed Ms. Pravin R. Pathade, a practicing Company Secretary, proprietor of M/s P R Pathade & Co. as the Scrutinizer for scrutinizing the entire e-voting process i.e. remote e-voting and e-voting during the AGM to ensure that the process is carried out in a fair and transparent manner.
- 11.** Thereafter the following items of business as per the Notice of the 38th AGM dated 08th September 2022 were transacted at the meeting:

Sr. No.	Resolutions	Type of Resolution (Ordinary/Special)
I	ORDINARY BUSINESS:	
1	To receive, consider and adopt: a. the Audited Standalone Financial Statements of the Company for the financial year ended 31 March 2022, together with the reports of the Board of Directors and the Auditors thereon; b. the Audited Consolidated Financial Statements of the Company for the financial year ended 31 March 2022, together with the reports of the Auditors thereon.	Ordinary
2	To appoint a Director in place of Mr. Paresh Ramanlal Desai (DIN:08602174) who retires by rotation and being eligible, offers himself for reappointment.	Ordinary
II	SPECIAL BUSINESS:	
1	Appointment of Mr. Mahesh Keshav Madkholkar (DIN:02450136), as an independent director.	Ordinary
2	Conversion of unsecured loans into the equity share.	Special
3	Authorisation under Section 186 of the Companies Act, 2013.	Special



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The Meeting was concluded at 02:14 p.m. with a vote of thanks to the chair.

For Vishvprabha Ventures Limited

MITESH
JAYANTILAL
THAKKAR

Digitally signed by
MITESH JAYANTILAL
THAKKAR
Date: 2022.10.02
12:03:40 +05'30'

Mitesh J. Thakkar
Managing Director

DIN : 06480213

Date : 02/10/2022

Place : Dombivali, Thane.





P R PATHADE & CO.

(Practicing Company Secretary)

Address.- 311,3rd Floor, Navjeevan Commercial Premises, Dr. D.B. Marg, Mumbai Central (E), Mumbai-400008
Email Id: pravinpathade90@gmail.com; Mob. No.: 8082042018

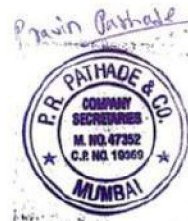
Consolidated Report of Scrutinizer

[Pursuant to rule section 108 & 109 of the Companies Act, 2013 and rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the Securities And Exchange Board Of India (Listing Obligations And Disclosure Requirements) Regulations, 2015]

To,
Chairman,
Vishvprabha Ventures Limited,
Ground Floor Avighna Heights Survey No.
45-4B Behind Sarvoday Park, Nandivali
Road, Dombivili East, Thane-421201.

Dear Sir,

1. I, Pravin Ramdas Pathade of M/s P R Pathade & Co. (Practicing Company Secretaries), have been appointed as Scrutinizer by the Board of Directors of Vishvprabha Ventures Limited ("The Company") for the purpose of scrutinizing the process of voting through electronic means on the resolutions contained in the notice dated September 08, 2022 ("Notice"), calling the 38th Annual General Meeting of its equity shareholders ("The Meeting"/ "AGM") through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"). The AGM was convened on Friday, September 30, 2022 at 2.00 P.M. (IST) through VC/OAVM.





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2. The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with the Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended ("The Rules"). As the Scrutinizer, I have to scrutinize:

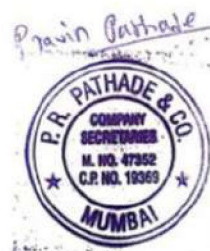
- i) Process of e-voting remotely, before the AGM, using an electronic voting system on the dates referred to in the notice calling the AGM ("remote voting"); and
- ii) Process of e-voting at the AGM through electronic voting system ("e-voting during the AGM")

3. Management Responsibility:

The Management of the Company is responsible to ensure compliance with the requirements of

- i) The Act and the Rules made thereunder
- ii) The MCA Circular; and
- iii) SEBI (Listing Obligations & Disclosure Requirements) Regulation 2015 ("LODR")

relating to e-voting on the resolutions contained in the Notice Calling the AGM. The Management of the company is responsible for ensuring a secured framework and robustness of the electronic voting systems.





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4. Scrutinizer Responsibility:

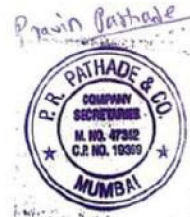
My responsibility as Scrutinizer for e-voting process (i.e remote e-voting and e-voting during the AGM) is restricted to making a Consolidated Scrutinizer's Report of Votes cast "in favour" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by central Depository Services (India) Limited ("CDSL"), the agency authorized under the Rules and engaged by the Company to provide e-voting facility and attendant papers/ documents furnished to me electronically by the company and/ or CDSL for my verification.

5. Cut-off date:

The equity shareholders of the company as on the "cut-off" date as set out in the notice, i.e. Friday, September 23, 2022 were entitle to vote on the resolutions (Item No's 1 to 5 set out in the notice calling the AGM) and their voting rights were in proportion to their shares in the paid up equity share capital of the company as on the cut-off date.

6. Remote e-voting process and E-voting at the AGM:

- i) The remote e-voting period remained open from Tuesday, September 27, 2022 (09.00 A.M.(IST)) to Thursday, September 29, 2022 (05.00 P.M.(IST)) and the remote e-voting platform was disabled by CDSL thereafter.





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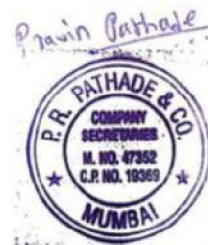
Address.- 311,3rd Floor, Navjeevan Commercial Premises, Dr. D.B. Marg, Mumbai Central (E), Mumbai-400008
Email Id: pravinpathade90@gmail.com; Mob. No.: 8082042018

- ii) The votes cast were unblocked on Friday, September 30, 2022, after 30 minutes from the conclusion of the AGM.
- iii) Thereafter, the details containing, inter alia, list of Equity Shareholder, who voted "for", "against" each of the resolutions that were put to vote, were generated from the e-voting website of CDSL i.e. <https://www.evotingindia.com>. Based on the report generated by CDSL and relied upon by me, data regarding the remote e-voting was scrutinized on test check basis.

7. Consolidated Report:

I now submit my consolidated Report as under on the result of remote e-voting and e-voting based on the reports generated by the CDSL, scrutinized on test check and relied upon by me, in respect of the resolutions listed in the notice calling the AGM in enclosed herewith.

8. The electronic data, provided by CDSL, relating to e-voting are under my safe custody and will be handed over to Mr. Jas Raj Nagal, Company Secretary and Compliance Officer, for preserving safely after the chairman considers, approves and signs the proceedings or minutes of the AGM.





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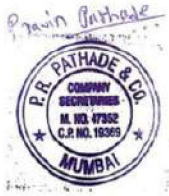
9. Restriction on use:

This report has been issued at the request of the company for

- i) submission to stock exchange
- ii) placing on website of the company and
- iii) website of CDSL.

This report not to be used for any other purpose or to be distributed by the company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

FOR P R Pathade & Co.



Pravin Pathade
(Practicing Company Secretary)
Mem. No. A47352
COP: 19369
P.R.No. 2218/2022
UDIN: A047352D001118257

Place: Mumbai
Date: 02/10/2022



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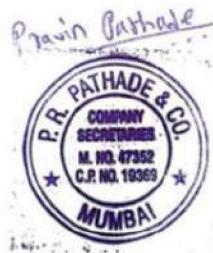
Consolidated Result:

Ordinary Business:

Resolution 1: (Ordinary Resolution)	To receive, consider and adopt: a) the Audited Standalone Financial Statements of the Company for the financial year ended 31 March 2022, together with the reports of the Board of Directors and the Auditors thereon; b) the Audited Consolidated Financial Statements of the Company for the financial year ended 31 March 2022, together with the reports of the Auditors thereon.
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Particular	Remote E-Voting		Voting at AGM		Total		Percentage (%) of Valid Vote
	Number	Votes	Number	Votes	Number	Votes	
Assent	29	11,70,150	0	0	29	11,70,150	100
Dissent	0	0	0	0	0	0	0
Invalid	0	0	0	0	0	0	0
Total	29	11,70,150	0	0	29	11,70,150	100

Based on the aforesaid result, we report that the Ordinary Resolution as set out in item No. 1 of the Notice of the AGM has been passed with requisite majority.





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Consolidated Result:

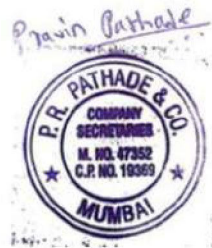
Ordinary Business:

Resolution 2: (Ordinary Resolution)	To appoint a Director in place of Mr. Paresh Ramanlal Desai (DIN: 08602174) who retires by rotation and being eligible, offers himself for re-appointment.
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Particular	Remote E-Voting		Voting at AGM		Total		Percentage (%) of Valid Vote
	Number	Votes	Number	Votes	Number	Votes	
Assent	26	2,02,652	0	0	26	2,02,652	17.32
Dissent	1	4	0	0	1	4	0
Invalid	2	9,67,494	0	0	2	9,67,494	82.68
Total	29	11,70,150	0	0	29	11,70,150	100

Based on the aforesaid result, we report that the Ordinary Resolution as set out in item No. 2 of the Notice of the AGM has been passed with requisite majority.

*The vote cast by Mr. Mitesh Thakkar, Promoter of the Company, being an interested party, have been considered invalid in the above resolution.





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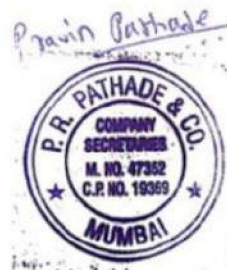
Consolidated Result:

Special Business:

Resolution 3: (Ordinary Resolution)	Appointment of Mr. Mahesh Keshav Madkholkar (DIN: 02450136), as an independent director.
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Particular	Remote E-Voting		Voting at AGM		Total		Percentage (%) of Valid Vote
	Number	Votes	Number	Votes	Number	Votes	
Assent	29	11,70,150	0	0	29	11,70,150	100
Dissent	0	0	0	0	0	0	0
Invalid	0	0	0	0	0	0	0
Total	29	11,70,150	0	0	29	11,70,150	100

Based on the aforesaid result, we report that the Ordinary Resolution as set out in item No. 3 of the Notice of the AGM has been passed with requisite majority.





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Consolidated Result:

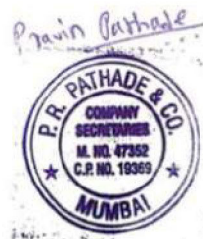
Special Business:

Resolution 4: (Special Resolution)	Conversion of unsecured loans into the equity share.
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Particular	Remote E-Voting		Voting at AGM		Total		Percentage (%) of Valid Vote
	Number	Votes	Number	Votes	Number	Votes	
Assent	25	2,02,510	0	0	25	2,02,510	17.31
Dissent	2	146	0	0	2	146	0.01
Invalid	2	9,67,494	0	0	2	9,67,494	82.68
Total	29	11,70,150	0	0	29	11,70,150	100

Based on the aforesaid result, we report that the Special Resolution as set out in item No. 4 of the Notice of the AGM has been passed with requisite majority.

*The vote cast by Mr. Mitesh Thakkar, Promoter of the Company, being an interested party, have been considered invalid in the above resolution.





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Consolidated Result:

Special Business:

Resolution 5: (Special Resolution)	Authorisation under Section 186 of the Companies Act, 2013.
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Particular	Remote E-Voting		Voting at AGM		Total		Percentage (%) of Valid Vote
	Number	Votes	Number	Votes	Number	Votes	
Assent	26	11,70,003	0	0	26	11,70,003	99.99
Dissent	3	147	0	0	3	147	0.01
Invalid	0	0	0	0	0	0	0
Total	29	11,70,150	0	0	29	11,70,150	100

Based on the aforesaid result, we report that the Special Resolution as set out in item No. 5 of the Notice of the AGM has been passed with requisite majority.

