

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

Dated: 28.08.2024

To,
The Corporate Relationship Department,
Dept. of Investor Services,
Listing Department,
BSE Limited,
Phiroze Jeejeebhoy Towers
Dalal Street, Fort Mumbai-400001

SCRIP CODE - 526237

Sub: Corrigendum to the Notice of 37th Annual General Meeting scheduled to be held on September 20, 2024 at 10:00 A.M. at Rosemallow Hotels, C-18, Basement, Friends Colony (East), New Delhi 110065

Dear Sir/ Ma'am,

This is with reference to the Company's submission dated August 22, 2024 whereby the Notice dated August 22, 2024 convening the 37th Annual General Meeting of the members of the company scheduled to be held on Friday, September 20, 2024 at 10:00 A.M. at Rosemallow Hotels, C-18, Basement, Friends Colony (East), New Delhi 110065 along with the Annual Report for the financial year 2023-2024.

In this regards, we would like to inform you that the company has observed that Agenda Item No. 5 and Explanatory Statement Item No. 5 to the Notice Is missing from Notice of AGM. Accordingly, for making necessary rectifications, the attached corrigendum to AGM Notice is being issued to all the members of the company. All the members are hereby requested to read the AGM Notice along with the attached corrigendum. The corrigendum to AGM Notice is also available on the website of the company at www.morganventures.in.

We request you to kindly take the same on record.

Thanking You,

Yours Faithfully,

For Morgan Ventures Limited

Prayas Dubey

CFO, Company Secretary & Compliance Officer

M. No. FCS 12541

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CORRIGENDUM TO THE NOTICE OF THE 37TH ANNUAL GENERAL MEETING

We draw attention of all the Members of Morgan Ventures Limited ("Company") towards the Notice dated August 22, 2024 ("Notice of the AGM") convening the 37th Annual General Meeting of the Company scheduled to be held on Friday, September 20, 2024 at 10:00 a.m. IST at Rosemallow Hotels, C-18, Basement, Friends Colony (East), New Delhi 110065.

This Corrigendum to the Notice of the AGM shall form an integral part of the Notice of the AGM which has already been circulated to the shareholders of the Company and on and from the date hereof, the Notice of the AGM shall always be read in conjunction with this Corrigendum.

Shareholders are aware that the Company is offering remote e-voting facility to its shareholders on all the resolutions proposed to be transacted at the AGM. However, to enable the Shareholders to exercise their voting rights through remote e-voting facility or at the AGM, the Company deems it appropriate to bring the latest factual position, as mentioned below to the notice of the Shareholders of the Company through this Corrigendum to the AGM Notice ("Corrigendum").

This Corrigendum shall form an integral part of and should be read in conjunction with the Notice of AGM dated August 22, 2024.

The following information in the Notice is hereby notified through this Corrigendum to all the shareholders/members of the Company:

Addition of Item No. 5 and Explanatory Statement to Item No. 5 in the Notice of 37th Annual General Meeting with reads as under and form integral part to the Notice of AGM:-

5. Alteration of the Object Clause to the Memorandum of Association of the Company.

To consider and, if thought fit, to pass the following resolution as Special Resolution

“RESOLVED THAT pursuant to the provisions of Section 4, 13 and other applicable provisions, if any, of Companies Act, 2013, (including any statutory modifications or re-enactment thereof, for the time being in force), and the rules framed there under, consent of the shareholders of the Company be and is hereby accorded, subject to the approval of the Registrar of Companies, NCT of Delhi & Haryana, to add following sub clause (12) and 13 after sub clause (11) of clause III (A) of the Memorandum of Association of Company:

(12) “To produce, manufacture, treat , process, prepare, refine, import, export, purchase, sell and generally to deal in either as principals or as agents either solely or in partnership with others, products such as pipes, poles, slabs, asbestos sheets, blocks, tiles, and otherwise, and articles, things, compounds and preparations connected with the aforesaid products, and in connection therewith to take on lease or otherwise acquire, erect, construct, establish, work, operate and maintain factories , quarries, mines and workshop.”

(13). To work as engineering/ EPS to fabricate, manufacture and deal in all kinds of plants, apparatus, equipment, tools, utensils and materials and things necessary or for all kind of operations including materials used in construction.”

FURTHER RESOLVED THAT for the purpose of giving effect to this resolution, Mr. Kuldeep Kumar Dhar, Managing Director of the Company be and is hereby authorised, on behalf of the Company, to do all acts, deeds, matters and things as deem necessary, proper or desirable and to sign and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution along with filing of necessary E-form as return of appointment with the Registrar of Companies, NCT of Delhi and Haryana.”

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Explanatory Statement pursuant to Section 102 of the Companies Act, 2013

Item 5

Morgan Ventures Limited (“the Company”), a Registered NBFC, has a diverse business portfolio. The Company is exploring market opportunities in the fields which are proposed in New Clauses (12) and (13) more specifically provided in Item No, 5 to Notice of Annual General Meeting to expand its business operations and other related activities as and when decided. The Company shall set up the manufacturing plants and trading business. Some of the proposals was discussed in the Board Meeting held on August 22, 2024. The inclusion of new clause (12) and (13) in the Memorandum of Association was approved in the said Board Meeting.

Hence, the Memorandum of Association, is proposed to be amended to enable the company to enter into the different activities as mentioned in new clause (12) and (13).

New business in Manufacturing and trading are the additional principal business activities, existing business activities will carry on as usual.

Being a company with diverse portfolio and capital allocation, the company aimed at value creation and desires to include the above mentioned objects in the Memorandum of Association of the company which sought shareholders approval by way of passing of special resolution in accordance with Section 4 and Section 13 of the Companies Act, 2013.

Copy of MOA of the company together with the proposed altered Memorandum of Association is available to the Members for inspection without any fee from the date of circulation of this Corrigendum to the Notice up to the date of Annual General Meeting. Members seeking to inspect such documents can send an email at secretarial@goyalgroup.com.

The Board recommends this resolution as Special Resolution set out at Item No. 5 of the Notice for approval by the members. None of directors and key managerial personnel are interested in this resolution.

**Thanking You,
Yours Faithfully,
For Morgan Ventures Limited**

**Prayas Dubey
CFO, Company Secretary & Compliance Officer
M. No. FCS 12541**

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