



BITS Limited

CIN: L72200DL1992PLC241971

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To,
The Manager (Listing)
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400001
Scrip Code - 526709

Date: 22nd September, 2024

SUBJECT: PROCEEDINGS OF THE 32ND ANNUAL GENERAL MEETING (“AGM”) OF BITS LIMITED (“THE COMPANY”)

Dear Sir/Ma’am,

The 32nd Annual General Meeting (AGM) of the members of Bits Limited (‘the Company’) has been duly convened and held on **Sunday, 22nd September, 2024 at 01:30 P.M. through Video Conferencing in accordance with the applicable provisions of the Companies Act, 2013 read with MCA General Circular No. 09/2023 dated 25th September, 2023 and SEBI Circular dated 07/10/2023** to transact the business as stated in the Notice dated 23rd August, 2024, convening the AGM.

In this regard, please find enclosed the following:

- 1) Summary of the proceedings of the AGM of the Company as required under Regulation 30, Part-A of Schedule-III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – **Annexure-I**.

You are requested to kindly take the same on your record and oblige.

Thanking You

Yours Faithfully,
For **Bits Limited**

Omprakash Ramashankar Pathak
Managing Director
DIN - 01428320

SUMMARY OF PROCEEDINGS OF THE 32ND ANNUAL GENERAL MEETING OF BITS LIMITED HELD ON SUNDAY, 22ND SEPTEMBER, 2024.

The 32nd Annual General Meeting (AGM) of the members of Bits Limited ('the Company') was held on Sunday, 22nd September, 2024 at 01:30 P.M. through Video Conferencing/ Other Audio Video Means and concluded at 01:42 P.M.

Directors present through video conference:

1. Ankit Rathi, Chairman of the Company and Chairman of Stakeholders' Relationship Committee;
2. Omprakash Ramashankar Pathak, Managing Director of the Company;
3. Rajni, Independent Director and Chairman of Audit Committee and Nomination & Remuneration Committee;
4. Rolita Gupta, Independent Director of the Company.

In Attendance:

Surendra Singh Tangar, Company Secretary & Compliance Officer
Nidhi Parashar, Chief Financial Officer

Invitee:

Bhishm Madan of R.C. Chadda & Co. LLP, Chartered Accountant, Statutory Auditors
Pritika Nagi of Pritika Nagi & Associates, Company Secretaries, Scrutinizer

Members Present (in person through Video Conference & other audio visual means): - 32

Mr. Ankit Rathi welcomed all the members attending the AGM. The requisite quorum being present, he called the meeting to order.

The Chairman also introduced the directors and senior management officials who participated in the meeting through Video Conferencing and briefed the members about the financial performance of the Company for the financial year ended 31st March, 2024.

Chairman further informed that Audited Standalone & Consolidated Financial Statements for the year ended 31st March, 2024 together with Statutory Auditors Report and Board Report were sent to shareholders of the Company by email. Further, Chairman stated that statutory registers/ records and other applicable documents were available for inspection electronically. With the consent of the members, the Notice convening the AGM, the Boards' Report and the Auditor's Report for the financial year ended March 31st, 2024, were taken as read.

The Company Secretary then opened the 'Questions & Answers' (Q&A's) floor for the members who had registered themselves as 'speaker' to ask questions or express their views. Questions/ clarifications were duly answered and the members expressed the satisfaction on the performance of the Company. Three (3) shareholders registered themselves as speaker and the queries of them were answered by the Chairman.

The Company Secretary further informed the members that the Company had provided the remote e-voting facility to the members (which started at IST 09:00 A.M. on Thursday, 19th September 2024 and concluded at IST 05:00 P.M. on Saturday, 21st September, 2024) to cast their votes on all the resolutions set forth in the AGM Notice. Members, who were participating in the meeting and had not cast their votes through remote e-voting, were provided an opportunity to cast their votes through e-voting at the meeting which shall remain open for 15 minutes from the conclusion of the Meeting.

The following items of business as stated in the notice of AGM were transacted:

ORDINARY BUSINESSES:

1. To receive, consider and adopt the Standalone & Consolidated Audited Financial Statements of the company for the Financial Year ended 31stMarch, 2024 along with the Reports of the Directors and Auditors' thereon
2. To appoint a Director in place of Mr. Omprakash Ramashankar Pathak (DIN: - 01428320) Director, who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint Ms. Rajni (DIN - 10650061) as Independent Director of the Company.
4. To appoint Ms. Rolita Gupta (DIN - 10650293) as Independent Director of the Company.
5. The shareholders were informed that in compliance with the requirements of law, the board of directors of the company had appointed Mrs. Pritika Nagi, Practicing Company Secretary as Scrutinizer to supervise the remote e-voting and e-voting at AGM and to report voting results of remote e-voting and e-voting at AGM for each of items as per the Notice of the AGM.

The Chairman mentioned that the results of the voting shall be announced within the stipulated time and the same will be displayed at the website of the Company. The e-voting facility was kept open for next 15 minutes to enable the members to cast their vote who had not cast their votes through remote e-voting

The Company Secretary, with the permission of Chairman, then concluded the meeting with vote of thanks to all the members for attending and participating in the meeting.

Thanking you

Yours Faithfully,
For **Bits Limited**

Omprakash Ramashankar Pathak
Managing Director
DIN - 01428320