

Date: 30th September, 2022

To,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400001

Sub: Gist of the proceedings of the 28th Annual General Meeting of Vardhan Capital & Finance Limited held on Friday, September 30, 2022 at 11:00 A.M.

Scrip Code: 542931

Dear Sir / Madam,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 we are pleased to inform that the 28th Annual General Meeting of the members of the Company was held on Friday, September 30, 2022 at 11:00 a.m., at registered office of the Company at 113 Commerce House, 140 N.M. Marg, Fort, Mumbai- 400 001.

We hereby submit below the proceedings of 28th Annual General Meeting:

Mr. Akash Vardhan, Managing Director Chaired the meeting

Total 15 Members (including 1 Authorized Representative) were present at Meeting as per the records of the attendance and the meeting commenced after ascertaining the valid quorum.

Mr. Pinesh Pokarne, Company Secretary & Compliance officer read out the notice of the meeting, report of the Statutory Auditors and Secretarial Auditors were was taken as read.

The Chairman gave an overview of the financial performance of the Company for the financial year ended March 31, 2022 and its future outlook.

M/s Rachana Maru Furia & Associates, Company Secretaries were appointed as the Scrutinizer by the Board for scrutinizing the poll process.

The members were informed that the Company has arranged for a poll on the following 4 resolutions to be passed at the meeting:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Balance Sheet and the Profit & Loss Account together with the Reports of the Directors and Auditors thereon for the financial year ended 31st March, 2022.

2. To appoint a Director in place of Rajesh Vardhan (DIN: 00199986) who retires by rotation and being eligible has offered himself for re-appointment.
3. To re-appoint M/s JMT & Associates, Chartered Accountants (FRN: 104167W) as statutory Auditors of the Company.

SPECIAL BUSINESS

1. To appoint Ms. Saroj Rathod (DIN: 09718657) as a Non-Executive Independent Director of the Company

After answering the queries raised by the Shareholders, the Chairman requested the members to cast their vote in the Ballot Box. Thereafter, a poll was to be taken at the meeting. Mrs. Rachana Maru Furia of M/s Rachana Maru Furia & Associates, Company Secretaries acted as the Scrutinizer for the poll process and the Chairman requested her for conducting the voting. The Chairman announced that the result of poll will be declared after the receipt of the Scrutinizer's Report and the same would be disseminated within prescribed time frame.

All the Statutory Registers and related papers were kept open for inspection throughout the meeting.

Chairman thanked all the members for their presence and support and after which the meeting was declared terminated at 03.00 p.m. with a vote of thanks to the Chair.

For Vardhan Capital & Finance Limited

Akash Vardhan
Managing Director
(DIN: 03043186)