

Disclosure of events or information under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 of the Extra-Ordinary General Meeting of Metropolitan Stock Exchange of India Limited held on Saturday, January 18, 2025 at 10:30 A.M. (IST) through video conferencing (VC) facility/ Other Audio Visual Means (OAVM).

Gist of Proceedings of the Extra-Ordinary General Meeting (EGM) of MSE

1. Date, time and Venue of the Meeting:

The EGM of the Company was held on Saturday, January 18, 2025 at 10:30 A.M. (IST). The Meeting commenced at 10:30 A.M. (IST) through video conferencing (VC) facility/ Other Audio Visual Means (OAVM), from the Registered Office viz., Building A, Unit 205A, 2nd Floor, Piramal Agastya Corporate Park, L.B.S Road, Kurla West, Mumbai - 400 070 and concluded at 11:22 A.M.

The EGM was held in compliance with the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020 and Circular No. 02/2021 dated January 13, 2021 and Circulars issued by the Ministry of Corporate Affairs and SEBI.

Proceedings in brief:

- Mr. Dinesh C Patwari (DIN: 10060352), Chairman of the Board, chaired the proceedings of the EGM through video conferencing from ITC Ratnadipa, Colombo, Sri Lanka and after welcoming all the members present, the Chairman introduced the other Board members of the Company, who attended the EGM through video conferencing facility:

Mr. Ashok Kumar Dogra, Public Interest Director

Mr. Rakesh Kumar Srivastava, Public Interest Director

Mr. Manoj Kunkalienkar, Non-Independent Director

Ms. Latika S. Kundu, MD & CEO

Members of the Management - Chief Financial Officer, Head – Legal & Company Secretary of the Company and Chief Regulatory Officer were attended the EGM from the registered office.

The representatives of M/s. D and P India Advisory Services LLP, Registered Valuer, M/s. Sterling Associates, Scrutinizers and Mr. Soumitra Banerjee and Ms. Anjali Haridas, Legal Counsels, were present at the EGM through VC.

The voting was conducted by remote e-voting and insta-poll at the meeting through the facility provided by National Securities Depository Limited (NSDL). The Company Secretary informed the members that in compliance with the applicable Acts, Regulations and Circulars, the Company had provided the facility to its members, to cast their votes through remote e-voting, on all resolutions set forth in the Notice and that the period of e-voting commenced from Wednesday, January 15, 2025 (09:00 A.M) and concluded on Friday, January 17, 2025 (5:00 P.M). Further, Members who had not casted their votes through remote e-voting and who participated in the EGM had an opportunity to cast their votes during the EGM through the insta-poll facility. It was also informed that, since the mode of conducting the EGM was electronic, there was no proposing and seconding of the items set out in the notice of EGM.

A total of 63 members attended the EGM. As the requisite quorum was present, the Chairman called the EGM to order and commenced the proceedings of the EGM.

With the permission of the Members, Chairman took the Notice of the EGM as read.

Special Business:

1. Issue and offer of Equity Shares of the Company to Billionbrains Garage Ventures Private Limited, Rainmatter Investments, Securocrop Securities India Private Limited, and Share India Securities Limited on Private Placement basis.
2. To consider and circulate the private placement memorandum and application form.

The Chairman then addressed the Members.

Managing Director & CEO (MD&CEO) had given an overview of the proposed private placement of the equity shares of the Company and the future outlook.

Opportunity was given to the Members who registered themselves as a speaker shareholder to seek clarifications and/or offer comments to the items of the business and the same were answered/clarified by the MD&CEO of the Company. The applicable provisions on issue of shares were clarified by the Legal Counsel on the request of the Chairman. The valuer explained the valuation methodology at the request of the Chairman.

The Chairman announced that Mr. Durgesh Kadam, Head – Legal & Company Secretary was authorised to declare the voting results along with the Scrutinizer's Report which shall be placed on the Company's website.

The Chairman then thanked the Members and all the stakeholders attending the EGM through video conference for extending their co-operation and concluded the EGM at 11.22 A.M.

Note: These are not the minutes of the proceedings of the Extra-Ordinary General Meeting of the Company.