

VSL/2022-23/SEC/22

27<sup>th</sup> September, 2022

The Manager,  
Corporate Relations Dept.,  
BSE Limited,  
P.J. Towers, Dalal Street,  
Fort, Mumbai - 400 001

**SCRIP CODE: 531950**

Dear Sir/Madam,

**Sub: Proceedings of the 29<sup>th</sup> Annual General Meeting of the Company held on 26<sup>th</sup> September, 2022**

In terms of General Circular nos.14/2020 dated 8<sup>th</sup> April, 2020, 17/2020 dated 13<sup>th</sup> April, 2020, 20/2020 dated 5<sup>th</sup> May, 2020, 02/2021 dated 13<sup>th</sup> January, 2021, 19/2021 dated 8<sup>th</sup> December, 2021, 21/2021 dated 14<sup>th</sup> December, 2021 and 02/2022 dated 5<sup>th</sup> May, 2022 issued by Ministry of Corporate Affairs ("MCA") and Circular nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12<sup>th</sup> May, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15<sup>th</sup> January, 2021 and SEBI/HO/CFD/CMD2/CIR/P/2022/62 on 13<sup>th</sup> May, 2022 issued by Securities and Exchange Board of India ("SEBI") ("collectively referred to as Circulars") and in compliance with other applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (listing Regulations), the 29<sup>th</sup> Annual General Meeting (AGM) of the Company was held on Monday, 26<sup>th</sup> September, 2022 at 4.00 p.m. (IST) through Video Conference ('VC') / other Audio Visual Means ('OAVM') to transact the business as stated in the AGM Notice dated 27<sup>th</sup> July, 2022.

Pursuant to Regulation 30 of Listing Regulations read with Para A of Part A of Schedule III of the said Regulations, please find enclosed herewith the proceedings of the 29<sup>th</sup> Annual General Meeting of our Company.

Kindly take the same on records.

Thanking you,

Yours faithfully,  
For **VERTEX SECURITIES LIMITED**,

**Pranali Kadam**  
**Company Secretary**  
Encl: As above

**Vertex Securities Limited** (A Subsidiary of Transwarranty Finance Limited)

Registered Office : Thottathil Towers, II Floor Market Road, Ernakulam, Kochi 682018 Tel : 0484 - 2384848, Fax : 0484 2394209  
Corporate Office : 403, Regent Chambers, Nariman Point, Mumbai - 400 012. Tel : 022-40010800/900, Fax: 022-40010888/999  
Website : www.vertexbroking.com, www.transwarranty.com Email : vsl@vertexbroking.com, customercare@transwarranty.com

**Proceedings of the 29<sup>th</sup> Annual General Meeting of Vertex Securities Limited held on  
Monday, 26<sup>th</sup> September, 2022 at 4.00 p.m.**

The 29<sup>th</sup> Annual General Meeting (AGM) of the Members of the Company was held on Monday, 26<sup>th</sup> September, 2022 at 4.00 p.m. through Video Conferencing (VC) or Other Audio Visual Means (OAVM), in compliance with the various circulars issued by the Ministry of Corporate Affairs (MCA), Government of India and Securities and Exchange of India (SEBI).

Mr. Kumar Nair, Chairman, chaired the proceedings of the Meeting. As the requisite quorum was present, the Chairman called the meeting to order extending a warm welcome to all the members present.

The Chairman introduced the Directors who were present at the AGM.

Mr. Sarfaraz Khan, representing S.S. Khan & Co., Chartered Accountants, Statutory Auditors of the Company, Mr. Yogesh Sharma, representing Yogesh Sharma & Co., Secretarial Auditor of the Company and Mr. Jameskutty Antony, Practicing Chartered Accountant, representing M/s Tom & Jim Chartered Accountants, Scrutinizer for the AGM also attended the meeting.

Since there was no physical attendance of members and in compliance with the Circulars issued by the MCA and SEBI, members were informed that the requirement of appointing proxies was not applicable. Documents and other statutory registers were available for inspection upon receipt of request by members.

The Chairman addressed the members and apprised them about the working of the Company and general economic conditions.

The Chairman informed the members that the Notice convening the 29<sup>th</sup> AGM was taken as read as the same had already been circulated to the members. As there were no qualifications in the Audit Report, it was also taken as read.

The Chairman informed the members that pursuant to the provisions of Companies Act, 2013, Rules framed thereunder, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings, the Company had extended remote e-voting facility and e-voting facility at the AGM in respect of the resolutions to be passed at the Meeting. The remote e-voting commenced at 9.00 a.m. on Thursday, 22<sup>nd</sup> September, 2022 and ended at 5.00 p.m. on Sunday, 25<sup>th</sup> September, 2022. The Chairman also informed that the facility of e-voting at AGM was also made available for those members who participated in the AGM through VC / OAVM and who had not cast their vote(s) through remote e-voting earlier. The members were briefed about the procedure of e-voting in the AGM.

The Company Secretary informed that Mr. Jameskutty Antony, Practicing Chartered Accountant, M/s Tom & Jim Chartered Accountants, Kochi, Kerala, was appointed as the Scrutinizer for the purpose of scrutinizing the remote e-voting process and e-voting at the AGM.

The following items as stated in the Notice of 29<sup>th</sup> Annual General Meeting were transacted at the meeting:

**Method of voting for the Resolutions:** Remote e-voting and e-voting at the AGM

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Website : [www.vertexbroking.com](http://www.vertexbroking.com), [www.transwarranty.com](http://www.transwarranty.com) Email : [vs1@vertexbroking.com](mailto:vs1@vertexbroking.com), [customercare@transwarranty.com](mailto:customercare@transwarranty.com)

Resolution No.	Particulars	Type of Resolution
	<b><u>ORDINARY BUSINESS:</u></b>	
1.	To receive, consider and adopt the Standalone Audited Financial Statements of the Company for the financial year ended 31 <sup>st</sup> March, 2022 and the Reports of the Board of Directors and Auditors thereon.	Ordinary Resolution
2.	To receive, consider and adopt the Consolidated Audited Financial Statements of the Company for the financial year ended 31 <sup>st</sup> March, 2022 and the Reports of the Board of Directors and Auditors thereon.	Ordinary Resolution
3.	To appoint a Director in place of Mr. George Mampillil (DIN-01976386), who retires by rotation and being eligible offers himself for re-appointment.	Ordinary Resolution
	<b><u>SPECIAL BUSINESS:</u></b>	
4.	Approval for material related party transactions	Ordinary Resolution

The Members were informed that the consolidated results of remote e-voting and e-voting at the AGM together with Scrutinizer's Report will be uploaded on the Company's website at [www.vertexbroking.com](http://www.vertexbroking.com) and NSDL's website at [www.evoting.nsdl.com](http://www.evoting.nsdl.com) within two working days and will also be intimated to the Stock Exchange in the format provided in Regulation 44(3) of the SEBI Listing Regulations.

There being no other business, the Chairman thanked all the members for their continued support and sparing their valuable time for attending and participating in the AGM. The e-voting facility was kept open for the next 15 minutes to enable the members who had not cast their votes earlier, to cast their vote.

The Chairman then announced formal closure of the 29<sup>th</sup> Annual General Meeting of the Company, which concluded at 4.25 p.m. (including 15 minutes of e-voting).

**For Vertex Securities Limited**

**Pranali Kadam**  
**Company Secretary**