

Microse India Limited

Regd. Off.: 421, Maker Chamber V, Nariman Point – 400021

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CIN No. L32201MH1988PLC152404

email: microse@rediffmail.com

website:

www.microseindia.com

Date: September 25, 2023

To,

The Corporate Relationship Department,

Bombay Stock Exchange,

Dalal Street,

Mumbai – 400 001

Dear Sir/Madam,

Company Code: 523343

Subject: Proceedings of the 35th Annual General Meeting of Microse India Limited.

Pursuant to Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015, enclosed herewith please find the proceedings of the 35th Annual General Meeting held on Monday, September 25, 2023 at 03:00 P.M. at the registered office of the Company situated at 421, Maker Chamber V, Nariman Point, Mumbai- 400 021.

Kindly take the same on your record and oblige.

Thanking you

Yours faithfully,

For Microse India Limited

Saurabh Garg

Director

DIN: 00376890

Place: Mumbai

PROCEEDINGS OF THE 35th ANNUAL GENERAL MEETING OF MICROSE INDIA LIMITED HELD ON MONDAY, SEPTEMBER 25, 2023 AT 03:00 P.M. AND CONCLUDED AT 04.00 P.M. AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT 421, MAKER CHAMBER V, NARIMAN POINT, MUMBAI – 400 0021, MAHARASHTRA, INDIA.

PRESENT:

Mr. Saurabh Garg	Chairman and Director
Mr. Shyam Sunder Agrawal	Director
Mrs. Nisha Garg	Director
Mr. Pawan Ramswaroop Gupta	Independent Director
Mr. Akshay Sushil Goenka	Independent Director
Mr. Amit Kumar Mishra	Chief Financial Officer
Mr. Manojkumar Omprakash Chaudhari	Chief Executive Officer
Ms. Agrima Shah	Company Secretary

In attendance: Representative from M/s. Pramod S. Shah & Associates - Practising
Company Secretaries - Scrutinizer
Representative from M/s. Chunnilal and Company - Statutory Auditor

11 Members holding in aggregate 1000900 Equity shares attended the meeting as per attendance slips.

7 Members were representative of Body Corporate, 3 Members were personally present at the meeting and 1 Member was appointed a Proxy.

Mr. Saurabh Garg, chaired the meeting and announced that since the requisite quorum for the meeting was present, the formal proceedings of the meeting could commence. He then extended a warm welcome to the members present.

The Chairman announced that Registers as required were open for inspection to the members during the meeting. He then introduced his colleagues on the Board to the members.

With the consent of the members present, the notice convening the Meeting along with the Audited Accounts and the Director's report were taken as read.

Thereafter, the Chairperson informed that there were no qualifications in the Audit Report.

The Chairman then apprised the Shareholders regarding the overall performance of the Company for the financial year 2022-23.

The Chairperson further informed that Mr. Pramod S. Shah, Partner of M/s Pramod S. Shah & Associates, Practicing Company Secretaries was appointed by the Board of Directors to act as the Scrutinizer for conducting the e-voting process in a fair and transparent manner.

Gist of proceedings of the Thirty Fifth Annual General Meeting of the Company

The Shareholders then transacted the following items:

ORDINARY BUSINESS:

1. The first resolution was an ordinary resolution:

To receive, consider and adopt the Audited Financial Statements for the year ended March 31, 2023 together with the Reports of the Board of Directors and Auditors thereon.

The Chairman invited the queries from the Shareholders. Some of the shareholders raised queries on the financials of the Company. The Chairman of the Company suitably and satisfactorily clarified/ replied to the queries. The resolution was then put to vote after addressing to the queries of the Shareholders.

2. The second resolution was an Ordinary Resolution:

To consider the re-appointment of Mr. Shyam Sunder Agrawal (DIN: 00355837) as a Director of the Company who is liable to retire by rotation.

3. The Third resolution was an Ordinary Resolution:

To take note of casual vacancy caused by resignation of the Statutory Auditor and to consider and approve appointment of M/S. TODARWAL & TODARWAL LLP Chartered Accountants, Mumbai having firm registration no. 111009W / W100231 as the Statutory Auditors of the Company for the Financial Year 2023-24 pursuant to Section 139(8) of the Companies Act, 2013 to fill the casual vacancy caused by

resignation of the statutory auditor M/s. Chunnilal and Company, having firm registration no. 101947W.

4. The Fourth resolution was an Ordinary Resolution:

To consider and approve appointment of M/S. TODARWAL & TODARWAL LLP Chartered Accountants, Mumbai as the Statutory Auditors of the Company pursuant to Section 139(1) of the Companies Act, 2013 as the Statutory Auditor of the Company from the conclusion of this Annual General Meeting till the conclusion of the Annual General Meeting to be held for the financial year ending 31st March, 2028.

SPECIAL BUSINESS:

5. The Fifth resolution was a Special Resolution:

To consider the re-appointment of Mr. Pawan Gupta as an Independent Director of the Company for a second term of 5 (five) consecutive years.

Further, we would like to draw your kind attention to Regulation 44 of the SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015 read with Section 108 of Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 pursuant to which the Company had offered e-voting facility to its shareholders which had commenced on Friday, 22nd September 2023 (9:00 A.M. IST) onwards and ended on Sunday, 24th September, 2023 (5:00 P.M. IST). Thereafter, at the Annual General Meeting, a poll was undertaken in order to facilitate the shareholders present at the meeting to cast their vote equivalent to the number of shares held by them provided they had not already exercised their rights to vote through e-voting facility.

The Scrutinizer's report there at will be placed on the website of the Company and Bombay Stock Exchange (BSE) within two days.

The Chairman thanked one and all for attending the meeting after the conclusion of the Meeting.

The Chairman declared the meeting closed.

The meeting was concluded at 4.00 P.M. with a vote of thanks to the Chair.

Notes:

- i. The Company will separately intimate the voting results (remote e-voting and voting at the meeting) to the stock exchanges.
- ii. This document does not constitute minutes of the proceedings of the Annual General Meeting of the Company.

Date: 25/09/2023

Place: Mumbai

Saurabh Garg
Chairman and Director
DIN No. 00376890