

**February 15, 2023**

To,  
**BSE Limited**  
P. J. Towers,  
Dalal Street,  
Mumbai - 400 001.

**Sub: Proceedings of the Extra-ordinary General Meeting of Members of the Company held on February 15, 2023**

Dear Sir/Madam,

We wish to inform you that the Extra Ordinary General Meeting (EGM) of the Company was held on Wednesday, February 15, 2023.

Pursuant to the provisions of Regulation 51(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with clause (23) of Para A of Part B of Schedule III of the said Regulations, we are enclosing herewith the proceedings of the EGM.

Kindly take the same on record.

Thanking you.

Yours faithfully,

:: CERTIFIED TRUE COPY:  
For **Ashv Finance Limited**

**Monika Variava**  
**Company Secretary & Compliance Officer**  
**Membership No. A31722**

**Proceedings of Extra Ordinary General Meeting of the Members of Ashv Finance Limited held on 15<sup>th</sup> Feb, 2023 at IST 5:00 PM through video-conference, as provided under the General Circular No.11/2022 issued on 28-Dec-2022 by the Ministry of Corporate Affairs to transact the following business**

The Extraordinary General Meeting (“EGM”) of the Members of Ashv Finance Limited was held on Wednesday, 15<sup>th</sup> February, 2023 at IST 5:00 PM through video-conference as required under the relevant circulars issued by the Ministry of Corporate Affairs.

Ms. Monika Variava, Company Secretary and Compliance Officer of the Company welcomed the present Members of the Company and Mr. Nikesh Kumar Sinha, Member and Managing Director of the Company elected as the Chairperson for the meeting through show of hands.

Further with the permission of the Chairperson, Company Secretary introduced other Directors of the Company and informed that due to prior commitments, Mr. Vineet Chandra Rai, Mr. Amol Warange, Ms. Suma Swaminathan and Mr. Sagar Thakar, Directors of the Company were unable to attend the meeting.

Ms. Matangi Gowrishankar was present as the Chairperson of the Nomination and Remuneration Committee and Mr. Rakesh Rewari was present as the Chairperson of Audit and Compliance Committee of the Board. Due to pre-occupation and prior-commitment, none of the representatives from Statutory Auditor and Secretarial Auditor were able to attend this meeting.

The Company had received 6 authorised representative letters from the Corporate Members along with shorter notice consent and these Corporate Members are collectively holding 4,19,70,266 equity shares of Rs.10/- each representing about 95.62% of the paid-up share capital of the Company on fully diluted basis.

Since the EGM was held pursuant to the MCA Circulars, physical attendance of Members was dispensed with. Accordingly, the facility for appointment of Proxies by the Members was not available for the EGM. The Chairperson informed the Members that the Statutory Registers under the Companies Act, 2013, and other documents as referred to in the EGM Notice were available for inspection by the Members at the Meeting.

The EGM Notice along with the Explanatory Statement was taken as read.

The following item of business as laid down in the Notice of the EGM, was transacted at the Meeting:

**ITEM NO. 1**

Special Resolution pursuant to the provisions of Section 4 and 13 of the Companies Act, 2013 (the “Act”) and other applicable provisions, if any, of the Act read with the Companies (Incorporation) Rules, 2014 (including any statutory modifications or re-enactments thereof for the time being in force) and subject to the necessary registrations, approvals, consents, permissions and sanctions, if any, by the Registrar of Companies, and/or any other appropriate authority and subject to such terms, conditions, amendments or modifications as may be required or suggested by any such appropriate authority(ies), consent of the members of the Company were accorded to amend the existing “Clause III(B) i.e. Matter which are necessary for furtherance of the Objects Specified in Clause III(A)” of the Memorandum of Association (“MOA”) of the Company by adding below clause:

The following new Clause 24A in Clause III(B) of MOA shall be inserted after sub clause 24 namely:

***24A. “To carry on activity of advertisement, marketing or publicity agents or contractors in various ways and manners including outdoor and indoor, newspapers, roadshows, events, magazines, books, screens, slides, walls, buses, railways, other transport vehicles and public places, audio visual display, communications in digital media and to publish or advertise the same through any mode whatsoever to promote products or services.”***

The Resolution was put to vote by show of hands and was passed with requisite majority by the Members present.

The Meeting concluded at 05:10 PM with a vote of thanks to the Chair.

:: CERTIFIED TRUE COPY:  
For **Ashv Finance Limited**

**Monika Variava**  
**Company Secretary & Compliance Officer**  
**Membership No. A31722**