

Date: September 27, 2024

To, The General Manager, Listing Department BSE Limited, Department of Listing Operations, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001	To, The Manager, Listing Department National Stock Exchange on India Limited, Exchange Plaza, C-1, Block-G, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051
Scrip code: 543234	Trading Symbol: SECMARK

Subject: Summary of proceedings of the 13th Annual General Meeting (AGM) of the Company held on Friday, September 27, 2024.

Dear Sir/Madam,

This is to inform you that pursuant to requisite circulars issued by the Ministry of Corporate Affairs and regulations of SEBI (LODR) Regulations, 2015, the 13th Annual General Meeting (AGM) of the members of SecMark Consultancy Limited ("the Company") was held today i.e. Friday, September 27, 2024 at 02:30 PM (IST) through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM") through the platform of NSDL in compliance with the circulars issued by the Ministry of Corporate Affairs.

Pursuant to Regulation 30(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 ("Listing Regulations") read with Para A of Part A of Schedule III of the Listing Regulations, please find enclosed herewith Summary of proceedings of 13th Annual General Meeting of the Company held on Friday, September 27, 2024 at 2:30 pm as **Annexure A**.

This is for your information and record.

Thanking You,

FOR SECMARK CONSULTANCY LIMITED

Sunil Kumar Bang
Company Secretary & Compliance Officer

Encl:a/a

Annexure A

SUMMARY OF PROCEEDINGS OF THE 13TH ANNUAL GENERAL MEETING OF SEC MARK CONSULTANCY LIMITED

Pursuant to Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations), a summary of the proceedings of AGM held on Friday, September 27, 2024 through Video Conferencing (VC) /Other Audio-Visual Means (OAVM), as per MCA Circulars, is given below:

Meeting **commenced at 2:34 PM and concluded at 3:08 PM**

Shri Binod Maharana, Chairman of the Company occupied the Chair. All the Directors including Chairman of Audit Committee, Stake Holders Relationship Committee and Nomination & Remuneration Committee joined the meeting. The Statutory Auditors, Secretarial Auditors, Scrutinizer, Chief Financial Officer, Chief Executive Officer and Company Secretary also joined the meeting.

The Chairman welcomed shareholders, who have joined the 13th Annual General Meeting of the Company by virtual platform 23 (Twenty Three) members joined the meeting. In view of MCA circular, the facility to appoint proxy to attend and cast vote for the members was not provided for the AGM. After ascertaining that the requisite quorum for the meeting as per Companies Act, 2013 has joined the meeting, the Chairman called the meeting to order. The Chairman delivered his speech and briefed about the Company and its activities.

He further informed that the Statutory Registers as required under the Companies Act, 2013 and other documents as mentioned in Notice of 13th AGM were kept open for view by shareholders.

The Chairman informed about Mr. Sagar Thanki, Mr. Michael D'souza and Mr. Sunil Bang are shareholders of the Company from the Panelist team.

The Chairman then delivered his speech to the Shareholders and briefed about the dominant purchase of softwares required for embarking the technology transition of the Company during the Financial Year 2023-24.

Thereafter, Mr. Ravi Ramaiya, Managing Director and Chief Executive Officer (CEO) of the Company gave an overview of financial performance of the Company for the year ended March 31, 2024 and other details of the Company.

Thereafter, proceedings of AGM were taken forward by Mr. Sunil Bang, Company Secretary and Compliance Officer of the Company.

The Notice dated August 13, 2024 of the 13th Annual General Meeting of the Company, along items with Ordinary and Special Business were taken as read. The shareholders were informed that the Statutory Auditor's Report & Secretarial Audit Report do not contain any qualifications, observations or adverse remark and therefore with the concurrence of shareholders were taken as read.

The Company Secretary briefed shareholders inter alia, about certain procedural and technical aspects of the AGM. He informed that:

- a) The Company had provided to the Shareholders, the facility to cast their vote electronically through remote e-voting facility provided by NSDL from Tuesday, September 24, 2024 at 9:00 a.m. (IST) to Thursday, September 26, 2024 till 5:00 p.m. (IST), on all resolutions set forth in the Notice of the AGM.
- b) Shareholders who were present at the AGM and had not casted their vote electronically were provided an opportunity to cast their votes though e-voting during the Meeting.
- c) The Company had given facility to members to send their questions/queries in advance on the email id as given in notice.
- d) Mr. Keyur Ghelani, Proprietor of M/s. K. P. Ghelani, Practicing Company Secretaries, was appointed as Scrutinizer for the purpose of scrutinizing the e-voting process in a fair and transparent manner.
- e) The result of combined e-voting along with scrutinizer's report would be uploaded on the website of the Company i.e. www.secmark.in as well as website of NSDL and Stock Exchanges i.e. BSE Limited and NSE Limited within 2 working days from the conclusion of the AGM.

Thereafter, the Company Secretary summarized and explained the scope and implications of three ordinary business and two special business agendas as stated in the Notice.

The following items of business, as per the Notice dated August 13, 2024 were transacted at the Meeting:

Ordinary Business:

- 1. Adoption of Standalone Financial Statements and the Consolidated Financial Statements the financial year ended March 31, 2024 together with the Reports of the Board of Director's and Auditor's thereon.**
 - a. To receive, consider and adopt the audited standalone financial statements of the Company for the financial year ended March 31, 2024 together with the Reports of the Board of Director's and Auditor's thereon.
 - b. To receive, consider and adopt the audited consolidated financial statements of the Company for the financial year ended March 31, 2024 together with the Reports of the Board of Directors and Auditors thereon.
- 2. Re-appointment of Mr. Shardul Jashwantlal Shah (DIN: 03510251) as "Non-Executive Non-Independent Director" of the Company liable to retire by rotation.**
- 3. Re-appointment of M/s. D. Kothary & Co, Chartered Accountants, having Firm Registration No. 105335W as Statutory Auditors of the Company in terms of Sections 139, 142 and other applicable provisions, if any, for the second consecutive term of five years, from the conclusion of this 13th Annual General Meeting till the conclusion of the 18th Annual General Meeting to be held in the year 2029.**

Special Business:

Special Resolution

4. To consider re-appointment of Ms. Priti Nigam Gandhi (DIN: 08059325) as an Non-Executive Independent Director for the second term of the Company.

Re-appointment of Ms. Priti Nigam Gandhi (DIN: 08059325) as “Non-Executive Independent Director” of the Company not liable to retire by rotation for the second consecutive term of five years, i.e., from September 27, 2024 to September 26, 2029 (both days inclusive), on such terms and condition as discussed in Board Meeting of the Company.

5. To consider re-appointment of Mr. Binod Chandra Maharana (DIN: 07095774) as Non-Executive Independent Director for the second term.

Re-appointment of Mr. Binod Chandra Maharana (DIN: 07095774) as “Non-Executive Independent Director” of the Company not liable to retire by rotation for the second consecutive term of five years, i.e., from September 27, 2024 to September 26, 2029 (both days inclusive), on such terms and condition as discussed in Board Meeting of the Company.

It was further informed that since the Meeting was held through virtual mode and since Company has provided facility of voting through electronic modes, there is no requirement for proposing & seconding the resolutions and therefore invited all the members to cast their votes within next 15 minutes.

He then requested the members to pose questions, if any. Some of the shareholders who had registered themselves as speaker for Meeting, were provided with the opportunity to speak.

The Company Secretary then, with a permission of Chair, extended gratitude to all the Shareholders, Directors, Auditors and others for attending the Meeting on virtual platform and declared conclusion of proceedings of the meeting.

Yours faithfully,
For SecMark Consultancy Limited

Sunil Kumar Bang,
Company Secretary & Compliance Officer

Details of Voting Results at 13th Annual General Meeting held on September 27, 2024.
 [Pursuant to Regulation 44(3) of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015]

A. Details of Attendance at Annual General Meeting:

Particulars	Details
Date of the AGM	September 27, 2024
Total number of equity shareholders as on Cut-off date of September 20, 2024	1309
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter Group	No arrangement for physical meeting or appointment of proxy was made as meeting was held through VC/OAVM
b) Public	
No. of Shareholders attended the meeting through Video Conferencing	23
a) Promoters and Promoter Group	1
b) Public	22

Yours faithfully,
For SecMark Consultancy Limited

Sunil Kumar Bang,
Company Secretary & Compliance Officer