

Premium Capital Market and Investments Limited

CIN: L67120MP1992PLC007178

Registered Office: 401, Starlit Tower, 4th Floor, 29, Y N Road, Indore – 452 003, Madhya Pradesh, India

Contact No.: Phone No.: 0731-4073642 (M) +91 91091 04911

Email: compliance.premium@gmail.com **Website:** www.premcapltd.com

Date: September 30, 2024

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001

Dear Sir/Madam,

Subject: Outcome of 32nd Annual General Meeting of the Company held on September 30, 2024

Reference: Premium Capital Market and Investment Limited (Security ID: PREMCAPM, Security Code: 511660)

The Company's 32nd Annual General Meeting (AGM) was held today on Monday, September 30, 2024 at 401, Starlit Tower, 4th Floor, 29, Y N Road, Indore – 452 003, Madhya Pradesh, India.

The Meeting commenced at 10:30 A.M. (IST) and concluded at 11:00 A.M. (IST).

The remote e-voting facility was commenced on 9:00 A.M. on Thursday, September 26, 2024 and was ended on 5:00 P.M. on Saturday, September 29, 2024.

During the meeting, voting through poll was declared by the Chairman – Ms. Manisha Sudip Bhattacharya, Wholetime Director, in respect of all businesses set forth in the notice of 32nd Annual General Meeting (“AGM”) of the Company.

Pursuant to Regulation 30 r.w. Part-A of Schedule III to the SEBI (LODR) Regulations, 2015, please find enclosed herewith Summary of Proceedings of 32nd Annual General Meeting.

Kindly find the same in order.

For, Premium Capital Market and Investments Limited

Manisha Sudip Bhattacharya
Wholetime Director
DIN: 09630474



Place: Indore

Enclosed: A/a.

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SUMMARY OF PROCEEDINGS OF THE 32nd ANNUAL GENERAL MEETING

The 32nd Annual General Meeting (AGM) of the members of Premium Capital Market and Investment Limited (“the Company”) was held today i.e. Monday, September 30, 2024 at 10:30 A.M. (IST) at 401, Starlit Tower, 4th Floor, 29, Y N Road, Indore – 452 003, Madhya Pradesh, India.

The meeting was commenced at 10:30 A.M.

As decided by the Board of Directors of the Company, Ms. Manisha Sudip Bhattacharya, Wholetime Director acted as Chairman of the Meeting.

Mr. Deepak Bissa, the host for the Annual General Meeting initiated the proceedings of the Annual General Meeting by welcoming the Shareholders of the Company. Further he requested everyone to stand up for the National Anthem.

The Host then requested Chairman – Ms. Manisha Sudip Bhattacharya to announce the presence of Members at the Meeting.

The Chairman thanked Host and mentioned that as required under the law, minimum quorum for the meeting was thirty members personally present.

Total 37 Members were present at this Meeting out of which no Members were present through Proxies.

Accordingly, required quorum being present, the Chairman asked to proceed with the meeting.

The Members were also informed that:

- The Company had circulated notice in newspapers and also sent emails to the shareholders along with detailed process to login, voting through remote e-voting as well as to participation in the meeting.
- The Company had provided facility for remote E voting. Remote e voting was opened from 9:00 A.M. on Thursday, September 26, 2024 and was ended on 5:00 P.M. on Saturday, September 29, 2024. The voting rights of members were in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date i.e., Monday, September 23, 2024.
- There would be no voting by show of hands. Members who didn't vote through remote e-voting were provided with voting through poll paper facility during the AGM and were requested to get their respective Poll Paper in case they haven't voted through remote e-voting platform.
- The Board of Directors have appointed Mr. Anand Lavingia, Practicing Company Secretary, as Scrutinizer to scrutinize the votes casted during the meeting and the votes casted through remote e-voting platform of National Security Depository Limited. The results shall be declared after receiving of Scrutinizer report at the earliest within 48 hours after the meeting. The results shall also be made available on website of the Company.
- The Register of Directors and KMP and their Shareholding and the register of contracts or arrangements in which Directors are interested were open for inspection of the Members. Any Members wanting to inspect the same could approach CFO at the end of the Annual General Meeting.
- Members who wanted to inspect the proxies lodged with the Company for the meeting, could approach the registration desk.
- Members/Proxies were requested to hand over their Proxy Form along with Authorization Letter / Board Resolution, if any, duly signed and completed for attending the meeting at registered office of the company on or before September 28, 2024 at 10:30 A.M. The signature of the Proxy Form shall match with the signature(s) registered with the Company. Votes casted through Poll Papers by the Members/Proxies who had not submitted Attendance Slip, Authorization Letter or Board Resolution shall be discarded.

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Moving further the Host mentioned that as the Annual Report containing the Notice convening the Annual General Meeting had been sent to Members well in advance through e-mail and through physical to the Members who had requested as such; it was thereby proposed to take them as read.

Shareholders have consented to take them as read.

The host then informed the shareholders present that the businesses as provided in the Notice of the 32nd AGM starting with 1 to 3 were required to be voted through Poll process by the members present at the meeting and who haven't already casted their vote through remote e-voting platform.

Poll Papers had already been distributed to the members at the entrance of the meeting Hall.

The shareholders were requested to tick mark on the appropriate box (in favor or in against or in Abstain) and sign it, as per the record available with the Company or Depositories and drop it in the Ballot Box.

The Scrutinizer showed the empty ballot box to everyone present at the meeting and locked it in the presence of Members.

The Host then requested the Chairman of the meeting to announce poll on the Businesses proposed at the Annual General Meeting.

The Chairman announced poll on all the businesses proposed at the Annual General Meeting. Members were requested to exercise their votes through poll papers at end of the meeting.

Moving forward the host mentioned that there total 3 businesses to be transacted at the Annual General meeting as per the Notice.

First was to consider and adopt the audited financial statement of the Company for the financial year ended March 31, 2024 and the reports of the Board of Directors and Auditors thereon.

The Host mentioned that the Board recommended the resolution thereof for approval of the shareholders as Ordinary Resolution.

The Host then informed the Members that as per Secretarial Standard 2, the Observations in the Secretarial Audit Report were required to be read in the Annual General Meeting and that there were few observations in the Secretarial Audit Report as mentioned on Page No. 29 of the Annual Report.

These observations were;

1. Independent Directors of the Company have not registered themselves in the Independent Directors' Data Bank as required under Rule 6 of the Companies (Appointment and Qualifications of Directors) Rules, 2014, however company has appointed new Independent Directors of the Company Ms. Arti Gour (DIN: 10269658) w.e.f. August 17, 2023 and Ms. Ruchismita Patel (DIN: 10269888) w.e.f. August 11, 2023;
2. The Company has not appointed Company Secretary & Compliance Officer from July 01, 2022 till December 06, 2023, however Mr. Deepak Bissa has been appointed as company secretary and compliance officer w.e.f. December 07, 2023;
3. The company has not appointed Internal Auditor of the company for the period under review;
4. The Company has not filed certain e-forms for filing the resolution and documents with the Registrar of Companies under Section 117 read with Section 179(3) of the Companies Act, 2013;
5. The Company has not appointed Managing Director or Whole-Time Director or Manager under Section 203 of the Companies Act, 2013, however the company has appointed Ms. Manisha Sudip Bhattacharya (DIN: 09630474) as Whole-Time Director of the company w.e.f. August 11, 2023.

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The Host further drew attention of member's present towards the explanations / comments given by the Board of Directors in their report on Page No. 27 of the Annual Report and mentioned that the explanations given by the Board of Directors were as follows :

Company has re-constituted entire Board of Directors as on August 11, 2023. Currently company is not in full operation mode so there is no requirement of Internal Auditor but to comply with the statutory requirements we will appoint internal auditor as soon as possible. However, the delay occurred purely due to oversight and Company ensures to make timely compliance in future.

Further the Host stated that as there were no qualifications, observation, or comment on financial transactions or matters, which had any adverse effect on the functioning of the company mentioned in the Auditors' Report, the same were not required to be read out at the meeting.

Moreover, the Auditors of the Company had not reported any fraud as specified under Section 143(12) of the Companies Act, 2013.

Shareholders have consented to take them as read.

The Host further requested Mr. Ripu Sudhan Shukla (CFO) to make a presentation for Financial year 2023-24 to the members present. He then requested founders to share some insight on the future roadmap and business expansion plan.

Ms. Manisha Sudip Bhattacharya expressed her heartfelt gratitude to all shareholders and stakeholders for their unwavering support, acknowledging their crucial contributions to the company's success through both challenges and triumphs.

She extended her thanks to the CFO Mr. Ripu Sudhan Shukla for delivering an insightful presentation on the business journey and summarizing the achievements of the past financial year.

Then after, Host introduced Ms. Ruchismita Patel as an Independent Director, Ms. Arti Gour as an Independent Director, Ms. Papita Nandi as Non-executive Director, Ms. Manisha Sudip Bhattacharya as a Wholetime Director and himself as a Company Secretary and Compliance Officer of the Company.

Further the Host mentioned that any Shareholder who desired of seeking any information on financial performance or journey ahead could seek their answers during the questions answers session of the Meeting.

Moving forward to second business that was to appoint a Director in place of Ms. Manisha Sudip Bhattacharya (DIN: 09630474), Director of the Company who retires by rotation and being eligible, seeks re-appointment.

Based on the terms of appointment, executive directors and non-executive directors were subject to retirement by rotation. Ms. Manisha Sudip Bhattacharya, who was appointed as Whole-Time Director for the current term and is the longest-serving member on the Board, retires by rotation and being eligible, seeks re-appointment.

Accordingly, the Board had recommended her re-appointment, to the extent she was liable to retire by rotation.

Moving forward to Third and Last business, The Board recommended the Special Resolutions set out at Item Nos. 3 of the Notice for approval by the members.

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There being no other businesses at the meeting, she requested the shareholders to actively participate in the annual general meeting and share their valuable insights and raise questions if any.

There being no more questions, the Host further stated that the Chairman had announced Poll on all the businesses proposed at the Annual General meeting and requested all the Members who haven't casted their votes through Remote E-Voting, to cast their votes through poll papers.

Members were also requested to note that while casting votes, ensure to fill all the required information in the poll papers and signature must match with that of available in record of depositories to enable the Scrutinizer to consider your valuable votes.

The signed poll papers were required to be dropped in the Ballot Box only.

The Host then requested Chairman to conclude the meeting.

Results for remote e-voting and voting through poll during AGM will be placed on the website of the Company. It will also be submitted to the Stock Exchange as per the relevant provisions of the Companies Act and the listing regulations.

The meeting was concluded at 11:00 A.M. IST

For, Premium Capital Market and Investment Limited

Manisha Sudip Bhattacharya
Wholetime Director
DIN: 09630474



Place: Indore