



CDSL VENTURES LIMITED

“17th Annual General Meeting”

30th June, 2023

4:30 P.M. (I.S.T) to 4:50 P.M. (I.S.T.)

CORPORATE PARTICIPANTS:

Dr. Ramabhadran Thirumalai,
Chairman of the Meeting

Shri Girish Amesara,
Director

Shri Amit Mahajan,
Director

Shri Sunil Alvares,
Managing Director and CEO

WELCOME ADDRESS – Smt. Mohini Kharpude

Good afternoon everyone, on behalf of the Company, I welcome the Shareholders, Representative of Body Corporate, Members of the Board, Employees and Auditors, to the 17th Annual General Meeting of CDSL Ventures Limited. This meeting is being held through video conference in accordance with the circular issued by the Ministry of Corporate Affairs. As the meeting has the requisite quorum of 5 shareholders, I invite Dr. Ramabhadran Thirumalai, Chairman to commence the proceeding of the meeting.

As the meeting has the requisite quorum of 5 shareholders and therefore I call the meeting to order.

The Register of Directors and Key Managerial Personnel and their shareholding, Register of Contracts or arrangement in which Directors are interested, Register of Directors and Register of Director's shareholding are available, this will remain accessible to the members for Inspection electronically if they so desire.

**Regd. Office : A-Wing, Marathon Futurex, 25th Floor, Mafatlal Mills Compound,
N. M. Joshi Marg, Lower Parel (E), Mumbai - 400 013.
CIN : U93090MH2006PLC164885
Website : www.cvlindia.com**



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I invite Dr. Ramabhadran Thirumalai, Chairman of the meeting to commence the proceeding of the meeting.

CHAIRMAN'S SPEECH – Dr. Ramabhadran Thirumalai

Dear Members, fellow colleagues and other participants,

It gives me great pleasure to welcome you all to the 17th AGM of the Company.

I shall, with your permission, take the notice of this meeting along with the Audited Financial Statements for the financial year ended March 31, 2023 and the report of the Directors and Auditors thereon, as read.

We now take up the resolutions as set forth in the Notice. We will open the floor for any questions by members after each resolution is tabled.

Item No. 1 of the Notice: Consideration of Directors' Report and Annual Accounts:

Dr. Ramabhadran Thirumalai:	<p>The Auditor's Report on the financial statements for the year ended 31st March, 2023 does not contain any qualification, observation or comments on financial transactions or matters which have any adverse effect on the functioning of the Company, hence pursuant to Section 145 of the Companies Act, 2013, the Auditor's Report on the financial statements for the year ended 31st March, 2023 is not required to be read at the Meeting and with your permission, I take them as read.</p> <p>The total income amounted to Rs. 11,486.56 lakhs (Previous year Rs. 14,721.38 Lakhs) comprising of income from operations at Rs. 10,294.56 Lakhs (Previous year Rs. 13,493.07 Lakhs) and other income of Rs. 1,192.00 Lakhs (Previous year Rs. 1,228.31 Lakhs).</p> <p>Total expenses amounted to Rs. 4,940.62 Lakhs (Previous year Rs. 5,089.60 Lakhs) including personnel cost of Rs. 891.43 Lakhs (Previous year Rs. 561.56 Lakhs).</p>
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	<p>The Company recorded a net profit after depreciation and Taxes of Rs. 4,881.70 lakhs as against Rs. 7,309.48 lakhs for the previous year.</p> <p>I now request the Members to consider, propose and second Item No. 1 of the Notice as an Ordinary Resolution</p>
Shri Nitin Ambure:	(then moved the resolution as an Ordinary Resolution)
Shri Amit Mahajan:	(seconded the resolution)
Dr. Ramabhadran Thirumalai:	<p>I request the members to consider the resolution. I would be glad to reply to any queries relating to the Annual Accounts of the company.</p> <p>As no queries were raised by any member on the Annual Accounts I now put the resolution for voting to the members by show of hand.</p> <p>I declare that the item no. 1 of the notice has passed unanimously</p>

Item No. 2 of the Notice: To declare final dividend on Equity shares of the Company for the financial year ended March 31, 2023

Dr. Ramabhadran Thirumalai:	I now request the Members to consider, propose and second Item No. 2 of the Notice as an Ordinary Resolution i.e. To declare final dividend on Equity shares of the Company for the financial year ended March 31, 2023.
Shri Girish Amesara:	(then moved the resolution as an Ordinary Resolution)
Shri Amit Mahajan:	(seconded the resolution)
Dr. Ramabhadran Thirumalai:	I request the members to consider the resolution. I would be glad to reply to any queries relating to the Declaration of Final Dividend.



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	<p>As no queries were raised by any member on the Dividend I now put the resolution for voting to the members by show of hand.</p> <p>I declare that the item no. 2 of the notice has passed unanimously</p>
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Item No. 3 of the Notice: To appoint a Director in place of **Dr. R. K. Kakkar** who retires from office by rotation and being eligible offers himself for re-appointment:

Dr. Ramabhadran Thirumalai:	I now request the Members to consider, propose and second Item No. 3 of the Notice as an Ordinary Resolution i.e. To appoint a Director in place of Dr. R. K. Kakkar who retires from office by rotation and being eligible offers himself for re-appointment.
Shri Amit Mahajan:	(then moved the resolution as an Ordinary Resolution)
Shri Girish Amesara:	(seconded the resolution)
Dr. Ramabhadran Thirumalai:	<p>I now put the resolution for voting to the members by show of hand.</p> <p>I declare that the item no. 3 of the notice has passed with the requisite majority/unanimously</p>

Item No. 4 of the Notice: Appointment of Dr. Ramabhadran Thirumalai (DIN: 07059883) as a Director of the Company:

Dr. Ramabhadran Thirumalai:	Being an interested party in item no. 4, to avoid conflict of interest, I shall not propose nor vote in this item and I recuse myself for this item. With due permission of members and Directors present, I request Shri Girish Amesara, to propose this item and put it on vote.
Shri Girish Amesara:	I now request the Members to consider, propose and second, Item No. 4 of the Notice as an Ordinary Resolution
Shri Farokh Patel:	(then moved the resolution as an Ordinary Resolution)



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Shri Nitin Ambure:	(seconded the resolution)
Shri Girish Amesara:	I now put the resolution for voting to the members by show of hand. I declare that the item no. 4 of the notice has passed with the requisite majority/unanimously

CONCLUSION: Dr. Ramabhadran Thirumalai

This concludes the formal business of the meeting and I declare the meeting as closed. I thank all of you for having attended the meeting and having extended your co-operation for enabling to conduct this meeting smoothly.