

# Hedge



Date : 27-09-2023

Kochi

The Manager BSE Limited Exchange Plaza, Bandra -Kurla Complex Phiroze Jeejeebhoy Towers Bandra (E), Dalal Street, Mumbai -400 001	Managing Director Central Depository Services (India) Ltd 28 <sup>th</sup> Floor, PJ Towers Dalal Street, Fort Mumbai – 400 023	Managing Director National Securities Depository Ltd 4 <sup>th</sup> Floor, Trade World Kamala Mills Compound Senapati Bapat Marg Lower Parel, Mumbai 400 013
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Dear Sir,

**Kind Attn: Head – Listing Department / Dept of Corporate Communications**

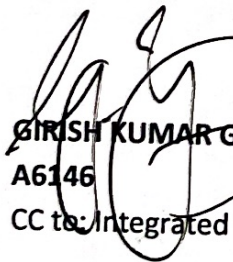
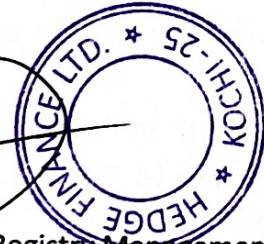
**Sub: Proceedings of the Twelfth Annual General Meeting**

Pursuant to Regulation 51 read with Part B of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed proceedings of the Twelfth Annual General Meeting of the Company held on Wednesday 27 September 2023 at 11:00 a.m. at the registered office of the Company.

We request you to take the aforesaid on records.

Thanking you,  
Yours faithfully

for HEDGE FINANCE LIMITED

  
GIRISH KUMAR G  
A6146  


CC to: Integrated Registry Management Services Private Ltd

CIN: U65923KL2011PLC027672

Hedge Finance Limited

Hedge House, Mamangalam, Kochi - 682025, Kerala, India | Tel: 0484 7160400 / 6130400

Email: info@hedgefinance.com Web: www.hedgefinance.com

**BRIEF PROCEEDINGS OF THE 12<sup>TH</sup> ANNUAL GENERAL  
MEETING OF HEDGE FINANCE LTD, HELD ON  
27 SEPTEMBER 2023 AT 11 AM, (THIS IS NOT THE MINUTES OF  
THE MEETING)**

The meeting commenced with a silent prayer at 11am, as indicated in the notice for the 12<sup>th</sup> Annual General Meeting.

Mr. Alex K Babu, shareholders was nominated by the shareholders to be the Chairman of the meeting.

The Chairman called the meeting to order since the quorum required for the conduct of the of the Annual General Meeting was present.

1. The Chairman informed the shareholders that first items as indicated in the notice for the 12<sup>th</sup> Annual General Meeting of the shareholders, and sent to shareholders, was the consideration and adoption of Audited Financial Statements as on 31 March 2023, along with Board's report and Auditors' report thereon.

The Chairman requested the shareholders to pass the resolution approving the adoption of Audited Financial Statements as on 31 March 2023 along with Board's report and Auditors' report thereon, as proposed and seconded by shareholders present in the meeting. The shareholders then approved the item through a show of hands.

2. The Chairman informed the shareholders that the next item as per the notice for the 12<sup>th</sup> Annual General Meeting was declaration of dividend.

The Chairman requested the shareholders to pass the resolution approving the adoption of declaration of dividend of 3% on the paid-up capital of the Company, payable to eligible shareholders, as proposed and seconded by shareholders present in the meeting. The shareholders then approved the item through a show of hands.

**3. The Chairman informed the shareholders that the next item as per the notice for the 12<sup>th</sup> Annual General Meeting was re-appointment of Director Mr. Raphael Thomas.**

**The Chairman requested the shareholders to pass the resolution approving the re-appointment of Director Mr. Raphael Thomas, as proposed, and seconded by shareholders present in the meeting. The shareholders then approved the item through a show of hands.**

**4. The Chairman informed the shareholders that the next item as per the notice for the 12<sup>th</sup> Annual General Meeting was appointment of Mr. Kiliyanat Puliasseri Padmakumar (DIN:00023176) as Whole-Time Director, and to fix his remuneration.**

**The Chairman requested the shareholders to pass the Special resolution approving the appointment of Mr. Kiliyanat Puliasseri Padmakumar (DIN:00023176) as Whole-Time Director, and to fix his remuneration, as proposed, and seconded by shareholders present in the meeting. The shareholders then approved the item through a show of hands, as a Special Resolution.**

**5. The Chairman informed the shareholders that the next item as per the notice for the 12<sup>th</sup> Annual General Meeting was Special Resolution for authorization to Board of Directors to borrow money, upto Rs.300 Crore.**

**The Chairman requested the shareholders to pass the resolution approving the Special Resolution for authorization to Board of Directors to borrow money upto Rs.300 Crore, as proposed, and seconded by shareholders present in the meeting. The shareholders then approved the item through a show of hands, as a Special Resolution.**

**6. The Chairman informed the shareholders that the next item as per the notice for the 12<sup>th</sup> Annual General Meeting was Special Resolution for amending the Articles of Association of the Company.**

**The Chairman requested the shareholders to pass the resolution approving the Special Resolution for amending the Articles of Association of the Company, as proposed and seconded by shareholders present in the meeting.**

The shareholders then approved the item through a show of hands, as a Special Resolution.

After the matters as indicated in the notice for the 12<sup>th</sup> Annual General Meeting was considered and approved by the shareholders, the Chairman allowed shareholders to raise queries and clarifications with regard to working of the Company, for the period under consideration. Some of the shareholders present at the meeting raised queries and also asked for clarifications on the functioning of the Company, have been answered, and the Chairman and Whole Time Directors replied to the same.

The 12<sup>th</sup> Annual General Meeting concluded after vote of thanks, and when the Chairman announced that the meeting is concluded.