



**SBI Ventures Limited**  
(Formerly known as SBICAP Ventures Limited)

**NOTICE OF 19<sup>TH</sup> ANNUAL GENERAL MEETING**

**NOTICE** is hereby given that the 19<sup>th</sup> Annual General Meeting of the Members of SBI Ventures Limited (formerly known as SBICAP Ventures Limited) will be held at a shorter notice on Friday, 20<sup>th</sup> September 2024 at 5.30 p.m. at 15<sup>th</sup> Floor, Conference Room, Corporate Centre, State Bank Bhavan, Madame Cama Road, Nariman Road, Mumbai, Maharashtra 400021, to transact the following business:

**ORDINARY BUSINESS:**

- 1) To adopt the audited Financial Statement as on 31<sup>st</sup> March 2024, together with the Reports of the Board of Directors and Auditors thereon and comments of Comptroller & Auditor General of India (CAG) under section 143(6) of the Companies Act, 2013 and in this regard.

To consider and if thought fit, to pass the following resolution as an Ordinary Resolution with or without any modification:

**"RESOLVED THAT** the audited Balance sheet of the Company as on 31<sup>st</sup> March 2024, the audited Statement of profit and loss for the year ended 31<sup>st</sup> March 2024, the Auditors' report and comments of the Comptroller & Auditor General of India (CAG) under Section 143(6) of the Companies Act, 2013 thereon, together with the Directors' Report, be and are hereby received, considered and adopted."

- 2) To appoint a director in place of Shri. Shesh Ram Verma (DIN:10177209) who retire by rotation and being eligible, offer himself for reappointment.

To consider and if thought fit, to pass the following resolution as an Ordinary Resolution with or without any modification:

**"RESOLVED THAT** pursuant to Section 152 and all other applicable provisions of the Companies Act, 2013 and in accordance with the Articles of Association of the Company, Shri. Shesh Ram Verma, Director, who retires by rotation being eligible offered himself for

reappointment at the present meeting, be and is hereby re-appointed as Director liable to retire by rotation.”

- 3) To consider and and authorize the Board to fix the remuneration of Statutory Auditor of the company as appointed by the Comptroller & Auditor General of India (CAG) for the financial year 2024-2025.

To consider and if thought fit, to pass the following resolution as an Ordinary Resolution with or without any modification:

“**RESOLVED THAT,** the Board of the Directors be and hereby authorized to fix the remuneration of the Statutory Auditor of the Company as will be appointed by Comptroller and Auditor General of India for the financial year 2024-2025.”

**By order of the Board,**



**Prem Prabhakar**

**Managing Director & CEO**

**Place: Mumbai**

**Date: 19<sup>th</sup> September 2024**

**NOTES:**

1. A Member entitled to attend and vote at the Annual General Meeting ('The Meeting') Is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company. The Instrument appointing the proxy should, however, be deposited at the registered office of the company not less than Forty-Eight Hours before the commencement of the Meeting.

A person can act as a proxy on behalf of members not exceeding Fifty and Holding in the aggregate not more than ten percent of the total Share Capital of the Company carrying voting rights. A Member Holding more than Ten Percent of the total Share Capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or Shareholder. A blank proxy Form is enclosed.

PROXIES SHALL BE EXCLUDED FOR DETERMINING THE QUORUM.

2. The Register of Directors and Key Managerial Personnel and their Shareholding shall be produced at the commencement of the Annual General Meeting and shall remain open and accessible during the continuance of the Meeting to any person having a right to attend the Meeting.
3. Members/proxies/authorized representatives should bring the duly filled in Attendance Slip enclosed herewith to attend the Meeting.
4. Corporate members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the Board resolution to the Company, authorizing their representative to attend and vote on their behalf at the Meeting.
5. The Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the Annual General Meeting.



6. Relevant documents referred to in the accompanying Notice are open for inspection by the members at the Registered Office of the Company on all working days, except Saturdays, during business hours up to the date of the Meeting.

**By order of the Board,**



**Prem Prabhakar**

**Managing Director & CEO**

**Place: Mumbai**

**Date: 19<sup>th</sup> September 2024**

**PROXY FORM**

**FORM No. MGT 11**

**(Pursuant to Section 105(6) Companies Act 2013 and rule 19(3) of the Companies  
(Management and Administration) Rules 2014)**

Name of the member(s):		
Registered Address:		
E-mail ID:	Folio No./Client ID:	DP ID:

I/We, being the member(s) holding \_\_\_\_\_ shares of SBI Ventures Limited, hereby appoint:

1. Name	2. Name	3. Name
Address	Address	Address
Email ID	Email ID	Email ID
Signature  , or failing him/her	Signature  , or failing him/her	Signature

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 19<sup>th</sup> Annual General Meeting of the company, to be held at a shorter notice on Friday, 20<sup>th</sup> September 2024 at 5.30 p.m. at 15<sup>th</sup> Floor, Conference Room, Corporate Centre, State Bank Bhavan, Madame Cama Road, Nariman Point, Mumbai, Maharashtra 400021 and at any adjournment thereof in respect of such resolutions as are indicated below:

Item No.	Particulars	For	Against
<b>Ordinary Business</b>			
1.	To adopt the audited Financial Statement as on 31 <sup>st</sup> March 2024, together with the Reports of the Board of Directors and Auditors thereon and comments of Comptroller & Auditor General of India (CAG) under section 143(6) of the Companies Act, 2013.		
2.	To appoint a director in place of Shri. Shesh Ram Verma (DIN: 10177209) who retire by rotation and being eligible, offer himself for re-appointment.		
3.	To consider and and authorize the Board to fix the remuneration of Statutory Auditor of the company as appointed by the Comptroller & Auditor General of India (CAG) for the financial year 2024-2025.		

Signed this \_\_\_\_ day of \_\_\_\_\_ 2024

Affix Re. 1  
Revenue  
Stamp

Signature of the shareholder:

Signature of Proxy holder(s):

**Note: This Form of Proxy in order to be effective, should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.**

**ATTENDANCE SLIP**

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**Folio No. /DP ID / Client ID:**

**Number of shares held:**

**Name of the attending  
Member/Proxy\*:**

I certify that I am a member / proxy\* for the member of the Company.

I hereby record my presence at the 19<sup>th</sup> Annual General Meeting of the members of the Company held on Friday, 20<sup>th</sup> September 2024 at 5.30 p.m. at 15<sup>th</sup> Floor, Conference Room, Corporate Centre, State Bank Bhavan, Madame Cama Road, Nariman Point, Mumbai, Maharashtra 400021.

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Name of the Member / Proxy\*  
(In BLOCK letters)

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Signature of the Member / Proxy\*

\*Strike out whichever is not applicable.

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**Note:**

1. Please complete the Folio/DPID-Client ID No. and name, sign the Attendance Slip and hand it over at the Attendance Verification counter at the entrance of the Meeting Hall.
2. Electronic copy of Notice of the 19<sup>th</sup> Annual General Meeting (AGM) along with Attendance Slip and Proxy Form is being sent to all the members whose e-mail address is registered with the Company / Depository Participant unless any member has requested for a hard copy of the same. Members receiving electronic copy and attending the AGM can print copy of this Attendance Slip.
3. Physical copy of Notice of 19<sup>th</sup> Annual General Meeting along with Attendance Slip and Proxy Form is sent in the permitted mode(s) to all members whose email is not registered or have requested for a hard copy.

## ROUTE MAP

Venue: 15<sup>th</sup> Floor, Conference Room, Corporate Centre, State Bank Bhavan, Madame Cama Road, Nariman Point, Mumbai, Maharashtra 400021

