

September 14, 2023

The Manager,
Listing Department
BSE Limited
P. J. Towers, Dalal Street,
Fort, Mumbai – 400 001
BSE Scrip Code: 531950

Dear Sir/Madam,

Sub: Voting Results of the 30th Annual General Meeting (“AGM”) of the Company held on September 14, 2023 along with the Consolidated Scrutinizer’s Report

Pursuant to Regulation 44(3) and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), Section 108 of the Companies Act, 2013 read with Rules and Regulations made thereunder, we hereby submit the following documents regarding the 30th AGM of the Company, held on Thursday, September 14, 2023 at 04.00 PM IST through Video Conferencing (VC) / Other Audio Visual Means (OAVM):

1. Details of Voting Results as “**Annexure A**”
2. Consolidated Scrutinizers’ Report on remote e-voting and e-voting as “**Annexure B**”

As per the Consolidated Scrutinizer’s Report, all the resolutions contained in the Notice of AGM have been duly passed by the Members with requisite majority.

Kindly take the same on record.

Thanking you

Yours faithfully,
For **Vertex Securities Limited**

Aniket Malekar
Company Secretary & Compliance Officer
Membership No.: A62478

Encl: A/a

Annexure A

Outcome of Voting at Annual General Meeting (As per Regulation 44(3) of Listing Regulations)

Date of AGM/ EGM	14 th September, 2023
Total number of shareholders on record date i.e. 08th September, 2023	7886
No. of shareholders present in the meeting either in person or through proxy:- Promoters and Promoter Group Public	Not Applicable
No. of shareholders attended the meeting through Video Conferencing:- Promoters and Promoter Group Public	1 32

Agenda wise disclosure:

Resolution 1: To receive, consider and adopt the Standalone Audited Financial Statements of the Company for the financial year ended 31st March, 2023 and the Reports of the Board of Directors and Auditors thereon.

Resolution Required:			Ordinary Resolution					
Whether promoter/ promoter group are interested in the resolution?			No					
Category	Mode of Voting	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)		
Promoter and Promoter Group	E-Voting	54331503	54081503	99.5399	54081503	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (If Applicable)							
	Total	54331503	54081503	99.5399	54081503	0	100.0000	0.0000
Public - Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (If Applicable)							
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non-Institutions	E-Voting	19680686	1771819	9.0028	1771819	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (If Applicable)							
	Total	19680686	1771819	9.0028	1771819	0	100.0000	0.0000
Total		74012189	55853322	75.4650	55853322	0	100.0000	0.0000

Resolution 2: To receive, consider and adopt the Consolidated Audited Financial Statements of the Company for the financial year ended 31st March, 2023 and the Reports of the Board of Directors and Auditors thereon.

Resolution Required:			Ordinary Resolution					
Whether promoter/ promoter group are interested in the resolution?			No					
Category	Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes – in favour (4)	No. of votes – against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	54331503	54081503	99.5399	54081503	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (If Applicable)							
	Total	54331503	54081503	99.5399	54081503	0	100.0000	0.0000
Public –Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (If Applicable)							
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non-Institutions	E-Voting	19680686	1771819	9.0028	1771819	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (If Applicable)							
	Total	19680686	1771819	9.0028	1771819	0	100.0000	0.0000
Total		74012189	55853322	75.4650	55853322	0	100.0000	0.0000

Resolution 3: To re-appoint of Mr. Kumar Nair, Director of the Company (DIN-00320541) who retires by rotation and being eligible, offer himself for Re-appointment

Resolution Required:			Ordinary Resolution					
Whether promoter/ promoter group are interested in the resolution?			Yes					
Category	Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes – in favour (4)	No. of votes – against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	54331503	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (If Applicable)							
	Total	54331503	0	0.0000	0	0	0.0000	0.0000
Public - Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (If Applicable)							
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non-Institutions	E-Voting	19680686	1771819	9.0028	1771654	165	99.9907	0.0093
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (If Applicable)							
	Total	19680686	1771819	9.0028	1771654	165	99.9907	0.0093
Total		74012189	1771819	2.3940	1771654	165	99.9907	0.0093

Resolution 4:Approval for material related party transaction with Transwaarnty Finance Limited, Holding Company

Resolution Required:			Special Resolution					
Whether promoter/ promoter group are			Yes					
Category	Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	% of votes polled on outstandi (3)= [(2)/(1)]*100	No. of votes – in favour# (4)	No. of votes – against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	54331503	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (If Applicable)							
	Total	54331503	0	0.0000	0	0	0.0000	0.0000
Public - Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (If Applicable)							
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non-Institutions	E-Voting	19680686	784319	3.9852	784319	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (If Applicable)							
	Total	19680686	784319	3.9852	784319	0	100.0000	0.0000
Total		74012189	784319	1.0597	784319	0	100.0000	0.0000

#975000 votes casted in favour of the resolution have not been considered as per provisions of Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Resolution 5: Approval for material related party transaction between the company and Executive Directors and their relatives thereof

Resolution Required:			Ordinary Resolution					
Whether promoter/ promoter group are			Yes					
Category	Mode of Voting	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes – in favour#	No. of votes – against	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)		
Promoter and Promoter Group	E-Voting	54331503	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (If Applicable)							
	Total	54331503	0	0.0000	0	0	0.0000	0.0000
Public - Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (If Applicable)							
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non-Institutions	E-Voting	19680686	234319	1.1906	234319	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (If Applicable)							
	Total	19680686	234319	1.1906	234319	0	100.0000	0.0000
Total		74012189	234319	0.3166	234319	0	100.0000	0.0000

#1525000 votes casted in favour of the resolution have not been considered as per provisions of Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

**Resolution 6:Approval for material related party transactions with Vertex Commodities and Finpro Private Limited,
Wholly Owned Subsidiary Company**

Resolution Required:			Special Resolution					
Whether promoter/ promoter group are			Yes					
Category	Mode of Voting	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes – in favour#	No. of votes – against	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)		
Promoter and Promoter Group	E-Voting	54331503	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (If Applicable)							
	Total	54331503	0	0.0000	0	0	0.0000	0.0000
Public - Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (If Applicable)							
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non-Institutions	E-Voting	19680686	234319	1.1906	234319	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (If Applicable)							
	Total	19680686	234319	1.1906	234319	0	100.0000	0.0000
Total		74012189	234319	0.3166	234319	0	100.0000	0.0000

#1525000 votes casted in favour of the resolution have not been considered as per provisions of Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Resolution 7: Authority to give loans and/or make investments and/or provide guarantee and/or securities to the bodies corporates and/or any other person, situated within or outside the country

Resolution Required:			Special Resolution					
Whether promoter/ promoter group are			No					
Category	Mode of Voting	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes – in favour#	No. of votes – against	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)		
Promoter and Promoter Group	E-Voting	54331503	54081503	99.5399	54081503	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (If Applicable)							
	Total	54331503	54081503	0.0000	54081503	0	100.0000	0.0000
Public - Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (If Applicable)							
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non-Institutions	E-Voting	19680686	1771819	9.0028	1771819	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (If Applicable)							
	Total	19680686	1771819	9.0028	1771819	0	100.0000	0.0000
Total		74012189	55853322	75.4650	55853322	0	100.0000	0.0000



TOM AND JIM

CHARTERED ACCOUNTANTS

Consolidated Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 as amended]

To,

The Chairman of the Meeting,
Vertex Securities Limited,
Third Floor, Thottathil Towers, Kombara Junction,
Market Road, Ernakulam, Kochi-682 018

30th Annual General Meeting (AGM) of the Equity Shareholders of Vertex Securities Limited held on Thursday, the 14th day of September 2023 at 04.00 PM through Video Conferencing (VC) / Other Audio-Visual Means (OAVM).

Dear Sir,

I, Jameskutty Antony, Practicing Chartered Accountant (Membership No 207803) of M/s Tom & Jim, Chartered Accountants, Kochi, appointed as Scrutinizer by the Board of Directors of Vertex Securities Limited (the Company) for the purpose of scrutinizing e-voting process (remote e-voting) and electronic voting (e-voting) during the AGM pursuant to Section 108 of Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015) in respect of the below mentioned resolutions proposed at the 30th Annual General Meeting of the Equity Shareholders of the Company held on Thursday, September 14, 2023 at 04.00 PM through VC, submit my report as under:

1. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means [by remote e-voting and electronic voting (e-voting) at the AGM] by the shareholders on the resolutions proposed in the Notice of the 30th Annual General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process both through e-voting (remote e-voting) and by electronic voting (e-voting) at the AGM are conducted in a fair and transparent manner and render consolidated Scrutinizer's Report of the total votes cast in favour or against if any, to the Chairman, on the resolutions.
2. The e-voting facility both for e-voting prior to the AGM (remote e-voting) and voting at the AGM by electronics means (e-voting) was provided by National Securities Depository Limited (NSDL).
3. In accordance with the Notice of 30th Annual General Meeting dated July 24th, 2023 sent to the shareholders and the Advertisement published pursuant to Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014 (Amendment Rules 2015) on 23rd August, 2023 and 24th August, 2023, the remote e-voting opened on Sunday, September 10, 2023 (09.00 AM) and ends on Wednesday, September 13, 2023 (05.00 PM).

4. The Company has also provided e-voting facility for shareholders present at the AGM through VC and who had not cast their vote through remote e voting.
5. The Equity Shareholders holding shares as on Friday, September 8, 2023, "cut-off date", were entitled to vote on the resolutions stated in the Notice of 30th Annual General Meeting of the Company.
6. As per the information given by the Company, the names of the shareholders who had vote by remote e voting through the facility provided by NSDL had been blocked and only those members who were present at the AGM through VC and who had not voted on remote-e voting were allowed to cast their votes through e-voting system during the AGM.
7. After closure of e-voting at the AGM, the votes cast through e-voting at the AGM and through remote e-voting prior to the date of AGM were unblocked and downloaded from the e-voting website of National Securities Depository Limited (<https://www.evoting.nsdl.com>) in the presence of two witnesses, who are not in the employment of the Company. The e-voting data/results downloaded from the e-voting system of NSDL were scrutinized and reviewed, the votes were counted, and the results were prepared.

We have annexed with this Report, the details of votes cast through e-voting at the AGM and through remote e-voting prior to the date of AGM and the analysis of the results of all Resolutions, as contained in the said Notice.

Thanking You,

Place: **Kochi**
Date: **15.09.2023**
UDIN: **23207803BGPIVN6052**

For Tom and Jim
Chartered Accountants
(FRN: 008243S)

JAMESKUTTY
ANTONY

Digitally signed by JAMESKUTTY
ANTONY
Date: 2023.09.15 18:56:25 +05'30'

Jameskutty Antony FCA
Partner (M. No. 207803)



TOM AND JIM

CHARTERED ACCOUNTANTS

Annexure-1 to Consolidated Scrutinizer's Report

Maximum number of members who participated in e-voting- 51

Item No. 1: Ordinary Resolution

To receive, consider and adopt the Standalone Audited Financial Statements for the financial year ended March 31, 2023 together with the Reports of the Board of Directors and the Auditors thereon.

(i) Voted in favour of the resolution:

Type of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	50	5,51,53,322	98.75%
E-voting	1	7,00,000	1.25%
Total	51	5,58,53,322	100%

(ii) Voted against the resolution:

Type of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	-	-	-
E-voting	-	-	-
Total	-	-	-

(iii) Invalid Votes

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote e-voting	-	-
E-voting	-	-

Item No. 2: Ordinary Resolution

To receive, consider and adopt the Consolidated Audited Financial Statements of the Company for the financial year ended March 31, 2023 and the Auditors thereon.

(i) Voted in favour of the resolution:

Type of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	50	5,51,53,322	98.75%
E-voting	1	7,00,000	1.25%
Total	51	5,58,53,322	100%

(ii) Voted **against** the resolution:

Type of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	-	-	-
E-voting	-	-	-
Total	-	-	-

(iii) **Invalid** Votes

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote e-voting	-	-
E-voting	-	-

Item No. 3: Ordinary Resolution

To re-appoint Mr. Kumar Nair, Director of the Company (DIN-00320541), who retires by rotation and being eligible offers himself for re-appointment.

(i) Voted **in favour** of the resolution:

Type of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	45	10,71,654	60.48%
E-voting	1	7,00,000	39.51%
Total	46	17,71,654	99.99%

(ii) Voted **against** the resolution:

Type of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	1	165	0.01%
E-voting	-	-	-
Total	1	165	0.01%

(iii) **Invalid** Votes

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote e-voting	-	-
E-voting	-	-

Item No. 4: Special resolution**Approval Material Related Party Transaction(s) with Transwarranty Finance Limited, Holding Company**

(i) Voted **in favour** of the resolution:

Type of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	44	7,84,319	100%
E-voting	-	-	-
Total	44	7,84,319	100%

(ii) Voted **against** the resolution:

Type of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	-	-	-
E-voting	-	-	-
Total	-	-	-

(iii) **Invalid** Votes

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote e-voting	-	-
E-voting	-	-

** 9,75,000 votes casted in favour of the resolution have not been considered as per provisions of regulation 23 of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015*

Item No. 5: Ordinary resolution**Approval Material Related Party Transactions between the Company and Executive Director(s) and their Relatives thereof of the Company**

(i) Voted **in favour** of the resolution:

Type of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	43	2,34,319	100%
E-voting	-	-	-
Total	43	2,34,319	100%

(ii) Voted **against** the resolution:

Type of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	-	-	-
E-voting	-	-	-
Total	-	-	-

(iii) **Invalid Votes**

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote e-voting	-	-
E-voting	-	-

** 15,25,000 votes casted in favour of the resolution have not been considered as per provisions of regulation 23 of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015*

Item No. 6: Special resolution

Approval Material Related Party Transaction(s) with Vertex Commodities And Finpro Private Limited, Wholly Owned Subsidiary Company

(i) **Voted in favour** of the resolution:

Type of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	43	2,34,319	100%
E-voting	-	-	-
Total	43	2,34,319	100%

(ii) **Voted against** the resolution:

Type of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	-	-	-
E-voting	-	-	-
Total	-	-	-

(iii) **Invalid Votes**

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote e-voting	-	-
E-voting	-	-

** 15,25,000 votes casted in favour of the resolution have not been considered as per provisions of regulation 23 of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015*

Item No. 7: Special resolution

Authority to give loan(s) and/or make investment(s) and/or provide guarantee(s) and/or security(ies) to the bodies corporate and/or any other person, situated within or outside the country, as the case may be

(i) Voted **in favour** of the resolution:

Type of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	50	5,51,53,322	98.75%
E-voting	1	7,00,000	1.25%
Total	51	5,58,53,322	100%

(ii) Voted **against** the resolution:

Type of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	-	-	-
E-voting	-	-	-
Total	-	-	-

(iii) **Invalid** Votes

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote e-voting	-	-
E-voting	-	-

It is to be noted that:

- Shareholders abstained from voting on specific resolutions under remote e-voting or e-voting was not considered.
- Based on the voting report in the above tables all resolutions were passed with requisite majority. The Chairman / Company Secretary is authorized to announce the result of the e-voting.
- All electronic data and relevant records of voting will remain in my custody until the Chairman considers, approves and sign the minutes of the 30th Annual General Meeting and the same shall be handed over thereafter to the Chairman/ Company Secretary for safe keeping.

Place: **Kochi**
Date: **15.09.2023**
UDIN: **23207803BGPIVN6052**

For Tom and Jim
Chartered Accountants
(FRN: 008243S)

JAMESKUTTY
ANTONY

Digitally signed by JAMESKUTTY
ANTONY
Date: 2023.09.15 18:57:26 +05'30'

Jameskutty Antony FCA
Partner (M. No. 207803)

For VERTEX SECURITIES LIMITED

COMPANY SECRETARY