

HEADS UP VENTURES LIMITED

(Formerly known as The Mandhana Retail Ventures Limited)

CIN: L52390MH2011PLC213349

Registered Office: Plot No. E-132, MIDC, Tarapur Industrial Area, Boisar, Dist : Palghar - 401506

29th September, 2023

To,

BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001

National Stock Exchange of India Limited

Exchange Plaza, 5th Floor, Plot No. C-1,
G Block, Bandra Kurla Complex,
Bandra (E), Mumbai 400 051

Dear Sir/Madam,

Sub: Proceedings of the 12th Annual General Meeting ('AGM' / 'Meeting') of the Company, pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations')

Ref: BSE Scrip Code – 540210 & NSE Symbol – HEADSUP

In terms of Regulation 30 read with part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting the proceedings of 12th Annual General Meeting ("AGM") of the Company held on Friday, 29th September, 2023 through Video Conferencing ("VC")/other Audio Visual Means ("OAVM").

Kindly take the above on your records and oblige.

Yours faithfully,

for **HEADS UP VENTURES LIMITED**

SANGEETA MANDHANA

Managing Director

DIN 06934972

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Proceedings of the 12th Annual General Meeting ("AGM") of the Company held on Friday, 29th September, 2023 through Video Conferencing ("VC") /other Audio Visual Means ("OAVM").

This is to inform you that the 12th AGM of the Company was held on Friday, 29th September, 2023 through Video Conferencing (VC) / Other Audio-Visual Means (OAVM), without physical presence of the Members at a common venue. The Meeting commenced at 2:30 p.m. (IST) and concluded at 2:55 p.m. (IST)

Mr. Abhijit Salian, Non-Executive & Independent Director, chaired the Meeting.

The requisite quorum being present, the Chairman called the Meeting to order. The Chairman introduced all the other directors of the Company present at the meeting. The necessary Registers and documents referred in the Notice of AGM were made available for inspection virtually and those shareholders, who want to inspect the same even after the close of the Meeting, can write an e-mail to cs@huvl.in.

The Chairman informed that the AGM was being held through VC/ OAVM in compliance with the circulars issued by the Ministry of Corporate Affairs, Government of India and Securities and Exchange Board of India.

The Chairman further informed that in compliance with the provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Listing Regulations, the Company had provided the Members a facility to exercise their right to vote on resolutions considered at the 12th AGM by using an electronic voting system from a place other than venue of the AGM ('remote e-voting'), through e-voting platform provided by Link Intime India Private Limited ('LIPL') from Tuesday, 26th September, 2023 at 9:00 A.M. IST and ended on Thursday, 28th September, 2023 at 5:00 P.M. IST. Further, the facility to vote on resolutions through electronic voting system at the meeting ('Insta Poll') was made available to the members who participated in the meeting and had not cast their votes through remote e-voting.

The Chairman also informed the members that Ms. Shreya Shah, Practising Company Secretary, was appointed as the scrutinizer to scrutinize the entire voting process of the AGM (i.e. remote e-voting and voting at the meeting by using electronic system).

The Chairman addressed to the members and briefed about developments of the Company. Thereafter, the Notice convening the 12th AGM (the "Notice") was taken as read with the permission of the members.

The following businesses as set out in the Notice convening the 12th AGM were commended for Member's consideration and approval:

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Ordinary Business:

1. Adoption of the Audited Financial Statements of the Company for the financial year ended 31st March, 2023 and the Reports of the Directors and Auditors thereon. (Ordinary Resolution);
2. Re-appointment of Mrs. Sangeeta M. Mandhana, (DIN: 06934972) who retires by rotation in terms of Section 152(6) of the Companies Act, 2013, and being eligible, offers herself for re-appointment. (Ordinary Resolution);

Special Business:

3. Appointment of Mr. Roshan Ravindra More (DIN: 10286680) as Non Executive Independent Director of the Company for a period of 5 (Five) consecutive years. (Special Resolution).

Thereafter, the Chairman invited speaker Members, who had done prior registrations, to speak and ask questions, if any. 2 (Two) shareholders, Mrs. Shenoy and Mr. Sheth had raised questions, which were answered by the Chairman of the Company.

The Chairman thereafter informed that based on the Report of the Scrutinizer, the voting results of the AGM shall be submitted to the Stock Exchanges within the stipulated time and it will also be placed on websites of the Company and LIPL.

Then, Chairman, thanked all the shareholders, director and auditor's for taking initiative to join this meeting through video conferencing. Please note that this document does not constitute minutes of the proceedings of the AGM of the Company.