

To

Date: 25<sup>th</sup> September, 2024

Corporate Finance  
Department BSE Limited  
P J Tower  
Dalal  
Street  
Mumbai-400001

Dear Sir,

**Sub: Proceedings of 35<sup>th</sup> Annual General Meeting of the Company pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

In compliance with Regulation 30 read with Para A of Part A of Schedule III of SEBI (LODR) Regulations, 2015, please find enclosed the summary of the proceedings of the 35<sup>th</sup> Annual General Meeting of JMG Corporation Limited held today i.e. 25<sup>th</sup> September, 2024 through Video Conferencing/Other Audio Visual Means ("VC/OAVM"), commenced at 12:00 Noon and concluded at 12:45 P. M. without physical presence of members at the AGM venue as an Annexure-1.

The venue of the AGM is deemed to be the Registered Office of the Company at 574 2<sup>nd</sup> Floor, Main Road, Chirag Delhi, New Delhi-110017. The results of voting will be announced/ displayed through the website of the Company ([www.jmg-corp.in](http://www.jmg-corp.in)) and the website of NSDL ([www.evotingindia.com](http://www.evotingindia.com)) within 48 hours from the conclusion of meeting and the results shall also be intimated to BSE Ltd. It shall also be displayed on the notice board at the Registered Office of the Company.

Disclosure in terms of Regulation 30 of SEBI (LODR) Regulation, 2015 w.r.t. Directors who seek appointment/re-appointment in the above meeting is attached as Annexure-1.

You are requested to kindly take above information on your records.

For **JMG Corporation Limited**

*Nisha*



**(NISHA KUMARI)**  
Company Secretary

**PROCEEDINGS OF THE 35<sup>TH</sup> ANNUAL GENERAL MEETING OF THE MEMBERS OF JMG CORPORATION LIMITED HELD ON WEDNESDAY, 25<sup>TH</sup> SEPTEMBER, 2024.**

The 35<sup>th</sup> Annual General Meeting (AGM) of the Company was held today i. e. Wednesday, the 25<sup>th</sup> September, 2024 at 12:00 Noon (IST) through Video Conferencing/Other Audio Visual Means ("VC/OAVM"), without physical presence of members at the AGM venue in compliance with the provisions of the Companies Act, 2013 and general Circular dated September 25, 2023, read together with circulars dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 8, 2021, December 14, 2021, May 5, 2022 and December 28, 2022 (collectively referred to as "MCA Circulars"), permitted to conduct AGM through Video Conference (VC) or Other Audio Visual Mean (OAVM). The venue of the AGM is deemed to be the Registered Office of the Company at 574, 2<sup>nd</sup> Floor, Main Road, Chirag Delhi, New Delhi-110017. The following Directors, KMP's, CFO and Auditors were present in the meeting through video conferencing (VC) from their respective locations:

1. Mr. Atul Kumar Mishra (Managing Director), participating from New Delhi.
2. Mr. Neeraj Jain (Director & Chairman of the Audit Committee Nomination and Remuneration Committee and Stakeholders Relationship Committee), participating from New Delhi.
3. Mr. Satish charan Kumar Patne (Director), participating from New Delhi.
4. Mrs. Anita Mishra (Director), participating from New Delhi.
5. Mr. Sonu Kumar Varshney (Chief Financial Officer), participating from New Delhi.
6. **Mrs. Sujata Sharma partner of M/s B S D & Co.**, Statutory Auditors of the Company and **Mr. Pawan Kumar Mishra, representative of P. K. Mishra & Associates** Scrutinizer for this AGM.

Company Secretary	<p>Good Afternoon</p> <p>Now, I would like to introduce the dignitaries participating in the meeting: -</p> <ol style="list-style-type: none"><li>1. Mr. Atul Kumar Mishra (Managing Director), participating from New Delhi.</li><li>2. Mr. Neeraj Jain (Director &amp; Chairman of the Audit Committee Nomination and Remuneration Committee and Stakeholders Relationship Committee), participating from New Delhi.</li><li>3. Mr. Satish charan Kumar Patne (Director), participating from New Delhi.</li><li>4. Mr. Sonu Kumar Varshney (Chief Financial Officer), participating from New Delhi.</li></ol> <p>I would also like to introduce <b>Mrs. Sujata Sharma partner of M/s BSD &amp; Co.</b>, Statutory Auditors of the Company and <b>Mr. Pawan Kumar Mishra, representative of P. K. Mishra &amp; Associates</b> Scrutinizer for this AGM, who have also joined us for this meeting.</p> <p>As per the information received from NSDL representative, requisite quorum is present.</p>
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	<p>Kindly note that for smooth conduct of this meeting the connection of all the Members would be on mute mode during the meeting. Those members who have pre-registered themselves will be allowed to speak at the appropriate time during the meeting. Any query from the members will be answered by Mr. Atul Kumar Mishra and Mr. Sonu Kumar Varshney our CFO.</p> <p>Notice of this AGM has been sent in electronic mode to members whose email addresses were registered with the Company or with their Depository Participants.</p> <p>Dear Members,</p> <p>In compliance with Section 108 of the Companies Act, 2013 read with relevant rules and as per Regulation 44 of LODR Regulations, 2015, remote e- voting facility was made available to the members September 22, 2024 (9:00 a.m. IST) to September 24, 2024 (5:00 p.m. IST) to cast their votes on resolutions provided in the AGM Notice.</p> <p>Members participating in the AGM through this virtual platform may cast their vote through e-voting system provided by NSDL during the AGM.</p> <p>Shareholders can opt for only one mode of voting i.e. remote e-voting or e- voting at the AGM through NSDL platform. In case of voting by both the modes, voting done through remote e-voting will be considered final and e-voting at AGM through NSDL platform will not be considered.</p> <p>E-voting window is now open and shall continue to be active for 15 minutes after conclusion of this meeting. Members are requested to exercise their votes by using e-voting facility provided by NSDL</p>
Company Secretary	Now I request our Chairman Mr. Atul Kumar Mishra to address the shareholders.
<b><i>CS Handover to Chairman</i></b>	
Chairman	<p>SPEECH BY Mr. Atul Kumar Mishra</p> <p>Dear Shareholder members of the JMG Corporation family, Good Afternoon.</p> <p>On behalf of the Board of Directors, I, Atul Kumar Mishra, elected Chairman of <b>JMG Corporation Limited</b>, have great pleasure in welcoming you to the 35<sup>th</sup> Annual General Meeting and presenting to you the Annual Report of your Company for the financial year 2023-24.</p> <p>The Directors' Report and the financial statements of your Company for the period ended 31<sup>st</sup> March 2024 have already been provided to all shareholders.</p> <p>With your consent take them as read.</p>

I do proceed, beginning with the introduction of the Board Members on the dais and will then detail the financial performance. ----

**Financial Results and performance of the Company.**

The summarized working results for the year ended 31<sup>st</sup> March, 2024 as compared with the previous year are as under: -

**(Rs. in Thousands)**

<b>Particulars</b>	<b>Current year 2023-2024</b>	<b>Previous year 2022-2023</b>
Net Sales & Other Income	8,564.15	38,706.35
Profit/(Loss) before depreciation and Tax	1,704.92	(3,165.93)
Less : Depreciation	27.31	47.81
Profit/(Loss) before Tax	1,677.62	(3,213.74)
Less:		
a) Current Income Tax	-	-
b) Short and Excess Provision for Income Tax	-	-
<b>Profit/(Loss) after Tax</b>	<b>1,677.62</b>	<b>(3,213.74)</b>

**New Business Areas**

The company is regularly scanning the business environment for New Activities in Consulting and have made small start in the year and other Business opportunities in these new areas such as renewable energy and eco-friendly Hotels, Resorts, Holiday homes are being pursued for new growth and business expansion of the Company.

The company is taking necessary steps in diversifying its activities in other Business Verticals to provide impetus to Growth.

i) The Company is being restructured to cover the following verticals of the New fast growing Green Energy Business initiatives: Consultancy Services in Sustainability, ESG, Carbon NetZero for Corporates.

ii) Continue with its Energy Projects (Conventional and Renewable) for Indian and Foreign clients with focus on Solar Projects.

iii) Trading of Carbon Credits is being proposed under a tie up with Universal Carbon Registry.

iv) Setting up of Bio CNG projects at various locations and three main locations already identified for implementation in western India.

v) Future Technologies of EV, EV Charging Stations Battery Backup Hydrogen are also being evaluated for long term Growth Plans at a later date.

	<p>In house existing Team and additional Suitable Manpower and resource allocation is being worked out for implementation of this Business Plan.</p> <p>The Company has proper and adequate system of internal controls to ensure that all activities are monitored and controlled against any unauthorized use or disposition of assets and that the transactions are authorized, recorded and reported correctly. It ensures adherence to and compliance with internal control policies and procedures as well as regulatory requirements.</p> <p>The Company has generated revenue from its management consultancy business and trading activities during the financial year and planning for Business growth in immediate future. The Audit Committee reviews the adequacy of internal controls.</p> <p><b><u>Acknowledgement-</u></b></p> <p>In conclusion, on behalf of the Board of Directors and on my own behalf, I extend sincere Gratitude for the valuable guidance and support received from the members of the Company and various other stakeholders.</p> <p>I also acknowledge my deep and sincere thanks for the cooperation and assistance received from bankers, financial institutions and suppliers.</p> <p>I would also like to place on record appreciation for the hard work, commitment and unstinting efforts put in by your company's past and present employees at all levels.</p> <p>My special thanks to all of you, and the large family of JMG Corporation Shareholders, for their continued trust and confidence in us. I am sure, with the support of each one of you, as always, JMG Corporation Limited would scale new and greater heights in future.</p> <p>Thank you.</p>
Chairman	Over to you, Nisha Vashisht.
<b><i>Chairman Handover to CS</i></b>	
Company Secretary	Thank you Sir

Company Secretary

Dear Members, Notice of this AGM was e-mailed to the shareholders with Two Ordinary Business and one Special Business to be considered and passed.

1. To consider and adopt the Audited Financial Statements of the Company for the financial year ended on March 31, 2024, including the Audited Balance Sheet as at March 31, 2024, the statement of Profit & Loss Account and Cash Flow Statement for the financial year ended on that date and the Reports of the Board of Directors and Auditors thereon and in this regard to consider and if thought fit, to pass the following resolution as **Ordinary Resolution**:

**"RESOLVED THAT** the audited financial statement of the Company for the financial year ended March 31, 2024 and the reports of the Board of Directors and Auditors thereon, as circulated to the members, be and are hereby considered and adopted."

2. To appoint Mrs. Anita Mishra (DIN: 07950600), who retires by rotation as a Director and being eligible, offer herself for re-appointment and if thought fit, to pass the following resolution as an Ordinary Resolution:

**"RESOLVED THAT** in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mrs. Anita Mishra (DIN: 07950600) who retires by rotation at this meeting, be and is hereby appointed as a Director of the Company."

1. Special Business (es):

**To appoint Mr. Neeraj Jain (DIN- 02726637) as an Independent Director of the Company:**

To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:

**"RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152, read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), and pursuant to the applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any modification or amendment thereof, Mr. Neeraj Jain (DIN 02726637) who was appointed as an Additional Director of the Company with effect from June 28, 2024 under Section 161 of the Act, whose term of office expires on the date of this Annual General Meeting, and the Company has received a notice from a shareholder proposing his candidature for appointment as a director under Section 160 of the Companies Act, 2013 be and is hereby appointed as Non-Executive Director of the Company, not liable to retire by rotation."

	<p><b>“RESOLVED FURTHER THAT</b> Mr. Neeraj Jain (DIN- 02726637), be and is hereby appointed as an Independent Director of the Company, to hold office for 5 (five) consecutive years for a term upto the conclusion of 40<sup>th</sup> Annual General Meeting of the Company (i.e. up to June 27, 2029).”</p> <p><b>“RESOLVED FURTHER THAT</b> any of the Directors and/or Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds, matter(s) and things including signing and filing of an intimation in e-form DIR-12 with the Registrar of Companies, NCT of Delhi and Haryana.”</p> <p><b>RESOLVED FURTHER THAT</b> any of the directors and/or Company Secretary of the Company be and are hereby authorised to do all such acts, deeds and things as may be necessary in this regard including but not limited digitally signing and filing e-forms with the Registrar of Companies, NCT of Delhi and Haryana.</p>
Company Secretary	<p>The Board has appointed Mr. Pawan Kumar Mishra, Practicing Company Secretary as Scrutinizer to supervise the e-voting process and declaration of results. The result of the voting will be declared and will be submitted to StockExchanges and placed on the website of the Company within prescribed timelines i.e. on or before 27<sup>th</sup> September 2024.</p>
Company Secretary	<p>Dear Members,</p> <p>The Company has received registration requests from members as speakers at the meeting.</p> <p>Now we will allow pre-registered speaker shareholders one by one to speak and give their inputs or raise their queries. Members may please note that as the Company reserves the right to limit the number of members asking questions depending on the availability of time. Members are further requested to wrap their query in 1-2 minutes to save the time.</p> <p><b>Name:</b> - Manjit Singh  <b>DP No:</b> - IN30020610907641  <b>Question:</b> - What is your future plan of the Company and Impact of budgetary guidelines on company’s business.  <b>Answer :</b> - As discussed earlier, company is restructured to cover the following verticals of the New fast growing Green Energy Business initiatives:</p> <p><b>i)</b> Consultancy Services in Sustainability, ESG, Carbon NetZero for Corporates.  <b>ii)</b> Continue with its Energy Projects for Indian and Foreign clients with focus on Solar Projects.</p>

	<p><b>iii)</b> Trading of Carbon Credits is being proposed under a tie up with Universal Carbon Registry.</p> <p><b>iv)</b> Setting up of Bio CNG projects at various locations.</p> <p><b>v)</b> Future Technologies of EV, EV Charging Stations Battery Backup Hydrogenare also being evaluated for long term Growth Plans at a later date.</p> <p>There is no impact of budget guidelines on the business of the company as we are in the process of introducing new technologies and consultancy in various areas and Government is also providing support to the green energy product company.</p> <p><b>ANKUR CHANDA :-</b> DP No :- IN302365 / 10914729</p> <p><b>Question: - What is the role of JMG in the Carbon Credit?</b></p> <p><b>Answer:-</b> JMG has a strategic partnership with the first Carbon Registry in India namely Universal Co2 Emission and Offset Registry Pvt. Ltd.</p> <p><b>PRAMOD KUMAR JAIN</b> DP No: IN302994 / 10082531</p> <p><b>Question: -Why does company choose to appoint Mr. Neeraj Jain as an Independent Director of the Company?</b></p> <p><b>Answer:-</b> The Company has selected Mr. Neeraj Jain as Independent Director (subject to shareholders' approval) Because Mr. Neeraj Jain, aged 38 years, is a young professional having more than a decade of corporate and market experience. In future he can give valuable advice the company to protect the interest of shareholders. Now the Company is planning to add more new young professionals in the Advisory Board who will help the Company to grow and achieve the Company's objective.</p>
	<p><b><i>Thanks to all the shareholders who have raised their queries through live Chat system during the meeting. In view of limited time available for this AGM, pending queries would be replied by us through e-mail and shareholders can mail to us for any query.</i></b></p> <p><b><i>Thank you once again.</i></b></p>
<p><b>CS Handover to Other Director</b></p>	
<p>Company Secretary</p>	<p>Now I request Mr. Neeraj Jain, Director to present a vote of thanks to the Chair.</p>
<p>Company Secretary</p>	<p>To deliver Vote of thanks including conclusion of the meeting and declaration that e-voting will continue for the shareholders for 15 mins after closure of meeting.</p> <p>I would like to submit that combined results of e-voting and voting at the AGM will be announced/ displayed through the website of the Company (www.jmg-corp.in) and the website of NSDL (www.evoting.nsdl.com) within 48 hours from the conclusion of meeting and the results shall also be intimated to BSE Limited.</p> <p>Thank You!</p>

Company Secretary	All the Dignitaries may leave the meeting.
Company Secretary	After 15 minutes declaration by CS that voting time is over. Thank You!

For JMG Corporation Limited



Authorised Signatory