

SUNGOLD MEDIA AND ENTERTAINMENT LIMITED

CIN: L22100GJ1995PLC024944

Registered office: 13, Radhakrushna Mandir Compound, Village- Rajpipla Nandod Narmada-393145
E- mail ID: sungoldmediaent@gmail.com, Website: www.sungoldmediaent.com, Contact: +91-9099018633

Date: 19th June, 2023

To,
The Manager,
Corporate Relations Department
The Bombay Stock Exchange Limited,
P. J. Tower, Dalal Street,
Fort, Mumbai - 400001

Scrip Code: 541799

Subject: Combined Scrutinizer Report.

Dear Sir/Madam,

With reference to above captioned subject matter, please find attached herewith Scrutinizer's report on Combined Result from M/s. Vineeta Patel & Co., Practicing Company Secretaries who were appointed as scrutinizers to scrutinize the e-voting/remote e-voting and voting conducted by poll in a fair and transparent manner at the 28th Annual General Meeting held on Friday, 16th June, 2023 at 09.30 am at 13, Radhakrushna Mandir Compound, Village-Rajpipla, Nandod Narmada-393145.

Kindly take the same on your records.

Thanking You,

Yours Faithfully,

For Sungold Media And Entertainment Limited

Raj Kotia
Chairman & Managing Director
DIN: 06360347



Encl: As mentioned above

VINEETA PATEL & CO COMPANY SECRETARIES

Consolidated Scrutinizer's Report

[Pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014, as amended]

To,

The Chairman of **Twenty-Eight Annual General Meeting** of the Equity Shareholders of Sungold Media and Entertainment Limited held on Friday, 16th June, 2023 at 09.30 a.m. (IST) at 13, Radhakrushna Mandir Compound, Village-Rajpipla, Nandod, Narmada - 393145, Gujarat.

Dear Sir,

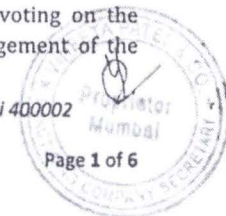
1. We Vineeta Patel & Co, Practicing Company Secretary, have been appointed as Scrutinizer by the Board of Directors of Sungold Media and Entertainment Limited ("**the Company**") for the purpose of scrutinizing the process of voting through electronic means ("e-voting") as well as voting through poll papers at the venue of the AGM on the resolution contained in the notice dated 22nd May, 2023 ("**Notice**") calling Twenty-Eight Annual General Meeting of its Equity Shareholders ("**the meeting**"/"AGM"). The AGM was convened on Friday, the 16th day of June, 2023 at 9.30 am (IST) at 13, Radhakrushna Mandir Compound, Village-Rajpipla, Nandod, Narmada -393145, Gujarat. The said appointment as Scrutinizer is under provision of Sections 108 and 109 of the Companies Act, 2013 read with Rules 20 and 21 of the Companies (Management and Administration) Rules, 2014 as amended ("**the Rules**"). As scrutinizer we have scrutinize:

- (i) process of e-voting from a place other than the venue of the meeting ("**remote e-voting**") under the provision of Section 108 of the Act read with Rule 20 of the Rules; and
- (ii) process of voting at the venue of the meeting through poll papers under the provision of Section 109 of the Act read with Rule 21 of the Rules.

Management's Responsibility

2. The Management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; (iii) the SEBI Circulars; and (iv) LODR relating to e-voting on the resolutions contained in the Notice calling the AGM. The management of the

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Company is also responsible for ensuring a secured framework and robustness of the electronic voting systems.

Scrutinizer's Responsibility

3. Our responsibility as a scrutinizer was restricted to scrutinize the e-voting and polling papers process (i.e. Remote e-voting and polling papers at the AGM) in a fair and transparent manner and to prepare Consolidated Scrutinizer's report of the votes cast "in favour" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by National Securities Depository Limited ("NSDL"), the Agency authorized under the Rules and engaged by the Company to provide e-voting facility, poll papers, attendance papers / documents furnished to me electronically by the Company and / or Registrar and Share Transfer Agent ("RTA") for my verification.

Cut-off date

4. The Equity Shareholders of the Company as on the "cut-off" date, as set out in the Notice, i.e., Thursday, 08th June, 2023 were entitled to vote on the resolutions Item nos. 1 to 5 as set out in the Notice calling the AGM and their voting rights were in proportion to their shareholding in the paid-up equity share capital of the Company as on the cut-off date.

5. Poll Process:

- i. After the time fixed for closure of poll by the Chairman, the ballot boxes kept for polling were locked in the presence of Company's officials with due identification mark placed by them.
- ii. The locked ballot boxes were subsequently opened and poll papers were sent by email to me and poll papers were then diligently scrutinized. The poll papers were reconciled with the records maintained by the company/Registrar and Transfer Agents of the Company and the authorizations/proxies lodged with the Company.
- iii. We did not find any poll papers as invalid.

6. Remote e-voting process

- iv. The remote e-voting period remained open from Tuesday, 13th June, 2023 (9:00 a.m. IST) to Thursday, 15th June, 2023 (5:00 p.m. IST).



- v. The votes cast during the remote e-voting were unblocked, on Friday, 16th June, 2023 after the conclusion of AGM and were witnessed by two witnesses, Mr. Himani Patel and Mr. Vishwas Salvi, who are not in the employment of the Company and / or NSDL. They have signed below in confirmation of the same.

H.R. Patel
Mr. Himani R. Patel

Salvi
Mr. Vishwas Salvi

- vi. Thereafter, the details containing, *inter alia*, the list of Equity Shareholders, who voted "in favour" or "against" on each of the resolutions that was put to vote, were generated from the e-voting website of NSDL i.e., <https://www.evoting.nsdl.com/>. Based on the report generated from NSDL and relied upon by me, data regarding the remote e-voting was scrutinized on test check basis.
7. We, submit herewith the Consolidated Scrutinizer's Report on the results of the e-voting and polling papers at the AGM, based on the report generated from NSDL and relied upon by me as under.

The combined result of the e-voting together with that the voting conducted at venue of the Annual General Meeting by way of poll papers are as under:

Details	Remote E-voting	Voting through poll paper at Annual General Meeting	Total Voting
Number of members who cast their votes	14	8	22
Total Number of Shares held by them	97,55,000	7,75,000	10,530,000
Valid votes	As per details provided in each one of the Resolution(s) mentioned hereunder		
Invalid votes	As per details provided in each one of the Resolution(s) mentioned hereunder		

Note: Percentage of votes cast in favour or against the resolution(s) are calculated based on the valid votes cast through remote e-Voting and physical voting.



ORDINARY BUSINESS:

Item No. 1 - Ordinary Resolution

Adoption of Audited Financial Statement of the Company for the financial year ended March 31, 2023 including Balance Sheet as at March 31, 2023, Profit & Loss Account for the year ended on that date and the Report of the Auditors and Directors thereon:

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Not voted
	No. of shares	%	No. of shares	%	No of shares
Remote E-Voting	97,55,000	-	0	-	0
Physical Voting	7,75,000	-	0	-	0
Total	10,530,000	100	0	-	0

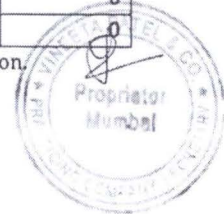
The vote cast in favour are more than the votes cast against the resolution.

Item No. 2 - Ordinary Resolution

Re-appointment of Mr. Keyur Gandhi (DIN: 03494183), Director who retires by rotation and being eligible, seeks re-appointment:

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Not voted
	No. of shares	%	No. of shares	%	No of shares
Remote E-Voting	97,55,000	-	0	-	0
Physical Voting	7,75,000	-	0	-	0
Total	10,530,000	100	0	-	0

The vote cast in favour are more than the votes cast against the resolution.



SPECIAL BUSINESS:

Item No. 3 – Ordinary Resolution

Re-appointment of Mr. Raj Kotia (DIN:06360347) as Chairman and Managing Director for a period of five years with effect from 23rd March, 2023 to 22nd March, 2028:

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Not voted No of shares
	No. of shares	%	No. of shares	%	
Remote E-Voting	97,55,000	-	0	-	0
Physical Voting	7,75,000	-	0	-	0
Total	10,530,000	100	0	-	0

The vote cast in favour are more than the votes cast against the resolution.

Item No. 4 – Special Resolution

Remuneration payable to Mr. Raj Kotia (DIN: 06360347) as 'Chairman & Managing Director' of the Company, for period of 3 years with effect from 23rd March, 2023 to 22nd March, 2026:

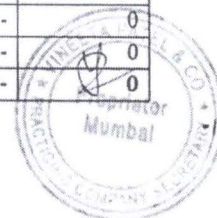
Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Not voted No of shares
	No. of shares	%	No. of shares	%	
Remote E-Voting	97,55,000	-	0	-	0
Physical Voting	7,75,000	-	0	-	0
Total	10,530,000	100	0	-	0

The vote cast in favour are more than the votes cast against the resolution.

Item No. 5 – Special Resolution

Approval of the limits for the loans and investment by the company in terms of the provisions of section 186 of the companies act, 2013.:

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Not voted No of shares
	No. of shares	%	No. of shares	%	
Remote E-Voting	97,55,000	-	0	-	0
Physical Voting	7,75,000	-	0	-	0
Total	10,530,000	100	0	-	0




The vote cast in favour are more than the votes cast against the resolution.

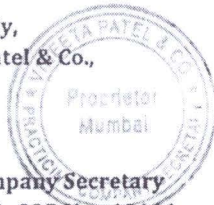
8. All the resolutions mentioned in Notice of Annual General Meeting as per the details given above stand passed by requisite majority and hence deemed to be passed on the date of Annual General Meeting.
9. The electronic data and all other relevant records relating to e-voting are under our safe custody and will be handed over to chief financial officer for preserving safely after the Chairman considers, approves and signs the minutes of the 28th AGM.

Restriction on Use

10. This report has been issued at the request of the Company for (i) submission to Stock Exchanges, (ii) placing on website of the Company and (iii) placing on website of Depositories. This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, we do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without our prior consent in writing.

Thanking You,

Yours faithfully,
For Vineeta Patel & Co.,

Vineeta Patel
Practicing Company Secretary
ACS No.: 37699, COP No.: 19111
Peer Review Cert. No.: 1229/2021



Date: 17.06.2023
Place: Mumbai

UDIN: Due to ICSI Portal Issue, UDIN could not be generated

Counter Signed by:
For Sungold Media and Entertainment Limited
For Sungold Media and Entertainment Ltd.


Chairman
Authorized Signatory