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**Consolidated Scrutiniser's Report**

*(Pursuant to Section 108 and 109 of the Companies Act, 2013 and Rule 20 (4)(xii) and Rule 21 (2) of the Companies (Management and Administration) Rules, 2014)*

To,  
The Chairman of 39<sup>th</sup> Annual General Meeting of the Equity Shareholders of  
**Magnum Ventures Limited** ('The Company') held on 9<sup>th</sup> day of September, 2019 at  
Galib Institute, AIWAN-E GALIB MARG, New Delhi - 110002

Dear Sir,

Sub: **Scrutiniser's combined report on remote e-voting and ballot papers received from the shareholders pertaining to the 39<sup>th</sup> Annual General Meeting of Magnum Venture Limited.**

1. I, Krishnan Sitaraman, Company Secretary in Whole-time Practice, have been appointed by the Board of Directors of the Company as a Scrutiniser for the purpose of scrutinising the process of remote e-voting and ballot papers received from shareholders, carried out as per the provisions of Section 108 and 109 of the Companies Act, 2013 read with Rule 20(4) and 21(2) of the Companies (Management and Administration) Rules, 2014 ('Rules') to ascertain the requisite majority in respect of resolutions contained in the notice to the 39<sup>th</sup> Annual General Meeting (AGM) of the Company, held on Monday, the 9<sup>th</sup> day of September, 2019 at Galib Institute, AIWAN-E GALIB MARG, New Delhi-110002.
2. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means and ballot papers on the resolutions contained in the notice to the 39<sup>th</sup> Annual General Meeting of the members of the Company. My responsibility as a scrutiniser for the voting process is restricted to make a Scrutiniser's Report of the votes cast "IN FAVOUR" or "AGAINST" the resolutions stated above based on the reports generated from the process of remote e- voting and ballot paper.
3. Further to the above, I hereby submit my scrutiny report on remote e- voting and voting by ballot papers at the 39<sup>th</sup> Annual General Meeting:

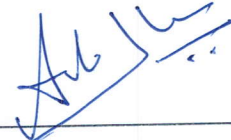


A handwritten signature in blue ink, appearing to be "K Sitaraman", written over the stamp.

- a. The remote e-voting period remained open from Friday, 6<sup>th</sup> September, 2019 (9:00 A.M. IST) to Sunday, 8<sup>th</sup> September, 2019 (5:00 P.M. IST).
- b. The members of the Company as on the "cut-off" date i.e., 2<sup>nd</sup> September, 2019 were entitled to vote on the resolutions (from No. 1 to 7) as set out in the notice of the 39<sup>th</sup> Annual General Meeting of the Company.
- c. After declaration of poll by the Chairman, the ballot box kept for polling and was taken into custody and locked.
- d. The ballot box was subsequently opened by me in presence of two witnesses, Ms. Roohi Chauhan and Mr. Ankit Sharma, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence. Poll papers were diligently scrutinised and were reconciled with the records maintained by the Company/ Registrar and Transfer Agents (RTA) of the Company and the authorisations/ proxies lodged with the Company. The voters were also scrutinized for the purpose of eliminating duplicate voting i.e. on remote e- voting and as well as on poll.



Ms. Roohi Chauhan

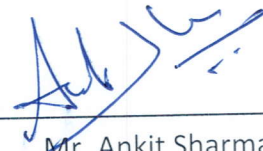


Mr. Ankit Sharma

- e. As stated above, the remote e- voting period ended at 5:00 P.M. IST on 8<sup>th</sup> day of September, 2019. The votes cast on remote e- voting were unblocked by me during the working hours in the presence of two witnesses, Ms. Roohi Chauhan and Mr. Ankit Sharma, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.



Ms. Roohi Chauhan



Mr. Ankit Sharma

- f. Incomplete and/ or otherwise defective ballot papers were treated as invalid.
4. List of Equity Shareholders, who voted "FOR" or "AGAINST", each of the resolutions that were put to vote, were generated from the e-voting website



of National Securities Depository Limited ('NSDL') i.e.,  
<https://www.evoting.nsdl.com>.

5. The details of remote e- voting (EVEN - 111320) and ballot papers received at the 39<sup>th</sup> Annual General Meeting are as under:

**Resolution No. 1:**

**Ordinary Resolution:** To receive, consider and adopt the Audited Financial Statements of the Company for the year ended March 31, 2019 together with the Reports of the Auditors and Directors thereon:

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

Mode of Voting	Number of members participated in the e- voting and physical ballot	Number of votes cast by them	% of total number of valid votes cast
E- Voting	23	1,99,62,224	99.99
Ballot at AGM	27	1,170	0.01
<b>Total</b>	<b>50</b>	<b>1,99,63,394</b>	<b>100.00</b>

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

Mode of Voting	Number of members participated in the e- voting and physical ballot	Number of votes cast by them	% of total number of valid votes cast
E- Voting	1	5	0.00
Ballot at AGM	6	6	0.00
<b>Total</b>	<b>7</b>	<b>11</b>	<b>0.00</b>

- (iii) **Invalid** votes:

Mode of Voting	Number of members participated in the e- voting and physical ballot	Number of votes cast by them
E- Voting	0	0
Ballot at AGM	10	226
<b>Total</b>	<b>10</b>	<b>226</b>

**RESULT: Resolution was passed as Ordinary Resolution.**



**Resolution No. 2:**

**Ordinary Resolution:** To appoint a Director in place of Mr. Abhey Jain (DIN: 01876385) Whole-time Director of the Company, who retires by rotation and being eligible, offers himself for re-appointment:

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

Mode of Voting	Number of members participated in the e- voting and physical ballot	Number of votes cast by them	% of total number of valid votes cast
E- Voting	22	1,99,62,174	99.99
Ballot at AGM	27	1,170	0.01
<b>Total</b>	<b>49</b>	<b>1,99,63,344</b>	<b>100.00</b>

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

Mode of Voting	Number of members participated in the e- voting and physical ballot	Number of votes cast by them	% of total number of valid votes cast
E- Voting	2	55	0.00
Ballot at AGM	6	6	0.00
<b>Total</b>	<b>8</b>	<b>61</b>	<b>0.00</b>

(iii) **Invalid** votes:

Mode of Voting	Number of members participated in the e- voting and physical ballot	Number of votes cast by them
E- Voting	0	0
Ballot at AGM	10	226
<b>Total</b>	<b>10</b>	<b>226</b>

**RESULT:** Resolution was passed as Ordinary Resolution.

**Resolution No. 3:**



**Ordinary Resolution:** To appoint a Director in place of Mr. Praveen Kumar Jain (DIN: 00423833) Director of the Company, who retires by rotation and being eligible, offers himself for re-appointment:

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

Mode of Voting	Number of members participated in the e- voting and physical ballot	Number of votes cast by them	% of total number of valid votes cast
E- Voting	22	1,99,62,174	99.99
Ballot at AGM	27	1,170	0.01
<b>Total</b>	<b>49</b>	<b>1,99,63,344</b>	<b>100.00</b>

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

Mode of Voting	Number of members participated in the e- voting and physical ballot	Number of votes cast by them	% of total number of valid votes cast
E- Voting	2	55	0.00
Ballot at AGM	6	6	0.00
<b>Total</b>	<b>8</b>	<b>61</b>	<b>0.00</b>

(iii) **Invalid** votes:

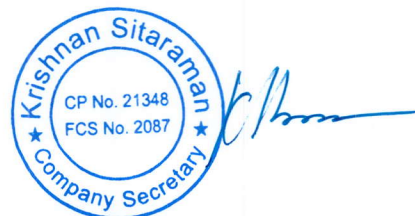
Mode of Voting	Number of members participated in the e- voting and physical ballot	Number of votes cast by them
E- Voting	0	0
Ballot at AGM	10	226
<b>Total</b>	<b>10</b>	<b>226</b>

**RESULT:** Resolution was passed as Ordinary Resolution.

**Resolution No. 4:**

**Ordinary Resolution:** To appoint Ms. Jyoti (DIN: 08296989) as Non-executive Independent Director of the Company to hold office for a term of five consecutive years with effect from 14<sup>th</sup> February, 2019:

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



Mode of Voting	Number of members participated in the e- voting and physical ballot	Number of votes cast by them	% of total number of valid votes cast
E- Voting	23	1,99,62,224	99.99
Ballot at AGM	27	1,170	0.01
<b>Total</b>	<b>50</b>	<b>1,99,63,394</b>	<b>100.00</b>

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

Mode of Voting	Number of members participated in the e- voting and physical ballot	Number of votes cast by them	% of total number of valid votes cast
E- Voting	1	5	0.00
Ballot at AGM	6	6	0.00
<b>Total</b>	<b>7</b>	<b>11</b>	<b>0.00</b>

(iii) **Invalid** votes:

Mode of Voting	Number of members participated in the e- voting and physical ballot	Number of votes cast by them
E- Voting	0	0
Ballot at AGM	10	226
<b>Total</b>	<b>10</b>	<b>226</b>

**RESULT: Resolution was passed as Ordinary Resolution.**

**Resolution No. 5:**

**Ordinary Resolution:** To ratify the remuneration of M/s. V. K. Dube & Co. (FRN: 000343), Cost Auditors i.e. Rs. 1,00,000/- (Rupees One Lac Only), inclusive of all expenses, for auditing the Company's cost accounting records for the financial year 2019-20, as recommended by the Audit Committee and approved by the Board of Directors:

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

Mode of Voting	Number of members participated in the e- voting and	Number of votes cast by them	% of total number of valid votes cast



	physical ballot		
E- Voting	23	1,99,62,224	99.99
Ballot at AGM	27	1,170	0.01
<b>Total</b>	<b>50</b>	<b>1,99,63,394</b>	<b>100.00</b>

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

Mode of Voting	Number of members participated in the e- voting and physical ballot	Number of votes cast by them	% of total number of valid votes cast
E- Voting	1	5	0.00
Ballot at AGM	6	6	0.00
<b>Total</b>	<b>7</b>	<b>11</b>	<b>0.00</b>

(iii) **Invalid** votes:

Mode of Voting	Number of members participated in the e- voting and physical ballot	Number of votes cast by them
E- Voting	0	0
Ballot at AGM	10	226
<b>Total</b>	<b>10</b>	<b>226</b>

**RESULT: Resolution was passed as Ordinary Resolution.**

**Resolution No. 6:**

**Special Resolution:** To re-appoint Mr. Subash Chand Oswal (DIN: 00088516) as an Independent Non-Executive Director of the Company for a second term of five (5) consecutive years with effect from September 10, 2019 to September 9, 2024.

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

Mode of Voting	Number of members participated in the e- voting and physical ballot	Number of votes cast by them	% of total number of valid votes cast
E- Voting	23	1,99,62,224	99.99
Ballot at AGM	27	1,170	0.01
<b>Total</b>	<b>50</b>	<b>1,99,63,394</b>	<b>100.00</b>

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



Mode of Voting	Number of members participated in the e- voting and physical ballot	Number of votes cast by them	% of total number of valid votes cast
E- Voting	1	5	0.00
Ballot at AGM	6	6	0.00
<b>Total</b>	<b>7</b>	<b>11</b>	<b>0.00</b>

(iii) **Invalid votes:**

Mode of Voting	Number of members participated in the e- voting and physical ballot	Number of votes cast by them
E- Voting	0	0
Ballot at AGM	10	226
<b>Total</b>	<b>10</b>	<b>226</b>

**RESULT: Resolution was passed as Special Resolution.**

**Resolution No. 7:**

**Special Resolution:** To re-appoint Mr. Rakesh Garg (DIN: 02683693) as an Independent Non-Executive Director of the Company for a second term of five (5) consecutive years with effect from September 10, 2019 to September 9, 2024.

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

Mode of Voting	Number of members participated in the e- voting and physical ballot	Number of votes cast by them	% of total number of valid votes cast
E- Voting	23	1,99,62,224	99.99
Ballot at AGM	27	1,170	0.01
<b>Total</b>	<b>50</b>	<b>1,99,63,394</b>	<b>100.00</b>

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

Mode of Voting	Number of members participated in the e- voting and physical ballot	Number of votes cast by them	% of total number of valid votes cast
E- Voting	1	5	0.00



*[Handwritten signature]*



Ballot at AGM	6	6	0.00
<b>Total</b>	<b>7</b>	<b>11</b>	<b>0.00</b>

(iii) **Invalid votes:**

Mode of Voting	Number of members participated in the e- voting and physical ballot	Number of votes cast by them
E- Voting	0	0
Ballot at AGM	10	226
<b>Total</b>	<b>10</b>	<b>226</b>

**RESULT: Resolution was passed as Special Resolution.**

6. A list of Equity Shareholders who voted 'FOR', 'AGAINST' and those votes were declared 'INVALID' for each resolution is enclosed.
7. The Register and all other papers relating to remote e- voting and physical ballot shall remain under my safe custody until the Chairman considers, approves and sign the minutes and thereafter I will return the register and other related papers to the Company.

Thanking you,




**Krishnan Sitaraman**  
 Company Secretary in Practice  
 Membership No. F2087  
 C.P. No. 21348

Date: **9<sup>th</sup> September, 2019**

Place: **New Delhi.**