



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 38th Annual General Meeting of the Equity Shareholders of
Magnum Ventures Limited ('The Company') held on 22nd day of September, 2018 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 38th Annual General Meeting of Magnum Venture Limited.**

1. I, Vijay Kumar Sharma, Company Secretary in Whole-time Practice (CP No. 12387), 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 38th Annual General Meeting (AGM) of the Company, held on 22nd day of September, 2018 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 38th 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 38th Annual General Meeting:
 - a. The remote e-voting period remained open from Wednesday, 19th September, 2018 (9:00 A.M. IST) to Friday, 21st September, 2018 (5:00 P.M. IST).

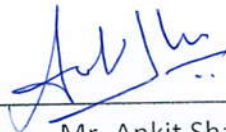


Vijay Sharma

- b. The members of the Company as on the "cut-off" date i.e., 15th September, 2018 were entitled to vote on the resolutions (from No. 1 to 6) as set out in the notice of the 38th 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. Yashu Singhal 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. Yashu Singhal

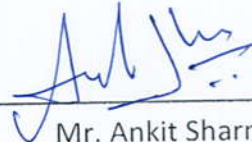


Mr. Ankit Sharma

- e. As stated above, the remote e- voting period ended at 5:00 P.M. IST on 21st day of September, 2018. The votes cast on remote e- voting were unblocked by me during the working hours in the presence of two witnesses, Ms. Yashu Singhal 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.



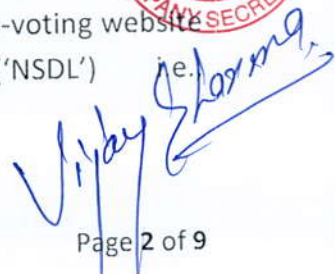
Ms. Yashu Singhal



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 - 109056) and ballot papers received at the 38th Annual general Meeting are as under:

Resolution No. 1:

Ordinary Resolution: To receive, consider and adopt the Audited Balance Sheet of the Company as on 31st March, 2018 and Statement of Profit and Loss for the year ended on that date 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	29	1,99,65,608	100.00
Ballot at AGM	13	426	0.00
Total	42	1,99,66,034	100.00

- (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	0	0	0.00
Ballot at AGM	0	0	0.00
Total	0	0	0.00

- (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	2	25
Total	2	25

RESULT: Resolution was passed as Ordinary Resolution.



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Resolution No. 2:

Ordinary Resolution: To appoint a Director, in place of Mr. Parmod Kumar Jain (DIN: 01222952) 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	27	1,99,64,208	99.99
Ballot at AGM	13	426	0.00
Total	40	1,99,64,634	99.99

(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	1,400	0.01
Ballot at AGM	0	0	0.00
Total	2	1,400	0.01

(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	2	25
Total	2	25

RESULT: Resolution was passed as Ordinary Resolution.



[Handwritten signature in blue ink]

Resolution No. 3:

Ordinary Resolution: To appoint a Director, in place of Ms. Neha Gupta (DIN: 07700094) Woman Director of the Company, who retires by rotation and, being eligible, offers herself 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	27	1,99,64,208	99.99
Ballot at AGM	13	426	0.00
Total	40	1,99,64,634	99.99

(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	1,400	0.01
Ballot at AGM	0	0	0.00
Total	2	1,400	0.01

(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	2	25
Total	2	25

RESULT: Resolution was passed as Ordinary Resolution.


Vijay Sharma

Resolution No. 4:

Ordinary Resolution: To appoint M/s. Aggarwal & Rampal, Chartered Accountants (FRN: 003072N) as Statutory Auditors of the Company, who shall hold office from the conclusion of 38th Annual General Meeting until the conclusion of 43rd Annual General Meeting and authorise Board of Directors' to fix the remuneration:

(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	27	1,99,64,208	99.99
Ballot at AGM	13	426	0.00
Total	40	1,99,64,634	99.99

(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	1,400	0.01
Ballot at AGM	0	0	0.00
Total	2	1,400	0.01

(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	2	25
Total	2	25

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 2018-19, as recommended by the Audit Committee and approved by the Board of Directors:

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

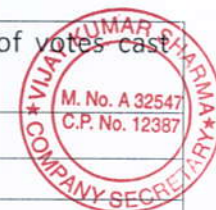
Mode of Voting	Number of members participated in the e- voting and physical ballot	Number of votes cast by them	% of total number of valid votes cast
E- Voting	28	1,99,64,608	99.99
Ballot at AGM	13	426	0.00
Total	41	1,99,65,034	99.99

(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	1,000	0.01
Ballot at AGM	0	0	0.00
Total	1	1,000	0.01

(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	2	25
Total	2	25



RESULT: Resolution was passed as Ordinary Resolution.

Vijay Sharma

Resolution No. 6:

Ordinary Resolution: To re-appoint Mr. Pradeep Kumar Jain (DIN: 00024879) as Managing Director of the Company for a period of 5 (Five) Years commencing from February 4, 2019, on the specified terms and conditions of appointment and remuneration:

(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	27	1,99,64,208	99.99
Ballot at AGM	13	426	0.00
Total	40	1,99,64,634	99.99

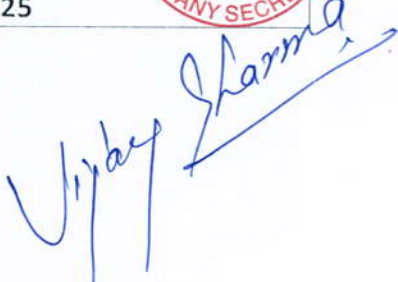
(ii) Voted **against** the resolution:

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	1,400	0.01
Ballot at AGM	0	0	0.00
Total	2	1,400	0.01

(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	2	25
Total	2	25

RESULT: Resolution was passed as Ordinary Resolution.


A red circular stamp is visible over the signature and the bottom right of the table. The stamp contains the text: "VIJAY KUMAR SHARMA", "M. No. A 32547", "C.P. No. 12387", and "COMPANY SECRETARY".

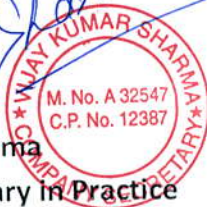
6. A list of Equity Shareholders who voted 'FOR', 'AGAINST' and those votes were declared 'INVALID' for each resolution is enclosed.
7. The Register and all other papers relating to remote e- voting and physical ballot shall remain under my safe custody until the Chairman considers, approves and sign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

Thanking you,

For Munish K. Sharma & Associates
Company Secretaries




Vijay Kumar Sharma
Company Secretary in Practice
Membership No. A32547
C.P. No. 12387



Date: 22nd September, 2018

Place: Kaushambi, Ghaziabad