Magnum Ventures Limited

CIN: L21093UW1980PLC257634
Registered Office: Room No. 101, 64/6, Site-IV, Industrial Area, Sahibabad,
Ghaziabad-201010, Uttar Pradesh, Phone: 0120-455 1512
E-mail: info@magnumventures.in Website: www.magnumventures.in

Date: 25th November, 2026

Department of Corporate Services BSE Limited PhirojJeeJeeboy Tower, Dalal Street, Fort Mumbai–400001	Department of Corporate Communications National Stock Exchange India Limited Exchange Plaza, Bandra-Kurla Complex Bandra (E) Mumbai-400 051

Ref: Scrip Code **BSE: 532896, 975493, 977878** **NSE: MAGNUM**

Sub: Submission of Voting Results & Scrutiniser Report of NCLT Convened Meetings of Equity Shareholders, Secured Non-Convertible Debenture Holder, Secured Creditor and Unsecured Creditors of the Company held on Friday, November 20, 2026.

Dear Sirs,

Please be informed that the NCLT Convened Meeting of Equity Shareholders, Secured Non-Convertible Debenture Holder, Secured Creditor and Unsecured Creditors of the Company was held on Friday, November 20, 2026 through Video Conferencing/Other Audio-Visual Means ('VC/OAVM'), pursuant to the directions of the Hon'ble National Company Law Tribunal, Allahabad Bench ("NCLT"), vide its order dated September 22, 2026, to consider and approve the proposed Scheme of Arrangement among Magnum Ventures Limited and Magnum Paperz Limited.

The details of the meetings are mentioned below:

Meeting Type	**Meeting Time**
Meeting of Equity Shareholders	11:30 AM
Meeting of Secured Non-Convertible Debenture Holder	02:00 PM
Meeting of Secured Creditor	03:00 PM
Meeting of Unsecured Creditors	04:00 PM

In this regard, please find enclosed herewith, the following:

1. Voting results of the NCLT Convened Meetings of Equity Shareholders, Secured Non-Convertible Debenture Holder, Secured Creditor and Unsecured Creditors as required under Regulation 44 and any other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, marked as **Annexure-I.**

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2. Consolidated Scrutiniser reports of Mr. Ramesh Chandra Agrawal, Chartered Accountant, Scrutinizer of the meetings of Equity Shareholders, Secured Non-Convertible Debenture Holder, Secured Creditor and Unsecured Creditors, submitted pursuant to Section 108 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder, marked as **Annexure-II**.

The resolutions as specified in the Notice of the meeting have been passed by the Equity Shareholders, Secured Non-Convertible Debenture Holder, Secured Creditor and Unsecured Creditors of the Company with requisite majority.

The voting results along with the scrutinizer's report will also be made available on the Company's website at www.magnumventures.in

You are requested to kindly take the same on your records.

Thanking You,

For Magnum Ventures Limited

ABHAY JAIN
Digitally signed by ABHAY JAIN
Date: 2026.11.25 14:15:58 +05'30'

Abhay Jain
Managing Director
DIN: 01876385

Voting Results of the NCLT Convened Meeting of

Secured Non-Convertible Debenture Holder

Date of the NCLT Convened Meeting of Secured Non-Convertible Debenture Holder	Friday, November 20, 2026
Total number of Secured Non-Convertible Debenture Holder on record date i.e., 30th June, 2026	1
Resolution required	Requisite majority
Whether promoter/ promoter group are interested in the agenda/resolution?	No

Agenda:

To consider and approve the proposed Scheme of Arrangement among Magnum Ventures Limited and Magnum Paperz Limited.

Particulars	**Number of Secured NCD Holder(s)**	**Number of Secured NCDs held**
Total Secured NCD Holder entitled to vote (as on cut-off date)	1	28,000
Total Secured NCD Holder who participated in e-voting (Remote + at Meeting)	1	28,000
Votes cast in FAVOUR of the Resolution	1	100%
Votes cast AGAINST the Resolution	0	-
Invalid / Abstained Votes	0	-

Voting Results of the NCLT Convened Meeting of Secured Creditors

Date of the NCLT Convened Meeting of Secured Creditors	Friday, November 20, 2026
Total number of Secured Creditors on record date i.e., 31st March, 2026	1
Resolution required	Requisite majority
Whether promoter/ promoter group are interested in the agenda/resolution?	No

Agenda:

To consider and approve the proposed Scheme of Arrangement among Magnum Ventures Limited and Magnum Paperz Limited.

Particulars	**Number of Secured Creditor(s)**	**Value of Secured Creditor (Rs. Lakh)**
Total Secured Creditors entitled to vote (as on cut-off date)	1	14,850.00
Total Secured Creditors who participated in e-voting (Remote + at Meeting)	1	14,850.00
Votes cast in FAVOUR of the Resolution	1	14,850.00 (100%)
Votes cast AGAINST the Resolution	0	Nil
Invalid / Abstained Votes	0	Nil

Voting Results of the NCLT Convened Meeting of Unsecured Creditors

Date of the NCLT Convened Meeting of Unsecured Creditors	Friday, November 20, 2026
Total number of Unsecured Creditors on record date i.e., 31st March, 2026	558
Resolution required	Requisite majority
Whether promoter/ promoter group are interested in the agenda/resolution?	No

Agenda:

To consider and approve the proposed Scheme of Arrangement among Magnum Ventures Limited and Magnum Paperz Limited.

Particulars	**Number of Unsecured Creditors**	**Value of Unsecured Creditors (Rs. Lakh)**
Total Unsecured Creditors entitled to vote (as on cut-off date)	558	8,911.71
Total Unsecured Creditors who participated in e-voting (Remote + at Meeting)	41	3,766.46
Votes cast in FAVOUR of the Resolution	40	3,745.85 (99.45%)
Votes cast AGAINST the Resolution	1	20.61 (00.55%)
Invalid / Abstained Votes	Nil	0

General information about company	
Scrip code	532896
NSE Symbol	MAGNUM
MSEI Symbol	NOTLISTED
ISIN	INE387I01016
Name of the company	MAGNUM VENTURES LIMITED
Type of meeting	Court Convened Meeting
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	20-11-2026
Start time of the meeting	11:30 AM
End time of the meeting	12:11 PM

Scrutinizer Details	
Name of the Scrutinizer	Ramesh Chandra Agarwal
Firms Name	Ramesh C. Agrawal & Co.
Qualification	CA
Membership Number	070229
Date of Board Meeting in which appointed	22-09-2026
Date of Issuance of Report to the company	24-11-2026

Voting results	
Record date	13-11-2026
Total number of shareholders on record date	17587
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	4
b) Public	77
No. of resolution passed in the meeting	1
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider and approve the proposed Scheme of Arrangement among Magnum Ventures Limited and Magnum Paperz Limited				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	37767554	37591454	99.5337	37591454	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	37767554	37591454	99.5337	37591454	0	100	0
Public- Institutions	E-Voting	2000000	2000000	100	2000000	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	2000000	2000000	100	2000000	0	100	0
Public- Non Institutions	E-Voting	28643763	5213277	18.2004	5213009	268	99.9949	0.0051
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	28643763	5213277	18.2004	5213009	268	99.9949	0.0051
Total		68411317	44804731	65.4932	44804463	268	99.9994	0.0006
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

FORM NO. MGT - 13

REPORT OF SCRUTINIZER

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014 and the Order dated 22nd September, 2026 passed by the Hon'ble National Company Law Tribunal, Allahabad Bench, Prayagraj in CA (CAA) No. 17/ALD/2026]

To,

Shri Gaurav Mahajan,

The Chairperson appointed by the Hon'ble National Company Law Tribunal, Allahabad Bench, Prayagraj, for the meeting of the Equity Shareholders of Magnum Ventures Limited pursuant to Company Application No. CA (CAA) No. 17/ALD/2026 (First Motion), Order dated 22nd September, 2026

Dear Sir,

I, Ramesh Chandra Agrawal, Membership No. 070229, Partner, M/s Ramesh C. Agrawal & Co., Chartered Accountants, having Firm Registration Number. 001770C, S-203 Prayag Kunj, Ansal Apartment, 3, Strachey Road, Civil Lines. Prayagraj, appointed as the common Scrutinizer by the Hon'ble National Company Law Tribunal, Allahabad Bench, Prayagraj vide its Order dated 22nd September, 2026 in CA (CAA) No. 17/ALD/2026, for the purpose of scrutinizing the voting process (remote e-voting and e-voting during the Meeting) conducted at the Meeting of the Equity Shareholders of Magnum Ventures Limited ("Company"/"Demerged Company"), held on Friday, 20th November, 2026 at 11:30 A.M. (IST) through Video Conferencing (VC), in the matter of the Scheme of Arrangement among Magnum Ventures Limited ("Demerged Company") and Magnum Paperz Limited ("Resulting Company") and their respective shareholders and creditors ("Scheme"), hereby submit my report as under:

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made thereunder and directions issued by the Hon'ble National Company Law Tribunal Allahabad bench, relating to voting at the Meeting on the resolution contained in the aforesaid Notice of the Meeting of the Equity Shareholders of the Company. My responsibility as a Scrutinizer is to scrutinize and ensure that the voting through remote e-voting and e-voting done at the meeting is done in a fair and transparent manner and to make a Scrutinizer's Report on the votes cast "In Favour" or "Against" on the resolution.

1. The Meeting of the equity shareholders of the Company was convened on Friday, 20th November, 2026 at 11:30 A.M. (IST) through Video Conferencing (VC) with facility of remote e-voting, pursuant to and in compliance with the Order dated 22nd September, 2026 ("NCLT Order") passed by the Hon'ble National Company Law Tribunal, Allahabad Bench, Prayagraj ("NCLT") in Company Application No. CA (CAA) No. 17/ALD/2026 (First Motion).

RAMESH C. AGRAWAL & CO. CA INDIA Chartered Accountants

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2. The equity shareholders of the Company were given the facility to vote on the Resolution (as set out in the Notice of the Meeting) for approval of the Scheme by casting their votes through:

(a) Remote e-voting: National Securities Depository Limited ("NSDL") was engaged as the e-voting agency. Remote e-voting was available from Monday, 16th November, 2026 at 09:00 A.M. (IST) to Thursday. 19th November, 2026 at 05:00 P.M. (IST).

(b) E-voting during the Meeting: The e-voting facility during the Meeting was made available to those equity shareholders who had not cast their vote through remote e-voting. The facility was available for 15 minutes which was further extended for 35 minutes with the permission of the Respected Chairman after conclusion of discussion on the Resolution.

3. The cut-off date for determining the equity shareholders entitled to vote on the Resolution was 13th November, 2026.

4. The EVEN (Electronic Voting Event Number) allotted for the Meeting by NSDL was **143296**. The remote e-voting and e-voting during the Meeting were conducted through NSDL's e-voting platform at www.evoting.nsdl.com.

5. As confirmed by Ms. Aaina Gupta, Company Secretary and Compliance officer of the Company and the NSDL representative, total 81 shareholders [including 1 director shareholder and 9 speaker shareholders (out of 9 speaker shareholders, 2 shareholders were present but did not spoke due to technical glitches) joined the meeting virtually. Hence, the quorum of the shareholders meeting was 30, 58 shareholders were present and the meeting was called to order and e-voting was opened at 11:30 A.M. (IST).

6. Upon conclusion of e-voting at the Meeting, I unblocked the votes casted through remote e-voting and e-voting in the presence of CS Aditya Kesharwani and Ms. Varnita Srivastava (witnesses), not in the employment of the Company.

7. The result of remote e-voting and e-voting during the Meeting on the resolutions:

*"**RESOLVED THAT** pursuant to the provisions of Sections 230 and 232 read with Section 66 and other applicable provisions, if any, of the Companies Act, 2013, the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016, the National Company Law Tribunal Rules, 2016, Section 2(19AA) and Section 2(1B) and other applicable provisions of the Income-tax Act, 1961, and other applicable laws, and subject to the approval of the Hon'ble National Company Law Tribunal ("NCLT") and other appropriate authorities, consent of the Meeting be and is hereby accorded for the proposed Scheme of Arrangement of Magnum Ventures Limited (the Demerged Company) and Magnum Paperz Limited (the Resulting Company).*

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RESOLVED FURTHER THAT *the Report on Valuation of Shares and Share Exchange Ratio issued by Ms Mallika Goel, a Registered Valuer in respect of Securities or Financial Assets, registered with the Insolvency and Bankruptcy Board of India, and the Fairness Opinion issued by 3Dimension Capital Services Limited, a SEBI-registered Category I Merchant Banker, as placed before the meeting, be and are hereby received, considered and taken on record.* ***RESOLVED FURTHER THAT*** *the Reports of the Audit Committee and the Committee of Independent Directors of Magnum Ventures Limited recommending the draft Scheme of Arrangement be and are hereby received, considered and taken on record.*

RESOLVED FURTHER THAT *the Share Exchange Ratio as recommended by the IBBI Registered Valuer for the proposed Scheme of Arrangement, being fair and reasonable to the Shareholders and other stakeholders of both the Companies, be and is hereby considered, accepted and approved.*

RESOLVED FURTHER THAT *the salient features of the Scheme, including inter alia the following, be and are hereby approved:*

1.1 All assets and liabilities, including tax and statutory liabilities, of the Demerged Undertaking shall transfer to and vest in the Resulting Company on a going concern basis.

1.2 All employees of the Demerged Undertaking in service as on the Effective Date shall become employees of the Resulting Company without break in service and on terms not less favourable. 1.3 Consideration for Demerger:

i. The Resulting Company shall issue and allot two (2) New Equity Shares of face value of INR 10 each, credited as fully paid-up, to the Equity Shareholders of the Demerged Company for every ten (10) Equity Shares of face value of INR 10 each held by them in the Demerged Company.

ii. The Resulting Company shall issue and allot nine (9) New Compulsorily Redeemable Preference Shares of face value of INR 100 each, credited as fully paid-up, to each of the Compulsorily Redeemable Preference Shareholders of the Demerged Company for every ten (10) Compulsorily Redeemable Preference Shares of face value of INR 100 each held by them in the Demerged Company, on the same terms and conditions.

1.4 Upon the Scheme becoming effective, the Demerged Company shall, for the purpose of giving effect to the Demerger and reflecting the same in its books of account, reduce its issued, subscribed and paid-up equity share capital and preference share capital by seventy per cent (70%), and ninety per cent (90%), respectively, on a proportionate basis, without any consideration.

1.5 Upon this Scheme becoming effective, the entire issued, subscribed and paid-up equity share capital of the Resulting Company as existing immediately prior to the Effective Date shall stand

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cancelled and extinguished, without any payment being made to any shareholder of the Resulting Company against such cancellation.

1.6 The Appointed Date shall be the same as the Effective Date of the Scheme, or such other date as may be approved by the Boards and sanctioned by the Hon'ble NCLT.

1.7 BSE Limited shall be the Designated Stock Exchange for the purposes of the Scheme. ***RESOLVED FURTHER THAT*** *subject to the approval of the Hon'ble National Company Law Tribunal and other Appropriate Authority, if any, Scheme of Arrangement as placed before the meeting, be and is hereby approved.*

RESOLVED FURTHER THAT *the Board of Directors of the Company be and is hereby authorized to take necessary steps to obtain necessary approval(s) for the aforesaid Scheme and for effective implementation of the same, including but not limited to, to agree to such conditions or modifications [including the appointed date(s) and share exchange ratio, etc.,] that may be imposed, required or suggested by the Hon'ble National Company Law Tribunal, Allahabad Bench, Prayagraj, or any other authorities or that may otherwise be deemed fit or proper by the Board and to do all other acts, deeds or things which may be ancillary or incidental to the above mentioned matters or which may otherwise be required for the aforesaid Scheme."*

7.1 The result of remote e voting and e voting as downloaded from the NSDL e voting portal is as under:

Sl. No.	Particulars	No. of Voters	No. of Votes
1.1	Equity Shareholders present in the meeting through video conferencing	81	2,56,72,360
1.2	Equity Shareholders present in the meeting and voted through e-voting system in the meeting	18	43
1.3	Equity Shareholders present in the meeting who have already voted through remote e-voting process during the prescribed time period before the meeting	63	2,56,72,317
1.4	Equity Shareholders present in the meeting who have abstained from voting	NIL	NIL
2.1	Equity Shareholders who did not attend the meeting but cast their Votes through remote e-voting process during the prescribed time period before the meeting	76	1,91,32,371
3.1	**Total Votes Cast in the meeting and through remote e-voting process before the meeting which were considered for the purpose of this Report** [1.2+1.3+2.1]	**157**	**4,48,04,731**

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4.1	**Invalid Votes**	**NIL**	**NIL**
5.1	**Total Valid Votes**	**157**	**4,48,04,731**
6.1	**Votes Against**	**11**	**268**
7.1	Votes Against as % of total valid votes cast	7.00%	0.01%
8.1	**Votes in Favour**	**146**	**4,48,04,463**
9.1	Votes in Favour as % of total valid votes cast	93.00%	99.99%

7.2 In terms of the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the SEBI Scheme Circular, the voting results of the Public Category Equity Shareholders were separately considered. The Public Category Shareholders of the Company participated in the voting process through remote e-voting and e-voting during the meeting. The Scheme of Arrangement was approved with overwhelming majority by the Public Category Equity Shareholders. Accordingly, it is confirmed that the Scheme has received the approval of the Public Category Shareholders in compliance with the requirements prescribed by SEBI. The result of the voting upon the Scheme of Arrangement (by way of voting through e-voting system in the meeting as well as through remote e-voting process before the meeting), by the Public Category Equity Shareholders is given as under:

Sl. No.	Particulars	No. of Voters	No. of Votes
1.1	Public Category Equity Shareholders present in the meeting through video conferencing	77	43,04,750
1.2	Public Category Equity Shareholders present in the meeting and voted through e-voting system in the meeting	18	43
1.3	Public Category Equity Shareholders present in the meeting who have already voted through remote e-voting process during the prescribed time period before the meeting	59	43,04,707
1.4	Public Category Equity Shareholders present in the meeting who have abstained from voting	NIL	NIL
2.1	Public Category Equity Shareholders who did not attend the meeting but cast their Votes through remote e-voting process during the prescribed time period before the meeting	70	29,08,527
3.1	**Total Votes Cast in the meeting and through remote e-voting process before the meeting which were considered for the purpose of this Report** [1.2+1.3+2.1]	**147**	**72,13,277**

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4.1	**Invalid Votes**	**NIL**	**NIL**
5.1	**Total Valid Votes**	**147**	**72,13,277**
6.1	**Votes Against**	**11**	**268**
7.1	Votes Against as % of total valid votes cast	7.48%	0.01
8.1	**Votes in Favour**	**136**	**72,13,009**
9.1	Votes in Favour as % of total valid votes cast	92.52%	99.99

8. Based on the above scrutiny, the Resolution as set out in the Notice of Meeting has been **PASSED** with the requisite majority, i.e. 146 equity shareholders votes casted 44804463 (in number) out of 157 equity shareholders 44804731 (in number) voting, being a majority in number representing more than three-fourths in value of the votes cast, as per the provisions of Sections 230 to 232 read with Section 66 of the Companies Act, 2013, read with the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 and in accordance with the NCLT Order.

9. As per the Hon'ble NCLT Order, the quorum for the Meeting was as per the provisions of Section 103 of the Companies Act, 2013. The requisite quorum was present at the commencement of the Meeting and during the Meeting.

10. All relevant records relating to the voting process, including data received from the e-voting agency, have been handed over to the Company Secretary of the Company for safe keeping.

Thanking you.
Yours faithfully,

Place: Prayagraj
Date: 23rd November, 2026

CA Ramesh Chandra Agrawal
Membership No.070229
Partner, M/s Ramesh C. Agrawal & Co.
Chartered Accountants
(FRN:001770C)
S-203 Prayag Kunj, Ansal Appartment,
3, Strachey Road, Civil Lines, Prayagraj UP.
(Scrutinizer appointed for the Meeting)

UDIN: 26070229BHUSWO9378

FORM NO. MGT - 13

REPORT OF SCRUTINIZER

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 and 21(2) of the Companies (Management and Administration) Rules, 2014 and the Order dated 22nd September, 2026 passed by the Hon'ble National Company Law Tribunal, Allahabad Bench, Prayagraj]

To,

Shri Gaurav Mahajan, Advocate,

The Chairperson appointed by the Hon'ble National Company Law Tribunal, Allahabad Bench, Prayagraj,

for meeting of the Secured Non-Convertible Debenture Holder of Magnum Ventures Limited pursuant to Company Application No. CA(CAA) No. 17/ALD/2026, Order dated 22nd September, 2026

Dear Sir,

I, Ramesh Chandra Agrawal, Chartered Accountant, Membership No. 070229, Partner, M/s Ramesh C. Agrawal & Co., Chartered Accountants, having Firm Registration Number. 001770C, S-203 Prayag Kunj, Ansal Apartment, 3, Strachey Road, Civil Lines. Prayagraj, appointed as the Scrutinizer by the Hon'ble National Company Law Tribunal, Allahabad Bench, Prayagraj vide its Order dated 22nd September, 2026 for the purpose of scrutinizing the voting process (remote e-voting and e-voting during the Meeting) conducted at the Meeting of the Secured, Listed, Non-Convertible Debenture Holder ("NCD Holder") of Magnum Ventures Limited ("Company"/"Demerged Company"), held on Friday, 20th November, 2026 at 02:00 P.M. (IST) through Video Conferencing (VC), in the matter of the Scheme of Arrangement among Magnum Ventures Limited ("Demerged Company") and Magnum Paperz Limited ("Resulting Company") and their respective shareholders ("Scheme"), hereby submit my report as under:

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made thereunder and directions issued by the Hon'ble National Company Law Tribunal, Allahabad Bench, relating to voting at the Meeting on the resolution contained in the aforesaid Notice of the Meeting of the Secured NCD Holder of the Company. My responsibility as a Scrutinizer is to scrutinize and ensure that the voting through remote e-voting and e-voting done at the meeting is done in a fair and transparent manner and to make a Scrutinizer's Report on the votes cast "In Favour" or "Against" on the resolution.

1. VOTING RIGHTS OF SECURED NON-CONVERTIBLE DEBENTURE HOLDER

The voting rights of the Secured NCD Holder were in proportion to the outstanding value of the Secured, Listed, Non-Convertible Debentures ("NCDs") held as on the cut-off date i.e. 30th June, 2026. As on the cut-off date, the Company had only 1 (One) Secured NCD Holder, namely Neo Special Credit Opportunities Fund (formerly known as Neo Asset Management Private Limited), holding 28,000 (Twenty-Eight Thousand) NCDs of face value of Rs. 1,00,000 each (ISIN: INE387I07013), as per the list

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Offices : Mumbai * New Delhi * Raipur * Ghaziabad

of Secured Non-Convertible Debenture Holders certified by M/s GMB & Associates, Chartered Accountants (FRN: 022394N) vide certificate dated 25th August, 2026. The total number of the Secured NCDs as on the cut-off date was 28000. Catalyst Trusteeship Limited is the Debenture Trustee for the NCDs.

2. E-VOTING PERIOD

Remote E-Voting Start	Monday, 16th November, 2026 at 9:00 A.M. (IST)
Remote E-Voting End	Thursday, 19th November, 2026 at 5:00 P.M. (IST)
E-Voting at Meeting	Friday, 20th November, 2026 – 2:05 to 2:21 P.M. (IST)
E-Voting Platform / Agency	National Securities Depository Limited (NSDL)

The EVEN (Electronic Voting Event Number) allotted for the Meeting by NSDL was 143331. The remote e-voting and e-voting during the Meeting were conducted through NSDL's e-voting platform at www.evoting.nsdl.com. Mas Services Ltd, a SEBI registered Registrar and Transfer Agent, was appointed to provide the platform for convening the Meeting through Video Conferencing and to process the data relating to the Meeting and voting.

3. RESOLUTION PLACED BEFORE SECURED NON-CONVERTIBLE DEBENTURE HOLDER

The following resolution as already circulated was proposed for consideration and vote of the NCD Holder present virtually through its authorised representative:

*"**RESOLVED THAT** pursuant to the provisions of Sections 230 and 232 read with Section 66 and other applicable provisions, if any, of the Companies Act, 2013, the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016, the National Company Law Tribunal Rules, 2016, Section 2(19AA) and Section 2(1B) and other applicable provisions of the Income-tax Act, 1961, and other applicable laws, and subject to the approval of the Hon'ble National Company Law Tribunal ("NCLT") and other appropriate authorities, consent of the Meeting be and is hereby accorded for the proposed Scheme of Arrangement of Magnum Ventures Limited (the Demerged Company) and Magnum Paperz Limited (the Resulting Company).*

***RESOLVED FURTHER THAT** the Report on Valuation of Shares and Share Exchange Ratio issued by Ms Mallika Goel, a Registered Valuer in respect of Securities or Financial Assets, registered with the Insolvency and Bankruptcy Board of India, and the Fairness Opinion issued by 3Dimension Capital Services Limited, a SEBI-registered Category I Merchant Banker, as placed before the meeting, be and are hereby received, considered and taken on record.*

***RESOLVED FURTHER THAT** the Reports of the Audit Committee and the Committee of Independent Directors of Magnum Ventures Limited recommending the draft Scheme of Arrangement be and are hereby received, considered and taken on record.*

***RESOLVED FURTHER THAT** the Share Exchange Ratio as recommended by the IBBI Registered Valuer for the proposed Scheme of Arrangement, being fair and reasonable to the Shareholders and other stakeholders of both the Companies, be and is hereby considered, accepted and approved.*

***RESOLVED FURTHER THAT** the salient features of the Scheme, including inter alia the following, be and are hereby approved:*

1.1 All assets and liabilities, including tax and statutory liabilities, of the Demerged Undertaking shall transfer to and vest in the Resulting Company on a going concern basis.

RAMESH C. AGRAWAL & CO. CA INDIA Chartered Accountants

1.2 All employees of the Demerged Undertaking in service as on the Effective Date shall become employees of the Resulting Company without break in service and on terms not less favourable.

1.3 Consideration for Demerger:

(i) The Resulting Company shall issue and allot two (2) New Equity Shares of face value of INR 10 each, credited as fully paid-up, to the Equity Shareholders of the Demerged Company for every ten (10) Equity Shares of face value of INR 10 each held by them in the Demerged Company.

(ii) The Resulting Company shall issue and allot nine (9) New Compulsorily Redeemable Preference Shares of face value of INR 100 each, credited as fully paid-up, to each of the Compulsorily Redeemable Preference Shareholders of the Demerged Company for every ten (10) Compulsorily Redeemable Preference Shares of face value of INR 100 each held by them in the Demerged Company, on the same terms and conditions.

1.4 Upon the Scheme becoming effective, the Demerged Company shall, for the purpose of giving effect to the Demerger and reflecting the same in its books of account, reduce its issued, subscribed and paid-up equity share capital and preference share capital by seventy per cent (70%), and ninety per cent (90%), respectively, on a proportionate basis, without any consideration.

1.5 Upon this Scheme becoming effective, the entire issued, subscribed and paid-up equity share capital of the Resulting Company as existing immediately prior to the Effective Date shall stand cancelled and extinguished, without any payment being made to any shareholder of the Resulting Company against such cancellation.

1.6 The Appointed Date shall be the same as the Effective Date of the Scheme, or such other date as may be approved by the Boards and sanctioned by the Hon'ble NCLT.

1.7 BSE Limited shall be the Designated Stock Exchange for the purposes of the Scheme.

***RESOLVED FURTHER THAT** subject to the approval of the Hon'ble National Company Law Tribunal and other Appropriate Authority, if any, Scheme of Arrangement as placed before the meeting, be and is hereby approved.*

***RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to take necessary steps to obtain necessary approval(s) for the aforesaid Scheme and for effective implementation of the same, including but not limited to, to agree to such conditions or modifications [including the appointed date(s) and share exchange ratio, etc.,] that may be imposed, required or suggested by the Hon'ble National Company Law Tribunal, Allahabad Bench, Prayagraj, or any other authorities or that may otherwise be deemed fit or proper by the Board and to do all other acts, deeds or things which may be ancillary or incidental to the above mentioned matters or which may otherwise be required for the aforesaid Scheme."*

4. QUORUM OF THE MEETING

As confirmed by Ms. Aaina Gupta, Company Secretary and Compliance Officer of the Company, and the NSDL representative, the sole Secured Non-Convertible Debenture Holder, Neo Special Credit Opportunities Fund, joined the meeting virtually through its authorised representative, Mr. Vaibhav Agrawal duly authorised vide Board Resolution dated 15th October, 2026. Hence, the quorum was present and the meeting was opened for e-voting at 02:00 p.m.

5. CONSOLIDATED VOTING RESULTS



After the conclusion of the Meeting, I unblocked the votes cast through Remote E-Voting and E-Voting at the Meeting in the presence of CS Aditya Kesharwani and Ms. Varnita Srivastava (witnesses) not in the employment of the Company. The consolidated voting results are as under:

Particulars	Number of Secured NCD Holder(s)	Number of Secured NCDs held
Total Secured NCD Holder entitled to vote (as on cut-off date)	1	28000
Total Secured NCD Holder who participated in e-voting (Remote + at Meeting)	1	28000
Votes cast in FAVOUR of the Resolution	1	100%
Votes cast AGAINST the Resolution	0	-
Invalid / Abstained Votes	0	-

6. RESULT OF VOTING

Based on the scrutiny of votes cast through Remote E-Voting and E-Voting at the Meeting, and as per the consolidated report generated by NSDL, the Scrutinizer hereby reports that:

(a) The voting was conducted in a fair and transparent manner through the electronic voting platform of NSDL.

(b) The requisite quorum as directed by the Hon'ble Tribunal present at the commencement of the Meeting.

(c) The votes cast in favour of the Resolution by the sole Secured NCD Holder, being **100% (01) in number** of the Secured NCD Holder present and voting, **exceeded** the requisite majority, i.e., majority in number representing three-fourths (3/4th) in number.

(d) The Resolution for approval of the Scheme of Arrangement has accordingly been **PASSED** with requisite majority.

7. All relevant records relating to the voting process, including data received from NSDL (e-voting agency), have been handed over to the Company Secretary of the Company for safe keeping.

Place: Prayagraj
Date: 23rd November, 2026

CA Ramesh Chandra Agrawal
Membership No. 070229
Partner, M/s Ramesh C. Agrawal & Co.
Chartered Accountants
(FRN:001770C)
S-203 Prayag Kunj, Ansal Apartment,
3, Strachey Road, Civil Lines, Prayagraj UP.
(Scrutinizer appointed for the Meeting)

UDIN: 26070229HTTXEQ9922

FORM NO. MGT - 13

REPORT OF SCRUTINIZER

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 and 21(2) of the Companies (Management and Administration) Rules, 2014 and the Order dated 22nd September, 2026 passed by the Hon'ble National Company Law Tribunal, Allahabad Bench, Prayagraj]

To,

Shri Gaurav Mahajan, Advocate,

The Chairperson appointed by the Hon'ble National Company Law Tribunal, Allahabad Bench, Prayagraj, for meeting of the Secured Creditor of Magnum Ventures Limited pursuant to Company Application No. CA(CAA) No. 17/ALD/2026, Order dated 22nd September, 2026

Dear Sir,

I, Ramesh Chandra Agrawal, Chartered Accountant, Membership No. 070229, Partner, M/s Ramesh C. Agrawal & Co., Chartered Accountants, having Firm Registration Number. 001770C, S-203 Prayag Kunj, Ansal Apartment, 3, Strachey Road, Civil Lines. Prayagraj, appointed as the Scrutinizer by the Hon'ble National Company Law Tribunal, Allahabad Bench, Prayagraj vide its Order dated 22nd September, 2026 for the purpose of scrutinizing the voting process (remote e-voting and e-voting during the Meeting) conducted at the Meeting of the secured creditor of Magnum Ventures Limited ("Company"/"Demerged Company"), held on Friday, 20th November, 2026 at 03:00 P.M. (IST) through Video Conferencing (VC), in the matter of the Scheme of Arrangement among Magnum Ventures Limited ("Demerged Company") and Magnum Paperz Limited ("Resulting Company") and their respective shareholders ("Scheme"), hereby submit my report as under:

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made thereunder and directions issued by the Hon'ble National Company Law Tribunal, Allahabad Bench, relating to voting at the Meeting on the resolution contained in the aforesaid Notice of the Meeting of the Secured Creditor of the Company. My responsibility as a Scrutinizer is to scrutinize and ensure that the voting through remote e-voting and e-voting done at the meeting is done in a fair and transparent manner and to make a Scrutinizer's Report on the votes cast "In Favour" or "Against" on the resolution.

1. VOTING RIGHTS OF SECURED CREDITOR

The voting rights of the Secured Creditor were in proportion to the outstanding amount due by the Company as on the cut-off date i.e. 31st March, 2026. The Company has only 1 (One) Secured Creditor, namely Tourism Finance Corporation of India Limited, and the total outstanding amount due to it as on the cut-off date was Rs. 14,850.00 Lakh (Rs. 148,50,00,000), as per the list of Secured Creditors certified by M/s GMB & Associates, Chartered Accountants (FRN: 022394N) vide certificate dated 25th August, 2026.

S-203, Prayag Kunj, 3 Strachey Road, Civil Lines, Allahabad-211001, U.P.
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Branches : Mumbai * New Delhi * Lucknow * Ghaziabad

2. E-VOTING PERIOD

Remote E-Voting Start	Monday, 16th November, 2026 at 9:00 A.M. (IST)
Remote E-Voting End	Thursday, 19th November, 2026 at 5:00 P.M. (IST)
E-Voting at Meeting	Friday, 20th November, 2026 – 03:30 P.M.
E-Voting Platform / Agency	National Securities Depository Limited (NSDL)

The EVEN (Electronic Voting Event Number) allotted for the Meeting by NSDL was 143332. The remote e-voting and e-voting during the Meeting were conducted through NSDL's e-voting platform at www.evoting.nsdl.com. Mas Services Ltd, a SEBI registered Registrar and Transfer Agent, was appointed to provide the platform for convening the Meeting through Video Conferencing and to process the data relating to the Meeting and voting.

3. RESOLUTION PLACED BEFORE SECURED CREDITOR

The following resolution as already circulated was proposed for consideration and vote of the Secured Creditor present virtually through its authorised representative:

*"**RESOLVED THAT** pursuant to the provisions of Sections 230 and 232 read with Section 66 and other applicable provisions, if any, of the Companies Act, 2013, the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016, the National Company Law Tribunal Rules, 2016, Section 2(19AA) and Section 2(1B) and other applicable provisions of the Income-tax Act, 1961, and other applicable laws, and subject to the approval of the Hon'ble National Company Law Tribunal ("NCLT") and other appropriate authorities, consent of the Meeting be and is hereby accorded for the proposed Scheme of Arrangement of Magnum Ventures Limited (the Demerged Company) and Magnum Paperz Limited (the Resulting Company).*

***RESOLVED FURTHER THAT** the Report on Valuation of Shares and Share Exchange Ratio issued by Ms Mallika Goel, a Registered Valuer in respect of Securities or Financial Assets, registered with the Insolvency and Bankruptcy Board of India, and the Fairness Opinion issued by 3Dimension Capital Services Limited, a SEBI-registered Category I Merchant Banker, as placed before the meeting, be and are hereby received, considered and taken on record.*

***RESOLVED FURTHER THAT** the Reports of the Audit Committee and the Committee of Independent Directors of Magnum Ventures Limited recommending the draft Scheme of Arrangement be and are hereby received, considered and taken on record.*

***RESOLVED FURTHER THAT** the Share Exchange Ratio as recommended by the IBBI Registered Valuer for the proposed Scheme of Arrangement, being fair and reasonable to the Shareholders and other stakeholders of both the Companies, be and is hereby considered, accepted and approved.*

***RESOLVED FURTHER THAT** the salient features of the Scheme, including inter alia the following, be and are hereby approved:*

1.1 All assets and liabilities, including tax and statutory liabilities, of the Demerged Undertaking shall transfer to and vest in the Resulting Company on a going concern basis.

1.2 All employees of the Demerged Undertaking in service as on the Effective Date shall become employees of the Resulting Company without break in service and on terms not less favourable.

1.3 Consideration for Demerger:

(i) The Resulting Company shall issue and allot two (2) New Equity Shares of face value of INR 10 each, credited as fully paid-up, to the Equity Shareholders of the Demerged Company for every ten (10) Equity Shares of face value of INR 10 each held by them in the Demerged Company.

(ii) The Resulting Company shall issue and allot nine (9) New Compulsorily Redeemable Preference Shares of face value of INR 100 each, credited as fully paid-up, to each of the Compulsorily Redeemable Preference Shareholders of the Demerged Company for every ten (10) Compulsorily Redeemable Preference Shares of face value of INR 100 each held by them in the Demerged Company, on the same terms and conditions.

1.4 Upon the Scheme becoming effective, the Demerged Company shall, for the purpose of giving effect to the Demerger and reflecting the same in its books of account, reduce its issued, subscribed and paid-up equity share capital and preference share capital by seventy per cent (70%), and ninety per cent (90%), respectively, on a proportionate basis, without any consideration.

1.5 Upon this Scheme becoming effective, the entire issued, subscribed and paid-up equity share capital of the Resulting Company as existing immediately prior to the Effective Date shall stand cancelled and extinguished, without any payment being made to any shareholder of the Resulting Company against such cancellation.

1.6 The Appointed Date shall be the same as the Effective Date of the Scheme, or such other date as may be approved by the Boards and sanctioned by the Hon'ble NCLT.

1.7 BSE Limited shall be the Designated Stock Exchange for the purposes of the Scheme.

***RESOLVED FURTHER THAT** subject to the approval of the Hon'ble National Company Law Tribunal and other Appropriate Authority, if any, Scheme of Arrangement as placed before the meeting, be and is hereby approved.*

***RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to take necessary steps to obtain necessary approval(s) for the aforesaid Scheme and for effective implementation of the same, including but not limited to, to agree to such conditions or modifications [including the appointed date(s) and share exchange ratio, etc.,] that may be imposed, required or suggested by the Hon'ble National Company Law Tribunal, Allahabad Bench, Prayagraj, or any other authorities or that may otherwise be deemed fit or proper by the Board and to do all other acts, deeds or things which may be ancillary or incidental to the above mentioned matters or which may otherwise be required for the aforesaid Scheme."*

4. QUORUM OF THE MEETING

As confirmed by Ms. Aaina Gupta, Company Secretary and Compliance Officer of the Company, and the NSDL representative, the sole Secured Creditor, Tourism Finance Corporation of India Limited, joined the meeting virtually through its authorised representative, holding position of Managing Director or any officer of the rank of Manager and above (Mrs. Charu Mishra, Deputy Vice-President) , duly authorised vide Board Resolution dated 27-11-2003 [(Certified True Copy by Sanjay Ahuja, Sr. Vice President & Company Secretary) dated 16-11-2026)]. Hence, the quorum was present and the meeting was opened for e-voting at 03:30 p.m.

5. CONSOLIDATED VOTING RESULTS

After the conclusion of the Meeting, I unblocked the votes cast through Remote E-Voting and E-Voting at the Meeting in the presence of CS Aditya Kesharwani and Ms. Varnita Srivastava (witnesses) not in the employment of the Company. The consolidated voting results are as under:

RAMESH G. AGRAWAL & CO. INDIA Chartered Accountants

Particulars	Number of Secured Creditor(s)	Value of the Secured Creditor (Rs. Lakh)
Total Secured Creditor entitled to vote (as on cut-off date)	1	14,850.00
Total Secured Creditor who participated in e-voting (Remote + at Meeting)	1	14,850.00
Votes cast in FAVOUR of the Resolution	1	14,850.00 (100%)
Votes cast AGAINST the Resolution	0	Nil
Invalid / Abstained Votes	0	Nil

6. RESULT OF VOTING

Based on the scrutiny of votes cast through Remote E-Voting and E-Voting at the Meeting, and as per the consolidated report generated by NSDL, the Scrutinizer hereby reports that:

(a) The voting was conducted in a fair and transparent manner through the electronic voting platform of NSDL.

(b) The requisite quorum as directed by the Hon'ble Tribunal present at the commencement of the Meeting.

(c) The votes cast in favour of the Resolution by the sole Secured Creditor, being **100% (01) in number and 100% (Rs. 14,850.00 Lakhs) in value** of the Secured Creditor present and voting, **exceeded** the requisite majority, i.e., majority in number representing three-fourths (3/4th) in value.

(d) The Resolution for approval of the Scheme of Arrangement has accordingly been **PASSED** with requisite majority.

7. All relevant records relating to the voting process, including data received from NSDL (e-voting agency), have been handed over to the Company Secretary of the Company for safe keeping.



Place: Prayagraj
Date: 23rd November, 2026

CA Ramesh Chandra Agrawal
Membership No. 070229
Partner, M/s Ramesh C. Agrawal & Co.
Chartered Accountants
(FRN: 001770C)
S-203 Prayag Kunj, Ansal Apartment,
3, Strachey Road, Civil Lines, Prayagraj UP.
(Scrutinizer appointed for the Meeting)

UDIN: 26070229JMXIPP8646

FORM NO. MGT - 13

REPORT OF SCRUTINIZER

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 and 21(2) of the Companies (Management and Administration) Rules, 2014 and the Order dated 22nd September, 2026 passed by the Hon'ble National Company Law Tribunal, Allahabad Bench, Prayagraj]

To,

Shri Gaurav Mahajan, Advocate,

The Chairperson appointed by the Hon'ble National Company Law Tribunal, Allahabad Bench, Prayagraj,

for meeting of the Unsecured Creditors of Magnum Ventures Limited pursuant to Company Application No. CA(CAA) No. 17/ALD/2026, Order dated 22nd September, 2026

Dear Sir,

I, Ramesh Chandra Agrawal, Chartered Accountant, Membership No. 070229, Partner, M/s Ramesh C. Agrawal & Co., Chartered Accountants, having Firm Registration Number. 001770C, S-203 Prayag Kunj, Ansal Apartment, 3, Strachey Road, Civil Lines. Prayagraj, appointed as the Scrutinizer by the Hon'ble National Company Law Tribunal, Allahabad Bench, Prayagraj vide its Order dated 22nd September, 2026 for the purpose of scrutinizing the voting process (remote e-voting and e-voting during the Meeting) conducted at the Meeting of the unsecured creditors of Magnum Ventures Limited ("Company"/"Demerged Company"), held on Friday, 20th November, 2026 at 04:00 P.M. (IST) through Video Conferencing (VC), in the matter of the Scheme of Arrangement among Magnum Ventures Limited ("Demerged Company") and Magnum Paperz Limited ("Resulting Company") and their respective shareholders ("Scheme"), hereby submit my report as under:

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made thereunder and directions issued by the Hon'ble National Company Law Tribunal, Allahabad Bench, relating to voting at the Meeting on the resolution contained in the aforesaid Notice of the Meeting of the Unsecured Creditors of the Company. My responsibility as a Scrutinizer is to scrutinize and ensure that the voting through remote e-voting and e-voting done at the meeting is done in a fair and transparent manner and to make a Scrutinizer's Report on the votes cast "In Favour" or "Against" on the resolution.

1. VOTING RIGHTS OF UNSECURED CREDITORS

The voting rights of the Unsecured Creditors were in proportion to the outstanding amount due by the Company as on the cut-off date i.e. 31st March, 2026. The total outstanding amount of the 558 (Five Hundred and Fifty-Eight) Unsecured Creditors of Magnum Ventures Limited as on the cut-off date was Rs. 8,911.71 Lakh (Rs. 89,11,71,142.99), as per the list of Unsecured Creditors certified by M/s GMB &

RAMESH C. AGRAWAL & CO. Chartered Accountants INDIA

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Associates, Chartered Accountants (FRN: 022394N) vide certificate dated 25th August, 2026 (excluding statutory and other dues).

2. E-VOTING PERIOD

Remote E-Voting Start	Monday, 16th November, 2026 at 9:00 A.M. (IST)
Remote E-Voting End	Thursday, 19th November, 2026 at 5:00 P.M. (IST)
E-Voting at Meeting	Friday, 20th November, 2026 – 4:04 to 5:00 P.M. (IST)
E-Voting Platform / Agency	National Securities Depository Limited (NSDL)

The EVEN (Electronic Voting Event Number) allotted for the Meeting by NSDL was 143333. The remote e-voting and e-voting during the Meeting were conducted through NSDL's e-voting platform at www.evoting.nsdl.com. Mas Services Ltd, a SEBI registered Registrar and Transfer Agent, was appointed to provide the platform for convening the Meeting through Video Conferencing and to process the data relating to the Meeting and voting.

3. RESOLUTION PLACED BEFORE UNSECURED CREDITORS

The following resolution as already circulated was proposed for consideration and vote of the Unsecured Creditors present virtually:

*"**RESOLVED THAT** pursuant to the provisions of Sections 230 and 232 read with Section 66 and other applicable provisions, if any, of the Companies Act, 2013, the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016, the National Company Law Tribunal Rules, 2016, Section 2(19AA) and Section 2(1B) and other applicable provisions of the Income-tax Act, 1961, and other applicable laws, and subject to the approval of the Hon'ble National Company Law Tribunal ("NCLT") and other appropriate authorities, consent of the Meeting be and is hereby accorded for the proposed Scheme of Arrangement of Magnum Ventures Limited (the Demerged Company) and Magnum Paperz Limited (the Resulting Company).*

***RESOLVED FURTHER THAT** the Report on Valuation of Shares and Share Exchange Ratio issued by Ms Mallika Goel, a Registered Valuer in respect of Securities or Financial Assets, registered with the Insolvency and Bankruptcy Board of India, and the Fairness Opinion issued by 3Dimension Capital Services Limited, a SEBI-registered Category I Merchant Banker, as placed before the meeting, be and are hereby received, considered and taken on record.*

***RESOLVED FURTHER THAT** the Reports of the Audit Committee and the Committee of Independent Directors of Magnum Ventures Limited recommending the draft Scheme of Arrangement be and are hereby received, considered and taken on record.*

***RESOLVED FURTHER THAT** the Share Exchange Ratio as recommended by the IBBI Registered Valuer for the proposed Scheme of Arrangement, being fair and reasonable to the Shareholders and other stakeholders of both the Companies, be and is hereby considered, accepted and approved.*

***RESOLVED FURTHER THAT** the salient features of the Scheme, including inter alia the following, be and are hereby approved:*

1.1 All assets and liabilities, including tax and statutory liabilities, of the Demerged Undertaking shall transfer to and vest in the Resulting Company on a going concern basis.

1.2 All employees of the Demerged Undertaking in service as on the Effective Date shall become employees of the Resulting Company without break in service and on terms not less favourable.

RAMESH C. AGRAWAL & CO. CA INDIA Chartered Accountants

1.3 Consideration for Demerger:

(i) The Resulting Company shall issue and allot two (2) New Equity Shares of face value of INR 10 each, credited as fully paid-up, to the Equity Shareholders of the Demerged Company for every ten (10) Equity Shares of face value of INR 10 each held by them in the Demerged Company.

(ii) The Resulting Company shall issue and allot nine (9) New Compulsorily Redeemable Preference Shares of face value of INR 100 each, credited as fully paid-up, to each of the Compulsorily Redeemable Preference Shareholders of the Demerged Company for every ten (10) Compulsorily Redeemable Preference Shares of face value of INR 100 each held by them in the Demerged Company, on the same terms and conditions.

1.4 Upon the Scheme becoming effective, the Demerged Company shall, for the purpose of giving effect to the Demerger and reflecting the same in its books of account, reduce its issued, subscribed and paid-up equity share capital and preference share capital by seventy per cent (70%), and ninety per cent (90%), respectively, on a proportionate basis, without any consideration.

1.5 Upon this Scheme becoming effective, the entire issued, subscribed and paid-up equity share capital of the Resulting Company as existing immediately prior to the Effective Date shall stand cancelled and extinguished, without any payment being made to any shareholder of the Resulting Company against such cancellation.

1.6 The Appointed Date shall be the same as the Effective Date of the Scheme, or such other date as may be approved by the Boards and sanctioned by the Hon'ble NCLT.

1.7 BSE Limited shall be the Designated Stock Exchange for the purposes of the Scheme.

***RESOLVED FURTHER THAT** subject to the approval of the Hon'ble National Company Law Tribunal and other Appropriate Authority, if any, Scheme of Arrangement as placed before the meeting, be and is hereby approved.*

***RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to take necessary steps to obtain necessary approval(s) for the aforesaid Scheme and for effective implementation of the same, including but not limited to, to agree to such conditions or modifications [including the appointed date(s) and share exchange ratio, etc.,] that may be imposed, required or suggested by the Hon'ble National Company Law Tribunal, Allahabad Bench, Prayagraj, or any other authorities or that may otherwise be deemed fit or proper by the Board and to do all other acts, deeds or things which may be ancillary or incidental to the above mentioned matters or which may otherwise be required for the aforesaid Scheme."*

4. QUORUM OF THE MEETING

The quorum for unsecured creditors meeting was 5, total 19 unsecured creditors were present at the time of commencement of the meeting till the quorum time and the meeting was called to order. As confirmed by Ms. Aaina Gupta, Company Secretary and Compliance Officer of the Company, and the NSDL representative, total 27 unsecured creditors were present and e-voting was opened at 4:00 p.m.

5. CONSOLIDATED VOTING RESULTS

After the conclusion of the Meeting, I unblocked the votes cast through Remote E-Voting and E-Voting at the Meeting in the presence of CS Aditya Kesharwani and Ms. Varnita Srivastava (witnesses) not in the employment of the Company. The consolidated voting results are as under:

RAMESH C. AGRAWAL & CO. CA INDIA Chartered Accountants

Particulars	Number of Unsecured Creditors	Value of the Unsecured Creditors (Rs. Lakh)
Total Unsecured Creditors entitled to vote (as on cut-off date)	558	8,911.71
Total Unsecured Creditors who participated in e-voting (Remote + at Meeting)	41	3,766.46
Votes cast in FAVOUR of the Resolution	40	3,745.85 (99.45%)
Votes cast AGAINST the Resolution	1	20.61 (00.55%)
Invalid / Abstained Votes	Nil	0

6. RESULT OF VOTING

Based on the scrutiny of votes cast through Remote E-Voting and E-Voting at the Meeting, and as per the consolidated report generated by NSDL, the Scrutinizer hereby reports that:

(a) The voting was conducted in a fair and transparent manner through the electronic voting platform of NSDL.

(b) The requisite quorum as directed by the Hon'ble Tribunal present at the commencement of the Meeting.

(c) The votes cast in favour of the Resolution, being 99.45%, **Rs. 3,745.85 lakh in value and 40 in numbers, and out of 41 unsecured creditors, 27 in number** of the Unsecured Creditors present and out of **27 unsecured creditors, 2 unsecured creditors** have not casted their votes, **exceeded** the requisite majority, i.e., majority in number representing three-fourths (3/4th) in value.

(d) The Resolution for approval of the Scheme of Arrangement has accordingly been **PASSED** with requisite majority.

7. All relevant records relating to the voting process, including data received from NSDL (e-voting agency), have been handed over to the Company Secretary of the Company for safe keeping.

Place: Prayagraj
Date: 23rd November, 2026

CA Ramesh Chandra Agrawal
Membership No. 070229
Partner, M/s Ramesh C. Agrawal & Co.
Chartered Accountants
(FRN: 001770C)
S-203 Prayag Kunj, Ansal Appartment,
3, Strachey Road, Civil Lines, Prayagraj UP.
(Scrutinizer appointed for the Meeting)

UDIN: 26070229AJXITR4517