



Dated: 19th November, 2021

To,
Listing Department
National Stock Exchange of India
Exchange Plaza, Bandra-Kurla Complex,
Bandra (E), Mumbai -400051

Symbol- TOUCHWOOD	ISIN- INE486Y01013	Series- EQ
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Subject: Submission of Scrutinizer's Report & Voting under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements') Regulation, 2015

Dear Sir/Ma'am,

In continuation to our letter dated 17th November, 2021, wherein the Company had submitted with the exchange the proceedings of the 24th AGM of the Company held on 17th November, 2021 at 3 P.M. through Video Conference (VC) / Other Audio-Visual Means (OAVM).

In this regard, please find enclosed herewith the Scrutinizer's Report dated **19th November, 2021** and Voting Results under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, received from Mr. Advitiya Vyas, Practicing Company Secretary, New Delhi, who was appointed as the scrutinizer for conducting the voting process.

All resolutions as set out in the Notice of the said AGM were duly approved by the members, with requisite majority.

We request you to take the above information on your record.

Thanking You,

Yours Faithfully,

For Touchwood Entertainment Limited



Ashima Arora
Company Secretary & Compliance Officer

TOUCHWOOD ENTERTAINMENT LIMITED

CIN: L92199DL1997PLC088865 | ISO 9001 :2015 | UAM No. DL10F0009354
Reg. Office : Plot No. - 645, Near E.P.T. Block, Sarojini Nagar, New Delhi - 110023
Contact: +91-9810108253 ; Website: www.touchwood.in E-mail: delhi@touchwood.in



CONSOLIDATED REPORT OF SCRUTINIZER
[FORM NO MGT-13]

[Pursuant to rule section 108 of the Companies Act, 2013 and rule 20 of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman

24th Annual General Meeting (hereinafter called as 'The AGM') of the Equity Shareholders of Touchwood Entertainment Limited (hereinafter called as 'The Company') (CIN: L92199DL1997PLC088865) held on Wednesday, the 17th day of November, 2021 at 15:00 Hrs. through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM").

Dear Sir,

I, **Advitiya Vyas, practicing Company Secretary**, was appointed as Scrutinizer by the Board of Touchwood Entertainment Limited for the purpose of scrutinizing the process of remote e-voting and e-voting at the time of 24th AGM held on Wednesday, the 17th day of November, 2021 at 15:00 Hrs. through Video Conferencing(VC)/ Other Audio-Visual Means (OAVM).

The Company has availed the facility of e-voting provided by National Security Depository Limited (NSDL) for conduction the remote e-voting and e- voting at the time of 24th Annual General Meeting of the Company.

Management's Responsibility

The management of the Company is responsible to ensure compliance with the requirements of

- (i) the Companies Act, 2013 and the Rules made thereunder;
- (ii) the Circulars issued by the Ministry of Corporate Affairs (MCA); and
- (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice calling the AGM.

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

Scrutinizer's Responsibility

My responsibility as Scrutinizer for e-voting process (i.e. remote e-voting and e- voting at the time of AGM) is restricted to making a 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 NSDL, the Agency authorized under the Rules and engaged by



the Company to provide e-voting facility and attendant papers / documents furnished to me electronically by the Company and/ or NSDL for my verification.

Since this AGM was held through VC in accordance with the MCA circulars, physical attendance of Members has been dispensed with. Accordingly, the facility of appointment of proxies by the members was dispensed with.

I hereby submit my report as under:

1. the window for accessing the remote e-voting facility provided to the members of the Company by NSDL (URL: <https://www.evoting.nsdl.com>) was opened at 9:00 hrs. on Sunday, November 14th, 2021 and closed at 17:00 hrs. on Tuesday, November 16th, 2021. This facility was provided to the members whose names are showing in the Register of Members /List of beneficial owners as on the Cut Off date i.e. November 10th, 2021. As per the records the total no. of members as on the cut-off date are 1810.
2. with permission of the Chairman to the AGM the e-voting facility was opened for vote during the AGM for those members who have attended the AGM but not casted their votes till the time of AGM and the same was closed at 15:45 hrs. on November 17th, 2021. After the conclusion of the General Meeting the votes casted through remote e-voting were unblocked in presence of two person who were not in employment of the Company.
3. The Voting Results were reconciled with the records maintained by the Registrar and Transfer Agents of the Company.
4. No Vote was found defective and therefore there is no invalid vote.
5. The result of the e-Voting is as under:

A. ORDINARY BUSINESS

Item No	01
Description of Resolution	To receive, consider & adopt the Audited Financial Statement of the Company for the year ended 31 st March 2021, including audited Balance Sheet as at 31 st March, 2021, Statement of Profit & Loss and Cash Flow Statement for the year ended on that date and report of the Board of Directors and Auditors thereon
Whether Promoters and/or Promoters' Group are interested in the resolution	No
Mode of Vote	Electronically through E-voting facility

Category	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	Invalid votes
Promoters and Promoters Group	7121268	7108518	99.82	7108518	0	100	0	0
Public-Non-Institutions	3059977	1222484	39.95	1222484	0	100	0	0

and therefore, the aforementioned resolution has been approved by requisite majority.

Item No		02						
Description of Resolution		To declare a final dividend of Rs. 0.12/- per equity share for the F.Y. ended the 31.03.2021						
Whether Promoters and/or Promoters' Group are interested in the resolution		No						
Mode of Vote		Electronically through E-voting facility						
Category	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	Invalid votes
Promoters and Promoters Group	7121268	7108518	99.82	7108518	0	100	0	0
Public-Non-Institutions	3059977	1222484	39.95	1222484	0	100	0	0

and therefore, the aforementioned resolution has been approved by requisite majority.

Item No			03					
Description of Resolution			To appoint a Director in place of Mrs. Priyanka Arora (DIN: 07931265), who retires by rotation, and being eligible, offers herself for re-appointment.					
Whether Promoters and/or Promoters' Group are interested in the resolution			Yes Mr. Vijay Arora husband of Mrs. Priyanka Arora					
Mode of Vote			Electronically through E-voting facility					
Category	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	Invalid votes
Promoters and Promoters Group	7121268	3693263	51.86	3693263	0	100	0	0
Public-Non-Institutions	3059977	1222484	39.95	1222484	0	100	0	0

**Mr. Vijay Arora and Mrs. Priyanka Arora belong to promoters' group are interested parties and therefore their casted votes have not been reckoned for arriving at the requisite majority for this resolution. However the votes casted other than the promoters' votes are in majority and therefore, the aforementioned resolution has been approved by requisite majority.*

B. SPECIAL BUSINESS

Item No			04					
Description of Resolution			Alteration of the Object Clause in the Memorandum of Association of the Company					
Whether Promoters and/or Promoters' Group are interested in the resolution			No					
Mode of Vote			Electronically through E-voting facility					

Category	No. of Shares held	No. of Votes polled	% of Votes polled on outstanding Shares	No of Votes in favour	No of votes against	No of votes against	% of Votes against on votes polled	Invalid votes
Promoters and Promoters Group	7121268	7108518	99.82	7108518	0	100	0	0
Public-Non-Institutions	3059977	1222484	39.95	1222484	0	100	0	0

and therefore, the aforementioned resolution has been approved by requisite majority.

Item No	05							
Description of Resolution	To consider and approve the Identity of Natural Persons and Ultimate Beneficial Owners (UBO) of the proposed allottees for the issuance of 14,90,000 Warrants convertible into Equity Shares and 2,90,000 Equity shares on Preferential basis w.r.t. the Corrigendum to EGM Notice dated 17th September, 2021.							
Whether Promoters and/or Promoters' Group are interested in the resolution	Yes Mr. Manjit Singh Mr. Vijay Arora Mr. Bant Singh Mrs. Jaswinder Kaur Mrs. Priyanka Arora Ms. Kanika are interested parties to this resolution.							
Mode of Vote	Electronically through E-voting facility							
Category	No. of Shares held	No. of Votes polled	% of Votes polled on outstanding Shares	No of Votes in favour	No of votes against	No of votes against	% of Votes against on votes polled	Invalid votes

Promoters and Promoters Group	7121268	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Public-Non-Institutions	3059977	1193989	39.02	1193989	0	100	0	0

** 7137013 votes are casted by the interested parties to this resolution and therefore these votes have not been reckoned for arriving at the requisite majority for this resolution. However the votes casted other than the votes casted by interested parties to this resolution are in majority and therefore, the aforementioned resolution has been approved by requisite majority.*

6. The electronic data and all other relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the person authorised by the Chairman.

Thanking you

Yours faithfully,

For ADVITIYA VYAS & COMPANY

ADVITIYA VYAS
 Company Secretary
 ACS: 44150
 COP: 16257
 UDIN: A044150C001478715



For Touchwood Entertainment Limited

Counter signed by Manjit Singh
Chairman & Managing Director

Date: 19-11-2021

Place: New Delhi

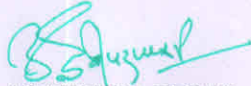
VOTING SUMMARY

Resolution No	No of Members voted		No of shares held
	Remote E-voting	At the time of AGM	
01	30	0	8331002
02	30	0	8331002
03	30	0	8331002
04	30	0	8331002
05	30	0	8331002

ATTENDANCE SUMMARY OF MEMBERS IN AGM

Mode of presence	Promoter & Promoters' Group	Public
Video Conference	05	35
Physical	00	00
Total	05	35

For ADVITIYA VYAS & COMPANY



ADVITIYA VYAS

Company Secretary

ACS: 44150

COP: 16257

UDIN: A044150C001478715



For Touchwood Entertainment Limited


Counter signed by Manjit Singh
Chairman & Managing Director

Date: 19-11-2021

Place: New Delhi