



**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 35<sup>th</sup> Annual General Meeting of the members of  
**Magnum Ventures Limited** ('The Company') held on the 25<sup>th</sup> of September, 2015 at  
Galib Institute, AIWAN-E GALIB MARG, New Delhi-110002


Dear Sir,

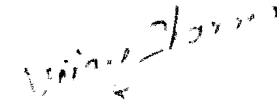
Sub: **Scrutiniser's combined report on remote e-voting and ballot papers received from the shareholders pertaining to the Annual General Meeting of Magnum Venture Limited.**

1. I, CS Munish Kumar Sharma, a 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 35<sup>th</sup> Annual General Meeting (AGM) of the Company, held on 25<sup>th</sup> day of September, 2015 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 35<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 Annual General Meeting:
  - a. The remote e-voting period remained open from Monday, 21<sup>st</sup> September, 2015 (9:00 A.M.) to Thursday, 24<sup>th</sup> September, 2015 (5:00 P.M.).
  - b. The members of the Company as on the "cut-off" date i.e., 18<sup>th</sup> September, 2015 were entitled to vote on the resolutions (from No. 1 to 8) as set out in the notice of the 35<sup>th</sup> Annual General Meeting of the Company.
  - c. After declaration of poll by the Chairman, the ballot box kept for poll was taken into custody and locked.

- d. The ballot box was subsequently opened in my presence and poll papers were diligently scrutinised. The ballot papers 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.
- e. As stated above, the remote e- voting period ended at 5:00 p.m. on 24<sup>th</sup> September, 2015. The votes cast on remote e- voting were unblocked by me during the working hours in the presence of two witnesses, CS Aditya Jain and CS Vijay Kumar Sharma, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

  
 \_\_\_\_\_  
 CS Aditya Jain

  
 \_\_\_\_\_  
 CS Vijay Kumar Sharma

- f. Incomplete and / or otherwise defective ballot papers were treated as invalid.
4. List of Equity Share Holders, 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- 102581) and ballot papers received at the 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, 2015 and statement of Profit and Loss Account 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	23	19965488.00	99.99
Ballot at AGM	5	542.00	0.01
Total	28	19966030.00	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	0.00	0.00
Ballot at AGM	0	0.00	0.00
Total	0	0.00	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	1	4000.00
Ballot at AGM	15	0.00
Total	16	4000.00

**Resolution passed as Ordinary Resolution.**

**Resolution No. 2:**

**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	21	19964255.00	99.99
Ballot at AGM	6	567.00	0.00
Total	27	19964822.00	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	1233.00	0.01
Ballot at AGM	0	0.00	0.00
Total	2	1233.00	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	1	4000.00
Ballot at AGM	15	0.00
Total	16	4000.00

**Resolution passed as Ordinary Resolution.**

**Resolution No. 3:**

**Ordinary Resolution** to appoint a Director, in place of Mr. Shiv Pravesh Chaturvedi (DIN: 06834388) 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	21	19964255.00	99.99
Ballot at AGM	6	567.00	0.00
Total	27	19964822.00	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	1233.00	0.01
Ballot at AGM	0	0.00	0.00
Total	2	1233.00	0.01

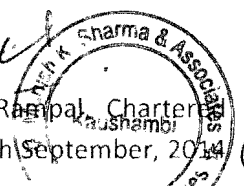
(iii) **Invalid votes:**

Mode of Voting	Number of members participated in the e- voting and physical ballot	Number of votes cast by them
E- Voting	1	4000.00
Ballot at AGM	15	0.00
Total	16	4000.00

**Resolution passed as Ordinary Resolution.**

**Resolution No. 4:**

**Ordinary Resolution** to ratify the appointment of M/s Aggarwal & Rastogi, Chartered Accountants (FRN: 003072N) who was appointed at the AGM held on 10th September, 2014



for a period of four years i.e., up to the conclusion of 38th Annual General Meeting to be held in year 2018.

(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	21	19964255.00	99.99
Ballot at AGM	6	567.00	0.00
Total	27	19964822.00	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	1233.00	0.01
Ballot at AGM	0	0.00	0.00
Total	2	1233.00	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	1	4000.00
Ballot at AGM	15	0.00
Total	16	4000.00

**Resolution passed as Ordinary Resolution.**

**Resolution No. 5:**

**Ordinary Resolution** to appoint Ms. Monisha Chaudhary (DIN: 07088210) as the Director of the Company, who was appointed as an Additional Director on the Board of the Company w.e.f 12th February, 2015 to hold office till the date of Annual General Meeting.

(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	19965255.00	99.99
Ballot at AGM	6	567.00	0.01
Total	28	19965822.00	100.00

Monisha A. Sharma & Associates  
Kaushambi

(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	233.00	0.00
Ballot at AGM	0	0.00	0.00
Total	1	233.00	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	1	4000.00
Ballot at AGM	15	0.00
Total	16	4000.00

**Resolution passed as Ordinary Resolution.**

**Resolution No. 6:**

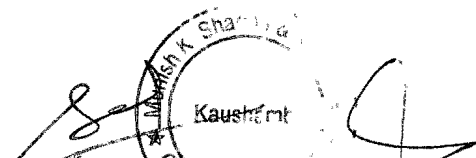
**Ordinary Resolution**-to ratify the remuneration of M/s V.K. Dube & Co. (FRN: 000343), Cost Auditors i.e., Rs. 1,00,000/- (Rupees One Lac only), inclusive of all expenses, for auditing the Company's cost accounting records for the financial year 2015-16, as recommended by the Audit Committee and approved 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	21	19964255.00	99.99
Ballot at AGM	6	567.00	0.00
Total	27	19964822.00	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	1233.00	0.01
Ballot at AGM	0	0.00	0.00
Total	2	1233.00	0.01

  
Kaushik K. Sharma

(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	1	4000.00
Ballot at AGM	15	0.00
Total	16	4000.00

**Resolution passed as Ordinary Resolution.**

**Resolution No. 7:**

**Ordinary Resolution** for re- appointment of Mr. Abhey Kumar Jain (DIN 01876385) as Whole-Time Director of the Company for a period of 3 years commencing from December 10, 2014, pursuant to the provisions of Sections 190, 196, 197 and 203 and any other applicable provisions of the Companies Act, 2013.

(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	21	19964255.00	99.99
Ballot at AGM	5	542.00	0.00
Total	26	19964797.00	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	1233.00	0.01
Ballot at AGM	0	0.00	0.00
Total	2	1233.00	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	1	4000.00
Ballot at AGM	15	0.00
Total	16	4000.00

**Resolution passed as Ordinary Resolution.**

**Resolution No. 8:**

**Ordinary Resolution** for re- appointment of Mr Pradeep Kumar Jain (DIN 00024879) as Managing Director of the Company for a period of 3 years commencing from February 4, 2016, pursuant to the provisions of Sections 190, 196, 197 and 203 and any other applicable provisions of the Companies Act, 2013.

(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	21	19964255.00	99.99
Ballot at AGM	4	527.00	0.00
Total	25	19964782.00	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	1233.00	0.01
Ballot at AGM	0	0.00	0.00
Total	2	1233.00	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	1	4000.00
Ballot at AGM	15	0.00
Total	16	4000.00

**Resolution passed as Ordinary Resolution.**

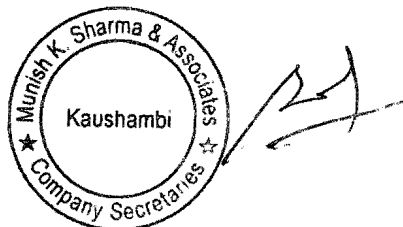
- A list of Equity Shareholders who voted '**FOR**', '**AGAINST**' and those votes were declared '**INVALID**' for each resolution is enclosed.
- The Register and all other papers relating to remote e- voting and physical ballot shall remain under my safe custody until the Chairman considers, approves 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



Munish Kumar Sharma  
Company Secretary in Practice  
Membership No F-6031  
C.P. No. 6460



Date : 26<sup>th</sup> Sept. 2015

Place : Kaushambi, Ghaziabad, U.P.