

Magnum Ventures Limited

CIN: L21093DL1980PLC010492

Registered Office: Room No. 118, First Floor, MGM Commercial Complex, 4634/1, Plot No. 19, Ansari Road, Darya Ganj, New Delhi-110002 Phone: +91-11-42420015
E-mail: info@magnumventures.in Website: www.magnumventures.in

NOTICE

NOTICE IS HEREBY GIVEN THAT THE 02/2025-26 EXTRA- ORDINARY GENERAL MEETING OF THE MEMBERS OF MAGNUM VENTURES LIMITED WILL BE HELD ON TUESDAY, 14th OCTOBER 2025 AT 12:30 P.M. (IST) AT GALIB INSTITUTE, AIWAN - E GALIB MARG, NEAR ITO, NEW DELHI - 110002 TO TRANSACT THE FOLLOWING BUSINESSES:

Special Business:

1. To Offer, Issue and Allot 20,00,000 Equity Shares on Preferential Basis:

To consider and, if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 23(1) (b), 42, 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013, as amended (the “Act”), the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 and other applicable rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (“ the “SEBI ICDR Regulations/ ICDR Regulations”) and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “SEBI Listing Regulations”), as amended from time to time, the listing agreement entered into by the Company with the BSE Limited and National Stock Exchange of India Limited (“Stock Exchange”) on which the Equity Shares of the Company having Face Value of Re. 10/- each (“Equity Shares”) are listed, and subject to any other rules, regulations, guidelines, notifications, circulars and clarifications issued thereunder from time to time by the Ministry of Corporate Affairs (“MCA”), the Securities and Exchange Board of India (“SEBI”) and/or any other competent authorities (hereinafter referred to as “Applicable Regulatory Authorities”) from time to time to the extent applicable and the enabling provisions of the Memorandum of Association and Articles of Association of the Company, and subject to such approvals, consents, permissions and sanctions as may be necessary or required and subject to such conditions as may be imposed or prescribed while granting such approvals, consents, permissions and sanctions, which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the “Board” which term shall be deemed to mean and include one or more Committee(s) constituted/to be constituted by the Board to exercise its powers including the powers conferred by this Resolution), the consent and approval of the Members of the Company (“Members”) be and is hereby accorded to the Board to issue, offer and allot 20,00,000 (Twenty Lakhs) fully Paid up Equity Shares of the Company having a Face Value of Rs. 10/- (Rupees Ten Only) each at a price of Rs. 30 (Rupees Thirty only) per Equity Share including a premium of Rs. 20/- (Rupees Twenty Only) per share, aggregating to Rs. 6,00,00,000/- (Rupees Six Crores Only) (‘Preferential Allotment Price’), to the below mentioned proposed allottee(s) (hereinafter referred to as “Investors” or “Allottees”) by way of preferential issue (“Preferential Issue”) on such terms and conditions as may be determined by the Board in accordance with the Act, SEBI ICDR Regulations and other applicable laws:

Sr. No.	Names of the Proposed Allottees	Maximum Nos. of Equity Shares to be Allotted
Non-Promoter		
1.	NEO Special Credit Opportunities Fund	20,00,000
Total		20,00,000

“RESOLVED FURTHER THAT in terms of the provisions of Chapter V of the SEBI ICDR

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Regulations, the relevant date for determining the floor price for the Preferential Issue of the Equity Shares is Sunday, 14th September 2025 ("Relevant Date"), being the date 30 days prior to the date of this Extra-Ordinary General Meeting."

RESOLVED FURTHER THAT without prejudice to the generality of the above Resolution, the issue of the Equity Shares to the Investor under the Preferential Issue shall be subject to the following terms and conditions apart from others as prescribed under applicable laws:

1. The Equity Shares to be issued and allotted pursuant to the Preferential Issue shall be listed and traded on the BSE Limited ("BSE") ., National Stock Exchange of India Limited "NSE" (herein after referred to Stock Exchange) subject to receipt of necessary regulatory permissions and approvals.
2. The Equity Shares to be issued and allotted shall be fully paid up and rank pari-passu with the existing Equity Shares of the Company in all respects (including with respect to dividend and voting powers) from the date of allotment thereof, be subject to the requirements of all applicable laws and shall be subject to the provisions of the Memorandum of Association and Articles of Association of the Company.
3. The Equity Shares to be allotted shall be locked in for such period as specified in the provisions of Chapter V of the SEBI ICDR Regulations.
4. The Investor shall be required to bring in the entire consideration for the Equity Shares to be allotted to such Investor, on or before the date of allotment thereof.
5. The consideration for allotment of Equity Shares shall be paid to the Company from the bank accounts of the respective Investor.

RESOLVED FURTHER THAT the Board be and is hereby authorized to accept any modification(s) in the terms of issue of Equity Shares, subject to the provisions of the Act and the SEBI ICDR Regulations, without being required to seek any further consent or approval of the Members;

RESOLVED FURTHER THAT pursuant to the provisions of the Act and subject to receipt of such approvals as may be required under applicable law, the consent of the Members of the Company be and is hereby accorded to record the name and address of the allottees in Form PAS-5 and issue a private placement offer cum application letter in the Form PAS-4 to the allottees inviting the Investors to subscribe to the issue in accordance with the provisions of the Act;

RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board be and is hereby authorised to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, desirable or expedient, including without limitation, issuing clarifications, resolving all questions of doubt, effecting any modifications or changes to the foregoing (including modification to the terms of the issue), entering into contracts, arrangements, agreements, documents (including for appointment of agencies, intermediaries and advisors for the Preferential Issue) and to authorize all such persons as may be necessary, in connection therewith and incidental thereto as the Board in its absolute discretion shall deem fit without being required to seek any fresh approval of the Members and to settle all questions, difficulties or doubts that may arise in regard to the offer, issue and allotment of the Equity Shares and listing thereof with the Stock Exchange as appropriate and utilisation of proceeds of the Preferential Issue, open one or more bank accounts in the name of the Company or otherwise, as may be necessary or expedient in connection with the Preferential Issue, apply to Stock Exchange for obtaining of in-principle and listing approval of the Equity Shares and other activities as may be necessary for obtaining listing and trading approvals, file necessary

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forms with the appropriate authority or expedient in this regard and undertake all such actions and compliances as may be necessary, desirable or expedient for the purpose of giving effect to this resolution in accordance with applicable law including the SEBI ICDR Regulations and the SEBI Listing Regulations take all other steps which may be incidental, consequential, relevant or ancillary in this connection and to effect any modification to the foregoing and the decision of the Board shall be final and conclusive;

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers herein conferred, as it may deem fit in its absolute direction, to any committee of the Board or any one or more Director(s)/ Company Secretary/any Officer(s) of the Company to give effect to the aforesaid resolution;

RESOLVED FURTHER THAT all actions taken by the Board or Committee(s) duly constituted for this purpose in connection with any matter referred to above or contemplated in the foregoing resolutions are hereby approved, ratified, and confirmed in all respects."

**By The Order of the Board of Directors
For Magnum Ventures Limited**

Sd/-
Abhay Jain
Managing Director
DIN: 01876385
Add: 113/3-4, Ansari Road, Darya Ganj,
Delhi-110002

Date: 15th September, 2025
Place: Ghaziabad

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Explanatory Statement

(Pursuant to Sections 102 of the Companies Act, 2013)

Item No: 01

The Company intends to raise funds through preferential issue. The Board of Directors at its meeting dated September 15, 2025 have proposed to create, offer, issue and allot up to 20,00,000 (Twenty Lakhs) Equity shares of the Company having face value of 10/- (Rupees Ten Only) each at a price of Rs. 30 (Rupees Thirty only) each to be payable in cash ("Issue Price"), aggregating upto Rs. 6,00,00,000/- (Rupees Six Crores Only) ("Issue Size") on a preferential basis to non-promoter group and to non-existing shareholder. Approval of the Members by way of special resolution is being sought inter alia in terms of Sections 23(1) (b), 42 and 62(1)(c) the Companies Act, 2013 ("Act") as well as SEBI ICDR Regulations, 2018 to create, offer, issue and allot Equity Shares as per details mentioned in the resolution at Item no. 01 of this Notice. The issue and allotment of equity shares shall be on the terms and conditions, as mentioned below:

1. The Equity Shares to be issued and allotted pursuant to the Preferential Issue shall be listed and traded on the BSE Ltd., National Stock Exchange of India Limited (herein after referred to Stock Exchange) subject to receipt of necessary regulatory permissions and approvals.
2. The Equity Shares to be issued and allotted shall be fully paid up and rank pari-passu with the existing Equity Shares of the Company in all respects (including with respect to dividend and voting powers) from the date of allotment thereof, be subject to the requirements of all applicable laws and shall be subject to the provisions of the Memorandum of Association and Articles of Association of the Company.
3. The Equity Shares to be allotted shall be locked in for such period as specified in the provisions of Chapter V of the SEBI ICDR Regulations.
4. The Investor shall be required to bring in the entire consideration for the Equity Shares to be allotted to such Investor, on or before the date of allotment thereof.
5. The consideration for allotment of Equity Shares shall be paid to the Company from the bank accounts of the respective Investor.

The details of the Equity Shares issue and other particulars and relevant disclosures, inter alia, as required under of the Companies Act, 2013 including rules notified thereunder ("Act") and under Regulation 163 of the ICDR Regulations (including any statutory modifications(s) or re-enactment thereof, for the time being in force) are set out below:

A) Objects of the preferential issue:

Your Company intends to utilize the proceeds raised through the Issue ("Issue Proceeds") towards funding the following objects:

- a) Repayment of unsecured loans;
- b) Redemption of Redeemable, Non-Convertible and Non-Cumulative Preference Shares issued by the Company; and
- c) General corporate purposes
(Collectively, referred to herein as the "Objects")

S.No.	Particulars	Total estimated amount to be utilised	Tentative timelines for utilization of Issue
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		for each of the Objects* (Rs. In crore)	Proceeds from the date of receipt of funds
1	Repayment of unsecured loans	2.5	Within 12 months from receipt of funds for the Shares (as set out herein)
2	Redemption of Redeemable, Non-Convertible and Non-Cumulative Preference Shares issued by the Company	2	
3	General corporate purposes (Up to 25% of the Issue Proceeds)	1.5	
	TOTAL	6	

In terms of the NSE Circular No. NSE/CML/2022/56 dated December 13, 2022 and the BSE Circular No. 20221213-47 dated December 13, 2022, the amount specified for the aforementioned Objects may deviate +/- 10% depending upon the future circumstances, given that the Objects are based on management estimates and other commercial and technical factors. Accordingly, the same is dependent on a variety of factors such as financial, market and sectoral conditions, business performance and strategy, competition and other external factors, which may not be within the control of the Company and may result in modifications to the proposed schedule for utilization of the Issue Proceeds at the discretion of the Board, subject to compliance with applicable laws.

B) Maximum number of specified securities to be issued:

Upto 20,00,000 (Twenty Lakhs) fully paid-up equity share of the Company having face value of Rs.10/- (Rupees Ten Only) ("Equity Share") each at a price of Rs. 30/- (Rupees Thirty only) each to be payable in cash ("Issue Price"), aggregating upto Rs. 6,00,00,000/- (Rupees Six Crores Only) ("Issue Size").

C) Intent of the Promoter(s), Director(s) or Key Managerial Personnel or Senior Management of the Company to subscribe to the offer:

None

D) Shareholding pattern of the issuer before and after the preferential issue:

Sr No	Category	Pre-Preferential Holding		Post-Preferential Holding	
		No. of Equity Shares	%	No. of Equity Shares	%
A.	Promoter Group Holding				
	i. Indian				
	- Individuals/Hindu undivided Family	2,94,43,299	44.33	2,94,43,299	43.04
	- Body Corporates	--	--	--	--
	- Others	--	--	--	--
	ii. Foreign				
	- Individuals (Non-Resident Individuals/ Foreign Individuals)	83,24,255	12.53	83,24,255	12.17
	- Body Corporates	--	--	--	--
	Sub Total (A)	3,77,67,554	56.87	3,77,67,554	55.21
B.	Public				
	i. Institutions (Domestic)				

Corporate Office: 18/41, Site IV, Industrial Area, Sahibabad, Ghaziabad (U.P) 201010

Ph: 0120-4199200

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	- Mutual Fund	--	--	--	--
	- Venture/Private Equity Funds	--	--	--	--
	- Alternate Investment Funds	--	--	20,00,000	2.92
	- Banks	--	--	--	--
	- Insurance Companies	--	--	--	--
	- Insurance Companies	--	--	--	--
	- Provident Funds/ Pension Funds	--	--	--	--
	- Asset Reconstruction Companies	--	--	--	--
	- Sovereign Wealth Funds	--	--	--	--
	- NBFCs registered with RBI	--	--	--	--
	- Other Financial Institutions	--	--	--	--
	- Any Other (Specify)	--	--	--	--
	Sub Total B(i)	--	--	20,00,000	2.92
	ii. Institutions (Foreign)				
	- Foreign Direct Investment	--	--	--	--
	- Foreign Venture Capital Investors	--	--	--	--
	- Sovereign Wealth Funds	--	--	--	--
	- Foreign Portfolio Investors Category I	--	--	--	--
	- Foreign Portfolio Investors Category II	133	0.00	133	0.00
	- Overseas Depositories	--	--	--	--
	- Any Other (Specify)	--	--	--	--
	Sub Total B(ii)	133	0.00	133	0.00
	iii. Central Government/ State Government(s)				
	- Central Government / President of India	--	--	--	--
	- State Government / Governor	--	--	--	--
	- Shareholding by Companies or Bodies Corporate where Central / State Government is a promoter	--	--	--	--
	Sub Total B(iii)	--	--	--	--
	iv. Non-Institutions				
	- Associate companies / Subsidiaries	--	--	--	--
	- Directors and their relatives (excluding Independent Directors and nominee Directors)	--	--	--	--
	- Key Managerial Personnel	--	--	--	--
	- Relatives of promoters (other than 'immediate relatives' of promoters disclosed under 'Promoter and Promoter Group' category)	--	--	--	--
	- Trusts where any person belonging to 'Promoter and Promoter Group' category is 'trustee','beneficiary', or 'author of the trust'	--	--	--	--
	- Investor Education and Protection	--	--	--	--

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	Fund (IEPF)				
	- Resident Individual holding nominal share capital up to Rs. 2 lakhs.	1,11,48,483	16.79	1,11,48,483	16.30
	- Resident individual holding nominal share capital in excess of Rs. 2 lakhs.	1,11,90,022	16.85	1,11,90,022	16.36
	- Non-Resident Indians (NRIs)	1,72,671	0.26	1,72,671	0.25
	- Foreign Nationals	--	--	--	--
	- Foreign Companies	--	--	--	--
	- Bodies Corporate	52,47,896	7.90	52,47,896	7.67
	- Any Other (Specify)	8,84,558	1.33	8,84,558	1.29
	Sub Total B(iv)	2,86,43,630	43.13	2,86,43,630	41.87
	Total Public Shareholding (B)= B(i) + B (ii) + B (iii) + B (iv)	2,86,43,763	43.13	3,06,43,763	44.79
	Grand Total (A+B)	6,64,11,317	100.00	6,84,11,184	100.00

E) Time frame within which the preferential issue shall be completed:

Pursuant to Regulation 170 of ICDR Regulations, preferential allotment of the Equity Shares is required to be completed within a period of 15 (fifteen) days from the date of passing of the special resolution of the Shareholders of the Company or within such other statutory time limits as may be prescribed by the regulatory authorities subject to all the necessary approvals being in place. If any approval or permissions by any regulatory or statutory authority(ies) for allotment is pending, the period of 15 (fifteen) days shall commence from the date of such approval or permission being obtained.

F) Identity of the natural persons who are the ultimate beneficial owners of the shares proposed to be allotted and/or who ultimately control the proposed allottees, the percentage of post preferential issue capital that may be held by them and change in control, if any, in the issuer consequent to the preferential issue:

Proposed Allottee	Beneficial Owner	*Post % Capital held by the proposed allottee
NEO Special Credit Opportunities Fund	There is no ultimate beneficial owner.	02.92%

There will be no change in control.

G) Change in control, if any in the Company that would occur consequent to the preferential offer:

Upon the issuance and allotment of the equity shares, there is no change of control of the Company.

H) Relevant Date:

The 'Relevant Date' as per ICDR Regulations for the determination of the minimum price for Equity Shares to be issued is fixed as Sunday, 14th September 2025 i.e. 30 days prior to the date of this Extraordinary General Meeting.

I) Basis or Justification of Equity Share Issue Price:

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The price of Rs. 30/- (Rupees Thirty only) of the Equity Shares to be issued and allotted to the proposed allottees has been determined taking into account the valuation report dated 15th September, 2025, issued by Mr. Bhavesh M Rathod, Independent Registered Valuer (Registration no. IBBI/RV/06/2019/10708), having office at 12D, White Spring, A wing, Rivali Park Complex, Western Express Highway, Borivali East, Mumbai 400066, in accordance with Regulation 166A of the ICDR Regulations ("Valuation Report"). The relevant date considered for the valuation by the valuer is Friday, 12th September 2025 because where the relevant date falls on a weekend or a holiday, the day preceding the weekend, or the holiday will be reckoned to be the relevant date. The Valuation Report shall be available for inspection by the members and the same may be accessed on the Company's website at the link: <https://www.magnumventures.in/>

In terms of the provisions of Regulation 164(1) of ICDR Regulations, the price at which Equity Shares shall be allotted shall not be less than higher of the following:

- i. the 90 trading days volume weighted average price of the related equity shares quoted on the recognized stock exchange preceding the relevant date; or
- ii. the 10 trading days volume weighted average prices of the related equity shares quoted on a recognized stock exchange preceding the relevant date.

The Equity Shares of the **Company** is listed only on BSE Limited ("BSE") and The National Stock Exchange of India Limited ("NSE") the shares were frequently traded. Since the Volume Weighted Average Price (VWAP) of 10 previous trading days is higher, therefore VWAP of 10 previous trading days is also considered which is Rs. 28.87/- (Rupees Twenty-Eight point Eighty-Seven Paise)

It is to be noted that nothing mentioned in the Articles of Association of the Company provide for a method of determination of floor price for Equity Shares to be allotted pursuant to the Preferential Issue.

Pursuant to above, the minimum issue price determined in accordance with Regulations 164(1) read with Regulation 161 of Chapter V of the ICDR Regulations Rs. 29.53/- (Rupees Twenty-Nine point Five-Three Paise Only)

In view of the above, the Board of the Company has fixed the Equity Issue price of Rs. 30/- (Rupees Thirty only) which is above the Minimum Price as determined in compliance with the requirements of the ICDR Regulations.

J) Undertaking as to re-computation of price and lock-in of specified securities:

The Company shall re-compute the price of the Equity Shares in terms of the provision of Regulation 166 of the ICDR Regulations or any other applicable laws, where it is required to do so. The Company further undertakes that if the amount payable on account of the re-computation of price is not paid within the time stipulated in the ICDR Regulations, the Equity Shares shall continue to be locked-in till the time such amount is paid by the allottees.

K) Number of persons to whom allotment on preferential basis have already been made during the year, in terms of number of equity shares as well as price:

None

L) Justification for the allotment proposed to be made for consideration other than cash

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together with valuation report of the registered valuer:

Not Applicable.

M) Lock-in period:

- i. The Equity Shares issued shall be locked-in as prescribed under the ICDR Regulations from time to time.
- ii. The pre-preferential allotment shareholding of the Equity Share Holders, if any, in the Company shall also be subject to lock-in as per the provisions of the ICDR Regulations.

N) Listing:

The Company will make an application to BSE Limited "BSE" and The National Stock Exchange of India Limited "NSE" at which the existing Equity Shares are presently listed, for listing of the Equity Shares. Such Equity Shares, once allotted, shall rank pari passu with the then existing Equity Shares of the Company, in all respects, including voting rights and dividend.

O) List of Proposed Allottees and % of capital that may be held by them post preferential offer:

Sr. No.	Names of the proposed allottees	Pre holding in %	% of capital that may be held by them post preferential offer assuming aforesaid shares are being allotted
1	NEO Special Credit Opportunities Fund	--	02.92%

P) Current and proposed status of the allottee(s) post the preferential issues namely, promoter or non-promoter:

Non-Promoter

Q) Principal terms of assets charged as securities:

Not Applicable

R) Material term of raising Equity Shares:

No material terms other than stated above in Point A

S) Practicing Company Secretary's Certificate:

A certificate from M/s. HD & Associates, Practicing Company Secretaries, certifying that the preferential issue of shares is being made in accordance with requirements of ICDR Regulations, shall be available for inspection by the members and the same may also be accessed on the Company's website at the link: <https://www.magnumventures.in/>

T) Other Disclosures/Undertaking:

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- i. During the Financial Year the Company has not made any allotment of Equity shares on preferential basis.
 - ii. The Company, its Promoters and its Directors are not categorized as willful defaulter(s) by any bank or financial institution or consortium thereof, in accordance with the guidelines on willful defaulters issued by Reserve Bank of India and have not been categorized as a fraudulent borrower. Consequently, the disclosures required under Regulation 163(1) (i) of the ICDR Regulations is not applicable.
 - iii. None of its directors or promoters are fugitive economic offenders as defined under the ICDR Regulations.
 - iv. The Company does not have any outstanding dues to SEBI, Stock Exchange or the depositories;
 - v. The Company has obtained the Permanent Account Numbers (PAN) of the proposed allottee, except those allottees which may be exempt from specifying PAN for transacting in the securities market by SEBI before an application seeking in-principle approval is made by the Company to the stock exchange(s) where its equity shares are listed;
 - vi. The Company shall be making application seeking in-principle approval to the stock exchange(s), where its equity shares are listed, on the same day when this notice will be sent in respect of the general meeting seeking shareholders' approval by way of special resolution;
 - vii. The Company is in compliance with the conditions for continuous listing;
 - viii. Since the Equity Shares have been listed on the recognized stock exchanges for a period of more than 90 trading days prior to the Relevant Date, the Company is not required to re-compute the price in terms of ICDR regulations and;
 - ix. The Proposed Allottees and the promoter and promoter group has not sold any equity shares during 90 trading days preceding the Relevant Date.

In terms of the provisions of Section 23(1)(b), Section 42 and Section 62(1)(c) of the Companies Act, 2013, along with the rules notified thereunder, and Regulation 160(b) of Chapter V of the SEBI (ICDR) Regulations, the proposed issue of Equity Shares requires the prior approval of the Shareholders of the Company by way of a Special Resolution. The Board is of the view that the proposed issue is in the best interest of the Company and its Shareholders and accordingly recommends the resolution set out in Item No. 1 for approval by the Members.

None of the Directors and Key Managerial Personnel of the **Company** and their relatives is in any way, concerned or interested in this item of business.

**By The Order of the Board of Directors
For Magnum Ventures Limited**

Sd/-

Abhay Jain

Managing Director

DIN: 01876385

Add: 113/3-4, Ansari Road, Darya Ganj,
Delhi-110002

Date: 15th September, 2025

Place: Ghaziabad

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Notes:

1. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the Extra- Ordinary General Meeting. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting will be provided by NSDL.
2. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the Extra-ordinary General Meeting has been uploaded on the website of the Company at <https://www.magnumventures.in/> . The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com , National Stock Exchange of India Limited at www.nseindia.com . The Notice of Extra-ordinary General Meeting is also disseminated on the website of National Securities Depository Limited (NSDL) i.e., www.evoting.nsdl.com (agency for providing the Remote e-Voting facility).
3. Shareholders seeking any information with regard to accounts are requested to write to the Company at least 10 days before the meeting so as to enable the management to keep the information ready.
4. Shareholders holding the shares in physical mode are requested to notify immediately the change of their address and bank particulars to the R&T Agent of the Company. In case shares held in dematerialized form, the information regarding change of address and bank particulars should be given to their respective Depository Participant.
5. In terms of Section 72 of the Act, nomination facility is available to individual shareholders holding shares in the physical form. The shareholders who are desirous of availing this facility, may kindly write to Company's R&T Agent for nomination form by quoting their folio number.
6. The Register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of contracts or arrangements in which the Directors are interested under Section 189 of the Act and all other documents referred to in this Notice will be available for inspection in electronic mode.
7. Shareholders whose names are recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date i.e. 7th October 2025, shall be entitled to avail the facility of remote e-voting. Any recipient of the Notice, who has no voting rights as on the Cut-off date, shall treat this Notice as intimation only.
8. A person who has acquired the shares and has become a shareholder of the Company after the dispatch of the Notice of the EGM and prior to the Cut-off date i.e. 7th October, 2025, shall be entitled to exercise his/her vote either electronically i.e. remote e-voting or by poll on the date of the EGM by following the procedure mentioned in this part.

Magnum Ventures Limited

CIN: L21093DL1980PLC010492

Registered Office: Room No. 118, First Floor, MGM Commercial Complex, 4634/1, Plot No.

19, Ansari Road, Darya Ganj, New Delhi-110002 Phone: +91-11-42420015

E-mail: info@magnumventures.in Website: www.magnumventures.in

9. The remote e-voting will commence on Saturday 11th October 2025 at 09:00 A.M. and will end on Monday 13th October 2025 at 05:00 P.M. During this period, the shareholders of the Company holding shares either in physical form or in demat form as on the Cut-off date. i.e. 7th October 2025 may cast their vote electronically. The shareholders will not be able to cast their vote electronically beyond the date and time mentioned above and the remote e-voting module shall be disabled for voting by NSDL thereafter.
10. Once the vote on a resolution is cast by the Shareholder, he/she shall not be allowed to change it subsequently or cast the vote again.
11. The voting rights of the shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the Cut-off date i.e. 7th October 2025.
12. The Company has appointed HD And Associates, Practicing Company Secretary (Membership No. ACS: 47700; CP No: 21073), to act as the Scrutinizer for conducting the remote e-voting process as well as the poll voting on the date of the EGM, in a fair and transparent manner.
13. Members seeking any information about any matter to be placed at the Extra-ordinary General Meeting are requested to write to the Company on or before 10th October 2025, through e-mail on cs_mv1@cissahibabad.in . The same will be replied by the Company suitably.
14. Pursuant to Section 113 of the Act, institutional/ corporate members are requested to send a duly certified copy of the board resolution authorizing their representative to attend and vote at the EGM before e-voting or attending the EGM to cs_mv1@cissahibabad.in .
15. The instructions for Members for remote e-voting are as under:

The remote e-voting period begins on Saturday 11th October 2025 (09:00 am) and ends on Monday 13th October 2025 (05:00 pm). The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the cut-off date i.e., 7th October 2025, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date being 7th October 2025.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

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Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under "IDeAS" section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on options available against Company name or e-Voting service provider - NSDL and you will be re-directed to NSDL e-Voting website for casting your vote during the remote e-Voting period. 2. If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com/. Select "Register Online for IDeAS" Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on options available against Company name or e-Voting service provider - NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.
Individual Shareholders holding securities in demat mode with CDSL	1. Existing users who have opted for Easi/ Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/loginor www.cdslindia.com and click on New System Myeasi. 2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote. 3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the

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	user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Once login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on options available against Company name or e-Voting service provider-NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 022-23058542-43

B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

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Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example, if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example, if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the Company For example, if folio number is 001*** and EVEN is 101456 then user ID is 101456001***.

5. Password details for shareholders other than Individual shareholders are given below:
- If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - How to retrieve your 'initial password'?
 - If your email ID is registered in your demat account or with the Company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
- Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - Physical User Reset Password? (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

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8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
2. Select "EVEN" of Company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to hardik@hdandassociates.com with a copy marked to evoting@nsdl.com.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to Amit Vishal at evoting@nsdl.co.in

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of

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PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to cs_mvl@cissahibabad.in

2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to cs_mvl@cissahibabad.in. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

16. Instructions For Those Shareholders Who Wish To Attend Meeting Physically:

- A member entitled to attend and vote at the meeting is entitled to appoint a proxy / proxies to attend and vote instead of himself / herself and such a proxy / proxies so appointed need not be a member of the Company. the form of proxy duly completed should, however, be deposited at the registered office of the applicant Company not less than 48 hours before the time fixed for the aforesaid meeting.
- As per Section 105 of the Companies Act, 2013 and rules made thereunder, a person can act as proxy on behalf of members not exceeding 50 and holding in aggregate not more than 10% of the total share capital of the Applicant Company carrying voting rights. Further, a member holding more than 10% of the total share capital of the Applicant Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder.
- All alterations made in the Form of Proxy should be initialed.
- During the period beginning 24 (twenty-four) hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a shareholder would be entitled to inspect the proxies lodged at any time during the business hours of the Applicant Company.
- A cut-off date for determining shareholders eligible for voting is 7th October 2025. The members who are not shareholders as on 7th October 2025 are not eligible to vote and can treat this notice for information purpose only.
- The Notice convening the meeting will be published through advertisement in Financial express in the English language and translation thereof in Jansatta in the Hindi language.
- Only registered Equity Shareholders of the Applicant Company may attend and vote (either in person or by proxy) at the General Meeting.
- Registered Equity Shareholders who hold shares in Dematerialized form are requested to bring their Client ID and DP ID for easy identification of the attendance at the meeting.

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- Registered Equity Shareholders are informed that in case of joint holders attending the meeting, joint holder whose name stands first in the Register of Members and in his / her absence by the next named member of the Applicant Company in respect of such joint holding will be entitled to vote.
- A person whose name is recorded in the register of members or in the register of members maintained by the Company as on the cut-off date of 7th October 2025 shall be entitled to vote at the Meeting.
- Foreign Institutional Investors (FIIs) who are registered Equity Shareholder(s) of the Applicant Company would be required to deposit certified copies of Custodial resolutions/Power of Attorney, as the case may be, authorizing the individuals named therein, to attend and vote at the meeting on its behalf. These documents must be deposited at the Registered Office of the Applicant Company not later than 48 hours before the meeting.

**By The Order of the Board of Directors
For Magnum Ventures Limited**

Sd/-
Abhay Jain
Managing Director
DIN: 01876385
Add: 113/3-4, Ansari Road, Darya Ganj,
Delhi-110002

Date: 15th September, 2025
Place: Ghaziabad

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FORM NO. MGT- 11

PROXY FORM

[Pursuant to Section 105 (6) of the Companies Act, 2013 and rule 19 (3) of the Companies (Management and Administration) Rules, 2014]

CIN	L21093DL1980PLC010492
Name of the Company	Magnum Ventures Limited
Registered office	Room No. 118, First Floor, MGM Commercial Complex, 4634/1, Plot No. 19, Ansari Road, Darya Ganj, New Delhi- 110002

Name of the Member	
Registered Address	
E-mail Id	
Folio No./Client Id	
DPID	

I/We, being the member (s)_____ shares of the above-named **Company**, hereby appoint

1. Name:
Address:
Email id:
Signature....., or failing him
2. Name:
Address;
Email id:
Signature....., or failing him
3. Name:
Address;
Email id:
Signature.....

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 2/2025-26 Extra-ordinary General Meeting of the Company, to be held on the Tuesday 14th October 2025 at 12:30 PM. at **GALIB INSTITUTE, AIWAN - E GALIB MARG, NEAR ITO, NEW DELHI - 110002** and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolution
Special Business:	
1	To offer, Issue and Allot 20,00,000 Equity Shares on Preferential Basis.

Signed this..... day of..... 2025
Signature of shareholder
Signature of Proxy holder(s)

Affix
Revenue
Stamp of
Re.1

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

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EXTRA- ORDINARY GENERAL MEETING ATTENDANCE SLIP

Folio No./ *DP id and Client id

No of Shares Held

(To be filled in by the Member)

*Applicable for investors holding shares in electronic form.

NAME AND ADDRESS OF THE SHAREHOLDER

I hereby record my presence at the Extra- Ordinary General Meeting to be held at the Galib Institute, Aiwan - E Galib Marg, Near ITO, New Delhi - 110002 on Tuesday 14th October 2025 at 12:30 P.M.

.....

Member's Signature

Note:-

1) A Member/Proxy attending the meeting must complete this attendance slip and hand it over at the entrance.

.....

Proxy's Signature

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FORM MGT-12

BALLOT FORM

[Pursuant to section 109(5) of the Companies Act, 2013 and rule 21(1)(c) of the Companies (Management and Administration) Rules, 2014]

FOR EXTRA- ORDINARY GENERAL MEETING TO BE HELD ON TUESDAY 14TH OCTOBER 2025 AT 12:30 P.M. AT GALIB INSTITUTE, AIWAN - E GALIB MARG, NEAR ITO, NEW DELHI - 110002.

SR NO	PARTICULARS	DETAILS
01	Name of the First Named Shareholder (In block letters)	
02	Postal Address	
03	Registered folio No. / *Client ID No. (*Applicable to investors holding shares in dematerialized form)	
04	Class of Share	Equity Shares

I hereby exercise my vote in respect of Special resolution enumerated below by recording my assent or dissent to the said resolution in the following manner:

Sr No	Item Particulars	No of Shared Held by Me	I assent to the Resolution	I dissent o the Resolution
01	To offer, Issue and Allot 20,00,000 Equity Shares on Preferential Basis.			

Place:

Date:

(Name & Signature of the PROXY)

(Signature of the Shareholder)

Note: Proxy who are attending and voting in this general meeting on behalf of some members are requested to first write their name before signing it.

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Route map

