

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

To
The General Manager
Department of Corporate Services,
BSE Limited,
1st Floor, P.J.Towers,
Dalal Street, Mumbai – 400 001

Sub: Application under Regulation 37 and 59A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“LODR Regulations”) for the proposed Scheme of Arrangement among Magnum Ventures Limited (“Demerged Company”), Magnum Paperz Limited (“Resulting Company”) and their respective shareholders and creditors (“the Proposed Scheme”)

Ref: BSE query dated 27/04/2026 and 14/05/2026

Dear Sir/Madam,

SN	Query/ Particulars	Reply/Remark
1.	Kindly confirm the following: 1. Whether the Redeemable Preference Shares (RPS) issued pursuant to the Scheme of Arrangement (Demerger) are proposed to be listed on the Stock Exchange. 2. If the said RPS are not proposed to be listed, kindly clarify the applicability of Regulation 59A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in the present case.	We wish to clarify and submit that The Compulsorily Redeemable Preference Shares presently issued by the Demerged Company are not listed on any recognised stock exchange. The Compulsorily Redeemable Preference Shares remaining outstanding in the Demerged Company after the reduction of share capital pursuant to this Scheme shall continue to remain unlisted. [Refer 20.10 of the draft Scheme of Arrangement]. It is further clarified that the Resulting Company neither proposes nor is required under Applicable Law to list the New Non-Cumulative Compulsorily Redeemable Preference Shares to be issued pursuant to this Scheme on any recognised stock exchange. [Refer 20.11 of the draft Scheme of Arrangement]. Regulation 59A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relates to the prior approval of the stock exchange for issuance of securities including listed non-

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		convertible debt securities or non-convertible redeemable preference shares by a listed entity. Please note that there are existing NCDs issued in the Demerged Company, which are listed at BSE and NSE. Applicability of Regulation 59A is attracted due to these listed NCDs even though the preference shares would be unlisted.
2.	If as per the company, approval from the shareholders through postal ballot and e-voting, is not applicable, then submitted the following: a) An undertaking certified by the auditor clearly stating the reasons for non-applicability of Para A(10)(b) of Part-1 of SEBI Master circular. b) Certified copy of Board of Director's resolution approving the aforesaid auditor certificate.	Undertaking Enclosed
3.	Revised Net-worth certificate and documents	We hereby inform you that there have been certain changes in the net worth of the Demerged Company. Accordingly, the necessary revisions have been made in the Net Worth Certificate, Brief Details of the Company, application interface, and other relevant documents. The revised documents have also been submitted to NSE. Please find attached all the revised documents for your reference.
4.	NOC obtained from the Debenture Trustee	NOC obtained from the Debenture Trustee is Enclosed

Thanking You,

For Magnum Ventures Limited

Aaina
Gupta

Aaina Gupta

Company Secretary

Membership No: A43233

Date: 16th May, 2026

Place: Ghaziabad

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To
The General Manager
Department of Corporate Services,
BSE Limited,
1st Floor, P.J.Towers,
Dalal Street, Mumbai – 400 001

Sub: Undertaking

Ref: Application under Regulation 37 and 59A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“LODR Regulations”) for the proposed Scheme of Arrangement among Magnum Ventures Limited (“Demerged Company”), Magnum Paperz Limited (“Resulting Company”) and their respective shareholders and creditors (“the Proposed Scheme”)

Dear Sir/ Madam,

We hereby undertake and confirm that, in accordance with Para (A)(10)(c) of Part I of the SEBI Master Circular, the requirement of obtaining approval from public shareholders through e-voting shall be applicable in the present case.

We further confirm that the Company shall ensure compliance with all applicable provisions relating to e-voting, including providing the necessary facility to public shareholders and adhering to the prescribed regulatory requirements.

Thanking You,
For Magnum Ventures Limited

Aaina Gupta
Company Secretary
Membership No: A43233

Date: 16th May, 2026
Place: Ghaziabad

CTL/DEB/26-27/26118/11850

Date: 08th May, 2026

To
The Board of Directors
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

Dear Sirs,

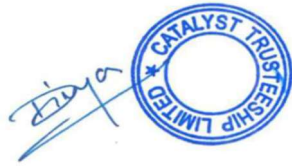
Sub: No Objection Certificate for the proposed Scheme of Arrangement among Magnum Ventures Limited ("Demerged Company"), Magnum Paperz Limited ("Resulting Company") and their respective shareholders and creditors

We refer to the proposed **Scheme of Arrangement (Demerger)** between **Magnum Ventures Limited ("Demerged Company")** and **Magnum Paperz Limited ("Resulting Company")** under the provisions of **Sections 230 to 232 of the Companies Act, 2013**, whereby the **Paper Division / Demerged Undertaking of the Demerged Company** is proposed to be transferred to and vested in the Resulting Company.

We Catalyst Trusteeship Limited, acting as the Debenture Trustee Non-Convertible Debentures (NCDs) issued by Magnum Ventures Limited pursuant to Debenture Trust Deed February 9, 2024 (Debenture Trustee I), January 16, 2025 (Debenture Trustee II) and August 05, 2025 (Debenture Trustee III) bearing ISIN: INE387107013, based on the information and documents provided to us regarding the proposed Scheme, we basis the approval received from the sole debenture holders and hereby convey that we have no objection to the proposed Scheme of Arrangement (Demerger) between the Demerged Company and the Resulting Company.

This certificate is being issued at the request of the Company for submission before the Stock Exchanges, regulatory authorities and the National Company Law Tribunal in connection with the proposed Scheme.

Yours faithfully,
For CATALYST TRUSTEESHIP LIMITED



Authorized Signatory

Name: Divya Dubey

Designation: Assistant Manager



KUMAR HARISH & CO

CHARTERED ACCOUNTANTS

PHONE NO.+0120-4313346, +919891010273

TO WHOM SO EVER IT MAY CONCERN

On the basis of the Unaudited Financial Statements (Standalone) (subjected to limited review by the statutory auditors) of **Magnum Ventures Limited** for the period ended on 31-12-2025 and the Audited Financial Statements (Standalone) of **Magnum Paperz Limited ("the Company")** for the period ended on 31-12-2025 and the draft scheme of arrangement among Magnum Ventures Limited and Magnum Paperz Limited, as produced before us for verification, we, the undersigned do hereby certify that the **Post-Scheme** Net-worth of the Company – **Magnum Paperz Limited** is as below:

Particulars	Amount	
	₹ in Lakhs	
Post-Scheme Paid-up share capital (1,36,86,263- Equity Shares of Rs. 10 each)	1368.22	
Add: Pre-Scheme Reserves & Surplus and Securities Premium Account of	-	
Add: Securities Premium	11267.77	8654.62
Add: Reserve for Pref. Share	491.89	
Add: Capital Reserve	2161.09	
Add: OCI	83.61	
Less: Surplus	<u>-5349.74</u>	
.		-
Post Scheme Net-Worth	10022.84	

Note: As per regulation 2(s) of SEBI LODR, 2015, "net worth" means net worth as defined in sub-section (57) of section 2 of the Companies Act, 2013

As per section 2 (57) of Companies Act, 2013, "net worth" means the aggregate value of the paid-up share capital and all reserves created out of the profits, securities premium account and debit or credit balance of profit and loss account, after deducting the aggregate value of the accumulated losses, deferred expenditure and miscellaneous expenditure not written off, as per the audited balance sheet, but does not include reserves created out of revaluation of assets, write-back of depreciation and amalgamation.

For Kumar Harish & Co.
Chartered Accountants



CA. Shantanu Bist
Partner
FRN-0018713C
MRN: 409983
UDIN: 26409983ZHRPZF1002

Date: 12-05-2026
Place: Ghaziabad



KUMAR HARISH & CO

CHARTERED ACCOUNTANTS

PHONE NO.+0120-4313346, +919891010273

TO WHOM SO EVER IT MAY CONCERN

On the basis of the Unaudited Financial Statements (Standalone) (subjected to limited review by the statutory auditors) of **Magnum Ventures Limited** for the period ended on 31-12-2025 and the Audited Financial Statements (Standalone) of **Magnum Paperz Limited ("the Company")** for the period ended on 31-12-2025 and the draft scheme of arrangement among Magnum Ventures Limited and Magnum Paperz Limited, as produced before us for verification, we, the undersigned do hereby certify that the **Post-Scheme** Net-worth of the Company – **Magnum Ventures Limited** is as below:

Particulars	Amount
	₹ in Lakhs
Post-Scheme Paid-up share capital	-
Allotment of Equity Shares pursuant to the Scheme of Arrangement (2,05,23,395- Equity Shares of Rs. 10 each)	2052.33
Add:- Surplus 6041.61 Capital Reserve 3420.58 OCI 19.87	9482.06
	-
Post Scheme Net-Worth	11534.40

Note: As per regulation 2(s) of SEBI LODR, 2015, "net worth" means net worth as defined in sub-section (57) of section 2 of the Companies Act, 2013

As per section 2 (57) of Companies Act, 2013, "net worth" means the aggregate value of the paid-up share capital and all reserves created out of the profits, securities premium account and debit or credit balance of profit and loss account, after deducting the aggregate value of the accumulated losses, deferred expenditure and miscellaneous expenditure not written off, as per the audited balance sheet, but does not include reserves created out of revaluation of assets, write-back of depreciation and amalgamation.

**For Kumar Harish & Co.
Chartered Accountants**



CA. Shantanu Bist
Partner
FRN-0018713C
MRN: 409983
UDIN: 26409983RHANHN8484

Date: 12-05-2026
Place: Ghaziabad

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Annexure E

Brief particulars of the transferee/resulting and transferor/demerged companies:

Sr. No.	Particulars/ Name of the Company	Resulting Company Magnum Paperz Limited	Demerged Company Magnum Ventures Limited
1	Name of the Company	Magnum Paperz Limited	Magnum Ventures Limited
2.	Exchange(s) Listed on	Company is not a Listed Entity.	BSE Limited (BSE) and National Stock Exchange of India Limited (NSE)
3.	Designated Stock Exchange	BSE Limited	
4.	Date of Incorporation & details of name change, if any.	Magnum Paperz Limited [Corporate Identity Number (CIN): U17013UP2025PLC233401; Permanent Account Number (PAN): AATCM9133G] (hereinafter referred to as “the Resulting Company” or “the Company”) was incorporated on 22nd September, 2025, under the provisions of the Companies Act, 2013, as a public limited company, pursuant to a Certificate of Incorporation issued by the Central Registration Centre, on behalf of the jurisdictional Registrar of Companies, Uttar Pradesh, Kanpur.	Magnum Ventures Limited [Corporate Identity Number (CIN): L21093DL1980PLC010492; Permanent Account Number (PAN): AAACM6054H] (hereinafter referred to as “the Demerged Company” or “the Company”) was originally incorporated on 29th May, 1980, under the provisions of the Companies Act, 1956, as a private limited company in the name and style of “Magnum Papers Private Limited”, pursuant to a Certificate of Incorporation issued by the Registrar of Companies, NCT of Delhi & Haryana, New Delhi. Subsequently, the Company was converted into a public limited company, and its name was changed to “Magnum Papers Limited” pursuant to a Fresh Certificate of Incorporation dated 31st May, 1995, issued by the Registrar of Companies, NCT of Delhi & Haryana, New Delhi. Thereafter, the name of the Company was further changed to its present name, “Magnum Ventures Limited”, pursuant to a Fresh Certificate of Incorporation dated 15th November, 2006, issued by the Registrar of Companies, NCT of Delhi & Haryana, New Delhi.

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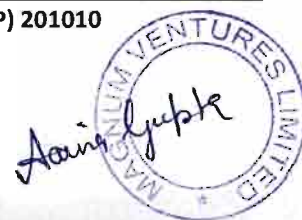
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5.	Nature of business and business activities currently carried out by the Company	Magnum Paperz Limited (the Resulting Company) was incorporated on 22nd September, 2025 to carry on the business of manufacturing paper and paper products, and other related and ancillary activities.	Magnum Ventures Limited (the Demerged Company) is engaged in paper manufacturing and hospitality business. The Demerged Company has following business verticals: Paper Business: Magnum Ventures Limited is engaged in manufacturing of paper and paper products from wastepaper through its manufacturing facilities at Sahibabad, District Ghaziabad, Uttar Pradesh, in Delhi NCR, together with all activities incidental or ancillary thereto. Hotel Business: The Company owns and operates a Five Star Hotel under the brand "Country Inn & Suites by Radisson", situated at Sahibabad, District Ghaziabad, Uttar Pradesh, Delhi NCR, together with all activities incidental or ancillary thereto. The Hotel has a distinction of being the all-vegetarian hotel formally certified as a Five Star Hotel by the Hotel & Restaurant Approval and Classification Committee (HRACC), Ministry of Tourism, Government of India. Thus, the Company has two distinct business verticals.
6.	Brief detail about Scheme including rationale for scheme along with a graphical representation.	The proposed Scheme of Arrangement ("Scheme") is framed pursuant to the provisions of Sections 230 and 232 read with Section 66 and other applicable provisions of the Companies Act, 2013, together with the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016, Section 2(1B) and other applicable provisions of the Income Tax Act, 1961, and other applicable laws, as may be in force from time to time. The Scheme, inter alia, provides for: i. Demerger of 'Paper Business' (Demerged Undertaking) of Magnum Ventures Limited (the Demerged Company) into Magnum Paperz Limited (the Resulting Company), as a going concern; and ii. Matters incidental, consequential and integrally connected thereto. The circumstances that justify and/or necessitate the proposed Scheme of Arrangement between Magnum Ventures Limited (the Demerged Company) and	

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	Magnum Paperz Limited (the Resulting Company), and the benefits of the proposed demerger, as perceived by the Boards of Directors of the said Companies, to their shareholders and other stakeholders, are set out below: i. Existing Business Verticals: Magnum Ventures Limited (the Demerged Company) is engaged in two distinct business verticals, namely: a. Paper Business: The business of manufacturing paper and paper products from wastepaper through its manufacturing facilities located at Sahibabad, District Ghaziabad, Uttar Pradesh (Delhi NCR), together with all activities incidental or ancillary thereto. b. Hotel Business: The business of owning and operating a Five Star Hotel under the brand "Country Inn & Suites by Radisson", situated at Sahibabad, District Ghaziabad, Uttar Pradesh (Delhi NCR), together with all activities incidental or ancillary thereto. The said hotel has the distinction of being an all-vegetarian hotel formally certified as a Five Star Hotel by the Hotel & Restaurant Approval and Classification Committee (HRACC), Ministry of Tourism, Government of India. ii. Distinct Nature of Businesses: The Paper Business and the Hotel Business are inherently different in nature, with distinct operational characteristics, risk profiles and regulatory requirements, and require separate management focus and specialised skill sets. iii. Focused Business Strategy: The management of the Demerged Company proposes to hive off the Paper Business into a separate entity in order to create a focused and independent business structure for each business vertical. iv. Operational and Strategic Flexibility: The proposed demerger will provide flexibility to manage the Demerged Company and the Resulting Company independently and to enter into different strategic alliances, partnerships and collaborations appropriate to each business in the future. v. Optimised Capital Structure: The demerger will enable both the Demerged Company and the Resulting Company to adopt capital structures and financial policies aligned with their respective operational requirements and long-term strategic objectives. vi. Improved Resource Mobilisation: The Scheme will facilitate each Company to attract and retain suitable manpower, raise funds, and invite strategic investors and other stakeholders independently, based on the needs of their respective businesses. vii. Independent Growth and Expansion: The demerger will provide a platform for independent growth and expansion of each business vertical without exposing
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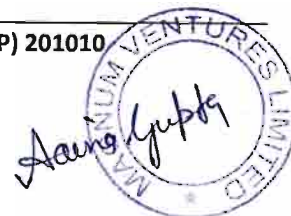
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		the entire organisation to the risks associated with the other business. viii. Enhanced Management Focus: With a view to achieving greater management focus and keeping in mind the paramount and overall interests of the shareholders, the Boards of Directors of the Demerged Company and the Resulting Company have considered that a Scheme of Demerger is the most appropriate and efficient mechanism. ix. Overall Stakeholder Benefit: The proposed Scheme of Demerger is expected to have a beneficial impact on the Demerged Company and the Resulting Company, their respective employees, shareholders and other stakeholders, and is in the overall interest of all concerned. Accordingly, the Scheme of Arrangement is being proposed for the reasons detailed above. The Boards of Directors of the Demerged Company and the Resulting Company believe that the Scheme is fair, reasonable, commercially sound and in the best interests of all stakeholders.	
7.	Date of Resolution passed by Board of Directors of the Company approving the scheme.	February 27, 2026	February 27, 2026
8.	Appointed Date	The Appointed Date for the proposer Scheme of Arrangement shall be the same date as the Effective Date. For this purpose, the term "Effective Date" means the last of the dates on which the certified copies of the order(s) of the Hon'ble National Company Law Tribunal sanctioning this Scheme are filed with the concerned Registrar of Companies, Ministry of Corporate Affairs.	
9.	Consideration/ Exchange Ratio	Shares to be issued by the Resulting Company as 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	

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		Exchange ratio for Reduction of Capital in the Demerged Company: i. For every ten (10) equity shares of face value INR 10 each held in the Demerged Company as on the Record Date, the equity shareholders shall thereafter hold three (3) equity shares of face value INR 10 each, credited as fully paid-up, and the balance seven (7) equity shares of face value INR 10 each shall stand cancelled and extinguished, without any further act, instrument or deed. ii. For every ten (10) compulsorily redeemable preference shares of face value INR 100 each held in the Demerged Company as on the Record Date, the preference shareholders shall thereafter hold one (1) compulsorily redeemable preference share of face value INR 100 each, credited as fully paid-up, and the balance nine (9) compulsorily redeemable preference shares of face value INR 100 each shall stand cancelled and extinguished, without any further act, instrument or deed.
10.	Will any of the unlisted companies seek listing pursuant to Rule 19(2)(b) of SEBI (SCRR),1957	·YES; the unlisted Resulting Company – Magnum Paperz Limited will seek listing pursuant to Rule 19(2)(b) of SEBI (SCRR),1957. In accordance with the provisions of the Securities Contracts (Regulation) Act, 1956, the Securities Contracts (Regulation) Rules, 1957, the SEBI Listing Regulations, the SEBI Scheme Master Circular, and other applicable laws, rules and regulations, the Equity Shares of the Resulting Company shall be listed on BSE and NSE, and on such other stock exchange(s) on which the Equity Shares of the Demerged Company are listed as on the Effective Date.
11.	Report of Audit Committee	Audit Committee report dated February 27, 2026 has recommended the draft Scheme of Arrangement for favorable consideration.
12.	Valuation Report from a Registered Valuer	The share entitlement ratio has been derived based on Valuation report dated February 27, 2026 issued by Ms Mallika Goel, Registered Valuer (IBBI Reg no. IBBI/RV/11/2022/14784).
13.	Fairness opinion by Merchant Banker	3Dimension Capital Services Limited, Merchant Banker, in its fairness opinion dated February 27, 2026 has opined that the share entitlement ratio as recommended by the valuer is fair.

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14.	Pre and post scheme Shareholding Pattern of the listed Company – Magnum Ventures Limited	Pre-Scheme Shareholding Pattern of Equity Shareholders: <table><tr><th>Category</th><th>No. of shares</th><th>%</th></tr><tr><td>Promoter</td><td>3,77,67,554</td><td>55.21</td></tr><tr><td>Public</td><td>3,06,43,763</td><td>44.79</td></tr><tr><td>Total</td><td>6,84,11,317</td><td>100.00</td></tr></table> Pre-Scheme Shareholding Pattern of Compulsorily Redeemable Preference Shareholders: <table><tr><th>Category</th><th>No. of shares</th><th>%</th></tr><tr><td>Promoter</td><td>3,25,000</td><td>100</td></tr><tr><td>Public</td><td>-</td><td>-</td></tr><tr><td>Total</td><td>3,25,000</td><td>100</td></tr></table> Post-Scheme Shareholding Pattern of Equity Shareholders: <table><tr><th>Category</th><th>No. of shares</th><th>%</th></tr><tr><td>Promoter</td><td>1,13,30,266</td><td>55.21</td></tr><tr><td>Public</td><td>91,93,129</td><td>44.79</td></tr><tr><td>Total</td><td>2,05,23,395</td><td>100</td></tr></table> Post-Scheme Shareholding Pattern of Compulsorily Redeemable Preference Shareholders: <table><tr><th>Category</th><th>No. of shares</th><th>%</th></tr><tr><td>Promoter</td><td>32,500</td><td>100</td></tr><tr><td>Public</td><td>-</td><td>-</td></tr><tr><td>Total</td><td>32,500</td><td>100</td></tr></table>	Category	No. of shares	%	Promoter	3,77,67,554	55.21	Public	3,06,43,763	44.79	Total	6,84,11,317	100.00	Category	No. of shares	%	Promoter	3,25,000	100	Public	-	-	Total	3,25,000	100	Category	No. of shares	%	Promoter	1,13,30,266	55.21	Public	91,93,129	44.79	Total	2,05,23,395	100	Category	No. of shares	%	Promoter	32,500	100	Public	-	-	Total	32,500	100
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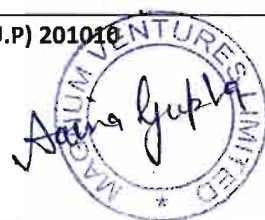
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15.	Pre and post scheme Shareholding pattern of Unlisted Company 1 – Magnum Paperz Limited	Pre-Scheme shareholding pattern of Equity Shareholder:<table><tr><th>Category</th><th>No. of shares</th><th>%</th></tr><tr><td>Promoter</td><td>10,000</td><td>100</td></tr><tr><td>Public</td><td>-</td><td>-</td></tr><tr><td>Total</td><td>10,000</td><td>100</td></tr></table> Post-Scheme shareholding pattern of Equity Shareholder:<table><tr><th>Category</th><th>No. of shares</th><th>%</th></tr><tr><td>Promoter</td><td>75,53,511</td><td>55.21</td></tr><tr><td>Public</td><td>61,28,752</td><td>44.79</td></tr><tr><td>Total</td><td>1,36,82,263</td><td>100</td></tr></table> Post-Scheme shareholding pattern of Compulsorily Redeemable Preference Shareholder:<table><tr><th>Category</th><th>No. of shares</th><th>%</th></tr><tr><td>Promoter</td><td>2,92,500</td><td>100</td></tr><tr><td>Public</td><td>-</td><td>-</td></tr><tr><td>Total</td><td>2,92,500</td><td>100</td></tr></table>	Category	No. of shares	%	Promoter	10,000	100	Public	-	-	Total	10,000	100	Category	No. of shares	%	Promoter	75,53,511	55.21	Public	61,28,752	44.79	Total	1,36,82,263	100	Category	No. of shares	%	Promoter	2,92,500	100	Public	-	-	Total	2,92,500	100																																							
Category	No. of shares	%																																																																											
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Total	2,92,500	100																																																																											
16.	Pre and post scheme Shareholding pattern of Unlisted Company2	Not Applicable																																																																											
17	Details of promoter’s shareholding	Pre- scheme shareholding pattern (Equity):<table><tr><th>Name</th><th>No. of shares</th><th>%</th><th>Promoter (Yes/No*)</th></tr><tr><td>Magnum Venture Limited</td><td>10,000</td><td>100</td><td>Yes</td></tr><tr><td>Total</td><td>10,000</td><td>100</td><td></td></tr></table> Post- scheme shareholding pattern (Equity):<table><tr><th>Name</th><th>No. of shares</th><th>%</th><th>Promoter (Yes/No*)</th></tr><tr><td>Parv Jain</td><td>25,52,351</td><td>18.65</td><td>No</td></tr><tr><td>Ujjwal Jain</td><td>35,220</td><td>0.26</td><td>No</td></tr></table>	Name	No. of shares	%	Promoter (Yes/No*)	Magnum Venture Limited	10,000	100	Yes	Total	10,000	100		Name	No. of shares	%	Promoter (Yes/No*)	Parv Jain	25,52,351	18.65	No	Ujjwal Jain	35,220	0.26	No	Pre- scheme shareholding pattern (Equity):<table><tr><th>Name</th><th>No. of shares</th><th>%</th><th>Promoter (Yes/No*)</th></tr><tr><td>Parv Jain</td><td>1,27,61,755</td><td>18.65</td><td>No</td></tr><tr><td>Ujjwal Jain</td><td>1,76,100</td><td>0.26</td><td>No</td></tr><tr><td>Pardeep Kumar Jain</td><td>47,88,250</td><td>7.00</td><td>Yes</td></tr><tr><td>Abhay Jain</td><td>57,72,790</td><td>8.44</td><td>No</td></tr><tr><td>Shrenik Jain</td><td>2,56,600</td><td>0.38</td><td>No</td></tr><tr><td>Veena Jain</td><td>3,85,000</td><td>0.56</td><td>No</td></tr><tr><td>Ritesh Jain</td><td>1,78,200</td><td>0.26</td><td>No</td></tr><tr><td>Parmod Kumar Jain</td><td>50,67,750</td><td>7.41</td><td>Yes</td></tr><tr><td>Mehak Jain</td><td>27,000</td><td>0.04</td><td>No</td></tr><tr><td>Rishab Jain</td><td>4,854</td><td>0.01</td><td>No</td></tr><tr><td>Aanchal Goel</td><td>25,000</td><td>0.04</td><td>No</td></tr></table>			Name	No. of shares	%	Promoter (Yes/No*)	Parv Jain	1,27,61,755	18.65	No	Ujjwal Jain	1,76,100	0.26	No	Pardeep Kumar Jain	47,88,250	7.00	Yes	Abhay Jain	57,72,790	8.44	No	Shrenik Jain	2,56,600	0.38	No	Veena Jain	3,85,000	0.56	No	Ritesh Jain	1,78,200	0.26	No	Parmod Kumar Jain	50,67,750	7.41	Yes	Mehak Jain	27,000	0.04	No	Rishab Jain	4,854	0.01	No	Aanchal Goel	25,000	0.04	No
Name	No. of shares	%	Promoter (Yes/No*)																																																																										
Magnum Venture Limited	10,000	100	Yes																																																																										
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Corporate Office: 18/41, Site IV, Industrial Area, Sahibabad, Ghaziabad (U.P) 201016

Ph: 0120-4199200



Magnum Ventures Limited

CIN: L21093DL1980PLC010492

Registered Office: Room No. 118, First Floor, MGM Commercial Complex, 4634/1, Plot No. 19, Ansari

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Pardeep Kumar Jain	9,57,650	7.00	Yes
Abhay Jain	11,54,558	8.44	No
Shrenik Jain	51,320	0.38	No
Veena Jain	77,000	0.56	No
Ritesh Jain	35,640	0.26	No
Parmod Kumar Jain	10,13,550	7.41	Yes
Mehak Jain	5,400	0.04	No
Rishab Jain	971	0.01	No
Aanchal Goel	5,000	0.04	No
Parveen Jain	16,64,851	12.16	Yes
Total	75,53,511	55.21	

**Pre- scheme shareholding pattern
(Compulsorily Redeemable
Preference Shares):**

Name	No. of shares	%	Promoter (Yes/No*)
N.A.	N.A.	N.A.	N.A.
Total	N.A.	N.A.	N.A.

**Post- scheme shareholding pattern
(Compulsorily Redeemable
Preference Shares):**

Name	No. of shares	%	Promoter (Yes/No*)
Parveen Jain	2,92,500	100	Yes
Total	2,92,500	100	

** Yes means Promoter and No means Promoter Group shareholder; as all the aforesaid persons are part of Promoters and Promoter Group of the Company.*

Parveen Jain	83,24,255	12.16	Yes
Total	3,77,67,554	55.21	

**Post- scheme shareholding pattern
(Equity):**

Name	No. of shares	%	Promoter (Yes/No*)
Parv Jain	38,28,527	18.65	No
Ujjwal Jain	52,830	0.26	No
Pardeep Kumar Jain	14,36,475	7.00	Yes
Abhay Jain	17,31,837	8.44	No
Shrenik Jain	76,980	0.38	No
Veena Jain	1,15,500	0.56	No
Ritesh Jain	53,460	0.26	No
Parmod Kumar Jain	15,20,325	7.41	Yes
Mehak Jain	8,100	0.04	No
Rishab Jain	1,456	0.01	No
Aanchal Goel	7,500	0.04	No
Parveen Jain	24,97,277	12.16	Yes
Total	1,13,30,266	55.21	

**Pre- scheme shareholding pattern
(Compulsorily Redeemable Preference
Shares):**

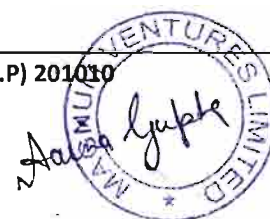
Name	No. of shares	%	Promoter (Yes/No*)
Parveen Jain	3,25,000	100	Yes
Total	3,25,000	100	

**Post- scheme shareholding pattern
(Compulsorily Redeemable Preference
Shares):**

Name	No. of shares	%	Promoter (Yes/No*)

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Magnum Ventures Limited

CIN: L21093DL1980PLC010492

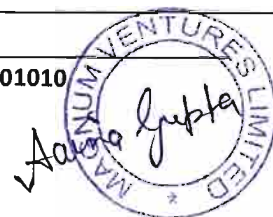
Registered Office: Room No. 118, First Floor, MGM Commercial Complex, 4634/1, Plot No. 19, Ansari Road, Darya Ganj, New Delhi-110002 Phone: +91-11-42420015

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

			<table> <tr> <td>Parveen Jain</td><td>32,500</td><td>100</td><td>Yes</td></tr> <tr> <td>Total</td><td>32,500</td><td>100</td><td></td></tr> </table> <i>* Yes means Promoter and No means Promoter Group shareholder; as all the aforesaid persons are part of Promoters and Promoter Group of the Company.</i>	Parveen Jain	32,500	100	Yes	Total	32,500	100	
Parveen Jain	32,500	100	Yes								
Total	32,500	100									
18	Minimum public shareholding in all the companies pre and post amalgamation is in compliance with Regulation 38 of SEBI (LODR) Regulations, 2015 ('Listing Regulations')	Pre-Scheme the Company is an unlisted Company and the Company is not required to comply with the minimum public shareholding norms as the entire share capital was held by the Promoter. Post Scheme the public equity shareholding in the Resulting Company would be 44.79%, which is in compliance with the minimum public shareholding requirement stipulated under Regulation 38 of SEBI (LODR) Regulations, 2015 ('Listing Regulations')	Public equity shareholding of the Demerged Company, both pre to and post Scheme, is 44.79%. Accordingly, the Company is and would be in compliance with the minimum public shareholding requirements prescribed under Regulation 38 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").								
19	Approval of shareholders through postal ballot and e- voting	In terms of the SEBI Listing Regulations and the SEBI Scheme Master Circular, the Scheme shall be subject to approval by the Public Shareholders (i.e., shareholders other than the Promoters and Promoter Group) of the Demerged Company through e-voting and such other means as may be applicable. The Scheme shall be acted upon only if the votes cast in favour of the Scheme by the Public Shareholders exceed the votes cast against it.									
20	Resolution for scheme approval (Ordinary/Special) <i>Note: specifically state applicability of Clause 10(b) of SEBI Master Circular on Scheme of Arrangement i.e.</i> <i>"If the Scheme of</i>	As per section 230-232 of the Companies Act, 2013 and rules made thereunder the Scheme is required to be approved by the shareholders through majority in number, representing three-fourths (3/4th) in value of the shareholders present and voting, for the sanction of the Scheme of Arrangement. Further, as per the SEBI Master Circular on Scheme, the Scheme of Arrangement shall be acted upon only if the votes cast by the public shareholders in favour of the Scheme are more than the number of votes cast by the public shareholders against it.									

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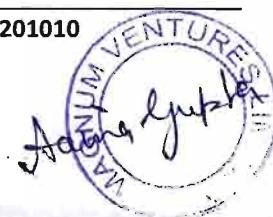
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	<i>arrangement shall be acted upon only if the votes cast by the public shareholders in favour of the proposal are more than the number of votes cast by the public shareholders against it"</i>	
21	Treatment of Fractional Entitlement, if any	In Case of Demerger: As per clause 11.2, Fractional entitlements arising out of the exchange process for Equity Shares and Compulsorily Redeemable Preference Shares, if any, shall be aggregated and held by a trust, nominated by the Board of Directors of the Resulting Company, in that behalf, who shall sell such shares in the market at such price, within a period of 90 days from the date of allotment of shares, as per the Scheme. The Resulting Company shall submit to the Designated Stock Exchange a report from its Audit Committee and the Independent Directors certifying that the Resulting Company has compensated the eligible shareholders against their respective fractional entitlement, within a period of seven days of compensating the shareholders. In Case of Reduction of Share Capital of the Demerged Company: As per the clause 12.3, Fractional entitlements, if any, arising pursuant to the aforesaid reduction of equity share capital and Compulsorily Redeemable Preference Shares, shall be aggregated and held by a trust to be nominated by the Board of Directors of the Demerged Company for this purpose. The trustee shall sell such aggregated shares in the market at such price and within such period, not exceeding ninety (90) days from the date of giving effect to the reduction, as may be determined in accordance with this Scheme and Applicable Law. The Demerged Company shall submit to the Designated Stock Exchange a report from its Audit Committee and Independent Directors certifying that the eligible equity shareholders have been duly compensated against their respective fractional entitlements, within seven (7) days of such compensation. In view of the fact that the entire issued preference share capital of the Demerged Company is held by a single shareholder, no fractional entitlement shall arise pursuant to the reduction of the preference share capital.
22.	Compliance with Regulation 11 of the Listing Regulations	The Company has vide letter dated 7th March 2026 confirmed that the proposed scheme of amalgamation to be presented to any court or Tribunal does not in any way violate or override or circumscribe the provisions of SEBI Act, 1992, the Securities Contracts (Regulation) Act, 1956, the Depositories Act, 1996, the

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		Companies Act, 1956/2013, the rules, Regulations and guidelines under the Acts, the provisions as explained in Regulation 11 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 or the requirements of SEBI Circulars and stock exchanges.	
23.	Statutory Auditor's certificate confirming the compliance of the accounting treatment as per SEBI Master Circular	Manish Pandey & Associates, Statutory Auditors of Magnum Paperz Limited, have provided the certificate dated February 27, 2026, confirming the accounting treatment as per SEBI circular.	Manish Pandey & Associates, Statutory Auditors of Magnum Paperz Limited, have provided the certificate dated February 27, 2026, confirming the accounting treatment as per SEBI circular.
24.	Compliance Report as per SEBI circular	Compliance Report dated on 7 th March 2026, as per SEBI Master Circular has been submitted along with the application.	
25.	Net Worth (Rs. in crores)	As on 31st December, 2025	As on 31st December, 2025
	Pre	0.01	215.56
	Post	100.23	115.34
26.	Capital before the scheme (No. of equity shares as well as capital in rupees)	Rs. 1,00,000 divided into 10,000 Equity Shares of Rs. 10 each.	Rs. 71,66,13,170 divided into 6,84,11,317 Equity Shares of Rs. 10 each aggregating to Rs. 68,41,13,170, and 3,25,000 Compulsorily Redeemable Preference Shares of Rs. 100 each aggregating to Rs. 3,25,00,000.
	No. of shares to be issued	Upon demerger the following number of shares shall be allotted in the Resulting Company: Equity Shares: 1,36,82,263 Equity Shares of Rs. 10 each aggregating to Rs. 13,68,22,630. Preference Shares: 2,92,500 Compulsorily Redeemable Preference Shares of Rs. 100 each aggregating to Rs. 2,92,50,000.	Upon this Scheme becoming effective and after the issue and allotment of New Shares by the Resulting Company to the shareholders of the Demerged Company in accordance with this Scheme, 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 share capital in the following manner: i. The issued, subscribed and paid-up equity share capital of the Demerged Company shall be reduced by seventy per cent (70%) on a proportionate

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		basis. Accordingly, seven (7) equity shares of face value INR 10 each out of every ten (10) equity shares of face value INR 10 each held by each equity shareholder of the Demerged Company as on the Record Date shall stand cancelled and extinguished. ii. The issued, subscribed and paid-up preference share capital of the Demerged Company shall be reduced by ninety per cent (90%) on a proportionate basis. Accordingly, nine (9) compulsorily redeemable preference shares of face value INR 100 each out of every ten (10) compulsorily redeemable preference shares of face value INR 100 each held by each preference shareholder of the Demerged Company as on the Record Date shall stand cancelled and extinguished. Post Reduction the following number of shares shall remain in the Demerged Company: Equity Shares: 2,05,23,395 Equity Shares of Rs. 10 each aggregating to Rs. 20,52,33,950. Preference Shares: 32,500 Compulsorily Redeemable Preference Shares of Rs. 100 each aggregating to Rs. 32,50,000.
Cancellation of shares on account of cross holding, if any	As per Clause 13.2 of the proposed Scheme of Arrangement upon this Scheme becoming effective, the entire issued, subscribed and paid-up equity share capital of the Resulting Company, i.e., 10,000 equity shares of Rs. each aggregating Rs. 1,00,000 shall stand cancelled and extinguished.	
Capital after the scheme	Equity Shares: 1,36,82,263 Equity Shares of Rs. 10 each aggregating to Rs.	Equity Shares: 2,05,23,395 Equity Shares of Rs. 10 each aggregating to Rs.

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Magnum Ventures Limited

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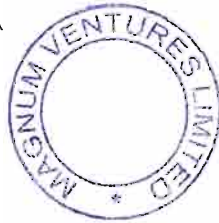
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	(No. of equity shares as well as capital in rupees)	13,68,22,630. Preference Shares: 2,92,500 Compulsorily Redeemable Preference Shares of Rs. 100 each aggregating to Rs. 2,92,50,000.	20,52,33,950. Preference Shares: 32,500 Compulsorily Redeemable Preference Shares of Rs. 100 each aggregating to Rs. 32,50,000.
27.	Please specify the relation among the companies involved in the scheme, if any.	The Resulting Company is a wholly owned subsidiary of the Demerged Company. Both the Companies in this Scheme are Group Companies under common management and control.	The Demerged Company is a listed public limited company. Both the Companies in this Scheme are Group Companies under common management and control.
28	Details regarding change in management control in listed or resulting company seeking listing, if any.	The proposed Scheme of Arrangement will not result in any change in management or control of any of the Companies in the Scheme.	
29.	Remarks, if any	N.A.	N.A.

For Magnum Ventures Limited

Aaina Gupta
Aaina Gupta
Company Secretary
Membership No: A43233



Date: 7th March, 2026
Place: Ghaziabad



KUMAR HARISH & CO

CHARTERED ACCOUNTANTS

PHONE NO.+0120-4313346, +919891010273

To

The General Manager,
Department of Corporate Services
BSE Limited
P.J. Towers, Dalal Street
Mumbai – 400 001

Manager - Listing Compliance
National Stock Exchange of India Limited 'Exchange
Plaza'. C-1, Block G, Bandra Kurla Complex, Bandra
(E), Mumbai - 400 051

Sub: Details of Assets, Liabilities, Revenue, Net-Worth of the companies involved in the scheme

Ref: Application under Regulation 37 and 59A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR Regulations") for the proposed Scheme of Arrangement among Magnum Ventures Limited ("Demerged Company"), Magnum Paperz Limited ("Resulting Company") and their respective shareholders and creditors

Dear Sirs,

A. Detailed History of Magnum Ventures Limited (Demerged Company)

Magnum Ventures Limited [Corporate Identity Number (CIN): L21093DL1980PLC010492; Permanent Account Number (PAN): AAACM6054H] (hereinafter referred to as "the Demerged Company" or "the Company") was originally incorporated on 29th May, 1980, under the provisions of the Companies Act, 1956, as a private limited company in the name and style of "Magnum Papers Private Limited", pursuant to a Certificate of Incorporation issued by the Registrar of Companies, NCT of Delhi & Haryana, New Delhi.

Subsequently, the Company was converted into a public limited company, and its name was changed to "Magnum Papers Limited" pursuant to a Fresh Certificate of Incorporation dated 31st May, 1995, issued by the Registrar of Companies, NCT of Delhi & Haryana, New Delhi.

Thereafter, the name of the Company was further changed to its present name, "Magnum Ventures Limited", pursuant to a Fresh Certificate of Incorporation dated 15th November, 2006, issued by the Registrar of Companies, NCT of Delhi & Haryana, New Delhi.

The Registered Office of the Company was situated at Room No. 118, First Floor, MGM Commercial Complex, 4634/1, Plot No. 19, Ansari Road, Darya Ganj, New Delhi-110 002

The Demerged Company is in the process of shifting of its Registered Office from the NCT of Delhi to the State of Uttar Pradesh. On completion of the process of shifting of registered office of the Company, the proposed Scheme of Arrangement among Magnum Ventures Limited and Magnum Paperz Limited will be updated to give effect to the same, without any further approval or intimation to anyone in this regard.



B. Detailed History of Magnum Paperz Limited (Resulting Company)

Magnum Paperz Limited [Corporate Identity Number (CIN): U17013UP2025PLC233401; Permanent Account Number (PAN): AATCM9133G] (hereinafter referred to as “the Resulting Company” or “the Company”) was incorporated on 22nd September, 2025, under the provisions of the Companies Act, 2013, as a public limited company, pursuant to a Certificate of Incorporation issued by the Central Registration Centre, on behalf of the jurisdictional Registrar of Companies, Uttar Pradesh, Kanpur.

The Registered Office of the Company was situated 18/41, Industrial Area, Site-4, Sahibabad, Ghaziabad-201 010, Uttar Pradesh.

FINANCIAL DETAILS:

I. Demerged Company – Magnum Ventures Limited

(As per the latest financial statements for the period ended December 31, 2025)

(Amount ₹ in lakhs)

	Pre-Scheme	Post-Scheme
Equity Paid up Capital	6841.13	2052.33
Free Reserves and surplus		
Securities Premium	11267.77	0
Reserve for Pref. Share	491.89	0
Surplus	691.87	6041.61
OCI	103.48	19.87
Capital Reserve	2160.09	3420.58
Net Worth	21556.23	11534.40
Other Reserves (Other than the free reserves and surplus)	46831.15	31197.70
Non-Current Liabilities	43966.51	15240.65
Current Liabilities	8462.10	1544.43
Total Liabilities	52428.62	16785.07
Total Equity and Liabilities	120815.99	59517.17
Non-Current Assets	98884.28	46019.52
Current Assets	21931.71	8024.73
Total Assets	120815.99	54044.25
Income from Operations	33625.81	6962.77
Other Income	84.36	0.13
Total Income	33710.18	6962.90
Profit before tax	-1892.48	806.46
Profit after tax	-1669.86	806.46



II. Demerged Undertaking – Paper Division

(As per the latest financial statements for the period ended December 31, 2025)

(Amount ₹ in lakhs)

	Pre-Scheme
Non-Current Assets	52,864.77
Current Assets	13,906.98
Total Assets	66,771.74
Non-Current Liabilities	28,725.87
Current Liabilities	6,917.68
Total Liabilities	35643.53
Net Worth of the Demerger Undertaking	15494.75
Income from Operations	26,663.04
Other Income	84.23
Total Income	26,747.27
Profit before tax	(2,698.95)
Profit after tax	(2,476.33)

III. Resulting Company – Magnum Paperz Limited

(As per the latest financial statements for the period ended December 31, 2025)

(Amount ₹ in lakhs)

	Pre-Scheme	Post-Scheme
Equity Paid up Capital	1.00	1368.22
Free Reserves and surplus		
Securities Premium	0	11267.77
Reserve for Pref. Share	0	491.89
Surplus	0	-5349.74
OCI	0	83.61
Capital Reserve	0	2161.09
Net Worth	1.00	10022.84
Other Reserves (Other than the free reserves and surplus)	0	15633.45
Non-Current Liabilities	0	28726.86
Current Liabilities	0	6917.67
Total Liabilities	0	35643.53
Total Equity and Liabilities	1.00	61298.82
Non-Current Assets	0	52864.76
Current Assets	1.00	13906.97
Total Assets	1.00	66771.74
Income from Operations	0	26663.04
Other Income	0	84.23
Total Income	0	26747.27
Profit before tax	0	-2698.95
Profit after tax	0	-2476.33




IV. Comparison of revenue and net worth of demerged undertaking with the total revenue and net worth of the listed entity in last three financial years:

Financial Year	Revenue of Demerged Undertaking (₹ in lakhs)	Total Revenue of Demerged Company (₹ in lakhs)	% of Revenue of Demerged Undertaking to Total Revenue of Demerged Company	Net Worth of Demerged Undertaking (₹ in lakhs)	Total Net Worth of Demerged Company (₹ in lakhs)	% of Networth of Demerged Undertaking to Total Networth of Demerged Company
April'25 to Dec'25	26747.27	33,710.18	79.34%	15494.75	21556.23	71.88%
FY 2025	29657.46	39725.55	74.66%	15682.00	20936.61	74.90%
FY 2024	35707.52	46234.79	77.23%	10420.72	15374.84	67.77%
FY 2023	37684.54	46549.88	80.96%	3290.82	3711.88	88.66%

This Certificate is issued at the request of the Magnum Ventures Limited pursuant to the requirements of circulars issued under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for onward submission to the BSE Limited (BSE), National Stock Exchange India Limited and other statutory authorities. This Certificate should not be used for any other purpose without our prior written consent

Thanking you,

**For Kumar Harish & Co.
Chartered Accountants**




CA. Shantanu Bist
Partner
FRN-0018713C
MRN: 409983
UDIN: 26409983MKFTKH3733

Date: 12-05-2026
Place: Ghaziabad