

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

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: NSE Application no. 53938 (Case No.) and query dated 27th March, 2026

Dear Sir/ Madam,

This has reference to the captioned matter we wish to submit as below:

SN	Documents Required	Reply/ Remarks
1.	It has been observed that there has been negative growth rate in F.Y 24-25, Kindly clarify the reason for the same	The negative growth in FY 2024-25 was primarily attributable to subdued demand and softening realisations during the year. Additionally, the prices of paper products declined while raw material costs remained relatively stable, thereby impacting margins. Further, the Company undertook renovation and upgradation of paper machinery during the year, which

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Magnum Ventures Limited

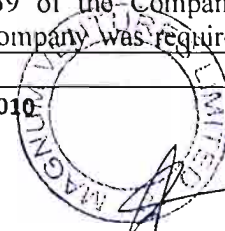
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		necessitated a temporary shutdown of the plant for a certain period, adversely affecting production and overall performance. However, the hotel segment continued to maintain operational stability during the year.
2.	It has been observed that in two or more consecutive financial auditors have given adverse qualifications and the post-some qualification auditor has resigned. Kindly provide the reason for the same	The reasons for the resignation/ change of last two consecutive statutory auditors are as follows: M/s Sahni Bansal & Associates: The key partners responsible for conducting the statutory audit, namely CA Pardeep Surrinder Sahni and CA Gaurav Ahuja, were unable to continue due to medical reasons. CA Pardeep Surrinder Sahni has been suffering from a severe frozen shoulder condition associated with diabetes, and CA Gaurav Ahuja has been undergoing treatment for kidney stones. Accordingly, they expressed their inability to carry out the audit assignment. M/s Aggarwal & Rampal: The firm completed two consecutive terms of five years each as statutory auditors of the Company. In accordance with Section 139 of the Companies Act, 2013, the Company was required to appoint a new



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		auditor upon completion of the permissible tenure.																		
3.	It has been observed that 22% of share has been pledged by the promoters, kindly provide is there any reason for the same	It is clarified that 8,324,255 equity shares held by Mr. Parv Jain have been pledged in favour of Catalyst Trusteeship Limited, acting in its capacity as Debenture Trustee, in accordance with the terms and conditions stipulated under the Debenture Trust Deed. The aforesaid pledged shares constitute approximately 22% of the total promoter shareholding and 12.17% of the Company's total paid-up equity share capital.																		
4.	Kindly provide No Objection Certificate (NOC) from the lending scheduled commercial banks/financial institutions/ debenture trustees, if any for both the companies. Please provide details of borrowings for the company in the tabular format for which the company is seeking Objection Certificate (NOC) from the lending scheduled commercial banks/financial institutions/ debenture trustee. (kindly provide current status). <table><tr><th>S. No.</th><th>Lender</th><th>Type of borrowing</th><th>Amount</th><th>% of total outstanding</th><th>NOC status</th></tr><tr><td></td><td></td><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td><td></td><td></td></tr></table>	S. No.	Lender	Type of borrowing	Amount	% of total outstanding	NOC status													It is under process and we will provide the same at the earliest.
S. No.	Lender	Type of borrowing	Amount	% of total outstanding	NOC status															
5.	Kindly confirm whether there are any suit filed cases reported by credit bureau, any show cause notice(s)/ order(s) issued by any regulatory authority/ any disciplinary action/ litigation/ any pending loans/ defaults in respect of payment of interest and/or principal to lenders involving abhay jain, pradeep jain, shiv pravesch chaturvedi, jyoti, aanchal jain, jyoti bansal, parveen jain, shrenik	Enclosed																		

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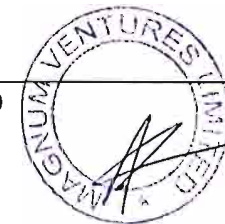
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	jain, ritesh jain, magnum ventures limited, parmod kumar jain which are pending as on date.	
6.	With respect to the valuation report submitted by the company, kindly provide the working and rationale for each of the derivation of considerations swap ratio involved for each class of stakeholders	Enclosed
7.	Following undertakings are to be provided by the company a) The Company undertakes to ensure that at the time of effectiveness of the scheme, the Company shall comply with Regulation 68(2) of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 which states that "the issuer shall not withdraw its rights Continuation Sheet issue after announcement of record date. However, if the issuer withdraws the right issue after announcing the record date, it shall not be eligible to make an application for listing of any of its specified securities on any stock exchange for a period of twelve months from the record date announced under sub-regulation. b) Undertaking w.r.t applicability of E-voting provided by the company regarding the E-voting from the public shareholders, as required under Para (A)(10)(b) of Part I of SEBI Master Circular.	This is to confirm and certify that there is no rights issue, pending or proposed in the Company and accordingly, to the best of our knowledge and assumption there is no applicability of 68(2) of the SEBI (ICDR) Regulations, 2018. Accordingly, this undertaking is not applicable in our case. Enclosed
8.	Kindy confirm if there is any fund raising such as preferential, QIP etc., under process if any. Also, provide clause reference mentioned in Draft Scheme w.r.t such fund raising.	We hereby confirm that, there is no fund raising, including but not limited to preferential allotment, Qualified Institutional Placement (QIP), rights issue, or any other method of capital raising, currently under process.



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Enclosed

9. On internal check, we have observed that similar names as that of directors/promoters/promoter group of the issuer are appearing in the below regulatory actions. Kindly confirm whether below named persons are related to the issuer. If so, kindly provide the status of the below mentioned respective regulatory actions:

Name	Entity	Competent authority	Regulatory charges	Regulatory action(s)/ date of order
Abhay jain	Magnum ventures ltd.	Sebi	Indulged in misrepresentation of financials and/or business and misuse of funds/books of accounts of magnum ventures ltd.violating regulations 4(1), 4(2)(e), 4(2)(f)(ii)(7), 4(2)(f)(ii)(8), 4(2)(f)(iii)(3), 33(1)(a), 33(1)(c), 33(3)(c)(ii), 33(3)(d), 33(3)(i), 34(2)(a), 34(3) and 48 of sebi (lodr) regulations, 2015 read with section 27(2) of sebi act, 1992 in matter of magnum ventures ltd. Indulged in misrepresentation of financials and/or business and misuse of	Debarred / restrained from associating with / accessing capital market / intermediaries from 31-may-2023 to 30-may-2024 debarred/restrained from buying/selling/dealing/ipos in securities/specified scrips directly/indirectly from 31-may-2023 to 30-may-2024 imposed penalty rs. 6,00,000 31-may-2023



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				funds/books of accounts of magnum ventures ltd. Violating section 12a(a) to 12a(c) of sebi act, 1992 read with regulations 3(b) to 3(d), 4(1), 4(2)(e), 4(2)(f), 4(2)(k) and 4(2)(r) of sebi (pfutp) regulations, 2003 in matter of magnum ventures ltd.	
	Pradeep jain	Pradeep jain,m/s (authorised person of arcadia share & stock brokers pvt.ltd. , member : nse)	NSE	No longer affiliated as authorised person	Cancelled registration as authorised person 02-jul-2021
	Shiv pravesh chaturvedi	Magnum ventures ltd.	SEBI	Indulged in misrepresentation of financials and/or business and misuse of funds/books of accounts of magnum ventures ltd.violating regulations	Debarred / restrained from associating with / accessing capital market / intermediaries from 31-may-2023 to 30-may-2024 debarred/restrained from buying/selling/dealing/ipos

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			4(1), 4(2)(e), 4(2)(f)(ii)(7), 4(2)(f)(ii)(8), 4(2)(f)(iii)(3), 33(1)(a), 33(1)(c), 33(3)(c)(ii), 33(3)(d), 33(3)(i), 34(2)(a), 34(3) and 48 of sebi (lodr) regulations, 2015 read with section 27(2) of sebi act, 1992 in matter of magnum	in securities/specified scrips directly/indirectly from 31-may-2023 to 30-may-2024 imposed penalty rs.6,00,000 31-may-2023
Aanchal jain		SEBI	Did not make disclosure of shareholding/changes in shareholding to company and stock exchanges as required under regulations 13(1),13(3),13(4),13(4a) and 13(5) of sebi (prohibition of insider trading) regulations, 1992 in matter of fitem industries ltd. Did not make disclosure of shareholding/changes in shareholding to company and stock exchanges as required under regulations 29(1), 29(2) & 29(3) of sast regulations, 2011 in matter of fitem industries	Imposed penalty rs.1,00,000 03-feb-2015

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				ltd.	
Parveen kumar jain	Magnum ventures ltd.	SEBI	Indulged in misrepresentation of financials and/or business and misuse of funds/books of accounts of magnum ventures ltd. violating regulations 4(1), 4(2)(e), 4(2)(f)(ii)(7), 4(2)(f)(ii)(8), 4(2)(f)(iii)(3), 18(3) read with clauses a(1), a(4) & a(5) under part c of schedule ii, 33(1)(a), 33(1)(c), 33(3)(c)(ii), 33(3)(d), 33(3)(i), 34(2)(a), 34(3) and 48 of sebi (lodr) regulations, 2015 read with section 27(2) of sebi act, 1992 in matter of magnum ventures ltd. Indulged in misrepresentation of financials and/or business and misuse of funds/books of accounts of magnum ventures ltd. Violating section 12a(a) to 12a(c) of sebi act, 1992 read with	Debarred / restrained from associating with / accessing capital market / intermediaries from 31-may-2023 to 30-may-2024 debarred/restrained from buying/selling/dealing/ipos in securities/specified scrips directly/indirectly from 31-may-2023 to 30-may-2024 imposed penalty rs.6,00,000 31-may-2023	

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				regulations 3(b) to 3(d), 4(1), 4(2)(e), 4(2)(f), 4(2)(k) and 4(2)(r) of sebi (pfutp) regulations, 2003 in matter of magnum ventures ltd	
Magnum ventures ltd.	Abhay jain Neha gupta Pardeep kumar jain Parmod kumar jain Parv jain Parveen kumar jain Rakesh garg Shiv pravesh chaturvedi Subash	SEBI	Indulged in misrepresentation of financials and/or business and misuse of funds/books of accounts of magnum ventures ltd.violating regulations 4(1), 4(2)(e), 33(1)(a), 33(1)(c), 33(3)(c)(ii), 33(3)(d), 33(3)(i), 34(2), 34(3) and 48 of sebi (lodr) regulations, 2015 indulged in misrepresentation of financials and/or business and misuse of funds/books of accounts of magnum ventures ltd. Violating section 12a(a) to 12a(c) of sebi act, 1992 read with regulations 3(b) to 3(d), 4(1), 4(2)(e), 4(2)(f), 4(2)(k) and 4(2)(r) of	Debarred / restrained from associating with / accessing capital market / intermediaries from 31-may-2023 to 30-may-2024 debarred/restrained from buying/selling/dealing/ipos in securities/specified scrips directly/indirectly from 31-may-2023 to 30-may-2024 directed to file statements on impact of audit qualifications in prescribed format to stock exchanges within two weeks from date of order imposed penalty rs.12,00,000 31-may-2023 Sat: sat vide its order dated 13/07/2023 directed respondent to file reply within three weeks and rejoinder to be filed three weeks thereafter. In the	

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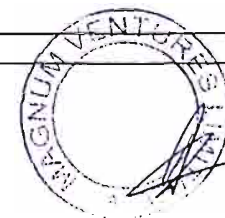
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	oswal		sebi (pfutp) regulations, 2003 in matter of magnum ventures ltd.	meanwhile, stayed the order of restrained from accessing securities market sat: sat vide its order dated 22/09/2023 allowed appellants three weeks to file rejoinder sat: sat vide its order dated 01/11/2023 allowed appellant three weeks to file rejoinder sat: sat vide its order dated 14/12/2023 granted appellants three weeks to file rejoinder	
Magnum ventures ltd.		NSE	Delay in submission of corporate governance report for the quarter ended 31-mar-2019	Imposed fine rs.5,000 31-mar-2019	
Parmod jain	Shiva paper mills ltd	BSE	Violated sebi (delisting of equity shares) regulations 2009	Compulsory delisting restrained from accessing securities market from 23-aug-2017 to 22-aug-2027 21-aug-2017 Direction to restrain from accessing the securities market revoked on the basis of clarification received from sebi vide its email dated 19/07/2018	
Parmod	Magnum	SEBI	Indulged in	Debarred / restrained from	

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kumar jain	ventures ltd.	misrepresentation of financials and/or business and misuse of funds/books of accounts of magnum ventures ltd. violating regulations 4(1), 4(2)(e), 4(2)(f)(ii)(7), 4(2)(f)(ii)(8), 4(2)(f)(iii)(3), 33(1)(a), 33(1)(c), 33(3)(c)(ii), 33(3)(d), 33(3)(i), 34(2)(a), 34(3) and 48 of sebi (lodr) regulations, 2015 read with section 27(2) of sebi act, 1992 in matter of magnum ventures ltd. Indulged in misrepresentation of financials and/or business and misuse of funds/books of accounts of magnum ventures ltd. Violating section 12a(a) to 12a(c) of sebi act, 1992 read with regulations 3(b) to 3(d), 4(1), 4(2)(e), 4(2)(f), 4(2)(k) and 4(2)(r) of sebi (pfutp) regulations, 2003 in matter of magnum ventures ltd.	associating with / accessing capital market / intermediaries from 31- may-2023 to 30-may-2024 debarred/restrained from buying/selling/dealing/ipos in securities/specified scrips directly/indirectly from 31-may-2023 to 30- may-2024 imposed penalty rs.6,00,000 31-may-2023 Sat: sat vide its order dated 14/12/2023 granted appellants three weeks to file rejoinder
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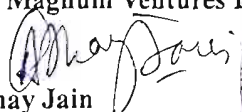
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Thanking You,
For Magnum Ventures Limited


Abhay Jain
Managing Director
DIN: 01876385



Date: 30th March 2026
Place: Ghaziabad

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To,
Manager - Listing Compliance
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'Exchange Plaza'. C-1, Block G, Bandra Kurla
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Sub: Details of suit filed, cases reported, by credit bureau, any show cause notice(s)/ order(s) issued by any regulatory authority/ any disciplinary action/ litigation/ any pending loans/ defaults in respect of payment of interest and/or principal to lenders which are pending as on date

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 Sir/ Madam,

This has reference to the captioned matter; there is no suit filed, cases reported, by credit bureau, any show cause notice(s)/ order(s) issued by any regulatory authority/ any disciplinary action/ litigation/ any pending loans/ defaults in respect of payment of interest and/or principal to lenders, which are pending as on date, except as below:

SN	Authority	Particulars	Entities and Individuals involved
1.	SEBI	Vide Order No. QJA/SP/CFID/FID-SEC4/26875/2023-24 dated May 31, 2023, the Executive Director of SEBI imposed a penalty of ₹12,00,000 on Magnum Ventures Limited, and a collective penalty of ₹54,00,000 on its Directors and Key Managerial Personnel. The Order also restrained the Company and the concerned individuals from accessing the securities market or dealing in securities for a period	Magnum Ventures Limited; Abhay Jain; Neha Gupta; Pardeep Kumar



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		of one year. The Company subsequently filed an appeal before the Securities Appellate Tribunal (SAT), Mumbai, which vide order dated July 13, 2023 directed deposit of the penalty amount while granting a stay on the market access restriction. The Company and all Noticees complied with the direction and deposited the penalties. The matter was last listed before SAT on February 18, 2026 and was adjourned to April 24, 2026 for further proceedings.	Jain; Parmod Kumar Jain; Parv Jain; Parveen Jain; Rakesh Garg; Shiv Pravesh Chaturvedi; Subash Oswal
2.	Joint Commissioner, SGST Corporate Circle-I, Ghaziabad Zone-I	An Order under Section 73 of the SGST Act dated December 10, 2025 has been issued by the Joint Commissioner, SGST, Corporate Circle-I, Ghaziabad Zone-I, alleging that the Company availed Input Tax Credit (ITC) as reflected in GSTR-2A auto-populated on the GST portal in respect of purchases from a supplier who filed GSTR-1 but did not file the corresponding GSTR-3B return. Pursuant to the said allegation, a demand aggregating to ₹1,42,91,497 has been raised against the Company. The Company has filed an appeal against the said order and the matter is currently pending before the Commissioner (Appeals).	Magnum Ventures Limited
3.	Deputy Commissioner of Income Tax, Central Circle – 15 New Delhi	Orders dated March 19, 2025 and March 28, 2025 were passed by the Deputy Commissioner of Income Tax, Central Circle-15, New Delhi under Section 147 read with Section 143(3) of the Income Tax Act, 1961 for Assessment Years 2018-19, 2019-20, 2020-21, 2021-22, 2022-23 and 2023-24, wherein certain expenditures were treated as unexplained under Section 69C of the Act. Pursuant to the said orders, Notices of Demand under Section 156 of the Income Tax Act, 1961 were issued amounting to ₹1,83,38,293 for AY 2018-19, ₹7,25,54,526 for AY 2019-20, ₹6,75,01,818 for AY 2020-21, ₹4,06,61,441 for AY 2021-22, ₹1,71,11,152 for AY 2022-23 and ₹3,40,21,325 for AY 2023-24. The Company has filed appeals against the said orders and the matters are currently pending before the Commissioner of Income Tax (Appeals).	Magnum Ventures Limited

Thanking You,
For Magnum Ventures Limited

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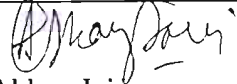
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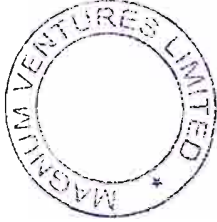
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Abhay Jain
Managing Director
DIN: 01876385



Date: 30th March 2026

Place: Ghaziabad

To,

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Sub: Undertaking

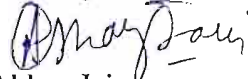
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Dear Sir/ Madam,

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


Abhay Jain
Managing Director
DIN: 01876385



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To,

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Sub: Working and rationale for each of the derivation of considerations swap ratio involved for each class of stakeholders

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,

This has reference to the captioned matter; we hereby confirm in connection with the proposed Scheme of Arrangement among Magnum Ventures Limited ("Demerged Company"), Magnum Paperz Limited the Working and rationale for each of the derivation of considerations swap ratio involved for each class of stakeholders:

I. Valuation Methodologies for the Proposed Demerger:

- a. Pursuant to the proposed Scheme of Arrangement, the Resulting Company shall, inter alia, issue and allot new equity shares to the equity shareholders of the Demerged Company as consideration for the transfer and vesting of the Demerged Undertaking on a going concern basis.
- b. The Scheme envisages that, upon the Scheme becoming effective, the equity shareholding pattern of the Resulting Company shall mirror the equity shareholding pattern of the Demerged Company, such that the same set of equity shareholders shall hold equity shares in both the Demerged Company and the Resulting Company in identical proportion.



Magnum Ventures Limited

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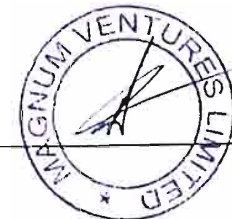
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- c. The Resulting Company is presently a wholly owned subsidiary of the Demerged Company. In order to achieve the aforesaid mirror shareholding structure, the entire issued, subscribed and paid-up equity share capital of the Resulting Company, as existing immediately prior to the Effective Date, shall, pursuant to the Scheme and without any further act, instrument or deed, stand cancelled and extinguished without any consideration, whether in cash or otherwise.
- d. It is clarified that such cancellation constitutes an integral restructuring mechanism under the Scheme and does not result in any transfer of economic value to or from the shareholders of the Resulting Company.
- e. Upon implementation of the Scheme, the Demerged Company and the Resulting Company shall have an identical set of equity shareholders holding shares in the same proportion. Accordingly, there is no alteration in the relative economic interest of the shareholders as a group. In view thereof, a conventional valuation exercise for determining a share exchange ratio based on relative enterprise or equity values is not warranted.
- f. The share exchange ratio has therefore been determined primarily to give effect to the mirror shareholding structure contemplated under the Scheme, after considering factors such as the relative size and composition of the Demerged Undertaking, the proposed capital structure of the Resulting Company, the post-demerger capital structure of the Demerged Company, and the overall commercial intent and rationale underlying the Scheme.
- g. Based on discussions with the management of the Companies and an evaluation of the proposed structure, the following **equity share exchange ratio is recommended**:
 - 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.

Treatment of Compulsorily Redeemable Preference Shares (CRPS):

- h. The Demerged Company has issued compulsorily redeemable preference shares ("CRPS"), a substantial portion of which forms part of the Demerged Undertaking proposed to be transferred to the Resulting Company pursuant to the Scheme.



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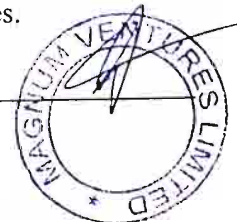
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- i. Considering the nature of the CRPS, their economic linkage to the Demerged Undertaking, and the structural framework of the Scheme, a corresponding exchange mechanism for CRPS is considered appropriate to maintain economic alignment and consistency, as set out below:
- (i) 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 the 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.
 - (ii) Simultaneously, for every ten (10) compulsorily redeemable preference shares of face value of INR 100 each held in the Demerged Company, the preference shareholders shall thereafter hold one (1) compulsorily redeemable preference share of face value of INR 100 each, credited as fully paid-up, and the balance nine (9) compulsorily redeemable preference shares of face value of INR 100 each shall stand cancelled and extinguished in the books of the Demerged Company pursuant to the capital reduction envisaged under the Scheme.
- j. Accordingly, based on discussions with the management and a review of the capital structure, **the following exchange ratio for CRPS is recommended for demerger:**
- 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.
- k. Having regard to the following: (1) the terms and conditions of the CRPS to be issued by the Resulting Company and the CRPS retained in the Demerged Company (post capital reduction) shall remain identical (2) the aggregate nominal and economic value of the CRPS held collectively in the Demerged Company and the Resulting Company, post implementation of the Scheme, shall be equivalent to the aggregate pre-Scheme value of CRPS in the Demerged Company; and (3) the demerger is structured on a mirror equity shareholding basis; it is my considered opinion that the aforesaid issuance of CRPS by the Resulting Company and the corresponding reduction of CRPS in the Demerged Company do not impact the overall valuation of the equity shares.



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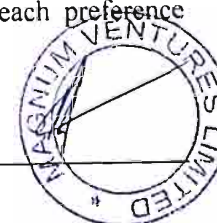
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- I. In view of the mirror shareholding structure and the absence of any change in relative economic ownership, the determination of the share entitlement ratio under the Scheme does not necessitate an independent valuation under the Market Approach, Income Approach, or Cost (Asset) Approach, as ordinarily applied for determining relative enterprise or equity values.
- II. **Valuation Methodologies for the Proposed Reduction of Capital:**
 - a. Upon the Scheme becoming effective and subsequent to the issue and allotment of new equity shares by the Resulting Company to the shareholders of the Demerged Company pursuant to the demerger component of the Scheme, the management of the Companies has proposed that the Demerged Company shall reduce its issued, subscribed and paid-up equity and preference share capital for the purpose of giving effect to the Demerger and appropriately reflecting the same in its books of account.
 - b. The proposed reduction of capital constitutes an integral and inseverable part of the Scheme and is intended to align the capital structure of the Demerged Company with the scale, net worth, and financial position of the Remaining Business following the demerger.
 - c. In this regard, I have held detailed discussions with the management of the Companies and have considered, inter alia, the proposed share exchange ratios under the demerger; the financial position and net asset allocation between the Demerged Undertaking and the Remaining Business; and the envisaged post-Scheme capital structure of the Demerged Company.
 - d. Based on the foregoing considerations, I recommend the following reduction of the share capital of the Demerged Company, to be effected on a proportionate basis across all shareholders:
 - (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 basis. Accordingly, seven (7) equity shares of face value of INR 10 each out of every ten (10) equity shares of face value of 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 also be reduced by ninety per cent (90%) on a proportionate basis. Accordingly, nine (9) compulsorily redeemable preference shares of face value of INR 100 each out of every ten (10) compulsorily redeemable preference shares of face value of INR 100 each held by each preference shareholder of the Demerged Company as on the Record Date, shall stand cancelled and extinguished.
 - a. Consequently, upon the Scheme becoming effective and without any further act, instrument or deed:



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- (i) For every ten (10) equity shares of face value of 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 of INR 10 each, credited as fully paid-up, and the balance seven (7) equity shares of face value of INR 10 each shall stand cancelled and extinguished.
 - (ii) For every ten (10) compulsorily redeemable preference shares of face value of 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 of INR 100 each, credited as fully paid-up, and the balance nine (9) compulsorily redeemable preference shares of face value of INR 100 each shall stand cancelled and extinguished.
- b. Considering that (1) the reduction of share capital is effected on a strictly proportionate basis across all equity and preference shareholders; and (2) all pre-Scheme equity and preference shareholders of the Demerged Company shall continue to hold shares in the Demerged Company, post-Scheme, in the same relative proportion as prior to the capital reduction, there is no alteration in the inter se rights or relative economic interest of the shareholders as a class.

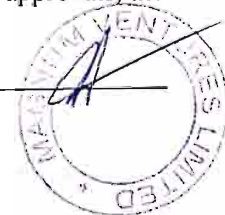
Accordingly, a separate valuation exercise under the Market Approach, Income Approach, or Cost (Asset) Approach is not required for the purpose of the proposed capital reduction, as the reduction does not involve any distribution of value or variation in ownership percentages but merely a proportionate restructuring of the capital base.

III. Treatment of Non-Convertible Debentures (NCDs)

The Non-Convertible Debentures ("NCDs") forming part of the Demerged Undertaking shall, pursuant to the Scheme, stand transferred to and vest in the Resulting Company on a going concern basis and on identical terms and conditions as applicable immediately prior to the Effective Date. Such terms shall include, without limitation, the coupon rate, tenure, redemption price, outstanding quantum, ranking, security structure, and all attendant rights and obligations.

As represented under the Proposed Scheme, there shall be no modification, variation, or alteration in the contractual terms and conditions governing the NCDs as a consequence of the demerger.

It is further represented that the Resulting Company shall undertake all necessary actions to obtain requisite approvals for listing and trading of the NCDs on the stock exchange(s) on which such NCDs are listed as on the Effective Date. Upon receipt of such approvals, the NCDs shall continue to remain listed and freely tradable, thereby preserving liquidity and exit avenues for the NCD holders.



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IV. Share Exchange Ratio

On the basis of the foregoing analysis, discussions with the management of the Companies, and having regard to the structure and intent of the Scheme of Arrangement ("Scheme"), I recommend the following share exchange ratios:

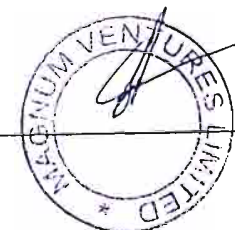
- I. Demerger of Paper Business of **Magnum Ventures Limited** (Demerged Company) into **Magnum Paperz Limited** (Resulting Company):

A. Exchange Ratio for Equity Shareholders:

Valuation Approach	Magnum Ventures Limited		Magnum Paperz Limited	
	Value Per Share	Weight	Value Per Share	Weight
Asset Approach	N.A.	N.A.	N.A.	N.A.
Income Approach	N.A.	N.A.	N.A.	N.A.
Market Approach	N.A.	N.A.	N.A.	N.A.
Relative Value per shares	N.A.		N.A.	
Exchange Ratio (Rounded-off)	10		2	

Note (I) (A): Upon implementation of the Scheme, the Demerged Company and the Resulting Company shall have an identical set of equity shareholders holding equity shares in the same proportion (mirror shareholding structure). Accordingly, there is no change in the relative economic interest of the shareholders as a group, no determination of relative enterprise or equity value is required, a conventional valuation exercise for arriving at a share exchange ratio under the Asset Approach, Income Approach, or Market Approach is not warranted.

The exchange ratio has therefore been structured to give effect to the mirror shareholding mechanism contemplated under the Scheme.



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Accordingly, based on discussions held with the management of the Companies and in order to operationalise the Scheme, the following equity share exchange ratio is recommended:

“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.”

B. Exchange Ratio for Compulsorily Redeemable Preference Shareholders (CRPS):

Valuation Approach	Magnum Ventures Limited		Magnum Paperz Limited	
	Value Per Share	Weight	Value Per Share	Weight
Asset Approach	N.A.	N.A.	N.A.	N.A.
Income Approach	N.A.	N.A.	N.A.	N.A.
Market Approach	N.A.	N.A.	N.A.	N.A.
Relative Value per shares	N.A.		N.A.	
Exchange Ratio (Rounded-off)	10		9	

Note (I) (B): Considering that (1) the CRPS are being issued by the Resulting Company on a strictly proportionate basis and on identical terms and conditions as existing prior to the Scheme (2) the aggregate nominal and economic value of CRPS held collectively in the Demerged Company and the Resulting Company post-Scheme shall be equal to the aggregate pre-Scheme value of CRPS in the Demerged Company, and (3) the demerger is structured on a mirror ownership basis, there is no alteration in the relative economic interest of the CRPS holders.

Accordingly, a separate valuation under the Asset Approach, Income Approach, or Market Approach is not required for the purpose of issuance of CRPS pursuant to the Scheme.



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Based on discussions with the management and a review of the capital structure, the following exchange ratio for CRPS is recommended as part of the Scheme:

“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 Shareholder 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.”

II. Reduction of Capital in the Demerged Company:

A. Exchange Ratio for Equity Shareholders:

Valuation Approach	Magnum Ventures Limited		Magnum Paperz Limited	
	Value Per Share	Weight	Value Per Share	Weight
Asset Approach	N.A.	N.A.	N.A.	N.A.
Income Approach	N.A.	N.A.	N.A.	N.A.
Market Approach	N.A.	N.A.	N.A.	N.A.
Relative Value per shares	N.A.		N.A.	
Exchange Ratio (Rounded-off)	0.30 (i.e., 3/10 or 3:10)		N.A.	



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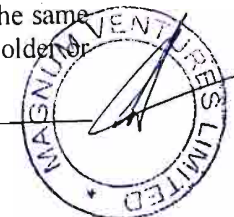
B. Exchange Ratio for Compulsorily Redeemable Preference Shareholders (CRPS):

Valuation Approach	Magnum Ventures Limited		Magnum Paperz Limited	
	Value Per Share	Weight	Value Per Share	Weight
Asset Approach	N.A.	N.A.	N.A.	N.A.
Income Approach	N.A.	N.A.	N.A.	N.A.
Market Approach	N.A.	N.A.	N.A.	N.A.
Relative Value per shares	N.A.		N.A.	
Exchange Ratio (Rounded-off)	0.10 (i.e., 1/10 or 1:10)		N.A.	

Note (II)(A) and II(B): As a consequence of the aforesaid reduction, upon the Scheme becoming effective and without any further act, instrument or deed:

- For every ten (10) equity shares of face value of 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 of INR 10 each, credited as fully paid-up, and the balance seven (7) equity shares of face value of INR 10 each shall stand cancelled and extinguished.
- For every ten (10) compulsorily redeemable preference shares of face value of 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 of INR 100 each, credited as fully paid-up, and the balance nine (9) compulsorily redeemable preference shares of face value of INR 100 each shall stand cancelled and extinguished.

The reduction of capital (1) is affected strictly on a proportionate basis across all shareholders; (2) does not result in any change in the inter se shareholding percentages of the equity or preference shareholders; and, (3) forms part of a composite Scheme under which the Demerged Company and the Resulting Company shall have an identical set of shareholders holding shares in the same proportion (mirror ownership structure). Accordingly, there is no alteration in the relative economic interest of any shareholder.



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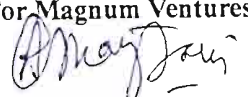
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class of shareholders. Therefore, a separate valuation exercise under the Asset Approach, Income Approach, or Market Approach is not required for the purpose of the aforesaid capital reduction.

Fractional Entitlement: The treatment of fractional entitlements, if any, arising pursuant to the aforesaid exchange ratios under the demerger and the reduction of capital, shall be carried out in accordance with the applicable provisions of the SEBI Master Circular on Schemes of Arrangement by Listed Entities dated 20th June 2023, as amended from time to time, and such other applicable laws and regulatory requirements.

Thanking You,
For Magnum Ventures Limited


Abhay Jain
Managing Director
DIN: 01876385



Date: 30th March 2026

Place: Ghaziabad

Magnum Ventures Limited

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

Sub: Status of the regulatory actions

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,

This has reference to the captioned matter; we hereby clarify and confirm in connection with the proposed Schemes of Arrangement among Magnum Ventures Limited ("Demerged Company"), Magnum Paperz Limited the status of the below mentioned respective regulatory actions:

Name	Entity	Competent authority	Regulatory charges	Regulatory action(s)/ date of order	Clarification/Status
Abhay jain	Magnum ventures ltd.	SEBI	Indulged in misrepresentation of financials and/or business and misuse of funds/books of accounts of magnum ventures ltd.violating regulations 4(1), 4(2)(e), 4(2)(f)(ii)(7), 4(2)(f)(ii)(8), 4(2)(f)(iii)(3), 33(1)(a), 33(1)(c), 33(3)(c)(ii), 33(3)(d), 33(3)(i), 34(2)(a), 34(3) and 48 of	Debarred / restrained from associating with / accessing capital market / intermediaries from 31-may-2023 to 30-may-2024 debarred/restrained from buying/selling/dealing/ipos in securities/specified scrips directly/indirectly from 31-may-2023 to 30-may-2024	Pursuant to the aforesaid order, the penalty amount of ₹6,00,000 has been duly deposited, which remains subject to the outcome of the appeal. Further, the restraint imposed on accessing the securities market was stayed by the Securities Appellate Tribunal vide its order dated July 13, 2023.

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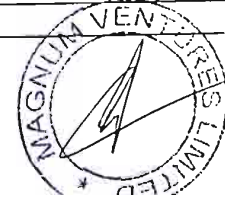
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			sebi (lodr) regulations, 2015 read with section 27(2) of sebi act, 1992 in matter of magnum ventures ltd. Indulged in misrepresentation of financials and/or business and misuse of funds/books of accounts of magnum ventures ltd. Violating section 12a(a) to 12a(c) of sebi act, 1992 read with regulations 3(b) to 3(d), 4(1), 4(2)(e), 4(2)(f), 4(2)(k) and 4(2)(r) of sebi (pfutp) regulations, 2003 in matter of magnum ventures ltd.	imposed penalty rs. 6,00,000 31-may-2023	Copy of the relevant order dated July 13, 2023 is enclosed herewith. The matter is currently sub judice, and was last listed before the Hon'ble Securities Appellate Tribunal on April 24, 2026 for further proceedings. Copy of the last SAT order is enclosed herewith.
Pradeep jain	Pradeep jain,m/s (authorised person of arcadia share & stock brokers pvt.ltd. , member : nse)	NSE	No longer affiliated as authorised person	Cancelled registration as authorised person 02-jul-2021	This case is not related to our company or our director/ promoter. The resemblance of name in this case is mere a co-incidence.
Shiv pravesh chaturvedi	Magnum ventures ltd.	SEBI	Indulged in misrepresentation of financials and/or business and misuse of funds/books of accounts of magnum ventures	Debarred / restrained from associating with / accessing capital market / intermediaries from 31-	Pursuant to the aforesaid order, the penalty amount of ₹6,00,000 has been duly deposited, which remains subject to the outcome of the appeal.

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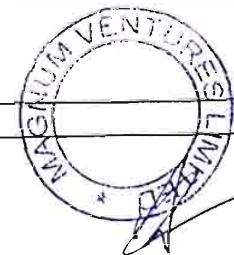
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			ltd.violating regulations 4(1), 4(2)(e), 4(2)(f)(ii)(7), 4(2)(f)(ii)(8), 4(2)(f)(iii)(3), 33(1)(a), 33(1)(c), 33(3)(c)(ii), 33(3)(d), 33(3)(i), 34(2)(a), 34(3) and 48 of sebi (lodr) regulations, 2015 read with section 27(2) of sebi act, 1992 in matter of magnum	may-2023 to 30-may-2024 debarred/restrained from buying/selling/dealing/ipos in securities/specified scrips directly/indirectly from 31-may-2023 to 30-may-2024 imposed penalty rs.6,00,000 31-may-2023	Further, the restraint imposed on accessing the securities market was stayed by the Securities Appellate Tribunal vide its order dated July 13, 2023. Copy of the relevant order dated July 13, 2023 is enclosed herewith. The matter is currently sub judice, and was last listed before the Hon'ble Securities Appellate Tribunal on April 24, 2026 for further proceedings. Copy of the last SAT order is enclosed herewith.
Aanchal jain		SEBI	Did not make disclosure of shareholding/changes in shareholding to company and stock exchanges as required under regulations 13(1),13(3),13(4),13(4a) and 13(5) of sebi (prohibition of insider trading) regulations, 1992 in matter of fiem industries ltd. Did not make disclosure of shareholding/changes in shareholding to company and stock	Imposed penalty rs.1,00,000 03-feb-2015	This case is not related to our company or our director/ promoter. The resemblance of name in this case is mere a co-incidence.

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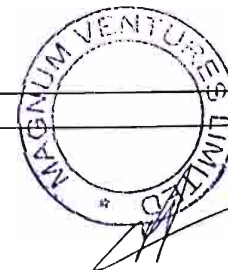
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			exchanges as required under regulations 29(1), 29(2) & 29(3) of sast regulations, 2011 in matter of flem industries ltd.		
Parveen kumar jain	Magnum ventures ltd.	SEBI	Indulged in misrepresentation of financials and/or business and misuse of funds/books of accounts of magnum ventures ltd. violating regulations 4(1), 4(2)(e), 4(2)(f)(ii)(7), 4(2)(f)(ii)(8), 4(2)(f)(iii)(3), 18(3) read with clauses a(1), a(4) & a(5) under part c of schedule ii, 33(1)(a), 33(1)(c), 33(3)(c)(ii), 33(3)(d), 33(3)(i), 34(2)(a), 34(3) and 48 of sebi (lodr) regulations, 2015 read with section 27(2) of sebi act, 1992 in matter of magnum ventures ltd. Indulged in misrepresentation of financials and/or business and misuse of funds/books of accounts of magnum ventures ltd. Violating section 12a(a) to 12a(c) of sebi act, 1992 read with regulations 3(b) to 3(d), 4(1), 4(2)(e), 4(2)(f), 4(2)(k) and 4(2)(r) of sebi (pfutp) regulations, 2003 in matter of magnum ventures ltd	Debarred / restrained from associating with / accessing capital market / intermediaries from 31-may-2023 to 30-may-2024 debarred/restrained from buying/selling/dealing/ipos in securities/specified scrips directly/indirectly from 31-may-2023 to 30-may-2024 imposed penalty rs.6,00,000 31-may-2023	Pursuant to the aforesaid order, the penalty amount of ₹6,00,000 has been duly deposited, which remains subject to the outcome of the appeal. Further, the restraint imposed on accessing the securities market was stayed by the Securities Appellate Tribunal vide its order dated July 13, 2023. Copy of the relevant order dated July 13, 2023 is enclosed herewith. The matter is currently sub judice, and was last listed before the Hon'ble Securities Appellate Tribunal on April 24, 2026 for further proceedings. Copy of the last SAT order is enclosed herewith.

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

Ph: 0120-4199200



Magnum Ventures Limited

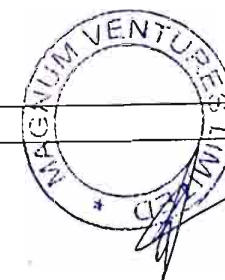
CIN: L21093DL1980PLC010492

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

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Magnum ventures ltd.	Abhay jain	SEBI	Indulged in misrepresentation of financials and/or business and misuse of funds/books of accounts of magnum ventures ltd.violating regulations 4(1), 4(2)(e), 33(1)(a), 33(1)(c), 33(3)(c)(ii), 33(3)(d), 33(3)(i), 34(2), 34(3) and 48 of sebi (lodr) regulations, 2015 indulged in misrepresentation of financials and/or business and misuse of funds/books of accounts of magnum ventures ltd. Violating section 12a(a) to 12a(c) of sebi act, 1992 read with regulations 3(b) to 3(d), 4(1), 4(2)(e), 4(2)(f), 4(2)(k) and 4(2)(r) of sebi (pfutp) regulations, 2003 in matter of magnum ventures ltd.	Debarred / restrained from associating with / accessing capital market / intermediaries from 31-may-2023 to 30-may-2024 debarred/restrained from buying/selling/dealing/ipos in securities/specified scrips directly/indirectly from 31-may-2023 to 30-may-2024 directed to file statements on impact of audit qualifications in prescribed format to stock exchanges within two weeks from date of order imposed penalty rs.12,00,000 31-may-2023 Sat: sat vide its order dated 13/07/2023 directed respondent to file reply within three weeks and rejoinder to be filed three weeks thereafter. In the meanwhile, stayed the order of restrained from accessing securities market sat: sat vide its order dated 22/09/2023 allowed appellants three weeks to file rejoinder sat: sat vide its order dated 01/11/2023 allowed	Pursuant to the aforesaid order, the penalty amount of ₹12,00,000 has been duly deposited, which remains subject to the outcome of the appeal. Further, the restraint imposed on accessing the securities market was stayed by the Securities Appellate Tribunal vide its order dated July 13, 2023. Copy of the relevant order dated July 13, 2023 is enclosed herewith. The statements on impact of audit qualifications were filed on 14 June 2023. The rejoinder was filed on 19 November 2025. The matter is currently sub judice, and was last listed before the Hon'ble Securities Appellate Tribunal on April 24, 2026 for further proceedings. Copy of the last SAT order is enclosed herewith.
	Neha gupta				
	Pardeep kumar jain				
	Parmod kumar jain				
	Parv jain				
	Parveen kumar jain				
	Rakesh garg				
	Shiv pravesh chaturvedi				
	Subash oswal				



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				appellant three weeks to file rejoinder sat: sat vide its order dated 14/12/2023 granted appellants three weeks to file rejoinder	
Magnum ventures ltd.		NSE	Delay in submission of corporate governance report for the quarter ended 31-mar-2019	Imposed fine rs.5,000 31-mar-2019	The fine amount has been duly deposited on 9 th May, 2019.
Parmod jain	Shiva paper mills ltd	BSE	Violated sebi (delisting of equity shares) regulations 2009	Compulsory delisting restrained from accessing securities market from 23-aug-2017 to 22-aug-2027 21-aug-2017 Direction to restrain from accessing the securities market revoked on the basis of clarification received from sebi vide its email dated 19/07/2018	This case is not related to our company or our director/ promoter. The resemblance of name in this case is mere a co-incidence.
Parmod kumar jain	Magnum ventures ltd.	SEBI	Indulged in misrepresentation of financials and/or business and misuse of funds/books of accounts of magnum ventures ltd.violating regulations 4(1), 4(2)(e), 4(2)(f)(ii)(7), 4(2)(f)(ii)(8), 4(2)(f)(iii)(3), 33(1)(a), 33(1)(c), 33(3)(c)(ii), 33(3)(d), 33(3)(i), 34(2)(a), 34(3) and 48 of sebi (lodr) regulations, 2015 read with section 27(2) of	Debarred / restrained from associating with / accessing capital market / intermediaries from 31-may-2023 to 30-may-2024 debarred/restrained from buying/selling/dealing/ipos in securities/specified scrips directly/indirectly from 31-may-2023 to 30-may-2024 imposed penalty rs.6,00,000	Pursuant to the aforesaid order, the penalty amount of ₹6,00,000 has been duly deposited, which remains subject to the outcome of the appeal. Further, the restraint imposed on accessing the securities market was stayed by the Securities Appellate Tribunal vide its order dated July 13, 2023.

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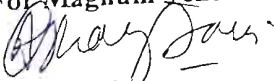
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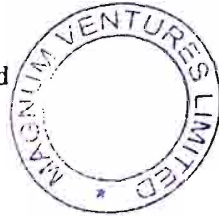
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			sebi act, 1992 in matter of magnum ventures ltd. Indulged in misrepresentation of financials and/or business and misuse of funds/books of accounts of magnum ventures ltd. Violating section 12a(a) to 12a(c) of sebi act, 1992 read with regulations 3(b) to 3(d), 4(1), 4(2)(e), 4(2)(f), 4(2)(k) and 4(2)(r) of sebi (pfutp) regulations, 2003 in matter of magnum ventures ltd.	31-may-2023 Sat: sat vide its order dated 14/12/2023 granted appellants three weeks to file rejoinder	Copy of the relevant order dated July 13, 2023 is enclosed herewith. The matter is currently sub judice, and was last listed before the Hon'ble Securities Appellate Tribunal on April 24, 2026 for further proceedings. Copy of the last SAT order is enclosed herewith.
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Thanking You,
For Magnum Ventures Limited


Abhay Jain
Managing Director
DIN: 01876385



Date: 30th March 2026
Place: Ghaziabad