

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 April, 2026

Dear Sir/ Madam,

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

SN	Documents Required	Reply/ Remarks
1.	Kindly clarify on the applicability of filing under regulation 59(A) of SEBI with justification, In this regards, reference is drawn to clause 6 of Chapter XII – Scheme(s) of Arrangement by entities who have listed their NCDs/ NCRPS under the SEBI Master Circular - SEBI/HO/DDHS/DDHS-PoD-1/P/CIR/2025/0000000103 dated July 11, 2025, provides that, <i>"the provisions of this chapter shall not be applicable to a Scheme of Arrangement which solely provides for an arrangement between a debt listed entity and its unlisted wholly owned subsidiary. However, such debt listed entity is still required to file the draft Scheme of Arrangement with the Stock Exchange(s) for disclosure purposes, and the Stock Exchange(s) shall disseminate the scheme documents on their websites.</i>	The proposed Scheme of Arrangement provides for demerged of Paper Division of the listed Demerged Company – Magnum Ventures Limited into a new unlisted Company – Magnum Paperz Limited. For the purpose of the demerged, the new company – Magnum Paperz Limited has been incorporated as a wholly owned subsidiary of the Demerged Company. However, the aforesaid demerger is proposed to be on mirror shareholding basis and post scheme, the Resulting Company will allot shares to same set of equity shareholders, as in the Demerged Company. The entire pre-scheme share capital of Rs. 1 lakh will get cancelled to achieve the mirror shareholding. It is also noted that the entire NCDs issued in the Demerged Company is listed on BSE and NSE and pursuant to the proposed Scheme, these NCDs would be transferred and vested with the Resulting Company on the same terms and conditions. In view of the fact the Resulting Company is a wholly owned subsidiary of the Demerged Company just for technical purpose and administrative

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	convenience and that the Resulting Company won't remain to be a wholly owned subsidiary of the Demerged Company, immediately upon the proposed Scheme become effective; we are of the opinion that to comply with the inherent spirit and objectives of the SEBI Master Circular of Scheme of Arrangement dated July 11, 2025; the NOC from stock exchange should be taken under Regulation 59A also in addition to Regulation 37. Accordingly, we have filed the application for NOC under regulation 37 read with Regulation 59A also, as the Resulting Company will cease to be a wholly owned subsidiary immediately upon the Scheme is effective. The present status of the Resulting Company as a wholly owned subsidiary of the demerged Company is not quite relevant as the entire pre-scheme shareholding of the Resulting Company will get cancelled to achieve mirror shareholding, as aforesaid. Accordingly, even if, the Resulting Company was not a Wholly Owned Subsidiary (WOS), there would be no impact on the implementation of the Proposed Scheme.
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Thanking You,
For Magnum Ventures Limited

Abhay Jain
Managing Director
DIN: 01876385

Date: 01-05-2026
Place: Ghaziabad