



UMESH VED & ASSOCIATES
Company Secretaries

304, Shoppers Plaza-V, Opp. Municipal Market, C. G. Road, Navrangpura, Ahmedabad - 380 009.
Telefax : (O) +91 79 26464153, 48904153 • Moblie +91 98250 35998
E mail : info@umeshvedcs.com, umeshvedcs.office@airtelmail.in • Website : www.umeshvedcs.com

FORM NO. MGT-13

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to section 108 & 109 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended]

To,
The Chairman,
Sambhaav Media Limited
"Sambhaav House",
Opp. Judges' Bungalows,
Premchandnagar Road,
Satellite, Ahmedabad - 380015

Re: 30th Annual General Meeting (AGM) of Sambhaav Media Limited held on Tuesday, the 29th September, 2020 at 11:00 a.m. held through video conferencing (VC)/other audio visual means (OAVM).

Dear Sir,

I, Umesh Ved, Proprietor of M/s. Umesh Ved & Associates, Company Secretaries, Ahmedabad, was appointed as Scrutinizer for the purpose of scrutinizing the Remote E-Voting process and voting at the Annual General Meeting ("AGM") pursuant to Section 108 & 109 of the Companies Act, 2013 read with rule 20 of Companies (Management and Administration) Rules, 2014, as amended on the resolutions contained in the Notice to the 30th AGM of the Members of "Sambhaav Media Limited" (the Company) held on Tuesday, the 29th September, 2020 at 11:00 a.m. held through video conferencing (VC)/other audio visual means (OAVM).

My responsibility as a scrutinizer for the voting process is restricted to preparing a Scrutinizer's Report of the votes casted "in favour" or "against" the resolution(s) based on the reports generated from the Remote e-voting system and e-voting provided by National Securities Depository Limited(the Agency/ service provider).



I submit my report as under:

- i. The notice dated 08th August 2020 as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/ Depositories, in compliance with the MCA Circular dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars") and SEBI Circular dated May 12, 2020.
- ii. The Company has availed the e-voting facility offered by National Securities Depository Limited for conducting remote e-voting and voting at the AGM by the shareholders of the Company.
- iii. The shareholders of the Company holding shares as on the "cut-off" date Tuesday 22nd September, 2020 were entitled to vote on the proposed resolutions as set out in item nos. 1 to 4 in the Notice of the 30th AGM of Sambhaav Media Limited.
- iv. The facility provided for Remote E-Voting commenced from 9.00 A.M. on Saturday, the 26th September, 2020 and ended on 5.00 P.M. on Monday, the 28th September, 2020 .The Remote E –voting facility was blocked thereafter.
- v. The votes cast were unblocked on Tuesday, 29th September, 2020 after the conclusion of Annual General Meeting and was witnessed by two witnesses, Ms. Shristi Rajpurohit and Mr. Sachin Shah, who are not in the employment of the Company. They have signed below in confirmation of the same.

Shristi Rajpurohit

Sachin Shah

- vi. The Company had also provided e-voting facility to the shareholders present at the AGM through VC/ OAVM and who had not cast their vote earlier
- vii. The voting done through Remote e-voting and E- voting at the meeting was reconciled with the records maintained by the RTA and the authorizations lodged with the Company.
- viii. The result of the Remote e-voting as well as of E- voting at the AGM is as under:



- (1) **ORDINARY RESOLUTION** for adoption of the Audited Financial Statements of the Company on standalone and consolidated basis for the financial year ended on March 31, 2020 including the balance sheet as at March 31, 2020, the statement of profit & loss for the financial year ended on that date, and the reports of the Auditors and Directors thereon.

Voted in Favour of the Resolution

Type of Voting	Number of members present and voting (in person)	Number of Votes Cast by them	% of total number of Valid votes cast
Remote e-voting	47	126167716	99.9999
E-voting (AGM)	1	713	100.00
Total	48	126168429	99.9999

Voted against of the Resolution

Type of Voting	Number of members present and voting (in person)	Number of Votes Cast by them	% of total number of Valid votes cast
Remote e-voting	1	40	0.0001
E-voting (AGM)	0	0	0.00
Total	1	40	0.0001

- (2) **ORDINARY RESOLUTION** for appointment of Director in place of Mr. Manoj B Vadodaria (DIN 00092053), who retires by rotation at this Annual General Meeting pursuant to the provisions of Section 152 of the Companies Act, 2013 and being eligible, offers himself for re-appointment.

Voted in Favour of the Resolution

Type of Voting	Number of members present and voting (in person)	Number of Votes Cast by them	% of total number of Valid votes cast
Remote e-voting	32	5901734	99.9993
E-voting (AGM)	1	713	100.00
Total	33	5902447	99.9993



Voted against of the Resolution

Type of Voting	Number of members present and voting (in person)	Number of Votes Cast by them	% of total number of Valid votes cast
Remote e-voting	1	40	0.0007
E-voting (AGM)	0	0	0.00
Total	1	40	0.0007

- (3) SPECIAL RESOLUTION** for Approval of payment of remuneration to Mr. Kiran B Vadodaria (DIN: 00092067), Chairman & Managing Director of the Company.

Voted in Favour of the Resolution

Type of Voting	Number of members present and voting (in person)	Number of Votes Cast by them	% of total number of Valid votes cast
Remote e-voting	32	5901734	99.9993
E-voting (AGM)	1	713	100.00
Total	33	5902447	99.9993

Voted against of the Resolution

Type of Voting	Number of members present and voting (in person)	Number of Votes Cast by them	% of total number of Valid votes cast
Remote e-voting	1	40	0.0007
E-voting (AGM)	0	0	0.00
Total	1	40	0.0007

- (4) SPECIAL RESOLUTION** for Approval of payment of remuneration to Mr. Amit Kumar Ray (DIN: 06468634), Whole-Time Director of the Company

Voted in Favour of the Resolution

Type of Voting	Number of members present and voting (in person)	Number of Votes Cast by them	% of total number of Valid votes cast
Remote e-voting	47	126167716	99.9999
E-voting (AGM)	1	713	100.00
Total	48	126168429	99.9999



Voted against of the Resolution

Type of Voting	Number of members present and voting (in person)	Number of Votes Cast by them	% of total number of Valid votes cast
Remote e-voting	1	40	0.0001
E-voting (AGM)	0	0	0.00
Total	1	40	0.0001

- ix. All the resolutions mentioned in the AGM Notice as per details above accordingly stand passed with requisite majority.
- x. The Electronic data and all other relevant records relating to Remote e-voting and electronic voting conducted at the AGM is under my safe custody and all will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of AGM.

Thanking You,

Yours faithfully,

Umesh H. Ved
Umesh Ved
Umesh Ved & Associates
Company Secretaries
FCS No: 4411
CP No: 2924
UDIN:F004411B000811591



Kiran B Vadodaria
Kiran B Vadodaria
Chairman & Managing Director
(DIN: 00092067)

Date: *29/09/2020*
Place: Ahmedabad