



UMESH VED & ASSOCIATES
Company Secretaries

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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]

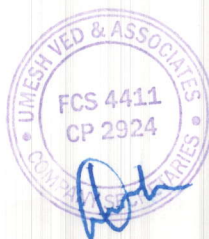
To,
The Chairman,
Sambhaav Media Limited
"Sambhaav House",
Opp. Judges' Bungalows,
Premchandnagar Road,
Satellite, Ahmedabad - 380015

Re: 33rd Annual General Meeting (AGM) of Sambhaav Media Limited held on Friday, the 29th September, 2023 at 04:00 p.m. through video conferencing (VC)/other audio-visual means (OAVM).

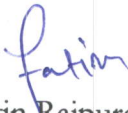
Dear Sir,


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 33rd AGM of the Members of "Sambhaav Media Limited" (the Company) held on Friday, the 29th September, 2023 at 04:00 p.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 12th August, 2023 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, April 13, 2020 and January 13, 2021 (collectively referred to as "MCA Circulars"), SEBI Circular dated January 15, 2021, May 13, 2022 and January 5, 2023 (collectively referred to as "SEBI Circulars").
 - ii. The Company has availed the e-voting facility offered by National Securities Depository Limited (NSDL) 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 Friday 22nd September, 2023 were entitled to vote on the proposed resolutions as set out in item nos. 1 to 4 in the Notice of the 33rd AGM of Sambhaav Media Limited.
 - iv. The facility provided for Remote E-Voting commenced from 9.00 A.M. on Tuesday, the 26th September, 2023 and ended on 5.00 P.M. on Thursday, the 28th September, 2023. The Remote E -voting facility was blocked thereafter.
 - v. The votes casted were unblocked on Friday, 29th September, 2023 after the conclusion of Annual General Meeting and was witnessed by two witnesses, Mr. Jatin Rajpurohit Ms. Purti Chaturvedi, who are not in the employment of the Company. They have signed below in confirmation of the same.
- 
Jatin Rajpurohit


Purti Chaturvedi
- 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 receiving, considering and adopting the Audited Financial Statements of the Company on standalone and consolidated basis for the financial year ended on March 31, 2023 including the balance sheet as at March 31, 2023, the statement of profit & loss for the financial year ended on that date, cash flow statement of the Company for the financial year ended on that day 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	52	98750181	99.9996
E-voting (AGM)	0	0	0
Total	52	98750181	99.9996

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	3	370	0.0004
E-voting (AGM)	0	0	0
Total	3	370	0.004

- (2) ORDINARY RESOLUTION** for appointment of Director, Mr. Amit Kumar Ray (DIN: 06468634), 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	52	98750181	99.9996
E-voting (AGM)	0	0	0
Total	52	98750181	99.9996



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	3	370	0.0004
E-voting (AGM)	0	0	0
Total	3	370	0.0004

(3) ORDINARY RESOLUTION for approval and Ratification of Material Related Party Transactions.

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	43	1480675	99.70
E-voting (AGM)	0	0	0
Total	43	1480675	99.70

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	5	4520	0.30
E-voting (AGM)	0	0	0
Total	5	4520	0.30



- (4) **ORDINARY RESOLUTION** for approving transaction(s) of personal guarantee, security, collaterals etc. by the promoter and promoter group for the loan and borrowings 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	44	2426675	99.81
E-voting (AGM)	0	0	0
Total	44	2426675	99.81

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	5	4520	0.19
E-voting (AGM)	0	0	0
Total	5	4520	0.19

- 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 Ved
Umesh Ved & Associates
Company Secretaries
FCS No: 4411
CP No: 2924
UDIN: F004411E001141459




Mr. Manoj B Vadodaria
Chairman & Managing Director
(DIN: 00092053)

Date: 30th September, 2023
Place: Ahmedabad