

## AKSHIT KUMAR JANGID

### Practicing Company Secretary

108, Shree Mansion, G-23 Kamla Marg,

C-Scheme, Jaipur, 302 001 (Rajasthan)

Mob. No.77371 96496

e-Mail:akshitjangid@gmail.com

### SCRUTINIZER'S REPORT

To,

Mr. Prashant Mehta, IAS Retd.

Chairperson appointed for the meeting of the Equity Shareholders of Sangam (India) Limited convened by the National company law Tribunal, Jaipur Bench pursuant to the order dated 01<sup>st</sup> April, 2021 in CA (CAA) No. 216/230-232/JPR/2020 as modified by an order dated 18<sup>th</sup> May, 2021 passed in connected application IA No. 0811101002502021 Sr. No. 67/2021.

**Reg: Report of Scrutinizer on voting through remote e-voting and e-voting during the Meeting of Equity Shareholders of Sangam (India) Limited ("the Company") convened by the National Company Law Tribunal, Jaipur Bench ("NCLT") as held on Saturday, 22<sup>nd</sup> May, 2021 at 10:30 A.M. (hereinafter referred to as "Meeting") through video conferencing/audio visual means.**

Dear Sir,

I, Akshit Kumar Jangid, Practising Company Secretary, was appointed by the Hon'ble Jaipur Bench of National Company Law Tribunal ("NCLT") vide its order dated 18<sup>th</sup> May, 2021, IA No. 0811101002502021 in CA (CAA) No. 216/230-232/JPR/2020 as Scrutinizer for the voting process at the meeting of the Equity Shareholders of the Company held on Saturday, 22<sup>nd</sup> May, 2021 at 10:30 A.M. on the resolution seeking approval of equity shareholders to the proposed Scheme of Amalgamation of Sangam Lifestyle Ventures Limited, the Company and their respective shareholders and creditors in terms of the Notice dated 20<sup>th</sup> April, 2021 convening the meeting.

In connection to above, I submit my report as under:

- The Management of the Company is responsible to ensure compliance with requirements of the provisions of Companies Act, 2013, and relevant Circulars issued by the Ministry of Corporate Affairs and SEBI and all other applicable provisions relating to electronic voting on the resolutions contained in the Notice of the Meeting. My responsibility as scrutinizer for electronic voting is restricted to making a scrutinizer report of the votes cast in favour or against the resolution.
- Central Depository Services Limited (herein after referred to as "CDSL") was appointed as the agency to provide the remote e-Voting facility to the Members of the Company.





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- The voting period for remote e-Voting facility was made available from Monday, the 17<sup>th</sup> day of May, 2021 from 9:00 A.M. (IST) till Friday the 21<sup>st</sup> day of May, 2021 at 5:00 P.M. (IST) for the person(s), whose name is recorded in the Register of Member or in the Register of Beneficial owners maintained by the depositories as on the cut-off date i.e. 14<sup>th</sup> day of May, 2021.
- At the meeting of the Company held on 22<sup>nd</sup> May, 2021, the Chairman of the Meeting informed the members present at the Meeting to cast their votes by e-voting during the meeting, who could not participate through remote e-voting process.
- After the conclusion of the meeting of the Company a final electronic report of remote e-Voting was generated by unblocking the votes cast through remote e-Voting facility in presence of two witnesses who are not in the employment of the Company.
- The voting through remote e-voting and e-voting during the meeting at the NCLT convened Meeting of Equity Shareholders was conducted to consider, and if thought fit, to pass the following resolution with requisite majority:

**“RESOLVED THAT** pursuant to the provisions of Sections 230 - 232 of the Companies Act, 2013 read with the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 and other applicable provisions of the Companies Act, 2013 the rules, circulars and notifications made thereunder (including any statutory modification or re-enactment thereof) as may be applicable, the Securities Exchange Board of India Circular No. CFD/DIL3/CIR/2017/21 dated 10<sup>th</sup> March, 2017 and Circular No. CFD/DIL3/CIR/2018/2 dated 3<sup>rd</sup> January 2018 and subject to the provisions of the Memorandum and Articles of Association of the Company and subject to the approval of the Hon'ble National Company Law Tribunal Jaipur Bench ('NCLT') and subject to such other approvals, permissions and sanctions of regulatory and other authorities, as may be necessary and subject to such conditions and modifications as may be prescribed or imposed by the Hon'ble NCLT or by any regulatory or other authorities, while granting such consents, approvals and permissions, which may be agreed to by the board of directors of the Company (hereinafter referred to as the 'Board', which term shall deemed to mean and include one or more committee(s) constituted/ to be constituted by the Board or any other person authorized by it to exercise its powers including the powers conferred by this resolution), the arrangement embodied in the Scheme of Merger of Sangam Lifestyle Ventures Limited with Sangam (India) Limited and their respective shareholders ('the Scheme'), be and is hereby approved.





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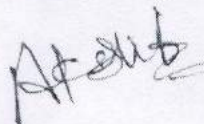
**RESOLVED FURTHER THAT** the Board of directors be and is hereby authorized to do all such acts, deeds, matters and things, as it may, in its absolute discretion deem requisite, desirable, appropriate or necessary to give effect to this resolution and effectively implement the amalgamation embodied in the Scheme and to accept such modifications, amendments, limitations and/ or conditions, if any, which may be required and/ or imposed by the Hon'ble NCLT while sanctioning the arrangement embodied in the Scheme or by any authorities under law, or as may be required for the purpose of resolving any doubts or difficulties that may arise in giving effect to the Scheme, as the Board may deem fit and proper."

On scrutiny, I report on the result of the voting through remote e-voting and e-voting during the meeting as under:

Manner of Voting through	Votes in favour of the resolution		Votes against the resolution		Abstained / Invalid votes
	No. of shares	Percentage	No. of shares	Percentage	No. of shares
Remote E-voting	30631996	100	0	0	0
e-voting during the meeting	0	0	0	0	0
<b>TOTAL</b>	<b>30631996</b>	<b>100</b>	<b>0</b>	<b>0</b>	<b>0</b>

All relevant records of voting through remote e-voting and e-voting during the meeting are under my safe custody and will be handed over to Chairman/Company Secretary.

Thanking you,  
Yours faithfully,



**Akshit Kr. Jangid**

ICSI M. No.: ACS 44537

ICSI C. P. No.: 16300

UDIN: A044537C000356167

Dated: 23/05/2021

Place: Jaipur



CHAIRMAN

APPOINTED BY NCLT JAIPUR BENCH



## **AKSHIT KUMAR JANGID**

### **Practicing Company Secretary**

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### **SCRUTINIZER'S REPORT**

To

Mr. Prashant Mehta, IAS Retd.

Chairperson appointed for the meeting of the Secured Creditors of Sangam (India) Limited convened by the National company law Tribunal, Jaipur Bench pursuant to the order dated 01<sup>st</sup> April, 2021 in CA (CAA) No. 216/230-232/JPR/2020 as modified by an order dated 18<sup>th</sup> May, 2021 passed in connected application IA No. 0811101002502021 Sr. No. 67/2021.

**Reg: Report of Scrutinizer on voting through remote e-voting and e-voting during the Meeting of Secured Creditors of Sangam (India) Limited ("the Company") convened by the National Company Law Tribunal, Jaipur Bench ("NCLT") as held on Saturday, 22nd May, 2021 at 12.00 Noon (hereinafter referred to as "Meeting") through video conferencing/audio visual means.**

Dear Sir,

I, Akshit Kumar Jangid, Practising Company Secretary, was appointed by the Hon'ble Jaipur Bench of National Company Law Tribunal ("NCLT") vide its order dated 18<sup>th</sup> May, 2021, IA No. 0811101002502021 in CA (CAA) No. 216/230-232/JPR/2020 as Scrutinizer for the voting process at the meeting of the Secured Creditors of the Company held on Saturday, 22<sup>nd</sup> May, 2021 at 12.00 Noon on the resolution seeking approval of Secured Creditors to the proposed Scheme of Amalgamation among Sangam Lifestyle Ventures Limited, the Company and their respective shareholders and creditors in terms of the Notice dated 20<sup>th</sup> April, 2021 convening the meeting.

In connection to above, I submit my report as under:

- The Management of the Company is responsible to ensure compliance with requirements of the provisions of Companies Act, 2013, and relevant Circulars issued by the Ministry of Corporate Affairs and SEBI and all other applicable provisions relating to electronic voting on the resolutions contained In the Notice of the Meeting. My responsibility as scrutinizer for electronic voting is restricted to making a scrutinizer report of the votes cast in favour or against the resolution.
- Central Depository Services Limited (herein after referred to as "CDSL") was appointed as the agency to provide the remote e-Voting facility to the Secured Creditors of the Company.





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- The voting period for remote e-Voting facility was made available from Monday, the 17<sup>th</sup> day of May, 2021 from 9:00 A.M. (IST) till Friday the 21<sup>st</sup> day of May, 2021 at 5:00 P.M. (IST). The cut-off date for determining the eligibility of said secured creditor was 09<sup>th</sup> April, 2021.
- At the meeting of the Company held on 22<sup>nd</sup> May, 2021, the Chairman of the Meeting informed the Secured Creditors present at the Meeting to cast their votes by e-voting during the meeting, who could not participate through remote e-voting.
- After the conclusion of the meeting of the Company a final electronic report of remote e-Voting was generated by unblocking the votes cast through remote e-Voting facility in presence of two witnesses who are not in the employment of the Company.
- The voting through remote e-voting and e-voting during the meeting at the NCLT convened Meeting of Secured Creditors was conducted to consider, and if thought fit, to pass the following resolution with requisite majority:

**“RESOLVED THAT** pursuant to the provisions of Sections 230 - 232 of the Companies Act, 2013 read with the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 and other applicable provisions of the Companies Act, 2013 the rules, circulars and notifications made thereunder (including any statutory modification or re-enactment thereof) as may be applicable, the Securities Exchange Board of India Circular No. CFD/DIL3/CIR/2017/21 dated 10<sup>th</sup> March, 2017 and Circular No. CFD/DIL3/CIR/2018/2 dated 3<sup>rd</sup> January 2018 and subject to the provisions of the Memorandum and Articles of Association of the Company and subject to the approval of the Hon'ble National Company Law Tribunal Jaipur Bench ('NCLT') and subject to such other approvals, permissions and sanctions of regulatory and other authorities, as may be necessary and subject to such conditions and modifications as may be prescribed or imposed by the Hon'ble NCLT or by any regulatory or other authorities, while granting such consents, approvals and permissions, which may be agreed to by the board of directors of the Company (hereinafter referred to as the 'Board', which term shall deemed to mean and include one or more committee(s) constituted/ to be constituted by the Board or any other person authorized by it to exercise its powers including the powers conferred by this resolution), the arrangement embodied in the Scheme of Merger of Sangam Lifestyle Ventures Limited with Sangam (India) Limited and their respective shareholders ('the Scheme'), be and is hereby approved.





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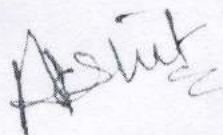
**RESOLVED FURTHER THAT** the Board of directors be and is hereby authorized to do all such acts, deeds, matters and things, as it may, in its absolute discretion deem requisite, desirable, appropriate or necessary to give effect to this resolution and effectively implement the amalgamation embodied in the Scheme and to accept such modifications, amendments, limitations and/ or conditions, if any, which may be required and/ or imposed by the Hon'ble NCLT while sanctioning the arrangement embodied in the Scheme or by any authorities under law, or as may be required for the purpose of resolving any doubts or difficulties that may arise in giving effect to the Scheme, as the Board may deem fit and proper."

On scrutiny, I report on the result of the voting through remote e-voting and e-voting during the meeting as under:

Manner of Voting through	Votes in favour of the resolution		Votes against the resolution		Abstained / Invalid votes
	Amount	Percentage	Amount	Percentage	No. of shares
Remote E-voting	941688369	100	0	0	0
e-voting during the meeting	0	0	0	0	0
<b>TOTAL</b>	<b>941688369</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>

All relevant records of voting through remote e-voting and e-voting during the meeting are under my safe custody and will be handed over to Chairman/ Company Secretary.

Thanking you,  
Yours faithfully,



**Akshit Kr. Jangid**


ICSI M. No.: ACS 44537

ICSI C. P. No.: 16300

UDIN:A044537C000359621

Dated: 23/05/2021

Place: Jaipur



CHAIRMAN  
APPOINTED BY NCLT JAIPUR BENCH



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### **SCRUTINIZER'S REPORT**

To,

Mr. Prashant Mehta, IAS Retd.

Chairperson appointed for the meeting of the Unsecured Creditors of Sangam (India) Limited convened by the National company law Tribunal, Jaipur Bench pursuant to the order dated 01<sup>st</sup> April, 2021 in CA (CAA) No. 216/230-232/JPR/2020 as modified by an order dated 18<sup>th</sup> May, 2021 passed in connected application IA No. 0811101002502021 Sr. No. 67/2021.

**Reg: Report of Scrutinizer on voting through remote e-voting and e-voting during the Meeting of Unsecured Creditors of Sangam (India) Limited ("the Company") convened by the National Company Law Tribunal, Jaipur Bench ("NCLT") as held on Saturday, 22<sup>nd</sup> May, 2021 at 2.30 P.M. (hereinafter referred to as "Meeting") through video conferencing/audio visual means.**

Dear Sir,

I, Akshit Kumar Jangid, Practising Company Secretary, was appointed by the Hon'ble Jaipur Bench of National Company Law Tribunal ("NCLT") vide its order dated 18<sup>th</sup> May, 2021, IA No. 0811101002502021 in CA (CAA) No. 216/230-232/JPR/2020 as Scrutinizer for the purpose of voting process at the meeting of the Unsecured Creditors of the Company held on Saturday, 22<sup>nd</sup> May, 2021 at 2.30 P.M. on the resolution seeking approval of Unsecured Creditors to the proposed Scheme of Amalgamation of Sangam Lifestyle Ventures Limited, the Company and their respective shareholders and creditors in terms of the Notice dated 20<sup>th</sup> April, 2021 convening the meeting.

In connection to above, I submit my report as under:

- The Management of the Company is responsible to ensure compliance with requirements of the provisions of Companies Act, 2013, and relevant Circulars issued by the Ministry of Corporate Affairs and SEBI and all other applicable provisions relating to electronic voting on the resolutions contained In the Notice of the Meeting. My responsibility as scrutinizer for electronic voting is restricted to making a scrutinizer report of the votes cast in favour or against the resolution.
- Central Depository Services Limited (herein after referred to as "CDSL") was appointed as the agency to provide the remote e-Voting facility to the Unsecured Creditors of the Company.





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- The voting period for remote e-Voting facility was made available from Monday, the 17<sup>th</sup> day of May, 2021 from 9:00 A.M. (IST) till Friday the 21<sup>st</sup> day of May, 2021 at 5:00 P.M. (IST). The cut-off date for determining the eligibility of said unsecured creditors was 09<sup>th</sup> April, 2021.
- At the meeting of the Company held on 22<sup>nd</sup> May, 2021, the Chairman of the Meeting informed the Unsecured Creditors present at the Meeting to cast their votes by e-voting during the meeting, who could not participate through remote e-voting.
- After the conclusion of the meeting of the Company a final electronic report of remote e-Voting was generated by unblocking the votes cast through remote e-Voting facility in presence of two witnesses who are not in the employment of the Company.
- The voting through remote e-voting and e-voting during the meeting at the NCLT convened Meeting of Unsecured Creditors was conducted to consider, and if thought fit, to pass the following resolution with requisite majority:

**“RESOLVED THAT** pursuant to the provisions of Sections 230 - 232 of the Companies Act, 2013 read with the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 and other applicable provisions of the Companies Act, 2013 the rules, circulars and notifications made thereunder (including any statutory modification or re-enactment thereof) as may be applicable, the Securities Exchange Board of India Circular No. CFD/DIL3/CIR/2017/21 dated 10<sup>th</sup> March, 2017 and Circular No. CFD/DIL3/CIR/2018/2 dated 3<sup>rd</sup> January 2018 and subject to the provisions of the Memorandum and Articles of Association of the Company and subject to the approval of the Hon'ble National Company Law Tribunal Jaipur Bench ('NCLT') and subject to such other approvals, permissions and sanctions of regulatory and other authorities, as may be necessary and subject to such conditions and modifications as may be prescribed or imposed by the Hon'ble NCLT or by any regulatory or other authorities, while granting such consents, approvals and permissions, which may be agreed to by the board of directors of the Company (hereinafter referred to as the 'Board', which term shall deemed to mean and include one or more committee(s) constituted/ to be constituted by the Board or any other person authorized by it to exercise its powers including the powers conferred by this resolution), the arrangement embodied in the Scheme of Merger of Sangam Lifestyle Ventures Limited with Sangam (India) Limited and their respective shareholders ('the Scheme'), be and is hereby approved.





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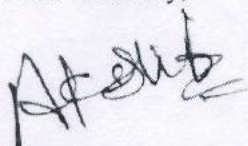
**RESOLVED FURTHER THAT** the Board of directors be and is hereby authorized to do all such acts, deeds, matters and things, as it may, in its absolute discretion deem requisite, desirable, appropriate or necessary to give effect to this resolution and effectively implement the amalgamation embodied in the Scheme and to accept such modifications, amendments, limitations and/ or conditions, if any, which may be required and/ or imposed by the Hon'ble NCLT while sanctioning the arrangement embodied in the Scheme or by any authorities under law, or as may be required for the purpose of resolving any doubts or difficulties that may arise in giving effect to the Scheme, as the Board may deem fit and proper."

On scrutiny, I report on the result of the voting through remote e-voting and e-voting during the meeting as under:

Manner of Voting through	Votes in favour of the resolution		Votes against the resolution		Abstained / Invalid votes
	Amount	Percentage	Amount	Percentage	No. of shares
Remote E-voting	796768224	100	0	0	0
e-voting during the meeting	0	0	0	0	0
<b>TOTAL</b>	<b>796768224</b>	<b>100</b>	<b>0</b>	<b>0</b>	<b>0</b>

All relevant records of voting through remote e-voting and e-voting during the meeting are under my safe custody and will be handed over to Chairman/Company Secretary.

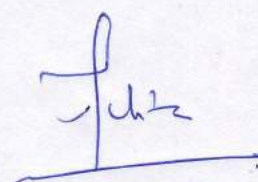
Thanking you,  
Yours faithfully,



Akshit Kr. Jangid

ICSI M. No.: ACS 44537

ICSI C. P. No.: 16300



CHAIRMAN  
APPOINTED BY NCLT JAIPUR BENCH

UDIN: A044537C000359610

Dated: 23/05/2021

Place: Jaipur