

Anand Lavingia

ACS, LLM, LL.B(Spl.), B.Com.

Practicing Company Secretary

Scrutinizer Report on Remote E-Voting in respect of resolution proposed through Postal Ballot

[Pursuant to Sections 108 & 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman

MANGALAM GLOBAL ENTERPRISE LIMITED

101, Mangalam Corporate House,
19/B Kalyan Society, Near M.G. International School,
Mithakhali, Ahmedabad - 380 006

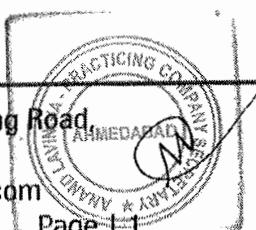
Dear Sir,

Sub: Scrutinizer Report on Special Businesses proposed through Postal Ballot under section 110 read with section 108 of the Companies Act, 2013 and Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification or re-enactment thereof).

I, Anand S. Lavingia, Practicing Company Secretary, have been appointed as a Scrutinizer of Mangalam Global Enterprise Limited ("the Company"), pursuant to Sections 108 and 110 of the Companies Act, 2013 read with Rules 20 & 22 of the Companies (Management and Administration) Rules, 2014 as amended from time to time, for the purpose of scrutinizing the votes casted by the Members of the Company through InstaVOTE Platform ("remote e-voting platform") of Link Intime India Private Limited ("LI IPL" or "E-voting Agency") in respect of Special Businesses proposed through Postal Ballot Notice dated October 3, 2020 ("Postal Ballot") and carrying out the said Postal Ballot process in a fair and transparent manner.

Responsibility of the Management of the Company:

The Management of the company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules made there under and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to remote e-voting and passing of resolutions through Postal Ballot.





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Responsibility of Scrutinizer:

My responsibility, as a scrutinizer, is limited to ensure and scrutinize the votes casted through remote e-voting platform and supervise the process of postal ballot in a fair and transparent manner and to make a report on the votes casted "in favour" or "against" the resolution, based on the reports generated from the remote e-voting platform of E-voting agency.

It may be noted that;

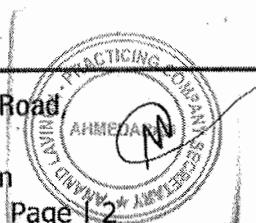
In terms of the circulars issued by the Ministry of Corporate Affairs, Government of India (the 'MCA') vide its General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 22/2020 dated June 15, 2020 and General Circular No. 33/2020 dated September 28, 2020 (the 'MCA Circulars') and in view of current extra-ordinary circumstances due to the pandemic caused by Covid-19 prevailing in the country, hard copy of the Notice along with postal ballot forms and prepaid business envelope was not sent to the shareholders for the said postal ballot and shareholders were requested to carefully read the instructions indicated in the Notice and communicate their assent (for) or dissent (against) through remote e-voting only. Shareholders were also requested to follow the procedure as stated in the notes and instructions for casting their votes by remote E-voting.

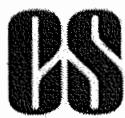
As per the Notice of Postal Ballot, following Special Businesses were proposed for the approval of Members through Remote E-voting by way of Special Resolutions;

1. To increase the Authorised Share Capital of the Company and to make consequent alteration in Clause V of the Memorandum of Association;
2. Issue of Equity Shares on a Preferential Basis; and
3. Migration of the Company from Emerge Platform of National Stock Exchange of India Limited to Main Board of National Stock Exchange of India Limited;

I hereby report as under;

1. On the basis of the register of members and the list of beneficiary owners made available by the Depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), as on Wednesday, September 30, 2020, the Company completed dispatch of the Notice of the Postal Ballot;





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- Through E-Mail on October 7, 2020 to the members whose E-Mail Id's are registered with company/depository participant;
- In light of the MCA Circulars, for remote e-voting for this postal ballot, the shareholders whether holding equity shares in demat form or physical form and who have not submitted their email addresses and in consequence to whom the remote e-voting notice could not be serviced, temporarily get their e-mail addresses registered with the Company's Registrar and Share Transfer Agent, Link Intime India Private Limited, by clicking the link: https://linkintime.co.in/emailreg/email_register.html and follow the registration process as guided thereafter. Post successful registration of the e-mail address, the shareholder would get soft copy of this Notice and the procedure for remote e-voting along with the user-id and the password to enable e-voting for this postal ballot.

2. The Company has also placed the Notice of Postal Ballot on the web site of the Company as well as web site of E-voting Agency and web site of National Stock Exchange of India Limited.

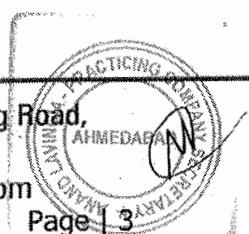
3. The Company has published the newspaper advertisement for date and time of commencement and end of remote e-voting and Postal Ballot in;

- A. Financial Express (Vernacular Language - Gujarati) on October 7, 2020 &
- B. The Indian Express (English Language) on October 7, 2020.

4. The Shareholders holding Shares as on the "Cut off" date, i.e. Wednesday, September 30, 2020 were entitled to vote through remote e-voting platform on the businesses mentioned in the Notice of Postal Ballot of the Company.

5. In terms of the aforesaid Notice, remote e-voting was opened for thirty days which commenced on Thursday, October 8, 2020 (09:00 A.M.) and ended on Friday, November 6, 2020 (05:00 P.M.) (Both days inclusive) and members of the Company, holding Equity Shares of the Company as on Wednesday, September 30, 2020, were required to cast their votes electronically, conveying their assent or Dissent in respect of the special businesses mentioned in the Notice of Postal Ballot through remote e-voting platform provided by LIPL.

6. After the Completion of Voting Period as mentioned above, I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the website of LIPL Remote E-voting Platform.





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7. Total 37 Shareholders (5 shareholders belonging to Promoters and Promoters Group and 32 Public Non Institutional Shareholders) have voted through remote e-voting platform of LIPL.
8. Since, in terms of Regulation 280(2) read with Regulation 277 under Chapter IX of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, the votes casted by Promoters Shareholders are not material, all 8378340 votes casted by 5 persons belonging to Promoters and Promoters' Group, in favour of Special Business for Item No. 3 of Postal Ballot Notice, have not been considered for Special Business for Item No. 3 of Postal Ballot Notice.
9. The summary of votes casted through remote e-voting platform in respect of special businesses proposed in the notice of postal ballot is annexed herewith.

Result of the Postal ballot:

In respect of Special Businesses 1 & 2 as proposed in the Notice of Postal Ballot; all conditions given under Section 114(2) of the Companies Act, 2013 are fulfilled, Special Businesses 1 & 2 are approved by the Members through remote e-voting as Special Resolutions.

In respect of Special Business 3 as proposed in the Notice of Postal Ballot; all conditions given under Regulation 280(2) read with Regulation 277 under Chapter IX of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 are fulfilled, Special Business 3 is approved by the shareholders other than promoters through remote e-voting as Special Resolutions.

The result of the voting by members through remote e-voting in respect of the above mentioned businesses may, accordingly, be declared by the Chairman or any other Authorized Person, as decided by the Board of Director of the Company and who has also countersigned this report.

10. The Register, all other papers and relevant records relating to remote e-voting shall remain in my safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Postal Ballot and thereafter the same will be handed over to the Company Secretary of the Company.

Place: Ahmedabad

Date : November 7, 2020

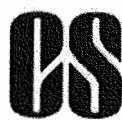
Signature:

Name of Company Secretary : Anand S. Lavingia

ACS No.: 26458 C. P. No.: 11410

UDIN: A026458B001182349





Anand Lavingia

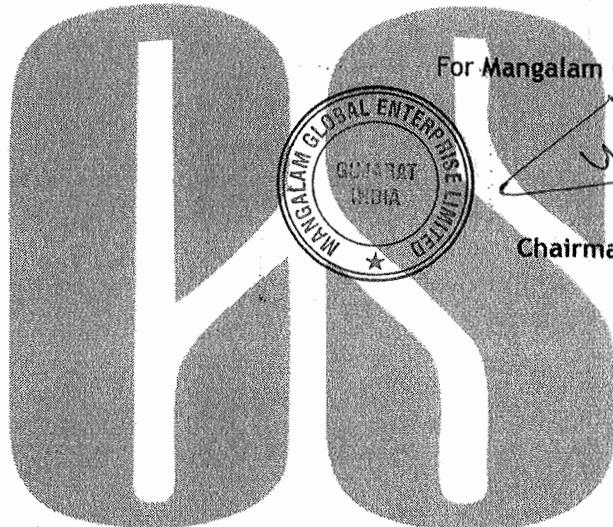
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DECLARATION

We, the undersigned witnessed that the remote e-voting result/list was unblocked and downloaded from the LIIPL website (<https://instavote.linkintime.co.in>) in our presence on Saturday, November 7, 2020 around at 1:41 p.m. at the office of Mr. Anand Lavingia, the scrutinizer.

Witness 1: Mrs. Jalpa Lavingia <i>J. A. Lavingia</i>	Witness 2: Ms. Himani Thakkar <i>H. C. Thakkar</i>
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Countered by
For Mangalam Global Enterprise Limited

Mangal
Vipin Prakash Mangal
Chairman and Executive Director
DIN: 02825511



Office No. 415-416, 4th Floor, Pushpam Complex, Opp. Seema Hall, 100 Feet Ring Road,
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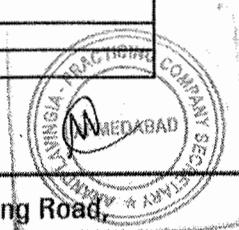
Practicing Company Secretary

Annexure

Detailed Results of Remote e-voting on Special Businesses proposed in Postal Ballot Notice dated October 3, 2020 by the Mangalam Global Enterprise Limited (in SEBI Format)

Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Special Resolution for increasing the Authorised Share Capital of the Company and to make consequent alteration in Clause V of the Memorandum of Association.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes in favour	No. of votes - against	% of votes in favour on votes polled	% of Votes against on votes polled
Promoter and Promoter Group	E-Voting	17698215	8378340	47.3400	8378340	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		8378340	47.3400	8378340	0	100.0000	0.0000
Public-Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	6387900	1138410	17.8213	1138410	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1138410	17.8213	1138410	0	100.0000	0.0000
Total		24086115	9516750	39.5114	9516750	0	100.0000	0.0000
Whether resolution is Pass or Not.					Yes			
Disclosure of notes on resolution					Not Applicable			

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	0





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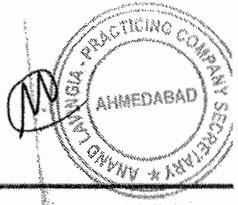
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Detailed Results of Remote e-voting on Special Businesses proposed in Postal Ballot Notice dated October 3, 2020 by the Mangalam Global Enterprise Limited (in SEBI Format)

Resolution (2)									
Resolution required: (Ordinary / Special)				Special					
Whether promoter/promoter group are interested in the agenda/resolution?				No					
Description of resolution considered				Special Resolution for Issue of Equity Shares on a Preferential Basis.					
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of Votes against on votes polled	
		(1)	(2)	(3) = [(2) / (1)] * 100	(4)	(5)	(6) = [(4) / (2)] * 100	(7) = [(5) / (2)] * 100	
Promoter and Promoter Group	E-Voting	17698215	8378340	47.3400	8378340	0	100.0000	0.0000	
	Poll		0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	
	Total		17698215	8378340	47.3400	8378340	0	100.0000	
Public Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000	
	Poll		0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	
	Total		0	0.0000	0	0	0.0000	0.0000	
Public- Non Institutions	E-Voting	6387900	1138410	17.8213	1138410	0	100.0000	0.0000	
	Poll		0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	
	Total		6387900	1138410	17.8213	1138410	0	100.0000	
Total				9516750	39.5114	9516750	0	100.0000	
Whether resolution is Pass or Not.						Yes			
Disclosure of notes on resolution						Not Applicable			

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	0



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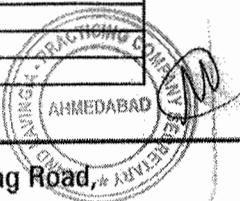
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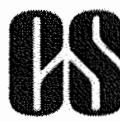
Detailed Results of Remote e-voting on Special Businesses proposed in Postal Ballot Notice dated October 3, 2020 by the Mangalam Global Enterprise Limited (in SEBI Format)

Resolution (3)										
Resolution required: (Ordinary / Special)				Special						
Whether promoter/promoter group are interested in the agenda/resolution?				No						
Description of resolution considered				Special Resolution for migration of the Company from Emerge Platform of National Stock Exchange of India Limited to Main Board of National Stock Exchange of India Limited.						
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of Votes against on votes polled		
Promoter and Promoter Group	E-Voting	17698215	(1)	(2)	(3) = [(2) / (1)] * 100	(4)	(5)	(6) = [(4) / (2)] * 100	(7) = [(5) / (2)] * 100	
	Poll		0	0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot (if applicable)		0	0	0.0000	0	0	0.0000	0.0000	
	Total		17698215	0	0.0000	0	0	0.0000	0.0000	
Public- Institutions	E-Voting	0	0	0	0.0000	0	0	0.0000	0.0000	
	Poll		0	0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot (if applicable)		0	0	0.0000	0	0	0.0000	0.0000	
	Total		0	0	0.0000	0	0	0.0000	0.0000	
Public- Non Institutions	E-Voting	6387900	1138410	17.8213	1138410	0	100.0000	0.0000		
	Poll		0	0.0000	0	0	0.0000	0.0000		
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000		
	Total		6387900	1138410	17.8213	1138410	0	100.0000	0.0000	
Total				24086115	1138410	4.7264	1138410	0	100.0000	
Whether resolution is Pass or Not.						Yes				
Disclosure of notes on resolution	Since, in terms of Regulation 280(2) read with Regulation 277 under Chapter IX of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, the votes casted by Promoters Shareholders are not material, all 8378340 votes casted by 5 persons belonging to Promoters and Promoters' Group, in favour of Special Business for Item No. 3 of Postal Ballot Notice, have not been considered for Special Business for Item No. 3 of Postal Ballot Notice.									

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	0

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Annexure

Detailed Results of Remote e-voting on Special Businesses proposed in Postal Ballot Notice dated October 3, 2020 by the Mangalam Global Enterprise Limited (in Companies Act, 2013 Format)

Resolution 1:

Special Resolution for increasing the Authorised Share Capital of the Company and to make consequent alteration in Clause V of the Memorandum of Association.

i. Voted in favour of the resolution:

Voting Description	Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	37	9516750	100.00%
Total	37	9516750	100.00%

ii. Voted against the resolution:

Voting Description	Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	0	0	0.00%
Total	0	0	0.00%

iii. Invalid Votes:

Voting Description	Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	0	0	0.00%
Total	0	0	0.00%



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Resolution 2:

Special Resolution for Issue of Equity Shares on a Preferential Basis.

(i) Voted in favour of the resolution:

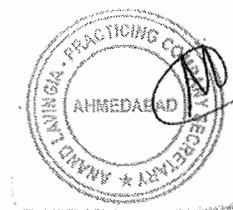
Voting Description	Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote Remote E-voting	37	9516750	100.00%
Total	37	9516750	100.00%

(ii) Voted against the resolution:

Voting Description	Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	0	0	0.00%
Total	0	0	0.00%

(iii) Invalid Votes:

Voting Description	Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	0	0	0.00%
Total	0	0	0.00%





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Resolution 3:

Special Resolution for migration of the Company from Emerge Platform of National Stock Exchange of India Limited to Main Board of National Stock Exchange of India Limited.

(i) Voted in favour of the resolution:

Voting Description	Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting (Refer Note hereunder)	32	1138410	100.00%
Total	32	1138410	100.00%

(ii) Voted against the resolution:

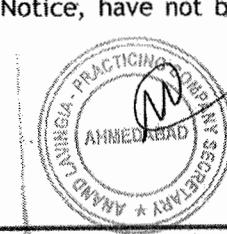
Voting Description	Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	0	0	0.00%
Total	0	0	0.00%

(iii) Invalid Votes:

Voting Description	Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	0	0	0.00%
Total	0	0	0.00%

Note:

Since, in terms of Regulation 280(2) read with Regulation 277 under Chapter IX of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, the votes casted by Promoters Shareholders are not material, all 8378340 votes casted by 5 persons belonging to Promoters and Promoters' Group, in favour of Special Business for Item No. 3 of Postal Ballot Notice, have not been considered for Special Business for Item No. 3 of Postal Ballot Notice.



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