Annexure - A

# INLAND PRINTERS LIMITED

Reg. Off.: F-18 Tenth Central Mall, Mahavir Nagar, Kandivali West, Mumbai - 400067Tel.: 9987773105Email: inlandprintersItd@gmail.comCIN: L99999MH1978PLC020739Website: www.inlandprinters.in

# Declaration of voting results of NCLT Convened Meeting of Equity Shareholders

Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company had provided E-voting facility to its Shareholders as specified in the NCLT Convened Equity Shareholders Meeting Notice dated 17<sup>th</sup> February, 2024 ("the Notice") read with the Explanatory Statement attached thereto.

The Hon'ble NCLT, Mumbai Bench, at Mumbai had appointed Ms. Akanksha Mota, Proprietor of M/s Akanksha Mota & Co., Practicing Company Secretaries as the Scrutinizer for scrutinizing the E-voting Process at the NCLT Convened Meeting of Equity Shareholders in fair and transparent manner.

The Scrutinizer has submitted his report on voting on 28<sup>th</sup> March, 2024 ("the Report") and based on the Scrutinizer's Report and pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the following result is hereby announced to the members on 29<sup>th</sup> March, 2024:

1.	Date of Declaration of E-Voting	29 <sup>th</sup> March, 2024		
2.	Total Number of Shareholders as on Cut-Off date	1289		
3	No. of shareholders present in the meeting either in person or through proxy	NA		
	Promoter and Promoter Group	NA		
	Public	NA		
4.	No. of shareholders attended the meeting s through video conferencing	25		
	Promoter and Promoter Group	2		
	Public	23		
5.	Details of the Agenda	Resolution required	Mode of Voting (Show of hands/Poll/ Ballot/E- voting)	Result
(i)	To approve the Scheme of Amalgamation of Parthiv Corporate Advisory Private Limited (the Transferor Company) with Inland Printers	*	E-voting at the Meeting / Remote E- Voting	Unanimously

# INLAND PRINTERS LIMITED

# Reg. Off.: F-18 Tenth Central Mall, Mahavir Nagar, Kandivali West, Mumbai - 400067Tel.: 9987773105Email: inlandprintersltd@gmail.comCIN: L99999MH1978PLC020739Website: www.inlandprinters.in

Limited (the Transferee		
Company) under Section 230 to 232 of the Companies Act, 2013		
and Rules made thereunder		

Item No. 1: To approve of Scheme of Amalgamation of Parthiv corporate Advisory Private Limited (the Transferor Company) with Inland Printers Limited (the Transferee Company) under Section 230 to 232 of the Companies Act, 2013 and Rules made thereunder:

Promoter /Public	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 - Again st	% of votes in favour on votes polled	% of votes against on votes polled
	(a)	(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6) = [(4)/(2)]*100	(7) = [(5)/(2)*100]
Promoter	E-Voting	8,37,280	8,37,280	100	8,37,280	0	100	0
and	Poll	0,01,200	0	0	0	0	0	0
Promoter Group	Postal Ballot (if applicable)		0	0	0	0	0	0 s
	Total .	8,37,280	8,37,280	100	8,37,280	0	100	0
Public -	E-Voting	1,060	0	0.	0	0	0	0
Institutio	Poll		0	0	0	0	0	0
nal Holder	Postal Ballot (if applicable)	\$	0	0	0	0	0	0
	Total	1,060	0	0	0	0	0	0
Public -	E-Voting	41,05,420	25,40,007	61.86	25,40,007	0	100	0
Others	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	41,05,420	25,40,007	61.86	25,40,007	0•	100	0
Total		49,43,760	33,77,287	68.31	33,77,287	0	100 · -	0

# INLAND PRINTERS LIMITED

Reg. Off.: F-18 Tenth Central Mall, Mahavir Nagar, Kandivali West, Mumbai - 400067Tel.: 9987773105Email: inlandprintersltd@gmail.comCIN: L99999MH1978PLC020739Website: www.inlandprinters.in

As per the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 and based on the said report of the Scrutinizer dated 28<sup>th</sup> March, 2024. We hereby declare that aforesaid Resolutions are duly passed unanimously.

For Inland Printers Limited

Bhumi Mistry Company Secretary & Compliance Officer



# Annexare-B

Akanksha Mota & Co. Company Secretaries Office No. 201, Neelkanth Apartment, Sant Tukaram Road, Near NY Cinema, Mulund East Mumbai 400081 Contact No: +91 – 9987239582; email: akanksha.amco@gmail.com

#### **Consolidated Scrutinizers Report**

Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Order Passed by the Hon'ble National Company Law Tribunal, Mumbai Bench

To

Mr. Dipak Kumar Shah

The Chairman

(Appointed by the Hon'ble National Company Law Tribunal, Mumbai Bench for the meeting of Equity Shareholders of Inland Printers Limited – CIN: L99999MH1978PLC020739 having its registered office at F-18 Tenth Central Mall, Mahavir Nagar, Kandivali (West), Mumbai 400067, Maharashtra, India)

Subject: Scrutinizer's Report on Remote E-Voting and E-Voting during the NCLT convened meeting (adjourned) of the Equity Shareholders of Inland Printers Limited held on Wednesday, 27<sup>th</sup> March 2024 through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM') at 2.00 P.M. (IST) pursuant to the Order dated 13<sup>th</sup> February, 2024 of Hon'ble NCLT, Mumbai Bench, for the Scheme of Amalgamation between Parthiv Corporate Advisory Private Limited (the Transferor Company) with Inland Printers Limited (the Transferee Company) and their respective shareholders under Section 230-232 of Companies Act, 2013 read with Companies (Compromise, Arrangement and Amalgamations) Rules, 2016

Dear Sir,

I, Akanksha Mota, proprietor of M/s. Akanksha Mota & Co, Practising Company Secretaries, have been appointed as the Scrutinizer pursuant to an order dated 13<sup>th</sup> February, 2024 passed by the Hon'ble National Company Law Tribunal, Bench at Mumbai for the NCLT convened meeting of the equity shareholders of Inland Printers Limited ("the Company") held on Wednesday, 27<sup>th</sup> March 2024 at 1.30 P.M.(IST) to scrutinise the remote e-voting and e-voting during the meeting. The said meeting was adjourned for the want of quorum and held on Wednesday, 27<sup>th</sup> March 2024 at 2.00 p.m.

The quorum stipulated by the NCLT in its Order dated 13<sup>th</sup> February, 2024 in relation to the meeting of the equity shareholders of the Company was minimum 130 in number and if the quorum was not present within half an hour from the time appointed for holding of the meeting then the quorum had to be as per the provisions of Section 103 of the Companies Act, 2013. Since presence of minimum number of the shareholders (130) could not be ascertained at the commencement of the meeting, as per the NCLT Order, the meeting was adjourned for 30 minutes for want of quorum and in the adjourned (reassembled) meeting at 2.00 p.m., the members virtually present formed the quorum as per the NCLT Order and as per the provisions of Section 103 of the Companies Act, 2013.

My responsibility as the scrutinizer is restricted to ascertaining the voting processes and to make Scrutinizer's Report of the votes cast 'in favour' or 'against' the resolutions contained in the notice of NCLT convened meeting, based on the reports generated by the RTA of the Company. The Management of the Company is responsible to ensure the

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Company Secretaries

Office No. 201, Neelkanth Apartment, Sant Tukaram Road, Near NY Cinema, Mulund East Mumbai 400081 Contact No: +91 – 9987239582; email: akanksha.amco@gmail.com

compliance with the requirements of the Companies Act, 2013 and rules made thereunder and as amended from time to time relating to voting on the resolutions contained in the notice of the meeting and the NCLT Order dated 13<sup>th</sup> February 2024.

The Company had appointed the Central Depository Service (India) Limited ("CDSL") as the agency for providing the facility of remote e-voting to all the eligible equity shareholders and the facility of e-voting during the NCLT convened meeting to those eligible equity shareholders who attended the meeting through VC /OAVM and have not voted earlier through remote e-voting.

Further to the above, I submit my report as under:

- The Equity shareholders of the Company as on the cut-off date i.e. Wednesday, 20<sup>th</sup> March 2024 were entitled to cast their vote on resolution No. 1 as set out in the notice of meeting.
- The Notice, together with the documents accompanying the same, including the explanatory statement and the Scheme, was sent through email to those shareholders whose email id was registered with the Company and to others through registered post whose email id was not registered with the Company as on the cut-off date.
- The remote e-voting period commenced on Sunday, 24<sup>th</sup> March 2024 at 9.00 A.M. (IST) and ended on Tuesday, 26<sup>th</sup> March 2024 at 5.00 P.M. (IST) and thereafter the remote e-voting module was blocked and disabled by CDSL.
- 4. Before commencement of the meeting, a limited information report containing information about the equity shareholders of the Company such as folio number, DP Id & Client Id, name and number of equity shares held as on the cut-off date etc. except votes cast by the members who voted through remote e-voting was generated from the portal of Central Depository Services (India) Limited ('CDSL').
- 5. Facility for e-voting during the NCLT convened meeting was made available during the meeting and till 15 (Fifteen) minutes after its conclusion.
- 6. As directed by the said Order, the Company had published advertisements of the Notice in English newspaper viz. Business Standard (All India Edition) on Monday, 26<sup>th</sup> February, 2024 having wide circulation in India and in Marathi newspaper viz. Navshakti (Mumbai Edition) on Sunday, 25<sup>th</sup> February, 2024 having wide circulation in the state of Maharashtra.
- 7. After the closure of e-voting during the meeting, the votes cast through e-voting during the meeting and through remote e-voting prior to the date of meeting were unblocked in presence of two witnesses, Mr. Shreyas Ponkshe, Occupation: Service and Ms. Nisha Tambe, Occupation: Service, who are not in employment of the Company and the remote E-voting report / results were downloaded from E-voting website of CDSL.

Based on the voting summary downloaded from the CDSL and reports provided by Satellite Corporate Services Private Limited, the Registrar and Transfer Agent of the

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Company Secretaries

Office No. 201, Neelkanth Apartment, Sant Tukaram Road, Near NY Cinema, Mulund East Mumbai 400081 Contact No: +91 – 9987239582; email: akanksha.amco@gmail.com

Company (the RTA), the result of the voting at the NCLT convened meeting of the Equity Shareholders of the Company is as under:

#### **Special Business:**

#### Item No: 1- Special Resolution

To approve the Scheme of Amalgamation of Parthiv Corporate Advisory Private Limited ("Transferor Company") with Inland Printers Limited ("Transferee Company")

#### Voted in favour of the resolution:

Type of Voting	Number of Shareholders	Number of Votes	Percentage
Remote e-voting	27	3377287	100
E-voting during the meeting	0	0	0
Total	27	3377287	100

#### Voted against the resolution:

Type of Voting	Number of Shareholders	Number of Votes	Percentage
Remote e-voting	0	0	0
E-voting during the meeting	0	0	0
Total	0	0	0

#### **Invalid Votes**

Total number of members whose total	Total numbers of votes
numbers of votes were declared	votes were declared invalid cast by
invalid	them
0	0

Based on the foregoing, the resolution as mentioned herein below and forming part of the Notice dated 17<sup>th</sup> February, 2024 stands passed unanimously under remote e-voting and e-voting at the meeting:

"RESOLVED THAT pursuant to the provisions of Sections 230 to 232 and other applicable provisions of the Companies Act, 2013, read with the Companies (Compromise, Arrangements and Amalgamations) Rules, 2016 and other applicable

Page 3 of 7 practicing Acanteha M Na.: 24626 Cp No.: 15096

Company Secretaries

Office No. 201, Neelkanth Apartment, Sant Tukaram Road, Near NY Cinema, Mulund East Mumbai 400081 Contact No: +91 – 9987239582; email: akanksha.amco@gmail.com

provisions of the Companies Act, 2013, circulars and notifications made thereunder (including any statutory modification or re-enactment thereof) as may be applicable, the Securities and Exchange Board of India Master Circular Nos. SEBI/HO/CFD/POD-2/P/CIR/2023/93 dated 20th June. 2023. and SEBI/HO/CFD/DIL1/CIR/P/2021/000000665 dated 23rd November, 2021, the observation letter no. DCS/AMAL/TL/R37/2961/2023-24 dated 2<sup>nd</sup> November. 2023 issued by BSE Limited and subject to the provisions of the Memorandum and Articles of Association of the Company (as amended from time to time) and subject to the approval of Hon'ble National Company Law Tribunal, Bench at Mumbai ("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 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 be deemed to mean and include one or more Committee(s) constituted/to be constituted by the Board or any person(s) which the Board may nominate to exercise its powers including the powers conferred by this resolution), the arrangement embodied in the Scheme of Amalgamation of Parthiv Corporate Advisory Private Limited ("Transferor Company") with Inland Printers Limited ("Transferee Company') and their respective Shareholders ("Scheme"), be and is hereby approved.

**RESOLVED FURTHER THAT** the Board 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 arrangement 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 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 questions or doubts or difficulties that may arise including passing of such accounting entries and/or making such adjustments in the books of accounts as considered necessary in giving effect to the Scheme, as the Board may deem fit and proper and to do all such acts, deeds, matters and things as may be necessary, desirable or expedient, including, without limitation, to settle any questions, difficulties or doubts that may arise in relation to the same and to give effect to this Resolution."

A list of equity shareholders who voted "IN FAVOUR" or "AGAINST" and those whose votes were declared invalid for the resolution is enclosed as Annexure – I.

Based on the aforesaid report, I hereby certify that the Resolution No.1 as set out in the Notice has been passed unanimously. As the votes cast by the public shareholders in favour of the proposed scheme are more than the number of votes cast by the public shareholders against it, and also a majority present in persons representing three fourths

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Akanksha Mota & Co. Company Secretaries Office No. 201, Neelkanth Apartment, Sant Tukaram Road, Near NY Cinema, Mulund East Mumbai 400081 Contact No: +91 – 9987239582; email: akanksha.amco@gmail.com

in value of the Equity Shareholders, of the Applicant Company, voting in person or evoting, agree to the Scheme

All electronic data and relevant records of Remote E-voting and E-voting during the meeting have been handed over to the Company Secretary of the Company for safe keeping.

For Akanksha Mota & Co. Company Secretaries

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Akanksha Mota Proprietor M. No: 24626 C.P. No: 15096

UDIN: A024626E003645441 Firm Reg No: S2016MH434800 Peer Review No: 3261/2023

Place: Mumbai Date: March 28, 2024

Witness:

am Shreyas Ponkshe Occupation: Service

Countersigned by

Dipak Kumar Shah Chairperson appointed by Hon'ble Tribunal for the meeting of Unsecured <u>Creditors</u> of the Company Equity shareholders

Nisha Tambe

Occupation: Service



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Company Secretaries

Office No. 201, Neelkanth Apartment, Sant Tukaram Road, Near NY Cinema, Mulund East Mumbai 400081 Contact No: +91 – 9987239582; email: akanksha.amco@gmail.com

# Annexure I

Sr. No	Name of shareholder	Type of voting	Number of equity shares held	Voted in favor	Voted against	Invalid vote
1	Kirankumar Rameshbhai Patel	Remote e- voting	669824	Yes	No	Nil
2	Bhavesh Ramanlal Patel	Remote e- voting	167456	Yes	No	Nil
3	Samir Rameshchandra Sheth	Remote e- voting	150000	Yes	No	Nil
4	Laxmi Narayan Somani	Remote e- voting	200000	Yes	No	Nil
5	Manishkumar Badri Rathi	Remote e- voting	80000	Yes	No	Nil
6	Kapil Gupta	Remote e- voting	25312	Yes	No	Nil
7	Anju Kapil Gupta	Remote e- voting	19056	Yes	No	Nil
8	Gulabchand R Taparia HUF	Remote e- voting	42000	Yes	No	Nil
9	Rajendra Kumawat	Remote e- voting	100000	Yes	No	Nil
10	Ravi Kanak Kudal	Remote e- voting	200000	Yes	No	Nil
11	Hemant Pundlik Talele	Remote e- voting	170160	Yes	No	Nil
12	Chetan Pundlik Talele	Remote e- voting	36436	Yes	No	Nil
13	Dashrath Babulal Mewada	Remote e- voting	200000	Yes	No	Nil
14	Chirag Vinod Mistry	Remote e- voting	200000	Yes	No	Nil
15	Kaushik Dhirendra Nahar	Remote e- voting	200000	Yes	No	Nil
16	Aditya Poddar	Remote e- voting	50000	Yes	No	Nil
17	Bimal Kumar Agarwal	Remote e- voting	2	Yes	No	Nil
18	Yash Maheshwari	Remote e- voting	200000	Yes	No	Nil
19	Aniruddha Sakharam Solkar	Remote e- voting	1	Yes	No	Nil

## List of equity shareholders with voting details

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Company Secretaries

Office No. 201, Neelkanth Apartment, Sant Tukaram Road, Near NY Cinema, Mulund East Mumbai 400081 Contact No: +91 – 9987239582: email: akanksha.amco@gmail.com

	Total		3377287			
27	Rajesh Agarwal	Remote e- voting	80000	Yes	No	Nil
26	Manita Rajesh Agarwal	Remote e- voting	120000	Yes	No	Nil
25	Deepak Tela	Remote e- voting	200000	Yes	No	Nil
24	Jyoti Mundra	Remote e- voting	200000	Yes	No	Nil
23	Rajesh Agarwal	Remote e- voting	16000	Yes	No	Nil
22	Deepak Patel	Remote e- voting	40	Yes	No	Nil
21	Paras P Bhinde HUF	Remote e- voting	1000	Yes	No	Nil
20	Deepansh Ravindra Parab	Remote e- voting	50000	Yes	No	NI

For Akanksha Mota & Co. Company Secretaries

Akanksha Mota

Proprietor M. No: 24626 C.P. No: 15096

UDIN: A024626E003645441 Firm Reg No: S2016MH434800 Peer Review No: 3261/2023

Place: Mumbai Date: March 28, 2024 Countersigned by

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Dipak Kumar Shah Chairperson appointed by Hon'ble Tribunal for the meeting of Unsecured Creditors of the Company Equilyshambulues



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Company Secretaries

Office No. 201, Neelkanth Apartment, Sant Tukaram Road, Near NY Cinema, Mulund East Mumbai 400081 Contact No: +91 – 9987239582; email: akanksha.amco@gmail.com

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#### **Consolidated Scrutinizers Report**

#### Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Order passed by the Hon'ble National Company Law Tribunal, Mumbai Bench

#### То

Mr. Dipak Kumar Shah,

The Chairman

(Appointed by the Hon'ble National Company Law Tribunal, Mumbai Bench for the meeting of Unsecured Creditors of Inland Printers Limited – CIN: L999999MH1978PLC020739 having its registered office at F-18 Tenth Central Mall, Mahavir Nagar, Kandivali (West), Mumbai 400067, Maharashtra, India)

Subject: Scrutinizer's Report on Remote E-Voting and E-Voting during the NCLT convened meeting of the Unsecured Creditors of Inland Printers Limited held on Wednesday, 27<sup>th</sup> March 2024 through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM'} at 4.00 P.M. (IST) pursuant to the Order dated 13<sup>th</sup> February, 2024 of Hon'ble NCLT, Mumbai Bench, for the Scheme of Amalgamation between Parthiv Corporate Advisory Private Limited (the Transferor Company) with Inland Printers Limited (the Transferee Company) and their respective shareholders under Section 230-232 of Companies Act, 2013 read with Companies (Compromise, Arrangement and Amalgamations) Rules, 2016

#### Dear Sir,

I, Akanksha Mota, proprietor of M/s. Akanksha Mota & Co, Practising Company Secretaries, have been appointed as the Scrutinizer pursuant to an order dated 13<sup>th</sup> February, 2024 passed by the Hon'ble National Company Law Tribunal, Bench at Mumbai at the NCLT convened meeting of unsecured creditors of Inland Printers Limited ("the Company") held on Wednesday, 27<sup>th</sup> March 2024 at 4.00 P.M. (IST) to scrutinise the remote e-voting and e-voting during the meeting.

My responsibility as the scrutinizer is restricted to ascertaining the voting processes and to make Scrutinizer's Report of the votes cast 'in favour' or 'against' the resolution contained in the Notice of NCLT convened meeting, based on the reports generated from the e-voting system provided by Central Depository Service (India) Limited, the authorised agency of the Company for providing E-voting facility. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules made thereunder and as amended from time to time relating to voting on the resolution contained in the notice of the meeting and the NCLT Order dated February 13, 2024.

The Company appointed the Central Depository Service (India) Limited ("CDSL") as authorised agency for providing the facility of remote e-voting to all the eligible unsecured creditors and the facility of e-voting during the NCLT convened meeting to those eligible unsecured creditors who attended the meeting through VC /OAVM and have not voted earlier through remote e-voting.

Further to the above, I submit my report as under:

Company Secretaries

Office No. 201, Neelkanth Apartment, Sant Tukaram Road, Near NY Cinema, Mulund East Mumbai 400081 Contact No: +91 – 9987239582; email: akanksha.amco@gmail.com

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- The Unsecured creditors of the Company as on cut-off date i.e. Wednesday, 20<sup>th</sup> March 2024 were entitled to cast their vote on resolution No. 1 as set out in the notice of meeting.
- The Notice, together with the documents accompanying the same, including the explanatory statement and the Scheme, was sent through email to all unsecured creditors of the Company as on the cut-off date.
- The remote e-voting period commenced on Sunday, 24<sup>th</sup> March 2024 at 9.00 A.M. (IST) and ended on Tuesday, 26<sup>th</sup> March 2024 at 5.00 P.M. (IST) and thereafter the remote evoting module was blocked and disabled by CDSL.
- Facility for e-voting during the NCLT convened meeting was made available during the meeting and till 15 (Fifteen) minutes after its conclusion.
- 5. As directed by the said Order, the Company had published advertisements of the Notice in English newspaper viz. Business Standard (All India Edition) on Monday, 26<sup>th</sup> February, 2024 having wide circulation in India and in Marathi newspaper viz. Navshakti (Mumbai Edition) on Sunday, 25<sup>th</sup> February, 2024 having wide circulation in the state of Maharashtra.
- 6. After the closure of e-voting during the meeting, the votes cast through e-voting during the meeting and through remote e-voting prior to the date of meeting were unblocked in presence of two witnesses, Mr. Shreyas Ponkshe, Occupation: Service and Ms. Nisha Tambe, Occupation: Service who are not in employment of the Company and the remote E-voting report / results were downloaded from E-voting website of CDSL.

Based on the voting summary downloaded from the system of the Central Depository Services (India) Limited ('CDSL') the result of the voting at the NCLT convened meeting is as under:

**Special Business:** 

Item No: 1- Special Resolution

To approve the Scheme of Amalgamation of Parthiv Corporate Advisory Private Limited ("Transferor Company") with Inland Printers Limited ("Transferee Company")

Voted in favour of the resolution:

Type of Voting	Number of unsecured creditors	Number of votes (Amount outstanding in Rs.)	Percentage
Remote e-voting	3	85,87,005	100
E-voting during the meeting	0	0	0
Total	3	85,87,005	100

Company Secretaries

Office No. 201, Neelkanth Apartment, Sant Tukaram Road, Near NY Cinema, Mulund East Mumbai 400081 Contact No: +91 – 9987239582; email: akanksha.amco@gmail.com

## Voted against the resolution:

Type of Voting	Number of unsecured creditors	Number of votes (Amount outstanding in Rs.)	Percentage
Remote e-voting	0	0	. 0
E-voting during the	0	0	0
meeting Total	0	0	0

#### Invalid Votes

Total number of unsecured creditors whose Total numbers of votes were declared invalid	Total numbers of votes (Amount outstanding in Rs.) votes were declared invalid cast by them 0
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Based on the foregoing, the resolution as mentioned herein below and also forming part of the Notice dated 17<sup>th</sup> February, 2024 stands passed unanimously under remote e-voting and e-voting at the meeting:

"RESOLVED THAT pursuant to the provisions of Sections 230 to 232 and other applicable provisions of the Companies Act, 2013, read with the Companies (Compromise, Arrangements and Amalgamations) Rules, 2016 and other applicable provisions of the Companies Act, 2013, circulars and notifications made thereunder (including any statutory modification or re-enactment thereof) as may be applicable, the Securities and Exchange Board of India Master Circular Nos. SEBI/HO/CFD/POD-2/P/CIR/2023/93 dated 20th June, 2023, and SEBI/HO/CFD/DIL1/CIR/P/2021/0000000665 dated 23rd November, 2021, the observation letter no. DCS/AMAL/TL/R37/2961/2023-24 dated 2<sup>nd</sup> November, 2023 issued by BSE Limited and subject to the provisions of the Memorandum and Articles of Association of the Company ( as amended from time to time) and subject to the approval of Hon'ble National Company Law Tribunal, Bench at Mumbai ("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 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 be deemed to mean and include one or more Committee(s) constituted/to be constituted by the Board or any person(s) which the Board may nominate to exercise its powers including the powers conferred by this resolution), the arrangement embodied in the Scheme of Amalgamation of Parthiv Corporate Advisory Private Limited ("Transferor Company") with Inland Printers Limited ("Transferee Company') and their respective Shareholders ("Scheme"), be and is hereby approved.

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Company Secretaries

Office No. 201, Neelkanth Apartment, Sant Tukaram Road, Near NY Cinema, Mulund East Mumbai 400081 Contact No: +91 – 9987239582; email: akanksha.amco@gmail.com

**RESOLVED FURTHER THAT** the Board 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 arrangement 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 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 questions or doubts or difficulties that may arise including passing of such accounting entries and/or making such adjustments in the books of accounts as considered necessary in giving effect to the Scheme, as the Board may deem fit and proper and to do all such acts, deeds, matters and things as may be necessary, desirable or expedient, including, without limitation, to settle any questions, difficulties or doubts that may arise in relation to the same and to give effect to this Resolution."

A list of unsecured creditors who voted "IN FAVOUR" or "AGAINST" and those whose votes were declared invalid for the resolution is enclosed as Annexure – I.

Based on the aforesaid report, I certify that the Resolution No.1 as set out in the Notice has been passed unanimously.

All electronic data and relevant records of Remote E-voting and E-voting during the meeting have been handed over to the Company Secretary of the Company for safe keeping.

For Akanksha Mota & Co. Company Secretaries

Akanksha Mota Proprietor M. No: 24626 C.P. No: 15096

UDIN: A024626E003645485 Firm Reg No: S2016MH434800 Peer Review No: 3261/2023

Place: Mumbai Date: March 28, 2024

Witness:

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Shreyas Ponkshe Occupation: Service



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Nisha Tambe Occupation: Service Countersigned by

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Dipak Kumar Shah Chairperson appointed by Hon'ble Tribunal for the meeting of Unsecured Creditors of the Company

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Company Secretaries

Office No. 201, Neelkanth Apartment, Sant Tukaram Road, Near NY Cinema, Mulund East Mumbai 400081 Contact No: +91 – 9987239582; email: akanksha.amco@gmail.com

## Annexure-I

# Details of voting of Unsecured Creditors

Sr. No	Name of Unsecured Creditor	Outstanding Amount in Rs.	Voted in Favour of resolution	Voted against the resolution	Abstained
1	Kiran Patel	2,56,496	Yes		60.04
2	Shubham Dealmark Private Limited	70,30,727	Yes		
3	Transerve Advisors Private Limited	12,99,782	Yes		

For Akanksha Mota & Co. Company Secretaries

Practic Akanksha Mota Proprietor M. No: 24626 C.P. No: 15096

UDIN: A024626E003645485 Firm Reg No: S2016MH434800 Peer Review No: 3261/2023

Place: Mumbai Date: March 28, 2024 Countersigned by

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Dipak Kumar Shah Chairperson appointed by Hon'ble Tribunal for the meeting of Unsecured Creditors of the Company

Company Secretaries

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## Consolidated Scrutinizers Report

#### Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Order passed by the Hon'ble National Company Law Tribunal, Mumbai Bench

#### To

Mr. Dipak Kumar Shah

The Chairman

(Appointed by the Hon'ble National Company Law Tribunal, Mumbai Bench for the meeting of Secured Creditors of Parthiv Corporate Advisory Private Limited – CIN: U93000MH2017PTC291314 having its registered office at A/708, Kanakia Wall Street, Andheri Kurla Road, Chakala Junction, Andheri (East), Mumbai - 400093 Maharashtra, India)

Subject: Scrutinizer's Report on Remote E-Voting and E-Voting during the NCLT convened meeting of the Secured Creditors of Parthiv Corporate Advisory Private Limited held on Wednesday, 27<sup>th</sup> March 2024 through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM') at 3.00 P.M. (IST) pursuant to the Order dated 13<sup>th</sup> February, 2024 of Hon'ble NCLT, Mumbai Bench, for the Scheme of Amalgamation between Parthiv Corporate Advisory Private Limited (the Transferor Company) with Inland Printers Limited (the Transferee Company) and their respective shareholdersunder Section 230-232 of Companies Act, 2013 read with Companies (Compromise, Arrangement and Amalgamations) Rules, 2016

#### Dear Sir,

I, Akanksha Mota, proprietor of M/s. Akanksha Mota & Co, Practising Company Secretaries, have been appointed as the Scrutinizer pursuant to an order dated 13<sup>th</sup> February, 2024 passed by the Hon'ble National Company Law Tribunal, Bench at Mumbai at the NCLT convened meeting of the secured creditors of Parthiv Corporate Advisory Private Limited ("the Company") held on Wednesday, 27<sup>th</sup> March 2024 at 3.00 P.M.(IST) to scrutinise the remote e-voting and e-voting during the meeting.

My responsibility as the scrutinizer is restricted to ascertaining the voting processes and to make Scrutinizer's Report of the votes cast 'in favour' or 'against' the resolutions contained in the Notice of NCLT convened meeting, based on the reports generated from the e-voting system provided by Central Depository Service (India) Limited, the authorised agency of the Company for providing E-voting facility. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules made thereunder and as amended from time to time relating to voting on the resolutions contained in the notice of the meeting and the NCLT Order dated February 13, 2024.

The Company appointed the Central Depository Service (India) Limited ("CDSL") as authorised agency for providing the facility of remote e-voting to all the eligible secured creditors and the facility of e-voting during the NCLT convened meeting to those eligible secured creditors who attended the meeting through VC /OAVM and have not voted earlier through remote e-voting.

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Further to the above, I submit my report as under:

Company Secretaries

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- The Secured creditors of the Company as on cut-off date i.e. Wednesday, 20<sup>th</sup> March 2024 were entitled to cast their vote on resolution No. 1 as set out in the notice of meeting.
- 2. The Notice, together with the documents accompanying the same, including the explanatory statement and the Scheme, was sent through email to all the secured creditors of the Company as on the cut-off date.
- 3. The remote e-voting period commenced on Sunday, 24<sup>th</sup> March 2024 at 9 00 A.M. (IST) and ended on Tuesday, 26<sup>th</sup> March 2024 at 05.00 P.M. (IST) and thereafter the remote e-voting module was blocked and disabled by CDSL.
- 4. Facility for e-voting during the NCLT convened meeting was made available during the meeting and till 15 (Fifteen) minutes after its conclusion.
- 5. As directed by the said Order, the Company had published advertisements of the Notice in English newspaper viz. Business Standard (All India Edition) on Monday, 26<sup>th</sup> February, 2024 having wide circulation in India and in Marathi newspaper viz. Navshakti (Mumbai Edition) on Sunday, 25<sup>th</sup> February, 2024 having wide circulation in the state of Maharashtra.
- 6. After the closure of e-voting during the meeting, the votes cast through e-voting during the meeting and through remote e-voting prior to the date of meeting were unblocked in presence of two witnesses, Mr. Shreyas Ponkshe, Occupation: Service and Ms. Nisha Tambe, Occupation: Service who are not in employment of the Company and the remote E-voting report / results were downloaded from E-voting website of CDSL.

Based on the voting summary downloaded from the system of the Central Depository Services (India) Limited ('CDSL') the result of the voting at the NCLT convened meeting is as under:

#### Special Business:

#### Item No: 1- Special Resolution

To approve the Scheme of Amalgamation of Parthiv Corporate Advisory Private Limited ("Transferor Company") with Inland Printers Limited ("Transferee Company")

# Voted in favour of the resolution:

Type of Voting	Number of secured creditors	Number of votes (Amount outstanding in Rs.)	Percentage
Remote e-voting	2	99,99,171	
E-voting during the meeting		0	
Total	2	99,99,171	100

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## Voted against the resolution:

Type of Voting	Number of secured creditors	Number of Votes (Amount outstanding in Rs.)	Percentage 0 0
Remote e-voting	0	0	
E-voting during the meeting			
Total	0	0	0

#### Invalid Votes

Total number of Secured Creditors	Total numbers of votes
whose Total numbers of votes were	(Amount outstanding in Rs.)
declared invalid	votes were declared invalid cast by them
0	0

Based on the foregoing, the resolution as mentioned herein below and also forming part of the Notice dated 17<sup>th</sup> February, 2024 stands passed unanimously under remote e-voting and e-voting at the meeting:

"RESOLVED THAT pursuant to the provisions of Sections 230 to 232 and other applicable provisions of the Companies Act, 2013, read with the Companies (Compromise, Arrangements and Amalgamations) Rules, 2016 and other applicable provisions of the Companies Act, 2013, circulars and notifications made thereunder (including any statutory modification or re-enactment thereof) as may be applicable, the Securities and Exchange Board of India Master Circular Nos. SEBI/HO/CFD/POD-2/P/CIR/2023/93 dated 20th June, 2023, and SEBI/HO/CFD/DIL1/CIR/P/2021/000000665 dated 23rd November, 2021, the observation letter no. DCS/AMAL/TL/R37/2961/2023-24 dated 2nd November, 2023 issued by BSE Limited and subject to the provisions of the Memorandum and Articles of Association of the Company ( as amended from time to time) and subject to the approval of Hon'ble National Company Law Tribunal, Bench at Mumbai ("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 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 be deemed to mean and include one or more Committee(s) constituted/to be constituted by the Board or any person(s) which the Board may nominate to exercise its powers including the powers conferred by this resolution), the arrangement embodied in the Scheme of Amalgamation of Parthiv Corporate Advisory Private Limited ("Transferor Company") with Inland Printers Limited ("Transferee Company") and their respective Shareholders ("Scheme"), be and is hereby approved.

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#### Akanksha Mota & Co. Company Secretaries

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RESOLVED FURTHER THAT the Board 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 arrangement 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 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 questions or doubts or difficulties that may arise including passing of such accounting entries and/or making such adjustments in the books of accounts as considered necessary in giving effect to the Scheme, as the Board may deem fit and proper and to do all such acts, deeds, matters and things as may be necessary, desirable or expedient including, without limitation, to settle any questions, difficulties or doubts that may arise in relation to the same and to give effect to this Resolution."

A List of Secured Creditors who voted "IN FAVOUR" or "AGAINST" and those whose votes were declared invalid for the resolution is enclosed as Annexure – I.

Based on the aforesaid report, I hereby certify that the Resolution No.1 as set out in the Notice has been passed unanimously

All electronic data and relevant records of Remote E-voting and E-voting during the meeting have been handed over to a Director of the Company for safe keeping.

For Akanksha Mota & Co. Company Secretaries

ksha Akanksha Mota Proprietor

Akanksha Mota Proprietor M. No: 24626 C.P. No: 15096

UDIN A024626E003645485 Firm Reg No. S2016MH434800

Peer Review No. 3261/2023\*

Place Mumbai Date March 28, 2024

Witness:

and Shreyas Ponkshe

ccupation Service

Nisha Tambe Occupation: Service Countersigned by

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Dipak Kumar Shah Chairperson appointed by Hon'ble Tribunal for the meeting of Unsecured Creditors of the Company

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## Annexure-1

# Details of voting of Secured Creditors

			Abstained		
Sr. No	Name of Secured Creditor	Voted in Favour of resolution	Outstanding Amount in Rs.	Voted against the resolution	Contraction and the second sec
			and a set of the set o	*14-	
	Axis Bank Limited	Yes	84,53,698	and a second	
1	1 Axis Barik Linnes	Varia	15 45 473		
17	ICICI Bank Limited	Yes			

For Akanksha Mota & Co. Company Secretaries

Akanksha Mota Proprietor M. No: 24626 C.P. No: 15096

UDIN: A024626E003645485 Firm Reg No: S2016MH434800 Peer Review No: 3261/2023

Place: Mumbai Date, March 28, 2024

Countersigned by

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Dipak Kumar Shah Chairperson appointed by Hon'ble Tribunal for the meeting of Unsecured Creditors of the Company

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