



**CONSOLIDATED SCRUTINIZER'S REPORT (E-VOTING & POLL)**

**REPORT OF SCRUTINIZERS APPOINTED BY THE BOARD OF DIRECTORS OF M/S INTERWORLD DIGITAL LIMITED FOR 27<sup>TH</sup> ANNUAL GENERAL MEETING OF THE COMPANY HELD ON FRIDAY, 30.09.2022 AT 701, ARUNACHAL BUILDING, 19, BARAKHAMBHA ROAD, CONNAUGHT PLACE, NEW DELHI - 110001 AT 09:00 A.M.**

The 27<sup>th</sup> Annual General Meeting of the Members has been held on Friday, 30<sup>th</sup> day of September, 2022 at 09:00 AM. at 701, Arunachal Building, 19, Barakhamba Road, Connaught Place, New Delhi-110 001 for the purposes of considering and, if thought fit, approving, with or without modification(s), the resolutions embodied in the notice of 27<sup>th</sup> AGM of M/s Interworld Digital Limited dated 01.09.2022.

The undersigned **Mr. Kundan Agrawal, Practicing Company Secretary** was appointed as the Scrutinizer, by the Board of Directors of M/s Interworld Digital Limited at its meeting held on 01.09.2022 for their 27<sup>th</sup> Annual General Meeting. The result of the poll & e-voting conducted for the Annual General Meeting is as under:-

**Resolution No. 1**

**Nature of Resolution: Ordinary Resolution**

**Subject Matter: . To receive, consider and adopt the Audited Financial Statements of the company including the Balance Sheet of the Company as at 31st March, 2022 and the Statement of Profit and Loss of the Company and Cash Flow Statement and other Annexures thereof for the financial year ended 31st March, 2022 and the Reports of the Board of Directors and Auditors thereon**

Details of Voting	Assent (For)		Dissent (Against)		Invalid poll No. of Votes
	No. of Shares of Face Value of Re. 1/- each	Number of shares with %	No. of Shareholders	Number of shares with %	
By Poll	36	84459426 (98.46%)	-	-	0
By E- Voting	59	1305461 (1.52%)	8	16186 (0.02%)	0
<b>Consolidated Votes</b>	<b>95</b>	<b>85764887 (99.98%)</b>	<b>8</b>	<b>16186 (0.02%)</b>	<b>0</b>



**Resolution No. 2****Nature of Resolution: Ordinary Resolution**

**Subject Matter: To appoint a Director in place of Mr. Peeyush Kumar Aggarwal (DIN 00090423), the Director of the Company, who is liable to retire by rotation and being eligible, offers himself for re-appointment pursuant to the provisions of Section 152 of the Companies Act, 2013**

Details of Voting	Assent (For) No. of Shares of Face Value of Re. 1/- each		Dissent (Against) No. of votes      Ratio		Invalid poll No. of Votes
	No. of Shareholders	Number of shares with %	No. Of Shareholder s	Number of shares with %	
By Poll	35	59459426 (97.83%)			0
By E- Voting	57	1250461 (2.06%)	10	71186 (0.11%)	0
<b>Consolidated Votes</b>	<b>92</b>	<b>60709887 (99.89%)</b>	<b>10</b>	<b>71186 (0.11%)</b>	<b>0</b>

**Resolution No. 3****Nature of Resolution      Special Resolution****Subject Matter: Approval of related party transactions**

Details of Voting	Assent (For) No. of Shares of Face Value of Re. 1/- each		Dissent (Against) No. of votes      Ratio		Invalid poll No. of Votes
	No. of Shareholder s	Number    of shares with %	No. of Shareholde rs	Number of shares with %	
By Poll	28	50230178 (97.44%)	-	-	0
By E- Voting	58	1255461 (2.44%)	9	66186 (0.12%)	0
<b>Consolidated Votes</b>	<b>86</b>	<b>51485639 (99.88%)</b>	<b>9</b>	<b>66186 (0.12%)</b>	<b>0</b>

\*Mr. Peeyush Kumar Aggarwal, Mr. Ajay Sharma , M/s Omkam Capital Market Private Limited, M/s MPS Fashions Private Limited, M/s MPS Informatics Private Limited, M/s Omkam Commodities Private Limited, M/s Firstbiz Network Private Ltd and Omkam Global Capital Private Limited, were the related parties and they abstained themselves from voting in the said Resolution.

Based on the abovementioned details, the Resolution No. **1-3** was duly passed at Annual General Meeting of the company.

**Thanking You,  
Yours faithfully  
For Kundan Agrawal & Associates**

**Dated: 02/10/2022  
Place: Delhi**

**Kundan Agrawal  
Company Secretary  
Membership No.: F7631  
C.P. No.: 8325  
UDIN:F007631D001118235**



## Kundan Agrawal & Associates

Company Secretaries

Phone: 91-11-43093900

Mobile: 09212467033, 09999415059

E-mail: agrawal.kundan@gmail.com

### Report of Scrutinizer (E-Voting)

#### [Pursuant to section 108 of the Companies Act, 2013 and rule 20(3) of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman of the 27<sup>th</sup> Annual General Meeting of the members of **M/S Interworld Digital Limited** (the Company) held on Friday, the 30<sup>th</sup> Day of September, 2022 at 09:00 A.M at 701, Arunachal Building, 19, Barakhamba Road, Connaught Place, New Delhi-110001

Dear Sir,

I, **Kundan Agrawal, Practicing Company Secretary**, appointed as Scrutinizer for the purpose of scrutinizing the e-voting process and ascertaining the requisite majority on e-voting as per provision of section 108 of the Companies Act 2013 read with rule 20 of the Companies (Management and Administration) rules, 2014 for Annual General Meeting held on Friday, the 30<sup>th</sup> Day of September, 2022 at 09:00 AM at 701, Arunachal Building, 19, Barakhamba Road, Connaught Place, New Delhi-110001.

The Management of the Company is responsible to ensure the Compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the resolutions contained in the Notice of 27<sup>th</sup> Annual General Meeting of the Members of the Company. My responsibility as a scrutinizer for the e-voting process is restricted to make a scrutinizer's report of the votes cast in favor or against the resolution stated above, based on the report generated from the e-voting system provided by Central Depository Service (India ) Limited (CDSL), for the e-voting process engaged by the Company.

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

1. The e-voting period remained open from 27<sup>th</sup> September, 2022 (9am) to 29<sup>th</sup> September, 2022 (5pm). AGM was held on Friday, 30<sup>th</sup> September, 2022.
2. The Members of the Company as on the cut-off date i.e. 23<sup>rd</sup> September, 2022 were entitled to vote on the resolution.
3. The Votes cast were unblocked on 30<sup>th</sup> September 2022.
4. Thereafter the details containing inter alia, list of Equity Shareholder(s), who voted "for" "against" each of the resolution that were put to vote, were generated from the e-voting website **Central Depository Service (India) Limited (CDSL)**. i.e. [www.evotingindia.co](http://www.evotingindia.co)



Office:- E-21, Office No. 301, Jawahar Park, Laxmi Nagar, New Delhi-110092

**THE RESULT OF THE VOTE'S CASTED ELECTRONICALLY IS AS UNDER:**

**Item No.1 of the notice                      Ordinary Business**

**To receive, consider and adopt the Audited Financial Statements of the company including the Balance Sheet of the Company as at 31st March, 2022 and the Statement of Profit and Loss of the Company and Cash Flow Statement and other Annexures thereof for the financial year ended 31st March, 2022 and the Reports of the Board of Directors and Auditors thereon**

(i) Voted in **favor** of the resolution:

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
59	1305461	98.78

(ii) Voted **in against** of the resolution:

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
8	16186	1.22

(iii) **Invalid** Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them	Remarks
Nil	Nil	Nil

**Item No. 2 of the notice                      Ordinary Business**

**To appoint a Director in place of Mr. Peeyush Kumar Aggarwal (DIN 00090423), the Director of the Company, who is liable to retire by rotation and being eligible, offers himself for re-appointment pursuant to the provisions of Section 152 of the Companies Act, 2013**

(i) Voted in **favor** of the resolution:

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
57	1250461	94.61

(ii) Voted **in against** of the resolution:

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
10	71186	5.39

(iii) **Invalid** Votes:

Total number of members	Total number of votes cast by	Remarks
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whose votes were declared invalid	them	
Nil	Nil	Nil

**Item No. 3 of the notice Special Business**

**Approval of related party transactions**

(i) Voted **in favor** of the resolution:

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
58	1255461	94.99

(ii) Voted **in against** of there solution:

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
9	66186	5.01

(iii) **Invalid** Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them	Remarks
Nil	Nil	Nil

All the above mentioned resolutions have duly passed with requisite majority.

Thanking You,

**Yours faithfully**

**For Kundan Agrawal & Associates**



**Kundan Agrawal**

**Scrutinizer**

**Membership No.: 7631**

**C P No 8325**

**UDIN:F007631D001118235**

**Place: Delhi**

**Date: 02/10/2022**

**Witness 1:**

*Stisha*  
 : *Stisha*  
 Occupation - *jas*  
 C-369, *Sunya Nagar*  
*Ghaziabad, U.P. 201011.*

**Witness 2:**

*Saurav Upadhyay*  
 Occupation: *Business*  
 F-14, *Subhash chowk,*  
*Kirti Nagar, Delhi-92*



## Kundan Agrawal & Associates

Company Secretaries

Phone: 91-11-43093900

Mobile: 09212467033, 09999415059

E-mail: agrawal.kundan@gmail.com

### FORM No. MGT - 13

### Report of Scrutinizer

[Pursuant to section 109 of the Companies Act, 2013 and rule 21(2) of Companies (Management and Administration) Rules, 2014]

To  
The Chairman,  
**M/S INTERWORLD DIGITAL LIMITED**  
701, Arunachal Building, 19,  
Barakhamba Road, Connaught  
Place, New Delhi-110001

**Subject:** For the 27<sup>th</sup> Annual General Meeting of the members of M/s Interworld Digital Limited (the Company) held on Friday, 30<sup>th</sup> day of September, 2022 at 09:00 A.M at 701, Arunachal Building, 19, Barakhamba Road, Connaught Place, New Delhi-110001.

Dear Sir,

I, **Kundan Agrawal**, Practicing Company Secretary, appointed as Scrutinizer by the Board of Directors of M/S Interworld Digital Limited at their meeting held on 01.09.2022 for the purpose of scrutinizing the poll and ascertaining the requisite majority on poll as per provision of section 108 of the Companies Act 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 and amendments made thereunder for their 27<sup>th</sup> Annual General Meeting.

1. After the time fixed for closing of the poll by the Chairman, ballot box was kept for polling and was locked in my presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations/proxies lodged with the Company.
3. There were no ballot papers, which were incomplete or which were otherwise found defective.
4. The result of the Poll is as under:

#### **(a) Resolution No. 1**

**To receive, consider and adopt the Audited Financial Statements of the company including the Balance Sheet of the Company as at 31st March, 2022 and the Statement of Profit and Loss of the Company and Cash Flow Statement and other Annexures thereof for the financial year ended 31st March, 2022 and the Reports of the Board of Directors and Auditors thereon**



(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
36	84459426	100

(ii) Voted **against** the resolution :

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
Nil	Nil	Nil

(iii) **Invalid** Votes

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
Nil	Nil	Nil

Total number of members present were 36 out of them 11 casted their votes through e-voting

**(b) Resolution No. 2**

**To appoint a Director in place of Mr. Peeyush Kumar Aggarwal (DIN 00090423), the Director of the Company, who is liable to retire by rotation and being eligible, offers himself for re-appointment pursuant to the provisions of Section 152 of the Companies Act, 2013**

(i) Voted **in favour** of the resolution :

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
35	59459426	100



(ii) Voted **against** the resolution :

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
Nil	Nil	Nil

(iii) **Invalid** Votes

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
Nil	Nil	Nil

\*\*Total No. of members present were 36 out of them 11 casted their votes through e-voting and Mr. Peeyush Kumar Aggarwal holding 2,50,00,000 shares was interested in the present resolution and abstained himself from polling.

**(d) Resolution No. 3**

**Subject Matter:Approval of related party transactions**

i. Voted **in favour** of the resolution:

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
28	50230178	100

(ii)Voted **against** the resolution:

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
Nil	Nil	Nil

(iii) **Invalid** Votes

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
Nil	Nil	Nil



Total No. of members present were 36 out of them 17 polled and 11 casted their votes through e-voting and 8 members, i.e., Mr. Peeyush Kumar Aggarwal, Mr. Ajay Sharma , M/s Omkam Capital Market Private Limited, M/s MPS Fashions Private Limited, M/s MPS Informatics Private Limited, M/s Omkam Commodities Private Limited, M/s Firstbiz Network Private Ltd and Omkam Global Capital Private Limited holding 34229248 shares were the related parties and they abstained themselves from voting in the present Resolution.

5. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR" or "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
6. The Poll Papers and all other relevant records were sealed and are kept in the safe custody of the Scrutinizer till the Chairman signs the minutes of the Annual General Meeting.
7. The combined results of the votes (electronic and physical) are annexed as **Annexure-1** with this report.
8. All of the above mentioned resolutions have passed with requisite majority.

**Thank you,  
Yours faithfully,  
For Kundan Agrawal & Associates**



**Kundan Agrawal  
(Scrutinizer)  
Membership No.: 7631  
C P No 8325  
UDIN:F007631D001118235**

**Place: Delhi  
Date: 02/10/2022**

**Witness 1:**

*Stisha*  
\_\_\_\_\_  
*Stisha*  
Occupation - *Job*  
*C-369, Surya Nagar*  
*Ghaziabad, U.P. 201011.*

**Witness 2:**

*Saurav Upadhyay*  
\_\_\_\_\_  
*Saurav Upadhyay*  
Occupation: *Business*  
*F-14, Subhash Chowk,*  
*Kirti Nagar, Delhi-92*