



Dated: 2nd September, 2021

To,
Listing Department
National Stock Exchange of India
Exchange Plaza, Bandra-Kurla Complex,
Bandra (E), Mumbai -400051

Symbol- TOUCHWOOD	ISIN- INE486Y01013	Series- EQ
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Subject: Submission of Scrutinizer's Report & Voting under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements') Regulation, 2015

Dear Sir/Ma'am,

In continuation to our letter dated 31st August, 2021, wherein the Company had submitted with the exchange the proceedings of the EGM of the Company held on 31st August, 2021 at 3 P.M. through Video Conference (VC) / Other Audio-Visual Means (OAVM), to transact the businesses as stated in the notice dated 6th August, 2021, convening the EGM.

In this regard, please find enclosed herewith the Scrutinizer's Report dated 1st September, 2021 and Voting Results under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, received from Mr. Advitiya Vyas, practicing Company Secretary, New Delhi, who was appointed as the scrutinizer for conducting the voting process in a fair and transparent manner.

All resolutions as set out in the Notice of the said EGM were duly approved by the Shareholders, with requisite majority.

We request you to take the above information on your record.

Thanking You,

Yours Faithfully,

For Touchwood Entertainment Limited



Ashima Arora
Company Secretary & Compliance Officer

TOUCHWOOD ENTERTAINMENT LIMITED

CIN: L92199DL1997PLC088865 | ISO 9001 :2015 | UAM No. DL10F0009354
Reg. Office : Plot No. - 645, Near E.P.T. Block, Sarojini Nagar, New Delhi - 110023
Contact: +91-9810108253 ; Website: www.touchwood.in E-mail: delhi@touchwood.in



CONSOLIDATED REPORT OF SCRUTINIZER
[FORM NO MGT-13]

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

To,
The Chairman

Extra-Ordinary General Meeting No. TEL/EoGM/1/2021-22 (hereinafter called as 'The EGM') of the Equity Shareholders of Touchwood Entertainment Limited (hereinafter called as 'The Company') (CIN: L92199DL1997PLC088865) held on Tuesday, the 31st day of August, 2021 at 15:00 Hrs. through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM").

Dear Sir,

I, **Advitiya Vyas, practicing Company Secretary**, was appointed as Scrutinizer by the Board of Touchwood Entertainment Limited for the purpose of scrutinizing the process of remote E-voting and E-voting at the time of the EGM on the below mentioned resolution(s), by the equity shareholders of the Company, held on Tuesday, the 31st day of August, 2021 at 15:00 Hrs. through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM).

The Company has availed the facility of e-voting provided by National Security Depository Limited (NSDL) for conduction the remote e-voting and e-voting at the time of EGM of the Company.

Management's Responsibility

The management of the Company is responsible to ensure compliance with the requirements of

- (i) the Companies Act, 2013 and the Rules made thereunder;
- (ii) the Circulars issued by the Ministry of Corporate Affairs (MCA); and
- (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice calling the EGM.

Further, the management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

Scrutinizer's Responsibility

My responsibility as Scrutinizer for e-voting process (i.e. remote e-voting and e-voting at the time of the EGM) is restricted to making a Consolidated Scrutinizer's Report of the votes cast 'in favour' or 'against' the resolutions contained in the Notice of EGM, based on the reports





generated from the e-voting system provided by NSDL, the Agency authorized under the Rules and engaged by the Company to provide e-voting facility and attendant papers / documents furnished to me electronically by the Company and/ or NSDL for my verification.

Since this EGM was held through VC in accordance with the MCA circulars, physical attendance of Members has been dispensed with. Accordingly, the facility of appointment of proxies by the members was dispensed with.

I hereby submit our report as under:

1. The window for accessing the e-voting facility provided to the members of the Company by NSDL (URL: <https://www.evoting.nsdl.com>) was opened at 9:00 hrs. on Saturday, 28th August, 2021 and closed at 17:00 hrs. on Monday, 30th August, 2021. This facility was provided to the members whose names are showing in the Register of Members as on the Cut Off date i.e. Thursday, 26th August, 2021.
2. With permission of the Chairman to the EGM the e-voting facility was opened for those members who attended the GM but not casted their votes till the time of EGM and the same was closed at 15:45 hrs. on 31st August, 2021. After the conclusion of the EGM, the votes casted through remote e-voting were unblocked in presence of two person who were not in employment of the Company.
3. The Voting Results were reconciled with the records maintained by the Registrar and Transfer Agents of the Company.
4. No Vote was found defective and therefore there is no invalid vote.
5. The result of the E-Voting (remote e-voting and e-voting at the time of EGM) is as under:

A. SPECIAL BUSINESS

Item No	01
Description of Resolution	To consider and approve issuance of 10,000 Equity Shares and 2,00,000 Warrants Convertible into Equity Shares on preferential basis to Promoters/ Promoter group of the Company
Whether Promoters and/or Promoters' Group are interested in the resolution	Yes
Mode of Vote	Electronically through E-voting facility





Category	No. of Shares held	No. of Votes polled	% of Votes polled on outstanding Shares	No of Votes in favour	% of votes in favour	No of votes against	% of Votes against on votes polled	Invalid votes
Promoters and Promoters' Group	7110157	N.A	N.A	N.A	N.A	N.A	N.A	0
Public-Non-Institutions	3071088	1295635	42.19	1295485	99.99	150	0.01	0

**the Promoters and Promoters' Group are related party to this resolution and therefore their casted votes shall not be reckoned for arriving at the requisite majority for this resolution. However, the votes other than the votes of promoters and their group have been casted in favour of the resolution are in majority and therefore, the aforementioned resolution has been approved by requisite majority.*

Item No	02							
Description of Resolution	To consider and approve issuance of 2,80,000 equity shares and 13,00,000 warrants convertible into equity shares on preferential basis to non-promoters/public category shareholders of the company							
Whether Promoters and/or Promoters' Group are interested in the resolution	No							
Mode of Vote	Electronically through E-voting facility							
Category	No. of Shares held	No. of Votes polled	% of Votes polled on outstanding Shares	No of Votes in favour	% of votes in favour	No of votes against	% of Votes against on votes polled	Invalid votes
Promoters and Promoters' Group	7110157	7110157	100	7110157	100	0	0	0





Public- Non- Institutions	3071088	1267140	42.26	1266990	99.99	150	0.01	0
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** Mr. Dinesh Singla is related party to this resolution and therefore his casted votes shall not be reckoned for arriving at the requisite majority for this resolution. However, the votes other than his votes, casted in favour of the resolution and therefore, the aforementioned resolution has been approved by requisite majority.*

6. The electronic data and all other relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the aforesaid EGM and thereafter the same will be handed over to the person authorised by the Chairman.

Thanking you
Yours faithfully,

For ADVITIYA VYAS & CO.
Company Secretaries

ADVITIYA VYAS
Company Secretary
ACS: 44150
COP: 16257
UDIN: A044150C000875211



For Touchwood Entertainment Limited

Counter signed by Manjit Singh
Chairman & Managing Director

Date: 01/09/2021
Place: New Delhi

Enclosed:

1. Voting Summary
2. Attendance of Members in EGM



VOTING SUMMARY

Resolution No	No of Members voted		No of shares held
	Remote E-voting	At the time of EGM	
01	51	0	8405792
02	51	0	8405792

ATTENDANCE SUMMARY OF MEMBERS IN EGM

Category	No of members present
Promoters	05
Public	39

For ADVITIYA VYAS & CO.

Company Secretaries

ADVITIYA VYAS

Company Secretary

ACS: 44150

COP: 16257

UDIN: A044150C000875211



For Touchwood Entertainment Limited

Counter signed by Manjit Singh
Chairman & Managing Director

Date: 01/09/2021

Place: New Delhi

VOTING RESULTS

Record Date	26-08-2021
Total number of shareholders on record date	1757

ATTENDANCE SUMMARY OF MEMBERS IN EGM

Category	Mode of presence	No of members present
Promoters & Promoter Group	Video Conference	05
	Physical	00
Public	Video Conference	39
	Physical	00
Total		44

VOTING SUMMARY

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	Remote E-voting	At the time of EGM	
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Mode of Vote			Electronically through E-voting facility					
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Promoters and Promoters' Group	7110157	N.A	N.A	N.A	N.A	N.A	N.A	0
Public-Non-Institutions	3071088	1295635	42.19	1295485	99.9884	150	0.01	0

**the Promoters and Promoters' Group are related party to this resolution and therefore their casted votes shall not be reckoned for arriving at the requisite majority for this resolution. However, the votes other than the votes of promoters and their group have been casted in favour of the resolution and therefore, the aforementioned resolution has been approved by requisite majority.*



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