



Date: September, 26 2023

To,

**BSE LIMITED**  
Department of Corporate Services  
Corporate Relationship Department  
2<sup>nd</sup> Floor, Rotunda Building,  
P.J Towers, Dalal Street  
Mumbai-400001

**Scrip Code: 538568**

**Subject: Submission of remote e-voting and e-voting Results at the 29<sup>th</sup> Annual General Meeting.**

Dear Sir/ Madam,

As per the provisions of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Please find enclosed the consolidated outcome of voting held through remote e-voting and e-voting during the 29<sup>th</sup> AGM of the Company along with the Scrutinizer's Report thereon.

Please note that, in accordance with the Circulars of Ministry of Corporate Affairs, Securities and Exchange Board of India (SEBI) and applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), the AGM of the Company was held on 25<sup>th</sup> September, 2023 through Video Conference (VC) / Other Audio Visual Means (OAVM).

Further, the Company had provided the remote e-voting facility to the its members entitled to cast their votes on all resolutions. Further, the Company has provided voting facility at the AGM also to those members who have not exercised e-voting facility.

The remote e-voting was open from Thursday, 21<sup>st</sup> September, 2023 at 9:00 a.m. to Sunday, 24<sup>th</sup> September, 2023 up to 5:00 p.m. The Board of Directors had appointed Ms. Jinu Jain, M/S Jinu Jain Company Secretaries, as the Scrutinizer for E-voting process.

As per the Scrutinizer report, all the resolutions contained in the notice of the 29<sup>th</sup> Annual General Meeting were approved by requisite majority.





The same will also be made available on the website of Company [www.fruitionventure.com](http://www.fruitionventure.com) and on the website of Central Depository Services limited at [www.evotingindia.com](http://www.evotingindia.com).

We request you to take this information on your records.

**Thanking You  
Yours Faithfully  
For Fruition Venture Limited**

**SARITA** Digitally signed  
by SARITA  
Date: 2023.09.26  
12:46:18 +05'45'

**Sarita  
Company Secretary & Compliance Officer  
A62875**

**Encl: As above**



**Jinu Jain**  
**CS Company Secretaries**

**Scrutinizer's Report**

[Pursuant to section 108 & 109 of the Companies Act, 2013 ("the Act") and rule 21(2) of the Companies (Management and Administration) Rules, 2014 further read with General Circular Nos. 02/2022, 21/2021, 02/2021, 20/2020, 17/2020 and 14/2020 issued by the Ministry of Corporate Affairs (MCA) and SEBI Circular dated May 12, 2020 and January 5, 2023 and Regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 & Secretarial Standard- 2 issued by the Institute of Company Secretaries of India]

The Chairman  
Fruition Venture Limited  
1301, Padma Tower-1 Rajendra Place,  
South Delhi, New Delhi-110008

29<sup>th</sup> Annual General Meeting of the Members of Fruition Venture Limited held on Monday, 25<sup>th</sup> September, 2023 at 03:00 P.M and concluded at 03:50 P.M at through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM').

**Sub:** Consolidated Scrutinizer's Report on remote e-voting & e-voting conducted pursuant the section 108 & 109 of the Companies Act, 2013 ("the Act") read with Companies (Management & Administration) Rules, 2014 further read with General Circular Nos. 02/2022, 21/2021, 02/2021, 20/2020, 17/2020 and 14/2020 issued by the Ministry of Corporate Affairs (MCA)

Dear Sir/ Mam

I, Jinu Jain, Company Secretary in whole time practice of M/S Jinu Jain Company Secretaries having office at 104, Vartalok Apartment, Sector 4C, Vasundhara, Ghaziabad-201012 have been appointed as Scrutinizer by the Board of Directors of Fruition Venture Limited (the Company) for the purpose of scrutinizing remote e-voting process and e-voting as per Section 108 and 109 of the Companies Act, 2013 and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015 read with MCA circulars dated May 5, 2020, January 13, 2021, December 14, 2021 and May 05, 2022 read with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars") and SEBI Circular dated May 12, 2020 and January 15, 2021 and Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 on resolution(s) set out in the notice convening 29<sup>th</sup> Annual General Meeting of the Members of Fruition Venture Limited held on Monday, 25<sup>th</sup> September, 2023 at 03:00 P.M at through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM')).

Office Address: 103, Vartalok Apartments, Sector- 4C, Near Mewar Institute  
Ghaziabad- 201 002  
Ph No: 9212642523; 0120- 4236072  
Email: [jinuaincompanysecretaries@gmail.com](mailto:jinuaincompanysecretaries@gmail.com); [jinu.jaincs@gmail.com](mailto:jinu.jaincs@gmail.com)

My responsibility as a Scrutinizer for the remote e-voting process and e-voting conducted at the AGM is restricted to make a Consolidated Scrutinizer's Report for the votes casted 'in favour' or 'against' the resolutions as stated in the said Notice, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the agency engaged by the Company to provide e-voting facility and poll conducted at AGM, in a fair and transparent manner.

**Based on confirmation received from the Company, I submit my report as under:**

1. The Company had completed the dispatch of Notice of the Annual General Meeting dated **25<sup>th</sup> September, 2023** 2023, along with statement setting out material facts pursuant to Section 102 of the Companies Act, 2013 on 30<sup>th</sup> August,2023, to its members through email whose email id is registered with the Registrar and Share Transfer Agent (RTA)/ Depositories.

The members holding shares in physical mode or not having email ID registered with their Depository Participants or Registrar & Share Transfer Agent of the company, were given special facility to get their email ID registered to receive the notice electronically and participate in remote e-voting process. As prescribed in clause (v) of sub rule 4 of the Rule 20 of the Companies (Management and Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015 read with the Circular, the company has given a public advertisement in Financial Express (English) and Jansatta (Hindi Newspaper) on 31<sup>st</sup> August,2023.

2. The Company had provided remote e-voting facility offered by Central Depository Services (India) Limited (CDSL) to the shareholders of the Company.
3. The E-voting period remained open from 19<sup>th</sup> September, 2023 (9.00 a.m. IST) and ends on 25<sup>th</sup> September, 2023 (5.00 p.m. IST). The Company has also provided remote e-voting facility for 15 minutes after the conclusion of the Annual General Meeting, for shareholders who have not voted during the above mentioned period.
4. The shareholders holding shares as on the cut-off date (record date) of **18<sup>th</sup> September, 2023** were entitled to cast their vote electronically on the proposed resolution(s) (Item No. 1 to 9 as set out in the notice of the Annual General Meeting of the Company- Fruition Venture Limited.)

As a scrutinizer the report of the E-voting carried out by the shareholders was duly compiled, the details of which are as follows.

**Item no.1: Adoption of Financial Statements: Passed with requisite majority.**

Item No of Notice	Particulars of business	Votes in Favour		Votes against		Votes Invalid	
		No.	%	No.	%	No.	%
Item no.1 of notice (as an ordinary resolution)	E voting	2026083	99.87	2637	0.13	-	-

**Item no. 2: Appointment of Director retiring by rotation: Passed with requisite majority.**

Item No of Notice	Particulars of business	Votes in Favour		Votes against		Votes Invalid	
		No.	%	No.	%	No.	%
Item no.2 of notice (as an ordinary resolution)	E voting	2026083	99.87	2637	0.13	-	-

**Item no. 3: Appointment of auditor to fill the casual vacancy caused by the resignation and to appoint statutory auditors from the conclusion of this 29<sup>th</sup> Annual General Meeting until the conclusion of the 34<sup>th</sup> annual general meeting and to fix their remuneration: Passed with requisite majority.**

Item No of Notice	Particulars of business	Votes in Favour		Votes against		Votes Invalid	
		No.	%	No.	%	No.	%
Item no.3 of notice (as an ordinary resolution)	E voting	2026083	99.87	2637	0.13	-	-

**Item no. 4: Appointment of Mr. Amit Singh Tomar as an independent director of the company: Passed with requisite majority.**

Item No of Notice	Particulars of business	Votes in Favour		Votes against		Votes Invalid	
		No.	%	No.	%	No.	%
Item no.4 of notice (as Special Resolution)	E voting	2026083	99.87	2637	0.13	-	-

**Item no. 5: Appointment of Ms. Shefali Kesarwani as an independent director of the company: Passed with requisite majority.**

Item No of Notice	Particulars of business	Votes in Favour		Votes against		Votes Invalid	
		No.	%	No.	%	No.	%
Item no.5 of notice (as Special Resolution)	E voting	2026083	99.87	2637	0.13	-	-

**Item no. 6: To adopt new set of memorandum of association of the company in accordance with companies act, 2013: Passed with requisite majority.**

Item No of Notice	Particulars of business	Votes in Favour		Votes against		Votes Invalid	
		No.	%	No.	%	No.	%
Item no.6 of notice (as Special Resolution)	E voting	2026083	99.87	2637	0.13	-	-

**Item no. 7: Adoption of Article of Association as per provisions of companies act, 2013: passed with requisite majority.**

Item No of Notice	Particulars of business	Votes in Favour		Votes against		Votes Invalid	
		No.	%	No.	%	No.	%
Item no.7 of notice (as Special Resolution)	E voting	2026083	99.87	2637	0.13	-	-

**Item no. 8: To change the main object clause of the new Memorandum of Association of the company: passed with requisite majority.**

Item No of Notice	Particulars of business	Votes in Favour		Votes against		Votes Invalid	
		No.	%	No.	%	No.	%
Item no.8 of notice (as an ordinary resolution)	E voting	2026083	99.87	2637	0.13	-	-

**Item no. 9: Approval of revised remuneration paid to Mr. Nitin Aggarwal (DIN: 01616151), Managing Director of the company: passed with requisite majority.**

Item No of Notice	Particulars of business	Votes in Favour		Votes against		Votes Invalid	
		No.	%	No.	%	No.	%
Item no.9 of notice (as an ordinary resolution)	E voting	2026083	99.87	2637	0.13	-	-

All the resolutions stands pass under E-voting. I hereby confirm that I am maintaining the registers for the E-voting. A soft copy of the list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution has been emailed to the authorised representative of the company.

Thanking You  
Yours Faithfully  
For Jinu Jain Company Secretaries



Jinu Jain  
Practicing Company secretary  
Membership No: F-9058  
COP: 10379  
Date: 26<sup>th</sup> September, 2023  
UDIN: F009058E001082121