SANJAY GROVER & ASSOCIATES

COMPANY SECRETARIES

B-88, 1ST Floor, Defence Colony, New Delhi – 110 024
Tel.: (011) 4679 0000, Fax: (011) 4679 0012
e-mail: sanjay@sanjaygroverassociates.com/sanjaygrover7@gmail.com
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CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 ("**the Act**") and Rule 20 of the Companies (Management and Administration) Rules, 2014 ("**the Rules**") as amended]

To,
Mr. Pawan Kumar Bansal
Chairman & Managing Director
THE ASSOCIATED JOURNALS LIMITED (the **"Company")**
(CIN U22122DL1937PLC215943)
Herald House, 5-A, Bahadur Shah
Zafar Marg, New Delhi - 110002

For 88th Annual General Meeting of the Shareholders of the Company held on Monday, August 24, 2026, at 11:00 A.M. (**IST**) through Video Conference ("**VC**")/Other Audio Visual Means ("**OAVM**")

Dear Sir,

I, Kapil Dev Taneja, (Mem No. F4019 and CP.: 22944) Partner of M/s Sanjay Grover & Associates, Practicing Company Secretaries, having office at B-88, First Floor, Defence Colony, New Delhi - 110024, was appointed by the Board of Directors at its meeting held on July 22, 2026 as the Scrutinizer for the purpose of scrutinizing the voting process, i.e. remote e-Voting ("**e-voting**") at Annual General Meeting (**"AGM"**) under the provisions of Section 108 of the Companies Act, 2013 ("**the Act**") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ("**the Rules**") (as amended from time to time) and General Circular Nos. 14/2020, 17/2020, 20/2020, 02/2021, 19/2021, 21/2021, 02/2022, 10/2022, 09/2023, 09/2024 and including the latest circular being 03/2025 issued by the Ministry of Corporate Affairs ("**MCA**") on April 08, 2020; April 13, 2020; May 05, 2020; January 13, 2021; December 08, 2021; December 14, 2021; May 05, 2022; December 28, 2022, September 25, 2023; September 19, 2024 and September 22, 2025 respectively (collectively referred to as "**MCA Circulars"**) on the resolution(s) mentioned in the Notice dated July 22, 2026 for 88th AGM of the Shareholders of the Company held on Monday, August 24, 2026 at 11:00 A.M. through VC/OAVM.

I submit my report as under:

1. The Company is responsible to ensure the compliance with the requirements of (i) the Act and the Rules made thereunder (ii) the MCA Circulars; and in respect of the resolutions contained in the AGM Notice and also for ensuring a secured framework for e-Voting.

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2. My responsibility as Scrutinizer for e-Voting at the AGM and remote e-Voting is restricted to make a consolidated Scrutinizer's Report of the votes cast in 'Favour' or 'Against' the resolutions contained in the AGM Notice, based on the reports generated from the e-Voting system provided by MUFG Intime India Private Limited.

3. The total paid up Equity Share Capital of the Company as on the cut-off date i.e., August 17, 2026 ("cut-off date") is Rs. 91,14,88,210 /- (Rupees Ninety-One Crores Fourteen Lakhs Eighty-Eight Thousand Two Hundred Ten Only) divided into 9,11,48,821 (Nine Crores Eleven Lakhs Forty-Eight Thousand Eight Hundred Twenty-One) Equity Shares of Rs. 10/- (Rupees Ten only) each. Further, there are 13,500 (Thirteen Thousand Five Hundred Only) Non-Cumulative Preference Shares of the face value of Rs.100/- (Rupees Hundred only) each and 3,015 (Three Thousand Fifteen Only) Cumulative Preference Shares of Rs. 100/- (Rupees Hundred Only) each form part of paid up capital of the Company.

4. Pursuant to Section 47 of the Companies Act, 2013, the holders of aforementioned Non-cumulative and Cumulative Preference Shares are having voting rights in respect of all items of AGM and the proportion of the voting rights of equity shareholders to the voting rights of the preference shareholders are in the same proportion as the paid-up capital in respect of the equity shares bears to the paid-up capital in respect of the preference shares.

   Accordingly, calculation of voting rights for the equity and preference shareholders at AGM is as under:-

Particulars	**Shares in number**	**Paid up value**	**% in Paid up value**	**Votes entitlement**
Equity Shares of Rs. 10/- each	9,11,48,821	91,14,88,210	99.8191	9,11,48,821
Non- Cumulative Preference Shares of Rs. 100/- each	13,500	13,50,000	0.1478	1,35,000
Cumulative Preference Shares of Rs. 100/- each	3,015	3,01,500	0.0330	30,150
Total	**9,11,65,336**	**91,31,39,710**	**100**	**9,13,13,971**

5. The remote e-Voting period commenced on Thursday, August 20, 2026 at 09:00 AM (**IST**) and ended on Sunday, August 23, 2026 at 5:00 PM (**IST**) via remote e-Voting platform on the designated website of MUFG Intime India Private Limited at https://instavote.linkintime.co.in where two different event numbers were created i.e. one for Equity Shareholders and another for Preference Shareholders.

6. The Members of the Company as on the "**cut off**" date were entitled to avail the facility of remote e-Voting as well as voting at the 88th Annual General Meeting on the proposed resolutions as set out in the Notice dated July 22, 2026.

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7. Thereafter, the votes cast through remote e-Voting and e-Voting at AGM were unblocked after completion of e-Voting at the AGM in the presence of two witnesses, Mr. Harshit Saxena and Mr. Vipin Dhameja who were not in the employment of the Company:

Mr. Harshit Saxena **Mr. Vipin Dhameja**

8. After completion of e-Voting at the AGM, the data of e-Voting at the AGM was diligently scrutinized. Thereafter, details of Shareholders who have cast their votes were reconciled with the records maintained by the Registrar and Transfer Agents of the Company i.e. MUFG Intime India Private Limited and the Authorizations lodged with the Company. Detailed registers were maintained containing the summary of results of remote e-Voting and e-Voting at AGM.

9. Total 41 (Forty-One) equity shareholders holding 9,02,33,861 Equity Shares representing 9,02,33,861 votes and 2 (Two) preference shareholders holding 26 Preference Shares representing 260 votes took part in process of the AGM as detailed below:

   (a) 31 (Thirty-One) equity shareholders holding 16,583 Equity Shares representing 16,583 votes and 2 (Two) preference shareholders holding 26 Preference Shares representing 260 votes have voted through remote e-voting facility provided by the Company. Further, no equity shareholder abstained from voting.

   (b) 10 (Ten) equity shareholders holding 9,02,17,278 (Nine Crore Two Lakhs Seventeen Thousand Two Hundred Seventy Eight) Equity Shares representing 9,02,17,278 voted through e-voting facility provided at the AGM.

10. The combined result of the remote e-Voting and e-Voting during the AGM are as under:

Resolution No. 1: To receive, consider and adopt the Audited Financial Statements (including the Audited Consolidated Financial Statements) for the financial year ended March 31, 2026, and the Reports of the Board of Directors and Independent Auditors thereon.

Ordinary Resolution				
Particulars	**Number of Valid Votes**			**Percentage**
	e-Voting during the AGM	**Remote e-Voting**	**Total**	
Assent	9,02,17,278	16,843	9,02,34,121	100
Dissent	0	0	0	0
Total	9,02,17,278	16,843	9,02,34,121	100

Therefore, the Resolution No. 1 has been approved with requisite majority. Details of e -Voting during the AGM & remote e-Voting are given in **Annexure- A**.

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Resolution No. 2: To appoint a director in place of Mr. Mallikarjuna Mapanna Kharge (DIN: 09017932), who retires by rotation and being eligible, offers himself for reappointment.

Ordinary Resolution				
Particulars	**Number of Valid Votes**			**Percentage**
	e-Voting during the AGM	**Remote e-Voting**	**Total**	
Assent	9,02,17,278	16,843	9,02,34,121	100
Dissent	0	0	0	0
Total	9,02,17,278	16,843	9,02,34,121	100

Therefore, the Resolution No. 2 has been approved with requisite majority. Details of e-Voting during the AGM & remote e-Voting are given in **Annexure- B**.

Resolution No. 3: To appoint Mr. Deepakkumar Ratilal Babaria (DIN: 00400956) as an Independent Director of the Company.

Ordinary Resolution				
Particulars	**Number of Valid Votes**			**Percentage**
	e-Voting during the AGM	**Remote e-Voting**	**Total**	
Assent	9,02,17,278	16,843	9,02,34,121	100
Dissent	0	0	0	0
Total	9,02,17,278	16,843	9,02,34,121	100

Therefore, the Resolution No. 3 has been approved with requisite majority. Details of e-Voting during the AGM & remote e-Voting are given in **Annexure- C**.

Resolution No. 4: To re-appoint Mr. Pawan Kumar Bansal (DIN: 09015697) as the Managing Director of the Company

Special Resolution				
Particulars	**Number of Valid Votes**			**Percentage**
	e-Voting during the AGM	**Remote e-Voting**	**Total**	
Assent	9,02,17,278	16,843	9,02,34,121	100
Dissent	0	0	0	0
Total	9,02,17,278	16,843	9,02,34,121	100

Therefore, the Resolution No. 4 has been approved with requisite majority. Details of e-Voting during the AGM & remote e-Voting are given in **Annexure- D**.

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11. The register containing the details of remote e-Voting and e-Voting at the AGM are under my safe custody and will be handed over to the Company Secretary of the Company, for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Thanking you,

FOR SANJAY GROVER & ASSOCIATES
COMPANY SECRETARIES

Kapil Dev Taneja
Partner
CP No.: 22944/ M. No.: 4019
UDIN: F004019H001218518
August 25, 2026
New Delhi

COUNTERSIGNED BY

PAWAN KUMAR BANSAL

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Pawan Kumar Bansal
Chairman and Managing Director
The Associated Journals Limited
Date: August 25, 2026
Place: New Delhi

Annexure – A

Details of e-Voting during the AGM & remote e-Voting for Resolution No.-1 are as under:

A1. E-VOTING DURING THE AGM:

Particulars	Number of members present and voted	Number of votes cast by them	% of total number of valid votes cast
a) Total Votes received	10	9,02,17,278	100
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	10	9,02,17,278	100
d) Votes with Assent	10	9,02,17,278	100
e) Votes with Dissent	0	0	0

A2. VOTING THROUGH REMOTE E-VOTING:

Particulars	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
a) Total Votes received	33	16,843	100
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	33	16,843	100
d) Votes with Assent	33	16,843	100
e) Votes with Dissent	0	0	0

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Annexure – B

Details of e-Voting during the AGM & remote e-Voting for Resolution No.-2 are as under:

B1. E-VOTING DURING THE AGM:

Particulars	Number of members present and voted	Number of votes cast by them	% of total number of valid votes cast
a) Total Votes received	10	9,02,17,278	100
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	10	9,02,17,278	100
d) Votes with Assent	10	9,02,17,278	100
e) Votes with Dissent	0	0	0

B2. VOTING THROUGH REMOTE E-VOTING:

Particulars	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
a) Total Votes received	33	16,843	100
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	33	16,843	100
d) Votes with Assent	33	16,843	100
e) Votes with Dissent	0	0	0

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Annexure – C

Details of e-Voting during the AGM & remote e-Voting for Resolution No.-3 are as under:

C1. E-VOTING DURING THE AGM:

Particulars	Number of members present and voted	Number of votes cast by them	% of total number of valid votes cast
a) Total Votes received	10	9,02,17,278	100
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	10	9,02,17,278	100
d) Votes with Assent	10	9,02,17,278	100
e) Votes with Dissent	0	0	0

C2. VOTING THROUGH REMOTE E-VOTING:

Particulars	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
a) Total Votes received	33	16,843	100
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	33	16,843	100
d) Votes with Assent	33	16,843	100
e) Votes with Dissent	0	0	0

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Annexure – D

Details of e-Voting during the AGM & remote e-Voting for Resolution No.-4 are as under:

D1. E-VOTING DURING THE AGM:

Particulars	Number of members present and voted	Number of votes cast by them	% of total number of valid votes cast
a) Total Votes received	10	9,02,17,278	100
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	10	9,02,17,278	100
d) Votes with Assent	10	9,02,17,278	100
e) Votes with Dissent	0	0	0

D2. VOTING THROUGH REMOTE E-VOTING:

Particulars	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
a) Total Votes received	33	16,843	100
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	33	16,843	100
d) Votes with Assent	33	16,843	100
e) Votes with Dissent	0	0	0

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