

FORM No. MGT-13
Report of Scrutinizer(s)

*[Pursuant to section 108 & 109 of the Companies Act, 2013 and rule 20 & 21 of the Companies
(Management and Administration) Rules, 2014]*

To,
The Chairman
Nahar Capital And Financial Services Limited
Ludhiana.

The 18th Annual General Meeting of the Equity Shareholders of Nahar Capital And Financial Services Limited held on Monday, the 25th day of September, 2023 at 12.30 pm through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

Dear Sir,

I, P. S. Bathla, Company Secretary in practice, appointed as Scrutinizer by the Board of Directors of Nahar Capital And Financial Services Limited, to scrutinize the remote e-voting process commenced on 22.09.2023 at 09.00 A.M. and ended on 24.09.2023 at 05.00 P.M. as well as e-voting held at the Annual General Meeting for the below mentioned resolutions, at the 18th Annual General Meeting of the Equity Shareholders of Nahar Capital And Financial Services Limited held on Monday, the 25th day of September, 2023 at 12:30 P.M. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), submit my report as under:

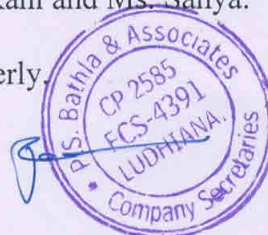
1) The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to the remote e-voting process as well as e-voting held at the Annual General Meeting on the resolutions proposed in the notice of the said Annual General Meeting is the responsibility of the management.

My responsibility as a scrutinizer is to ensure that the remote e-voting process as well as e-voting held at the Annual General Meeting are conducted in fair and transparent manner and render the consolidated scrutinizers report of the total votes cast in favour and against, if any, to the Chairman, based on reports generated from the CDSL website www.evotingindia.com.

2) After the conclusion of Annual General Meeting, the votes cast through remote e-voting as well as e-voting held at the Annual General Meeting were unblocked on 25th day of September, 2023 at 01:16 p.m. in presence of two witnesses namely Ms. Rekha Rani and Ms. Sanya.

3) The invalid votes as applicable have been mentioned properly.

4) The result of the E-Voting is as under:



(1) (i) **Resolution** - To consider and adopt the Standalone Financial Statements of the Company for the financial year ended 31st March, 2023 and the Reports of the Board of Directors and Auditors thereon. **(Ordinary Resolution)**

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
79	12463538	100.00

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
2	27	0.00

(iii) Invalid votes:

Number of members whose votes were declared invalid	Total number of votes casted / shares held by them
Did not Vote	1 5957

(1) (ii) **Resolution** - To consider and adopt the Consolidated Financial Statements of the Company for the financial year ended 31st March, 2023 and the Reports of the Board of Directors and Auditors thereon. **(Ordinary Resolution)**

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
79	12463538	100.00

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
2	27	0.00

(iii) Invalid votes:

Number of members whose votes were declared invalid	Total number of votes casted / shares held by them
Did not Vote	1 5957



(2) **Resolution** – To confirm Interim Dividend of Rs. 1.50/- per Equity Share of Rs. 5/- each and to declare Final Dividend of Rs. 1.50/- per Equity Share of Rs. 5/- each for the financial year ended 31st March, 2023 **(Ordinary Resolution)**

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
81	12469505	100.00

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
1	17	0.00

(iii) Invalid votes:

Number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

(3) **Resolution** – To appoint a Director in place of Mr. Dinesh Gogna (DIN: 00498670) in terms of Section 152(6) of the Companies Act, 2013, who retires by rotation and being eligible, offers himself for re-appointment. **(Ordinary Resolution)**

i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
77	12463699	99.95

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
5	5823	0.05



(iii) Invalid votes:

Number of members whose votes were declared invalid	Total number of votes casted / shares held by them
NIL	NIL

(4) **Resolution** – To appoint a director in place of Mr. Satish Kumar Sharma (DIN: 00402712) in terms of Section 152(6) of the Companies Act, 2013, who retires by rotation and being eligible, offers himself for re-appointment. **(Ordinary Resolution)**

i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
72	12414651	99.56

ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
10	54871	0.44

iii) Invalid votes:

Number of members whose votes were declared invalid	Total number of votes casted / shares held by them
NIL	NIL

(5) **Resolution** – To approve Material Related Party Transactions **(Ordinary Resolution)**

i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
55	440975	90.38

ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
7	46962	9.62



iii) Invalid votes:

Number of members whose votes were declared invalid		Total number of votes casted / shares held by them
Being Related	19	11980500**
Did not Vote	1	1085

**The votes casted by 19 members having total of 11980500 shares of Total Casted Votes have been excluded from the total votes casted as they being related to the resolution.

5) A list of equity shareholders who voted "FOR", "AGAINST" is enclosed.

6) The electronic data and all other relevant records were handed over to the Company Secretary/Director authorized by the Board for safe keeping.

The percentages have been rounded off to two decimal places.

All the resolutions have been carried with requisite majority.

Thanking you,

Yours faithfully,

Place: Ludhiana

Date: 25th September, 2023

UDIN: F004391E001080004

For P S Bathla & Associates



Parminder Singh Bathla
Company Secretary

FCS No. 4391

C.P No. 2585

Peer Review No. 1306/2021

SCO-6, Feroze Gandhi Market,
Ludhiana