

**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 Spinning Mills Limited  
Ludhiana.

The 44th Annual General Meeting of the Equity Shareholders of Nahar Spinning Mills Limited held on Wednesday, the 25<sup>th</sup> September, 2024 at 10:00 A.M 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 Spinning Mills Limited, to scrutinize the remote e-voting process commenced on 22.09.2024 at 09.00 A.M. and ended on 24.09.2024 at 05.00 P.M as well as e-voting held at the Annual General Meeting for the below mentioned resolutions, at the 44th Annual General Meeting of the Equity Shareholders of Nahar Spinning Mills Limited held on Wednesday, the 25<sup>th</sup> September, 2024 at 10:00 A.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](http://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 25<sup>th</sup> September, 2024 at 10:50 a.m. in presence of two witnesses namely Ms. Rekha Rani and Ms. Sanya.

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

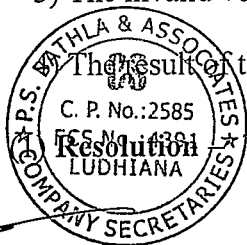
The Result of the E-Voting is as under:

C. P. No.:2585

Resolution

LUDHIANA

To consider and adopt the Standalone Financial Statements of the Company for the



financial year ended 31st March, 2024 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
93	24252579	100.00

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
6	781	0.00

(iii) Invalid votes:

Number of members whose votes were declared invalid		Total number of votes cast by them
Did not Vote	NIL	NIL
Incomplete Documentation**	6	36814

\*\* The votes casted by 6 member having total of 36814 shares of Total Casted Votes have been excluded from the total votes casted for Incomplete Documentation as required under the Notes mentioned in the Notice of Annual General Meeting (AGM).

**(2) Resolution – To declare Dividend of Rs. 1.00 per Equity Share of Rs. 5/- each on Equity Share capital for the financial year ended 31st March, 2024. (Ordinary Resolution)**

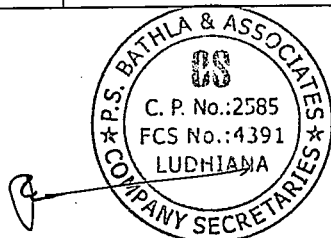
(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
93	24252579	100.00

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
6	781	0.00

(iii) Invalid votes:



Number of members whose votes were declared invalid		Total number of votes cast by them
Did not Vote	NIL	NIL
Incomplete Documentation**	6	36814

\*\* The votes casted by 6 member having total of 36814 shares of Total Casted Votes have been excluded from the total votes casted for Incomplete Documentation as required under the Notes mentioned in the Notice of Annual General Meeting (AGM).

(3) **Resolution** – To appoint a Director in place of Mr. Jawahar Lal Oswal (DIN: 00463866), 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
91	24160705	99.99

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
7	2281	0.01

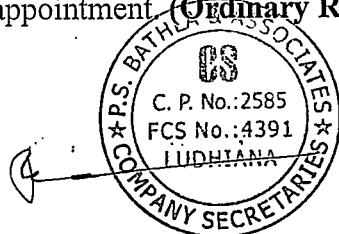
(iii) Invalid votes:

Number of members whose votes were declared invalid		Total number of votes casted / shares held by them
Did not Vote	0.00	0.00
Being Related*	1	90374
Incomplete Documentation**	6	36814

\*The votes casted by Mr. Jawahar Lal Oswal having total of 90374 shares of Total Casted Votes have been excluded from the total votes casted as being interested in the resolution.

\*\* The votes casted by 6 member having total of 36814 shares of Total Casted Votes have been excluded from the total votes casted for Incomplete Documentation as required under the Notes mentioned in the Notice of Annual General Meeting (AGM).

(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
91	24235182	100.00

ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
7	791	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	NIL	NIL
Being Related	1	17387
Incomplete Documentation**	6	36814

\*\*The votes casted by Mr. Satish Kumar Sharma having total of 17387 shares of Total Casted Votes have been excluded from the total votes casted as being interested in the resolution.

\*\* The votes casted by 6 member having total of 36814 shares of Total Casted Votes have been excluded from the total votes casted for Incomplete Documentation as required under the Notes mentioned in the Notice of Annual General Meeting (AGM).

**SPECIAL BUSINESS:**

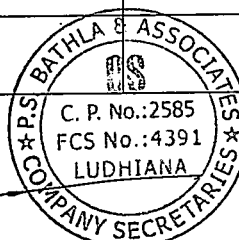
**(5) Resolution – Ratification of Remuneration of Cost Auditors of the Company (Ordinary Resolution)**

i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
93	24252579	100.00

ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
6	781	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	NIL	NIL
Incomplete Documentation**	6	36814

\*\* The votes casted by 6 member having total of 36814 shares of Total Casted Votes have been excluded from the total votes casted for Incomplete Documentation as required under the Notes mentioned in the Notice of Annual General Meeting (AGM).

(6) **Resolution** – To approve the payment of Advisory fee to Mr. Jawahar Lal Oswal, Non-Executive Director/Chairman of the Company (**Special 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
90	24160015	99.99

ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
8	2971	00.01

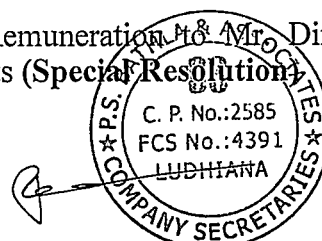
iii) Invalid votes:

Number of members whose votes were declared invalid		Total number of votes casted / shares held by them
Did not Vote	NIL	NIL
Being Related*	1	90374
Incomplete Documentation**	6	36814

\*The votes casted by Mr. Jawahar Lal Oswal having total of 90374 shares of Total Casted Votes have been excluded from the total votes casted as being interested in the resolution.

\*\* The votes casted by 6 member having total of 36814 shares of Total Casted Votes have been excluded from the total votes casted for Incomplete Documentation as required under the Notes mentioned in the Notice of Annual General Meeting (AGM).

(7) **Resolution** – To Approve the Payment of Minimum Remuneration to Mr. Dinesh Oswal, Managing Director in Case of No Profits or Inadequacy of Profits (**Special 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
90	24126623	99.99

ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
8	2971	00.01

iii) Invalid votes:

Number of members whose votes were declared invalid		Total number of votes casted / shares held by them
Did not Vote	NIL	NIL
Being Related	1	123766
Incomplete Documentation**	6	36814

\*\*The votes casted by Mr. Dinesh Oswal having total of 123766 shares of Total Casted Votes have been excluded from the total votes casted as being interested in the resolution.

\*\* The votes casted by 6 member having total of 36814 shares of Total Casted Votes have been excluded from the total votes casted for Incomplete Documentation as required under the Notes mentioned in the Notice of Annual General Meeting (AGM).

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.

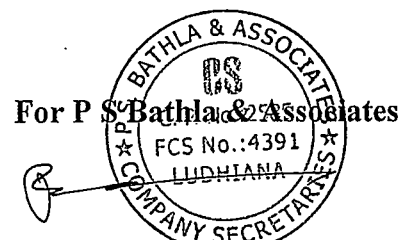
**Resolutions at Item No. 1 to 5 have been Ordinary Resolutions. Further, Resolutions at Item No. 6 & 7 have been Special Resolutions. All these resolutions have been carried with requisite majority.**

Thanking you,  
Yours faithfully,

Place : Ludhiana

Dated : 25<sup>th</sup> September 2024

UDIN: F004391F001316009



Parminder Singh Bathla  
Company Secretary

FCS No. 4391

C.P No. 2585

Peer Review No. 1306/2021

SCO-6, Feroze Gandhi Market,  
Ludhiana