

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 40th Annual General Meeting of the Equity Shareholders of Nahar Spinning Mills Limited held on Tuesday, the 29th September, 2020 at 11:00 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 26.09.2020 at 09.00 A.M. and ended on 28.09.2020 at 05.00 P.M as well as e-voting held at the Annual General Meeting for the below mentioned resolutions, at the 40th Annual General Meeting of the Equity Shareholders of Nahar Spinning Mills Limited held on Tuesday, the 29th September, 2020 at 11:00 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.

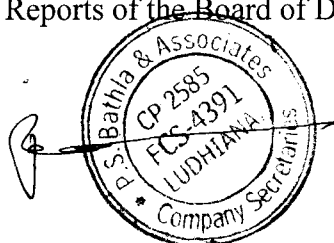
My responsibility as a scrutinizer is to ensure that the remote e-voting process as well as e-voting held at the Annual General Meeting are conducted in fair and transparent manner and render the consolidated scrutinizers report of the total votes cast in favour and against, if any, to the Chairman,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

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 29th September, 2020 at 11:50 a.m. in presence of two witnesses namely Ms. Rekha Rani and Ms. Richa Tiwari.

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

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

(1) **Resolution** – To consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2020 and the Reports of the Board of Directors and the 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
78	23732538	99.99

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
5	1608	0.01

(iii) Invalid votes:

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

(2) Resolution – Appointment of Mr. Jawahar Lal Oswal (DIN: 00463866) as a Non-Executive Director liable to retire by rotation **(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
65	23549573	99.22

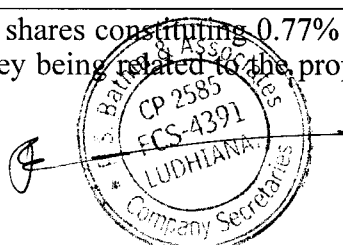
(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
5	1608	0.01

(iii) Invalid votes:

Number of members whose votes were declared invalid	Total number of votes cast by them
13	182965

**The votes casted by 13 members having total of 182965 shares constituting 0.77% of Total Casted Votes have been excluded from the total votes casted as they being related to the proposed appointee director.



(3) **Resolution** – Appointment of Mr. Satish Kumar Sharma (DIN: 00402712) as a Non-Executive Director liable to retire by rotation (**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
78	23732538	99.99

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
5	1608	0.01

(iii) Invalid votes

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

(4) **Resolution** – To appoint Dr. Roshan Lal Behl (DIN: 06443747) as an Independent Director (**Ordinary Resolution**)

i) Voted in favour of the resolution

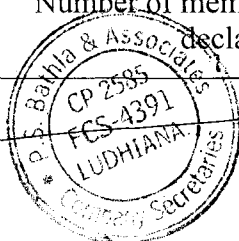
Number of members voted	Number of votes cast by them	% of total number of valid votes cast
78	23732538	99.99

ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
5	1608	0.01

iii) Invalid votes

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



NIL	NIL
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(5) **Resolution – Ratification of Remuneration of Cost Auditors of the company for the Financial Year 2020-21 (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
78	23732538	99.99

ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
5	1608	0.01

iii) Invalid votes

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

(6) **Resolution – To approve the transaction(s)/contract(s) with Related Parties in the ordinary course of business (Ordinary Resolution)**

i) Voted in favour of the resolution

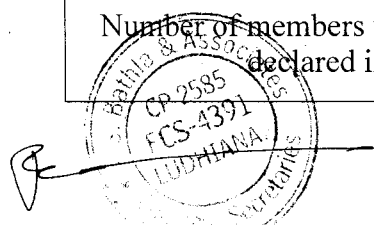
Number of members voted	Number of votes cast by them	% of total number of valid votes cast
78	23732538	99.99

ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
5	1608	0.01

iii) Invalid votes

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



NIL	NIL
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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.

Thanking you,

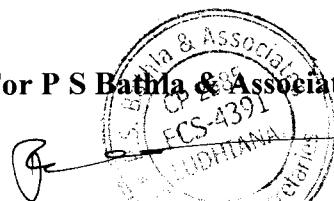
Yours faithfully,

Place: Ludhiana

Date: 30th September, 2020

UDIN: F004391B000802441

For P S Bathla & Associates



Parminder Singh Bathla

Company Secretary

FCS No. 4391

C.P No. 2585

SCO-6, Feroze Gandhi Market,
Ludhiana