

Report of Scrutinizer(s)

[Pursuant to rule 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 14th Annual General Meeting of the Equity Shareholders of Nahar Capital and Financial Services Limited Held on Monday, the 30th September, 2019 at 12.00 Noon at the premises of M/s Nahar Industrial Enterprises Limited, Focal Point, Ludhiana.

Dear Sir,

I, P. S. Bathla, Company Secretary in practice, appointed as Scrutinizer for the purpose of the E-voting and physical voting on the below mentioned resolution(s), contained in the Notice of 14th Annual General Meeting of the Equity Shareholders of Nahar Capital and Financial Services Limited, held on Monday, the 30th September, 2019 at 12.00 Noon at the premises of M/s. Nahar Industrial Enterprises Limited, Focal Point, Ludhiana, Punjab, submit our report as under:

1. The E-voting period commenced on 27.09.2019 at 09.00 A.M. and ended on 29.09.2019 at 05.00 P.M. After completion of the E-voting period, the votes were unblocked at 12.25 P.M. on 30th September, 2019 in the presence of Ms. Rekha Rani and Ms. Twinkle Sareen.
2. At the Meeting, Company offered physical voting to the Shareholders who have not opted for E-voting. After the time fixed for closing of the poll by the Chairman, ballot box kept for polling was locked in our presence with due identification marks placed by me.
3. The locked ballot box was subsequently opened in my/our presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies, if any, lodged with the Company.
4. 10 Number of Ballot Papers were found invalid due to non signatures on the ballot papers by the respective members.



5. The result of the Poll is as under:

(1) Resolution - To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2019 and the Reports of the Board of Directors and Auditors thereon.
(Ordinary Resolution)

(i) Voted in favor of the resolution:

| Particulars | Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
|-------------|--|------------------------------|---------------------------------------|
| E-Voting | 6 | 245 | 0.002 |
| Physical | 51 | 10440619 | 99.995 |
| Total | 57 | 10440864 | 99.997 |

(ii) Voted against the resolution:

| Particulars | Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
|-------------|--|------------------------------|---------------------------------------|
| E-Voting | 3 | 330 | 0.003 |
| Physical | 0 | 0 | 0 |
| Total | 3 | 330 | 0.003 |

(iii) Invalid votes:

| Particulars | Total number of members (in person or by proxy) whose votes were declared | Total number of votes cast by them |
|-------------|---|------------------------------------|
| E-Voting | 0 | 0 |
| Physical | 10 | 42 |
| Total | 10 | 42 |

(2) Resolution – Declaration of Dividend (Ordinary Resolution)

(i) Voted in favour of the resolution:

| Particulars | Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
|-------------|--|------------------------------|---------------------------------------|
| E-Voting | 7 | 370 | 0.003 |
| Physical | 51 | 10440619 | 99.995 |
| Total | 58 | 10440989 | 99.998 |



| Particulars | Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
|-------------|--|------------------------------|---------------------------------------|
| E-Voting | 2 | 205 | 0.002 |
| Physical | 0 | 0 | 0 |
| Total | 2 | 205 | 0.002 |

(iii) Invalid votes:

| Particulars | Total number of members (in person or by proxy) whose votes were declared | Total number of votes cast by them |
|-------------|---|------------------------------------|
| E-Voting | 0 | 0 |
| Physical | 10 | 42 |
| Total | 10 | 42 |

(3) Resolution – Appointment of Mr. Dinesh Gogna (DIN 00498670), as Non Executive Director Liable to retire by Rotation (Ordinary Resolution)

i) Voted in favour of the resolution

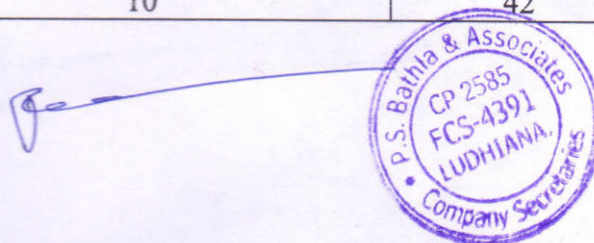
| Particulars | Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
|-------------|--|------------------------------|---------------------------------------|
| E-Voting | 6 | 245 | 0.002 |
| Physical | 51 | 10440619 | 99.995 |
| Total | 57 | 10440864 | 99.997 |

(ii) Voted against the resolution:

| Particulars | Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
|-------------|--|------------------------------|---------------------------------------|
| E-Voting | 3 | 330 | 0.003 |
| Physical | 0 | 0 | 0 |
| Total | 3 | 330 | 0.003 |

(iii) Invalid votes

| Particulars | Total number of members (in person or by proxy) whose votes were declared | Total number of votes cast by them |
|-------------|---|------------------------------------|
| E-Voting | 0 | 0 |
| Physical | 10 | 42 |
| Total | 10 | 42 |



(4) Resolution – Appointment of Mr. Satish Kumar Sharma (DIN 00402712), as Non Executive Director Liable to retire by Rotation (Ordinary Resolution)

i) Voted in favour of the resolution

| Particulars | Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
|-------------|--|------------------------------|---------------------------------------|
| E-Voting | 6 | 245 | 0.002 |
| Physical | 51 | 10440619 | 99.995 |
| Total | 57 | 10440864 | 99.997 |

ii) Voted against the resolution:

| Particulars | Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
|-------------|--|------------------------------|---------------------------------------|
| E-Voting | 3 | 330 | 0.003 |
| Physical | 0 | 0 | 0 |
| Total | 3 | 330 | 0.003 |

iii) Invalid votes

| Particulars | Total number of members (in person or by proxy) whose votes were declared | Total number of votes cast by them |
|-------------|---|------------------------------------|
| E-Voting | 0 | 0 |
| Physical | 10 | 42 |
| Total | 10 | 42 |

5) 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

| Particulars | Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
|-------------|--|------------------------------|---------------------------------------|
| E-Voting | 6 | 245 | 0.002 |
| Physical | 51 | 10440619 | 99.995 |
| Total | 57 | 10440864 | 99.997 |



i) Voted against the resolution:

| Particulars | Number of members present and voting (in person or by | Number of votes cast by them | % of total number of valid votes cast |
|-------------|---|------------------------------|---------------------------------------|
| E-Voting | 3 | 330 | 0.003 |
| Physical | 0 | 0 | 0 |
| Total | 3 | 330 | 0.003 |

iii) Invalid votes

| Particulars | Total number of members (in person or by proxy) whose votes were declared | Total number of votes cast by them |
|-------------|---|------------------------------------|
| E-Voting | 0 | 0 |
| Physical | 10 | 42 |
| Total | 10 | 42 |

6. A Compact Disc/Drive containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
7. The poll papers and all other relevant records were sealed and handed over to the Company Secretary for safe keeping.

Thanking you,

Yours faithfully,

Place: Ludhiana
Date : 30th September, 2019

For P S Bathla & Associates



Parminder Singh Bathla
Company Secretary
FCS No. 4391
C.P No. 2585
SCO-6, Feroze Gandhi Market,
Ludhiana