

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 46th Annual General Meeting of the Equity Shareholders of Nahar Spinning Mills Limited held on Friday, the 25th September, 2026 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 22.09.2026 at 09.00 A.M. and ended on 24.09.2026 at 05.00 P.M as well as e-voting held at the Annual General Meeting for the below mentioned resolutions, at the 46th Annual General Meeting of the Equity Shareholders of Nahar Spinning Mills Limited held on Friday, the 25th September, 2026 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.

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 September, 2026 at 10:50 a.m. in presence of two witnesses namely Mr. Gurmail Singh and Ms. Rekha Rani.

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 Standalone Financial Statements of the Company for the financial year ended 31st March, 2026 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
106	24599734	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	357	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	NIL	NIL

(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, 2026. **(Ordinary Resolution)**

(i) Voted in favour of the resolution:

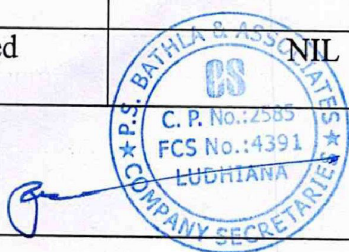
Number of members voted	Number of votes cast by them	% of total number of valid votes cast
106	24599734	100.00

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
7	357	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	NIL	NIL



(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
101	24506972	99.99

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
11	2745	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	NIL	NIL
Being Related	1	90374

****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.**

(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
102	24581859	99.99

ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
10	1245	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	NIL	NIL
Being Related	1	16987

****The votes casted by Mr. Satish Kumar Sharma having total of 16987 shares of Total Casted Votes have been excluded from the total votes casted as being interested in the resolution.**

SPECIAL BUSINESS:

(5) Resolution – Ratification of Remuneration of M/s Ramanath Iyer & Co. (Firm Registration No. 000019), Cost Auditors of the Company for the financial year 2026-27. (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
104	24599046	100

ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
9	1045	0.00

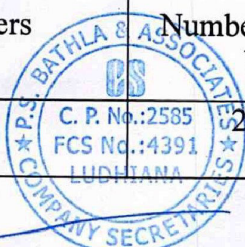
iii) Invalid votes:

Number of members whose votes were declared invalid		Total number of votes casted / shares held by them
Did not Vote	NIL	NIL
Being Related	NIL	NIL

(6) Resolution – To Approve continuation of holding of office as Non-Executive Director by Mr. Satish Kumar Sharma (DIN: 00402712), upon attaining the age of 75 years. (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
101	24580359	99.99



ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
11	2745	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	NIL	NIL
Being Related	1	16987

****The votes casted by Mr. Satish Kumar Sharma having total of 16987 shares of Total Casted Votes have been excluded from the total votes casted as being interested in the resolution.**

(7) Resolution – To Re-Appoint Mr. Dinesh Oswal (DIN: 00607290) as Managing Director of the Company for a period of five years w.e.f. 1st January, 2027. (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
101	24473580	99.99

ii) Voted against the resolution:

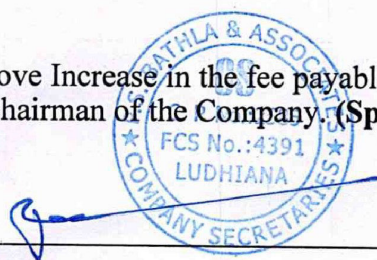
Number of members voted	Number of votes cast by them	% of total number of valid votes cast
11	2745	0.01

iii) Invalid votes:

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

****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.**

(8) Resolution – To Approve Increase in the fee payable to Mr. Jawahar Lal Oswal (DIN: 00463866), 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
100	24506862	99.99

ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
12	2855	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	NIL	NIL
Being Related	1	90374

****The votes casted by Sh. 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.**

(9) Resolution – To Re-Appoint Dr. Yash Paul Sachdeva (DIN: 02012337), as an Independent Director of the Company for five consecutive years for a second term w.e.f. 24th August, 2027. (Special Resolution)

i) Voted in favour of the resolution:

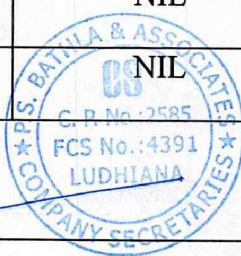
Number of members voted	Number of votes cast by them	% of total number of valid votes cast
102	24597346	99.99

ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
11	2745	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	NIL	NIL
Being Related	NIL	NIL



(10) Resolution – To Re-Appoint Dr. Anchal Kumar Jain (DIN: 09546925), as an Independent Director of the Company for five consecutive years for a second term w.e.f. 24th August, 2027. (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
102	24597346	99.99

ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
11	2745	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	NIL	NIL
Being Related	NIL	NIL

(11) Resolution – To consider the Alteration in Main Object Clause of Memorandum of Association of the Company. (Special Resolution)

i) Voted in favour of the resolution:

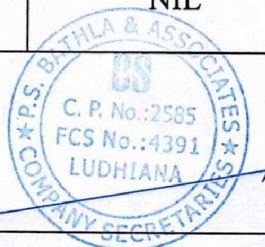
Number of members voted	Number of votes cast by them	% of total number of valid votes cast
104	24597684	99.99

ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
9	2407	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	NIL	NIL
Being Related	NIL	NIL



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 to 11 have been Special Resolutions. All these resolutions have been carried with requisite majority.

Thanking You,
Yours Faithfully,

Place : Ludhiana

Dated : 26th September 2026

UDIN: F004391H001615264

For P S Bathla & Associates

C. P. No.:2585

FCS No.:4391

LUDHIANA

Parminder Singh Bathla

Company Secretary

FCS No. 4391

C.P No. 2585

Peer Review No. 7866/2026

SCO-6, Feroze Gandhi Market,
Ludhiana, Punjab-141001