P. S. BATHLA & ASSOCIATES
Company Secretaries
S.C.O. -6, 3rd Floor
Feroze Gandhi Market, Ludhiana-141001
Ph. 0161-4416791

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 45th Annual General Meeting of the Equity Shareholders of Nahar Spinning Mills Limited held on Thursday, the 25th September, 2025 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 22.09.2025 at 09.00 A.M. and ended on 24.09.2025 at 05.00 P.M as well as e-voting held at the Annual General Meeting for the below mentioned resolutions, at the 45th Annual General Meeting of the Equity Shareholders of Nahar Spinning Mills Limited held on Thursday, the 25th September, 2025 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, 2025 at 10:45 a.m. in presence of two witnesses namely Mr. Gurmail Singh and Ms. Sanya.

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

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

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CS
C. P. No.:2585
FCS No.:4391
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COMPANY SECRETARIES

(1) **Resolution** – To consider and adopt the Standalone Financial Statements of the Company for the financial year ended 31st March, 2025 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
101	24638866	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	35	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
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, 2025. **(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	24638866	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	35	0.00

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(iii) Invalid votes:

Number of members whose votes were declared invalid		Total number of votes cast by them
Did not Vote	NIL	NIL
Being Related	NIL	NIL

(3) **Resolution** – To appoint a Director in place of Sh. 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
98	24638309	100.00

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
9	592	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

(4) **Resolution** – To appoint a Director in place of Sh. Kamal Oswal (DIN: 00493213), 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
96	24612059	99.99

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ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
10	2092	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	24750

**The votes casted by Sh. Kamal Oswal having total of 24750 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 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
99	24638671	100.00

ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
8	230	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

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(6) **Resolution** – To Appoint M/s. P.S. Bathla & Associates, as the Secretarial Auditor 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
100	24638728	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	173	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

(7) Resolution – To Re-Appoint Dr. Roshan Lal Behl (DIN: 06443747) as an Independent Director 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
97	24636728	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	2173	0.01

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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

(8) Resolution – To Approve the Payment to Sh. Jawahar Lal Oswal (DIN: 00463866), Non-Executive Director/Chairman of the Company under Regulation 17(6)(CA) Of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 **(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
95	24546005	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	2522	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 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
101	24638866	100.00

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ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
6	35	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

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 6 & Item No. 9 have been Ordinary Resolutions. Further, Resolutions at Item No. 7 & 8 have been Special Resolutions. All these resolutions have been carried with requisite majority.

Thanking You,
Yours Faithfully,

Place : Ludhiana
Dated : 25th September 2025
UDIN: F004391G001341089

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FCS No.:4391
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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