

**FORM No. MGT-13**

**Consolidated 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,

Mr. Dinesh Oswal  
Chairman  
Nahar Spinning Mills Limited

38<sup>th</sup> Annual General Meeting of the Equity Shareholders of M/s. Nahar Spinning Mills Limited held on Friday, 28<sup>th</sup> September, 2018 at 11:00 A.M. at the premises of M/s. Nahar Industrial Enterprises Limited, Focal Point, Ludhiana.

Dear Sir,

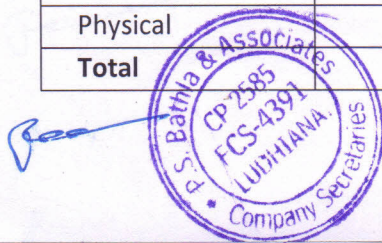
I, P. S. Bathla, Company Secretary in practice, appointed as Scrutinizer for the purpose of the E-voting and physical voting on the below mentioned resolution(s), contained in the Notice of 38<sup>th</sup> Annual General Meeting of the Equity Shareholders of M/s. Nahar Spinning Mills Limited held on Friday, 28<sup>th</sup> September, 2018 at 11:00 A.M. at the premises of M/s. Nahar Industrial Enterprises Limited, Focal Point, Ludhiana, submit our report as under:

1. The E-voting period commenced on 25<sup>th</sup> September, 2018 at 09.00 A.M. and ended on 27<sup>th</sup> September, 2018 at 05.00 P.M. After completion of the E-voting period, the votes were unblocked at 11:44 A.M. on 28<sup>th</sup> September, 2018 in the presence of Ms. Bhoomika Tuteja and Ms. Rekha.
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 my/our presence with due identification marks placed by me/us.
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 lodged with the Company.
4. I/We did not find any poll papers invalid.
5. The result of the Poll is as under:

**(1) Resolution – To consider the Adoption of Financial Statements for the year ended 31<sup>st</sup> March, 2018. (Ordinary resolution)**

(i) Voted in favor of the resolution:

Particulars	Number of members	Number of votes cast by them	% of total number of valid votes cast
E-Voting	11	1354	0.006
Physical	88	23299500	99.994
<b>Total</b>	<b>99</b>	<b>23300854</b>	<b>100</b>



(ii) Voted **against** the resolution:

Particulars	Number of members	Number of votes cast by them	% of total number of valid votes cast
E-Voting	1	50	0.00
Physical	0	0	0
<b>Total</b>	<b>1</b>	<b>50</b>	<b>0.00</b>

(iii) Invalid votes:

Particulars	Number of members	Total number of votes cast by them
E-Voting	NIL	NIL
Physical	NIL	NIL
<b>Total</b>	<b>NIL</b>	<b>NIL</b>

**(2) Resolution – To consider the declaration of dividend on Equity Share Capital for the Financial year ended 31<sup>st</sup> March, 2018. (Ordinary resolution)**

(i) Voted **in favour** of the resolution:

Particulars	Number of members	Number of votes cast by them	% of total number of valid votes cast
E-Voting	11	1354	0.006
Physical	88	23299500	99.994
<b>Total</b>	<b>99</b>	<b>23300854</b>	<b>100</b>

(ii) Voted **against** the resolution:

Particulars	Number of members	Number of votes cast by them	% of total number of valid votes
E-Voting	1	50	0.00
Physical	0	0	0
<b>Total</b>	<b>1</b>	<b>50</b>	<b>0.00</b>

(iii) Invalid votes:

Particulars	Number of members	Total number of votes
E-Voting	NIL	NIL
Physical	NIL	NIL
<b>Total</b>	<b>NIL</b>	<b>NIL</b>

**(3) Resolution – To consider the appointment of Mr. Jawahar Lal Oswal (DIN: 00463866) as a Director liable to retire by rotation. (Ordinary resolution)**

(i) Voted in favour of the resolution:

Particulars	Number of members	Number of votes cast by them	% of total number of valid votes cast
E-Voting	11	1354	0.006
Physical	88	23299500	99.994
<b>Total</b>	<b>99</b>	<b>23300854</b>	<b>100</b>

(ii) Voted against the resolution:

Particulars	Number of members	Number of votes cast by	% of total number of valid votes
E-Voting	1	50	0.00
Physical	0	0	0
<b>Total</b>	<b>1</b>	<b>50</b>	<b>0.00</b>

(iii) Invalid votes:

Particulars	Number of members	Total number of votes cast by them
E-Voting	NIL	NIL
Physical	NIL	NIL
<b>Total</b>	<b>NIL</b>	<b>NIL</b>

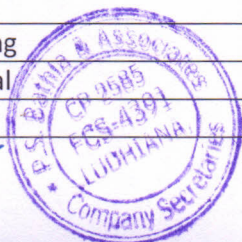
**(4) Resolution - To consider the appointment of Mr. Satish Kumar Sharma (DIN: 00402712) as a Director liable to retire by rotation. (Ordinary Resolution)**

(i) Voted in favour of the resolution:

Particulars	Number of members	Number of votes cast by them	% of total number of valid votes cast
E-Voting	11	1354	0.006
Physical	88	23299500	99.994
<b>Total</b>	<b>99</b>	<b>23300854</b>	<b>100</b>

(ii) Voted against the resolution:

Particulars	Number of members	Number of votes cast by them	% of total number of valid votes
E-Voting	1	50	0.00
Physical	0	0	0
<b>Total</b>	<b>1</b>	<b>50</b>	<b>0.00</b>



(iii) **Invalid votes:**

Particulars	Number of members	Total number of votes cast by them
E-Voting	NIL	NIL
Physical	NIL	NIL
<b>Total</b>	<b>NIL</b>	<b>NIL</b>

**(5) Resolution - To consider the ratification of remuneration of Cost Auditors of the Company.**

**(Ordinary Resolution)**

(i) Voted **in favour** of the resolution:

Particulars	Number of members	Number of votes cast by them	% of total number of valid votes cast
E-Voting	11	1354	0.006
Physical	88	23299500	99.994
<b>Total</b>	<b>99</b>	<b>23300854</b>	<b>100</b>

(ii) Voted **against** the resolution:

Particulars	Number of members	Number of votes cast by them	% of total number of valid votes
E-Voting	1	50	0.00
Physical	0	0	0
<b>Total</b>	<b>1</b>	<b>50</b>	<b>0.00</b>

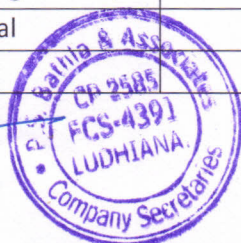
(iii) **Invalid votes:**

Particulars	Number of members	Total number of votes cast by them
E-Voting	NIL	NIL
Physical	NIL	NIL
<b>Total</b>	<b>NIL</b>	<b>NIL</b>

**(6) Resolution – To consider the approval for payment of Remuneration of Mr. Dinesh Oswal (DIN: 00607290), Managing Director, as approved by the Central Government. (Special Resolution)**

(i) Voted **in favour** of the resolution:

Particulars	Number of members	Number of votes cast by them	% of total number of valid votes cast
E-Voting	11	1354	0.006
Physical	88	23299500	99.994
<b>Total</b>	<b>99</b>	<b>23300854</b>	<b>100</b>



(ii) Voted **against** the resolution:

Particulars	Number of members	Number of votes cast by them	% of total number of valid votes
E-Voting	1	50	0.00
Physical	0	0	0
<b>Total</b>	<b>1</b>	<b>50</b>	<b>0.00</b>

(iii) Invalid votes:

Particulars	Number of members	Total number of votes cast by them
E-Voting	NIL	NIL
Physical	NIL	NIL
<b>Total</b>	<b>NIL</b>	<b>NIL</b>

**(7) Resolution – To consider the determination of fees for delivery of any document through a particular mode of Delivery. (Ordinary Resolution)**

(i) Voted in **favour** of the resolution:

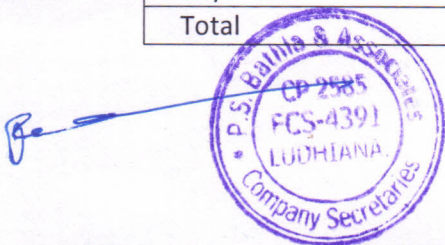
Particulars	Number of members	Number of votes cast by them	% of total number of valid votes cast
E-Voting	11	1354	0.006
Physical	88	23299500	99.994
<b>Total</b>	<b>99</b>	<b>23300854</b>	<b>100</b>

(ii) Voted **against** the resolution:

Particulars	Number of members	Number of votes cast by them	% of total number of valid votes
E-Voting	1	50	0.00
Physical	0	0	0
<b>Total</b>	<b>1</b>	<b>50</b>	<b>0.00</b>

(iii) Invalid votes:

Particulars	Number of members	Total number of votes cast by them
E-Voting	NIL	NIL
Physical	NIL	NIL
<b>Total</b>	<b>NIL</b>	<b>NIL</b>



**(8) Resolution** - To consider the approval for continuation of holding of office as Non-Executive Director by Mr. Jawahar Lal Oswal (DIN: 00463866), upon attaining the age of 75 Years. **(Special Resolution)**

(i) Voted **in favour** of the resolution:

Particulars	Number of members	Number of votes cast by them	% of total number of valid votes cast
E-Voting	11	1354	0.006
Physical	88	23299500	99.994
<b>Total</b>	<b>99</b>	<b>23300854</b>	<b>100</b>

(ii) Voted **against** the resolution:

Particulars	Number of members	Number of votes cast by them	% of total number of valid votes
E-Voting	1	50	0.00
Physical	0	0	0
<b>Total</b>	<b>1</b>	<b>50</b>	<b>0.00</b>

(iii) **Invalid** votes:

Particulars	Number of members	Total number of votes cast by them
E-Voting	NIL	NIL
Physical	NIL	NIL
<b>Total</b>	<b>NIL</b>	<b>NIL</b>

**(9) Resolution** – To consider the approval for continuation of holding of office as an Independent Director by Prof. Kanwar Sain Maini (DIN: 00454686), who has attained the age of 75 years. **(Special Resolution)**

(i) Voted **in favour** of the resolution:

Particulars	Number of members	Number of votes cast by them	% of total number of valid votes cast
E-Voting	11	1354	0.006
Physical	88	23299500	99.994
<b>Total</b>	<b>99</b>	<b>23300854</b>	<b>100</b>

(ii) Voted **against** the resolution:

Particulars	Number of members	Number of votes cast by them	% of total number of valid votes
E-Voting	1	50	0.00
Physical	0	0	0
<b>Total</b>	<b>1</b>	<b>50</b>	<b>0.00</b>



(iii) Invalid votes:

Particulars	Number of members	Total number of votes cast by them
E-Voting	NIL	NIL
Physical	NIL	NIL
Total	NIL	NIL

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 / Director authorized by the Board for safe keeping.

Thanking you,  
Yours faithfully,

Place : Ludhiana  
Dated: 29<sup>th</sup> September, 2018



Name/s and Signature/s of the Scrutinizer/s