

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 Capital and Financial Services Limited
Ludhiana.

The 19th Annual General Meeting of the Equity Shareholders of Nahar Capital and Financial Services Limited held on Wednesday, the 25th day of September, 2024 at 12.30 pm 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 Capital And Financial Services Limited, to scrutinize the remote e-voting process commenced on 22.09.2024 at 09.00 A.M. and ended on 24.09.2024 at 05.00 P.M as well as e-voting held at the Annual General Meeting for the below mentioned resolutions, at the 19th Annual General Meeting of the Equity Shareholders of Nahar Capital And Financial Services Limited held on Wednesday, the 25th day of September, 2024 at 12:30 P.M. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), submit my report as under:

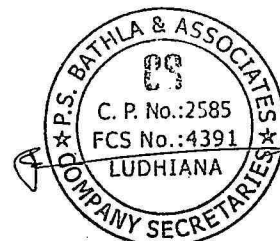
1) The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to the remote e-voting process as well as e-voting held at the Annual General Meeting on the resolutions proposed in the notice of the said Annual General Meeting is the responsibility of the management.

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 day of September, 2024 at 01:16 p.m. in presence of two witnesses namely Ms. Rekha Rani and Ms. Sanya.

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

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



(1) (i) **Resolution** - To consider and adopt the Standalone Financial Statements of the Company for the financial year ended 31st March, 2024 and the Reports of the Board of Directors and Auditors thereon. **(Ordinary Resolution)**

(ii) **Resolution** - To consider and adopt the Consolidated Financial Statements of the Company for the financial year ended 31st March, 2024 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 |
|-------------------------|------------------------------|---------------------------------------|
| 75 | 12010323 | 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 | 96 | 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 | 1 | 5957 |
| Incomplete Documentation** | 6 | 45437 |

** The votes casted by 6 members having total of 45437 shares of Total Casted Votes have been excluded from the total votes casted for Incomplete Documentation as required under the Notes mentioned in the Notice of Annual General Meeting (AGM).

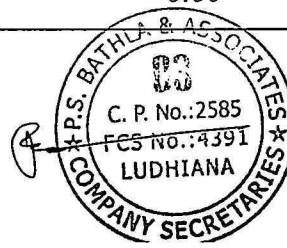
(2) **Resolution** – To declare a Dividend of Rs. 1.50/- per Equity Share of Rs. 5/- each for the financial year ended 31 March, 2024. **(Ordinary Resolution)**

(i) Voted in favour of the resolution:

| Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------|---------------------------------------|
| 76 | 12010340 | 100.00 |

(ii) Voted against the resolution:

| Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------|---------------------------------------|
| 5 | 79 | 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 |
| Incomplete Documentation** | 7 | 51394 |

** The votes casted by 7 members having total of 51394 shares of Total Casted Votes have been excluded from the total votes casted for Incomplete Documentation as required under the Notes mentioned in the Notice of Annual General Meeting (AGM).

(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 |
|-------------------------|------------------------------|---------------------------------------|
| 75 | 11970328 | 100.00 |

(ii) Voted against the resolution:

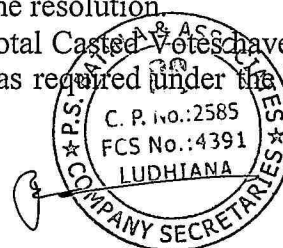
| Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------|---------------------------------------|
| 5 | 79 | 0.00 |

(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* | 1 | 40012 |
| Incomplete Documentation** | 7 | 51394 |

*The votes casted by Mr. Jawahar Lal Oswal having total of 40012 shares of Total Casted Votes have been excluded from the total votes casted as being interested in the resolution.

** The votes casted by 7 members having total of 51394 shares of Total Casted Votes have been excluded from the total votes casted for Incomplete Documentation as required under the Notes mentioned in the Notice of Annual General Meeting (AGM).



(4) **Resolution** – To appoint a director in place of Mr. 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 |
|-------------------------|------------------------------|---------------------------------------|
| 76 | 12010081 | 100.00 |

ii) Voted against the resolution:

| Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------|---------------------------------------|
| 5 | 79 | 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* | 1 | 259 |
| Incomplete Documentation** | 7 | 51394 |

**The votes casted by Mr. Kamal Oswal having total of 259 shares of Total Casted Votes have been excluded from the total votes casted as being interested in the resolution.

** The votes casted by 7 members having total of 51394 shares of Total Casted Votes have been excluded from the total votes casted for Incomplete Documentation as required under the Notes mentioned in the Notice of Annual General Meeting (AGM).

SPECIAL BUSINESS:

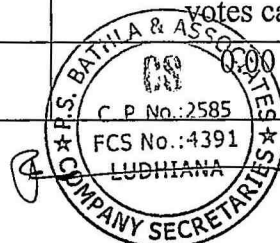
(5) **Resolution** – To Approve the Payment of Minimum Remuneration to Mr. Dinesh Oswal, Managing Director in Case of No Profits or Inadequacy of Profits **(Special Resolution)**

i) Voted in favour of the resolution:

| Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------|---------------------------------------|
| 75 | 11929349 | 100.00 |

ii) Voted against the resolution:

| Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------|---------------------------------------|
| 5 | 79 | 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 | 1 | 80991 |
| Incomplete Documentation** | 7 | 51394 |

**The votes casted by Mr. Dinesh Oswal having total of 80991 shares of Total Casted Votes have been excluded from the total votes casted as being interested in the resolution.

** The votes casted by 7 members having total of 51394 shares of Total Casted Votes have been excluded from the total votes casted for Incomplete Documentation as required under the Notes mentioned in the Notice of Annual General Meeting (AGM).

(6) Resolution – To Approve Material Related Party Transactions. (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 |
|-------------------------|------------------------------|---------------------------------------|
| 57 | 12976 | 99.27 |

ii) Voted against the resolution:

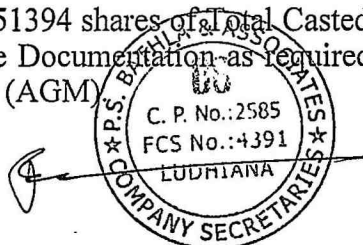
| Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------|---------------------------------------|
| 6 | 96 | 0.73 |

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* | 18 | 11997347 |
| Incomplete Documentation** | 7 | 51394 |

*The votes casted by Promoters and Promoters Group/ Related Party(ies) who have voted on this resolution, having total of 11997347 shares of Total Casted Votes have been excluded from the total votes casted as being interested in the resolution.

** The votes casted by 7 members having total of 51394 shares of Total Casted Votes have been excluded from the total votes casted for Incomplete Documentation as required under the Notes mentioned in the Notice of Annual General Meeting (AGM).



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.

All the resolutions have been carried with requisite majority.

Thanking you,

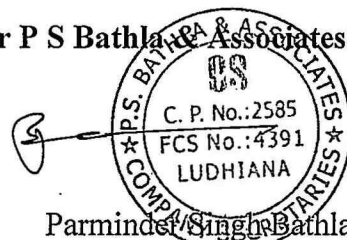
Yours faithfully,

Place : Ludhiana

Dated: 26th September, 2024

UDIN: F004391F001326206

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