

**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 17<sup>th</sup> Annual General Meeting of the Equity Shareholders of Nahar Capital And Financial Services Limited held on Wednesday, the 24<sup>th</sup> Day of August, 2022 at 12:30 P.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 Capital And Financial Services Limited, to scrutinize the remote e-voting process commenced on 21.08.2022 at 09.00 A.M. and ended on 23.08.2022 at 05.00 P.M. as well as e-voting held at the Annual General Meeting for the below mentioned resolutions, at the 17<sup>th</sup> Annual General Meeting of the Equity Shareholders of Nahar Capital And Financial Services Limited held on Wednesday, the 24<sup>th</sup> August, 2022 at 12:30 P.M. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), submit my report as under:

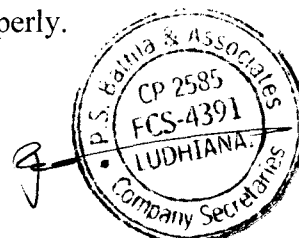
1) The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to the remote e-voting process as well as e-voting held at the Annual General Meeting on the resolutions proposed in the notice of the said Annual General Meeting is the responsibility of the management.

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](http://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 24<sup>th</sup> August, 2022 at 01:20 p.m. in presence of two witnesses namely Ms. Rekha Rani and Ms. Shivani Sharma.

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 as well as Consolidated Financial Statements of the Company for the financial year ended 31st March, 2022 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
79	12465789	100

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
0	0	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	01 2930

(2) **Resolution** – To confirm Interim Dividend of Rs. 1.50/- per Equity Share of Rs. 5/- each and to declare Final Dividend of Rs. 1.50/- per Equity Share of Rs. 5/- each for the financial year ended 31<sup>st</sup> March, 2022 **(Ordinary Resolution)**

(i) Voted in favour of the resolution:

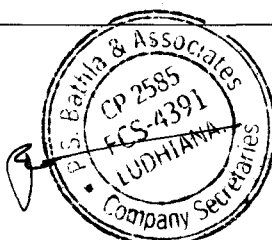
Number of members voted	Number of votes cast by them	% of total number of valid votes cast
79	12468715	100

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
1	4	0.00

(iii) Invalid votes:

Number of members whose votes were declared invalid	Total number of votes cast by them
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
72	12415782	99.90

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
7	12925	0.10

(iii) Invalid votes:

Number of members whose votes were declared invalid	Total number of votes casted / shares held by them
1	40012

\*\*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.

(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
72	12460473	99.94

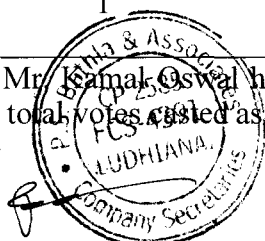
ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
7	7987	0.06

iii) Invalid votes:

Number of members whose votes were declared invalid	Total number of votes casted / shares held by them
1	259

\*\*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.



**(5) Resolution – To appoint Statutory Auditors and fix their Remuneration (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
74	12461081	99.97

ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
5	3812	0.03

iii) Invalid votes:

Number of members whose votes were declared invalid	Total number of votes casted / shares held by them
Did not vote	01 3826

**(6) Resolution – To approve payment of Remuneration to Mr. Dinesh Oswal (DIN: 00607290) Managing Director of the Company under Regulation 17(6) (E) and Regulation 23 of SEBI (Listing Obligation 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
47	419906	85.95

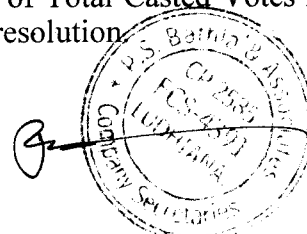
ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
15	68613	14.05

iii) Invalid votes:

Number of members whose votes were declared invalid	Total number of votes casted / shares held by them
Being Related	18 11980200

**\*\*The votes casted by 18 members having total of 11980200 shares of Total Casted Votes have been excluded from the total votes casted as they being related to the resolution**



(7) **Resolution** – To appoint Dr. Yash Paul Sachdeva (DIN: 02012337) 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
78	12467001	99.99

ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
2	1718	0.01

iii) Invalid votes:

Number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

(8) **Resolution** – To appoint Dr. Rajan Dhir (DIN: 09632451) as an Independent Director of the Company (**Special Resolution**)

i) Voted in favour of the resolution:

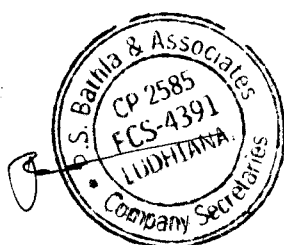
Number of members voted	Number of votes cast by them	% of total number of valid votes cast
79	12468709	100

ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
1	10	0.00

iii) Invalid votes:

Number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL



(9) **Resolution** – To Re-appoint Dr. Vijay Asdhir (DIN: 06671174) 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
71	12406623	99.50

ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
9	62096	0.50

iii) Invalid votes:

Number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

(10) **Resolution** – To Re-appoint Dr. Manisha Gupta (DIN: 06910242) as an Independent Director of the Company (**Special Resolution**)

i) Voted in favour of the resolution:

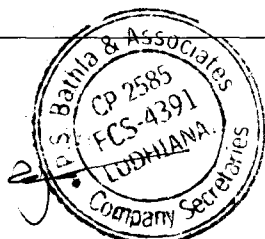
Number of members voted	Number of votes cast by them	% of total number of valid votes cast
75	12463409	99.96

ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
5	5310	0.04

iii) Invalid votes:

Number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL



**(11) Resolution – To approve existing as well as New 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
51	427288	88.16

**ii) Voted against the resolution:**

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
10	57405	11.84

**iii) Invalid votes:**

Number of members whose votes were declared invalid		Total number of votes casted / shares held by them
Being Related	18	11980200
Did not Vote	1	3826

**\*\*The votes casted by 18 members having total of 11980200 shares of Total Casted Votes have been excluded from the total votes casted as they being related to the resolution.**

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.**

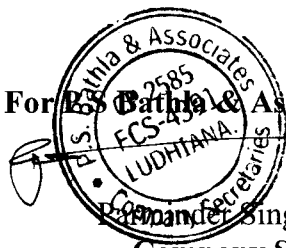
Thanking you,

Yours faithfully,

Place: Ludhiana

Date: 24<sup>th</sup> August, 2022

**UDIN: F004391D000839390**

  
**For S. S. Bathla & Associates**  
**Paraminder Singh Bathla**  
**Company Secretary**  
FCS No. 4391  
C.P No. 2585  
Peer Review No. 1306/2021  
SCO-6, Feroze Gandhi Market,  
Ludhiana