



SONIYA GOYAL

Company Secretaries

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FORM NO. MGT-13 **SCRUTINIZER'S REPORT**

[Pursuant to section 108 of the Companies Act, 2013
And Rule 20(4)(xii) and Rule 21 of the Companies (Management and Administration)
Rules, 2014]

To
The Chairman
Of Annual General Meeting of the members of
Nihal Projects Limited
(CIN: L70101WB1982PLC034928)
held on 30th September, 2021 at the registered office
Cabin No 6 of 7 Grant lane 3rd Floor,
Ganpati Chambers, Room No 313,
Kolkata-700012 West Bengal-WB at 1:00 P.M.

Dear Sir,

Sub.: Scrutinizer's report on E voting/ Ballot

1. I, Soniya Goyal, a Company Secretary in practice, have been appointed as a scrutinizer by the Board of Directors of Nihal Projects Limited for the purpose of scrutinizing the e-voting process along with Ballot Forms and ascertaining the requisite majority on remote e-voting / Ballot process carried out as per 108 of the Companies Act, 2013 read with Rule 20(4)(xii) and Rule 21 of the Companies (Management and Administration) Rules, 2014 (Rules) on the resolution contained in the Notice to the Annual General Meeting (AGM) of the members of the company, held at 1:00 p.m. at Cabin No 6 of 7 Grant lane 3rd Floor, Ganpati Chambers, Room No 313, Kolkata-700012 West Bengal-WB on Thursday 30th September, 2021.
2. At the AGM of the Company held on 30th September, 2021, the Company has also provided facility for voting by Ballot paper to the members attending the meeting, who have not already cast their vote by remote e-voting. The chairman of the AGM has appointed me as the Scrutinizer for the same.
3. The management of the company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and ballot process conducted for the resolutions contained in the Notice to the AGM of the members of the Company. My



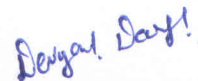
responsibility as a scrutinizer for the remote e-voting and ballot process at the AGM is restricted to make a consolidated Scrutinizer's Report of the votes cast "in Favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL), the agency authorized under the rules and engaged by the company to provide remote e-voting facilities.

4. Further to the above, I submit my reports as under:

- (i) The e-voting period was from 27th September, 2021 at 9.00 a.m. to 29th September, 2021 at 5.00 p.m.
- (ii) The members of the Company as on the "cut-off" date i.e. 23rd September, 2021 were entitled to vote on the resolutions (item No. 01 to 06 set out in the notice of the AGM of the Company).
- (iii) The votes cast were unblocked on 30th September, 2021 at 04:33 p.m. in the presence of 2 (Two) witnesses namely **Mr. Arunesh Kumar Pal** and **Ms. Devyani Darji** who are not in the employment of the Company. They have signed below in the confirmation of the votes being unblocked in their presence.



Name: **Mr. Arunesh Kumar Pal**



Name: **Ms. Devyani Darji**

- (iv) Thereafter the details containing inter alia, list of Equity Share Holders, who voted "for" / "against" each of the resolutions that were put to vote, were generated from the evoting website of National Securities Depository Limited (NSDL) i.e. <https://www.evoting.nsdl.com/> based on such reports generated the result of the e-voting together with voting through postal ballot is as under:

RESOLUTION NO. 1:

TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2021, TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS & AUDITORS' THEREON.

"RESOLVED THAT the Audited Balance Sheet, Profit and loss account and Cash Flow Statement for the year ended 31st March, 2021 along with the Auditor's Report and Director's Report, be and are hereby considered, Adopted and Approved".

| Mode | Ballots received | Total Shares | Favour | | Against | | Invalid | |
|--------------|------------------|--------------|---------|----------|---------|-------|---------|-------|
| | | | Ballots | Votes | Ballots | Votes | Ballots | Votes |
| Electronic | 24 | 12468750 | 24 | 12468750 | 0 | 0 | 0 | 0 |
| At AGM | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Total | 24 | 12468750 | 24 | 12468750 | 0 | 0 | 0 | 0 |

This resolution is passed as an ordinary resolution.

RESOLUTION NO. 2:



TO APPOINT A DIRECTOR IN PLACE OF MRS. ZALAK PRATIK VIRA, WHOLE TIME DIRECTOR (DIN: 05313536), LIABLE TO RETIRE BY ROTATION IN TERMS OF SECTION 152(6) OF THE COMPANIES ACT, 2013 AND BEING ELIGIBLE, SEEKS RE-APPOINTMENT

“**RESOLVED THAT** in accordance with the provision of Section 152 (6) and all other applicable provisions, if any, of the Companies Act, 2013, Mrs. Zalak PratikVira, Whole Time Director (DIN: 05313536), who retires by rotation at this annual general meeting, be and is hereby reappointed as director of the Company, liable to retire by rotation.”

| Mode | Ballots received | Total Shares | Favour | | Against | | Invalid | |
|--------------|------------------|--------------|---------|----------|---------|-------|---------|-------|
| | | | Ballots | Votes | Ballots | Votes | Ballots | Votes |
| Electronic | 24 | 12468750 | 24 | 12468750 | 0 | 0 | 0 | 0 |
| At AGM | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Total | 24 | 12468750 | 24 | 12468750 | 0 | 0 | 0 | 0 |

This resolution is passed as an ordinary Resolution.

RESOLUTION NO. 3:

REAPPOINTMENT OF THE STATUTORY AUDITORS.

“**RESOLVED THAT** pursuant to the provisions of the Section 139 and other applicable provisions, if any of the Companies Act, 2013, read with the Companies (Audit and Auditors) rules, 2014, including any statutory enactment or modification thereof for time being in force, M/s Agarwal P D & Associates., Chartered Accountants, Kolkata (FRN: 330651E) be and are hereby re- appointed as a statutory Auditors of the Company for term of 4 years and to hold office from conclusion of this Annual General Meeting till conclusion of Annual General Meeting held in the year 2025 of the company, at such remuneration plus taxes and reimbursement of out of pocket expenses, if any per financial year on the basis of the recommendation of the Audit committee and approved by the Board of Directors as may be amended from time to time.”

| Mode | Ballots received | Total Shares | Favour | | Against | | Invalid | |
|--------------|------------------|--------------|---------|----------|---------|-------|---------|-------|
| | | | Ballots | Votes | Ballots | Votes | Ballots | Votes |
| Electronic | 24 | 12468750 | 24 | 12468750 | 0 | 0 | 0 | 0 |
| At AGM | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Total | 24 | 12468750 | 24 | 12468750 | 0 | 0 | 0 | 0 |

This resolution is passed as an Ordinary Resolution.

RESOLUTION NO. 4:

APPOINTMENT OF MR. AASHUTOSH SUBHASHCHANDRA KATRE (DIN: 05248923) AS A NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY.

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 152, 161, Schedule IV and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) and Securities and



Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Articles of Association of the Company, Mr. Aashutosh Subhashchandra Katre (DIN:05248923), who was appointed as an Additional Director (Independent) of the Company with effect from March 1, 2021 and is recommended by Board of Directors for appointment as Director, be and is hereby appointed as an Independent Director of the company who has submitted a declaration that he meets the criteria for the independence as provided in section 149(6) of the Companies Act, 2013 for a period of 5 years commencing from March 1, 2021 to February 28, 2026, and whose office shall not be liable to retire by rotation.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

| Mode | Ballots received | Total Shares | Favour | | Against | | Invalid | |
|--------------|------------------|--------------|---------|----------|---------|-------|---------|-------|
| | | | Ballots | Votes | Ballots | Votes | Ballots | Votes |
| Electronic | 24 | 12468750 | 24 | 12468750 | 0 | 0 | 0 | 0 |
| At AGM | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Total | 24 | 12468750 | 24 | 12468750 | 0 | 0 | 0 | 0 |

This resolution is passed as an Ordinary Resolution.

RESOLUTION NO. 5:

APPOINTMENT OF MR. ASHISH DINESH PAREKH (DIN: 09035584) AS A NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY.

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 152, 161, Schedule IV and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Articles of Association of the Company, Mr. Ashish Dinesh Parekh (DIN:09035584), who was appointed as an Additional Director (Independent) of the Company with effect from March 1, 2021 and is recommended by Board of Directors for appointment as Director, be and is hereby appointed as an Independent Director of the company who has submitted a declaration that he meets the criteria for the independence as provided in section 149(6) of the Companies Act, 2013 for a period of 5 years commencing from March 1, 2021 to February 28, 2026, and whose office shall not be liable to retire by rotation.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

| Mode | Ballots received | Total Shares | Favour | | Against | | Invalid | |
|--------------|------------------|--------------|---------|----------|---------|-------|---------|-------|
| | | | Ballots | Votes | Ballots | Votes | Ballots | Votes |
| Electronic | 24 | 12468750 | 24 | 12468750 | 0 | 0 | 0 | 0 |
| At AGM | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Total | 24 | 12468750 | 24 | 12468750 | 0 | 0 | 0 | 0 |



This resolution is passed as an Ordinary Resolution.

RESOLUTION NO. 6:

APPOINTMENT OF MR. SUMIRAN HAMIR MEHTA (DIN: 02873780) AS A NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY.

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 152, 161, Schedule IV and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Articles of Association of the Company, Mr. Sumiran Hamir Mehta (DIN:02873780), who was appointed as an Additional Director (Independent) of the Company with effect from March 1, 2021 and is recommended by Board of Directors for appointment as Director, be and is hereby appointed as an Independent Director of the company who has submitted a declaration that he meets the criteria for the independence as provided in section 149(6) of the Companies Act, 2013 for a period of 5 years commencing from March 1, 2021 to February 28, 2026, and whose office shall not be liable to retire by rotation.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

| Mode | Ballots received | Total Shares | Favour | | Against | | Invalid | |
|--------------|------------------|--------------|---------|----------|---------|-------|---------|-------|
| | | | Ballots | Votes | Ballots | Votes | Ballots | Votes |
| Electronic | 24 | 12468750 | 24 | 12468750 | 0 | 0 | 0 | 0 |
| At AGM | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Total | 24 | 12468750 | 24 | 12468750 | 0 | 0 | 0 | 0 |

This resolution is passed as an Ordinary Resolution.

Thanking You,

Yours faithfully,

Soniya Goyal



Soniya Goyal

Practicing Company Secretary

Membership No. 29031

CP No. 22967

Place: Mumbai

Date: 01/10/2021

UDIN: A029031C001068069