

Nilkamal Limited



Head Office : Nilkamal House, 77/88, Road No.13/14, M.I.D.C., Andheri (East), Mumbai - 400 093, INDIA. Tel. : (91-22) 4235 8888 Material Handling Division : Fax : (91-22) 2836 1923 • E-mail : marketing@nilkamal.com Furniture Division : Fax : (91-22) 2835 3556 • E-mail : furniture@nilkamal.com @home Division : Fax : (91-22) 2837 2787 • E-mail : connect@at-home.co.in • Visit us at : www.nilkamal.com • Visit us at : www.at-home.co.in

DETAILS PURSUANT TO REGULATION 44 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATION, 2015 ON THE VOTES CAST AT THE THIRTY THIRD ANNUAL GENERAL MEETING OF NILKAMAL LIMITED HELD ON AUGUST 14, 2020.

- 1) Date of the AGM: Friday, August 14, 2020.
- 2) Total number of shareholders on record date: 24,897
- 3) No. of shareholders present in the meeting either in person or through proxy : NA

	Presence					
	In person	In proxy	Total			
Promoter and promoter Group	0	0	0			
Public	0	0	0			
Total	0	0	0			

4) No. of shareholders attended the meeting through video conferencing:

****	Presence						
	In person	In proxy	Total				
Promoter and promoter Group	17	0	17				
Public	59	0	59				
Total	76	0	76				

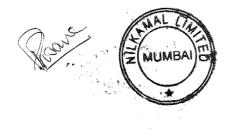
5) No of resolutions passed in the meeting: 13

			Ni	Ikamal Limite	ed					
	· · · · · · · · · · · · · · · ·		1 - Considerati	on and adoption of th	ne Audited Fina	ancial Stateme	nts including Audited	Consolidated		
			Financial Statements for the year ended March 31, 2020, together with the Reports of the Board of							
Resolution Required : (Ordin	nary)		Directors and the Auditors' thereon.							
Whether promoter/ promoter	ter group are ir	iterested in				NO				
Category	Mode of									
	Voting			% of Votes Polled			% of Votes in			
		No. of	No. of votes	on outstanding	No. of Votes	No. of Votes	favour on votes	% of Votes against		
		shares held	polled	shares	– in favour	–Against	polled	on votes polled		
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100		
Promoter and Promoter	E-Voting		9599446	100.0000	9599446	0	100.0000	0.0000		
	Poll		0	0.0000	0	0	0.0000	0.0000		
		9599446								
Group	Postal Ballot		0	0.0000	0	0	0.0000	0.0000		
	Total		9599446	100.0000	9599446	0	100.0000	0.0000		
	E-Voting		2641245	93.5827	2641245	0	100.0000	0.0000		
	Poll		0	0.0000	0	0	0.0000	0.0000		
Public Institutions		2822365						_		
	Postal Ballot		0	0.0000	0	0				
	Total		2641245	93.5827						
	E-Voting		500601	20.0183		53				
	Poll		0	0.0000	0	0	0.0000	0.0000		
Public Non Institutions		2500714	ł							
	Postal Ballot		0	0.0000						
	Total		500601							
Total		14922525	12741292	85.3829	12741239	53				
				Wheth	er resolution	is pass or not	Y	es		



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	······		Ni	Ikamal Limite	ed				
Resolution Required : (Ordin Whether promoter/ promot			2 - Re-appoint Mr. Manish V. Parekh (DIN: 00037724), who retires by rotation						
the agenda/resolution?	ter group are in	iteresteu in				NO			
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes — in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled	
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	
	E-Voting		9599446	100.0000	9599446	0	100.0000	0.0000	
Promoter and Promoter	Poll		0	0.0000	0	0	0.0000	0.0000	
Group	Postal Ballot	9599446	0	0.0000			0.0000		
	Total		9599446	100.0000	<u> </u>		100.0000		
	E-Voting		2646334	93.7630					
Public Institutions	Poll	2822365	0		0		0.0000	0.0000	
	Postal Ballot		0			0			
	Total		2646334	93.7630	4				
	E-Voting		500601	20.0183			99.9559		
	Poll		0	0.0000	0	0	0.0000	0.0000	
Public Non Institutions	Postal Ballot Total	2500714	0				0.0000 99.955 9		
Total		14922525	12746381	85.4171	12746160	221	99.9983	0.0017	
			·	Wheth	er resolution	is pass or not	Y	es	

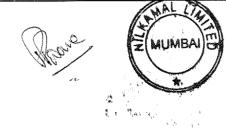


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Resolution Required : (Ordi	······································		3 - Ratification of remuneration payable to Cost auditors for financial year 2020-2021						
Whether promoter/ promoter/ promoter/ promotent the agenda/resolution?	ter group are ir	nterested in				NO		· · · · · · · · · · · · · · · · · · ·	
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes — in favour	–Against	polled	% of Votes against on votes polled	
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	
	E-Voting		9599446	100.0000	9599446	0	100.0000		
Promoter and Promoter	Poll		0	0.0000	0	0	0.0000	0.0000	
Group	Postal Ballot	9599446	0	0.0000	0	0	0.0000	0.0000	
	Total		9599446	100.0000	9599446		100.0000		
	E-Voting		2646334	93.7630		0	100.0000		
	Poll		0	0.0000	0	0	0.0000	0.0000	
Public Institutions		2822365			-				
	Postal Ballot		0	0.0000					
	Total		2646334						
	E-Voting		500601	20.0183	500458	143	99.9714		
	Poll		0	0.0000	0	0	0.0000	0.0000	
Public Non Institutions	Postal Ballot	2500714	0				+	A REAL PROPERTY AND A REAL	
	Total		500601						
Total		14922525	12746381		er resolution			0.0011 es	



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Resolution Required : (Spec			4 - Adoption o	f new set of Articles o	of Association (AOA) as per Co	mpanies Act, 2013	
Whether promoter/ promoted the agenda/resolution?	ter group are ir	nterested in				NO		
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
	E-Voting		9599446	100.0000	9599446	0	100.0000	0.0000
Promoter and Promoter	Poll		0	0.0000	0	0	0.0000	0.0000
Group	Postal Ballot	9599446	0	0.0000	0	0	0.0000	0.0000
	Total		9599446	100.0000	9599446		100.0000	0.0000
	E-Voting		1191303	42.2094	18402	1172901	1.5447	
	Poll		0	0.0000	0	. 0	0.0000	0.0000
Public Institutions	Postal Ballot	2822365	0	0.0000	0	0	0.0000	0.0000
	Total		1191303	42.2094	18402	1172901	1.5447	98.4553
	E-Voting		500601	20.0183	500548	53	99.9894	0.0106
	Poll		0	0.0000	C	0	0.0000	0.0000
Public Non Institutions	Postal Ballot Total	2500714	0 500601					
Total		14922525						
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			N	ilkamal Limit	ed							
Resolution Required : (Ordi	nary)		5 - Appoint Mi and fix his em		+ (DIN: 000375	19) as Chairma	n Emeritus effective	from A				
Whether promoter/ promo the agenda/resolution?	ter group are in	nterested in	Yes									
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes — in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of V				
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={				
	E-Voting		3108015	32.3770	3108015	0	100.0000					
romoter and Promoter Sroup	Poll	-	0	0.000	0	0	0.0000	-				
	Postal Ballot	9599446	0	0.0000	0	0	0.0000					
	Total		3108015	32.3770	3108015	0	100.0000					
	E-Voting		1540452	54.5802	369216	1171236	23.9580					
	Poll		0	0.0000	0	0	0.0000					
Another promoter/ promote te agenda/resolution? Category romoter and Promoter iroup	Postal Ballot	2822365	0	0.0000	0	0	0.0000					
	Total		1540452	54.5802	369216	1171236	23.9680					
	E-Voting		500601	20.0183	500443	158	99.9684					
· · · · ·	Roll		0	0.0000	0	0	0.0000					
Public Non Institutions	Postal Ballot	2500714	0	0.0000	0	0	0.0000					
	Total		500601	, 20.0183	500443	158	99.9684					
Total		14922525	5149068	34.5053	3977674	1171394	77.2504	U.				
				Whether	esolution is p	assed or not	Ye	5				

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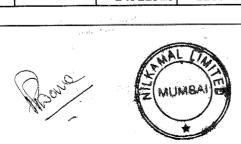
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gust 15, 2020	
otes against	N.
tes polled	27
5]/[2]}*100	
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			Ni	lkamal Limite	ed			
					N. 07208466) a	Director w	ao is liable to retire b	vrotation
Resolution Required : (Ordin			6 - Appoint Mr	. Mihir H. Parekh (DIN	1: 07308466) a	s a Director, wi		yrotation
Whether promoter/ promoter/ promoter/ promotent the agenda/resolution?	ter group are in	iterested in				NO		
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes — in favour	No. of Votes —Against	polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Description and Description	E-Voting		9599446	100.0000	9599446	0		
	Poll		0	0.0000	0	0	0.0000	0.0000
Promoter and Promoter Group	Postal Ballot	9599446	0	0.0000	0	0	0.0000	0.0000
	Total		9599446	100.0000	9599446	0	100.0000	
	E-Voting		1592264	56.4159	1592264	0	100.0000	
	Poll		0	0.0000	0	0	0.0000	0.0000
Public Institutions	Postal Ballot	2822365	0	0.0000	O	0	0.0000	0.0000
	Total		1592264	56.4159	1592264	0	100.0000	0.0000
	E-Voting		500601	20.0183	500382	219	99.9563	0.0437
	Poll	1	0	0.0000	C	0	0.0000	0.0000
Public Non Institutions	Postal Ballot	2500714	0	0.0000	C	0		
	Total		500601	20.0183				
Total		14922525	5 11692311	78.3534	11692092	219		and the second sec
		and and the		Wheth	er resolution	is pass or not	: <u> </u>	'es

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			Ni	lkamal Limite	ed			
Resolution Required : (Spec	ial)		effective from	. Mihir H. Parekh (DIN February 1, 2020 to J of his appointment	N: 07308466) a anuary 31, 202	s an Executive 5 and approve	Director for a period on his remuneration alo	of five years ngwith other terms
Whether promoter/ promo the agenda/resolution?		nterested in				NO		
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]={[2]/[1]}*100	No. of Votes — in favour [4]	No. of Votes —Against [5]	% of Votes in favour on votes polled [6]={[4]/[2]}*100	% of Votes against on votes polled [7]={[5]/[2]}*100
	E-Voting		9599446	100.0000			100.0000	
	Poll		0	0.0000	0	0	⁵ 0.0000	0.0000
Promoter and Promoter Group	Postal Ballot	9599446	0	0.0000	0	0	0.0000	0.0000
	Total		9599446	100.0000	9599446	0	100.0000	0
	E-Voting		1243960	44.0751	1243960			
Public Institutions	Poll	2822365	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1243960	44.0751	1243960	0	100.0000	0.0000
	E-Voting		500601	20.0183	500333	268	99.9465	0.0535
	Poll		0	0.0000		0	0.0000	0.0000
Public Non Institutions	Postal Ballot	2500714	0					
	Total		500601					
Total		14922525	5 11344007					
				Wheth	ner resolution	is pass or not	۲ ۱	es

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			Ni	lkamal Limite	ed			
Resolution Required : (Spec	ial)			4, 2020 to August 13,			ependent Director fo uation of his Director	
Whether promoter/ promoter	ter group are in	nterested in	. 8. 			NO		:
Category	Mode of							
	Voting			% of Votes Polled			% of Votes in	
		No. of	No. of votes	-		No. of Votes		% of Votes against
		shares held	polled	shares	– in favour	–Against	polled	on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
	E-Voting		9599446	100.0000	9599446			
Promoter and Promoter	Poll	0500446	0	0.0000	0	0	0.0000	0.0000
Group	Postal Ballot	9599446	0	0.0000	о о	0	0.0000	0.0000
	Total		9599446	100.0000	9599446	0	100.0000	0.0000
	E-Voting		2298030	81.4221	2298030	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
Public Institutions		2822365						
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total	1	2298030	81.4221	2298030			
	E-Voting		500601	20.0183	500378	223		
	Poll		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions		2500714	ł					
	Postal Ballot		0					
·	Total		500601					
Total		14922525	12398077	L				
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			Ni	lkamal Limite	ed			
Resolution Required : (Speci	ial)		till the close of	Mr. Sharad V. Parekh business hours on Au of his appointment	(DIN: 0003574 ugust 14, 2020	7) as a Managi and approve hi	ng Director effective is remuneration alon	from April 1, 2020 gwith other terms
Whether promoter/ promot the agenda/resolution?		iterested in				NO	• 	
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
	E-Voting		9599446	100.0000	9599446	0		0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
Promoter and Promoter Group	Postal Ballot	9599446	0	0.0000	0	0		
	Total		9599446	100.0000	9599446			
ann an Airlight a sa an Airlight a shara ann an Airlight an Airlight an Airlight an Airlight an Airlight an Air	E-Voting		2298030	81.4221	2298030			
	Poll		0	0.0000	0	0	0.0000	0.0000
Public Institutions	Postal Ballot	2822365	0	0.0000	O	0	0.0000	
	Total		2298030	81.4221	2298030			
	E-Voting		500601	20.0183	500343	258		
	Poll		0	0.0000		0	0.0000	0.0000
Public Non Institutions	Postal Ballot	2500714	0	0.0000) C			
	Total]	500601					
Total		14922525	1	1000 March				
				Wheth	ner resolution	is pass or not	Y	′es

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	<u></u>		Ni	ilkamal Limite	ed			
Resolution Required : (Spec	ial)		Chairman of th	Ir. Sharad V. Parekh (ne Company effective ship above 75 years o	from August 1) as a Non-Exec 5, 2020, not lial	utive Director to be o ble to retire by rotati	lesignated as the on and continuatio
Whether promoter/ promoter	ter group are in	iterested in				NO		
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes again on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*10
	E-Voting		9599446		9599446	0	100.0000	0.00
	Poll		0	0.0000	0	0	0.0000	0.00
Promoter and Promoter Group	Postal Ballot	9599446	0 9599446			0	0.0000	· · · · ·
	Total		1192148			1054915	11.5114	
	E-Voting Poll		1192148				0.0000	
Public Institutions	Postal Ballot	2822365					0.0000	
	Total	1	1192148	42.2393	137233	1054915	11.5114	88.48
	E-Voting		500601	20.0183	500317	284	99.9433	
	Poll		0	0.0000) <u> </u>	0	0.0000	0.00
Public Non Institutions	Postal Ballot	2500714	1 C	0.0000) (
	Total	1	500601					
Total		1492252	5 11292195			is pass or not		9.34 Zes



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	11 - Re-appoint Mr. Hiten V. Parekh (DIN: 00037550) as a Joint Managing Director effective from April 1, 2020 till the close of business hours on August 14, 2020 and as a Managing Director effective from August 15, 2020 till March 31, 2025 and approve his remuneration alongwith other terms and conditions of his appointment							
Resolution Required : (Spec	ial)							
Whether promoter/ promoter group are interested in the agenda/resolution?						NO		
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes — in favour	No. of Votes —Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
	E-Voting		9599446		9599446		100.0000	
Promoter and Promoter	Poll		0	0.0000	0	0	0.0000	0.0000
Group	Postal Ballot	9599446	0	0.0000	0	0	0.0000	
	Total	1	9599446	100.0000	9599446	0	100.0000	
	E-Voting		2298030	81.4221	2298030	0	100.0000	
	Poll		0	0.0000	0	0	0.0000	0.0000
Public Institutions	Postal Ballot	2822365	0	0.0000	0	0	0.0000	0.0000
	Total		2298030	81.4221	2298030	0		
	E-Voting		500601	20.0183	500282	319	99.9363	
	Poll		0	0.0000) C	0	0.0000	0.0000
Public Non Institutions	Postal Ballot	2500714	t C	0.0000				
	Total		500601	. 20.0183				
Total		14922525	5 12398077					
				Wheth	ner resolution	is pass or not	Y	es



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			Ni	lkamal Limite	d			
Resolution Required : (Spec	ial)			t Mr. Manish V. Parel 025 and approve his I				
Whether promoter/ promoter	ter group are in	iterested in			1.	NO		
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes — in favour	–Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
D	E-Voting Poll		9599446 0	100.0000 0.0000	9599446 0	0	100.0000 0.0000	
Promoter and Promoter Group	Postal Ballot	9599446	0	0.0000	0	0	0.0000	0.0000
	Total		9599446	100.0000	9599446	0	100.0000	
	E-Voting		2298030	81.4221	2298030		100.0000	
	Poll		0	0.0000	0	0	0.0000	0.0000
Public Institutions	Postal Ballot	2822365	0	0.0000	0	0	0.0000	
	Total	·	2298030	81.4221	2298030		100.0000	
	E-Voting		500601	20.0183	500282	319	99.9363	
	Poll		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	Postal Ballot	2500714	t C	0.0000	C	0		
	Total		500601	. 20.0183				
Total		14922525	5 12398077					
And the second se				Wheth	er resolution	is pass or not	Y	'es

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Resolution Required : (Spec	ial)			t Mr. Nayan S. Parekh 025 and approve his r				
Whether promoter/ promoter group are interested in the agenda/resolution?						NO		
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]={[2]/[1]}*100	No. of Votes – in favour [4]	No. of Votes –Against [5]	% of Votes in favour on votes polled [6]={[4]/[2]}*100	% of Votes against on votes polled [7]={[5]/[2]}*100
	E-Voting		9599446		9599446	0	100.0000	
Promoter and Promoter	Poll		0	0.0000	0	0	0.0000	0.0000
Group	Postal Ballot	9599446	0	0.0000	0	0	0.0000	
	Total		9599446	100.0000	9599446	0	100.0000	
	E-Voting		2298030		2298030		100.0000	and the second division of the second divisio
	Poll		0	0.0000	0	0	0.0000	0.0000
Public Institutions	Postal Ballot	2822365	0	0.0000	0	0		
	Total		2298030	81.4221	2298030			
	E-Voting		500601	20.0183	500282	319		
	Poll]	C	0.0000) <u> </u>	0	0.0000	0.0000
Public Non Institutions	Postal Ballot	2500714	C					
	Total		500601			1		
Total		1492252	5 12398077					
				Wheth	ner resolution	is pass or not		les

Rear MUMBAI) *

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PRATIK M. SHAH B.COM., F.C.S. Company Secretaries

SCRUTINIZER'S REPORT

[Pursuant to section 108 of the Companies Act, 2013 and rule 20 of the Companies Management and Administration Rules, 2014 read with MCA Circular No. 20/202 dated May 05, 2020 read with Circular No. 14/2020 dated April 08, 2020 and Circular No.17/2020 dated April 13, 2020 and Circular No. SEBI/HO/ CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 issued by the Securities and Exchange Board of India]

To,

The Chairman of 34th Annual General Meeting ('AGM') of the members of **Nilkamal Limited** (the 'Company') held on August 14, 2020 at 11.00 a.m. through two way Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

Dear Sir,

We, Pratik M. Shah, Company Secretaries, have been appointed as a scrutinizer in the meeting of the Board of the Directors held on 28th June, 2020 for the purpose of -

- Scrutinizing Remote e-voting process done by the shareholders of the Company pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014; and
- 2) Voting conducted through Electronic voting at the AGM under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 on the resolutions contained in the notice to the 34th Annual General Meeting (AGM) of the Equity Shareholders of the Company issued Accordingly,
- 3) Further to the above, we submit our report as under:-
- 1. Pursuant to Section 101, 108 of the act and rule 20 of the Companies (Management and Administration) Rules, 2014 including any statutory modifications or re-enactments thereof for the time being in force, Company has confirmed that the electronic copy of notice convening the 34th AGM of the Company along with the process of electronic voting at the AGM and the remote e-voting were sent to the shareholders whose email addresses are registered with the Company/Depository Participants for communication purposes in compliance with MCA issued Circular No. 20/2020 dated May 05, 2020 read with Circular No. 14/2020 dated April 08, 2020 and Circular No.17/2020 dated April 13, 2020 (hereinafter collectively referred to as "MCA Circulars") and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 issued by the Securities and Exchange Board of India (hereinafter referred to as "SEBI Circular") prescribing the procedures and manner of conducting the Annual General Meeting through Video Conferencing (VCS). Other Audio Visual Means ("OAVM").

FCS - 7431 COB-7401

Add :, D/12, Riddhi Avenue, Off. New Link Road, Chikuwadi, Borivali (West), Mumbai - 400 092 Tel. No. : 022 - 2898 3946 • Cell. : + 91 - 98200 55798 Website : www.cspmshah.com • e-mail : pratik@cspmshah.com / cspratikmshah@gmail.com

- ii. The Company has appointed National Securities Depository Limited ("NSDL"), to provide VC/OAVM facility for the AGM and the attendant enablers for conducting of the AGM.
- iii. The remote e-voting period remained open from Tuesday, August 11, 2020 at 9.00 a.m. and ends on Thursday, August 13, 2020, at 5.00 p.m.
- iv. The members of the Company as on the "cut-off" date i.e. Friday, August 7, 2020, was entitled to vote on the resolutions (item no. 1 to 13 as set out in the notice of the 34th AGM of the Company).
- v. At the end of the remote e-voting period on Thursday, August 13, 2020, at 5.00 p.m., voting portal of service provider was blocked forthwith.
- vi. For Voting conducted through Electronic voting at the AGM, the Company facilitated the members present in the meeting who could not participate in the remote e-voting to record their votes through E-Voting System provided by NSDL.
- vii. As Scrutinizer, our responsibility is to ensure that voting process through remote e-voting and voting conducted through E-Voting System at the AGM are conducted in a fair and transparent manner and to make a consolidated scrutinizer's report of the total votes cast in favour or against the resolutions, based on the report generated from the E-Voting System provided by NSDL.
- viii. In compliance of the Rules, we have unblocked the votes from the website of National Securities Depository Limited ("NSDL"), i.e. <u>www.evoting.nsdl.com</u> on August 14, 2020, at 12:15 p.m. in the presence of Mr. Sonu Gupta and Mr. Vikas Gohar who were not in the employment of the Company.
- ix. The Remote E-Voting and voting conducted through E-Voting System provided by NSDL at the AGM were reconciled with the records maintained by the Company/Registrar and Share Transfer Agents of the Company M/s. Link Intime India Private Limited (Link Intime) and the authorizations lodged with the Company.
- x. We have rendered separate details in Scrutinizer's Report on the Remote e-voting and voting conducted through E Voting System at the meeting and we hereby submit Consolidated Scrutinizer's Report pursuant to Rule 20(4)(xii) on all the Resolutions contained in the Notice.



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Consolidated report on result of voting through electronic means and e-voting at AGM is as under:

Item No. 1:-

Ordinary Resolution - To receive, consider and adopt the Audited Financial Statements including the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2020, together with the Reports of the Board of Directors and the Auditors thereon.

i. Voted in **favour** of the resolution:

Total	197	1,27,41,239	100.00
AGM		a na anala a sa ang a na ang a na ang ang ang ang ang	
Electronic voting at the	****		
Voting conducted through	1	3	0.00
Remote E-Voting	196	1,27,41,236	100.00
	voted		votes cast
	members	cast by them	number of valid
Mode of Voting	Number of	Number of votes	% of total

ii. Voted **against** the resolution :

Mode of Voting	Number of	Number of votes	% of total
	members	cast by them	number of valid
	voted		votes cast
Remote E-Voting	4	53	100.00
Voting conducted through	***	**	
Electronic voting at the			
AGM			
Total	4	53	00.00

iii. Invalid votes :

Mode of Voting	Number	of	members	Number of votes cast by
	voted			them
Remote E-Voting			:**	w
Voting conducted through Electronic voting at the AGM				-
Total				-

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iv. Abstain/Not voted :

Mode of Voting	Number	of	members	Number of shares held
	voted			
Remote E-Voting			1	5,089
Voting conducted through				an balan ya bulun na katala mana ana katala mana ana katala na katala na katala na katala na katala na katala m Ag
Electronic voting at the				
AGM				
Total			1	5,089

Item No. 2:-

Ordinary Resolution – To appoint a Director in place of Mr. Manish V. Parekh (DIN:00037724), who retires by rotation and being eligible, offers himself for re-appointment.

i. Voted in **favour** of the resolution:

Voting conducted through Electronic voting at the	1	3	0.00
	L.	د د	0.00
	1	3	0.00
Remote E-Voting	193	1,27,46,157	100.00
	voted		votes cast
	members	cast by them	number of valid
Mode of Voting	Number of		% of total

ii. Voted **against** the resolution :

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting	8	221	100
Voting conducted through Electronic voting at the AGM		•	-
Total	8	221	00.00



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iii. Invalid votes :

Mode of Voting	Number o	of members	Number of votes cast by
	voted		them
Remote E-Voting		****	
Voting conducted through			
Electronic voting at the			
AGM			
Total		-	
lotai		-	

iv. Abstain/Not voted :

Mode of Voting	Number voted	of	members	Number of shares held
Remote E-Voting			•••	er.
Voting conducted through Electronic voting at the AGM				~ ~
Total			***	-

Item No. 3:-

Ordinary Resolution - To ratify and confirm appointment of M/s. B. F. Modi and Associates, Cost Accountants (Firm Registration No.6955) as Cost Auditors of the Company to conduct audit of cost records of the Company for the financial year 2020-21 at remuneration of Rs.3.50 Lakhs (Rupees Three Lakhs Fifty Thousand Only) plus applicable taxes and reimbursement of out of pocket expenses at actual.

i. Voted in **favour** of the resolution:

195	1,27,46,238	100.00
	name o de 1991	
1	3	00.00
194	1,27,46,235	100.00
voted		votes cast
members	cast by them	number of valid
Number of		% of total
	members voted 194 1	voted 194 1,27,46,235 1 3



Page 5 of 19

ii. Voted **against** the resolution :

AGM				
Electronic voting	at the			
Voting conducted	through	-		**
Remote E-Voting		7	143	100.00
Mode of Voting		members voted	Number of votes cast by them	% of total number of valid votes cast

iii. Invalid votes :

Mode of Voting	Number	of	members	Number of votes cast by
	voted			them
Remote E-Voting			942-944-944-944-944-944-944-944-944-944-	n an
Voting conducted through		0 0	**	an a
Electronic voting at the				
AGM				
Total				

iv. Abstain/Not voted :

Mode of Voting	Number voted	of	members	Number of shares held
Remote E-Voting			-	_
Voting conducted through Electronic voting at the AGM			900	-
Total				-

Item No. 4:-

Special Resolution- To adopt new set of Articles of Association of the Company in total exclusion, substitution and supersession, in lieu of existing Articles of Association of the Company.



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i. Voted in **favour** of the resolution:

Electronic voting at the AGM			
Voting conducted through	1	3	0.00
Remote E-Voting	179	1,01,18,393	100.00
	voted		votes cast
	members	cast by them	number of valid
Mode of Voting	Number of	Number of votes	% of total

ii. Voted **against** the resolution :

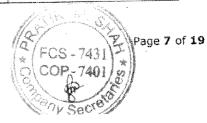
Total	19	11,72,954	10.39
AGM			
Electronic voting at the		· ,	
Voting conducted through	*		•
Remote E-Voting	19	11,72,954	100.00
	voted		votes cast
	members	cast by them	number of valid
Mode of Voting	Number of	Number of votes	% of total

iii. Invalid votes :

Number of	members	Number of votes cast by
voted		them
		-
	*	
	-	
	-	a mer

iv. Abstain/Not voted :

Mode of Voting	Number voted	of	members	Number of shares held
Remote E-Voting			3	14,55,031
Voting conducted throug Electronic voting at th AGM				-
Total			3	14,55,031



Item No. 5:-

Ordinary Resolution – To appoint Mr. Vamanrai V. Parekh, the Promoter of the Company, as Chairman Emeritus (*subject to approval of Item No. 4 of this report*), with effect from August 15, 2020, till the time he resigns from such position and the Board of Directors, are entitled to pay emoluments.

i. Voted in **favour** of the resolution:

Total	163	39,77,6	74 77.25
AGM			
Electronic voting at the		*	
Voting conducted through	1		3 00.00
Remote E-Voting	162	39,77,6	71 100.00
	voted		votes cast
	members	cast by them	number of valid
Mode of Voting	Number of	Number of vot	tes % of total

ii. Voted **against** the resolution :

	members voted	cast by them	number of valid votes cast
Remote E-Voting	23	11,71,394	100.00
Voting conducted through Electronic voting at the	0		
AGM Total	23	11,71,394	22.75

iii. Invalid votes :

Mode of Voting	Number	of	members	Number of votes cast by
	voted			them
Remote E-Voting			13	63,58,531
Voting conducted through Electronic voting at the AGM			-	-
Total			13	63,58,531



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iv. Abstain/Not voted :

Mode of Voting	Number	of	members	Number of shares held
	voted			
Remote E-Voting			3	12,38,782
Voting conducted through			-	98.
Electronic voting at the				
AGM				
Total			3	12,38,782

Item No. 6:-

Ordinary Resolution – To appoint Mr. Mihir H. Parekh (DIN: 07308466), as a Director of the Company, liable to retire by rotation. He was appointed as an Additional Director of the Company with effect from February 1, 2020, and holds office upto the date of Annual General Meeting held on 14th August, 2020,

i. Voted in **favour** of the resolution:

Total	190	1,16,92,092	100.00
AGM			4.0.0.00
Electronic voting at the			
Voting conducted through	1	3	00.00
Remote E-Voting	189	1,16,92,089	100.00
	voted		votes cast
	members	cast by them	number of valid
Mode of Voting	Number of	Number of votes	% of total

ii. Voted **against** the resolution :

Mode of Voting	Number of	Number of votes	% of total
	members	cast by them	number of valid
	voted		votes cast
Remote E-Voting	7	219	100.00
Voting conducted through	*		
Electronic voting at the			
AGM			00.00
Total	7	219	00.00



iii. Invalid votes :

Mode of Voting	Number	of	members	Number of votes cast by
	voted			them
Remote E-Voting			••••••••••••••••••••••••••••••••••••••	an a
Voting conducted through Electronic voting at the				-
AGM			And an and a second	
Total			-	w.

iv. Abstain/Not voted :

Mode of Voting	Number voted	of	members	Number of shares held
Remote E-Voting			5	10,54,070
Voting conducted through Electronic voting at the			~	~
AGM Total		an a	5	10,54,070

Item No. 7:-

Special Resolution - To appoint Mr. Mihir H. Parekh (DIN: 07308466) as a Whole Time Director, designated as an Executive Director of the Company for a period of Five years with effect from February 1, 2020 to January 31, 2025.

i. Voted in **favour** of the resolution:

Total	185	1,13,43,739	
AGM		4 4 2 4 2 7 2 0	100
Electronic voting at the			
Voting conducted through	1		
Remote E-Voting	184	1,13,43,736	00.00
	voted	1 12 43 726	100.00
		case by chem	votes cast
Mode of voting	members	cast by them	number of valid
Mode of Voting	Number of	Number of votes	% of total

Page 10 of 19

ii. Voted against the resolution :

Total	11	268	00,00
AGM			
Electronic voting at the	Y.		
Voting conducted through	-		-
Remote E-Voting	11	268	. 100.00
	voted		votės cast
	members	cast by them	number of valid
Mode of Voting	Number of	Number of votes	% of total

iii. Invalid votes :

Mode of Voting	Number of memt	pers Number of votes cast by
- . *	voted	them
Remote E-Voting		-
Voting conducted through Electronic voting at the		
AGM		
Total		•

iv. Abstain/Not voted :

Number	of	members	Number of shares held
Voteu			14,02,374
		6	14,02,574
			and the second se
			1.1.00.074
		6	14,02,374
	Number voted	voted	voted 6

Item No. 8:-

Special Resolution - To approve re-appointment of Mr. K. Venkataramanan (DIN: 00001647) as an Independent Director of the Company, not liable to retire by rotation, for a second term of five years from the date of Annual General Meeting of the Company to be held in the calendar year 2020.



Pratik M. Shah Company Secretaries

i. Voted in **favour** of the resolution:

Total	190	1,23,97,854	100.00
AGM			
Electronic voting at the	24		
Voting conducted through	1	3	0.00
Remote E-Voting	189	1,23,97,851	100.00
	voted		votes cast
stode of voting	members	cast by them	number of valid
Mode of Voting	Number of	Number of votes	% of total

ii. Voted **against** the resolution :

Total	11	223	00.00
Electronic voting at the AGM		а 2 мартика 2 м	
Voting conducted through	*		•
Remote E-Voting	11	223	100.00
	voted		votes cast
Houe of Voting	members	cast by them	number of valid
Mode of Voting	Number of	Number of votes	% of total

iii. Invalid votes :

Mode of Voting	Number	of	members	Number of votes cast by
•	voted			them
Remote E-Voting				-
Voting conducted through Electronic voting at the AGM				-
Total			-	-

iv. Abstain/Not voted :

Mode of Voting	Number	of	members	Number of shares held
	voted			
Remote E-Voting			1	3,48,304
Voting conducted through				•
Electronic voting at the				
AGM			4	3,48,304
Total			1	JAN STATISTICS
	1	<u> </u>	Annualis In Appendix and the second	TRY SEN
<i>.</i>				$\begin{pmatrix} 4 \\ * \\ COP_{r} 7401 \end{pmatrix} $ age 12
				No\COB-7401/2/

Item No. 9:-

Special Resolution – To re - appoint Mr. Sharad V. Parekh (DIN: 00035747) as the Managing Director of the Company for a period effective from April 1, 2020 till the close of the business hours on August 14, 2020.

i. Voted in **favour** of the resolution:

Total	191	1,23,97,819	100.00
AGM			100.00
Electronic voting at the			
Voting conducted through	1	3	00.00
Remote E-Voting	190	1,23,97,816	100.00
	voted		votes cast
	members	cast by them	number of valid
Mode of Voting	Number of	Number of votes	% of total

ii. Voted **against** the resolution :

Total	10	258	UV.CU
AGM		STO	00.00
Electronic voting at the			
Voting conducted through	.		-
Remote E-Voting	10	258	100.00
	voted	:	votes cast 100.00
	members	cast by them	number of valid
Mode of Voting	Number of	Number of votes	% of total

iii. Invalid votes :

Mode of Voting	Number	of	members	Number of votes cast by
Houe of young	voted			them
Remote E-Voting			~	پ
Voting conducted through Electronic voting at the AGM	1			-
Total			-	

Page 13 of 19

iv. Abstain/Not voted :

Mode of Voting	Number voted	of	members	Number of shares held
Remote E-Voting			1	3,48,304
Voting conducted through Electronic voting at the AGM		999. TA BURGAR (1999) (1997)		-
Total		ana a a ta fai an	1	3,48,304

Item No. 10:-

Special Resolution – To appoint in continuation, Mr. Sharad V. Parekh (DIN: 00035747), as a Non - Executive and Non - Independent Director of the Company, who is not liable to retire by rotation with designation as a Chairman of the Company w.e.f. August 15, 2020.

i. Voted in favour of the resolution:

Total	185	1,02,36,996	90.00
Electronic voting at the AGM			90.66
Voting conducted through	1	3	0.00
Remote E-Voting	184	1,02,36,993	100.00
	voted		votes cast
	members	cast by them	number of valid
Mode of Voting	Number of	Number of votes	% of total

ii. Voted **against** the resolution :

Total	15	TOLOCIA	
AGM	- 1 ^m	10,55,199	9.34
Electronic voting at the	4. 		
Voting conducted through		-	· · ·
Remote E-Voting	15	10,55,199	100.00
	voted		votes cast
	members	cast by them	number of valid
Mode of Voting	Number of	Number of votes	% of total



iii. Invalid votes :

Mode of Voting	Number	of	members	Number of votes cast by
	voted			them
Remote E-Voting			Na an ann an Ann an Ann an	
Voting conducted through		9		**
Electronic voting at the				
AGM				
Total			***	** **

iv. Abstain/Not voted :

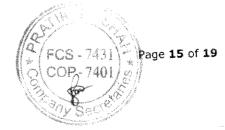
Mode of Voting	Number voted	of	members	Number of shares held
Remote E-Voting			2	14,54,186
Voting conducted through Electronic voting at the AGM			nan se an	-
Total		naja u vasi (hata) (hita)	2	14,54,186

<u>Item No. 11:-</u>

Special Resolution – To re-appoint Mr. Hiten V. Parekh (DIN:00037550) as a Joint Managing Director effective from 1st April 2020 till the close of business hours of 14th August 2020 and appoint him Managing Director effective from 15th August 2020 till 31st March 2025 and approve his remunération along with other terms and conditions of his appointment.

i. Voted in **favour** of the resolution:

Total	190	1,23,97,758	100.00
Electronic voting at the AGM			100.00
Voting conducted through	1	3	00.00
Remote E-Voting	109	1,20,01,100	00.00
	189	1,23,97,755	100.00
	voted		
	members		votes cast
_	of	cast by them	number of valid
Mode of Voting	Number	Number of votes	% of total



ii. Voted **against** the resolution :

Mode of Voting	Number	Number of votes	% of total
	of	cast by them	number of valid
	members		votes cast
	voted		
Remote E-Voting	11	319	100.00
Voting conducted through	**	ennen an er en	-
Electronic voting at the AGM			
Total	11	319	00.00

iii. Invalid votes :

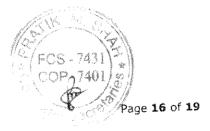
Number	of	members	Number of votes cast by
voted			them
			10
			···
		-	-
			voted

iv. Abstain/Not voted :

Mode of Voting	Number voted	of	members	Number of shares held
Remote E-Voting			1	3,48,304
Voting conducted through Electronic voting at the AGM				-
Total			1	3,48,304

Item No. 12:-

Special Resolution – To re-appoint Mr. Manish V. Parekh (DIN:00037724) as a Whole Time Director, designated as an Executive Director of the Company, liable to retire by rotation for a period of Five years with effect from April 1, 2020 to March 31, 2025.



i. Voted in **favour** of the resolution:

Electronic voting at the AGM Total	190	1,23,97,758	100.00
Voting conducted through	1	3	00.00
Remote E-Voting	189	1,23,97,755	100.00
	of members voted	cast by them	number of valid votes cast
Mode of Voting	Number	Number of votes	% of total

ii. Voted **against** the resolution :

	members voted		votes cast
Remote E-Voting	11	319	100.00
Voting conducted through Electronic voting at the AGM	Smr"	-	-
Total	11	319	00.00

iii. Invalid votes :

Mode of Voting		members	Number of votes cast by
	voted		them
Remote E-Voting		-	
Voting conducted through			•
Electronic voting at the AGM			
Total		-	a.

iv. Abstain/Not voted :

Mode of Voting	Number	of	members	Number of shares held
	voted			
Remote E-Voting			1	3,48,304
Voting conducted through		ennemenipel destruction of presen		
Electronic voting at the AGM				
Total			1	3,48,304
	<u></u>			FCS - 7431 Page 17 of 1
				COP-7401)

Item No. 13:-

Special Resolution – To re-appoint Mr. Nayan S. Parekh (DIN:00037597) as a Whole Time Director, designated as an Executive Director of the Company, liable to retire by rotation for a period of Five years with effect from April 1, 2020 to March 31, 2025.

i. Voted in **favour** of the resolution:

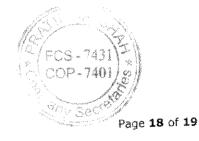
Mode of Voting	Number	of	Number	of	%	of	total
	members		votes cast	by	numbe	r of	valid
	voted		them		votes d	ast	
Remote E-Voting		189	1,23,97,	755		1	00.00
Voting conducted through		1	2	3			00.00
Electronic voting at the AGM							
Total		190	1,23,97,7	758		10	00.00

ii. Voted **against** the resolution :

Mode of Voting	Number	of	Number	of	% 0	f	total
-	members		votes c	ast by	number	of	valid
	voted		them		votes c	ast	
Remote E-Voting		11		319		1	00.00
Voting conducted through			-				-
Electronic voting at the AGM							
Total		11		319	<u> </u>		00.00

iii. Invalid votes :

Mode of Voting	Number	of	members	Number of votes cast by
	voted			them
Remote E-Voting			~~~	-
Voting conducted through Electronic voting at the AGM				
Total				-



iv. Abstain/Not voted :

Mode of Voting	Number voted	of	members	Number of shares held
Remote E-Voting			1	3,48,304
Voting conducted through Electronic voting at the AGM			-	-
Total			1	3,48,304

Based on the above remote e-voting and e-voting held at AGM, all resolutions carried on with requisite majority, accordingly, we request the Chairman of 34th AGM to announce the results of the meeting.

The electronic data containing list of shareholders who voted For, Against, Invalid and Abstain/Not voted relating to e-voting's shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the aforesaid 34th AGM and thereafter the same shall be handed over to the Company Secretary for their safe keeping.



PRATIK M. SHAH Company Secretaries C.P. No. 7401 PU No. 755/2020 UDIN: F007431B000582236

Place: Mumbai Date: 14th August, 2020

Received 14/08/2020 FOR NILKANAL LIMITED 11.11 Chairman

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