

Report of Scrutinizer(s)

[Pursuant to section 108 of the Companies Act, 2013 read with rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014]

To
The Chairman of the Meeting,
M/s. NCL Holdings (A&S) Limited
CIN: U65920TG2018PLC121664
10-3-162, 4th Floor, NCL Pearl,
Sarojini Devi Road, East Maredpally,
Secunderabad, Hyderabad,
Telangana-500026.

Dear Sir,

Sub: Scrutinizer Report on passing of the resolution by way of the remote e-voting & e-voting conducted at the 7th Annual General Meeting of the members of M/s. NCL Holdings (A&S) Limited, held on Monday, 30th September, 2024 at 10:00 A.M. through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM") facility at 10-3-162, 4th Floor, NCL Pearl, Sarojini Devi Road, East Maredpally, Secunderabad, Hyderabad, Telangana-500026.

I, Balaramakrishna Desina, Proprietor of Balaramakrishna & Associates, Company Secretaries in Practice, having office at Secunderabad, Telangana was appointed as the scrutinizer by the Board of Directors of NCL Holdings (A&S) Limited CIN: U65920TG2018PLC121664, having registered office at 10-3-162, 4th Floor, NCL Pearl, Sarojini Devi Road, East Maredpally, Secunderabad, Hyderabad, Telangana-500026 (the "Company") in the Board Meeting of the Company dated 05th September, 2024, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014; for the process of scrutinizing the e- voting process at the said 7th Annual General Meeting held on Monday, 30th September, 2024 at 10:00 A.M. through Video Conferencing ("VC") facility.

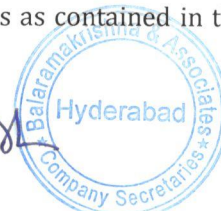
The notice dated 05th September, 2024 along with statement setting out material facts under Section 102 of the Act as confirmed by the Company were sent to the shareholders in respect of the below mentioned resolutions passed at the 7th Annual General Meeting of the Company.

The Company had availed the e-voting facility offered by Central Depository Services (India) Limited ("CDSL") for conducting remote e-voting as well as venue e-voting by the Shareholders of the Company.

The Company had also provided voting by electronic voting system to the shareholders present at the 7th Annual General Meeting through Video Conference facility and who had not cast their vote earlier through remote e-voting facility.

The shareholders of the company holding shares as on the "cut-off" date i.e., Sunday, 22nd September, 2024 were entitled to vote on the resolutions as contained in the Notice of the 7th Annual General Meeting.

D. Balaram Krishna



Page 1 of 4

The voting period for remote e-voting commenced on Wednesday, 25th September, 2024 at (9.00 a.m. IST) and ended on Sunday, 29th September, 2024 at (5.00 p.m. IST) and the CDSL e-voting platform was blocked thereafter.

After the closure of the voting at the 7th Annual General Meeting, the report on voting done at the meeting was generated in my presence and the voting was diligently scrutinized by me.

The votes cast under remote e-voting facility were thereafter unblocked in the presence of two witnesses who were not in the employment of the Company and after the conclusion of the voting at the 7th Annual General Meeting the votes cast there under were counted.

I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the CDSL e-voting system and voting by electronic voting system at the 7th Annual General Meeting.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting and the voting conducted through electronic voting system at the venue of the meeting (through video conferencing facility) on the resolutions contained in the notice of the 7th Annual General Meeting.

My responsibility as scrutinizer for the remote e-voting and the voting conducted through electronic voting system at the venue of the meeting (through video conferencing facility) is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

I now submit my consolidated Report as under on the result of the remote e-voting and voting by electronic voting system at the 7th Annual General Meeting in respect of the said resolutions.

ITEM NO. 1: To receive, consider and adopt:

a) the Standalone Audited Financial Statements (i.e., NCL Holdings (A&S) Limited after the effect of Eastern Ghat Renewable Energy Limited) merger w.e.f. 01.04.2022 for the financial year ended 31st March, 2024, together with the Reports of the Auditor's and the Directors thereon and

b) the Consolidated Audited Financial Statements (Standalone + Kakatiya Industries Private Limited along with the effect of Disassociated Company) for the financial year ended 31st March, 2024, together with the Report of the Auditor's thereon.

Type of Resolution: Ordinary Resolution

Particulars	Number of Votes						Percentage (%) of votes
	Remote e-votes		Venue e-votes		Total		
	Number of members	Number of Votes	Number of members	Number of Votes	Number of members	Number of Votes	
Favour (A)	63	35,72,093	2	1,17,776	65	36,89,869	100.00%
Against (B)	-	-	-	-	-	-	0.00%
Abstain/Invalid	-	-	-	-	-	-	-
Total (A+B)	63	35,72,093	2	1,17,776	65	36,89,869	100.00%

D. Balakrishna Krishna


The Resolution was passed with requisite majority as Ordinary Resolution.

ITEM NO. 2: To approve the Final Equity Dividend @ 15% on Face Value of Rs.10/- (Rs. 1.50/- per equity share) for the Financial Year 2023-24.

Type of Resolution: Ordinary Resolution

Particulars	Number of Votes						Percentage (%) of votes
	Remote e-votes		Venue e-votes		Total		
	Number of members	Number of Votes	Number of members	Number of Votes	Number of members	Number of Votes	
Favour (A)	61	34,78,690	2	1,17,776	63	35,96,466	97.47%
Against (B)	1	93,378	-	-	1	93,378	2.53%
Abstain/Invalid	1	25	-	-	-	-	-
Total (A+B)	62	35,72,068	2	1,17,776	64	36,89,844	100.00%

The Resolution was passed with requisite majority as Ordinary Resolution.

ITEM NO. 3: To appoint a director in place of Mr. Bimal Vinodrai Goradia (DIN: 01200464), who retires by rotation and being eligible, offers himself for re-appointment.

Type of Resolution: Ordinary Resolution

Particulars	Number of Votes						Percentage (%) of votes
	Remote e-votes		Venue e-votes		Total		
	Number of members	Number of Votes	Number of members	Number of Votes	Number of members	Number of Votes	
Favour (A)	62	35,71,968	2	1,17,776	64	36,89,744	100.00%
Against (B)	1	125	-	-	1	125	0.00%
Abstain/Invalid	-	-	-	-	-	-	-
Total (A+B)	63	35,72,093	2	1,17,776	65	36,89,869	100.00%

The Resolution was passed with requisite majority as Ordinary Resolution.

D. Balavara KV



ITEM NO. 4: To consider and approve the addition of the objects under main object clause of the Memorandum of Association of the Company.

Type of Resolution: Special Resolution

Particulars	Number of Votes						Percentage (%) of votes
	Remote e-votes		Venue e-votes		Total		
	Number of members	Number of Votes	Number of members	Number of Votes	Number of members	Number of Votes	
Favour (A)	62	35,72,068	2	1,17,776	64	36,89,844	100.00%
Against (B)	-	-	-	-	-	-	0.00%
Abstain/Invalid	1	25	-	-	-	-	-
Total (A+B)	62	35,72,068	2	1,17,776	64	36,89,844	100.00%

The Resolution was passed with requisite majority as Special Resolution.

All relevant records relating to remote electronic voting and venue e-voting shall remain in my custody until the Chairman considers, approves and signs the Minutes of the 7th Annual General Meeting held on Monday, 30th September, 2024 at 10:00 A.M. through Video Conferencing (VC) facility, and the same shall be handed over thereafter to the Chairman/ Company Secretary for the safe keeping.

Thanking You,

Yours faithfully,

UDIN: F008168F001377681

Date: 30-09-2024

Place: Secunderabad


Balarama Krishna Desina
Proprietor
Balaramakrishna & Associates
Company Secretaries in Practice
FCS No.: 8168
C.P. No.: 22414
Peer Review Certificate No. 5448/2024

