Balaramakrishna Desina
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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 5th Annual General Meeting of the members of M/s. NCL Holdings (A&S) Limited, held on Wednesday, 28th September, 2022 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, Balarama Krishna Desina, Company Secretary in whole-time Practice, having office at Hyderabad, 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 03rd September 2022, 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 5th Annual General Meeting held on Wednesday, 28th September 2022 at 10:00 A.M. through Video Conferencing ("VC") facility.

The notice dated 03rdSeptember 2022 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 5th 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 5th 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., Tuesday, 20thSeptember 2022 were entitled to vote on the resolutions as contained in the Notice of the 5th Annual General Meeting.

D. Balarama Krishna

D Balarama Krishna Hyderabad Company Secretary

#8-6-363/87P/7, 8 & 9/304, Manikanta Castle, Road No.3, Mallikarjuna colony, Old Bowenpally, Secunderabad-500011, Telangana.

The voting period for remote e-voting commenced on Sunday, 25thSeptember 2022 at (9.00 a.m. IST) and ended on Tuesday, 27thSeptember 2022 at (5.00 p.m. IST) and the CDSL e-voting platform was blocked thereafter.

After the closure of the voting at the 5th 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 5th 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 5th 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 5th 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 5th Annual General Meeting in respect of the said resolution.

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

a) the Standalone Audited Financial Statements of the Company for the financial year ended 31stMarch, 2022, together with the Reports of the Auditor's and the Directors thereon and

b) the Consolidated Audited Financial Statements of the Company for the financial year ended 31stMarch, 2022, 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	65	32,39,353	2	10,911	67	32,50,264	99.91%
Against	3	2,801	-	-	3	2,801	0.09%
Abstain / Invalid	-	-	-	-	-	-	-
Total	**68**	**32,42,154**	**2**	**10,911**	**70**	**32,53,065**	**100.00%**

D. Balarama Krishna
Hyderabad
Company Secretary

The Resolution was passed with requisite majority as Ordinary Resolution.

ITEM NO. 2: To approve the Final Equity Dividend of Re. 1/- per share for the Financial Year 2021-22.

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	64	31,71,184	2	10,911	66	31,82,095	97.82%
Against	4	70,970	-	-	4	70,970	2.18%
Abstain / Invalid	-	-	-	-	-	-	-
Total	**68**	**32,42,154**	**2**	**10,911**	**70**	**32,53,065**	**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	65	32,39,353	2	10,911	67	32,50,264	99.91%
Against	3	2,801	-	-	3	2,801	0.09%
Abstain / Invalid	-	-	-	-	-	-	-
Total	**68**	**32,42,154**	**2**	**10,911**	**70**	**32,53,065**	**100.00%**

The Resolution was passed with requisite majority as Ordinary Resolution.

D. Balarama Krishna

D. Balarama Krishna Hyderabad Company Secretary

ITEM NO. 4: Regularization of Additional Director, Mrs. Pooja Kalidindi (DIN: 03496114) as Director of the Company.

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	64	31,71,184	2	10,911	66	31,82,095	97.82%
Against	4	70,970	-	-	4	70,970	2.18%
Abstain / Invalid	-	-	-	-	-	-	-
Total	**68**	**32,42,154**	**2**	**10,911**	**70**	**32,53,065**	**100.00%**

The Resolution was passed with requisite majority as Ordinary 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 5th Annual General Meeting held on Wednesday, 28thSeptember 2022 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: **F008168D001100930**

D. Balarama Krishna

Balarama Krishna Desina
Company Secretary in Practice
M. No.: FCS No: 8168
C.P No.: 22414
Peer Reviewed UIN.12019TL1988700

D. Balarama Krishna ★ Hyderabad ★ Company Secretary

Date: 30.09.2022
Place: Hyderabad