



# Balaramakrishna & Associates

(Peer Reviewed Firm)

Company Secretaries in Practice

ICSI Firm's Registration Number: S2021TL825900

## 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 Company Secretary**

**NCL HOLDINGS (A&S) LIMITED**

CIN: U68100TG2018PLC121664

10-3-162, 4<sup>th</sup> Floor, NCL Pearl,

Sarojini Devi Road, East Maredpally,

Secunderabad, Hyderabad,

Telangana-500026.

Dear Sir,

**Sub: Scrutinizer's Report on the Postal Ballot conducted through electronic voting (e-voting) process pursuant to the provisions of the Companies Act, 2013 as per the Postal Ballot Notice dated 16<sup>th</sup> April 2026.**

I, Balaramakrishna Desina, Proprietor of Balaramakrishna & Associates, Company Secretaries in Practice, having office at Hyderabad, Telangana was appointed as the scrutinizer by the Board of Directors of NCL HOLDINGS (A&S) LIMITED having CIN: U68100TG2018PLC121664 and registered office at 10-3-162, 4<sup>th</sup> Floor, NCL Pearl, Sarojini Devi Road, East Maredpally, Secunderabad, Hyderabad, Telangana-500026 (the "Company") in the Board Meeting of the Company pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, for the purpose of scrutinizing the Postal Ballot (including e-voting) for the resolutions as mentioned in the Notice of Postal Ballot dated 16<sup>th</sup> April 2026.

I submit my report as under:

1. The Company has, on 17<sup>th</sup> April 2026, completed the **electronic service of the Notice of Postal Ballot** to all those members who have registered their email addresses with the Depositories/Depository Participants and whose names stood registered in the Register of Members / List of Beneficial Owners as on the cut-off date of Friday, 10<sup>th</sup> April 2026., in accordance with the guidelines prescribed by the Ministry of Corporate Affairs("MCA") for holding general meetings/conducting postal ballot process through e-voting vide various circulars issued by the Ministry of Corporate Affairs("MCA Circulars") and Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India and other applicable laws.
2. The Company had availed the e-voting facility offered by Central Depository Services (India) Limited("CDSL") for providing the e-voting platform to the Shareholders of the Company. CDSL has provided a system for recording the votes of the shareholders of the company electronically on the items of the business as laid in the postal ballot notice dated 16<sup>th</sup> April 2026.

D. Balaram Krishna



Address: Shop No. 3, 1st Floor, Sona Arcade, Opposite Regional Passport Office, Regimental Bazar,  
Secunderabad-500003, Telangana.

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3. The cut-off date for the purpose of identifying the shareholders entitled to exercise their vote on the resolution was fixed as **10<sup>th</sup> April 2026**.
4. The e-voting commenced on **Monday, 20<sup>th</sup> April 2026 at 9:00 AM (IST)** and ended on **Tuesday, 19<sup>th</sup> May, 2026 at 5:00 PM (IST)**. The votes cast electronically by the Shareholders till **Tuesday, 19<sup>th</sup> May, 2026 at 5:00 PM (IST)**, being the last date and time fixed by the Company for e-voting were considered for my scrutiny.
5. In compliance with MCA Circulars, physical Postal Ballot Forms were not required to be dispatched by the Company. Therefore, neither the Company nor I have received any postal ballot forms.
6. After completion of e-voting, the votes cast by the members were unblocked in the presence of Mr. Goutam and Mr. Chandrasekhar, who are not in the employment of the Company.
7. Votes cast by the members through e-voting were reconciled with the records maintained by the Registrar and Transfer Agent of the Company.
8. The particulars of report downloaded from the e-voting platform of CDSL have been entered in a separate register maintained for the purpose of Postal Ballot.

 

A summary of the result of e-voting is given below:

**Resolution No. 1: Ordinary Resolution**

**Appointment of Mr. Gautam Kalidindi (DIN: 02706060) as Director of the Company w.e.f. 01<sup>st</sup> January 2026.**

**Voted in favour of the Resolution:**

Particulars	Number of members voted	Number of valid votes cast by them (Shares)	% of total number of valid votes cast
Remote E-voting	74	36,05,694	100%
Physical Postal Ballot	0	0	0%
<b>Total</b>	<b>74</b>	<b>36,05,694</b>	<b>100%</b>

**Voted against the Resolution:**

Particulars	Number of members voted	Number of valid votes cast by them (Shares)	% of total number of valid votes cast
Remote E-voting	1	10	0%
Physical Postal Ballot	0	0	0%
<b>Total</b>	<b>1</b>	<b>10</b>	<b>0%</b>

**Invalid/Abstained/Less/Not Voted:**

Particulars	Number of members	Number of votes held by them (Shares)
Remote E-voting	0	0
Physical Postal Ballot	0	0
<b>Total</b>	<b>0</b>	<b>0</b>

Resolution No. 1 stands passed with requisite majority (Ordinary Resolution)

D. Balavasa Rao  


**Resolution No. 2: Special Resolution**

**Appointment of Mr. Gautam Kalidindi (DIN: 02706060) as Whole Time Director of the Company w.e.f. 01<sup>st</sup> January 2026.**

**Voted in favour of the Resolution:**

Particulars	Number of members voted	Number of valid votes cast by them (Shares)	% of total number of valid votes cast
Remote E-voting	74	36,05,694	100%
Physical Postal Ballot	0	0	0%
<b>Total</b>	<b>74</b>	<b>36,05,694</b>	<b>100%</b>

**Voted against the Resolution:**

Particulars	Number of members voted	Number of valid votes cast by them (Shares)	% of total number of valid votes cast
Remote E-voting	1	10	0%
Physical Postal Ballot	0	0	0%
<b>Total</b>	<b>1</b>	<b>10</b>	<b>0%</b>

**Invalid/Abstained/Less/Not Voted:**

Particulars	Number of members	Number of votes held by them (Shares)
Remote E-voting	0	0
Physical Postal Ballot	0	0
<b>Total</b>	<b>0</b>	<b>0</b>

Resolution No. 2 stands passed with requisite majority (Special Resolution)

*D. Balaram Krishna*  


**Resolution No. 3: Special Resolution**

**Re-appointment of Mr. Raghunadh Guntupalli (DIN: 01199827) as Managing Director of the company w.e.f. 06<sup>th</sup> October 2025.**

**Voted in favour of the Resolution:**

Particulars	Number of members voted	Number of valid votes cast by them (Shares)	% of total number of valid votes cast
Remote E-voting	73	36,05,569	100%
Physical Postal Ballot	0	0	0%
<b>Total</b>	<b>73</b>	<b>36,05,569</b>	<b>100%</b>

**Voted against the Resolution:**

Particulars	Number of members voted	Number of valid votes cast by them (Shares)	% of total number of valid votes cast
Remote E-voting	2	135	0%
Physical Postal Ballot	0	0	0%
<b>Total</b>	<b>2</b>	<b>135</b>	<b>0%</b>

**Invalid/Abstained/Less/Not Voted:**

Particulars	Number of members	Number of votes held by them (Shares)
Remote E-voting	0	0
Physical Postal Ballot	0	0
<b>Total</b>	<b>0</b>	<b>0</b>

Resolution No. 3 stands passed with requisite majority (Special Resolution)

D. Balaram



Based on the aforesaid results, I report that the resolutions mentioned in the Postal Ballot Notice stands passed with the requisite majority on **Tuesday, 19<sup>th</sup> May 2026 at 05:00 pm**, being the last date fixed for e-voting by the Company.

You may accordingly declare the result of voting, as required.

Thanking You,  
Yours faithfully,

**UDIN: F008168H000415201**

Date: 20.05.2026

Place: Hyderabad



Balaramakrishna Desina

Proprietor

Balaramakrishna & Associates

Company Secretary in Practice

M. No.: FCS 8168;

C.P No.: 22414

Peer Review Certificate No: 5448/2024.

