

# **GIRISH MURARKA & CO.**

*Company Secretaries*

*Ground Floor, Wing "A", Flat No. 001, Bharateeya Kala Mandal C/2, Co-op. Hsg. Soc. Ltd.  
Om Nagar, Andheri (East), Mumbai 400 099*

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## **REPORT OF SCRUTINIZER**

**[Pursuant to section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies  
(Management and Administration) Rule 2014]**

The Chairman

### **NILKANTH ENGINEERING LIMITED**

407, Kalbadevi Road,  
Daulat Bhavan, 3<sup>rd</sup> Floor  
Kalbadevi  
Mumbai 400 002

**EXTRA-ORDINARY GENERAL MEETING OF THE MEMBERS OF NILKANTH ENGINEERING LIMITED HELD ON FRIDAY 24<sup>TH</sup> DAY OF MARCH, 2017 AT 4.30 PM AT 407, KALBADEVI ROAD, DAULAT BHAVAN, 3<sup>RD</sup> FLOOR, KALBADEVI , MUMBAI 400 002**

**Sub: Combined Report of Scrutinizer in respect of votes casted by e-voting and poll on the resolution proposed in the Notice convening aforesaid Extra-ordinary General Meeting of the Members of the Company.**

Dear Sir,

I Mr. Girish Murarka, Proprietor of M/s GIRISH MURARKA & CO., Practicing Company Secretaries having Membership No. 7036 and Certificate of Practice No. 4576 appointed as Scrutinizer pursuant to section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Rules, 2015 and Regulation 44 of the SEBI (Listing Obligation and Disclosures Requirements) Regulations, 2015 for the purpose of remote voting as well as voting by poll taken by taken on the resolution proposed at Extra-ordinary General Meeting of the Equity Shareholders of the Company held on Friday, 24<sup>th</sup> day of March, 2017 at 4.30 pm at 407, Kalbadevi Road, Daulat Bhavan, 3<sup>rd</sup> Floor, Kalbadevi, Mumbai 400 002, submit my report as under:

1. The Company had appointed National Securities Depository Limited (CDSL) for the purpose of providing the facility of remote e-voting to the Members of the Company
2. NSDL has set up an electronic voting facility on their website [www.evoting.nsdl.com](http://www.evoting.nsdl.com) and Company had uploaded all the item of business to be transacted at the EGM on the website of NSDL and also its own website – [www.nilkanthengineering.co.in](http://www.nilkanthengineering.co.in)
3. The Notice clearly indicate the process and manner of voting by electronic means including stepwise procedure for voting in a secure manner.

4. The Cut-off date for purpose of identification of Members who is entitled to vote on the resolution was 17<sup>th</sup> March, 2017
5. Pursuant to Rule 20(4)(v) of Companies (Management and Administration) Rules, 2014, the Company released an advertisement, which was published on 1<sup>st</sup> March, 2017 more than 21 days before the date of EGM, in English (Free Press Journal) and Marathi(Navshakti)
6. The Remote voting period commenced on Tuesday, 21<sup>st</sup> March, 2017 at 10.00 am and end on Thursday, 23<sup>rd</sup> March, 2017 at 6.00 pm
7. At the end of the voting period at 6.00 pm on Thursday, 23<sup>rd</sup> March, 2017, the voting portal was blocked forthwith and the same was unblocked on 25<sup>th</sup> March, 2017 after the EGM was over on 24<sup>th</sup> March, 2017 through voting by poll in the presence of two witnesses Mr. Ramaiya VKS and Mr. Ashok Bhinge.
8. At the venue of the Extra-ordinary General Meeting of the Company on 24<sup>th</sup> March, 2017, the facility to vote through ballot paper was provided to those members presents in person or by Proxy and who did not participate through remote e-voting.
9. At the close of the meeting, Ballot Box kept for polling was locked in my presence.
10. The locked ballot box was opened in my presence along with two witness Mr. Ramaiya VKS and Mr. Ashok Bhinge and the poll papers were diligently scrutinized. The Poll papers were reconciled with the record maintained by the RTA.
11. No poll paper was found defective or invalid.
12. The consolidated results of remote e-voting and voting by poll are as under:

**SPECIAL RESOLUTION**

**At Item No. 1 – Authority to Board of Director to borrow in excess of paid up capital and free reserve upto Rs. 75 Cr.**

Type of Voting	No. of Members Voted	No. of Vote casted	In favor	Against	Invalid	% of Vote
Remote E-voting	0	0	0	0	0	0
Voting by Poll	11	1234400	1234400	0	0	100%
Total	11	1234400	1234400	0	0	100%

The Resolution as set out in the Notice of EGM are passed unanimously as Special Resolution

The Pen drive containing the list of equity shareholders who voted for / Against and also The Poll Paper, other relevant records were sealed and handed over to the Director, for safe keeping

**For GIRISH MURARKA & CO.  
Company Secretaries**

**Girish Murarka  
Proprietor  
ACS – 7036  
COP – 4576**

**Place: Mumbai  
Date : 25<sup>th</sup> March, 2017**