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### Scrutinizer's Report

(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies, (Management and Administration) Rules, 2014

To  
The Chairman  
N.B.I. Industrial Finance Company Limited  
21, Strand Road, Kolkata – 700001

Sub : Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provision of section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rule, 2014 as amended by the Companies (Management and Administration) Amended Rules, 2015 and Regulation 44 of the SEBI (LODR) Regulation, 2015 and voting through postal ballot/ evoting

Dear Sir,

I Rohit Kumarr Mundhra, Chartered Accountant in whole time practice, have been appointed by the Board of Directors of M/s. N.B.I. Industrial Finance Company Limited as a Scrutinizer for the Purpose of Scrutinizing the e-voting process and ballot process, and ascertaining the requisite majority on e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20(3)(xi) of the Companies, (Management and Administration) Rules, 2014 on the resolution contained in the notice (hereinafter referred to as "the resolutions") of the postal ballot.

1. The notice dated 20<sup>th</sup> October 2023 for voting through postal ballot along with statement setting out material facts under section 102 of the Companies Act, 2013 was sent to the shareholders in respect of the below mentioned resolution to be passed by the postal ballot.
2. The management of the company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the resolution contained in the notice of the postal ballot. My responsibility as a Scrutinizer for the e-voting process is restricted to making a Scrutinizer's report of the votes cast "in favour" or "against" the resolution stated above and "invalid" votes, based on the report generated from the e-voting system provided by Central Depository Services Limited, the authorized agency to provide e-voting facilities, engaged by the Company and the physical ballots received by the Company.



3. Further to the above, I submit my report as under.

- i. The e-voting period remained open from 22<sup>nd</sup> November 2023 (9:00 a.m.) to 21<sup>st</sup> December 2023 (5:00 p.m.)
- ii. The members of the Company as on the "cut off" date i.e. 15<sup>th</sup> November 2023 were entitled to vote on the resolution as set out in the notice of the postal ballot.
- iii. The votes were unblocked on 22<sup>nd</sup> December 2023 at 11:24 a.m. in the presence of 2 witnesses, Mr Hitesh Mundhra and Mr. Suraj Jha, who are not in the employment of the Company.
- iv. Thereafter, the details containing inter-alia, list of Equity Shareholders, who voted "for", "against" and "invalid" on the resolution that were put to vote, were generated from the e-voting website of CDSL i.e. [evoting@cdslindia.com](mailto:evoting@cdslindia.com) and based on such report generated, the result of the e-voting is as under.

Number of folio who cast their votes through e-voting and physical ballot:	Total number of shares held by them	Total number of valid Votes(as per details provided under each one of the resolutions(s) mentioned here under:
48	1984270	As mentioned beside each of the resolutions

#### Resolutions No. 1: Ordinary Resolution

To approve appointment of Mr Ashok Bhandari (DIN: 00012210) as a Non-Executive Non-Independent Director of the Company.

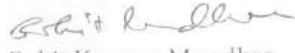
Manner Of Voting	Votes in Favour of the resolutions		Votes against the Resolution		Abstained/Invalid Votes
	No. of Share	Percentage	No. of Share	Percentage	No. of Share
Remote E-voting	1980712	99.96	706	0.04	-
Postal Ballot	2852	100.00	-	-	-
Total	1983564	99.96	706	0.04	-

The resolution stand passed with requisite majority.



I hereby confirm that I am maintaining the Registers received from the Service Provider in respect of the votes cast through e-voting by the Shareholders of the Company. All the relevant records and documents will be handed over after getting confirmation of the signing.

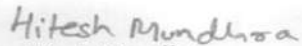
Thanking you  
Yours faithfully

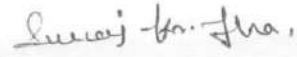
  
Rohit Kumarr Mundhra  
Chartered Accountants  
Membership No. 067469



Place: Kolkata  
Date: 22.12.2023  
UDIN: 23067469BGUTEH1978

We, the undersigned witnesses that the votes in respect of e-voting of Shareholders of M/s N.B.I. Industrial Finance Company Limited were unblocked from e-voting website of CDSL in our presence at 11:24 A.M on 22<sup>nd</sup> December 2023

  
Hitesh Mundhra  
18 Rabindra Sarani  
Kolkata - 700 001

  
Suraj Jha  
6A/H/7 PLC Lane  
Kolkata 700002

Counter Signed By  
For, N.B.I. Industrial Finance Co. Ltd.