



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 ballot/poll at the 87th Annual General Meeting of N.B.I. Industrial Finance Company Limited held on Tuesday, 30th August 2022 at 4 p.m. at 21 Strand Road, Kolkata 700001

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 resolutions contained in the notice (hereinafter referred to as "the resolutions") of the 87th Annual General Meeting (AGM) of the members of the Company held on Tuesday 30th August, 2022 at 4 P.M at 21, Stand Road, Kolkata - 700001.

1. The notice dated 31st May 2022 convening the 87th Annual General Meeting (AGM) of the Company 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 resolutions to be passed at the said AGM of the Company held on 30th August 2022.
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 resolutions contained in the notice to the 87th AGM of the members of the Company. 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 resolutions stated above and "invalid" votes, based on the reports generated from the e-voting system provided by Central Depository Services Limited, the authorized agency to



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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 27th August 2022 (10.00 a.m.) to 29th August 2022 (5.00 p.m.)
 - ii. The members of the Company as on the "cut off" date i.e. 23rd August, 2022 were entitled to vote on the resolutions as set out in the notice of the 87th Annual General Meeting (AGM) of the Company.
 - iii. The votes were unblocked on 30th August 2022 at 5:18 p.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 each of the resolutions that were put to vote, were generated from the e-voting website of CDSL i.e. evoting@cdslindia.com and based on such reports 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:
36	1915438	As mentioned beside each of the resolutions

Resolutions No. 1: Ordinary Resolution

To receive, consider and adopt the Audited Financial Statements for the year ended 31st March, 2022 together with the Reports of the Board of Directors and the Auditors thereon.

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-	1915124	99.98	314	0.02	-



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voting					
Polling at AGM	-	-	-	-	-
TOTAL	1915124	99.98	314	0.02	-

Resolution No. 2: Ordinary Resolution

To appoint a Director in place of Shri Bankat Lal Gaggar (DIN: 00404123) who retires by rotation at this Annual General meeting and being eligible, offers himself for re-appointment.

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	1915124	99.98	314	0.02	-
Polling at AGM	-	-	-	-	-
TOTAL	1915124	99.98	314	0.02	-

Resolution No. 3: Ordinary Resolution

To appoint a Director in place of Smt Riya Puja Jain (DIN: 01559454) who retires by rotation at this Annual General meeting and being eligible, offers herself for re-appointment.

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	1915124	99.98	314	0.02	-
Polling at AGM	-	-	-	-	-
TOTAL	1915124	99.98	314	0.02	-



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Resolution No. 4: Ordinary Resolution

To fix remuneration of Statutory Auditors M/s Chaturvedi & Co., Chartered Accountants, having Firm Registration No. 302137E, for the financial year ending 31st March 2023.

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	1915124	99.98	314	0.02	-
Polling at AGM	-	-	-	-	-
TOTAL	1915124	99.98	314	0.02	-

Resolution No. 5: Ordinary Resolution

To appoint Ms. Sneha Agarwal, a Practicing Company Secretary as Secretarial Auditor of the Company in terms of the provisions of Section 204 of the Companies Act, 2013 to hold the office from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting on such remuneration as may be determined by the Board and agreed to by her

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	1915123	99.98	315	0.02	-
Polling at AGM	-	-	-	-	-
TOTAL	1915123	99.98	315	0.02	-

All the resolutions stand passed with requisite majority.



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ASRM & Co. CHARTERED ACCOUNTANTS

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 of the minutes of Annual General Meeting by the Chairman.

Thanking you
Yours faithfully


Rohit Kumarr Mundhra
Chartered Accountants
Membership No. 067469



Place: Kolkata
Date: 31.08.2022
UDIN: 22067469AQKYCQ6027

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 5:18 P.M on 30th August 2022.



Hitesh Mundhra
1 Jatindra Mohan Avenue
Kolkata - 700 006



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

Counter Signed By

For, N.B.I. Industrial Finance Co. Ltd.

N.B.I. Industrial Finance Co. Ltd.



ASHISH KEDIA
(Company Secretary)
M. No. - A69190



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