



# N.K. Industries Ltd

Date : 19<sup>th</sup> September, 2022

<b>To,</b> <b>National Stock Exchange of India Limited</b> Exchange Plaza, Plot C-1, 'G' Block, ISB Centre, Bandra-Kurla Complex, Bandra (East), Mumbai-400 051. <b>Company Code No. NKIND</b>	<b>To,</b> <b>BSE Limited</b> Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai - 400 001.  <b>Company Code No. 519494</b>
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Dear Sir/Madam,

**Sub: Scrutinizer Report**

Please find attached Scrutinizer Report dated 19<sup>th</sup> September, 2022 as required under Section 108 & Section 109 of the Companies Act 2013 r.w. Rule 20(4) of the Companies (Management and Administration) Rules, 2014, as received from M/s Riddhi Khaneja & Associates Company Secretaries, Ahmedabad who acted as a Scrutinizer for the 34<sup>th</sup> Annual General Meeting held on Monday, 19<sup>th</sup> September, 2022 through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") ("AGM" / "the Meeting").

Kindly take the same on record.

**Yours faithfully,**  
**For N K INDUSTRIES LIMITED,**

**Ms. Pooja Khakhi**  
**(Company Secretary & Compliance Officer)**



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Form No. MGT 13

CONSOLIDATED SCRUTINIZER'S REPORT

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

To,  
**The Chairman,**  
**N K INDUSTRIES LIMITED**  
7th Floor, Popular House,  
Ashram Road,  
Ahmedabad – 380 009.

**Re: 34<sup>th</sup> Annual General Meeting of the Equity Shareholders of N K Industries Limited  
Held on Monday, the 19<sup>th</sup> September, 2022 commenced at 12:45 p.m. through video  
conferencing.**

Dear Sir,

I Riddhi Pamnani, Proprietor of M/s Riddhi Khaneja & Associates, Practising Company Secretaries, Ahmedabad, was appointed as Scrutinizer for the purpose of scrutinizing the remote E-voting process for the business to be transacted at the 34<sup>th</sup> Annual General Meeting the (“AGM”) of Ranjeet Mechatronics Limited vide its Board Meeting held on 24<sup>th</sup> August, 2022 pursuant to Section 108 & 109 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration Rules), 2014 on the resolutions contained in the Notice to the 34<sup>th</sup> Annual General Meeting of the Equity Shareholders of Ranjeet Mechatronics Limited, held today on Monday, the 19<sup>th</sup> September, 2022 commenced at 12:45 p.m. through at Video Conferencing (VC) / Other Audio Visual Means (OAVM), without the physical presence of the members at a common venue, in compliance with the General Circular Nos.14/2020, 17/2020 and 20/2020 dated 8<sup>th</sup>April 2020, 13<sup>th</sup>April 2020 and 5<sup>th</sup> May 2020, and General Circular No. 02/2021 dated January 13, 2021 respectively, issued by the Ministry of Corporate Affairs (‘MCA Circulars’) and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 issued by the Securities and Exchange Board of India (‘SEBI Circular’) and as per the applicable provisions of the Companies Act, 2013 (‘the Act’) read with rules made thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘Listing Regulations’).



The MCA Circulars provides for relaxation to companies to hold its AGM through VC / OAVM including the manner of voting at the meeting, which was warranted on account of the outbreak of COVID- 19 pandemic.

**I hereby submit my report as under:**

1. Pursuant to the MCA and SEBI Circulars, the Notice of the 34<sup>th</sup> Annual General Meeting along with the Annual Report for the year 2021-22 was sent in electronic form only to those shareholders whose email address are registered with the Company/Depositories. The Notice calling the 34<sup>th</sup> AGM had been uploaded on the website of the Company at [www.nkindustriesltd.com](http://www.nkindustriesltd.com). The Notice can be accessed from the website of the Stock Exchanges i.e, BSE Limited ("BSE") at [www.bseindia.com](http://www.bseindia.com) and is also available on the website of National Securities Depository (India) Limited ("NSDL") (agency for providing the Remote e-Voting facility) at <https://www.evoting.nsdl.com/>.
2. The Company published two newspaper advertisements before and after the Notice calling the 34<sup>th</sup> AGM along with the Board's Report for the year 2021-22 was sent to the shareholders via electronic mode pursuant to the MCA and SEBI Circulars. The advertisements were published on 26<sup>th</sup> August, 2022 and 30<sup>th</sup> August, 2022 respectively in 'Financial Express Newspaper in English and in Gujarati (Regional Language).
3. Since this AGM was held pursuant to the MCA Circulars through VC or OAVM, physical attendance of Members had been dispensed with, accordingly, in terms of the above-mentioned MCA and SEBI Circulars, the facility for appointment of proxies by the Members were also dispensed with. Members attended the meeting through VC or OAVM had been counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
4. As there was no physical presence of the shareholders no voting was allowed through ballot papers or any other means for the meeting.
5. The shareholders of the Company holding shares as on the "cut off" date 9<sup>th</sup> September, 2022, were entitled to vote on the proposed resolutions as set out in item Nos., 1 to 5 in the Notice of the 34<sup>th</sup> AGM of N K Industries Limited.
6. The shareholders were allowed to vote during the e-voting period which commenced from Friday, the 16<sup>th</sup> September, 2022 and ended Sunday, the 18<sup>th</sup> September, 2022. Further the shareholders who did not cast their votes during the e-voting period, were also allowed to vote upto 15 minutes after the conclusion of the meeting.



**7. Management's Responsibility:**

The Management of the Company is responsible to ensure compliance with the requirements of (i) the Companies Act, 2013 and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice calling the AGM. The Management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

**8. Scrutinizer's Responsibility:**

My responsibility as a Scrutinizer for e-voting process i.e. remote e-voting and Electronic Voting (Remote) is restricted to making a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by M/s. National Securities Depository (India) Limited ("NSDL") authorized under the Rules and engaged by the Company to provide e-voting facility and attended papers/documents furnished to me electronically by the company and/or NSDL for my verification.

9. The votes casted through E-voting were unblocked by me on Monday 19<sup>th</sup> September, 2022 in presence of Mr. Jeet Patel and Mr. Mukesh Pamnani who were not in the employment of the Company.

10. The summary of the e-voting is given below:

**a) Resolution: Ordinary Resolution for Adoption of Audited Financial Statements (Standalone and Consolidated) for F.Y. 2021-22 and the Reports of the Board of Directors and Auditors thereon.**

**i. Voted in favour of the resolution:**

Type of voting	Number of members voted	Number of votes cast by them	% of valid votes cast from total number of shares
Remote E-voting	37	3193372	53.13
Venue Voting (e-voting)	-	-	-
<b>Total</b>	<b>37</b>	<b>3193372</b>	<b>53.13</b>

**ii. Voted against the resolution:**

Type of voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of valid votes cast from total number of shares
Remote E-voting	<b>NIL</b>		
Venue Voting (e-voting)			



Total	
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iii. Invalid votes:

Type of voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of shares
Remote E-voting	NIL		
Venue Voting (e-voting)			
Total			

**b) Resolution: Ordinary Resolution to consider re-appointment of Mr. Hasmukh K. Patel (DIN: 06587284) as a Whole-time Director of the Company who retires by rotation and being eligible, offers himself for re-appointment**

i. Voted in favour of the resolution:

Type of voting	Number of members voted	Number of votes cast by them	% of valid votes cast from total number of shares
Remote E-voting	37	3193372	53.13
Venue Voting (e-voting)	-	-	-
Total	37	3193372	53.13

ii. Voted against the resolution:

Type of voting	Number of members voted	Number of votes cast by them	% of valid votes cast from total number of shares
Remote E-voting	NIL		
Venue Voting (e-voting)			
Total			

iii. Invalid votes:

Type of voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of shares
Remote E-voting	NIL		
Venue Voting (e-voting)			
Total			

**c) Resolution: Ordinary Resolution to consider approval for appointment and remuneration to M/s. N D Birla & Co., Cost Accountants for the F.Y. 2022-23.**

**i. Voted in favour of the resolution:**

Type of voting	Number of members voted	Number of votes cast by them	% of valid votes cast from total number of shares
Remote E-voting	37	3193372	53.13
Venue Voting (e-voting)	-	-	-
<b>Total</b>	<b>37</b>	<b>3193372</b>	<b>53.13</b>

**ii. Voted against the resolution:**

Type of voting	Number of members voted	Number of votes cast by them	% of valid votes cast from total number of shares
Remote E-voting	NIL		
Venue Voting (e-voting)			
<b>Total</b>			

**iii. Invalid votes:**

Type of voting	Number of members voted	Number of votes cast by them	% of total number of shares
Remote E-voting	NIL		
Venue Voting (e-voting)			
<b>Total</b>			

**d) Resolution: Ordinary Resolution to consider approval for entering into Related Party Transactions by the Company under Section 188 of the Companies Act, 2013.**

**i. Voted in favour of the resolution:**

Type of voting	Number of members voted	Number of votes cast by them	% of valid votes cast from total number of shares
Remote E-voting	34	2607431	43.38
Venue Voting (e-voting)	-	-	-
<b>Total</b>	<b>34</b>	<b>2607431</b>	<b>43.38</b>

ii. Voted against the resolution:

Type of voting	Number of members voted	Number of votes cast by them	% of valid votes cast from total number of shares
Remote E-voting	NIL		
Venue Voting (e-voting)			
Total			

iii. Invalid votes:

Type of voting	Number of members voted	Number of votes cast by them	% of total number of shares
Remote E-voting	NIL		
Venue Voting (e-voting)			
Total			

e) Resolution: Special Resolution to approve the payment of remuneration to Mr. Hasmukh K. Patel (DIN: 06587284), Whole-time Director of the Company w.e.f. 20 September, 2022 for the remaining period of his present tenure.

i. Voted in favour of the resolution:

Type of voting	Number of members voted	Number of votes cast by them	% of valid votes cast from total number of shares
Remote E-voting	37	3193372	53.13
Venue Voting (e-voting)	-	-	-
Total	37	3193372	53.13

ii. Voted against the resolution:

Type of voting	Number of members voted	Number of votes cast by them	% of valid votes cast from total number of shares
Remote E-voting	NIL		
Venue Voting (e-voting)			
Total			

iii. Invalid votes:

Type of voting	Number of members voted	Number of votes cast by them	% of total number of shares

B-423, SUMEL BUSINESS PARK-6, DUDHESHWAR ROAD, SHAHIBAUG, AHMEDABAD - 380004


Email: [riddhi.khaneja@gmail.com](mailto:riddhi.khaneja@gmail.com), Mob: 9824165879



Remote E-voting	NIL
Venue Voting (e-voting)	
Total	


11. Since the total votes polled in favour is 100% (Approximately) of the total votes polled, you may declare resolution no. 1 to 4 passed as an Ordinary Resolution and resolution No. 5 passed as Special Resolution.

Yours faithfully,  
For Riddhi Khaneja & Associates

  
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**Riddhi Pamnani**  
Proprietor  
M. No: F10221  
CP No: 17397  
UDIN: F010221D000997130



**Date:** 19<sup>th</sup> September, 2022  
**Place:** Ahmedabad

  
**In presence of:**  
**Mr. Jeet Patel**

  
**Mr. Mukesh Pamnani:**