

Manisha Godara and associates

Company Secretaries, formerly known as Manisha Choudhary & Co.



CONSOLIDATED SCRUTINIZER'S REPORT

Pursuant to rule section 108 of the Companies Act, 2013 and rule 20 of the Companies (Management and Administration) Rules, 2014 as amended]

Dated: 30.09.2024

The Chairman
Nandani Creation Limited
G-13, Kartarpura Industrial Area,
Near -22, Godam Jaipur, RJ- 302006 (India)

Ref: 12th Annual General Meeting (AGM) of the Equity Shareholders of Nandani Creation Limited ("the Company") held on Monday, the 30th Day of September, 2024 at 4:00 P.M. through Video Conferencing (VC)/Other Audio-Visual Means (OAVM).

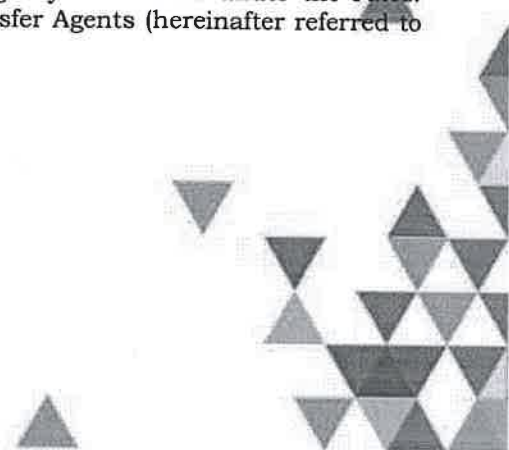
Subject: Consolidated Scrutinizer's Report on remote e-voting and voting at the AGM.

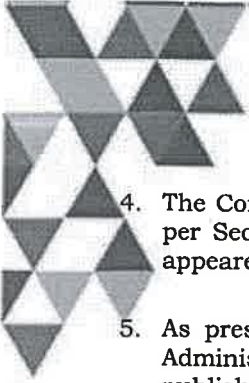
1. The Board of Directors of Nandani Creation Limited (Hereinafter referred to as "Company") at its meeting held on **Thursday, 05th September, 2024** has appointed me **M/s Manisha Godara & Associates, Practicing Company Secretary** for the purpose of scrutinizing remote e-voting process and e-voting by the members who had participated in the AGM through video conferencing in a fair and transparent manner and ascertaining the requisite majority for passing of resolution as mentioned in notice dated 05th day of September, 2024 convening **12th AGM** issued in accordance with General Circular No. 14/2020, 17/2020, 20/2020, 02/2021, 02/2022 and 09/2023 dated 8th April 2020, 13th April 2020, 5th May 2020, 13th January, 2021, 5th May 2022 and 25th September, 2023 respectively, issued by Ministry of Corporate Affairs (MCA) (hereinafter referred to as "MCA Circulars"), Government of India, calling the **12th Annual General Meeting** of its Equity Shareholders ("AGM") through VC/OAVM. The AGM was convened on **Monday, 30th September, 2024 at 4:00 PM. IST** through VC/ OAVM.
2. The Management of the Company is responsible for the compliance of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 relating to voting through electronic means by remote e-voting and e-voting at the AGM by the shareholders on the resolutions proposed in the Notice of the 12th AGM of the Company. My responsibility is only to the extent of making Scrutinizer's Report for ascertaining the votes cast in favour or against for respective resolutions based on the reports generated from the electronic voting system provided by Central Depository Services (India) Limited ("CDSL").
3. The Company had availed the services of remote e- voting and e-voting during the AGM from Central Depository Services (India) Limited ("CDSL"), the agency authorized under the rules. **Bigshare Services Pvt. Ltd** is the Registrar and Share Transfer Agents (hereinafter referred to as "RTA") of the Company.



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FRN:S2014RJ268900





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4. The Company had on **Friday, 06th September, 2024** completed the dispatch of the notice as per Section 110 of the Companies Act, 2013 to the Members of the Company whose names appeared on the Register of Member/List of Beneficiaries on the cut-off date.
5. As prescribed in clause (v) of sub rule 4 of Rule 20 of The Companies (Management and Administration) Rules, 2014, the Company has also released an advertisement, which was published 21 days before the date of the AGM in "**Financial Express**" English Newspaper in English Language on **Saturday, 07th day of September, 2024** and in "**Nafa Nuksaan**" Vernacular Newspaper in Vernacular Language on **Saturday, 07th day of September, 2024**. The Notice published in the Newspaper carried the required information as specified in Sub Rule 4(v)(a) to (h) of the said Rule 20.
6. The Shareholders holding equity shares as on the "cut- off date" i.e. **Monday, 23rd September, 2024** were entitled to vote on the resolutions proposed in the Notice calling the 12th AGM of the Company. The remote e- voting commenced on **Thursday, 26th Day of September, 2024 at 10.00 A.M. and ends on Sunday, 29th day of September, 2024 at 5.00 P.M.**
7. After declaration of commencement of e-voting during the conduct of the AGM, the shareholders who had not voted through the remote e-voting process were instructed to cast their vote on the e-voting platform provided by e-voting website.
8. The votes casted through remote e-voting and e-voting by the members at the AGM were unblocked on **Monday, 30th Day of September, 2024** and downloaded from the e-voting website of CDSL (<https://www.evotingindia.com>) after the conclusion of the e-voting at the AGM in the presence of two witnesses who are not in the employment of the Company.
9. The electronic data and all other relevant records relating to the remote e-voting and e-voting by the members at the AGM is under my safe custody and will be handed over to the Chairman/Company Secretary for preserving safely after the Chairman consider, approves and signs the minutes of the AGM.
10. All the resolutions as set out in the notice of the AGM were passed with requisite majority.

Yours Faithfully

FOR MANISHA GODARA & ASSOCIATES

Practicing Company Secretary

FRN: S2014RJ268900



MANISHA GODARA

M.No. A36531, CP: 13570

PR: 1863/2022

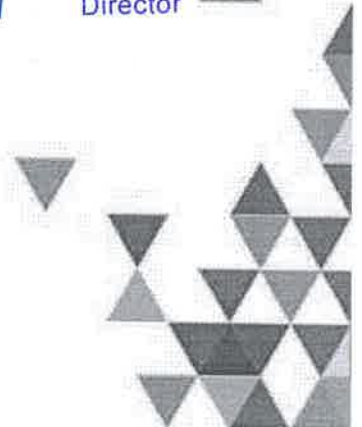
Date: 30.09.2024

Place: Jaipur

UDIN: A036531F001384053

Nandani Creation Limited

Director



Manisha Godara and as

CONSOLIDATED REPORT OF THE REMOTE E-VOTING TOGETHER WITH E-VOTING BY THE MEMBERS AT THE AGM

ITEM NO.1: ORDINARY RESOLUTION - TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS (INCLUDING THE CONSOLIDATED FINANCIAL STATEMENTS) OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024 TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON

(i) Voted in favour of the resolution:

Mode of Voting	Number of Members Voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted through remote e- voting	20	8708508	97.38
Number of members voted through e-voting at the AGM	1	234500	2.62
Total	21	8943008	100

(ii) Voted against the resolution:

Mode of Voting	Number of Members Voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted through remote e- voting	-	-	-
Number of members voted through e-voting at the AGM	-	-	-
Total	-	-	-

(iii) Invalid/Abstain votes :

Mode of Voting	Number of Members Voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted through remote e- voting	-	-	-
Number of members voted through e-voting at the AGM	-	-	-
Total	-	-	-

RESULT: Since, the number of votes cast in favour of the resolution is 100%, I report that the Ordinary Resolution as set out in the Notice of AGM Dated 05th September, 2024 has been passed by the Shareholders with the requisite majority. The Resolution is deemed to be passed as on the date of AGM.

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ITEM NO.2: ORDINARY RESOLUTION - TO APPOINT A DIRECTOR IN PLACE OF MRS. VANDANA MUNDHRA (DIN: 05202403), WHO RETIRES BY ROTATION AND BEING ELIGIBLE OFFERS HERSELF FOR RE APPOINTMENT.

(i) Voted in favour of the resolution:

Mode of Voting	Number of Members Voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted through remote e- voting	20	8708508	97.38
Number of members voted through e-voting at the AGM	1	234500	2.62
Total	21	8943008	100

(ii) Voted against the resolution:

Mode of Voting	Number of Members Voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted through remote e- voting	-	-	-
Number of members voted through e-voting at the AGM	-	-	-
Total	-	-	-

(iii) Invalid/Abstain votes :

Mode of Voting	Number of Members Voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted through remote e- voting	-	-	-
Number of members voted through e-voting at the AGM	-	-	-
Total	-	-	-

RESULT: Since, the number of votes cast in favour of the resolution is 100%, I report that the Ordinary Resolution as set out in the Notice of AGM Dated 05th September, 2024 has been passed by the Shareholders with the requisite majority. The Resolution is deemed to be passed as on the date of AGM.

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ITEM NO. 3: ORDINARY RESOLUTION – TO APPOINT M/S. P C MODI & CO, CHARTERED ACCOUNTANTS, JAIPUR AS THE STATUTORY AUDITORS OF THE COMPANY AND TO FIX THEIR REMUNERATION:

(i) Voted in favour of the resolution:

Mode of Voting	Number of Members Voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted through remote e- voting	20	8708508	97.38
Number of members voted through e-voting at the AGM	1	234500	2.62
Total	21	8943008	100

(ii) Voted against the resolution:

Mode of Voting	Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted through remote e- voting	-	-	-
Number of members voted through e-voting at the AGM	-	-	-
Total	-	-	-

(iii) Invalid/Abstain votes :

Mode of Voting	Number of Members Voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted through remote e- voting	-	-	-
Number of members voted through e-voting at the AGM	-	-	-
Total	-	-	-

RESULT: Since, the number of votes cast in favour of the resolution is 100%, I report that the Ordinary Resolution as set out in the Notice of AGM Dated 05th September, 2024 has been passed by the Shareholders with the requisite majority. The Resolution is deemed to be passed as on the date of AGM.

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ITEM NO. 4: SPECIAL RESOLUTION - TO INCREASE THE OVERALL MAXIMUM MANAGERIAL REMUNERATION LIMIT OF THE COMPANY:

(i) Voted in favour of the resolution:

Mode of Voting	Number of Members Voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted through remote e- voting	20	8708508	97.38
Number of members voted through e-voting at the AGM	-	-	-
Total	20	8708508	97.38

(ii) Voted against the resolution:

Mode of Voting	Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted through remote e- voting	-	-	-
Number of members voted through e-voting at the AGM	1	234500	2.62
Total	1	234500	2.62

(iii) Invalid/Abstain votes :

Mode of Voting	Number of Members Voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted through remote e- voting	-	-	-
Number of members voted through e-voting at the AGM	-	-	-
Total	-	-	-

RESULT: Since, the number of votes cast in favour of the resolution is 97.38%, I report that the Special Resolution as set out in the Notice of AGM Dated 05th September, 2024 has been passed by the Shareholders with the requisite majority. The Resolution is deemed to be passed as on the date of AGM.

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ITEM NO. 5: SPECIAL RESOLUTION - APPROVAL FOR REMUNERATION OF MR. ANUJ MUNDHRA (DIN: 05202504), MANAGING DIRECTOR OF THE COMPANY VOTED IN FAVOUR OF THE RESOLUTION:

(i) Voted in favour of the resolution:

Mode of Voting	Number of Members Voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted through remote e- voting	20	8708508	97.38
Number of members voted through e-voting at the AGM	-	-	-
Total	20	8708508	97.38

(ii) Voted against the resolution:

Mode of Voting	Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted through remote e- voting	-	-	-
Number of members voted through e-voting at the AGM	1	234500	2.62
Total	1	234500	2.62

(iii) Invalid/Abstain votes :

Mode of Voting	Number of Members Voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted through remote e- voting	-	-	-
Number of members voted through e-voting at the AGM	-	-	-
Total	-	-	-

RESULT: Since, the number of votes cast in favour of the resolution is 97.38%, I report that the Special Resolution as set out in the Notice of AGM Dated 05th September, 2024 has been passed by the Shareholders with the requisite majority. The Resolution is deemed to be passed as on the date of AGM.

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ITEM NO. 6: SPECIAL RESOLUTION - APPROVAL FOR REMUNERATION OF MRS. VANDANA MUNDHRA (DIN: 05202403), WHOLE TIME DIRECTOR OF THE COMPANY

(i) Voted in favour of the resolution:

Mode of Voting	Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted through remote e- voting	20	8708508	97.38
Number of members voted through e-voting at the AGM	1	234500	2.62
Total	21	8943008	100

(ii) Voted against the resolution:

Mode of Voting	Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted through remote e- voting	-	-	-
Number of members voted through e-voting at the AGM	-	-	-
Total	-	-	-

(iii) Invalid/Abstain votes :

Mode of Voting	Number of Members voting	Number of votes cast by them
Number of members voted through remote e- voting	-	-
Number of members voted through e-voting at the AGM	-	-
Total	-	-

RESULT: Since, the number of votes cast in favour of the resolution is 100%, I report that the Special Resolution as set out in the Notice of AGM Dated 05th September, 2024 has been passed by the Shareholders with the requisite majority. The Resolution is deemed to be passed as on the date of AGM.

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ITEM NO. 7: SPECIAL RESOLUTION - APPROVAL FOR REMUNERATION OF MRS. SUNITA DEVI MUNDHRA (DIN: 05203015), WHOLE TIME DIRECTOR OF THE COMPANY

(i) Voted in favour of the resolution:

Mode of Voting	Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted through remote e- voting	20	8708508	97.38
Number of members voted through e-voting at the AGM	1	234500	2.62
Total	21	8943008	100

(ii) Voted against the resolution:

Mode of Voting	Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted through remote e- voting	-	-	-
Number of members voted through e-voting at the AGM	-	-	-
Total	-	-	-

(iii) Invalid/Abstain votes :

Mode of Voting	Number of Members Voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted through remote e- voting	-	-	-
Number of members voted through e-voting at the AGM	-	-	-
Total	-	-	-

RESULT: Since, the number of votes cast in favour of the resolution is 100%, I report that the Special Resolution as set out in the Notice of AGM Dated 05th September, 2024 has been passed by the Shareholders with the requisite majority. The Resolution is deemed to be passed as on the date of AGM.

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ITEM NO. 8: SPECIAL RESOLUTION –APPROVAL OF TRANSACTIONS UNDER SECTION 185 OF THE COMPANIES ACT, 2013

(i) Voted in favour of the resolution:

Mode of Voting	Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted through remote e- voting	20	8708508	97.38
Number of members voted through e-voting at the AGM	-	-	-
Total	20	8708508	97.38

(ii) Voted against the resolution:

Mode of Voting	Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted through remote e- voting	-	-	-
Number of members voted through e-voting at the AGM	1	234500	2.62
Total	1	234500	2.62

(iii) Invalid/Abstain votes :

Mode of Voting	Number of Members Voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted through remote e- voting	-	-	-
Number of members voted through e-voting at the AGM	-	-	-
Total	-	-	-

RESULT: Since, the number of votes cast in favour of the resolution is 97.38%, I report that the Special Resolution as set out in the Notice of AGM Dated 05th September, 2024 has been passed by the Shareholders with the requisite majority. The Resolution is deemed to be passed as on the date of AGM.

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ITEM NO. 9: SPECIAL RESOLUTION - APPROVAL OF RELATED PARTY TRANSACTIONS UNDER SECTION 188 OF THE COMPANIES ACT, 2013 AND CLAUSE 23 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS), REGULATIONS, 2015

(i) Voted in favour of the resolution:

Mode of Voting	Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted through remote e- voting	20	8708508	97.38
Number of members voted through e-voting at the AGM	-	-	-
Total	20	8708508	97.38

(ii) Voted against the resolution:

Mode of Voting	Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted through remote e- voting	-	-	-
Number of members voted through e-voting at the AGM	1	234500	2.62
Total	1	234500	2.62

(iii) Invalid/Abstain votes :

Mode of Voting	Number of Members Voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted through remote e- voting	-	-	-
Number of members voted through e-voting at the AGM	-	-	-
Total	-	-	-

RESULT: Since, the number of votes cast in favour of the resolution is 97.38%, I report that the Special Resolution as set out in the Notice of AGM Dated 05th September, 2024 has been passed by the Shareholders with the requisite majority. The Resolution is deemed to be passed as on the date of AGM.

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ITEM NO. 10: SPECIAL RESOLUTION - APPROVAL OF RELATED PARTY TRANSACTIONS UNDER SECTION 188 OF THE COMPANIES ACT, 2013 AND CLAUSE 23 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS), REGULATIONS, 2015

(i) Voted in favour of the resolution:

Mode of Voting	Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted through remote e- voting	20	8708508	97.38
Number of members voted through e-voting at the AGM	-	-	-
Total	20	8708508	97.38

(ii) Voted against the resolution:

Mode of Voting	Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted through remote e- voting	-	-	-
Number of members voted through e-voting at the AGM	1	234500	2.62
Total	1	234500	2.62

(iii) Invalid/Abstain votes :

Mode of Voting	Number of Members Voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted through remote e- voting	-	-	-
Number of members voted through e-voting at the AGM	-	-	-
Total	-	-	-

RESULT: Since, the number of votes cast in favour of the resolution is 97.38%, I report that the Special Resolution as set out in the Notice of AGM Dated 05th September, 2024 has been passed by the Shareholders with the requisite majority. The Resolution is deemed to be passed as on the date of AGM.

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Company Secretaries, formerly known as Manish

ITEM NO. 11: SPECIAL RESOLUTION - APPROVAL OF RELATED PARTY TRANSACTIONS UNDER SECTION 188 OF THE COMPANIES ACT, 2013 AND CLAUSE 23 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS), REGULATIONS, 2015

Voted in favour of the resolution:

Mode of Voting	Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted through remote e- voting	20	8708508	97.38
Number of members voted through e-voting at the AGM	-	-	-
Total	20	8708508	97.38

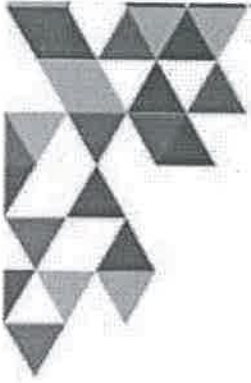
(iv) Voted against the resolution:

Mode of Voting	Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted through remote e- voting	-	-	-
Number of members voted through e-voting at the AGM	1	234500	2.62
Total	1	234500	2.62

(v) Invalid/Abstain votes :

Mode of Voting	Number of Members Voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted through remote e- voting	-	-	-
Number of members voted through e-voting at the AGM	-	-	-
Total	-	-	-

RESULT: Since, the number of votes cast in favour of the resolution is 97.38%, I report that the Special Resolution as set out in the Notice of AGM Dated 05th September, 2024 has been passed by the Shareholders with the requisite majority. The Resolution is deemed to be passed as on the date of AGM.



Manisha Godara and associates

Company Secretaries, formerly known as Manisha Choudhary & Co.



All the Resolutions mentioned in the AGM Notice dated 05th September, 2024 as per the results above stand passed under remote-e voting and e-voting at the AGM with the requisite majority and deemed to be passed as on the date of the AGM.

A compilation of data containing a list of equity shareholders who voted "FOR" "AGAINST" and those whose votes were declared invalid for each resolution (both through Remote E-voting and E-voting at AGM) has been handed over to the Company Secretary.

The electronic data and all other relevant records relating to e-voting are under my safe custody and will be handed over to Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

This report is issued in accordance with the Terms of the engagement letter and on the request of the company for submission to the stock exchanges, placing on the website of the Company, Website of CDSL.

I thank you for the opportunity given to act as a Scrutinizer for the remote-e voting and voting at the AGM.

Yours Faithfully

FOR MANISHA GODARA & ASSOCIATES
PRACTICING COMPANY SECRETARY



MANISHA GODARA
M.No. A36531 CP: 13570
FRN: S2014RJ268900

FOR NANDANI CREATION LIMITED

Nandani Creation Limited

Director

ANUJ MUNDHRA
CHAIRMAN & MANAGING DIRECTOR
DIN: 05202504

