



**INDUSTRIAL ENTERPRISES LTD.**

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NIEL:SCY:2022:  
28<sup>th</sup> May, 2022

BSE Limited  
Floor 25, P J Towers,  
Dalal Street, Fort, MUMBAI – 400 001  
Scrip Code: 519136

National Stock Exchange of India Ltd.  
Exchange Plaza, Bandra - Kurla Complex,  
Bandra (East), MUMBAI – 400 051  
Securities Symbol – NAHARINDUS

**Sub: Summary of proceedings of the Hon'ble National Company Law Tribunal, Chandigarh Bench (NCLT) convened meeting(s) of Equity Shareholders, Secured Creditors and Unsecured Creditors of Nahar Industrial Enterprises Limited.**

**Ref: Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

Dear Sir/ Madam,

In terms of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), please find enclosed a summary of the proceedings of Meeting(s) of Equity Shareholders, Secured Creditors and Unsecured Creditors of Nahar Industrial Enterprises Limited convened as per Order dated 05.04.2022 of the Hon'ble National Company Law Tribunal (NCLT), Chandigarh Bench, held on Saturday, 28<sup>th</sup> May, 2022;

- i) NCLT convened Meeting of Equity Shareholders at 10:00 AM (Annexure-A)
- ii) NCLT convened Meeting of Secured Creditors at 12:30 PM (Annexure-B)
- iii) NCLT convened Meeting of Unsecured Creditors at 2:00 PM (Annexure-C)

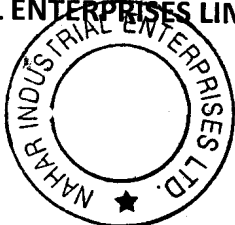
We request you to kindly take the same on record.

Thanking You,  
Yours Faithfully,

**For NAHAR INDUSTRIAL ENTERPRISES LIMITED**

  
**MUKESH SOOD**  
(Company Secretary)

Encl: as above

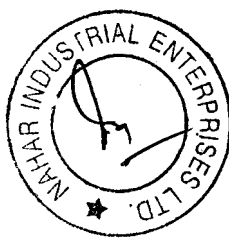


## ANNEXURE-A

### **SUMMARY OF THE PROCEEDINGS OF THE MEETING OF EQUITY SHAREHOLDERS OF NAHAR INDUSTRIAL ENTERPRISES LIMITED HELD PURSUANT TO ORDER DATED APRIL 05, 2022 OF THE HON'BLE NATIONAL COMPANY LAW TRIBUNAL, CHANDIGARH BENCH HELD ON SATURDAY 28<sup>TH</sup> MAY, 2022 THROUGH VIDEOCONFERENCING (VC) FACILITY PROVIDED BY CENTRAL DEPOSITORY SERVICES (INDIA) LIMITED STARTED FROM 10:00 A.M. AND CONCLUDED AT 11.05 A.M. (VOTING FINALIZATION TIME)**

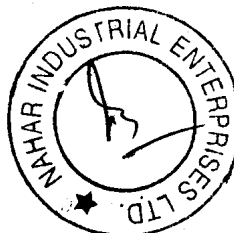
In compliance with the Order dated April 05, 2022 of the Hon'ble National Company Law Tribunal, Chandigarh Bench ("NCLT") in Company Application CA (CAA) No.2/Chd/Pb/2022 and as per applicable procedure mentioned and in compliance with the applicable provisions of the Companies Act, 2013 ("Companies Act"); General Circulars No. 14/2020 dated April 8, 2020; No. 17/2020 dated April 13, 2020; No. 20/2020 dated May 5, 2020, No. 39/2020 dated December 31, 2020, No. 19/2021 and 20/2021 dated December 8, 2021 issued by the Ministry of Corporate Affairs, Government of India (collectively referred to as the "MCA Circulars"); and Circulars No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and SEBI Circular No. CFD/DIL3/CIR/2017/21 dated March 10, 2017 and SEBI Circular No. SEBI/HO/CFD/DIL1/CIR/P/2020/249 dated December 22, 2020, as amended (collectively referred to as the "Circulars issued by the SEBI"), the Meeting of Equity Shareholders of Nahar Industrial Enterprises Limited ("Meeting") was duly convened and held on Saturday, the 28th May, 2022, through Videoconferencing ("VC") for the purpose of considering, the Scheme of Arrangement for Amalgamation of Cotton County Retail Limited ("Transferor Company") with Nahar Industrial Enterprises Limited ("Transferee Company") and their respective shareholders and creditors pursuant to the provisions of Sections 230 to 232 read with Section 66 and other applicable provisions of the Companies Act, 2013 ("the Act") read with Companies (Compromises, Arrangements and Amalgamations) Rules, 2016.

1. A total of 37 Members attended the Meeting as per the records of the attendance.
2. The Chairperson of the meeting was ensured that the quorum of the meeting was present at 10:00 a.m. Thereafter the Chairperson confirmed that the requisite quorum was present and proceeded with the Meeting.

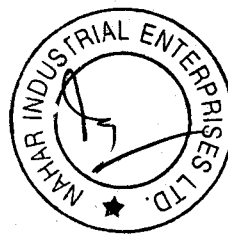


3. The Chairperson of the Meeting called the meeting to order, as requisite quorum was present.
4. The Chairperson of the Meeting informed that the Meeting has been convened pursuant to Order dated April 05, 2022 of the Hon'ble NCLT, Chandigarh bench, for the purpose of considering the proposed Scheme of Arrangement for Amalgamation of Cotton County Retail Limited ("Transferor Company") with Nahar Industrial Enterprises Limited ("Transferee Company") and their respective shareholders and creditors pursuant to the provisions of Sections 230 to 232 read with Section 66 and other applicable provisions of the Companies Act, 2013 ("the Act") read with Companies (Compromises, Arrangements and Amalgamations) Rules, 2016.
5. The Notice of Meeting of the Equity Shareholders dated April 11, 2022, convening the Meeting, as circulated to the Members, was taken as read.
6. The Chairperson of the Meeting informed that the facility to cast vote through remote e-voting was provided to the Members from 25<sup>th</sup> May, 2022 (9:00 am IST) to 27<sup>th</sup> May, 2022 (5:00 p.m. IST). E-voting facility is available at the Meeting at the e-voting platform of the CDSL, for all those Members who participated in the Meeting but have not cast their votes by availing the remote e-voting facility.
7. The Chairperson of the Meeting further informed the Members that Mr. Khushvinder Singhal, Advocate, was appointed as Scrutinizer by the Hon'ble NCLT for scrutinizing the remote e-voting and also for e-voting at the Meeting.
8. Thereafter, the following business as set out in the Notice dated April 11, 2022 for the Meeting of the Equity Shareholders of the Company, was transacted:

Scheme of Arrangement for Amalgamation of Cotton County Retail Limited ("Transferor Company") with Nahar Industrial Enterprises Limited ("Transferee Company") and their respective shareholders and creditors pursuant to the provisions of Sections 230 to 232 read with Section 66 and other applicable provisions of the Companies Act, 2013 ("the Act") read with Companies (Compromises, Arrangements and Amalgamations) Rules, 2016.



9. The Chairperson informed the Members that the results would be declared after considering the e-voting during the Meeting and the remote e-voting which has already been done. The results would be submitted to the Stock Exchanges within 2 working days of the conclusion of the Meeting and would be placed on the website of the Company.
10. The e-voting facility was kept open for the next 30 minutes to enable the Members to cast their votes. Mr. Mukesh Sood, Company Secretary of the Company gave a heartfelt vote of thanks to the Chairperson, Alternate Chairperson, Scrutinizer, Equity Shareholders and Directors who joined the meeting. The Meeting concluded thereafter.

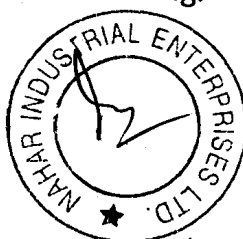


**ANNEXURE-B**

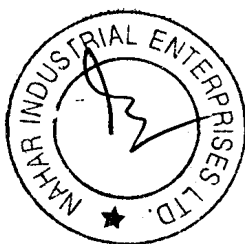
**SUMMARY OF THE PROCEEDINGS OF THE MEETING OF SECURED CREDITORS OF NAHAR INDUSTRIAL ENTERPRISES LIMITED HELD PURSUANT TO ORDER DATED APRIL 05, 2022 OF THE HON'BLE NATIONAL COMPANY LAW TRIBUNAL, CHANDIGARH BENCH HELD ON SATURDAY 28<sup>TH</sup> MAY, 2022 THROUGH VIDEO CONFRENCING (VC) FACILITY PROVIDED BY CENTRAL DEPOSITORY SERVICES (INDIA) LIMITED STARTED FROM 12:30 P.M. AND CONCLUDED AT 01:22 P.M. (VOTING FINALIZATION TIME)**

In compliance with the Order dated April 05, 2022 of the Hon'ble National Company Law Tribunal, Chandigarh Bench ("NCLT") in Company Application CA (CAA) No.2/Chd/Pb/2022 and as per applicable procedure mentioned and in compliance with the applicable provisions of the Companies Act, 2013 ("Companies Act") ; General Circulars No. 14/2020 dated April 8, 2020; No. 17/2020 dated April 13, 2020; No. 20/2020 dated May 5, 2020, No. 39/2020 dated December 31, 2020, No. 19/2021 and 20/2021 dated December 8, 2021 issued by the Ministry of Corporate Affairs, Government of India (collectively referred to as the "MCA Circulars"); and Circulars No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and SEBI Circular No. CFD/DIL3/CIR/2017/21 dated March 10, 2017 and SEBI Circular No. SEBI/HO/CFD/DIL1/CIR/P/2020/249 dated December 22, 2020, as amended (collectively referred to as the "Circulars issued by the SEBI"), the Meeting of Secured Creditors of Nahar Industrial Enterprises Limited ("Meeting") was duly convened and held on Saturday, the 28th May, 2022, through Videoconferencing ("VC") for the purpose of considering, the Scheme of Arrangement for Amalgamation of Cotton County Retail Limited ("Transferor Company") with Nahar Industrial Enterprises Limited ("Transferee Company") and their respective shareholders and creditors pursuant the provisions of Sections 230 to 232 read with Section 66 and other applicable provisions of the Companies Act, 2013 ("the Act") read with Companies (Compromises, Arrangements and Amalgamations) Rules, 2016.

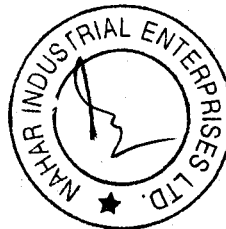
1. A total of 8 Secured Creditors attended the Meeting as per the records of the attendance.
2. The Chairperson of the meeting was ensured that the quorum of the meeting was present at 12:30 p.m. Thereafter the Chairperson confirmed that the requisite quorum was present and proceeded with the Meeting.



3. The Chairperson of the Meeting called the meeting to order, as requisite quorum was present.
4. The Chairperson of the Meeting informed that the Meeting has been convened pursuant to Order dated April 05, 2022 of the Hon'ble NCLT, Chandigarh bench, for the purpose of considering the proposed Scheme of Arrangement for Amalgamation of Cotton County Retail Limited ("Transferor Company") with Nahar Industrial Enterprises Limited ("Transferee Company") and their respective shareholders and creditors pursuant to the provisions of Sections 230 to 232 read with Section 66 and other applicable provisions of the Companies Act, 2013 ("the Act") read with Companies (Compromises, Arrangements and Amalgamations) Rules, 2016.
5. The Notice of Meeting of the Secured Creditors dated April 11, 2022, convening the Meeting, as circulated to the Secured Creditors, was taken as read.
6. The Chairperson of the Meeting informed that the facility to cast vote through remote e-voting was provided to the Secured Creditors from 25<sup>th</sup> May, 2022 (9:00 am IST) to 27<sup>th</sup> May, 2022 (5:00 p.m. IST). E-voting facility is available at the Meeting at the e-voting platform of the CDSL, for all those Secured Creditors who participated in the Meeting but have not cast their votes by availing the remote e-voting facility.
7. The Chairperson of the Meeting further informed the Secured Creditors that Mr. Khushvinder Singhal, Advocate, was appointed as Scrutinizer by the Hon'ble NCLT for scrutinizing the remote e-voting and also for e-voting at the Meeting.
8. Thereafter, the following business as set out in the Notice dated April 11, 2022 for the Meeting of the Secured Creditors of the Company, was transacted:
  - Scheme of Arrangement for Amalgamation of Cotton County Retail Limited ("Transferor Company") with Nahar Industrial Enterprises Limited ("Transferee Company") and their respective shareholders and creditors pursuant to the provisions of Sections 230 to 232 read with Section 66 and other applicable provisions of the Companies Act, 2013 ("the Act") read with Companies (Compromises, Arrangements and Amalgamations) Rules, 2016.



9. The Chairperson informed the Secured Creditors that the results would be declared after considering the e-voting during the Meeting and the remote e-voting which has already been done. The results would be submitted to the Stock Exchanges within 2 working days of the conclusion of the Meeting and would be placed on the website of the Company.
10. The e-voting facility was kept open for the next 30 minutes to enable the Secured Creditors to cast their votes. Mr. Mukesh Sood, Company Secretary of the Company gave a heartiest vote of thanks to the Chairperson, Alternate Chairperson, Scrutinizer, Secured Creditors and Directors who joined the meeting. The Meeting concluded thereafter.

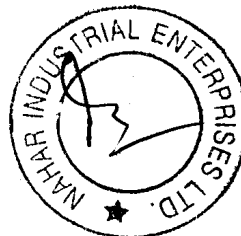


**ANNEXURE-C**

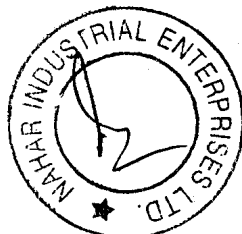
**SUMMARY OF THE PROCEEDINGS OF THE MEETING OF UNSECURED CREDITORS OF NAHAR INDUSTRIAL ENTERPRISES LIMITED HELD PURSUANT TO ORDER DATED APRIL 05, 2022 OF THE HON'BLE NATIONAL COMPANY LAW TRIBUNAL, CHANDIGARH BENCH HELD ON SATURDAY 28<sup>TH</sup> MAY, 2022 THROUGH VIDEO CONFRENCING (VC) FACILITY PROVIDED BY CENTRAL DEPOSITORY SERVICES (INDIA) LIMITED STARTED FROM 02:00 P.M. AND CONCLUDED AT 02:42 P.M. (VOTING FINALIZATION TIME)**

In compliance with the Order dated April 05, 2022 of the Hon'ble National Company Law Tribunal, Chandigarh Bench ("NCLT") in Company Application CA (CAA) No.2/Chd/Pb/2022 and as per applicable procedure mentioned and in compliance with the applicable provisions of the Companies Act, 2013 ("Companies Act") ; General Circulars No. 14/2020 dated April 8, 2020; No. 17/2020 dated April 13, 2020; No. 20/2020 dated May 5, 2020, No. 39/2020 dated December 31, 2020, No. 19/2021 and 20/2021 dated December 8, 2021 issued by the Ministry of Corporate Affairs, Government of India (collectively referred to as the "MCA Circulars"); and Circulars No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and SEBI Circular No. CFD/DIL3/CIR/2017/21 dated March 10, 2017 and SEBI Circular No. SEBI/HO/CFD/DIL1/CIR/P/2020/249 dated December 22, 2020, as amended (collectively referred to as the "Circulars issued by the SEBI"), the Meeting of Unsecured Creditors of Nahar Industrial Enterprises Limited ("Meeting") was duly convened and held on Saturday, the 28th May, 2022, through Videoconferencing ("VC") for the purpose of considering, the Scheme of Arrangement for Amalgamation of Cotton County Retail Limited ("Transferor Company") with Nahar Industrial Enterprises Limited ("Transferee Company") and their respective shareholders and creditors pursuant the provisions of Sections 230 to 232 read with Section 66 and other applicable provisions of the Companies Act, 2013 ("the Act") read with Companies (Compromises, Arrangements and Amalgamations) Rules, 2016.

1. A total of 50 Unsecured Creditors attended the Meeting as per the records of the attendance.
2. The Chairperson of the meeting was ensured that the quorum of the meeting was present at 02:00 p.m. Thereafter the Chairperson confirmed that the requisite quorum was present and proceeded with the Meeting.



3. The Chairperson of the Meeting called the meeting to order, as requisite quorum was present.
4. The Chairperson of the Meeting informed that the Meeting has been convened pursuant to Order dated April 05, 2022 of the Hon'ble NCLT, Chandigarh bench, for the purpose of considering the proposed Scheme of Arrangement for Amalgamation of Cotton County Retail Limited ("Transferor Company") with Nahar Industrial Enterprises Limited ("Transferee Company") and their respective shareholders and creditors pursuant to the provisions of Sections 230 to 232 read with Section 66 and other applicable provisions of the Companies Act, 2013 ("the Act") read with Companies (Compromises, Arrangements and Amalgamations) Rules, 2016.
5. The Notice of Meeting of the Unsecured Creditors dated April 11, 2022, convening the Meeting, as circulated to the Unsecured Creditors, was taken as read.
6. The Chairperson of the Meeting informed that the facility to cast vote through remote e-voting was provided to the Unsecured Creditors from 25<sup>th</sup> May, 2022 (9:00 am IST) to 27<sup>th</sup> May, 2022 (5:00 p.m. IST). E-voting facility is available at the Meeting at the e-voting platform of the CDSL, for all those Unsecured Creditors who participated in the Meeting but have not cast their votes by availing the remote e-voting facility.
7. The Chairperson of the Meeting further informed the Unsecured Creditors that Mr. Khushvinder Singhal, Advocate, was appointed as Scrutinizer by the Hon'ble NCLT for scrutinizing the remote e-voting and also for e-voting at the Meeting.
8. Thereafter, the following business as set out in the Notice dated April 11, 2022 for the Meeting of the Unsecured Creditors of the Company, was transacted:  
  
Scheme of Arrangement for Amalgamation of Cotton County Retail Limited ("Transferor Company") with Nahar Industrial Enterprises Limited ("Transferee Company") and their respective shareholders and creditors pursuant to the provisions of Sections 230 to 232 read with Section 66 and other applicable provisions of the Companies Act, 2013 ("the Act") read with Companies (Compromises, Arrangements and Amalgamations) Rules, 2016.



9. The Chairperson informed the Unsecured Creditors that the results would be declared after considering the e-voting during the Meeting and the remote e-voting which has already been done. The results would be submitted to the Stock Exchanges within 2 working days of the conclusion of the Meeting and would be placed on the website of the Company.
10. The e-voting facility was kept open for the next 30 minutes to enable the Unsecured Creditors to cast their votes. Mr. Mukesh Sood, Company Secretary of the Company gave a heartfelt vote of thanks to the Chairperson, Alternate Chairperson, Scrutinizer, Unsecured Creditors and Directors who joined the meeting. The Meeting concluded thereafter.

