

SYMBOL: NANDANI

ISIN: INE696V01013

To,

Dated: 01.02.2020

The Manager-Listing Department,
The National Stock Exchange of India Limited,
Exchange Plaza, NSE Building,
Bandra Kurla Complex,
Bandra East,
Mumbai-400 051
Fax: 022-26598237, 022-26598238

Subject: Submission of the Voting Results of the 2nd Extra Ordinary General Meeting (EOGM) held on Friday, the 31st Day of January, 2020 pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

Respected Sir/Ma'am,

With respect to the cited subject, we are enclosing herewith the Scrutinizer's Report dated 01st February, 2020 submitted by Scrutinizer CS Manisha Godara, Practicing Company Secretary (FCS: 36531), for 02nd EOGM held on Friday, the 31st Day of January, 2020 at the Registered Office of the Company at G-13, Kartarpura Industrial Area, Near 22 Godam, Jaipur-302006, Rajasthan which commenced at 4: 00 P.M. and concluded at 5:30 P.M..

We also wish to inform your good self that all the resolutions have been approved with requisite majority.

Kindly take the same on record and inform all concerned accordingly.

Thanking You,

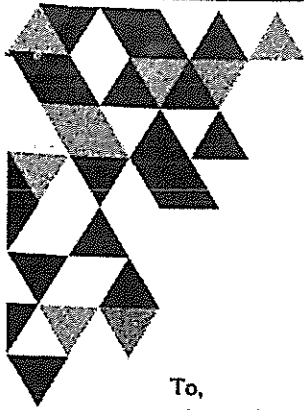
Yours faithfully,

For NANDANI CREATION LIMITED

GUNJAN JAIN

COMPANY SECRETARY & COMPLIANCE OFFICER





Manisha Godara and associates

Company Secretaries, formerly known as Manisha Choudhary & Co.



FORM NO. MGT.13

Report of Scrutinizer(s)

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

Dated: 01.02.2020

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

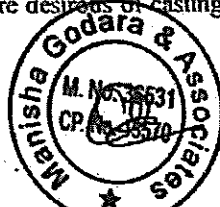
Ref: 2nd Extraordinary General Meeting (EOGM) of the Equity Shareholders of Nandani Creation Limited ("the Company") held on Friday, 31st Day of January, 2020 at 04.00 P.M. at the registered office of the Company at G-13, Kartarpura Industrial Area, Near -22, Godam Jaipur, RJ- 302006 (India).

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

The Board of Directors of Nandani Creation Limited (Hereinafter referred to as "Company") at its meeting held on 1st Day of January, 2020 has appointed me (Mrs. Manisha Godara, Practicing Company Secretary) as the Scrutinizer for the remote e-voting process as well as to scrutinize the physical ballot forms to be received from the Shareholders at the venue of the EOGM pursuant to 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 (Hereinafter referred to as "Rule 20") and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Reports on Scrutiny:

- The Company had appointed Central Depository Services (India) Limited (hereinafter referred to as "CDSL/Service Provider") as the service provider for the purpose of extending the facility of remote e-voting to the Shareholders of the Company. Bigshare Services Pvt. Ltd is the Registrar and Share Transfer Agents (hereinafter referred to as "RTA") of the Company.
- The Service Provider had provided a system for recording the votes of the Shareholders electronically on all items of the Business sought to be transacted at the AGM of the company.
- The Service Provider has set up electronic voting facility on their website; www.evotingindia.com. The Company had uploaded all the Items of the Business to be transacted at the AGM on the website of the Company and also the Service Provider to facilitate their Shareholders to cast their votes through remote e-voting.
- The Internal Cut off Date for the dispatch of the Notice of the EOGM was Friday, 3rd January, 2020 and as on date, there were 115 Shareholders of the Company. The Company had sent the Notices of the EOGM and E voting Details via E mails and through courier.
- The Notices sent (both through E mail and physical mode) contained the detailed procedure to be followed by the Shareholders who are desirous of casting their votes electronically as provided in Rule 20.



B-2/8, Shri Sai Kunj
D2 Vasant Kunj, New Delhi-70
PH:9811286949

www.csmg.in | info@csmg.in
FRN:S2014RJ268900

- The Cut-off Date for the purpose of Identifying Shareholders who will be entitled to vote on the resolution placed for approval of the Shareholders was Friday, 24th Day of January, 2020. The Remote-e voting period remained open from Monday, 27th Day of January, 2020 at 10:00 A.M. and ended on Thursday, 30th Day of January, 2020 at 5:00 P.M.

- The Company completed the dispatch of the notices to the Shareholders by Tuesday, 07th Day of January, 2020.

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 EOGM in "*Financial Express*" English Newspaper in English Language on *Wednesday, 08th day of January, 2020* and in "*Business Remedies*" Vernacular Newspaper in Vernacular Language on *Wednesday, 08th day of January, 2020*. 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.

- At the end of the Voting period on Thursday, 30th Day of January, 2020 at 5:00 P.M., the voting portal of the Service Provider was blocked forthwith. The Limited Information for the shareholders who have cast their votes, such as name, folio number and number of shares held was obtained from the Service Provider.
- At the venue of the EOGM of the Company, the facility to vote through ballot paper was provided to facilitate those Shareholders present in the Meeting but could not participate in the Remote E-Voting to record their votes.
- After the voting of the EOGM was concluded, ballot box kept for the purpose of casting of votes was locked in my presence with due Identification marks placed by me. The Locked ballot box was subsequently opened in my presence and in presence of two witnesses and the ballot papers were diligently scrutinized. The Ballot papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations/proxies lodged with the Company. The Ballot papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorisations/proxies lodged with the Company. The votes were also scrutinized for eliminating duplicate voting i.e. on remote e-voting as well as voting by poll provided at the EGM venue. The Ballot Papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
- On 31st January, 2020, after counting of the votes conducted at the venue of the EOGM through ballot papers and the votes cast through remote e voting were unblocked by me in the presence of two witnesses who are not in employment of the Company as prescribed in Sub Rule 4 (xii) of the said Rule 20.
- Thereafter, I as a Scrutinizer duly compiled details of the remote e-voting carried out by the Shareholders and the physical voting done at the venue of the EOGM by way of ballot paper, the details of which are as follows:



1) Special Resolution-Item No.1:- TO ALTER THE OBJECT CLAUSE OF MEMORANDUM OF ASSOCIATION BY WAY OF INSERTION OF NEW CLAUSE:

(i) Voted in favour of the resolution:

Postal Ballot Voting	No. of Members who Voted	Number of votes cast by them	% of total number of valid votes cast
Votes by Physical ballot	4	5750	0.12
Electronic-(E-Voting)	6	4448200	99.88
Total	10	4453950	100

(ii) Voted against the resolution:

Postal Ballot Voting	No. of Members who Voted	Number of votes cast by them	% of total number of valid votes cast against
Votes by Physical ballot	-	-	-
Electronic-(E-Voting)	-	-	-
Total	-	-	-

(iii) Invalid votes :

Postal Ballot Voting	Total No of Members whose Votes were declared invalid	Total number of Invalid votes cast by them
Votes by Physical ballot	-	-
Electronic-(E-Voting)	-	-
Total	-	-

RESULT: Since, the number of votes cast in favour of the resolution is 100%, I report that the Special Resolution under Section 4 and Section 13 of the Companies Act, 2013 as set out in the Notice of EOGM Dated 01st January, 2020 has been passed by the Shareholders with the requisite majority. The Resolution is deemed to be passed as on the date of EOGM.

2) Special Resolution-Item No.2 : TO APPROVE THE CONVERSION OF UNSECURED LOAN TO EQUITY ON PREFERENTIAL BASIS:

I. Voted in favour of the resolution:

Postal Ballot Voting	No. of Members who Voted	Number of votes cast by them	% of total number of valid votes cast
Votes by Physical ballot	4	5750	0.12
Electronic-(E-Voting)	6	4448200	99.88
Total	10	4453950	100

II. Voted against the resolution:

Postal Ballot Voting	No. of Members who Voted	Number of votes cast by them	% of total number of valid votes cast against
Votes by Physical	-	-	-



ballot			
Electronic-(E-Voting)	-	-	-
Total	-	-	-

III. Invalid votes :

Postal Ballot Voting	Total No of Members whose Votes were declared invalid	Total number of Invalid votes cast by them
Votes by Physical ballot	-	-
Electronic-(E-Voting)	-	-
Total	-	-

RESULT: Since, the number of votes cast in favour of the resolution is 100%, I report that the Special Resolution under Section 42, Section 62(1)(c) of the Companies Act, 2013 as set out in the Notice of EOGM Dated 01st January, 2020 has been passed by the Shareholders with the requisite majority. The Resolution is deemed to be passed as on the date of EOGM.

All the Resolutions mentioned in the EOGM Notice dated 01st January, 2020 as per the results above stand passed under remote-e voting and voting conducted at the EOGM with the requisite majority and deemed to be passed as on the date of the EOGM.

A soft copy, containing a list of Equity Shareholders who voted "FOR" or "AGAINST" and those whose votes were declared invalid/abstained, for each resolution is being handed over to the company separately.

I hereby confirm that I am maintaining the Registers received from the RTA and the Electronic voting data received from the Service Provider, in respect of the votes cast thorough remote e-voting and voting conducted at AGM by way of Ballot papers by the Shareholders of the Company. The Ballot Papers and all other relevant records relating to e-voting and physical voting are under my safe custody and will be handed over to the Company Secretary for safe keeping.

This report may be treated as a report under Section 109 of the Companies Act, 2013 and Rule 21(2) of The Companies (Management and Administration) Rules, 2014.

I Thank You for the opportunity given to act as a Scrutinizer for the Remote E-voting and polling at EOGM.

Yours Faithfully

FOR MANISHA GODARA & ASSOCIATES
PRACTISING COMPANY SECRETARIES

CS MANISHA GODARA
M.No. A36531 CP: 15570

FOR NANDANI CREATION LIMITED

ANUJ MUNDHRA
CHAIRMAN & MANAGING DIRECTOR
DIN: 05202504

General Information about the Company	
Scrip Code	Nandani
NSE Symbol	NANDANI
ISIN	INE696V01013
Name of Company	Nandani Creation Limited
Type of Meeting	2 nd Extra-Ordinary General Meeting
Date of the meeting	31 st January, 2020
Start Time of Meeting	04:00 P.M.
End Time of Meeting	05:30 P.M.



Scrutinizer's Details	
Name of Scrutinizer	Mrs. Manisha Godara
Name of Firm	Manisha Godara & Associates
Qualification	CS
Membership No.	36531
Date of Board Meeting in which appointed	01 st January, 2020
Date of Issuance of report to the Company	01 st February, 2020



Voting Results	
Record Date	24 th January, 2020
Total No of Shareholders	113
Total No. of shareholders present in person or through Proxy	8
(a) Promoter and Promoter Group	4
(b) Public	4
No of Shareholders attended the meeting through video conferencing	
(a) Promoter and Promoter Group	N.A.
(b) Public	N.A.
No. of Resolutions Passed in the meeting	2
Disclosure of votes on Voting Results	4453950

