

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]

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

Ref: Extraordinary General Meeting No. (EOGM NO.01/2019-20) of the Equity Shareholders of **Nandani Creation Limited** ("the Company") held on Friday the 19th day of April, 2019 at 03.00 P.M. at the registered office of the Company situated at G-13, Kartarpura Industrial Area, Near -22, Godam Jaipur, RJ- 302006 (India).

Dear Sir,

I, Mrs. Manisha Godara, Practicing Company Secretary, at B-2/8, Sri Sai Kunj Behind Sector D-2, Vasant Kunj, New Delhi-110070 appointed as Scrutinizer, 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 by the Board of Directors of Nandani Creation Limited ("The Company") for the purpose of Scrutinizing remote e-voting and voting conducted at the EOGM process in fair and transparent manner and ascertaining the requisite majority for passing of resolutions as aforesaid in the notice dated 19th March, 2019 purposed to be passed by the equity shareholders of the company, hereby submit my report as under.

The Cut-off Date for Dispatch of the Notice of Extra Ordinary General Meeting was Friday, 12th day of April, 2019 and the dispatch of the notices to the members was completed on Monday, 25th Day of March, 2019. to the registered shareholders of the company along with the statement setting out material facts under Section 102 of the Companies Act, 2013 through the courier as well as through emails out of which few emails were bounced and accordingly physical copy of notice was couriered to them.

As prescribed in the rules, the company has published advertisements containing the specified information immediately on completion of dispatch of EOGM Notice in the



"Financial Express" English newspaper in English Language on 26th March, 2019 and in "Nafa Nuksaan" Vernacular Newspaper in Vernacular Language on 26th March, 2019 respectively.

Voting rights of members have been reckoned in proportion to their shares of the paid up equity Share capital of the company as on 12th April, 2019.

The company has provided the facility for voting through electronic means (remote e-voting) offered by Central Depository Services (India) Limited (www.evotingindia.com) for conducting the e-voting by the shareholders of the company. Bigshare Services Private Limited is the Registrar and Share Transfer Agents (RTA) of the Company. The Shareholders of the company holding shares as on the "Cut-off" date i.e. 12th Day of April, 2019 were entitled to vote on the proposed resolutions as set out as Item No. 1 to 3 in the notice of the company.

The voting period of the remote E-Voting commenced on Monday, 15th April, 2019 at 10:00 A.M. and ended on Thursday, 18th April, 2019 at 05:00 P.M. and the remote e-voting Platform was blocked thereafter.

Since, there were no votes cast at the venue of the EOGM through ballot paper. The voting platform was then blocked by me in presence of two witnesses Ms. Rashika Khandal and Ms. Tanu Pareek who are not in employment of the company.

The result of the Scrutiny of the above e-voting including means in respect of passing of the resolutions contained in the Notice, is as under:-

1) Ordinary Resolution-Item No.1-Increase in Authorised Share Capital of the company:-

(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	-	-	-
Electronic-(E-Voting)	6	1786580	100
Total	6	1786580	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
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 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 Ordinary Resolution under Section 129 of the Companies Act, 2013 as set out in the notice of EOGM dated 18th March, 2019 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 Alter the Memorandum of Association of the company:-

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	-	-	-
Electronic-(E-Voting)	6	1786580	100
Total	6	1786580	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
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 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 129 of the Companies Act, 2013 as set out in the notice of EOGM dated 18th March, 2019 has been passed by the shareholders with the requisite majority. The resolution is deemed to be passed as on the date of EOGM.

3) **Special Resolution-Item No.3 Issue of Bonus Shares:-**

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	-	-	-
Electronic-(E-Voting)	6	1786580	100
Total	6	1786580	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
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 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 129 of the Companies Act, 2013 as set out in the notice of EOGM dated 18th March, 2019 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 18th March, 2019 as per the results above stand passed under remote e-voting and voting conducted at EOGM with the requisite majority and deemed to be passed as on the date of the EOGM.

A soft copy, containing a list of the Equity Shareholders who voted "FOR" or "AGAINST" and those whose votes were declared invalid/abstained 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 through remote e-voting. All relevant records of remote E-Voting and ballot will remain in my safe custody till the report is issued and the same shall be handed over thereafter to the chairman for Safe-Keeping.

Thanking You
Yours Faithfully

Date: 20/04/2019

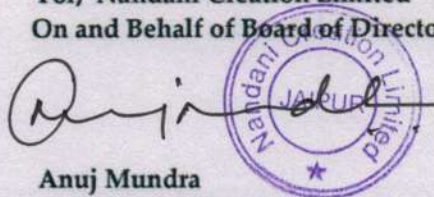
For, Manisha Godara & Associates
Practicing Company Secretary

CS Manisha Godara
(COPNo.13570)



For, Nandani Creation Limited
On and Behalf of Board of Directors

Anuj Mundra
Managing Director
DIN:05202504



General Information about the Company	
Scrip Code	NANDANI
NSE: Symbol	NANDANI
INSIN	INE696V01013
Name of Company	Nandani Creation Limited
Type of Meeting	Extra-Ordinary General Meeting
Date of the meeting	19 th April, 2019
Start Time of Meeting	03:00 P.M.
End Time of Meeting	4:10 P.M.



Scrutinizer Details	
Name of the Scrutinizer	Mrs. Manisha Godara
Name of Firm	Manisha Godara & Associates
Qualification	CS
Membership Number	36531
Date of Board Meeting in which appointed	19 th March, 2019
Date of Issuance of Report to the company	20 th April, 2019



Voting Results	
Record Date	12 th April, 2019
Total No of Shareholders	110
Total No. of shareholders present in person or through Proxy	6
(a) Promoter and Promoter Group	4
(b) Public	2
No of Shareholders attended the meeting through video conferencing	
(a) Promoter and Promoter Group	0
(b) Public	0
No. of Resolutions Passed in the meeting	3
Disclosure of votes on Voting Results	1786580

