N. B. I. INDUSTRIAL FINANCE COMPANY LIMITED

CIN No.: L65923WB1936PLC065596

Regd. Office: 21, Strand Road (Ground Floor), Kolkata – 700 001

Phone: 2230 9601-9603(3 Lines), 2243-7725 Website: www.nbi-india.co.in E-Mail: nbifinance@ymail.com

22nd August, 2025

To,
The Manager,
Listing Compliance Department,
National Stock Exchange of India Ltd.,
Exchange Plaza,
Bandra Kurla Complex, Bandra (East)
Mumbai – 400 051

Dear Sir/Madam,

Re.: Voting Results of 90th Annual General Meeting (AGM) of the Company

NSE Symbol: NBIFIN

Dear Sir/Madam,

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, voting results of the Business transacted at the AGM of the Company held on 22nd August, 2025 is enclosed at **Annex-1**. Report of the Scrutinizer in terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 is also enclosed at **Annex-2**. All the resolutions as set out in the Notice of the 90th AGM have been approved by the shareholders with requisite majority.

Kindly take the same on record.

Thanking you,

Yours Faithfully,

For N. B. I. Industrial Finance Co. Ltd.

(Ashish Kedia) Company Secretary

Encl.: As stated

Annex - 1

| Date of the AGM | 22nd August, 2025 |
|---|---|
| Total Number of Shareholders on Record Date | 2844 shareholders |
| Total Number of Shareholders on Record Date | as on 15th August, 2025 (Cut - of date) |
| No. of Shareholders Present in the Meeting | |
| Either in Person or Through Proxy : | |
| Promoter & Promoter Group | 15 |
| Public | 67 |
| Total | 82 |
| No. of Shareholders Attended the Meeting | |
| Through Video Conferencing : | |
| | |
| Promoter & Promoter Group | NIL |
| Public | NIL |
| Total | |

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2025, together with the Reports of the Board of Directors and the Auditors thereon.

| Whether Promote | er / Promoter Group Are Interested | l In The | | NO | | | | | |
|-------------------|------------------------------------|-------------|-------------|-------------------|------------|-------------|----------------|---------------|--|
| Agenda / Resoluti | on? | | | | | | | | |
| | | | | % of votes | | | % of votes in | % of votes | |
| | | No.of | No.of votes | polled on | No.of | No.of votes | favour on | against on | |
| Category | Mode of Voting | shares held | polled (2) | outstanding | votes in | against (5) | votes polled | votes polled | |
| | | (1) | polied (2) | shares | favour (4) | against (3) | (6)=[(4)/(2)]* | (7)=[(5)/(2)] | |
| | | | | (3)=[(2)/(1)]*100 | | | 100 | *100 | |
| Promoter & | Remote Evoting | 2191705 | 2191705 | 100.0000 | 2191705 | 0 | 100.0000 | 0.0000 | |
| Promoter | Evoting at AGM | | 0 | | 0 | 0 | | | |
| Group | Postal Ballot (if applicable) | | N.A. | | N.A. | N.A. | N.A. | N.A. | |
| | Total | | 2191705 | 100.0000 | 2191705 | 0 | 100.0000 | 0.0000 | |
| Public- | Remote Evoting | 67596 | 0 | 0.0000 | 0 | 0 | | | |
| Institutional | Evoting at AGM | | 0 | 0.0000 | 0 | 0 | | | |
| holders | Postal Ballot (if applicable) | | N.A. | | N.A. | N.A. | N.A. | N.A. | |
| | Total | | 0 | 0.0000 | 0 | 0 | | | |
| Public-Non | Remote Evoting | 695549 | 265369 | 38.1525 | 265055 | 314 | 99.8817 | 0.1183 | |
| Institution | Evoting at AGM | | 18 | 0.0026 | 18 | 0 | 100.0000 | 0.0000 | |
| holders | Postal Ballot (if applicable) | | N.A. | | N.A. | N.A. | N.A. | N.A. | |
| | Total | | 265387 | 38.1550 | 265073 | 314 | 99.8817 | 0.1183 | |
| | Total | 2954850 | 2457092 | 83.1545 | 2456778 | 314 | 99.9872 | 0.0128 | |

To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2025, together with the Report of the Auditors thereon

| | , | | | | | | | |
|------------------|------------------------------------|-------------|-------------|-------------------|------------|-------------|----------------|---------------|
| Whether Promot | er / Promoter Group Are Interested | d In The | | NO | | | | |
| Agenda / Resolut | ion ? | | | | | | | |
| | | | | % of votes | | | % of votes in | % of votes |
| | | No.of | No.of votes | polled on | No.of | No.of votes | favour on | against on |
| Category | Mode of Voting | shares held | polled (2) | outstanding | votes in | against (5) | votes polled | votes polled |
| | | (1) | polica (2) | shares | favour (4) | againse (5) | (6)=[(4)/(2)]* | (7)=[(5)/(2)] |
| | | | | (3)=[(2)/(1)]*100 | | | 100 | *100 |
| Promoter & | Remote Evoting | 2191705 | 2191705 | 100.0000 | 2191705 | 0 | 100.0000 | 0.0000 |
| Promoter | Evoting at AGM | | 0 | | 0 | 0 | | |
| Group | Postal Ballot (if applicable) | | N.A. | | N.A. | N.A. | N.A. | N.A. |
| | Total | | 2191705 | 100.0000 | 2191705 | 0 | 100.0000 | 0.0000 |
| Public- | Remote Evoting | 67596 | 0 | 0.0000 | 0 | 0 | | |
| Institutional | Evoting at AGM | | 0 | 0.0000 | 0 | 0 | | |
| holders | Postal Ballot (if applicable) | | N.A. | | N.A. | N.A. | N.A. | N.A. |
| | Total | | 0 | 0.0000 | 0 | 0 | | |
| Public-Non | Remote Evoting | 695549 | 265369 | 38.1525 | 265055 | 314 | 99.8817 | 0.1183 |
| Institution | Evoting at AGM | | 18 | 0.0026 | 18 | 0 | 100.0000 | 0.0000 |
| holders | Postal Ballot (if applicable) | | N.A. | | N.A. | N.A. | N.A. | N.A. |
| | Total | | 265387 | 38.1550 | 265073 | 314 | 99.8817 | 0.1183 |
| | Total | 2954850 | 2457092 | 83.1545 | 2456778 | 314 | 99.9872 | 0.0128 |
| | | | | | | | | |

| 3 | To declare Dividend on Equity S | | , | aca 5150 march, 2020 | | | | |
|---|---|--|--|--|--|---|---|--|
| | ter / Promoter Group Are Intereste | ed In The | | NO | | | | |
| Agenda / Resolut | tion ? | | | | | | ı | |
| | | | | % of votes | | | % of votes in | % of votes |
| | | No.of | No.of votes | polled on | No.of | No.of votes | favour on | against on |
| Category | Mode of Voting | shares held | polled (2) | outstanding | votes in | against (5) | votes polled | votes polled |
| | | (1) | pocu (2) | shares | favour (4) | agamot (5) | (6)=[(4)/(2)]* | (7)=[(5)/(2) |
| | | | | (3)=[(2)/(1)]*100 | | | 100 | *100 |
| Promoter & | Remote Evoting | 2191705 | 2191705 | 100.0000 | 2191705 | 0 | 100.0000 | 0.000 |
| Promoter | Evoting at AGM | | 0 | | 0 | 0 | | |
| Group | Postal Ballot (if applicable) | | N.A. | | N.A. | N.A. | N.A. | N.A. |
| | Total | | 2191705 | 100.0000 | 2191705 | 0 | 100.0000 | 0.000 |
| Public- | Remote Evoting | 67596 | 0 | 0.0000 | 0 | 0 | | |
| Institutional | Evoting at AGM | 1 | 0 | 0.0000 | 0 | 0 | | |
| holders | Postal Ballot (if applicable) | | N.A. | 0.0000 | N.A. | N.A. | N.A. | N.A. |
| Holders | Total | - | 0 | 0.0000 | 0 | 0 | 14.7 (. | 14.7 (. |
| Public-Non | _ | 695549 | 265369 | | 265055 | 314 | 99.8817 | 0.110 |
| | Remote Evoting | 095549 | | 38.1525 | | | | 0.118 |
| Institution | Evoting at AGM | | 18 | 0.0026 | 18 | 0 | 100.0000 | 0.000 |
| holders | Postal Ballot (if applicable) | | N.A. | | N.A. | N.A. | N.A. | N.A. |
| | Total | | 265387 | 38.1550 | 265073 | 314 | 99.8817 | 0.118 |
| | Total | 2954850 | 2457092 | 83.1545 | 2456778 | 314 | 99.9872 | 0.012 |
| | | | | | | | | |
| Whether Promot Agenda / Resolut | eligible, offers himself for re-ap ter / Promoter Group Are Intereste tion ? | | | NO | | | | |
| | | | | % of votes | | | % of votes in | % of votes |
| | | No.of | | polled on | No.of | | favour on | against on |
| Category | Mode of Voting | shares held | No.of votes | outstanding | votes in | No.of votes | votes polled | votes polled |
| category | Wode of voting | (1) | polled (2) | shares | favour (4) | against (5) | (6)=[(4)/(2)]* | (7)=[(5)/(2) |
| | | (1) | | | lavoui (4) | | | |
| D | Parata Sustina | 2404705 | 2404705 | (3)=[(2)/(1)]*100 | 2404705 | | 100 | *100 |
| Promoter & | Remote Evoting | 2191705 | 2191705 | 100.0000 | 2191705 | 0 | | 0.000 |
| Promoter | Evoting at AGM | | 0 | | 0 | 0 | | |
| Group | Postal Ballot (if applicable) | | N.A. | | N.A. | N.A. | N.A. | N.A. |
| | Total | | 2191705 | 100.0000 | 2191705 | 0 | 100.0000 | 0.000 |
| Public- | Remote Evoting | 67596 | 0 | 0.0000 | 0 | 0 | | |
| Institutional | Evoting at AGM | | 0 | 0.0000 | 0 | 0 | | |
| holders | Postal Ballot (if applicable) | | N.A. | | N.A. | N.A. | N.A. | N.A. |
| | Total | | 0 | 0.0000 | 0 | 0 | | |
| Public-Non | Remote Evoting | 695549 | 265369 | 38.1525 | 264930 | 439 | 99.8346 | 0.165 |
| Institution | Evoting at AGM | | 18 | 0.0026 | 18 | 0 | 100.0000 | 0.000 |
| holders | Postal Ballot (if applicable) | | N.A. | | N.A. | N.A. | N.A. | N.A. |
| | Total | | 265387 | 38.1550 | 264948 | 439 | 99.8346 | 0.165 |
| | Total | 2954850 | 2457092 | 83.1545 | 2456653 | 439 | 99.9821 | 0.017 |
| | | | | | | | | |
| | | | | | | | | |
| 5 Whether Promot | To appoint a Director in place or being eligible, offers himself for ter / Promoter Group Are Intereste | re-appointmen | | DIN: 00630475), who | retires by ro | otation at this | Annual General | Meeting and |
| Whether Promot | being eligible, offers himself for ter / Promoter Group Are Intereste | re-appointmen | | NO | retires by ro | otation at this a | | |
| | being eligible, offers himself for ter / Promoter Group Are Intereste | re-appointmen | t | NO % of votes | | | % of votes in | % of votes |
| Whether Promot Agenda / Resolut | being eligible, offers himself for ter / Promoter Group Are Intereste tion ? | re-appointmened In The No.of | | % of votes polled on | No.of | No.of votes | % of votes in favour on | % of votes against on |
| Whether Promot | being eligible, offers himself for ter / Promoter Group Are Intereste | re-appointmen ed In The No.of shares held | t | % of votes polled on outstanding | No.of votes in | | % of votes in favour on votes polled | % of votes against on votes polled |
| Whether Promot Agenda / Resolut | being eligible, offers himself for ter / Promoter Group Are Intereste tion ? | re-appointmened In The No.of | No.of votes | % of votes polled on outstanding shares | No.of | No.of votes | % of votes in favour on votes polled (6)=[(4)/(2)]* | % of votes against on votes polled (7)=[(5)/(2)] |
| Whether Promot Agenda / Resolut Category | being eligible, offers himself for ter / Promoter Group Are Intereste tion ? Mode of Voting | No.of shares held | No.of votes polled (2) | % of votes polled on outstanding shares (3)=[(2)/(1)]*100 | No.of votes in favour (4) | No.of votes against (5) | % of votes in favour on votes polled (6)=[(4)/(2)]* | % of votes against on votes polled (7)=[(5)/(2)] *100 |
| Whether Promot Agenda / Resolut Category Promoter & | being eligible, offers himself for ter / Promoter Group Are Intereste tion ? Mode of Voting Remote Evoting | re-appointmen ed In The No.of shares held | No.of votes | % of votes polled on outstanding shares | No.of votes in favour (4) | No.of votes against (5) | % of votes in favour on votes polled (6)=[(4)/(2)]* 100 100.0000 | % of votes against on votes polled (7)=[(5)/(2)] |
| Whether Promot Agenda / Resolut Category Promoter & Promoter | being eligible, offers himself for ter / Promoter Group Are Intereste tion ? Mode of Voting Remote Evoting Evoting at AGM | No.of shares held | No.of votes polled (2) 2191705 | % of votes polled on outstanding shares (3)=[(2)/(1)]*100 | No.of votes in favour (4) 2191705 | No.of votes against (5) | % of votes in favour on votes polled (6)=[(4)/(2)]* 100 100.0000 | % of votes against on votes polled (7)=[(5)/(2)] *100 0.000 |
| Whether Promot Agenda / Resolut Category Promoter & Promoter | being eligible, offers himself for ter / Promoter Group Are Intereste tion ? Mode of Voting Remote Evoting | No.of shares held | No.of votes polled (2) | % of votes polled on outstanding shares (3)=[(2)/(1)]*100 | No.of votes in favour (4) | No.of votes against (5) | % of votes in favour on votes polled (6)=[(4)/(2)]* 100 100.0000 | % of votes against on votes polled (7)=[(5)/(2)] *100 |
| Whether Promot Agenda / Resolut Category Promoter & Promoter | being eligible, offers himself for ter / Promoter Group Are Intereste tion ? Mode of Voting Remote Evoting Evoting at AGM | No.of shares held | No.of votes polled (2) 2191705 | % of votes polled on outstanding shares (3)=[(2)/(1)]*100 | No.of votes in favour (4) 2191705 | No.of votes against (5) | % of votes in favour on votes polled (6)=[(4)/(2)]* 100.0000 | % of votes against on votes polled (7)=[(5)/(2)] *100 0.000 |
| Whether Promot Agenda / Resolut Category | being eligible, offers himself for ter / Promoter Group Are Intereste tion ? Mode of Voting Remote Evoting Evoting at AGM Postal Ballot (if applicable) | No.of shares held | No.of votes polled (2) 2191705 0 N.A. | % of votes polled on outstanding shares (3)=[(2)/(1)]*100 100.0000 | No.of votes in favour (4) 2191705 0 N.A. | No.of votes against (5) 0 0 N.A. | % of votes in favour on votes polled (6)=[(4)/(2)]* 100.0000 | % of votes against on votes polled (7)=[(5)/(2)] *100 0.000 |
| Whether Promot Agenda / Resolut Category Promoter & Promoter Group | being eligible, offers himself for ter / Promoter Group Are Intereste tion ? Mode of Voting Remote Evoting Evoting at AGM Postal Ballot (if applicable) Total Remote Evoting | No.of shares held (1) | No.of votes polled (2) 2191705 0 N.A. 2191705 | % of votes polled on outstanding shares (3)=[(2)/(1)]*100 100.0000 | No.of votes in favour (4) 2191705 0 N.A. 2191705 | No.of votes against (5) 0 0 N.A. | % of votes in favour on votes polled (6)=[(4)/(2)]* 100.0000 | % of votes against on votes pollec (7)=[(5)/(2)] *100 0.000 |
| Whether Promot Agenda / Resolut Category Promoter & Promoter Group Public- Institutional | being eligible, offers himself for ter / Promoter Group Are Intereste tion ? Mode of Voting Remote Evoting Evoting at AGM Postal Ballot (if applicable) Total Remote Evoting Evoting at AGM | No.of shares held (1) | No.of votes polled (2) 2191705 0 N.A. 2191705 0 | % of votes polled on outstanding shares (3)=[(2)/(1)]*100 100.0000 100.0000 0.0000 | No.of votes in favour (4) 2191705 0 N.A. 2191705 0 | No.of votes against (5) 0 0 N.A. 0 0 | % of votes in favour on votes polled (6)=[(4)/(2)]* 100 100.0000 N.A. 100.0000 | % of votes against on votes pollec (7)=[(5)/(2); *100 0.000 N.A. |
| Whether Promot Agenda / Resolut Category Promoter & Promoter Group Public- Institutional | being eligible, offers himself for ter / Promoter Group Are Intereste tion ? Mode of Voting Remote Evoting Evoting at AGM Postal Ballot (if applicable) Total Remote Evoting Evoting at AGM Postal Ballot (if applicable) | No.of shares held (1) | No.of votes polled (2) 2191705 0 N.A. 2191705 0 N.A. | % of votes polled on outstanding shares (3)=[(2)/(1)]*100 100.0000 0.0000 0.0000 | No.of votes in favour (4) 2191705 0 N.A. 2191705 0 0 N.A. | No.of votes against (5) 0 0 N.A. 0 0 N.A. | % of votes in favour on votes polled (6)=[(4)/(2)]* 100.0000 | % of votes against on votes pollec (7)=[(5)/(2)] *100 0.000 |
| Whether Promot Agenda / Resolut Category Promoter & Promoter Group Public- Institutional holders | being eligible, offers himself for ter / Promoter Group Are Intereste tion ? Mode of Voting Remote Evoting Evoting at AGM Postal Ballot (if applicable) Total Remote Evoting Evoting at AGM Postal Ballot (if applicable) Total | No. of shares held (1) 2191705 | No.of votes polled (2) 2191705 0 N.A. 2191705 0 0 N.A. | % of votes polled on outstanding shares (3)=[(2)/(1)]*100 100.0000 100.0000 0.0000 0.00000 | No.of votes in favour (4) 2191705 0 N.A. 2191705 0 0 N.A. | No.of votes against (5) 0 0 N.A. 0 0 N.A. | % of votes in favour on votes polled (6)=[(4)/(2)]* 100 100.0000 N.A. 100.0000 | % of votes against on votes pollec (7)=((5)/(2)] *100 0.000 N.A. 0.000 |
| Whether Promot Agenda / Resolut Category Promoter & Promoter Group Public- Institutional holders Public-Non | being eligible, offers himself for ter / Promoter Group Are Intereste tion ? Mode of Voting Remote Evoting Evoting at AGM Postal Ballot (if applicable) Total Remote Evoting Evoting at AGM Postal Ballot (if applicable) Total Remote Evoting Evoting at AGM Postal Ballot (if applicable) Total Remote Evoting | No.of shares held (1) | No.of votes polled (2) 2191705 0 N.A. 2191705 0 O N.A. 0 265369 | % of votes polled on outstanding shares (3)=[(2)/(1)]*100 100.0000 100.0000 0.0000 0.0000 0.0000 38.1525 | No.of votes in favour (4) 2191705 0 N.A. 2191705 0 N.A. 0 264930 | No.of votes against (5) 0 0 0 N.A. 0 0 N.A. 0 439 | % of votes in favour on votes polled (6)=[(4)/(2)]* 100 100.0000 N.A. 100.0000 | % of votes against on votes pollec (7)=((5)/(2)] *100 0.000 N.A. 0.000 N.A. 0.165 |
| Whether Promot Agenda / Resolut Category Promoter & Promoter Group Public- Institutional holders Public-Non Institution | being eligible, offers himself for ter / Promoter Group Are Interested tion? Mode of Voting Remote Evoting Evoting at AGM Postal Ballot (if applicable) Total Remote Evoting Evoting at AGM Postal Ballot (if applicable) Total Remote Evoting Evoting at AGM Postal Ballot (if applicable) Total Remote Evoting Evoting at AGM | No. of shares held (1) 2191705 | No.of votes polled (2) 2191705 0 N.A. 2191705 0 N.A. 0 265369 | % of votes polled on outstanding shares (3)=[(2)/(1)]*100 100.0000 100.0000 0.0000 0.00000 | No.of votes in favour (4) 2191705 0 N.A. 2191705 0 N.A. 0 264930 | No.of votes against (5) 0 0 0 N.A. 0 0 N.A. 0 439 | % of votes in favour on votes polled (6)=[(4)/(2)]* 100 100.0000 N.A. 100.0000 N.A. 99.8346 100.0000 | % of votes against on votes pollec (7)=[(5)/(2)] *100 0.000 N.A. 0.000 N.A. 0.165 0.000 |
| Whether Promot Agenda / Resolut Category Promoter & Promoter Group Public- Institutional holders Public-Non Institution | being eligible, offers himself for ter / Promoter Group Are Intereste tion ? Mode of Voting Remote Evoting Evoting at AGM Postal Ballot (if applicable) Total Remote Evoting Evoting at AGM Postal Ballot (if applicable) Total Remote Evoting Evoting at AGM Postal Ballot (if applicable) Total Remote Beliot (if applicable) Total Remote Evoting Evoting at AGM Postal Ballot (if applicable) | No. of shares held (1) 2191705 | No.of votes polled (2) 2191705 0 N.A. 2191705 0 N.A. 0 265369 18 | % of votes polled on outstanding shares (3)=[(2)/(1)]*100 100.0000 0.0000 0.0000 0.0000 38.1525 0.0026 | No.of votes in favour (4) 2191705 0 N.A. 2191705 0 N.A. 0 264930 18 | No.of votes against (5) 0 0 0 N.A. 0 0 N.A. 0 439 0 N.A. | % of votes in favour on votes polled (6)=[(4)/(2)]* 100 100.0000 N.A. 100.0000 N.A. 99.8346 100.0000 N.A. | % of votes against on votes pollec (7)=[(5)/(2)] *100 0.000 N.A. 0.000 N.A. 0.165 0.000 N.A. |
| Whether Promot Agenda / Resolut Category Promoter & Promoter Group | being eligible, offers himself for ter / Promoter Group Are Interested tion? Mode of Voting Remote Evoting Evoting at AGM Postal Ballot (if applicable) Total Remote Evoting Evoting at AGM Postal Ballot (if applicable) Total Remote Evoting Evoting at AGM Postal Ballot (if applicable) Total Remote Evoting Evoting at AGM | No. of shares held (1) 2191705 | No.of votes polled (2) 2191705 0 N.A. 2191705 0 N.A. 0 265369 | % of votes polled on outstanding shares (3)=[(2)/(1)]*100 100.0000 100.0000 0.0000 0.0000 0.0000 38.1525 | No.of votes in favour (4) 2191705 0 N.A. 2191705 0 N.A. 0 264930 | No.of votes against (5) 0 0 0 N.A. 0 0 N.A. 0 439 | % of votes in favour on votes polled (6)=[(4)/(2)]* 100 100.0000 N.A. 100.0000 N.A. 99.8346 100.0000 | % of votes against on votes pollec (7)=[(5)/(2)] *100 0.000 N.A. 0.000 N.A. 0.165 0.000 |

| 6 | To fix remuneration of Statutor financial year ending 31st Marc | | R Kothari and (| Co LLP, Chartered Acc | countants, (F | irm Registratio | on No. 307069E) | , for the | | |
|-----------------|---|-----------------------------|---------------------------|---|---------------------------------|-------------------------|---|---|--|--|
| Whether Promo | ter / Promoter Group Are Interest | ed In The | NO | | | | | | | |
| Agenda / Resolu | tion ? | | | | | | | | | |
| Category | Mode of Voting | No.of shares held (1) | No.of votes polled (2) | % of votes polled on outstanding shares (3)=[(2)/(1)]*100 | No.of votes in favour (4) | No.of votes against (5) | % of votes in favour on votes polled (6)=[(4)/(2)]* | % of vo against votes po (7)=[(5)] *100 | | |
| Promoter & | Remote Evoting | 2191705 | 2191705 | 100.0000 | 2191705 | 0 | 100.0000 | 0. | | |
| Promoter | Evoting at AGM | | 0 | | 0 | 0 | | | | |
| Group | Postal Ballot (if applicable) | | N.A. | | N.A. | N.A. | N.A. | N.A. | | |
| | Total | | 2191705 | 100.0000 | 2191705 | 0 | 100.0000 | 0. | | |
| Public- | Remote Evoting | 67596 | 0 | 0.0000 | 0 | 0 | | | | |
| Institutional | Evoting at AGM | | 0 | 0.0000 | 0 | 0 | | | | |
| holders | Postal Ballot (if applicable) | | N.A. | | N.A. | N.A. | N.A. | N.A. | | |
| | Total | | 0 | 0.0000 | 0 | 0 | | | | |
| Public-Non | Remote Evoting | 695549 | 265369 | 38.1525 | 264930 | 439 | 99.8346 | 0. | | |
| Institution | Evoting at AGM | | 18 | 0.0026 | 18 | 0 | 100.0000 | 0. | | |
| holders | Postal Ballot (if applicable) | | N.A. | | N.A. | N.A. | N.A. | N.A. | | |
| | Total | | 265387 | 38.1550 | 264948 | 439 | 99.8346 | 0 | | |
| | Total | 2954850 | 2457092 | 83.1545 | 2456653 | 439 | 99.9821 | 0. | | |

| 7 | To approve re-appointment of N | Лs. Priyanka Mo | ohta (DIN: 0885 | 3818) as a Non-Exec | utive Indepe | ndent Director | r of the Compan | у |
|------------------|-----------------------------------|-----------------|-----------------|---------------------|--------------|----------------|-----------------|---------------|
| Whether Promot | er / Promoter Group Are Intereste | d In The | | NO | | | | |
| Agenda / Resolut | tion ? | | | | | | | |
| | | | | % of votes | | | % of votes in | % of votes |
| | | No.of | No.of votes | polled on | No.of | No.of votes | favour on | against on |
| Category | Mode of Voting | shares held | | outstanding | votes in | | votes polled | votes polled |
| | | (1) | polled (2) | shares | favour (4) | against (5) | (6)=[(4)/(2)]* | (7)=[(5)/(2)] |
| | | | | (3)=[(2)/(1)]*100 | | | 100 | *100 |
| Promoter & | Remote Evoting | 2191705 | 2191705 | 100.0000 | 2191705 | 0 | 100.0000 | 0.0000 |
| Promoter | Evoting at AGM | | 0 | | 0 | 0 | | |
| Group | Postal Ballot (if applicable) | | N.A. | | N.A. | N.A. | N.A. | N.A. |
| | Total | | 2191705 | 100.0000 | 2191705 | 0 | 100.0000 | 0.0000 |
| Public- | Remote Evoting | 67596 | 0 | 0.0000 | 0 | 0 | | |
| Institutional | Evoting at AGM | | 0 | 0.0000 | 0 | 0 | | |
| holders | Postal Ballot (if applicable) | | N.A. | | N.A. | N.A. | N.A. | N.A. |
| | Total | | 0 | 0.0000 | 0 | 0 | | |
| Public-Non | Remote Evoting | 695549 | 265369 | 38.1525 | 264928 | 441 | 99.8338 | 0.1662 |
| Institution | Evoting at AGM | | 18 | 0.0026 | 18 | 0 | 100.0000 | 0.0000 |
| holders | Postal Ballot (if applicable) | | N.A. | | N.A. | N.A. | N.A. | N.A. |
| | Total | | 265387 | 38.1550 | 264946 | 441 | 99.8338 | 0.1662 |
| | Total | 2954850 | 2457092 | 83.1545 | 2456651 | 441 | 99.9821 | 0.0179 |
| | | | | | | | | |

| 8 | Appointment of M/s. Baid and B | engani Associa | tes LLP, Compa | ny Secretaries as the | Secretarial A | Auditor of the | Company. | |
|------------------|-----------------------------------|-----------------------------|---------------------------|---|---------------------------------|-------------------------|---|---|
| Whether Promot | er / Promoter Group Are Intereste | d In The | | NO | | | | |
| Agenda / Resolut | ion ? | | | | | | | |
| Category | Mode of Voting | No.of shares held (1) | No.of votes polled (2) | % of votes polled on outstanding shares (3)=[(2)/(1)]*100 | No.of votes in favour (4) | No.of votes against (5) | % of votes in favour on votes polled (6)=[(4)/(2)]* | % of votes against on votes polled (7)=[(5)/(2)] *100 |
| Promoter & | Remote Evoting | 2191705 | 2191705 | 100.0000 | 2191705 | 0 | 100.0000 | 0.0000 |
| Promoter | Evoting at AGM | | 0 | | 0 | 0 | | |
| Group | Postal Ballot (if applicable) | | N.A. | | N.A. | N.A. | N.A. | N.A. |
| | Total | | 2191705 | 100.0000 | 2191705 | 0 | 100.0000 | 0.0000 |
| Public- | Remote Evoting | 67596 | 0 | 0.0000 | 0 | 0 | | |
| Institutional | Evoting at AGM | | 0 | 0.0000 | 0 | 0 | | |
| holders | Postal Ballot (if applicable) | | N.A. | | N.A. | N.A. | N.A. | N.A. |
| | Total | | 0 | 0.0000 | 0 | 0 | | |
| Public-Non | Remote Evoting | 695549 | 265369 | 38.1525 | 264930 | 439 | 99.8346 | 0.1654 |
| Institution | Evoting at AGM | | 18 | 0.0026 | 18 | 0 | 100.0000 | 0.0000 |
| holders | Postal Ballot (if applicable) | | N.A. | | N.A. | N.A. | N.A. | N.A. |
| | Total | | 265387 | 38.1550 | 264948 | 439 | 99.8346 | 0.1654 |
| | Total 2954850 | | | 83.1545 | 2456653 | 439 | 99.9821 | 0.0179 |



Scrutinizer's Report

(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies, (Management and Administration) Rules, 2014

To
The Chairman
N.B.I. Industrial Finance Company Limited
21, Strand Road, Kolkata - 700001

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provision of section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rule, 2014 as amended by the Companies (Management and Administration) Amended Rules, 2015 and Regulation 44 of the SEBI (LODR) Regulation, 2015 and voting through ballot/poll at the 90th Annual General Meeting of N.B.I. Industrial Finance Company Limited held on Friday, 22nd August 2025 at 10:30 a.m. at 21 Strand Road, Kolkata 700001

Dear Sir,

I Rohit Kumarr Mundhra, Chartered Accountant in whole time practice, have been appointed by the Board of Directors of M/s. N.B.I. Industrial Finance Company Limited as a Scrutinizer for the Purpose of Scrutinizing the e-voting process and ballot process, and ascertaining the requisite majority on e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20(3)(xi) of the Companies, (Management and Administration) Rules, 2014 on the resolutions contained in the notice (hereinafter referred to as "the resolutions") of the 90th Annual General Meeting (AGM) of the members of the Company held on Friday 22nd August, 2025 at 10:30 A.M at 21, Stand Road, Kolkata – 700001.

- The notice dated 22nd May 2025 convening the 90th Annual General Meeting (AGM) of the Company along with statement setting out material facts under section 102 of the Companies Act, 2013 was sent to the shareholders in respect of the below mentioned resolutions to be passed at the said AGM of the Company held on 22nd August 2025.
- 2. The management of the company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the resolutions contained in the notice to the 90th AGM of the members of the Company. My responsibility as a Scrutinizer for the e-voting process is restricted to making a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated above and "invalid" votes, based on the reports generated from the e-voting

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system provided by Central Depository Services Limited, the authorized agency to provide e-voting facilities, engaged by the Company and the physical ballots received by the Company.

- 3. Further to the above, I submit my report as under-
 - The e-voting period remained open from 19th August 2025 (10.00 a.m.) to 21st August 2025 (5.00 p.m.)
 - ii. The members of the Company as on the "cut off" date i.e. 15th August, 2025 were entitled to vote on the resolutions as set out in the notice of the 90th Annual General Meeting (AGM) of the Company.
 - The votes were unblocked on 22nd August 2025 at 12:50 p.m. in the presence of 2 witnesses, Mr Mukesh Kumar Jha and Mr. Suraj Kumar Jha, who are not in the employment of the Company.
 - iv. Thereafter, the details containing inter-alia, list of Equity Shareholders, who voted "for", "against" and "invalid" on each of the resolutions that were put to vote, were generated from the e-voting website of CDSL i.e. evoting@cdslindia.com and based on such reports generated, the result of the e-voting is as under.

| Number of folio who cast | Total number of shares held | Total number of valid |
|------------------------------|-----------------------------|----------------------------|
| their votes through e-voting | by them | Votes(as per details |
| and physical ballot: | | provided under each one of |
| | | the resolutions(s) |
| | | mentioned here under: |
| 83 | 2457092 | As mentioned beside each |
| | | of the resolutions |



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ASRM&Co.

CHARTERED ACCOUNTANTS

Resolutions No. 1: Ordinary Resolution

To receive, consider and adopt the Annual Audited Financial Statements of the Company for the year ended 31st March, 2025 together with the Reports of the Board of Directors and the Auditors thereon

| Manner Voting | | | | Votes a Resolution | gainst the | Abstained/Invalid Votes | |
|------------------|----|--------------|------------|-----------------------|------------|----------------------------|--|
| | | No. of Share | Percentage | No. of Share | Percentage | No. of Share | |
| Remote voting | E- | 2456760 | 99.98 | 314 | 0.01 | • | |
| Polling AGM | at | 18 | 0.01 | - | - | | |
| Total | | 2456778 | 99.99 | 314 | 0.01 | | |

Resolutions No. 2: Ordinary Resolution

To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the year ended 31st March, 2025 together with the Reports of the Auditors thereon

| Manner Voting | Of | Votes in Fa resolutions | otes in Favour of the solutions | | | gainst the | Abstained/Invalid Votes | |
|------------------|----|----------------------------|---------------------------------|--------------|-----|------------|----------------------------|--|
| | | No. of Share | Percentage | No. Share | of | Percentage | No. of Share | |
| Remote voting | E- | 2456760 | 99.98 | | 314 | 0.01 | - | |
| Polling AGM | at | 18 | 0.01 | | • | * | | |
| Total | | 2456778 | 99.99 | | 314 | 0.01 | | |



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Resolution No. 3: Ordinary Resolution

To declare Dividend on Equity Shares for the financial year ended 31st March, 2025

| Manner Voting | | | avour of the | | | | Abstained/Invalid Votes | |
|------------------|----|-----------------|--------------|--------------|-----|------------|----------------------------|--|
| | | No. of Share | Percentage | No. Share | of | Percentage | No. of Share | |
| Remote voting | E- | 2456760 | 99.98 | | 314 | 0.01 | ~ | |
| Polling AGM | at | 18 | 0.01 | | | | | |
| Total | | 2456778 | 99.99 | | 314 | 0.01 | * | |

Resolution No. 4: Ordinary Resolution

To appoint a Director in place of Shri Ashok Bhandari (DIN: 00012210), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-

appointment

| Manner Voting | Of | Votes in Fa resolutions | avour of the | Votes a Resolution | gainst the | Abstained/Invalid Votes |
|------------------|----|----------------------------|--------------|-----------------------|------------|----------------------------|
| | | No. of Share | Percentage | No. of Share | Percentage | No. of Share |
| Remote voting | E- | 2456635 | 99.98 | 439 | 0.01 | |
| Polling AGM | at | 18 | 0.01 | - | | - |
| Total | | 2456653 | 99.99 | 439 | 0.01 | |



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Resolution No. 5: Ordinary Resolution

To appoint a Director in place of Shri Jagdish Prasad Mundra (DIN: 00630475), who retires by rotation at this Annual General Meeting and being eligible, offers himself for reappointment.

| Manner Voting | Of | Votes in Fa resolutions | avour of the | Votes against the Resolution | | | Abstained/Invalid Votes |
|------------------|----|----------------------------|--------------|---------------------------------|-----|------------|----------------------------|
| | | No. of Share | Percentage | No. Share | of | Percentage | No. of Share |
| Remote voting | E- | 2456635 | 99.98 | | 439 | 0.01 | - |
| Polling AGM | at | 18 | 0.01 | | 8.5 | | |
| Total | | 2456653 | 99.99 | | 439 | 0.01 | 34 |

Resolution No. 6: Ordinary Resolution

Fix remuneration of Statutory Auditors M/s. R Kothari & Co LLP, Chartered Accountants, (Firm Registration No. 307069E), for the financial year ending 31st March, 2026

| Manner Of Voting | | Votes in Favour of the resolutions | | Votes a Resolution | gainst the | Abstained/Invalid Votes |
|---------------------|----|------------------------------------|------------|-----------------------|------------|----------------------------|
| , | | No. of Share | Percentage | No. of Share | Percentage | No. of Share |
| Remote voting | E- | 2456635 | 99.98 | 439 | 0.01 | - |
| Polling AGM | at | 18 | 0.01 | = | 9 | |
| Total | | 2456653 | 99,99 | 439 | 0.01 | |



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Resolution No. 7: Specail Resolution

To approve re-appointment of Ms. Priyanka Mohta (DIN: 08853818) as a Non-Executive Independent Director of the Company

| Manner Voting | 0 | | | against the | Abstained/Invalid Votes | |
|------------------|----|-----------------|------------|----------------|----------------------------|--------------|
| | | No. of Share | Percentage | No. o Share | f Percentage | No. of Share |
| Remote voting | E- | 2456633 | 99.98 | 447 | 0.01 | |
| Polling AGM | at | 18 | 0.01 | | | - |
| Total | | 2456651 | 99.99 | 441 | 0.01 | |

Resolution No. 8: Ordinary Resolution

Appointment of M/s. Baid & Bengani Associates LLP, Company Secretaries as the Secretarial Auditor of the Company

| Manner Voting | Of | Votes in Favour of the resolutions | | Votes a Resolution | gainst the | Abstained/Invalid Votes |
|------------------|----|------------------------------------|------------|-----------------------|------------|----------------------------|
| | | No, of Share | Percentage | No. of Share | Percentage | No. of Share |
| Remote voting | E- | 2456635 | 99.98 | 439 | 0.01 | 20. |
| Polling AGM | at | 18 | 0.01 | - | - | - |
| Total | | 7456653 | ภค.ภค | 439 | 0.01 |) |



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All the resolutions stand passed with requisite majority.

I hereby confirm that I am maintaining the Registers received from the Service Provider in respect of the votes cast through e-voting by the Shareholders of the Company. All the relevant records and documents will be handed over after getting confirmation of the signing of the minutes of Annual General Meeting by the Chairman.

Thanking you Yours faithfully

arait sull Rohit Kumarr Mundhra Chartered Accountants Membership No. 067469

Place: Kolkata Date: 22-08-2025

UDIN: 25067469BMIUZB6518

We, the undersigned witnesses that the votes in respect of e-voting of Shareholders of M/s N.B.I. Industrial Finance Company Limited were unblocked from e-voting website of CDSL in our presence at 12:34 P.M on 22nd August 2025

Mukesh It The Mukesh Kumar Jha

18 Rabindra Sarani

Kolkata - 700 001

Curaj Kuma tha. Suraj Kumar Jha

6A/H/7 PLC Lane

Kolkata 700002

Counter Signed By

For, N.B.I. Industrial Finance Co. I

Ashim Keli (Company Secretary)

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