

PIYUSH RAMESH AGRAWAL

Chartered Accountants

"Sai Sadan", Infront of Anand Nagar, JES College Road, Jalna-431203

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CONSOLIDATED SCRUTINIZER'S REPORT

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

To,

The Chairman,

20th Annual General Meeting of the Equity Shareholders

of M/s Nitiraj Engineers Limited held on Saturday, the 31st day of August, 2019 at 11:00 A.M. at Dosti Club Hi-Fly (Club House), Dosti Flamingos, T.J. Road, Sewri (W), Mumbai-400 015. (Near Sewri Bus Depot).

Dear Sir,

I, Piyush Ramesh Agrawal, Chartered Accountants in Practice, having office at Sai Sadan, Infront of Anand Nagar, JES College Road, Jalna-431203 was duly appointed as scrutinizer by the Board of Directors of M/s. Nitiraj Engineers Limited for the purpose of the Scrutinizing the process of voting through remote e-voting and physical ballot voting process in a fair and transparent manner and also for ascertaining the requisite majority as per the provisions of Section 108 and 109 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 and the provisions of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 read with the rules relating to remote e-voting and physical ballot voting on all the resolutions contained in the Notice 20th Annual General Meeting.

My responsibility as a Scrutinizer for the remote e-voting and physical ballot voting process is restricted to make a Scrutinizer's report of the votes casted "in favour", "against" or "invalid"/abstain/by interested parties" for all resolution contained in the Notice of 20th Annual General Meeting.

The Company has also provided voting facility through Physical Ballot (Form No. MGT-12) to i.e. shareholders present at the 20th Annual General Meeting and who had not casted their vote earlier through remote e-voting facility.

The E-Voting period remained open from 9.00 A.M. on Monday, the 28th day of August, 2019 to 5.00 P.M. on Friday, the 30th of August, 2019.

The Shareholders holding shares as on the "cut-off date" i.e. the 23rd day of August, 2019 were entitled to vote on the proposed 6 (Six) Resolutions as mentioned in the Notice of the 20th Annual General Meeting of M/s. Nitiraj Engineers Limited (Item No. 1 to 6 of the Notice of the 20th AGM of M/s Nitiraj Engineers Limited).




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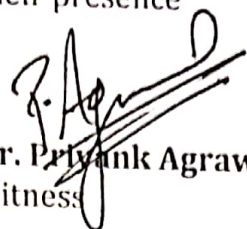
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After the conclusion of the AGM the votes caste through remote e-voting were unblocked on August 31st, 2019 at 12.30 P.M. in the presence of 2 witnesses, namely Mr. Nandkishor Agrawal and Mr. Priyank Agrawal, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence



Mr. Nandkishor Agrawal
Witness



Mr. Priyank Agrawal
Witness

Thereafter the details containing inter-alia, List of Equity Shareholders, who voted "for" and "against" on each of the resolution that were put to vote, were derived from the report generated from the e-voting website of National Securities Depository Limited (NSDL).

Based on the reports generated from NSDL e -voting system in respect of remote e-voting by M/s. Nitiraj Engineers Limited, the Registrar and Transfer Agents of the Company for ballot papers in respect of facility provided to the members and the proxy at the AGM.

The report on voting done at the meeting was generated in my presence and the voting process was diligently scrutinized.

I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the National Securities Depository Limited (NSDL) e-voting system.

I now submit my consolidated report in form no. MGT-13 as under on the result of the remote e-voting and voting at the meeting in respect of the resolution mentioned in the notice of 20th Annual General Meeting issued by the Company.



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2. TO RE-APPOINT ROTATIONAL DIRECTOR MR. RAJESH BHATWAL.

Manner of Voting	Total Votes	Votes in favour of the Resolution		Votes against the resolution		Invalid
		No of Members	No of Votes & %	No. of Members	No of Votes & %	
Remote E-voting	23,99,500	26	2399500 (100 %)	0	0	0
Voting at AGM	6,75,700	15	6,75,700 (100%)	0	0	0
Total	64,83,500	41	64,83,500 (100 %)	0	0	0

3. TO RE-APPOINT OF STATUTORY AUDITORS AND FIX THEIR REMUNERATION AND THIS REGARDS PASS WITH OR WITHOUT MODIFICATION(S), THE FOLLOWING RESOLUTION AS AN ORDINARY RESOLUTION.

Manner of Voting	Total Votes	Votes in favour of the Resolution		Votes against the resolution		Invalid
		No of Members	No of Votes & %	No. of Members	No of Votes & %	
Remote E-voting	23,99,500	26	2399500 (100 %)	0	0	0
Voting at AGM	40,84,000	16	40,84,000 (100%)	0	0	0
Total	64,83,500	42	64,83,500 (100 %)	0	0	0

4. TO INCREASE AUTHORIZED CAPITAL OF THE COMPANY AND AMEND THE CAPITAL CLAUSE IN THE MEMORANDUM OF ASSOCIATION OF THE COMPANY.

Manner of Voting	Total Votes	Votes in favour of the Resolution		Votes against the resolution		Invalid
		No of Members	No of Votes & %	No. of Members	No of Votes & %	
Remote E-voting	23,99,500	15	23,83,900 (99.35%)	11	15600 (.65%)	0
Voting at AGM	40,84,000	16	40,84,000 (100%)	0	0	0
Total	64,83,500	31	64,83,500 (100 %)	11	0	0

Piyush
R. AGRAWAL
M. No. 135041
Chartered Accountant

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FORM NO. MGT.13

Report of Scrutinizer

[Pursuant to rule Section 109 the Companies Act, 2073 and. rule 21(2) of
The Companies (Management and. Administration) Rules, 2014

I, Piyush Ramesh Agrawal, Practicing Chartered Accountants, Jalna appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolutions, at the Annual General meeting of the Equity Shareholders of M/s Nitiraj Engineers Limited Limited, held on 31st August 2019 at 11.00 A. M. at Dosti Club Hi-Fly (Club House), Dosti Flamings, T.J. Road, Sewri (West), Mumbai-400 015. (Near Sewri Bus Depot) submit our report as under :

1. After the time fixed for closing of the poll by the Chairman, an empty ballot box kept for polling was locked in my presence with due identification marks placed by me.
2. The locked ballot boxes were subsequently opened in my presence and poi papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/Registrar and Transfer Agents of the Company and the authorizations/ proxies lodged with the Company.
3. I did not find any poll papers invalid.
4. The result of the Poll is as under :
5. Resolution : Ordinary and Special Resolution

1. TO RECEIVE, CONSIDER AND ADOPT STANDALONE AND CONSOLIDATED FINANCIAL STATEMENTS AND REPORT THERON ON WITH DIRECTOR REPORT FOR THE YEAR ENDED 31ST MARCH 2019.

Manner of Voting	Total Votes	Votes in favour of the Resolution		Votes against the resolution		Invalid
		No of Members	No of Votes & %	No. of Members	No of Votes & %	
Remote E-voting	23,99,500	26	2399500 (100 %)	0	0	0
Voting at AGM	40,84,000	16	40,84,000 (100%)	0	0	0
Total	64,83,500	42	64,83,500 (100 %)	0	0	0

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5. TO ALTER ARTICLES OF ASSOCIATION AND TO ADD CLAUSE OF ALLOTMENT OF BONUS SHARES

Manner of Voting	Total Votes	Votes in favour of the Resolution		Votes against the resolution		Invalid
		No of Members	No of Votes & %	No. of Members	No of Votes & %	
Remote E-voting	23,99,500	15	23,83,900 (99.35%)	11	15600 (.65%)	0
Voting at AGM	40,84,000	16	40,84,000 (100%)	0	0	0
Total	64,83,500	31	64,83,500 (100 %)	11	0	0

6. TO APPROVE ISSUE OF BONUS SHARES BY CAPITALIZATION OF RESERVES / SECURITIES PREMIUM ACCOUNT.

Manner of Voting	Total Votes	Votes in favour of the Resolution		Votes against the resolution		Invalid
		No of Members	No of Votes & %	No. of Members	No of Votes & %	
Remote E-voting	23,99,500	15	23,83,900 (99.35%)	11	15600 (.65%)	0
Voting at AGM	40,84,000	10	40,58,800 (99.38%)	6	25,200 (0.62 %)	0
Total	64,83,500	25	64,83,500 (100 %)	16	0	0

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