

- Electronic Weighing Scales & Systems
- Electronic Currency Counting Machines
- Electronic Fare Meters
- Home Automation

Date: 20th January, 2023

To,
The Manager
Listing Compliance Department,
National Stock Exchange of Limited
Exchange Plaza, BKC, Mumbai.

Dear Sir/ Madam,

Ref: Symbol "NITIRAJ"

Sub: Proceedings of Postal Ballot along with Scrutinizer Report

This is with reference to our communication dated December 13, 2022 with respect to the Postal Ballot Notice dated December 12, 2022 for seeking the consent of the members for following business, by way of special resolution:

1. To approve sale of shares of Hyper Drive Information Technologies Pvt. Ltd, Associate of the Company

In connection with the above, we would like to inform you that Resolution 1 mentioned in the Postal Ballot Notice were passed by the members of the Company by requisite majority. The approval is deemed to have been received on the last date of e-voting i.e. January 19, 2023.

Please find enclosed herewith the proceedings of the Postal Ballot conducted vide Notice of Postal Ballot dated December 12, 2022 and voting results pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with scrutinizer report.

Kindly take the same on record.

Thanking you,

Yours faithfully,

**For and on Behalf of Board of
Nitiraj Engineers Limited**

Deepika Dalmiya
Company Secretary
M. No A58029

PROCEEDINGS OF THE POSTAL BALLOT CONDUCTED FOR THE RESOLUTIONS AS SET OUT IN THE NOTICE OF POSTAL BALLOT DATED DECEMBER 12, 2022

Pursuant to the provisions of Section 108 and Section 110 of the Companies Act, 2013 (the "Act") read with Rule 20 and Rule 22 of the Companies (Management: and Administration) Rules, 2014 ("Rules"), Secretarial Standard-2 on general meeting (the "SS-2"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations") including any statutory modification(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force, guidelines prescribed by the Ministry of Corporate Affairs (the "MCA"), for holding general meetings/conducting postal ballot process through e-voting vide General Circular Nos. 14/2020 dated 8 April 2020, 17/2020 dated 13 April 2020, 22/2020 dated 15 June 2020, 33/2020 dated 28 September 2020 and 39/2020 dated 31 December 2020, 10/2021 dated June 23, 2021 read with other relevant circulars, including General Circular No. 20/2021 dated December 08, 2021 (the "MCA Circulars"), Notice of postal ballot dated January 24, 2022 ("Notice") was sent by electronic mode to the shareholders at their email addresses registered with the Depository Participant / the Company on July 14, 2022 to obtain approval of shareholders through Postal Ballot for:

1. To approve sale of shares of Hyper Drive Information Technologies Pvt. Ltd, Associate of the Company

The Board of Directors had engaged services of National Securities Depository Limited ("NSDL") to provide e-voting facility to all the shareholders as on cut-off date i.e. Friday, 9th December, 2022. The voting period commenced on Wednesday, 21st December, 2022 (9:00 a.m. IST) and ends on Thursday, 19th January, 2023 (5:00 p.m. IST).

The Board of Directors had appointed CA Piyush Agrawal, Chartered Accountant (Membership No. 135041) as the Scrutinizer to scrutinize the Postal Ballot process in a fair and transparent manner. The intimation about completion of dispatch of the Notice and the last date for e-voting was also intimated to the members by way of publication of newspaper advertisement in The Financial Express (English Newspaper) and Aapla Maharashtra (Marathi Newspaper) on 17th December, 2022. After scrutiny of votes cast through e-voting facility as received up to 5.00 p.m. (IST) on Thursday, 19th January, 2023, (being the last date fixed for e-voting), Mr.Piyush Agrawal, Scrutinizer submitted her report on Friday, 20th January, 2023.

Based on the Scrutinizer Report dated 20th January, 2023, the results of the Postal Ballot are as under:

Sr. No	Particulars of Resolution	No. of Total Votes Polled	No. of Votes in favour	% of votes in favour	No. of votes in against	% of Votes against	No. of Invalid/ Abstained votes
1.	To approve sale of shares of Hyper Drive Information Technologies Pvt. Ltd, Associate of the Company.	8511913	8501945	99.88	9968	0.12	0

On the basis of Scrutinizer's report, the result of Postal ballot was declared on 20th January, 2023. The resolution 1 as mentioned in the Notice of Postal Ballot dated 12th December, 2022, were duly passed with requisite majority as on 19th January 2023.

**For and on Behalf of Board of
Nitiraj Engineers Limited**

**DeepikaDalmiya
Company Secretary**

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Name of the Company:	Nitiraj Engineers Limited
Date of Declaration of Postal Ballot Results:	19 th January, 2023
Total number of shareholders on record date:	1541
No. of shareholders present in the meeting either in person or through proxy:	NotApplicable(Resolution passedthrough Postalballot)
Promoters and Promoters Group:	-
Public	-
No. of Shareholders:	Not Applicable(Resolution passedthrough Postalballot)
Promoters and Promoter Group:	-
Public:	-

Resolution No: 1-1. To approve sale of shares of Hyper Drive Information Technologies Pvt. Ltd, Associate of the Company.

Resolution required:(Ordinary/Special):Special

Whetherpromoter/promotergroupareinterestedintheagenda/resolution?:No

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-in against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Invalid Votes
Promoter and Promoter Group	E-Voting	708000	7076750	99.95	7076750	0	100.00	0.00	0
	Poll		0	0.00	0	0	0.00	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00	0.00
	Total		708000	6776750	95.72	6776750	0	100.00	0.00
Public Institutions Holders	E-Voting	20	0	0.00	0	0	0.00	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00	0.00
	Total		20	0	0.00	0	0	0.00	0.00
Public- Non Institutions Holders	E-Voting	317098	1435163	45.26	1425195	9968	99.31	0.70	0
	Poll		0	0.00	0	0	0.00	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00	0.00
	Total		317098	1435163	45.26	1425195	9968	99.31	0.70
		1025100	8511913	83.03	8501945	9968	99.88	0.12	0

- Electronic Weighing Scales & Systems
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CORPORATE OFFICE & WORKS :

Notes:

- Voting crights on the shares transferred to 'Unclaimed Suspense Account and 'Investor Education and Protection Fund' are frozen.
- The votes cast do not include invalid votes and abstained votes.
- All the aforesaid resolutions were passed with requisite majority.

**For and on Behalf of Board of
Nitiraj Engineers Limited**

**DeepikaDalmiya
Company Secretary**

— BRANCH OFFICES —

CHHATTISGARH

Ambikapur : 222508 Raipur : 4045448
Bilaspur : 401606 Raigarh : 231140

MAHARASHTRA

Akola : 2422857 Dhule : 240623
Buldhana : 244854 Jalgaon : 2217179
Nashik : 2316875

ORISSA

Balangir : 09338865585 Jeypore : 251572
Berhampur : 2224641 Sambalpur : 2541598



REPORT OF SCRUTINIZER

[Pursuant to Section 110 of the Companies Act, 2013 and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman,
Nitiraj Engineers Limited,
306 A Babha Bldgn M Marg,
Near Police Station,
Mumbai - 400011

Subject: Scrutinizer's Report on Voting through electronic means, from a place other than the venue of meeting (hereinafter "Remote E-voting") conducted pursuant to provisions of Section 108 of the Act read with the Rules and Regulation 44 of the SEBI Listing Obligations Disclosure Requirements) Regulations, 2015 (hereinafter "Listing Regulations, 2015") as amended from time to time and MCA Circulars and SEBI Circular and Voting through E-voting system at the AGM of the members of the Company

Dear Sir,

I, Piyush Ramesh Agrawal, Chartered Accountant in practice, having office at Shop No. 6, Above Dominos, Shakun Plaza, Yadav Nagar, Jalna -431203 (MH) was duly appointed as Scrutinizer by the Board of Directors of M/Nitiraj Engineers Limited for the purpose of the Scrutinizing the process of voting through remote e-voting in a fair and transparent manner and also for ascertaining the requisite majority as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 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 e-voting on all the resolutions contained in the Notice of Postal Ballot.
- My responsibility as a Scrutinizer for the remote e-voting and e-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 Postal Ballot.

JALNA OFFICE

Shop No. 6, 1st Floor
Above Dominos, Shakun Plaza,
Yadav Nagar, JALNA - 431 203

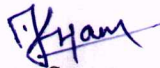



FRN : 116435W M.No.135041

PUNE OFFICE

Krishna Kunj, 1187/23,
Ghole Road, Shivajinagar,
PUNE - 411005

- The Remote E-Voting period remained open from Wednesday, 21st December, 2022 (9:00 a.m. IST) and ends on Thursday, 19th January, 2023 (5:00 p.m. IST).
- The Shareholders holding shares as on the “cut-off date” i.e. the 9th December, 2022 were entitled to vote on the proposed 1 (One) Resolutions as mentioned in the Notice of Postal Ballot of M/s Nitiraj Engineers Limited (Item No. 1 of the Notice of Postal Ballot of M/s Nitiraj Engineers Limited).
- The NSDL e-voting were unblocked on 19th January, 2023 at 05.00 P.M.in the presence of 2 witnesses, namely Mr. Jayant Sangam and Mr. Lokesh Agrawal, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.


Jayant Sangam
(Witness)


Lokesh 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 NSDL.
- My Scrutinizer Report based on the reports generated from NSDL e-voting system in respect of remote e-voting.
- I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the NSDL e-voting system.

THE RESULTS OF REMOTE E-VOTING ON POSTAL BALLOT ARE AS UNDER:

(a) Resolution 1: Special Business (Special Resolution)

1. To approve sale of shares of Hyper Drive Information Technologies Pvt. Ltd, Associate of the Company.

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-in against(5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Invalid Votes
Promoter and Promoter Group	E-Voting	7080000	7076750	99.95	7076750	0	100.00	0.00	0
	Poll		0	0.00	0	0	0.00	0.00	0
	Postal Ballot		0	0.00	0	0	0.00	0.00	0
	Total		7080000	7076750	99.95	7076750	0	100.00	0.00
Public Institutions Holders	E-Voting	20	0	0	0	0	0.00	0.00	0
	Poll		0	0.00	0	0	0.00	0.00	0
	Postal Ballot		0	0.00	0	0	0.00	0.00	0
	Total		20	0	0.00	0	0	0.00	0.00
Public- Non Institutions Holders	E-Voting	3170980	1435163	45.26	1425195	9968	99.31	0.70	0
	Poll		0	0.00	0	0	0.00	0.00	0
	Postal Ballot		0	0.00	0	0	0.00	0.00	0
	Total		3170980	1435163	45.26	1425195	9968	99.31	0.70
		10251000	8511913	83.03	8501945	9968	99.88	0.12	0

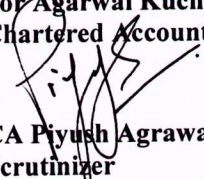
*No. of votes polled does include 'no. of votes invalid'

**Invalid vote consist votes done by interested person, Hence above Resolution not passed.

All documents/ electronic records relating to voting were handed over to the Company Secretary authorized by the Board for safe keeping.

Thanking you,

**For Agarwal Kucheriya And Co,
Chartered Accountant,**


**CA Piyush Agrawal
Scrutinizer
(FRN:116435W FCAM.No. 135041)
Date:20th January, 2023
Place: Jalna
UDIN:23135041BGVOGI9037**