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DATLA HANUMANTHA RAJU

B.COM., LL.B., PGDT, M.B.A., FCS
PARTNER

D. HANUMANTA RAJU & CO.
COMPANY SECRETARIES

Scrutinizer(s) Report

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time]

To

The Chairman of 69th Annual General Meeting of the Members of NLC India Limited (the Company) held on Saturday, 27th day of September, 2025 at 15:00 Hours (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

Dear Sir,

I, Datla Hanumanta Raju, Partner, D. Hanumanta Raju & Co., Practicing Company Secretaries, had been appointed as scrutinizers by the Board of Directors of NLC India Limited (the Company) pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended, to scrutinize the e-voting process in respect of the below mentioned resolutions proposed at the 69th Annual General Meeting ("AGM") of the Company held on Saturday, 27th September, 2025 at 15:00 Hours (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

The Company has confirmed that the notice dated 04th September, 2025 in respect of the below mentioned resolutions was sent to the shareholders of the Company through electronic mode to those Members whose email addresses were registered with the Company/Depositories, in compliance with the MCA General Circular No. 09/2024 dated September 19, 2024 read with other previous MCA General Circular No. 09/2023 dated September 25, 2023, No. 10/2022 dated December 28, 2022, No. 02/22 dated May 5, 2022, No.17/2021 dated April 13, 2021 and No. 20/2020 dated May 5, 2020, No. 17/2020 dated April 13, 2020 and No.14/2020 dated April 8, 2020 (collectively referred to as "MCA Circulars") and Securities and Exchange Board of India (SEBI) Circular no. SEBI/HO/CFD/CFDPoD-2/P/CIR/2024/133 dated October 3, 2024 (SEBI Circular).



The Company had availed the e-voting facility offered by National Securities Depository Limited ("NSDL") for conducting e-voting by the Shareholders of the Company.

The members of the Company holding shares as on the "cut-off" date i.e. Friday, 19th September, 2025 were entitled to vote on the resolutions as contained in the Notice of the AGM.

The voting period for remote e-voting commenced on Tuesday, 23rd September, 2025 at 09:00 A.M. and ended on Friday, 26th September, 2025 at 5:00 P.M and the NSDL e-voting platform was blocked thereafter.

The Company had also provided e-voting facility to the shareholders present at the AGM through VC / OAVM who had not casted their votes earlier.

The AGM was concluded at 4.42 P.M. on 27th September, 2025. The e-voting facility was kept open for next 15 minutes after the conclusion of AGM to enable the shareholders to cast their vote. After conclusion of e-voting at AGM, the votes were unblocked and the combined report has been generated based on the data downloaded from NSDL e-voting system.

I have scrutinized and reviewed the remote e-voting prior and during the AGM and votes cast therein, based on the data downloaded from the NSDL e-voting system.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made thereunder relating to e-voting on the resolutions contained in the notice of the 69th Annual General Meeting (AGM) of the members of the Company. My responsibility as a scrutinizer for the e-voting process is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated in the 69th AGM notice, based on the reports generated from e-voting system provided by National Securities Depository Limited ("NSDL"), the authorized agency to provide e-voting facilities, engaged by the Company.

I now submit my consolidated Report as under on the result of the remote e-voting and e-voting at AGM in respect of the said resolutions:



A. ORDINARY BUSINESS:

1. **Ordinary Resolution to receive, consider and adopt the Standalone Audited Financial Statements including Consolidated Audited Financial Statements of the Company for the Financial Year ended 31st March, 2025, together with the Reports of the Board of Directors and Statutory Auditors thereon and the comments of the Comptroller and Auditor General of India.**

- (i) Voted in favour of the resolution :

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
900	1223377358	99.9998

- (ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
45	2860	0.0002

- (iii) Invalid votes (Including abstained votes and less voted):

Total number of members whose votes were declared invalid	Total number of votes cast by them
5	169708

2. **Ordinary Resolution to confirm the Interim Dividend paid @ ₹ 1.50 per equity share (15%) and to declare the Final Dividend @ ₹ 1.50 per equity share (15%) for the Financial Year 2024-25.**

- (i) Voted in favour of the resolution :

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
909	1223547132	99.9998



(ii) Voted **against** the resolution :

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
40	2294	0.0002

(iii) **Invalid votes** (Including abstained votes and less voted):

Total number of members whose votes were declared invalid	Total number of votes cast by them
1	500

3. **Ordinary Resolution to appoint a Director in place of Shri Samir Swarup (DIN: 09648745), who retires by rotation and being eligible, offers himself for re-appointment.**

(i) Voted **in favour** of the resolution :

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
770	1191017830	97.3440

(ii) Voted **against** the resolution :

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
174	32497148	2.6560

(iii) **Invalid votes** (Including abstained votes and less voted):

Total number of members whose votes were declared invalid	Total number of votes cast by them
6	34948



4. **Ordinary Resolution to appoint a Director in place of Shri M Venkatachalam (DIN: 10045337), who retires by rotation and being eligible, offers himself for re-appointment.**

(i) Voted in favour of the resolution :

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
769	1191017412	97.3439

(ii) Voted against the resolution :

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
176	32497866	2.6561

(iii) Invalid votes (Including abstained votes and less voted):

Total number of members whose votes were declared invalid	Total number of votes cast by them
5	34648

B. **SPECIAL BUSINESS:**

5. **Special Resolution to consider the Re-appointment of Shri Meethale Thundivil Ramesh (DIN: 07313892) as an Independent Director of the Company.***

(i) Voted in favour of the resolution :

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
768	1116707120	91.2704

(ii) Voted against the resolution :

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
181	106808048	8.7296



(iii) **Invalid votes** (Including abstained votes and less voted):

Total number of members whose votes were declared invalid	Total number of votes cast by them
7	34758

6. **Special Resolution to consider the appointment of Dr. Vasant Ashok Patil (DIN: 09352913) as an Independent Director of the Company.***

(i) Voted in favour of the resolution :

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
775	1116945293	91.2899

(ii) Voted against the resolution :

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
176	106569985	8.7101

(iii) **Invalid votes** (Including abstained votes and less voted):

Total number of members whose votes were declared invalid	Total number of votes cast by them
5	34648

7. **Special Resolution to consider the appointment of Shri Pradeep Kumar Saraogi (DIN: 03083365) as an Independent Director of the Company.***

(i) Voted in favour of the resolution :

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
771	1116704003	91.2701



(ii) Voted **against** the resolution :

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
180	106811275	8.7299

(iii) **Invalid votes** (Including abstained votes and less voted):

Total number of members whose votes were declared invalid	Total number of votes cast by them
5	34648

8. **Ordinary Resolution to consider the appointment of Shri Sanoj Kumar Jha (DIN: 11100701) as a Government Nominee Director of the Company.****

(i) Voted **in favour** of the resolution :

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
748	1100750613	89.9662

(ii) Voted **against** the resolution :

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
200	122764665	10.0338

(iii) **Invalid votes** (Including abstained votes and less voted):

Total number of members whose votes were declared invalid	Total number of votes cast by them
5	34648



9. **Ordinary Resolution to consider & ratify the remuneration of Cost Auditors of the Company for the Financial Year 2025-26.**

(i) Voted in favour of the resolution :

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
887	1223510805	99.9996

(ii) Voted against the resolution :

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
57	4373	0.0004

(iii) Invalid votes (Including abstained votes and less voted):

Total number of members whose votes were declared invalid	Total number of votes cast by them
6	34748

10. **Ordinary Resolution to consider the appointment of Secretarial Auditor of the Company for a term of 5 (five) years from FY 2025-26 to FY 2029-30.**

(i) Voted in favour of the resolution :

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
889	1223504905	99.9997

(ii) Voted against the resolution :

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
55	3823	0.0003



(iii) **Invalid votes** (Including abstained votes and less voted):

Total number of members whose votes were declared invalid	Total number of votes cast by them
6	41198

Note:

*There are six members who voted in favour, for some shares and, in against for some shares for resolution no. 5, 6 and 7.

**There are three members who voted in favour, for some shares and, in against for some shares for resolution no. 8.

The e-votes confirmation register relating to remote e-voting and e-voting at AGM will be handed over for safe custody to Shri Prashant Vinay Kaushik, Company Secretary.

Thanking You,
Yours faithfully,

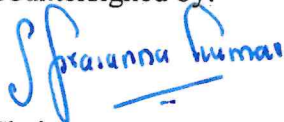


CS DATLA HANUMANTA RAJU
FCS: 4044; C.P. No: 1709
PARTNER
D. HANUMANTA RAJU & CO.
COMPANY SECRETARIES
UDIN: F004044G001395137
PR No. 6326/2024



PLACE: HYDERABAD
DATE : 30.09.2025

Countersigned by:



Chairman
NLC India Limited