

ANURAG FATEHPURIA

B. Com, C.S.

23/1, Sitanath Bose Lane, Salkia

Howrah - 711106

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To,
The Chairman
Of the 39th Annual General Meeting of the Shareholders of
Neil Industries Limited
88B, Lake View Road (Ground Floor),
Kolkata - 700029.

Dear Sir,

At the outset, I would like to extend my heartfelt gratitude for entrusting me with the task of scrutinizing the remote e-Voting as well as Electronic Voting (Remote) at the 39th Annual General Meeting (AGM) of the Company, on September 26, 2022 at 11:30 A.M. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") as permitted by the Ministry of Corporate Affairs (MCA) vide its circular dated May 5, 2020 read together with circulars dated April 8, 2020, April 13, 2020, January 13, 2021, Circular No 02/2021 dated December 14, 2021 and Circular No 02/2022 dated May 05, 2022 and all other relevant circulars issued from time to time

Please find enclosed Consolidated Results of remote e-Voting and E-Voting at the AGM.

My report on remote e-Voting is based on the data downloaded from the e-Voting platform provided by National Securities Depository Limited (NSDL)

I trust you will find Report to be comprehensive and self-explanatory in all respects. I will, however, be happy to answer your queries, if any, on the same.

ANURAG FATEHPURIA
(Practicing Company Secretary)

CP No.: 12855

Date: 26th September, 2022.

Place: Kolkata.

UDIN: A034471D001044106

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Combined Scrutinizer's Report on Remote E-voting & E-Voting at the 39th Annual General Meeting of NEIL INDUSTRIES LIMITED ("the Company") held on Monday, the 26th day of September, 2022 at 11:30 A.M. through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM")

To,
The Chairman
39 Annual General Meeting
Neil Industries Limited
88B, Lake View Road (Ground Floor)
Kolkata - 700029.

Sub: Scrutinizer's Report

Ref: 39th Annual General Meeting of the Members of Neil Industries Limited

Dear Sir,

1. I have been appointed as the Scrutinizer by M/s. Neil Industries Limited ("the Company", herein after), pursuant to section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and pursuant to the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, to carry out the scrutiny of the Remote E-Voting as well as Electronic Voting at the 39th Annual General Meeting (AGM) of the Company held on September 26, 2022 at 11:30 A.M. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") as permitted by the Ministry of Corporate Affairs (MCA) vide its circular dated May 5, 2020 read together with circulars dated April 8, 2020, April 13, 2020, January 13, 2021 Circular No 02/2021 dated December 14, 2021 and Circular No 02/2022 dated May 05, 2022 and all other relevant circulars issued from time to time.

The MCA Circulars provides for relaxation to companies to hold its AGM through VC / OAVM including the manner of voting at the meeting, which was warranted on account of the outbreak of COVID-19 pandemic.

2. Further pursuant to the MCA and SEBI Circulars, the Notice of AGM along with the Annual Report for FY 2021-22 was sent in electronic form only to those Members whose e-mail addresses are registered with the Company/Depositories.

Since this AGM was held pursuant to the MCA Circulars through VC or OAVM, physical attendance of Members had been dispensed with, accordingly, in terms of the above-mentioned MCA and SEBI Circulars, the facility for appointment of proxies by the Members were also dispensed with.

Members attended the meeting through VC or OAVM had been counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

3. My responsibility as Scrutinizer for e-voting process i.e, remote e-voting and Electronic Voting is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favor" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by M/s. National Securities Depository Limited ("NSDL", herein after) authorized under the Rules and engaged by the Company to provide e-voting facility and attended papers/documents furnished to me electronically by the company and/or NSDL for my verification.

4. The Equity Shareholders of the Company as on the "cut-off" date, as set out in the Notice, i.e., 19th September, 2022 were entitled to vote on the resolutions as set out in the Notice calling the AGM and their voting rights were in the proportion to their share in the paid-up equity share capital of the Company as on the cut-off date.

5. The remote e-voting period remained open from Friday the 23rd day of September 2022 9:00 A.M. till Sunday the 25th day of September 2022 5.00 P.M.

The votes cast were unblocked on 26th September, 2022 around 12.30 P.M after the conclusion of the AGM.

Thereafter, the details containing, *inter alia*, the list of Equity Shareholders who voted "in favor" or "against" on each of the resolutions that was put to vote, were generated from the e-voting website of NSDL, i.e., www.evoting.nsdl.com. Based on the report generated by NSDL and relied upon by me, data regarding the remote e-voting was scrutinized on test check basis.

After the time fixed for closing of the e-voting by the Chairman, the electronic system recording the e-voting (e-votes) was locked by NSDL.

The e-votes cast were unblocked on 26th September 2022 after the conclusion of the AGM.

6. The Consolidated results of E-Voting and Electronic Voting (Remote) at the 39th Annual General Meeting are as under:

ORDINARY BUSINESS:

CONSOLIDATED RESULT OF ITEM NO.1 - ORDINARY RESOLUTION

SUBJECT	To receive, consider and adopt the Audited Financial Statements of the company for the year ended March 31, 2022 and the Reports of the Board of Directors and Auditors thereon.
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Particulars	Number of Votes contained in			% of total number of valid votes cast
	Remote E-Voting	Votes at AGM (E - Voting)	Total	
Assent	3207538	18	3207556	99.9953%
Dissent	148	-	148	0.0047%
Invalid/Abstain	-	-	-	0%
Total	3207686	18	3207704	100%

Accordingly, out of a total **3207704** valid votes cast via remote e-Voting and E-Voting at the AGM, **3207556** votes were cast **ASSENTING** to the **Ordinary Resolution** constituting **99.9953%** of the votes polled; **148** Votes were cast **DISSENTING** to the **Ordinary Resolution** constituting **0.0047%** of the votes polled.

Thus, the **Ordinary Resolution** as contained in Item No. 1, of the notice dated 10th August, 2022 is passed with **REQUISITE MAJORITY**.

CONSOLIDATED RESULT OF ITEM NO.2 – ORDINARY RESOLUTION

SUBJECT	To appoint Director in place of Shri. Pankaj Kumar Mittal (DIN: 05190278), who retires by rotation and being eligible offers himself for reappointment.
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Particulars	Number of Votes contained in			% of total number of valid votes cast
	Remote E-Voting	Votes at AGM (E - Voting)	Total	
Assent	3207538	18	3207556	99.9953%
Dissent	148	-	148	0.0047%
Invalid/Abstain	-	-	-	0%
Total	3207686	18	3207704	100%

Accordingly, out of a total **3207704** valid votes cast via remote e-Voting and E-Voting at the AGM, **3207556** votes were cast **ASSENTING** to the **Ordinary Resolution** constituting **99.9953%** of the votes polled; **148** Votes were cast **DISSENTING** to the **Ordinary Resolution** constituting **0.0047%** of the votes polled.

Thus, the **Ordinary Resolution** as contained in Item No. 2, of the notice dated 10th August, 2022 is passed with **REQUISITE MAJORITY**.

SPECIAL BUSINESS:

CONSOLIDATED RESULT OF ITEM NO.3 – ORDINARY RESOLUTION

SUBJECT	To regularize the Appointment of Mr. Anil Sharma (DIN: 00033372) as a Non-Executive Independent Director of the Company.
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Particulars	Number of Votes contained in			% of total number of valid votes cast
	Remote E-Voting	Votes at AGM (E - Voting)	Total	
Assent	3216670	18	3216688	99.9954%
Dissent	148	-	148	0.0046%
Invalid/Abstain	-	-	-	0%
Total	3216818	18	3216836	100%

Accordingly, out of a total **3216836** valid votes cast via remote e-Voting and E-Voting at the AGM, **3216688** votes were cast **ASSENTING** to the **Ordinary Resolution** constituting **99.9953%** of the votes polled; **148** Votes were cast **DISSENTING** to the **Ordinary Resolution** constituting **0.0046%** of the votes polled.

Thus, the **Ordinary Resolution** as contained in Item No. 3, of the notice dated 10th August, 2022 is passed with **REQUISITE MAJORITY**.

7. The relevant records of the remote E Voting and Electronic Voting at the AGM by the shareholders shall remain in my safe custody until the Chairman of the meeting considers and approves the same, and thereafter it will be handed over to the Company Secretary/ Director authorized by the Board for safe keeping.

ANURAG FATEHPURIA
(Practicing Company Secretary)
CP No.: 12855
Date: 26th September, 2022
Place: Kolkata
UDIN: A034471D001044106

Counter Signed By

(MANAGING DIRECTOR)