

Corporate Office : Prestige Precinct, 3rd Floor, Almeida Road, Thane (West) - 400 601. INDIA.
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Date: 30th September, 2022

To,
BSE Limited
Listing Department
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001

Sub: Scrutinizer's report pertaining to the 39th Annual General Meeting of the Company.

**Ref: Nitin Castings Limited,
Scrip Code: 508875**

Dear Sir/Madam,

Please find enclosed scrutinizer's report issued by Ms. Kala Agarwal, practicing Company Secretary regarding remote e-voting and e-voting at the 39th Annual General Meeting of the Company held on Thursday, September 29, 2022 at 11.00 a.m. through video conferencing facility / other audiovisual means.

This is for your information and records.

Thanking You.

Yours Truly,

For NITIN CASTINGS LIMITED

Nitin Shantiku
mar Kedia

Digitally signed by
Nitin Shantikumar
Kedia
Date: 2022.09.30
19:36:13 +05'30'

**NITIN SHANTIKUMAR KEDIA
DIRECTOR
DIN-00050749**

Encl: As Above



801, Embassy Centre, Plot No. 207, Jamnalal Bajaj Road, Nariman Point, Mumbai - 400 021.
Tel: +91-22-22824639 / 22824659 / 7021597117 / 9137774259
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FORM No. MGT-13

SCRUTINIZER'S REPORT ON E-VOTING AND POLL

(Pursuant to Section 108 & 109 of the Companies Act, 2013 and Rule 20& 21(2) of the Companies (Management and Administration) Rules, 2014)

To,
The Chairman
202,2nd Floor,A- Wing, Bldg. No.3,
Sir M.V. Road, Rahul Mittal Industrial Estate,
Andheri East,
Mumbai 400059

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies(Management and Administration) Rules, 2014 as amended from time to time and evoting conducted during the Annual General Meeting, for the 39th Annual General Meeting of Nitin Castings Limited held on Thursday, 29th September, 2022 at 11.00 A.M through video conferencing ('VC') / other audio visual means ('OAVM').

I, Kala Agarwal, Practicing Company Secretary, have been appointed as the Scrutinizer by the Board of Directors of **Nitin Castings Limited** ("the Company") for the purpose of Remote E-voting taken on the below mentioned resolutions at the **39th Annual General Meeting of the Equity Shareholders of Nitin Castings Limited**, held on **Thursday, 29th September, 2022 at 11.00 A.M** through video conferencing / other audio visual means, submit my report as under:

The notice dated 26th August, 2022, as confirmed by the Company was sent to the Shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/ Depositories, in compliance with the MCA Circular dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020 January 13, 2021, December 14, 2021 and May 5, 2022 (collectively referred to as "MCA Circulars") and SEBI Circular dated May 12, 2020 January 15, 2021 and May 13, 2022.

The Company had provided e-voting facility to the shareholders present at the AGM through VC/OAVM and who had not cast their vote earlier.

The book closure started from Friday, 23rd September, 2022 and ended on Thursday, 29th September, 2022. The shareholders of the Company holding shares as on 23rd September, 2022 were entitled to vote on the resolutions as contained in the Notice of the AGM.

After the closure of e-voting at the AGM, the report on e-voting done at the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked and downloaded from the e-voting website of NSDL. The e-voting data/results downloaded from the e-voting system of NSDL were scrutinized and reviewed, the votes were counted and the results were prepared.

I have scrutinized and reviewed the remote e-voting and e-voting done 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 compliance with the requirements of the Act and rules relating to remote e-voting and e-voting during the AGM on the resolutions contained in the notice of the AGM.

My responsibility as scrutinizer for the remote e-voting and e-voting during the AGM is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

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

ORDINARY BUSINESS:

Item No. 1- Ordinary Resolution-

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2022 and the Reports of the Directors and Auditor's thereon.

(1) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
35	4222050	99.99

(2) Voted against the resolution

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1	48	0.001

(3) Invalid Votes

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
0	0

ORDINARY BUSINESS:

Item No. 2- Ordinary Resolution-

To appoint a Director in place of Mr. Nitin Kedia (DIN: 00050749) who retires by rotation and, being eligible, offers himself for re-election.:

(1) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
35	4222050	99.99

(2) Voted against the resolution

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1	48	0.001

(3) Invalid Votes

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
0	0

ORDINARY BUSINESS:

Item No. 3 - Ordinary Resolution-

To appoint of M/s. Jhunhunwala Jain & Associates LLP as a Statutory Auditor of the Company in place of M/s. GMI & Associates.

(1) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
35	4222050	99.99

(2) Voted against the resolution

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1	48	0.001

(3) Invalid Votes

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
0	0

ORDINARY BUSINESS:

Item No. 4 - Ordinary Resolution

Declare final dividend of Re. 0.50/- per equity share for the year ended 31st March, 2022

(1) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
35	4222050	99.99

(2) Voted against the resolution

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1	48	0.001

(3) Invalid Votes

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
0	0

SPECIAL BUSINESS:

Item No. 5 - Special Resolution

To appoint of Mrs. Preethi Anand as an Independent Director of the Company for the period of 5 years.

(1) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
35	4222050	99.99

(2) Voted against the resolution

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1	48	0.001

(3) Invalid Votes

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
0	0

SPECIAL BUSINESS:

Item No. 6 - Ordinary Resolution

Ratification/ Approval for transaction with Related Parties:

(1) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
35	4222050	99.99

(2) Voted against the resolution

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1	48	0.001

(3) Invalid Votes

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
0	0

SPECIAL BUSINESS:

Item No. 7 - Special Resolution

Authorizing the Board to mortgage/create charge on the assets of the Company and pursuant to the provisions of Section 180(1)(a) and all other applicable provisions of the Companies Act, 2013.:

(1) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
35	4222050	99.99

(2) Voted against the resolution

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1	48	0.001

(3) Invalid Votes

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
0	0

SPECIAL BUSINESS:

Item No. 8 - Special Resolution

Authorizing the Board of Directors of the Company to borrow money from banks/financial institutions and pursuant to the provisions of Section180(1)(c) and all other applicable provisions of the Companies Act, 2013.:

(1) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
35	4222050	99.99

(2) Voted against the resolution

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1	48	0.001

(3) Invalid Votes

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
0	0

SPECIAL BUSINESS:

Item No. 9 - Special Resolution

Authorizing the Board of Directors of the Company, pursuant to the provisions of Section 186 and all other applicable provisions, if any, of the Companies Act, 2013.:

(1) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
35	4222050	99.99

(2) Voted against the resolution

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1	48	0.001

(3) Invalid Votes

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
0	0

SPECIAL BUSINESS:

Item No. 10 - Special Resolution

Authorizing the Board of Directors of the Company Section 185 and all other applicable provisions, if any of the Companies Act, 2013 read with the Companies (Amendment) Act, 2017 and Rules made thereunder.:

(1) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
35	4222050	99.99

(2) Voted against the resolution

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1	48	0.001

(3) Invalid Votes

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
0	0

SPECIAL BUSINESS:

Item No. 11 - Special Resolution

Re-appointment of Mr. Nitin Kedia (DIN: 00050749), as Managing Director of the Company.

(1) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
35	4222050	99.99

(2) Voted against the resolution

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1	48	0.001

(3) Invalid Votes

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
0	0

SPECIAL BUSINESS:

Item No. 12 - Special Resolution

- A. Increase In Managerial Remuneration Payable To Mr. Nitin Kedia, Chairman And Managing Director.**
- B. Increase In Managerial Remuneration Payable To Mr. Nirmal Kedia, Director**
- C. Payment Of Managerial Remuneration To Mr. Nipun Kedia, Director**

(1) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
35	4222050	99.99

(2) Voted against the resolution

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1	48	0.001

(3) Invalid Votes

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
0	0

All of the above Twelve (12) Resolutions mentioned in the Notice of the AGM dated 26th August, 2022 as per the details mentioned above stand "PASSED" under Remote E-voting and voting conducted during the AGM through E-voting with requisite majority and hence deemed to be passed as on the date of AGM.

I hereby confirm that I am maintaining the Register received from NSDL electronically in respect of Remote E-voting conducted before the AGM and E-voting conducted during the AGM. I shall arrange to hand over these records to the Authorized Director(s) of the Company for safe keeping, after the Chairman signs the Minutes.

Thanking You,

Yours Faithfully,

**Kala
Agarwal**

Digitally signed by Kala Agarwal
DN: cn=N, o=Personal,
2.5.4.20=cf5b7a714d49ea54bd2b2d5
d29aa5ff6ae1e279130a6c591e99762
b61e0223a42, postalCode=400067,
st=Maharashtra,
serialNumber=a8374722c96b78efeb
a89848092ecc4aadb1ab91131f9559e
2306418033478c1, cn=Kala Agarwal
Date: 2022.09.30 18:44:48 +05'30'

KALA AGARWAL
(PRACTISING COMPANY SECRETARY)
COP: 5356
UDIN: F005976D001102621

Place: Mumbai

Date: 30th September, 2022