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SCRUTINIZER'S REPORT

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

To,
The Board of Directors,
M/s. NITIN CASTINGS LIMITED (Previously known as NITIN ALLOYS GLOBAL LIMITED)
202, 2nd Floor, Rahul Mittal Industrial Premises Co-op. Soc. Ltd.,
Sanjay Building No. 3, Sir M. V. Road,
Andheri (West), Mumbai – 400059.

Dear Sir,

Sub: Passing of Resolutions through Postal Ballot and E-voting.

- i. I, Kala Agarwal, Practicing Company Secretary, have been appointed as Scrutinizer by the Board of Directors by way of resolution dated 14th January, 2019 of **M/s. NITIN CASTINGS LIMITED (Previously known as NITIN ALLOYS GLOBAL LIMITED) (“the Company”)** for the purpose of scrutinizing the entire Postal Ballot voting process and e-voting process for ;
- To consider Sub-division of 50,00,000 equity shares of face value of Rs.10/- per equity shares in to 1,00,00,000 of equity shares of face value of Rs.5/- per equity share subject to approval by the shareholders of the Company by way of Notice by Postal ballot. (Ordinary Resolution)
 - To consider the consequential amendment to the Memorandum of Association of the Company pursuant to the provisions of the Companies Act, 2013 and the applicable rules made thereunder as per the disclosure in the prescribed format pursuant to Securities and Exchange Board of India Circular CIR/CFD/CMD/4/2015 dated September 9, 2015. (Special Resolution)



- ii. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to e-voting and postal ballot for the resolutions contained in the notice of Postal Ballot. My responsibility as a scrutinizer for postal ballot voting process and e-voting process is restricted to make scrutinizer's report of the votes cast in favour or against the resolutions stated above, based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL), the authorized agency engaged by the company to provide e-voting facilities for e-voting.
- iii. The Company have extended facility of e-voting to the Members of the Company through NSDL, from Saturday, 19th January, 2019 (09.00 a.m. IST) to Tuesday, 19th February, 2019 (05.00 p.m. IST).
- iv. The report on e-voting is based on the data downloaded from the e-voting platform provided by NSDL.
- v. The e-voting was scrutinized by me for verification of votes cast in favour and against the resolution.
- vi. Particulars of all postal ballot forms received from the Members have been entered in a Register separately maintained for this purpose.
- vii. The postal ballot forms were kept under my safe custody in sealed and tamper proof Ballot boxes before commencing the scrutiny of such postal ballot forms.
- viii. The postal ballot forms were duly opened in my presence and scrutinized and the shareholding was matched/ confirmed with the Register of Members of the Company/ List of beneficiaries.
- ix. All postal ballot forms received on Tuesday, 19th February, 2019 up to 05.00 P.M., the last date and time fixed by the Company for receipt of the forms were considered for my scrutiny.
- x. Envelopes containing postal ballot forms received after 05.00 P.M. on Tuesday, 19th February, 2019 were not considered for my scrutiny.
- xi. I did not find any defaced or mutilated Ballot paper.
- xii. As requested by Management I submit herewith my combined report on the results of postal ballot and e-voting as under:



SPECIAL BUSINESS:

Item No. 1- Ordinary Resolution-

To consider Sub-division of 50,00,000 equity shares of face value of Rs.10/- per equity shares in to 1,00,00,000 of equity shares of face value of Rs.5/- per equity share:

Particulars	Remote E-voting			Voting By Poll			Total Voting	
	No. of Voters	No. of Shares	Percentage %	Number of Poll Papers	No. of Shares	Percentage %	No. of Shares	Percentage %
Total Vote received	27	1805403	81	24	423419	19	2228822	100
Less-Invalid votes	--	--	--	--	--	--	--	--
Net Valid Votes	27	1805403	81	24	423419	19	2228822	100
Voting with Assent	24	1805397	81	24	423419	19	2228816	100
Voting with Dissent	3	6	100	--	--	--	6	100

Remarks: This Ordinary Resolution has been passed with requisite majority.



SPECIAL BUSINESS:

Item No. 2- Special Resolution-

To consider the consequential amendment to the Memorandum of Association of the Company pursuant to the provisions of the Companies Act, 2013:

Particulars	Remote E-voting			Voting By Poll			Total Voting	
	No. of Voters	No. of Shares	Percentage %	Number of Poll Papers	No. of Shares	Percentage %	No. of Shares	Percentage %
Total Vote received	27	1805403	81.01	23	423169	18.99	2228572	100
Less-Invalid votes	--	--	--	--	--	--	--	--
Net Valid Votes	27	1805403	81.01	23	423169	18.99	2228572	100
Voting with Assent	24	1805397	81.01	23	423169	18.99	2228566	100
Voting with Dissent	3	6	100	--	--	--	6	100

Remarks: This Special Resolution has been passed with requisite majority.

1. A concise list containing the details of Equity Share holders who voted "For", "Against" and those whose votes were declared invalid for each resolution is handed over to Mr. Murlidhar Gupta.
2. The poll papers and all other relevant records were sealed and handed over to Mr. Murlidhar Gupta, authorized by the Board for safe keeping.

Thanking You,
Yours Faithfully,

Kala

KALA AGARWAL
(PRACTISING COMPANY SECRETARY)
COP: 5356



Witnesses:

1. Ms. Monica Varma

Monica

2. Ms. Sonal Rathod

Sonal

Place: Mumbai
Date: 21/02/2019