

**Neeta H. Desai**

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### **Report of Scrutinizer**

<b>Name of the Company</b>	<b>Nesco Limited</b>
<b>Meeting</b>	<b>65<sup>th</sup> Annual General Meeting</b>
<b>Day, Date &amp; Time</b>	<b>Friday, 02 August 2024 at 3.30 P. M.</b>
<b>Deemed Venue</b>	<b>Nesco Center, Western Express Highway, Goregaon East, Mumbai – 400 063</b>
<b>Mode</b>	<b>Video Conferencing (VC)/Other Audio Visual Means (OAVM)</b>

Dear Sir,

I, Neeta H. Desai (ND & Associates) Practising Company Secretary is appointed as a Scrutinizer for the remote e-voting as well as e-voting by members during the 65<sup>th</sup> Annual General Meeting (AGM) of M/s. Nesco Limited (hereinafter referred to as the Company) scheduled on Friday, 02 August 2024 at 3.30 P.M. held through Video Conferencing (VC)/Other Audio-Visual Means (OAVM). My responsibility as a Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and render Scrutinizer's Report on the voting on the resolutions based on the report generated from the electronic voting system.

The Company held the 65<sup>th</sup> AGM on 02 August 2024 through Video Conferencing (VC)/Other Audio Visual Means (OAVM) at 3:32 PM ( IST) in accordance with the provisions of Companies Act, 2013 (the Act) read with the various Circulars issued by the Ministry of Corporate Affairs and The Securities and Exchange Board of India ("SEBI") issued from time to time (General Circulars). The Company hosted the notice of AGM on its website, website of the agency providing the platform for remote e-voting and venue voting during the AGM and also intimated the same to BSE Limited and National Stock Exchange of India Limited on 8 July 2024.

Further as confirmed by the Company, the Notice of the AGM along with the Annual Report 2023-24 is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company, RTA or CDSL / NSDL (Depositories).

Notices were published in Financial Express and Business Standard (English Newspaper) and Mumbai Laskswadweep (Marathi Newspaper), having electronic editions, specifying the date and time of the AGM, availability of the notice on Company's website and website of the Stock Exchanges, manner of registration of email ids by the Members (both physical and demat) who are yet to, pursuant to the relevant circulars issued by the Ministry of Corporate Affairs (MCA) for holding the AGM or other general meetings of Members through Video Conferencing (VC) or Other Audio-Visual Means (OAVM);

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- a) Prior to the dispatch of Notice, on 30 June 2024, pursuant to the relevant circulars issued by the Ministry of Corporate Affairs (MCA) for holding the AGM or other general meetings of Members through Video Conferencing (VC) or Other Audio-Visual Means (OAVM);
- b) Post the dispatch of Notice on 9 July 2024 pursuant to the provisions of the Companies Act, 2013 and the relevant rules made thereunder;

Cut-off date of Voting rights was reckoned as on Friday, 26 July 2024, being the date for the purpose of deciding the entitlements of members for remote e-voting and e-voting during the AGM.

The Company appointed NSDL as the agency for providing the platform for remote e-voting and e-voting during the AGM. Remote e-voting platform was open from 9:00 a.m. (IST) on Tuesday, 30 July 2024 till 5:00 p.m. (IST) on Thursday, 01 August 2024 and members were required to cast their votes electronically conveying their assent or dissent in respect of the resolutions on the remote e-voting platform provided by NSDL.

As specified under Rule 20 (4)(xiii) of the Companies (Management and Administration) Rules, 2014 for the purpose of ensuring that Members who have cast their votes through remote e-voting do not vote again during the general meeting, the Scrutinizer shall have access after closure of period of remote e-voting and before the start of general meeting, to only such details relating to Members who have cast their votes through remote e-voting, such as their names, DP ID & Client ID / folios, number of shares held but not the manner in which they have voted. Accordingly, NSDL, the remote e-voting agency provided us with the names, DP ID & Client ID/folios and shareholding of the members who had cast their votes through remote e-voting.

On completion of e-voting during the AGM, the results of the remote e-voting and e-voting by members during the AGM on the NSDL e-voting platform were unblocked at 4.33 p.m. and downloaded.

Consolidated results with respect to each item on the agenda as set out in the Notice of the 65<sup>th</sup>AGM dated 20 May 2024, is as under.

### **(a) Item No. 1: Ordinary Resolution**

To receive, consider, and adopt the audited financial statements of the Company for the financial year ended 31 March 2024 and the reports of the Board of Directors and statutory auditors thereon.

Particulars	Remote E-voting		Venue E-voting		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	219	44085352	0	0	219	44085352	99.9995
Dissent	4	242	0	0	4	242	0.0005
Total	223	44085594	0	0	223	44085594	100.0000

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### **(b) Item No. 2: Ordinary Resolution**

To declare a dividend of ₹ 6/- (300%) per equity share of face value of ₹ 2/- each, of the Company for the financial year ended 31 March 2024.

Particulars	Remote E-voting		Venue E-voting		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	220	44125409	0	0	220	44125409	99.9995
Dissent	4	242	0	0	4	242	0.0005
Total	224	44125651	0	0	224	44125651	100.0000

### **(c) Item No. 3: Ordinary Resolution**

To appoint M/s. S G D G & Associates LLP, Chartered Accountants (Firm Registration No. W100188), as a statutory auditor of the Company in place of retiring auditors M/s. Manubhai & Shah LLP, Chartered Accountants for a term of five consecutive years from the conclusion of this 65th Annual General Meeting of the Company till the conclusion of the 70th Annual General Meeting

Particulars	Remote E-voting		Venue E-voting		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	220	44125409	0	0	220	44125409	99.9995
Dissent	4	242	0	0	4	242	0.0005
Total	224	44125651	0	0	224	44125651	100.0000

### **(d) Item No. 4: Special Resolution**

To Appoint a director in place of Mrs. Sudha S. Patel (DIN:00187055) who retires from office by rotation, and being eligible, offers herself for re-appointment and continuation in office.

Particulars	Remote E-voting		Venue E-voting		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	206	44054934	0	0	206	44054934	99.8402
Dissent	21	70517	0	0	21	70517	0.1598
Total	227	44125451	0	0	227	44125451	100.0000

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### **(e) Item No. 5: Ordinary Resolution**

Ratification of Cost Auditor's remuneration for the financial year ending 31 March 2025.

Particulars	Remote E-voting		Venue E-voting		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	217	44125364	0	0	217	44125364	99.9994
Dissent	6	277	0	0	6	277	0.0006
Total	223	44125641	0	0	223	44125641	100.0000

Based on the aforesaid results we report that all the Five (5) resolutions as set out in item number 1 to 5 of the Notice of AGM dated 20 May 2024 have been passed with requisite majority.

Thanking you,

Yours faithfully,  
For ND & Associates

**Neeta H. Desai**  
**Practising Company Secretary**  
**UDIN: F003262F000886397**

**Place: Mumbai**  
**Date: 02 August 2024**

Countersigned by  
**For Nesco Limited**

**Shalini Kamath**  
**Company Secretary & Compliance Officer**

**Place: Mumbai**  
**Mumbai: 02 August 2024**