



September 30, 2022

To,  
The General Manager  
BSE Limited  
Phirozejeebhoy Towers  
Dalal Street  
Mumbai 400 001

To,  
Asst. Vice President,  
National Stock Exchange of India Ltd.  
Exchange Plaza, C-1, Block G, Bandra  
Kurla Complex, Bandra (E), Mumbai,  
Maharashtra 400051

**Srip code : 516082**  
**NSE symbol : NRAIL**

**Sub:- Discrepancies in previous file of Outcome, Voting Results and Scrutinizer's Report of 29th AGM held on September 29th 2022.**

Dear Sir,

Due to discrepancies in the previous file uploaded, we are uploading the revised pdf file of Outcome, Voting Results and Scrutinizer's Report of 29th Annual General Meeting held on September 29th 2022. Please find below changes made in the revised file:

Voting results: Resolution no. 4, 5 & 6 data is incorrect, which has now been rectified in the revised file.

Thanking You,

Yours faithfully,

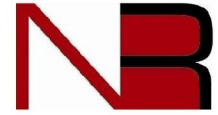
For N R AGARWAL INDUSTRIES LIMITED,

**POOJA HITESH  
DAFTARY**

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**Pooja Daftary**  
**Company Secretary and Compliance Officer**

Encl.: As stated above



September 29, 2022

To,  
Market Operation-DCS-CRD  
BSE LIMITED  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai - 400001

To,  
Asst. Vice President,  
The National Stock Exchange Of India Ltd.  
Exchange Plaza, C-1, Block G,  
Bandra-Kurla Complex, Bandra (East)  
Mumbai - 400051

**Scrip Code: 516082**  
**NSE symbol: NRAIL**

**Re: Regulation 44 (3) of Listing Obligations and disclosure Requirement Regulations, 2015 ("LODR")**

**Sub: Disclosure of Voting Results, Scrutinizer's Report and Outcome of the 29<sup>th</sup> Annual General Meeting of the Company**

Dear Srs,

In compliance with the provisions of the Companies Act, 2013 ('Act'), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') and pursuant to the General Circular dated May 5, 2020 read with General Circulars dated April 8, 2020, April 13, 2020, January 13, 2021, December 8, 2021, December 14, 2021 and May 05, 2022 (collectively referred to as 'MCA Circulars'), the AGM of the Company was held today i.e. on Thursday, September 29, 2022 at 11.30 a.m. and concluded at 12.02 p.m. through Video Conferencing ('VC') facility or other audio visual means ('OAVM'), without the physical presence of the Members at a common venue.

In compliance with the provisions of Regulations 44(3) of the LODR, Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules 2014 as amended, the Company had provided voting facility to all its members to enable them to cast their vote on all matters listed in the Notice convening the Annual General Meeting through electronic means (remote e-voting) during the period commencing from September 26, 2022 to September 28, 2022.

The Company had also provided voting facility through e-voting to the members present at the Annual General Meeting and who had not cast their vote earlier through remote e-voting facility.

We wish to inform you that all the resolutions contained in the Notice of the Annual General Meeting dated July 29, 2022 were approved by the Members.

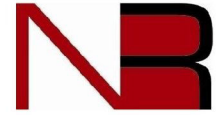
In this connection, please find enclosed the following:

- A) Details regarding the brief proceedings of the Annual General Meeting (AGM) of the Company pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

email: [admin@nrail.com](mailto:admin@nrail.com), website: [www.nrail.com](http://www.nrail.com)

CIN: L22210MH1993PLC133365

REGD. OFF. : 502-A/501-B, FORTUNE TERRACES, 5TH FLOOR, OPP. CITY MALL, NEW LINK ROAD,  
ANDHERI (W), MUMBAI- 400 053. TEL: +91 22 67317500, FAX: +91 22 26730227



- B) Details regarding the voting results of the business transacted at the said AGM in the prescribed format pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- C) Consolidated Report of the Scrutinizer on remote e-voting and e-voting conducted during the AGM.

Details regarding the voting results of the business transacted at the said AGM in the prescribed format pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are also being submitted in the prescribed format.

The above are also being uploaded on the Company's website [www.nrail.com](http://www.nrail.com) and are also being made available on the website of the National Securities Depository Limited at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

You are requested to take a note of the same and bring it to the notice of all concerned.

Thanking you,

Yours faithfully

**For N R AGARWAL INDUSTRIES LIMITED**  
**POOJA HITESH**  
**DAFTARY**

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**Pooja Daftary**  
**Company Secretary & Compliance Officer**



September 29, 2022

To,  
Market Operation-DCS-CRD  
BSE LIMITED  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai - 400001

To,  
Asst. Vice President,  
National Stock Exchange of India Ltd.  
Exchange Plaza, C-1, Block G,  
Bandra-Kurla Complex, Bandra (East)  
Mumbai - 400051

**Scrip Code: 516082**  
**NSE symbol: NRAIL**

**Sub: PROCEEDINGS OF THE 29TH AGM HELD ON SEPTEMBER 29, 2022**

Dear Sirs,

In view of the continuing COVID-19 pandemic and in compliance with the General Circular dated May 5, 2020 read with General Circular dated April 8, 2020, April 13, 2020 and January 13, 2021 issued by the Ministry of Corporate Affairs (collectively referred to as "MCA Circulars"), Circular No. SEBI/HO/CFD/CMDI/CIR/P/2020/79 dated 12th May, 2020, January 15, 2021 and May 13, 2022, issued by the Securities and Exchange Board of India ("SEBI Circular") and relevant provisions of the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 the AGM of the Company was held through VC/OAVM today i.e. on Thursday, September 29, 2022 at 11.30 a.m. and concluded at 12.02 p.m.

In compliance with the provisions of Regulations 44(3) of the LODR, Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules 2014 as amended, the Company had provided voting facility to all its members to enable them to cast their vote on all matters listed in the Notice convening the Annual General Meeting through electronic means (remote e-voting) during the period commencing from September 26, 2022 to September 28, 2022 with cut-off date determining the shareholders being Thursday, September 22, 2022.

The Company had also provided voting facility through e-voting to the members present at the Annual General Meeting and who had not cast their vote earlier through remote e-voting facility.

The following resolutions items were transacted at the AGM:

1. Ordinary Resolution- Adoption of Financial Statements for the financial year ended March 31, 2022 together with the Reports of Board of Directors and Auditors thereon.
2. Ordinary Resolution- Appointment of Director in place of Shri Raunak Agarwal (DIN 02173330), who retires by rotation and being eligible, offers himself for re-appointment.
3. Ordinary Resolution- Re-appointment of M/s GMJ & Co., Chartered Accountants, Mumbai (Firm Registration No. 103429W), as the Statutory Auditors of the Company to hold office for a second term of five years from the conclusion of this Annual General Meeting till the conclusion of 34th (thirty fourth) Annual General Meeting of the Company to be held in the year 2027, at a remuneration as may be fixed by the Board of Directors of the Company.

email: [admin@nrail.com](mailto:admin@nrail.com), website: [www.nrail.com](http://www.nrail.com)

**CIN: L22210MH1993PLC133365**

**REGD. OFF.: 502-A/501-B, FORTUNE TERRACES, 5TH FLOOR, OPP. CITY MALL, NEW LINK ROAD,  
ANDHERI (W), MUMBAI – 400 053. TEL: +91 22 67317500, FAX: +91 22 26730227**



4. Special Resolution- Re-appointment of Shri Raunak Agarwal (DIN: 02173330) as the Whole Time Director for a further period of 3 (three) years with effect from August 01, 2022 to July 31, 2025.
5. Special Resolution- Re-appointment of Smt Reena Agarwal (DIN: 00178743) as the Whole Time Director for a period of 3 (three) years with effect from August 01, 2022 to July 31, 2025.
6. Ordinary Resolution- Ratification of Cost Auditors' remuneration for the financial year ended March 31, 2022.
7. Special Resolution- Approval of the Members of the Company accorded to keep the Registers as prescribed under Section 88 of the Act and copies of Annual Returns under Section 92 of the Act, together with the copies of certificates and documents required to be annexed thereto or any other documents as may be required, at the Registered Office of the Company and/ or at the office of Link Intime India Pvt Ltd., Registrar and Share Transfer Agent of the Company.

The e-voting facility was kept open thereafter for next 15 minutes to enable the shareholders to cast their votes. The meeting concluded at 12.02 p.m.

The voting results on the above resolutions are being communicated to the Exchanges along with the consolidated Scrutinizer's Report both on remote e-voting and e-voting at the aforesaid AGM within the stipulated time. The same shall also be placed on the Company's website and the website of NSDL.

Thanking You,

Yours Faithfully,

For N R AGARWAL INDUSTRIES LIMITED  
**POOJA HITESH  
DAFTARY**

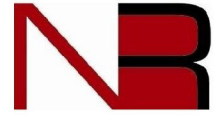
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**Pooja Daftary**  
Company Secretary & Compliance Officer

**Brief details of the items deliberated at the Annual General Meeting held on September 29, 2022 and the results**

Sr. no	Agenda	Resolution required	Mode of Voting	Results
1	To receive, consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2022, together with the reports of the Board of Directors and, Auditors thereon.	Ordinary	Remote E-voting and E-voting during the AGM	Passed with requisite majority
2	To appoint a Director in place of Shri Raunak Agarwal (DIN 02173330), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary	Remote E-voting and E-voting during the AGM	Passed with requisite majority
3.	Re-appointment of M/s. GMJ & Co., Chartered Accountants, Mumbai (Firm Registration No. 103429W), as the Statutory Auditors for the second term of 5 years, to hold office from the conclusion of this Annual General Meeting	Ordinary	Remote E-voting and E-voting during the AGM	Passed with requisite majority
4	Re-appointment of Shri Raunak Agarwal (DIN: 02173330) as the Whole Time Director of the Company for a further period of 3 (three) years with effect from August 01, 2022 to July 31, 2025.	Special	Remote E-voting and E-voting during the AGM	Passed with requisite majority
5	Re-appointment of Smt. Reena Agarwal (DIN: 00178743) as the Whole Time Director of the Company for a further period of 3 (three) years with effect from August 01, 2022 to July 31, 2025	Special	Remote E-voting and E-voting during the AGM	Passed with requisite majority
6	Ratification of Cost Auditors' remuneration	Ordinary	Remote E-voting and E-voting during the AGM	Passed with requisite majority
7	Approval to keep the Registers as prescribed under Section 88 of the Act and copies of Annual Returns under Section 92 of the Act, together with the copies of certificates and documents required to be annexed thereto or any other documents as may be required, at the Registered Office of the Company and/or at the office of Link Intime India Private Limited, Registrar and	Special	Remote E-voting and E-voting during the AGM	Passed with requisite majority

# N R AGARWAL INDUSTRIES LTD



	Share Transfer Agent and/or such other place where the office of the Registrar and Share Transfer Agent of the Company is situated within Mumbai, from time to time.			
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Yours faithfully

**For N R AGARWAL INDUSTRIES LIMITED**  
**POOJA HITESH**  
**DAFTARY**

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**Pooja Daftary**  
**Company Secretary & Compliance Officer**

email: [admin@nrail.com](mailto:admin@nrail.com), website: [www.nrail.com](http://www.nrail.com)

CIN: L22210MH1993PLC133365

REGD. OFF. : 502-A/501-B, FORTUNE TERRACES, 5TH FLOOR, OPP. CITY MALL, NEW LINK ROAD,  
ANDHERI (W), MUMBAI- 400 053. TEL: +91 22 67317500, FAX: +91 22 26730227

## N. R. Agarwal Industries Limited

Resolution Required : (Ordinary)		1 - Adoption of Financial Statements for the financial year ended March 31, 2022 together with the Reports of Board of Directors and Auditors thereon.						
Whether promoter/ promoter group are interested in the agenda/ resolution?								
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/ [1]}* 100	[4]	[5]	[6]={[4]/ [2]}* 100	[7]={[5]/ [2]}* 100
Promoter and Promoter Group	E-Voting	12516998	12460923	99.5520	12460923	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>12460923</b>	<b>99.5520</b>	<b>12460923</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	260968	21300	8.1619	21300	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>21300</b>	<b>8.1619</b>	<b>21300</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	4241134	277804	6.5502	277768	36	99.9870	0.0130
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>277804</b>	<b>6.5502</b>	<b>277768</b>	<b>36</b>	<b>99.9870</b>	<b>0.0130</b>
<b>Total</b>		<b>17019100</b>	<b>12760027</b>	<b>74.9747</b>	<b>12759991</b>	<b>36</b>	<b>99.9997</b>	<b>0.0003</b>

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## N. R. Agarwal Industries Limited

Resolution Required : (Ordinary)		2 - Appointment of Director in place of Raunak Agarwal (DIN 02173330), who retires by rotation and being eligible, offers himself for re-appointment.						
Whether promoter/ promoter group are interested in the agenda/ resolution?								
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/ [1]}* 100	[4]	[5]	[6]={[4]/ [2]}* 100	[7]={[5]/ [2]}* 100
Promoter and Promoter Group	E-Voting	12516998	12460923	99.5520	12460923	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>12460923</b>	<b>99.5520</b>	<b>12460923</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	260968	21300	8.1619	0	21300		
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>21300</b>	<b>8.1619</b>	<b>0</b>	<b>21300</b>	<b>0.0000</b>	<b>100.0000</b>
Public Non Institutions	E-Voting	4241134	277794	6.5500	249628	28166	89.8608	10.1392
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>277794</b>	<b>6.5500</b>	<b>249628</b>	<b>28166</b>	<b>89.8608</b>	<b>10.1392</b>
<b>Total</b>		<b>17019100</b>	<b>12760017</b>	<b>74.9747</b>	<b>12710551</b>	<b>49466</b>	<b>99.6123</b>	<b>0.3877</b>

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## N. R. Agarwal Industries Limited

Resolution Required : (Ordinary)		3 - Re-appointment of M / s GM J & Co., Chartered Accountants, Mumbai (Firm Registration No. 103429W), as the Statutory Auditors.						
Whether promoter/ promoter group are interested in the agenda/ resolution?								
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
Promoter and Promoter Group	E-Voting	12516998	12460923	99.5520	12460923	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>12460923</b>	<b>99.5520</b>	<b>12460923</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	260968	21300	8.1619	21300	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>21300</b>	<b>8.1619</b>	<b>21300</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	4241134	277804	6.5502	246394	31410	88.6935	11.3065
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>277804</b>	<b>6.5502</b>	<b>246394</b>	<b>31410</b>	<b>88.6935</b>	<b>11.3065</b>
<b>Total</b>		<b>17019100</b>	<b>12760027</b>	<b>74.9747</b>	<b>12728617</b>	<b>31410</b>	<b>99.7538</b>	<b>0.2462</b>

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## N. R. Agarwal Industries Limited

Resolution Required : (Special)

4 - Re-appointment of Shri Raunak Agarwal (DIN: 02173330) as the Whole Time Director

Whether promoter/ promoter group are interested in the agenda/ resolution?

Category	Mode of Voting	No. of shares held	No. of votes	% of Votes Polled	No. of Votes	No. of Votes	% of Votes in	% of Votes against
			polled	on outstanding shares	- in favour	-Against	favour on votes polled	on votes polled
		[1]	[2]	[3]=[2]/ [1]* 100	[4]	[5]	[6]=[4]/ [2]* 100	[7]=[5]/ [2]* 100
Promoter and Promoter Group	E-Voting	12516998	12460923	99.5520	12460923	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>12460923</b>	<b>99.5520</b>	<b>12460923</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	260968	21300	8.1619	0	21300		
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>21300</b>	<b>8.1619</b>	<b>0</b>	<b>21300</b>	<b>0.0000</b>	<b>100.0000</b>
Public Non Institutions	E-Voting	4241134	277794	6.5500	249628	28166	89.8608	10.1392
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>277794</b>	<b>6.5500</b>	<b>249628</b>	<b>28166</b>	<b>89.8608</b>	<b>10.1392</b>
<b>Total</b>		<b>17019100</b>	<b>12760017</b>	<b>74.9747</b>	<b>12710551</b>	<b>49466</b>	<b>99.6123</b>	<b>0.3877</b>

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## N. R. Agarwal Industries Limited

Resolution Required : (Special)		5 - Re-appointment of Smt Reena Agarwal (DIN: 00178743) as the Whole Time Director						
Whether promoter/ promoter group are interested in the agenda/ resolution?								
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/ [1]}* 100	[4]	[5]	[6]={[4]/ [2]}* 100	[7]={[5]/ [2]}* 100
Promoter and Promoter Group	E-Voting	12516998	12460923	99.5520	12460923	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>12460923</b>	<b>99.5520</b>	<b>12460923</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	260968	21300	8.1619	0	21300		
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>21300</b>	<b>8.1619</b>	<b>0</b>	<b>21300</b>	<b>0.0000</b>	<b>100.0000</b>
Public Non Institutions	E-Voting	4241134	277794	6.5500	246394	31400	88.6967	11.3033
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>277794</b>	<b>6.5500</b>	<b>246394</b>	<b>31400</b>	<b>88.6967</b>	<b>11.3033</b>
<b>Total</b>		<b>17019100</b>	<b>12760017</b>	<b>74.9747</b>	<b>12707317</b>	<b>52700</b>	<b>99.5870</b>	<b>0.4130</b>

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## N. R. Agarwal Industries Limited

Resolution Required : (Ordinary)		6 - Ratification of Cost Auditors' remuneration for the financial year ended March 31, 2022.						
Whether promoter/ promoter group are interested in the agenda/ resolution?								
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
Promoter and Promoter Group	E-Voting	12516998	12460923	99.5520	12460923	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>12460923</b>	<b>99.5520</b>	<b>12460923</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	260968	21300	8.1619	21300	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>21300</b>	<b>8.1619</b>	<b>21300</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	4241134	277804	6.5502	248628	29176	89.4976	10.5024
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>277804</b>	<b>6.5502</b>	<b>248628</b>	<b>29176</b>	<b>89.4976</b>	<b>10.5024</b>
<b>Total</b>		<b>17019100</b>	<b>12760027</b>	<b>74.9747</b>	<b>12730851</b>	<b>29176</b>	<b>99.7713</b>	<b>0.2287</b>

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## N. R. Agarwal Industries Limited

Resolution Required : (Special)		7 - Change in place of keeping registers and records of the Company.						
Whether promoter/ promoter group are interested in the agenda/ resolution?								
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
Promoter and Promoter Group	E-Voting	12516998	12460923	99.5520	12460923	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>12460923</b>	<b>99.5520</b>	<b>12460923</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	260968	21300	8.1619	21300	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>21300</b>	<b>8.1619</b>	<b>21300</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	4241134	277804	6.5502	248628	29176	89.4976	10.5024
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>277804</b>	<b>6.5502</b>	<b>248628</b>	<b>29176</b>	<b>89.4976</b>	<b>10.5024</b>
<b>Total</b>		<b>17019100</b>	<b>12760027</b>	<b>74.9747</b>	<b>12730851</b>	<b>29176</b>	<b>99.7713</b>	<b>0.2287</b>

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To,  
Mr. Rajendra Agarwal  
Chairman of the **29<sup>th</sup> Annual General Meeting**  
**N R Agarwal Industries Limited**

Dear Sir,

**Sub: Consolidated Scrutinizer's Report on remote e-voting before the 29<sup>th</sup> Annual General Meeting ('AGM') of N R Agarwal Industries Limited held on Thursday, September 29, 2022 at 11.30 a.m. (IST) through video conferencing ('VC') / other audio visual means ('OAVM') and remote e-voting during the AGM, 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 by Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations')**

I, Ms. Jgyasa N. Ved, of M/ s. Parikh & Associates, Practising Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of **N R Agarwal Industries Limited** 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 conduct the remote e-voting process in respect of the below mentioned resolutions proposed at the 29<sup>th</sup> Annual General Meeting ('AGM') of N R Agarwal Industries Limited on Thursday, September 29, 2022 at 11.30 a.m. (IST) through VC/ OAVM.

I was also appointed as Scrutinizer to scrutinize the remote e-voting process during the AGM.

The Notice dated July 29, 2022, convening the AGM, 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, April 13, 2020, January 13, 2021, December 8, 2021, December 14, 2021 and May 05, 2022 (collectively referred to as 'MCA Circulars') (collectively referred to as 'MCA Circulars') and SEBI Circulars dated May 12, 2020, January 15, 2021 and May 13, 2022.

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

The voting period for remote e-voting commenced on Monday, September 26, 2022 at 09.00 a.m. (IST) and ended on Wednesday, September 28, 2022 at 5.00 p.m. (IST) and the NSDL e-voting platform was disabled thereafter.

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

The Shareholders of the Company holding shares as on the 'cut-off' date of Wednesday, September 22, 2022 were entitled to vote on the resolutions forming part of the Notice of the AGM.

After the closure of e-voting at the AGM, the report on remote e-voting done during the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked and counted.

I have scrutinized and reviewed the remote e-voting prior to 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 compliance with the requirements of the Act and rules relating to remote e-voting prior to and during the AGM on the resolutions forming part of the Notice of the AGM.

My responsibility as a scrutinizer for the remote e-voting 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 the remote e-voting prior to and during the AGM in respect of the said resolutions.

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**Resolution 1: Ordinary Resolution**

**Adoption of the Audited Financial Statements of the Company for the financial year ended March 31, 2022, together with the Reports of the Board of Directors and Auditors thereon.**

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
60	1,27,59,991	100 (Rounded off)

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
5	36	0.00

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
Nil	Nil

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**Resolution 2: Ordinary Resolution**

**Appointment of a Director in place of Shri Raunak Agarwal (DIN 02173330), 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 valid votes cast by them	% of total number of valid votes cast
57	1,27,10,551	99.61

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
7	49,466	0.39

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	Nil

**Resolution 3: Ordinary Resolution**

**Re-appointment of M/s. GMJ & Co., Chartered Accountants, Mumbai (Firm Registration No. 103429W), as the Statutory Auditors for the second term of 5 years, to hold office from the conclusion of this Annual General Meeting.**

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
57	1,27,28,617	99.75

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
8	31,410	0.25

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
Nil	Nil

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**Resolution 4: Special Resolution**

**Re-appointment of Shri Raunak Agarwal (DIN: 02173330) as the Whole Time Director of the Company for a further period of 3 (three) years with effect from August 01, 2022 to July 31, 2025.**

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
57	1,27,10,551	99.61

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
7	49,466	0.39

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
Nil	Nil

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**Resolution 5: Special Resolution**

**Re-appointment of Smt. Reena Agarwal (DIN : 00178743) as the Whole Time Director of the Company for a further period of 3 (three) years with effect from August 01, 2022 to July 31, 2025.**

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
56	1,27,07,317	99.59

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
8	52,700	0.41

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
Nil	Nil

**Resolution 6: Ordinary Resolution****Ratification of Cost Auditors' remuneration.**(i) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
57	1,27,30,851	99.77

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
8	29,176	0.23

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
Nil	Nil

**Resolution 7: Special Resolution**

**Approval to keep the Registers as prescribed under Section 88 of the Act and copies of Annual Returns under Section 92 of the Act, together with the copies of certificates and documents required to be annexed thereto or any other documents as may be required, at the Registered Office of the Company and/or at the office of Link Intime India Private Limited, Registrar and Share Transfer Agent and/or such other place where the office of the Registrar and Share Transfer Agent of the Company is situated within Mumbai, from time to time.**

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
57	1,27,30,851	99.77

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
8	29,176	0.23

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
Nil	Nil

Thanking you,  
Yours faithfully,

JIGYASA  
NILESH  
VED  
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by JIGYASA  
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**Jgyasa N. Ved**  
Parikh & Associates  
Practising Company Secretaries  
P/R No.: 1129/2021  
UDIN: F006488D001085786  
FCS: 6488 CP No.: 6018  
111,11<sup>th</sup> Floor, SaiDwar CHSLtd  
Sab TV Lane, Opp. Laxmi Indl. Estate,  
Off Link Road, Above Shabari Restaurant,  
Andheri West, Mumbai – 400053

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Place: Mumbai

Dated: September 29, 2022