

**Nahar**

CAPITAL AND FINANCIAL SERVICES LTD

**(A NON-BANKING FINANCIAL COMPANY)****Regd. Office & Corporate Office :** "Nahar Tower", 375, Industrial Area-A, Ludhiana-141 003 (INDIA)**Phones :** 91-161-2600701 to 705, 2606977 to 980 **Fax :** 91-161-2222942, 2601956**Email :** secncfs@owmnahar.com **Web Site :** www.owmnahar.com **CIN No. :** L45202PB2006PLC029968

NCFSL/SD/2019-20/

September 30, 2019

1. The Manager,  
The National Stock Exchange of India Limited  
Exchange Plaza, 5<sup>th</sup> Floor, Plot No. C/1, G-Block  
Bandra-Kurla Complex, Bandra (E)  
**MUMBAI – 400 051**
2. The General Manager,  
The BSE Limited  
25<sup>th</sup> Floor, P.J. Tower,  
Dalal Street, Mumbai  
**MUMBAI – 400 001**

Dear Sir,

In respect of 14th Annual General Meeting of the members of the Company held on Monday, September 30, 2019 at 12:00 Noon at the premises of Nahar Industrial Enterprises Limited, Focal Point, Ludhiana, we are enclosing herewith the details regarding voting results in respect of business transacted by the shareholders pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 alongwith Scrutinizer's Report.

The Meeting commenced at 12.00 Noon and concluded at 12.25 p.m.

Kindly take the same on your record.

Thanking you,

Yours faithfully,

For NAHAR CAPITAL AND FINANCIAL SERVICES LTD.

**(ANJALI MODGIL)**  
**COMPANY SECRETARY**

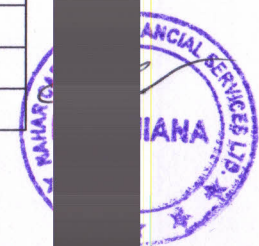
Encls: As above

**NAHAR CAPITAL AND FINANCIAL SERVICES LIMITED**

**Details regarding the Voting Results**

|   |                                  |
|---|----------------------------------|
| <b>Date of the AGM</b>  | 30 <sup>th</sup> September, 2019 |
| <b>Total number of shareholders on record date</b>  | 10996                            |
| <b>No. of Shareholders present in the meeting either in person or through proxy:</b><br>Promoters and Promoter Group: | 4                                |
| Public:   | 87                               |
| <b>No. of Shareholders attended the meeting through Video Conferencing</b><br>Promoters and Promoter Group:           | Nil                              |
| Public:   | Nil                              |

| Resolution required: Ordinary  |                |                    | 1. ADOPTION OF FINANCIAL STATEMENTS – STANDALONE AS WELL AS CONSOLIDATED |   |                          |                        |                                      |                                    |
|--|----------------|--------------------|--|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Whether promoter/promoter group are interested in the agenda/resolution? |                |                    | No   |   |                          |                        |                                      |                                    |
| 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)=<br>[(2)/(1)]*100                   | (4)                      | (5)                    | (6)=<br>[(4)/(2)]*100                | (7)=<br>[(5)/(2)]*100              |
| Promoter and Promoter Group  | E-Voting       | 11792005           | 0  | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               |
|  | Poll           |                    | 10430757   | 88.456                                  | 10430757                 | 0                      | 100.000                              | 0.00                               |
|  | Total          |                    | 10430757   | 88.456                                  | 10430757                 | 0                      | 100.000                              | 0.00                               |
| Public – Institutional holders   | E-Voting       | 0                  | 0  | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               |
|  | Poll           |                    | 0  | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               |
|  | Total          |                    | 0  | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               |



|               |          |                 |                 |              |                 |            |               |              |
|---------------|----------|-----------------|-----------------|--------------|-----------------|------------|---------------|--------------|
| Public-Others | E-Voting | 4954162         | 575             | 0.012        | 245             | 330        | 42.609        | 57.391       |
|               | Poll     |                 | 9820            | 0.198        | 9820            | 0          | 100.000       | 0.00         |
|               | Total    |                 | 10395           | 0.210        | 10065           | 330        | 96.825        | 3.175        |
| <b>Total</b>  |          | <b>16746167</b> | <b>10441152</b> | <b>62.35</b> | <b>10440822</b> | <b>330</b> | <b>99.997</b> | <b>0.003</b> |

\* 42 Invalid Votes

| Resolution required: Ordinary  |                |                    | 2. DECLARATION OF DIVIDEND ON EQUITY SHARE CAPITAL |   |                          |                        |                                      |                                    |
|--|----------------|--------------------|--|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Whether promoter/promoter group are interested in the agenda/resolution? |                |                    | No   |   |                          |                        |                                      |                                    |
| 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)=<br>[(2)/(1)]*100                   | (4)                      | (5)                    | (6)=<br>[(4)/(2)]*100                | (7)=<br>[(5)/(2)]*100              |
| Promoter and Promoter Group  | E-Voting       | 11792005           | 0  | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               |
|  | Poll           |                    | 10430757   | 88.456                                  | 10430757                 | 0                      | 100.000                              | 0.00                               |
|  | Total          |                    | 10430757   | 88.456                                  | 10430757                 | 0                      | 100.000                              | 0.00                               |
| Public – Institutional holders   | E-Voting       | 0                  | 0  | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               |
|  | Poll           |                    | 0  | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               |
|  | Total          |                    | 0  | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               |
| Public-Others  | E-Voting       | 4954162            | 575  | 0.012                                   | 370                      | 205                    | 64.348                               | 35.652                             |
|  | Poll           |                    | 9820   | 0.198                                   | 9820                     | 0                      | 100.000                              | 0.00                               |
|  | Total          |                    | 10395  | 0.210                                   | 10190                    | 205                    | 98.028                               | 1.972                              |
| <b>Total</b>   |                | <b>16746167</b>    | <b>10441152</b>                                    | <b>62.35</b>                            | <b>10440947</b>          | <b>205</b>             | <b>99.998</b>                        | <b>0.002</b>                       |

\* 42 Invalid Votes



| Resolution required: Ordinary  |                |                    | 3. APPOINTMENT OF MR. DINESH GOGNA (DIN: 00498670) AS A NON-EXECUTIVE DIRECTOR LIABLE TO RETIRE BY ROTATION. |   |                          |                        |                                      |                                    |
|--|----------------|--------------------|--|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Whether promoter/promoter group are interested in the agenda/resolution? |                |                    | No   |   |                          |                        |                                      |                                    |
| 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)=<br>[(2)/(1)]*100                   | (4)                      | (5)                    | (6)=<br>[(4)/(2)]*100                | (7)=<br>[(5)/(2)]*100              |
| Promoter and Promoter Group  | E-Voting       | 11792005           | 0  | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               |
|  | Poll           |                    | 10430757   | 88.456                                  | 10430757                 | 0                      | 100.000                              | 0.00                               |
|  | Total          |                    | 10430757   | 88.456                                  | 10430757                 | 0                      | 100.000                              | 0.00                               |
| Public – Institutional holders   | E-Voting       | 0                  | 0  | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               |
|  | Poll           |                    | 0  | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               |
|  | Total          |                    | 0  | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               |
| Public-Others  | E-Voting       | 4954162            | 575  | 0.012                                   | 245                      | 330                    | 42.609                               | 57.391                             |
|  | Poll           |                    | 9820   | 0.198                                   | 9820                     | 0                      | 100.000                              | 0.00                               |
|  | Total          |                    | 10395  | 0.210                                   | 10065                    | 330                    | 96.825                               | 3.175                              |
| Total  |                | 16746167           | 10441152   | 62.35                                   | 10440822                 | 330                    | 99.997                               | 0.003                              |

\* 42 Invalid Votes

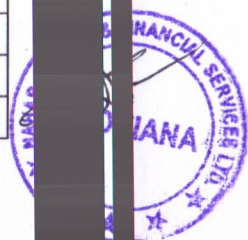
| Resolution required: Ordinary  |                |                    | 4. APPOINTMENT OF MR. SATISH KUMAR SHARMA (DIN: 00402712) AS A NON-EXECUTIVE DIRECTOR LIABLE TO RETIRE BY ROTATION. |   |                          |                        |                                      |                                    |
|--|----------------|--------------------|---|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Whether promoter/promoter group are interested in the agenda/resolution? |                |                    | No  |   |                          |                        |                                      |                                    |
| 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)=<br>[(2)/(1)]*100 | (4)             | (5)        | (6)=<br>[(4)/(2)]*100 | (7)=<br>[(5)/(2)]*100 |
|--------------------------------|----------|-----------------|-----------------|-----------------------|-----------------|------------|-----------------------|-----------------------|
| Promoter and Promoter Group    | E-Voting | 11792005        | 0               | 0.00                  | 0               | 0          | 0.00                  | 0.00                  |
|                                | Poll     |                 | 10430757        | 88.456                | 10430757        | 0          | 100.000               | 0.00                  |
|                                | Total    |                 | 10430757        | 88.456                | 10430757        | 0          | 100.000               | 0.00                  |
| Public – Institutional holders | E-Voting | 0               | 0               | 0.00                  | 0               | 0          | 0.00                  | 0.00                  |
|                                | Poll     |                 | 0               | 0.00                  | 0               | 0          | 0.00                  | 0.00                  |
|                                | Total    |                 | 0               | 0.00                  | 0               | 0          | 0.00                  | 0.00                  |
| Public-Others                  | E-Voting | 4954162         | 575             | 0.012                 | 245             | 330        | 42.609                | 57.391                |
|                                | Poll     |                 | 9820            | 0.198                 | 9820            | 0          | 100.000               | 0.00                  |
|                                | Total    |                 | 10395           | 0.210                 | 10065           | 330        | 96.825                | 3.175                 |
| <b>Total</b>                   |          | <b>16746167</b> | <b>10441152</b> | <b>62.35</b>          | <b>10440822</b> | <b>330</b> | <b>99.997</b>         | <b>0.003</b>          |

\* 42 Invalid Votes

| Resolution required: Special   |                |                    | 5. APPROVE THE PAYMENT OF MINIMUM REMUNERATION TO MR. DINESH OSWAL, MANAGING DIRECTOR IN CASE OF NO PROFITS OR INADEQUACY OF PROFITS.           |   |                          |                        |                                      |                                    |
|--|----------------|--------------------|---|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Whether promoter/promoter group are interested in the agenda/resolution? |                |                    | Yes (Mrs. Abhilash Oswal, Mrs. Ruchika Oswal and Mrs. Monica Oswal, being relatives are interested. But they didn't participate in the voting.) |   |                          |                        |                                      |                                    |
| 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)=<br>[(2)/(1)]*100                   | (4)                      | (5)                    | (6)=<br>[(4)/(2)]*100                | (7)=<br>[(5)/(2)]*100              |
| Promoter and Promoter Group  | E-Voting       | 11792005           | 0   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               |
|  | Poll           |                    | 10430757  | 88.456                                  | 10430757                 | 0                      | 100.000                              | 0.00                               |
|  | Total          |                    | 10430757  | 88.456                                  | 10430757                 | 0                      | 100.000                              | 0.00                               |
| Public – Institutional holders   | E-Voting       | 0                  | 0   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               |
|  | Poll           |                    | 0   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               |
|  | Total          |                    | 0   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               |



|               |          |          |          |       |          |     |         |        |
|---------------|----------|----------|----------|-------|----------|-----|---------|--------|
| Public-Others | E-Voting | 4954162  | 575      | 0.012 | 245      | 330 | 42.609  | 57.391 |
|               | Poll     |          | 9820     | 0.198 | 9820     | 0   | 100.000 | 0.00   |
|               | Total    |          | 10395    | 0.210 | 10065    | 330 | 96.825  | 3.175  |
| Total         |          | 16746167 | 10441152 | 62.35 | 10440822 | 330 | 99.997  | 0.003  |

\* 42 Invalid Votes



Report of Scrutinizer(s)

[Pursuant to rule section 108 & 109 of the Companies Act, 2013 and rule 20 & 21 of the Companies (Management and Administration) Rules, 2014]

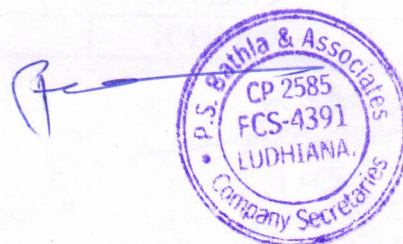
To,  
The Chairman  
Nahar Capital and Financial Services Limited  
Ludhiana.

The 14th Annual General Meeting of the Equity Shareholders of Nahar Capital and Financial Services Limited Held on Monday, the 30th September, 2019 at 12.00 Noon at the premises of M/s Nahar Industrial Enterprises Limited, Focal Point, Ludhiana.

Dear Sir,

I, P. S. Bathla, Company Secretary in practice, appointed as Scrutinizer for the purpose of the E-voting and physical voting on the below mentioned resolution(s), contained in the Notice of 14th Annual General Meeting of the Equity Shareholders of Nahar Capital and Financial Services Limited, held on Monday, the 30th September, 2019 at 12.00 Noon at the premises of M/s. Nahar Industrial Enterprises Limited, Focal Point, Ludhiana, Punjab, submit our report as under:

1. The E-voting period commenced on 27.09.2019 at 09.00 A.M. and ended on 29.09.2019 at 05.00 P.M. After completion of the E-voting period, the votes were unblocked at 12.25 P.M. on 30<sup>th</sup> September, 2019 in the presence of Ms. Rekha Rani and Ms. Twinkle Sareen.
2. At the Meeting, Company offered physical voting to the Shareholders who have not opted for E-voting. After the time fixed for closing of the poll by the Chairman, ballot box kept for polling was locked in our presence with due identification marks placed by me.
3. The locked ballot box was subsequently opened in my/our presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies, if any, lodged with the Company.
4. 10 Number of Ballot Papers were found invalid due to non signatures on the ballot papers by the respective members.



5. The result of the Poll is as under:

(1) Resolution - To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2019 and the Reports of the Board of Directors and Auditors thereon.  
(Ordinary Resolution)

(i) Voted in favor of the resolution:

| Particulars | Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
|-------------|--|------------------------------|---------------------------------------|
| E-Voting    | 6  | 245                          | 0.002                                 |
| Physical    | 51   | 10440619                     | 99.995                                |
| Total       | 57   | 10440864                     | 99.997                                |

(ii) Voted against the resolution:

| Particulars | Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
|-------------|--|------------------------------|---------------------------------------|
| E-Voting    | 3  | 330                          | 0.003                                 |
| Physical    | 0  | 0                            | 0                                     |
| Total       | 3  | 330                          | 0.003                                 |

(iii) Invalid votes:

| Particulars | Total number of members (in person or by proxy) whose votes were declared | Total number of votes cast by them |
|-------------|---|------------------------------------|
| E-Voting    | 0   | 0                                  |
| Physical    | 10  | 42                                 |
| Total       | 10  | 42                                 |

(2) Resolution – Declaration of Dividend (Ordinary Resolution)

(i) Voted in favour of the resolution:

| Particulars | Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
|-------------|--|------------------------------|---------------------------------------|
| E-Voting    | 7  | 370                          | 0.003                                 |
| Physical    | 51   | 10440619                     | 99.995                                |
| Total       | 58   | 10440989                     | 99.998                                |





| Particulars | Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
|-------------|--|------------------------------|---------------------------------------|
| E-Voting    | 2  | 205                          | 0.002                                 |
| Physical    | 0  | 0                            | 0                                     |
| Total       | 2  | 205                          | 0.002                                 |

(iii) Invalid votes:

| Particulars | Total number of members (in person or by proxy) whose votes were declared | Total number of votes cast by them |
|-------------|---|------------------------------------|
| E-Voting    | 0   | 0                                  |
| Physical    | 10  | 42                                 |
| Total       | 10  | 42                                 |

(3) Resolution – Appointment of Mr. Dinesh Gogna (DIN 00498670), as Non Executive Director Liable to retire by Rotation (Ordinary Resolution)

i) Voted in favour of the resolution

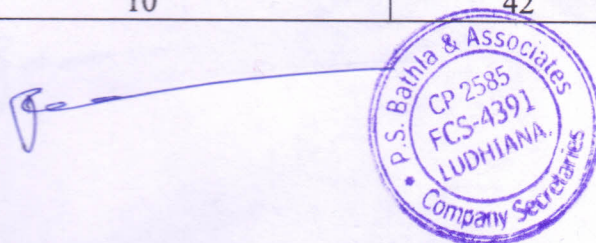
| Particulars | Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
|-------------|--|------------------------------|---------------------------------------|
| E-Voting    | 6  | 245                          | 0.002                                 |
| Physical    | 51   | 10440619                     | 99.995                                |
| Total       | 57   | 10440864                     | 99.997                                |

(ii) Voted against the resolution:

| Particulars | Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
|-------------|--|------------------------------|---------------------------------------|
| E-Voting    | 3  | 330                          | 0.003                                 |
| Physical    | 0  | 0                            | 0                                     |
| Total       | 3  | 330                          | 0.003                                 |

(iii) Invalid votes

| Particulars | Total number of members (in person or by proxy) whose votes were declared | Total number of votes cast by them |
|-------------|---|------------------------------------|
| E-Voting    | 0   | 0                                  |
| Physical    | 10  | 42                                 |
| Total       | 10  | 42                                 |



**(4) Resolution – Appointment of Mr. Satish Kumar Sharma (DIN 00402712), as Non Executive Director Liable to retire by Rotation (Ordinary Resolution)**

i) Voted in favour of the resolution

| Particulars | Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
|-------------|--|------------------------------|---------------------------------------|
| E-Voting    | 6  | 245                          | 0.002                                 |
| Physical    | 51   | 10440619                     | 99.995                                |
| Total       | 57   | 10440864                     | 99.997                                |

ii) Voted against the resolution:

| Particulars | Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
|-------------|--|------------------------------|---------------------------------------|
| E-Voting    | 3  | 330                          | 0.003                                 |
| Physical    | 0  | 0                            | 0                                     |
| Total       | 3  | 330                          | 0.003                                 |

iii) Invalid votes

| Particulars | Total number of members (in person or by proxy) whose votes were declared | Total number of votes cast by them |
|-------------|---|------------------------------------|
| E-Voting    | 0   | 0                                  |
| Physical    | 10  | 42                                 |
| Total       | 10  | 42                                 |

**5) Resolution –To Approve the Payment of Minimum Remuneration to Mr. Dinesh Oswal, Managing Director, in case of No profits or inadequacy of Profits.(Special Resolution)**

i) Voted in favour of the resolution

| Particulars | Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
|-------------|--|------------------------------|---------------------------------------|
| E-Voting    | 6  | 245                          | 0.002                                 |
| Physical    | 51   | 10440619                     | 99.995                                |
| Total       | 57   | 10440864                     | 99.997                                |



i) Voted against the resolution:

| Particulars | Number of members present and voting (in person or by | Number of votes cast by them | % of total number of valid votes cast |
|-------------|---|------------------------------|---------------------------------------|
| E-Voting    | 3   | 330                          | 0.003                                 |
| Physical    | 0   | 0                            | 0                                     |
| Total       | 3   | 330                          | 0.003                                 |

iii) Invalid votes

| Particulars | Total number of members (in person or by proxy) whose votes were declared | Total number of votes cast by them |
|-------------|---|------------------------------------|
| E-Voting    | 0   | 0                                  |
| Physical    | 10  | 42                                 |
| Total       | 10  | 42                                 |

6. A Compact Disc/Drive containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
7. The poll papers and all other relevant records were sealed and handed over to the Company Secretary for safe keeping.

Thanking you,

Yours faithfully,

Place: Ludhiana  
Date : 30<sup>th</sup> September, 2019

For P S Bathla & Associates



Parminder Singh Bathla  
Company Secretary  
FCS No. 4391  
C.P No. 2585  
SCO-6, Feroze Gandhi Market,  
Ludhiana