

S. K. Jha & Associates

Company Secretaries

308-309, Vardhman Fortune Mall, Azadpur, Delhi-110033, Opp. Hans Cinema,
G.T. Karnal Road, Mob.: 9811579790, 9015230378, Tel - 011-49841491
E-mail- sanjayhafs@gmail.com, sanacs_khg@rediffmail.com
PEER REVIEW CERTIFICATE NO. 1347/2021, PRACTICE UNIQUE IDENTIFICATION
NO.12001DE201800

FORM NO. MGT.13

Report of Scrutinizer(s)

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the
Companies (Management and Administration) Rules, 2014/

To,
The Chairman,
New Light Apparels Private Limited,
GC-29, Basement, Shivaji Enclave, Raja Garden, New Delhi-110027

Subject: Consolidated Scrutinizer's Report on remote e-voting, and e-voting during the AGM conducted to transact the items as set out in the Notice of 29th Annual General Meeting of **New Light Apparels Limited** held on Saturday, the **23rd September 2024 at 12:30 p.m. (IST)** by means of Video Conferencing (VC) / Other Audio Visual Means (OAVM).

Dear Sir,

1. I **Sanjay Kumar Jha**, Prop. S. K. Jha & Associates, Practicing Company Secretary (Holding Membership No. FCS 5076 and Certificate of Practice No. 3749) having its office at 308-309, Vardhman Fortune Mall, Opp. Hans Cinema, G. T. Karnal, Road, Azadpur, Delhi-110033 appointed as Scrutinizer(s) for the purpose of the poll taken on the below mentioned resolution(s). at the 29th Annual General Meeting of the Equity Shareholders of New Light Apparels Limited held on Saturday, the **23rd September 2024 at 12:30 p.m. (IST)** through two-way Video Conferencing('VC') facility/Other Audio Visual Means ('OAVM') , under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 as amended, the General Circular No. 02/2022 dated May 5, 2022 read with circulars dated December 14, 2021, December 8, 2021, January 13, 2021, May5, 2020, April 13, 2020 and April 8, 2020 issued by the Ministry of Corporate Affairs (MCA) and in accordance with the Circular no 09/2023 dated September 25, 2023 read with circular dated January 15, 2021 and May12, 2020 issued by the Securities and Exchange Board of India (SEBI) (Applicable Circulars) providing relaxation for the manner in which the AGM shall be held and conducted. The Applicable Circulars provides for relaxation in the manner in which the AGM will be held including the manner of sending the Notices and Annual Reports to the shareholders and the manner of voting at the meeting.
2. The Company engaged M/s National Securities Depository Limited ("NSDL") as the Service Provider for extending the facility of remote e-voting i.e. e-voting during the AGM to the shareholders of the Company. The Service Provider provided a system for recording the votes of



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the shareholders electronically on all the Ten (10) items mentioned in the notice dated 28th August 2024 and Addendum AGM Notice dated September 03, 2024. The Company had also uploaded all the items of the business to be transacted on the website of the Company and also its Service Provider to facilitate their shareholders to cast their votes through remote e-voting and Instapoll. The Remote e-Voting facility was kept open from Friday, September 20, 2024 (09:00 A.M.) to Sunday, September 22, 2024 (17:00 P.M.).

3. The cutoff date (Record date) for the purposes of identifying the Shareholders who will be entitled to vote on the resolutions placed for the approval of the shareholders was Monday, September 16, 2024.
4. As on the cutoff date there were **2601** Shareholders of the Company. The Notice was sent through email to **2498** Shareholders whose email id was made available by the two depositories.
5. Pursuant to the Applicable Circulars, the Notice sent through email contained the detailed procedure to be followed by the shareholders to cast their votes electronically.
6. Pursuant to Rule 20(4)(v) of Companies (Management and Administration) Amendment Rules, 2015, the Company also released notice on advertisement, which was published on Thursday, August 29, 2024 and also the addendum notice on Wednesday, September 04, 2024 in Financial Express (English Newspaper), and Jansatta (Hindi Newspaper). The notice published in the newspaper carried the required information as specified in the Rule 20(4)(v) (a) to (h).
7. Particulars of all votes cast by electronic mode have been entered in the register separately maintained for the purpose in electronic mode.
8. At the 29th Annual General Meeting of the Company held through VC / OAVM, on Monday, September 23, 2024, after considering all the items of business, the facility to vote electronically i.e. through Instapoll was provided to facilitate those members who were attending the meeting through VC / OAVM but could not participate in the remote e-voting to record their votes.
9. Thereafter, the remote e-voting and e-voting by the members at the AGM, results were unblocked by me at around 12.10 P.M. on September 25, 2024 in the presence of two witnesses on the National Securities Depository Limited (NSDL) e-voting platform and the voting summary statement was downloaded pursuant to Rule 20(4)(xii) of the Companies (Management and Administration) Amendment Rules, 2015. After unblocking the total votes cast both through remote e-voting and Instapoll, were consolidated and the final Scrutinizer's Report was prepared

Responsibility of the Management

The Management of the company is responsible to ensure the compliance with the requirements of the relevant provisions of the Companies Act, 2013 and the rules made thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to voting including voting by electronic means for the resolutions stated in the Notice dated August 28, 2024 and Addendum Notice dated September 03, 2024.



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Responsibility as a Scrutinizer

My responsibility as a scrutinizer for the e-voting process is restricted to make a Scrutinizer Report of the votes cast "in favour" and "against" the resolutions set out in the Notice of 29th Annual General Meeting dated September 23, 2024 based on the reports generated from the e-voting system provide by M/s National Securities Depository Limited (NSDL), the authorized agency engaged by the Company for providing e-voting facility.

As a scrutinizer, the report of the e-voting carried by the shareholders was duly complied

The result of e-voting is as under:-

→ Agenda Item No. 1

Ordinary Resolution

To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2024 and the Report of the Board of Directors and Auditors thereon.

Voted in favour of the Resolution

Mode	Number of Members voted	Number of votes cast by them	% of total no. of votes cast
Remote E-Voting	245	53,06,619	100
E-voting at AGM	-	-	-
Total	245	53,06,619	100

Voted against the Resolution

Mode	Number of Members voted	Number of votes cast by them	% of total no. of votes cast
Remote E-Voting	0	0	0
E-voting at AGM	-	-	-
Total	0	0	0

Invalid Vote

Mode	Number of Members voted	Number of votes cast by them
Remote E-Voting	-	-
E-voting at AGM	-	-
Total	-	-

Therefore, the **Resolution No. 1** has been approved with requisite majority.



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→ Agenda Item No. 2

Ordinary Resolution To Re-appoint Mr. Sandeep Makkad (DIN: 01112423) as Director who retire by rotation and being eligible offers himself for re-appointment.

Voted in favour of the Resolution

Mode	Number of Members voted	Number of votes cast by them	% of total no. of votes cast
Remote E-Voting	240	4767034	95.70
E-voting at AGM	-	-	-
Total	240	4767034	95.70

Voted against the Resolution

Mode	Number of Members voted	Number of votes cast by them	% of total no. of votes cast
Remote E-Voting	1	214109	4.30
E-voting at AGM	-	-	-
Total	1	214109	4.30

Invalid Vote

Mode	Number of Members voted	Number of votes cast by them
Remote E-Voting	-	-
E-voting at AGM	-	-
Total	-	-

Therefore, the **Resolution No. 2** has been approved with requisite majority.

→ Agenda Item No. 3

Special Resolution For AMENDMENT TO CLAUSE III (B) & III (C) OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY

Voted in favour of the Resolution

Mode	Number of Members voted	Number of votes cast by them	% of total no. of votes cast
Remote E-Voting	245	5306619	100
E-voting at AGM	-	-	-
Total	245	5306619	100

Voted against the Resolution

Mode	Number of Members voted	Number of votes cast by them	% of total no. of votes cast
Remote E-Voting	0	0	0.0
E-voting at AGM	-	-	-
Total	0	0	0.0



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Invalid Vote

Mode	Number of Members voted	Number of votes cast by them
Remote E-Voting	-	-
E-voting at AGM	-	-
Total	-	-

Therefore, the **Resolution No. 3** has been approved with Special Resolution / requisite majority

The resolution stand passed under remote e-voting and Instapoll with Special Resolution , the requisite majority and, hence, deemed to be passed as on the date of the AGM

➔ **Agenda Item No. 4**

Special Resolution For AMENDMENT OF THE LIABILITY CLAUSE OF THE MEMORANDUM OF ASSOCIATION

Voted in favour of the Resolution

Mode	Number of Members voted	Number of votes cast by them	% of total no. of votes cast
Remote E-Voting	245	5306619	100
E-voting at AGM	-	-	-
Total	245	5306619	100

Voted against the Resolution

Mode	Number of Members voted	Number of votes cast by them	% of total no. of votes cast
Remote E-Voting	0	0	0.0
E-voting at AGM	-	-	-
Total	0	0	0.0

Invalid Vote

Mode	Number of Members voted	Number of votes cast by them
Remote E-Voting	-	-
E-voting at AGM	-	-
Total	-	-

Therefore, the **Resolution No. 4** has been approved with Special Resolution / requisite majority

The resolution stand passed under remote e-voting and Instapoll with Special Resolution , the requisite majority and, hence, deemed to be passed as on the date of the AGM

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→ Agenda Item No. 5

Special Resolution ADOPTION OF NEW SET OF ARTICLES OF ASSOCIATION AS PER COMPANIES ACT, 2013 AND ITS RULE

Voted in favour of the Resolution

Mode	Number of Members voted	Number of votes cast by them	% of total no. of votes cast
Remote E-Voting	245	5306619	100
E-voting at AGM	-	-	-
Total	245	5306619	100

Voted against the Resolution

Mode	Number of Members voted	Number of votes cast by them	% of total no. of votes cast
Remote E-Voting	0	0	0.0
E-voting at AGM	-	-	-
Total	0	0	0.0

Invalid Vote

Mode	Number of Members voted	Number of votes cast by them
Remote E-Voting	-	-
E-voting at AGM	-	-
Total	-	-

Therefore, the **Resolution No. 5** has been approved with Special Resolution / requisite majority

The resolution stand passed under remote e-voting and Instapoll with Special Resolution, the requisite majority and, hence, deemed to be passed as on the date of the AGM

→ Agenda Item No. 6

Special Resolution For INCREASE IN AUTHORIZED SHARE CAPITAL OF THE COMPANY AND ALTERATION OF CAPITAL CLAUSE OF MEMORANDUM OF ASSOCIATION OF THE COMPANY

Voted in favour of the Resolution

Mode	Number of Members voted	Number of votes cast by them	% of total no. of votes cast
Remote E-Voting	245	5306619	100
E-voting at AGM	-	-	-
Total	245	5306619	100

Voted against the Resolution

Mode	Number of Members voted	Number of votes cast by them	% of total no. of votes cast
Remote E-Voting	0	0	0.0

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E-voting at AGM	-	-	-
Total	0	0	0.0

Invalid Vote

Mode	Number of Members voted	Number of votes cast by them
Remote E-Voting	-	-
E-voting at AGM	-	-
Total	-	-

Therefore, the **Resolution No. 6** has been approved with Special Resolution / requisite majority

The resolution stand passed under remote e-voting and Instapoll with Special Resolution , the requisite majority and, hence, deemed to be passed as on the date of the AGM

→ **Agenda Item No. 7**

Special Resolution For APPOINTMENT OF MR. GURCHARAN LAL MAKKAD (DIN: 01689768) AS DIRECTOR OF THE COMPANAY

Voted in favour of the Resolution

Mode	Number of Members voted	Number of votes cast by them	% of total no. of votes cast
Remote E-Voting	227	248189	4.73
E-voting at AGM	-	-	-
Total	227	248189	4.73

Voted against the Resolution

Mode	Number of Members voted	Number of votes cast by them	% of total no. of votes cast
Remote E-Voting	17	4996568	95.27
E-voting at AGM	-	-	-
Total	17	4996568	95.27

Invalid Vote

Mode	Number of Members voted	Number of votes cast by them
Remote E-Voting	-	-
E-voting at AGM	-	-
Total	-	-

Therefore, the **Resolution No. 7** has not passed with Special Resolution / requisite majority

The resolution stand not passed under remote e-voting and Instapoll, the requisite majority and, hence, deemed to be Resolution not passed as on the date of the AGM

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→ Agenda Item No. 8

Special Resolution For APPOINTMENT OF MR. GURCHARAN LAL MAKKAD (DIN: 01689768) AS A WHOLE TIME DIRECTOR OF THE COMPANY

Voted in favour of the Resolution

Mode	Number of Members voted	Number of votes cast by them	% of total no. of votes cast
Remote E-Voting	227	248189	4.73
E-voting at AGM	-	-	-
Total	227	248189	4.73

Voted against the Resolution

Mode	Number of Members voted	Number of votes cast by them	% of total no. of votes cast
Remote E-Voting	17	4996568	95.27
E-voting at AGM	-	-	-
Total	17	4996568	95.27

Invalid Vote

Mode	Number of Members voted	Number of votes cast by them
Remote E-Voting	-	-
E-voting at AGM	-	-
Total	-	-

Therefore, the **Resolution No. 8** has not passed with Special Resolution / requisite majority

The resolution stand not passed under remote e-voting and Instapoll , the requisite majority and hence, deemed to be Resolution not passed as on the date of the AGM

→ Agenda Item No. 9

Special Resolution For SUB-DIVISION/SPLIT OF EQUITY SHARES FROM THE FACE VALUE OF RS. 10 (TEN)/- PER SHARE TO FACE VALUE OF RS. 01 (ONE) /- PER SHARE OF THE COMPANY

Voted in favour of the Resolution

Mode	Number of Members voted	Number of votes cast by them	% of total no. of votes cast
Remote E-Voting	245	5306619	100
E-voting at AGM	-	-	-
Total	245	5306619	100

Voted against the Resolution

Mode	Number of Members voted	Number of votes cast by them	% of total no. of votes cast
Remote E-Voting	0	0	0.0
E-voting at AGM	-	-	-

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Total	0	0	0.0
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Invalid Vote

Mode	Number of Members voted	Number of votes cast by them
Remote E-Voting	-	-
E-voting at AGM	-	-
Total	-	-

Therefore, the **Resolution No. 9** has been approved with Special Resolution / requisite majority

The resolution stand passed under remote e-voting and Instapoll with Special Resolution, the requisite majority and, hence, deemed to be passed as on the date of the AGM

→ **Agenda Item No. 10**

Special Resolution For TO CONSIDER THE ALTERATION IN CAPITAL CLAUSE "F" OF MEMORANDUM OF ASSOCIATION OF THE COMPANY.

Voted in favour of the Resolution

Mode	Number of Members voted	Number of votes cast by them	% of total no. of votes cast
Remote E-Voting	245	5306619	100
E-voting at AGM	-	-	-
Total	245	5306619	100

Voted against the Resolution

Mode	Number of Members voted	Number of votes cast by them	% of total no. of votes cast
Remote E-Voting	0	0	0.0
E-voting at AGM	-	-	-
Total	0	0	0.0

Invalid Vote

Mode	Number of Members voted	Number of votes cast by them
Remote E-Voting	-	-
E-voting at AGM	-	-
Total	-	-

Therefore, the **Resolution No. 10** has been approved with Special Resolution / requisite majority

The resolution stand passed under remote e-voting and Instapoll with Special Resolution, the requisite majority and, hence, deemed to be passed as on the date of the AGM

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I hereby confirm that I am maintaining the soft copy of the registers received from the service provider in respect of the votes cast through remote e- voting and Instapoll by way of electronic means by the members of the company.

All other relevant records relating to remote e-voting and Instapoll shall remain in the safe custody of the scrutinizer and will be hand over to the company until the Chairman considers, approves and signs the minutes. You may kindly declare the results accordingly.

*Thanking you
Yours Sincerely*

**For S.K. Jha & Associates
Company Secretaries**

Sanjay Kumar Jha.

**Sanjay Kumar Jha
Prop.
M. No. -5076
C.P. No.:3749**



**Date: September 25, 2024
Place: New Delhi**

UDIN: F005076F001311843

**PEER REVIEW CERTIFICATE NO. 1347/2021, PRACTICE UNIQUE IDENTIFICATION
NO.12001DE201800**

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