

2nd October, 2021

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001.

To,
National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1, G – Block,
BKC, Bandra (East),
Mumbai – 400 051.

Scrip Code: 532641

Scrip Symbol: NDL

Dear Sir,

Sub.: Scrutinizers' Report

With reference to the captioned subject, please find enclosed Scrutinizers' Report with regard to Annual General Meeting of the Company held on 30th September, 2021.

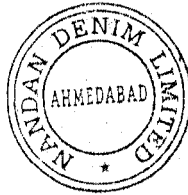
You are requested to kindly take the same on record.

Thanking You,

Yours sincerely,
For NANDAN DENIM LIMITED



Company Secretary



Nandan Denim Limited
(CIN:L51909GJ1994PLC022719)

Registered Office

Survey No. 198/1 & 203/2, Saijpur-Gopalpur, Pirana Road, Piplaj, Ahmedabad - 382 405
Ph.: +91 9879200199 Website : www.nandandenim.com Email : nandan@chiripalgroup.com

Corporate Office

Chiripal House, Shivranjani Cross Road, Satellite, Ahmedabad - 380 015
Ph.: 079-26734660/2/3 Fax : 079-26768656



KEYUR J. SHAH & ASSOCIATES
COMPANY SECRETARIES
INSOLVENCY PROFESSIONAL | REGISTERED VALUER

Consolidated Scrutinizers' Report
[Pursuant to Section 108 of the Companies Act, 2013
read with Rule 21 of the Companies (Management and Administration Rules), 2014]

To,
Nandan Denim Limited
CIN: L51909GJ1994PLC022719
Survey No. 198/1, 203/2 Saijpur,
Gopalpur, Pirana Road, Piplej,
Ahmedabad, Gujarat -382405

Date: 01st October, 2021

Subject: Consolidated Scrutinizers' Report on Remote e-voting and e-voting at the Annual General Meeting of shareholders, pursuant to Section 108 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir,

I, **Keyur J. Shah**, Practicing Company Secretary and proprietor of M/s Keyur J. Shah & Associates, Company Secretaries, having address at 1007, Sun Avenue One, Near Shreyas Foundation, Manekbaug Society, Ambawadi, Ahmedabad, Gujarat - 380015, was appointed as scrutinizer by the Board of Directors of **NANDAN DENIM LIMITED** ("the Company") at their meeting held on 14th August, 2021 for the purpose of scrutinizing the process of voting through electronic means ("e-voting") on the resolutions contained in the notice dated 14th August, 2021 ("Notice") issued in accordance with General Circular No. 14/2020, 17/2020 and 02/2021 dated 08th April, 2020, 13th April, 2020 and 13th January, 2021 respectively, issued by Ministry of Corporate Affairs (MCA) (hereinafter referred to as "MCA Circulars"), Government of India, calling the 27th Annual General Meeting of its members ("the Meeting"/ "AGM") through VC/OAVM. The AGM was convened on Thursday, 30th September, 2021 at 03:05 p.m. IST through VC/OAVM.

The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 21 of the Companies (Management and Administration) Rules, 2014, as amended ("the Rules"). As the Scrutinizer, I have to scrutinize:

- (i) process of remote e-voting, before the AGM, using an electronic voting system on the dates referred to in the Notice calling the AGM ("remote e-voting"); and
- (ii) process of e-voting, during the AGM, using an electronic voting system ("e-voting").

The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA circulars; and (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice calling the AGM. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.



My responsibility as a scrutinizer for the e-voting process (i.e. remote e-voting and e-voting) is restricted to furnish a Consolidated Scrutinizer's Report of the votes cast "in favour" "against" or remain "abstain/invalid", if any, on the resolutions contained in the Notice of 27th AGM of the Company, based on the reports generated from the e-voting system provided by CDSL e-Voting System. The Company has made arrangements with CDSL e-Voting System for providing a system of voting by the Members electronically.

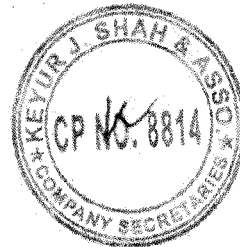
The Equity Shareholders of the Company as on the "cut-off" date, (i.e. Thursday, 23rd September, 2021) as set out in the Notice of the 27th Annual General Meeting dated 30th September, 2021 were entitled to vote on the resolutions (item nos. 1 to 6 as set out in the Notice calling AGM) and their voting rights were in proportion to their share in the paid-up equity share capital of the company as on the cut-off date.

E-VOTING PROCESS:

- i. The remote e-voting period remained open from Sunday, 26th September, 2021 (9:00 a.m. IST) to Wednesday, 29th September, 2021 (5:00 p.m. IST) on designated website of CDSL e-Voting System (www.evotingindia.com).
- ii. The interim voting results were unblocked on Thursday, 30th September, 2021 at 03:35 P.M. and was witnessed by two witnesses, who are not in the employment of the Company.

E-VOTING PROCESS AT THE AGM:

- i. The e-voting facility during the AGM remained open on designated website of CDSL e-Voting System (www.evotingindia.com) from commencement of AGM on Thursday, 30th September, 2021 at 03.05 p.m. till 15 minutes from the conclusion of AGM i.e. till 03.35 p.m., after the conclusion of AGM.
- ii. The e-votes cast were blocked on Thursday, 30th September, 2021 at 03.35 p.m. after 15 minutes from the conclusion of the AGM.
- iii. Thereafter, the details containing, *inter alia*, the list of Equity Shareholders who voted "in favour" or "against" on each of the resolutions that was put to vote, were generated from the designated website of CDSL e-Voting System (www.evotingindia.com).





I submit herewith the Consolidated Scrutinizer's Report on the results of the remote e-voting and the e-voting at AGM, based on the reports generated by CDSL e-Voting System and relied upon by me as under:

ORDINARY BUSINESSES:

Resolution No. 1: Ordinary Resolution

To receive, consider and adopt the Standalone Audited Financial Statement of for the Financial Year ended on 31st March, 2021 together with Report of the Board of Directors and Auditors thereon.

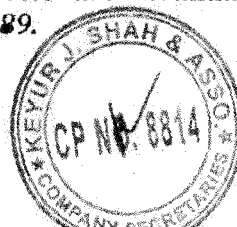
Voting Method	Total Votes	Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes	
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	Total number of votes cast by them
Remote E-Voting	34003691	91	34003451	99.999%	2	240	0.001%	-	-
E-voting at AGM	-	-	-	-	-	-	-	-	-
Total	34003691	91	34003451	99.999%	2	240	0.001%	-	-

Resolution No. 2: Ordinary Resolution

To appoint a director in place of Mr. Vedprakash Chiripal (DIN: 00290454), who retires by rotation and being eligible, offers himself for reappointment as a director

Voting Method	Total Votes*	Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes	
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	Total number of votes cast by them
Remote E-Voting	34003651	88	31654799	99.999%	3	390	0.001%	1	2348462
E-voting at AGM	-	-	-	-	-	-	-	-	-
Total	34003651	88	31654799	99.999%	3	390	0.001%	1	2348462

*Total votes cast through remote e-voting were 3,40,03,651 out of which 23,48,462 votes were cast by interested party, thus such votes are invalidated and not taken into consideration, hence valid votes were 3,16,55,189.




Resolution No. 3: Ordinary Resolution

To appoint Mr. Shaktidan Jayendrasingh Gadhavi (DIN: 09004587) as Director of the Company.

Voting Method	Total Votes	Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes	
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	Total number of votes cast by them
Remote E-Voting	34003651	89	34002412	99.996%	3	1239	0.004%	-	-
E-voting at AGM	-	-	-	-	-	-	-	-	-
Total	34003651	89	34002412	99.996%	3	1239	0.004%	-	-

Resolution No. 4: Special Resolution

To appoint Mr. Shaktidan Jayendrasingh Gadhavi (DIN: 09004587) as Whole-Time Director of the Company

Voting Method	Total Votes	Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes	
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	Total number of votes cast by them
Remote E-Voting	34003641	87	33997402	99.98%	4	6239	0.02%	-	-
E-voting at AGM	-	-	-	-	-	-	-	-	-
Total	34003641	87	33997402	99.98%	4	6239	0.02%	-	-




Resolution No. 5: Ordinary Resolution

To ratify the remuneration of Cost Auditors for the financial year ending 31st March, 2022

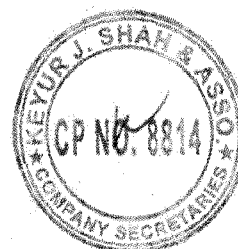
Voting Method	Total Votes	Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes	
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	Total number of votes cast by them
Remote E-Voting	34003691	90	34003351	99.999%	3	340	0.001%	-	-
E-voting at AGM	-	-	-	-	-	-	-	-	-
Total	34003691	90	34003351	99.999%	3	340	0.001%	-	-

Resolution No. 6: Special Resolution

To approve the entering of Related Party Transactions by the Company

Voting Method	Total Votes*	Votes in Favour of the Resolution			Votes against the Resolution			Invalid Votes	
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	Total number of votes cast by them
Remote E-Voting	34003691	83	21151757	99.95%	7	10664	0.05%	3	12841270
E-voting at AGM	-	-	-	-	-	-	-	-	-
Total	34003691	83	21151757	99.95%	7	10664	0.05%	3	12841270

*Total votes cast through remote e-voting were 3,40,03,691 out of which 1,28,41,270 votes were cast by interested party, thus such votes are invalidated and not taken into consideration, hence valid votes were 2,11,62,421.



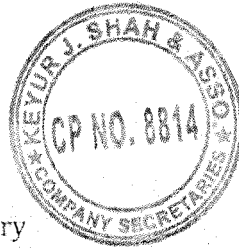


The Register giving full particulars of all votes (casted electronically), all other papers and relevant records relating to electronic voting shall remain in my safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting and thereafter the same shall be handed over to the Chairman of the Company.

The Company may accordingly declare the result of E-voting, in respect of the resolutions mentioned in the notice dated 14th August, 2021 issued under Section 108 of the Companies Act, 2013 and rules made there under.

Thanking you,
Yours faithfully,

For, Keyur J. Shah & Associates



Keyur J. Shah
Practicing Company Secretary
Mem. Number: FCS 9559
COP. No.: 8814
UDIN: F009559C001066230

Countersigned by
For, Nandan Denim Limited

Chairman

Place: Ahmedabad
Date: 01st October, 2021