

**N.K.
Industries Ltd**

30th September, 2020

To, National Stock Exchange of India Limited Exchange Plaza, Plot C-1, 'G' Block, ISB Centre, Bandra-Kurla Complex, Bandra (East), Mumbai-400 051. Company Code No. NKIND	To, BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai - 400 001. Company Code No. 519494
--	--

Dear Sir/Madam,

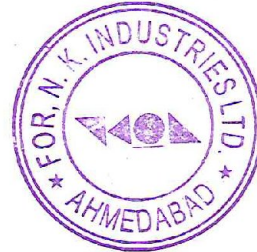
Sub: Scrutinizer Report

Please find attached Scrutinizer Report dated 30th September, 2020 as required under Section 108 & Section 109 of the Companies Act 2013 r.w. Rule 20(4) of the Companies (Management and Administration) Rules, 2014, as received from M/s Riddhi Khaneja & Associates Company Secretaries, Ahmedabad who acted as a Scrutinizer for the 32nd Annual General Meeting held on Wednesday, 30th September, 2020 through video conferencing and other audio visual means..

Kindly take the same on record.

Yours faithfully,
For N K INDUSTRIES LIMITED,

TRUSHA SHAH
(Company Secretary & Compliance Officer)



Regd. Office : 7th Floor,
Popular House, Ashram Road,
Ahmedabad - 380 009.
India.

Phone : 91-79-66309999
Fax : 91-79-26589214
E-mail : nkil@nkproteins.com

Plant : 745, Kadi-Thor Road,
Kadi - 382 715. Dist. Mehsana (N.G.)
Tele : (02764) 242613, 263884
Fax : (02764) 263667
Email : nkilkadi@yahoo.co.in

CIN No. : L91110GJ1987PLC009905

Form No. MGT 13

CONSOLIDATED SCRUTINIZER'S REPORT

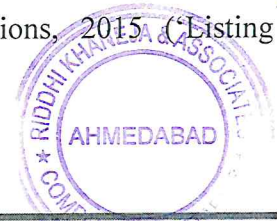
*[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies
(Management and Administration) Rules, 2014]*

To,
The Chairman,
N K Industries Limited
7th Floor, Popular House,
Ashram Road,
Ahmedabad – 380 009

**Re: 32nd Annual General Meeting of the Equity Shareholders of N K Industries Limited
Held on Wednesday, the 30th September, 2020 commenced at 04:30 P.M through Video
Conferencing ("VC") / Other Audio-Visual Means ("OAVM") ("AGM" / "the
Meeting").**

Dear Sir,

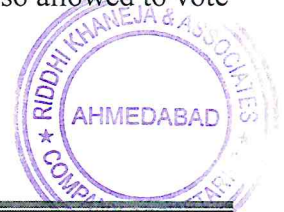
I Riddhi Pamnani, Proprietor of M/s Riddhi Khaneja & Associates, Practising Company Secretaries, Ahmedabad, was appointed as Scrutinizer for the purpose of scrutinizing the remote E-voting process for the business to be transacted at the 32nd Annual General Meeting the ("AGM") of N K Industries Limited vide its Board Meeting held on 29th August, 2020 pursuant to Section 108 & 109 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration Rules), 2014 on the resolutions contained in the Notice to the 32nd Annual General Meeting of the Equity Shareholders of N K Industries Limited, held today on Wednesday, the 30th September, 2020 commenced at 04.30 p.m. through at Video Conferencing (VC) / Other Audio Visual Means (OAVM), without the physical presence of the members at a common venue, in compliance with the General Circular Nos.14/2020, 17/2020 and 20/2020 dated 8th April 2020, 13th April 2020 and 5th May 2020, respectively, issued by the Ministry of Corporate Affairs ('MCA Circulars') and Circular No. SEBI/HO/CFD/CMD1/CIR /P/2020/79 dated 12th May 2020 issued by the Securities and Exchange Board of India ('SEBI Circular') and as per the applicable provisions of the Companies Act, 2013 ('the Act') read with rules made thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations').



The MCA Circulars provides for relaxation to companies to hold its AGM through VC / OAVM including the manner of voting at the meeting, which was warranted on account of the outbreak of COVID- 19 pandemic.

I hereby submit my report as under:

1. Pursuant to the MCA and SEBI Circulars, the Notice of the 32nd Annual General Meeting along with the Annual Report for the year 2019-20 was sent in electronic form only to those shareholders whose email address are registered with the Company/Depositories. The Notice calling the 32nd AGM had been uploaded on the website of the Company at www.nkindustriesltd.com. The Notice can be accessed from the website of the Stock Exchanges i.e, BSE Limited ("BSE") at www.bseindia.com and is also available on the website of Central Depository (India) Limited ("CDSL") (agency for providing the Remote e-Voting facility) at www.evotingindia.com.
2. The Company published two newspaper advertisements before and after the Notice calling the 32nd AGM along with the Board's Report for the year 2019-20 was sent to the shareholders via electronic mode pursuant to the MCA and SEBI Circulars. The advertisements were published on 2nd September, 2020 and 9th September, 2020 respectively in 'Financial Express in English and Gujarati (Regional Language).
3. Since this AGM was held pursuant to the MCA Circulars through VC or OAVM, physical attendance of Members had been dispensed with, accordingly, in terms of the above-mentioned MCA and SEBI Circulars, the facility for appointment of proxies by the Members were also dispensed with. Members attended the meeting through VC or OAVM had been counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
4. As there was no physical presence of the shareholders no voting was allowed through ballot papers or any other means for the meeting.
5. The shareholders of the Company holding shares as on the "cut off" date 23rd September, 2020, were entitled to vote on the proposed resolutions as set out in item Nos., 1 to 7 in the Notice of the 32nd AGM of N K Industries Limited.
6. The shareholders were allowed to vote during the e-voting period which commenced from Sunday, the 27th September, 2020 and ended Tuesday, the 29th September, 2020. Further the shareholders who did not cast their votes during the e-voting period, were also allowed to vote upto 15 minutes after the conclusion of the meeting.



7. Management's Responsibility:

The Management of the Company is responsible to ensure compliance with the requirements of (i) the Companies Act, 2013 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.

8. Scrutinizer's Responsibility:

My responsibility as a Scrutinizer for e-voting process i.e. remote e-voting and Electronic Voting (Remote) is restricted to making a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by M/s. Central Depository (India) Limited ("CDSL") authorized under the Rules and engaged by the Company to provide e-voting facility and attended papers/documents furnished to me electronically by the company and/or CDSL for my verification.

9. The votes casted through E-voting were unblocked by me on Wednesday 30th September, 2020 in presence of Mr. Bhavik Bhatt and Mr. Hiren Patel who were not in the employment of the Company.

10. The summary of the remote e-voting and venue voting (e-voting) is given below:

a) Resolution: Ordinary Resolution for Adoption of Audited Financial Statements (Standalone and Consolidated) for F.Y. 2019-20.

i. Voted in favour of the resolution:

Type of voting	Number of members voted	Number of votes cast by them	% of valid votes cast from total number of shares
Remote E-voting	15	4159144	69.20
Venue Voting (e-voting)	-	-	-
Total	15	4159144	69.20

ii. Voted against the resolution:

Type of voting	Number of members voted	Number of votes cast by them	% of valid votes cast from total number of shares
Remote E-voting	2	56	0.00
Venue Voting (e-voting)	-	-	-
Total	2	56	0.00



iii. Invalid votes:

Type of voting	Number of members voted	Number of votes cast by them	% of votes cast from total number of shares
Remote E-voting			
Venue Voting (e-voting)		NIL	
Total			

b) Resolution: Ordinary Resolution for appointment of a Director in place of Mr. Hasmukh K Patel (DIN: 06587284) Whole-Time Director, who retires by rotation and being eligible, offers himself for re-appointment.

i. Voted in favour of the resolution:

Type of voting	Number of members voted	Number of votes cast by them	% of valid votes cast from total number of shares
Remote E-voting	15	4159144	69.20
Venue Voting (e-voting)	-	-	-
Total	15	4159144	69.20

ii. Voted against the resolution:

Type of voting	Number of members voted	Number of votes cast by them	% of valid votes cast from total number of shares
Remote E-voting	2	56	0.00
Venue Voting (e-voting)	-	-	-
Total	2	56	0.00

iii. Invalid votes:

Type of voting	Number of members voted	Number of votes cast by them	% of votes cast from total number of shares
Remote E-voting			
Venue Voting (e-voting)		NIL	
Total			



c) **Ordinary Resolution for Approval for appointment and remuneration to M/s. N D Birla & Co., Cost Accountants for the F.Y. 2020-21.**

i. Voted in favour of the resolution:

Type of voting	Number of members voted	Number of votes cast by them	% of valid votes cast from total number of shares
Remote E-voting	15	4159144	69.20
Venue Voting (e-voting)	-	-	-
Total	15	4159144	69.20

ii. Voted against the resolution:

Type of voting	Number of members voted	Number of votes cast by them	% of valid votes cast from total number of shares
Remote E-voting	1	5	0.00
Venue Voting (e-voting)	-	-	-
Total	1	5	0.00

iii. Invalid votes:

Type of voting	Number of members voted	Number of votes cast by them	% of votes cast from total number of shares
Remote E-voting			
Venue Voting (e-voting)			
Total			

NIL

d) **Ordinary Resolution for Approval for entering into Related Party Transactions by the Company under Section 188 of the Companies Act, 2013.**

i. Voted in favour of the resolution:

Type of voting	Number of members voted	Number of votes cast by them	% of valid votes cast from total number of shares
Remote E-voting	15	4159144	69.20
Venue Voting (e-voting)	-	-	-
Total	15	4159144	69.20

ii. Voted **against** the resolution:

Type of voting	Number of members voted	Number of votes cast by them	% of valid votes cast from total number of shares
Remote E-voting	2	56	0.00
Venue Voting (e-voting)	-	-	-
Total	2	56	0.00

iii. Invalid votes:

Type of voting	Number of members voted	Number of votes cast by them	% of votes cast from total number of shares
Remote E-voting		NIL	
Venue Voting (e-voting)			
Total			

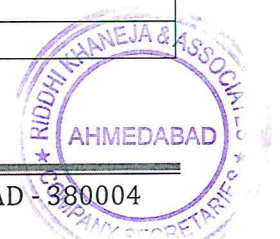
e) Ordinary Resolution for Appointment of Ms. Mridu Sharma (DIN: 07591599) as an Independent Director of the Company for a further term of 5 years w.e.f 1st October, 2020.

i. Voted **in favour** of the resolution:

Type of voting	Number of members voted	Number of votes cast by them	% of valid votes cast from total number of shares
Remote E-voting	15	4159144	69.20
Venue Voting (e-voting)	-	-	-
Total	15	4159144	69.20

ii. Voted **against** the resolution:

Type of voting	Number of members voted	Number of votes cast by them	% of valid votes cast from total number of shares
Remote E-voting	2	56	0.00
Venue Voting (e-voting)	-	-	-
Total	2	56	0.00



iii. Invalid votes:

Type of voting	Number of members voted	Number of votes cast by them	% of votes cast from total number of shares
Remote E-voting			
Venue Voting (e-voting)			
Total			

NIL

f) Ordinary Resolution for Appointment of Mr. Snehal Patel (DIN: 01655758) as an Independent Director of the Company for a further term of 5 years w.e.f 1st October, 2020.

i. Voted in favour of the resolution:

Type of voting	Number of members voted	Number of votes cast by them	% of valid votes cast from total number of shares
Remote E-voting	15	4159144	69.20
Venue Voting (e-voting)	-	-	-
Total	15	4159144	69.20

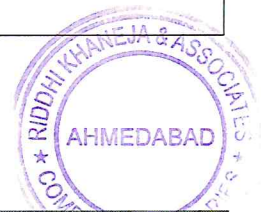
ii. Voted against the resolution:

Type of voting	Number of members voted	Number of votes cast by them	% of valid votes cast from total number of shares
Remote E-voting	2	56	0.00
Venue Voting (e-voting)	-	-	-
Total	2	56	0.00

iii. Invalid votes:

Type of voting	Number of members voted	Number of votes cast by them	% of votes cast from total number of shares
Remote E-voting			
Venue Voting (e-voting)			
Total			

NIL



- g) Ordinary Resolution for the payment of remuneration to Mr. Nimish K. Patel (DIN: 00240621), Chairman and Managing Director of the Company w.e.f. 01 October, 2020 for the remaining period of his present tenure.

i. Voted in favour of the resolution:

Type of voting	Number of members voted	Number of votes cast by them	% of valid votes cast from total number of shares
Remote E-voting	13	3920464	65.23
Venue Voting (e-voting)	-	-	-
Total	13	3920464	65.23

ii. Voted against the resolution:

Type of voting	Number of members voted	Number of votes cast by them	% of valid votes cast from total number of shares
Remote E-voting	2	56	0.00
Venue Voting (e-voting)	-	-	-
Total	2	56	0.00

iii. Invalid votes:

Type of voting	Number of members voted	Number of votes cast by them	% of votes cast from total number of shares
Remote E-voting	NIL		
Venue Voting (e-voting)			
Total			

11. Since the total votes polled in favour is 100% (Approximately), you may declare the resolution no. 1 to 6 set forth passed as an Ordinary Resolution and resolution no.7 passed as Special Resolution.

Yours faithfully,
For Riddhi Khaneja & Associates

Riddhi

Riddhi Khaneja
Proprietor
M. No: 35651
CP No: 17397



Date: 30th September, 2020

Place: Ahmedabad

In witness:

1. Mr. Bhavik Bhatt

B. M. Bhatt

2. Mr. Hiren Patel

Hiren

