



Narbada
Gems and Jewellery Limited

Date: 22.09.2023

To,
Department of Corporate Services,
BSE Limited,
25th Floor, Phiroze Jeejeebhoy Towers,
Dalal Street, Fort, Mumbai-400001

Sub: Consolidated Scrutinizer's Report of the 31st Annual General Meeting of the Company held on Thursday, 21st September, 2023 at 03:30 P.M.

Dear Sir/ Madam,

With reference to the above subject matter, please find attached herewith Consolidated Scrutinizer's Report of the 31st Annual General Meeting of the Company held on Thursday, 21st September, 2023 at 03:30 P.M issued by **Shri Ajay Suman Shrivastava**, Practicing Company Secretary.

The Outcome of the 31st Annual General Meeting has already been intimated to Stock Exchange.

You are requested to kindly take the same on records.

Thanking you.

Yours truly,
For Narbada Gems and Jewellery Limited

Harsha Patidar
Company Secretary & Compliance Officer

Registered Office:

3-6-291/4/B, 2nd Floor, Hyderguda, Hyderabad-500 029, Telangana, India

Ph: +91 -40-48506411; Email: comsec@nabadajewellery.com; Website: www.nabadajewellery.com

Manufacturer, Exporter, Wholesalers, Retailers.

AJAY SUMAN SHRIVASTAVA

M.Com L.LB, FCS

Practicing Company Secretary

Plot No. 187, Ground Floor, Flat No. 1,
Road No. 72, Prashasan Nagar, Jubilee Hills,
Hyderabad- 500110

Ph. 9849021481, email: ajaypcs@gmail.com

GSTIN: 36ACTPS0810M1Z4

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies
(Management and Administration) Rules, 2014]

To

Mr. Sanjay Kumar Sanghi

Chairman of Annual General Meeting of the Members

Narbada Gems & Jewellery Limited,

Regd. Off.:3-6-291/4/B, 2nd Floor, Hyderguda, Hyderabad- 500029

Re: Consolidated Scrutinizer's Report on Remote E-Voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ('the Act') read with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 at the 31st Annual General Meeting (AGM) of Narbada Gems & Jewellery Limited (CIN L01222TG1992PLC014173) held on Thursday the 21st September, 2023 at 3.30 PM through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM).

I, **Ajay Suman Shrivastava**, Company Secretary in Practice was appointed as the Scrutinizer by the Board of Directors of the Company for the purpose of scrutinizing the remote e-voting process and e-voting at venue, by the Company pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (LODR) Regulations, (i) General Circular No. 19/2021 dated 8th December, 2021, (ii) General Circular No. 21/2021 dated 14th December, 2021 and (iii) General Circular No. 2/2022 dated 5th May, 2022, General Circular No. 20/2020 dated 5th May, 2020, Circular Ref. No. SEBI/HO/CFD/CMD2/ CIR/P/2022/62 dated 13th May, 2022, for passing of the resolutions as mentioned in and as set out in the Notice of 31st Annual General Meeting of Narbada Gems & Jewellery Limited held on Thursday the 21st September, 2023 at 3.30 PM through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM).

1. The management of the Company is responsible to ensure the compliances with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and polling on the resolutions contained in the notice of the 31st AGM of the members of the Company. My responsibility as a Scrutinizer for the remote e-voting process and e-voting at the venue at the AGM, is restricted to make a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated in the said Notice, based on the reports generated from the e-voting system provided by the CDSL, the agency engaged by the Company to provide remote e-voting facility for e-voting and e-voting carried out during the AGM.
2. The Notice along with the statement setting out material facts under Section 102 of the Act was dispatched to the Shareholders through email, to members whose email IDs were registered with the Company/ Depository Participant. The said Notice was dispatched on the basis of the Register of Members made available by the Registrar & Share Transfer Agent of the Company and the list of beneficial owners made available by the depositories viz. National Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on the cut-off date 28th August, 2023.



3. As per the provisions of Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, the Company has published advertisement about having sent the notice of the meeting and providing e-voting facility in 'Financial Express' (English) and 'Namasthe Telangana' (Telugu) on 2nd September, 2023 about having sent the notice electronically, along with other information as specified in rules.
4. In terms of the aforesaid notice, voting through electronic means was kept open for three days from Monday, the 18th day of September, 2023 (9:00 A.M.) and ended on Wednesday, the 20th day of September, 2023 (5:00 P.M.) via the e-voting platform provided by CDSL. The e-voting was kept open during the meeting and upto 15 minutes after the meeting ended.
5. The members' details such as their name, folio, number of shares held, who cast their votes through remote-e voting were downloaded from the e-voting website of Central Depository Services (India) Limited (CDSL) (<https://www.evotingindia.com/>) in order to ensure that such members did not vote again in the through e-voting at Venue voting in the 31st Annual General Meeting.
6. The voting rights of members were considered in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date i.e. 14th September, 2023.
7. The Venue e-voting was kept open during the entire period of the AGM.
8. As required under the said rules, after the closure of the voting of the 31st Annual General Meeting, the votes cast through e-voting were unblocked by me in presence of Mr. Arunesh S. and Mr. Anil Kumar, both of whom are not in employment of the Company. The e-votes were reconciled with the records maintained by the Company/ Registrar of Transfer Agents of the Company and the authorizations, if any, lodged with the Company.
9. Nil-votes were identified as invalid.
10. Summary of the remote e-voting and venue e voting (Consolidated) are as follows-

Total Number of Shareholders on the Cut-off date:- 5685

Number of shareholders present in the meeting through video conferencing: 61

- Promoters & Promoter Group :- 9

- Public :- 52

ORDINARY BUSINESS:

Item No. 1: To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended on 31st March, 2023 together with the reports of the Directors and Auditors thereon. (Ordinary Resolution)

i. Vote in favour of the resolution			
Particulars	No. of Members voted	No. of votes cast by them	% of total number of valid votes cast
Remote E-voting	87	17465950	100.00
Venue E-voting	1	1	0.00
Total	88	17465951	100.00



ii. Votes against the resolution			
Particulars	No. of Members voted	No. of votes cast by them	% of total number of valid votes cast
Remote E-voting	4	31	0.00
Venue E-voting	1	1	0.00
Total	5	32	0.00

iii Invalid votes		
Particulars	Total number of members whose votes were declared as invalid	Total number of votes cast by them
Remote E-voting	-	-
Venue E-voting	-	-
Total	-	-

Therefore, the Resolution in Item No. 1 has been approved by requisite majority.

Item No. 2: To appoint Director in place of Mrs. Bhavana Sanghi, Director (DIN: 02681438), who retires by rotation and being eligible, offers herself for re-appointment. (Ordinary Resolution)

i. Vote in favour of the resolution			
Particulars	No. of Members voted	No. of votes cast by them	% of total number of valid votes cast
Remote E-voting	87	17465950	100.00
Venue E-voting	1	1	0.00
Total	88	17465951	100.00

ii. Vote in against the resolution			
Particulars	No. of Members voted	No. of votes cast by them	% of total number of valid votes cast
Remote E-voting	4	31	0.00
Venue E-voting	1	1	0.00
Total	5	32	0.00

iii Invalid votes		
Particulars	Total number of members whose votes were declared as invalid	Total number of votes cast by them
Remote E-voting	-	-
Venue E-voting	-	-
Total	-	-

Therefore, the Resolution in Item No. 2 has been approved by requisite majority.



SPECIAL BUSINESS:

Item No.3: To approve the Related Party Transactions of the Company for the period from 01.10.2023 to 30.09.2024 (Ordinary Resolution)

i. Vote in favour of the resolution			
Particulars	No. of Members voted	No. of votes cast by them	% of total number of valid votes cast
Remote E-voting	74	1599336	100.00
Venue E-voting	1	1	0.00
Total	75	1599337	100.00

ii. Vote in against the resolution			
Particulars	No. of Members voted	No. of votes cast by them	% of total number of valid votes cast
Remote E-voting	4	31	0.00
Venue E-voting	1	1	0.00
Total	5	32	0.00

iii. Invalid votes		
Particulars	Total number of members whose votes were declared as invalid	Total number of votes cast by them
Remote E-voting	-	-
Venue E-voting	-	-
Total	-	-

Therefore, the Resolution in Item No. 3 has been approved by requisite majority.

Item No.4: To consider and approve the remuneration payable to Mrs. Sakshi Sanghi, as Head- Design, a relative of the Director holding a Office or Place of Profit. (Ordinary Resolution)

i. Vote in favour of the resolution			
Particulars	No. of Members voted	No. of votes cast by them	% of total number of valid votes cast
Remote E-voting	74	1599336	100.00
Venue E-voting	1	1	0.00
Total	75	1599337	100.00

ii. Vote in against the resolution			
Particulars	No. of Members voted	No. of votes cast by them	% of total number of valid votes cast
Remote E-voting	4	31	0.00
Venue E-voting	1	1	0.00
Total	5	32	0.00



iii Invalid votes		
Particulars	Total number of members whose votes were declared as invalid	Total number of votes cast by them
Venue E-voting	-	-
Remote E-voting	-	-
Total	-	-

Therefore, the Resolution in Item No. 4 has been approved by requisite majority.

The E- Voting Reports from CDSL and all other relevant records were sealed and shall be handed over to the Managing Director authorized by the Board for safe keeping after declaration of the Voting Results.

Restriction on Use:

This report has been issued at the request of the Company for (i) submission to Stock Exchanges, (ii) placing on website of the Company. This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come, without my prior-consent in writing.

Yours Truly,


AJAY SUMAN SHRIVASTAVA
 Practicing Company Secretary
 Membership No. 3489
 C. P. No.: 3479



UDIN: F003489E001060886
Place: Hyderabad
Date: 22.09.2023