



SCRUTINIZER'S REPORT

To,
The Chairperson
NCL Buildtek Limited
(formerly NCL Alltek & Seccolor Limited)
10-3-162, 5th Floor, NCL Pearl,
Sarojini Devi Road, East Marredpally,
Secunderabad, Hyderabad – 500027.

Dear Madam,

Report on the e-voting process (remote e-voting) and electronic voting (e-voting) provided for holding the Extra-Ordinary General Meeting (“EGM”) through Video Conferencing (VC) / other audio visual means (OAVM) of NCL Buildtek Limited (formerly NCL Alltek & Seccolor Limited) (“Company”) held on Saturday, August 7th, 2021 at 10.30 a.m. in accordance with the provisions of the Companies Act, 2013 read applicable Rules made thereunder and in line with Circular issued by Ministry of Corporate Affairs (MCA) vide Circular No10/2021 dated 23rd June, 2021.

1. In view of the COVID-19 pandemic, the Ministry of Corporate Affairs vide its Circular dated 23rd June, 2021, has introduced certain measures enabling companies to convene their General Meetings (AGM/ Extra-Ordinary General Meeting) through Video Conferencing (VC) or Other Audio-Visual Means (OAVM) and also send notice of the Meeting and other correspondences related thereto, through electronic mode.
2. As per the provision of the Section 108 of the Companies Act, 2013 (“Act”) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and in line with Circular issued by Ministry of Corporate Affairs (MCA) vide Circular No10/2021 dated 23rd June, 2021, the Company had provided facility for voting through electronic means (“remote e-voting and during EGM”) on all the Resolution(s) contained in the Notice of the EGM.
3. I, D Soumya, Practising Company Secretary, was appointed as Scrutinizer to scrutinize the voting process both through e-voting (remote e-voting) and by electronic voting (e-voting) at the EGM are conducted in a fair and transparent manner and render consolidated Scrutinizer’s Report of the total votes cast in



favour or against if any, to the Chairperson on the resolutions contained in the Notice.

4. The management of the Company is responsible to ensure the compliance with the requirements of the Act and related Rules in respect of voting through electronic means (by remote e-voting) and electronic voting (e-voting) on the Resolution(s) contained in the Notice of the EGM.
5. The Company had appointed Central Depository Services Limited (“CDSL”), as the service provider for the purpose of extending the platform for conducting the Virtual EGM and the facility both for e-voting prior to the EGM (remote e-voting) and voting at the EGM by electronics means (e-voting) to the Members of the Company. CDSL had set up said electronic voting facility on its website **<https://www.evotingindia.com>** on all items of Special business sought to be transacted at the EGM. As mentioned in the notice, both the remote e-voting and voting at the EGM facility for voting was made available to the Members during the period August 4, 2021 (9.00 A.M.) to August 6, 2021 (5.00 P.M.)
6. The Shareholders holding shares as on 30th July, 2021, “cut-off date”, were entitled to vote on the resolutions stated in the Notice of the Extra-Ordinary General Meeting of the Company.
7. At the Extra-ordinary general meeting held at the scheduled time through VC/OAVM, the Company Secretary informed the members that 30 minutes voting period was provided to those members who have not voted earlier through Remote e-voting facility provided by CDSL, to cast their vote by participating through VC/OAVM evoting pursuant to circulars mentioned aforesaid and the provisions of law as well as the Companies (Management & Administration) Rules, 2014 as amended till date by the Ministry of Corporate Affairs.
8. As per the Provisions of the Act, the names of the shareholders who had voted by remote e-voting through the facility provided by CDSL had been blocked and only those members who were present at the AGM through VC and who had not voted on remote evoting were allowed to cast their votes through e-voting system during the AGM.
9. The votes cast through both the remote e-voting and e-voting at the EGM were unblocked on August 7, 2021 at 12.05 p.m. in the presence of two witnesses, who are not in the employment of the Company.



10. In view of the MCA Circulars, no proxy shall be appointed by the members and corporate members, by a certified copy of Board Resolution, authorizing their representative to attend and vote at the Meeting through VC.

11. Based on the reports generated from the remote e-voting and e-voting at the EGM facility provided by CDSL, I submit the results of the both remote e-voting and e-voting at the EGM as **Annexure A** to this Report.



DAFTHARDAR SOUMYA
Practicing Company Secretary
ACS No.: 29312
C.P No: 13199
UDIN: A029312C000756654

Place : **Hyderabad**

Date : **09th August, 2021**

Annexure - A

Item No. 1 - Approval of the issue of Optionally Convertible Debentures on preferential basis to NCL Industries Limited (Special Resolution)

Mode	Total Ballot	Total Votes	Invalid /		Valid		Favour		Against			
			Ballots	Votes	Ballots	Votes	Ballots	Votes	Ballots	Votes	%	
Remote E-Voting	49	7217562	0	0	49	7217562	48	7177224	1	40338	99.44%	0.56%
E-Voting provided at EGM	0	0	0	0	0	0	0	0	0	0	0.00%	0.00%
Total	49	7217562	0	0	49	7217562	48	7177224	1	40338	99.44%	0.56%

Item No. 2 - Appointment of Mr. VVJ Raju (DIN: 07573352) as an Executive Director of the Company (Special Resolution)

Mode	Total Ballot	Total Votes	Invalid /		Valid		Favour		Against			
			Ballots	Votes	Ballots	Votes	Ballots	Votes	Ballots	Votes	%	
Remote E-Voting	49	7217562	0	0	49	7217562	48	7177224	1	40338	99.44%	0.56%
E-Voting provided at EGM	0	0	0	0	0	0	0	0	0	0	0.00%	0.00%
Total	49	7217562	0	0	49	7217562	48	7177224	1	40338	99.44%	0.56%



Soumya

DAFTHARDAR SOUMYA
Practising Company Secretary
M.No: 29312
C.P.No: 13199
UDIN: A029312C000756654
Place: Hyderabad
Date: 09th August, 2021