



SCRUTINIZER'S REPORT

To,
The Chairman
NCL Buildtek Limited
(formerly NCL Alltek&Seccolor Limited)
10-3-162, 5th Floor, NCL Pearl,
Sarojini Devi Road, East Marredpally,
Secunderabad, Hyderabad – 500026.

Dear Sir,

Report on the e-voting process (remote e-voting) and electronic voting (e-voting) provided for holding the 37th Annual General Meeting ("AGM") through Video Conferencing (VC) / other audio visual means (OAVM) of NCL Buildtek Limited (formerly NCL Alltek & Seccolor Limited) ("Company") held on Tuesday, September 26th, 2023 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 No 10/22 dated 28th December, 2022.

1. The Ministry of Corporate Affairs through its Circular dated 28th December, 2022, allowed companies to convene their General Meetings (AGM) 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 Circulars issued by Ministry of Corporate Affairs (MCA) vide Circulars Nos. 20/20 dated 05th May 2020, 02/2021 dated 13th January 2021, No. 21/2021 dated 14th December, 2022, 02/2022 dated 05th May, 2022 and No. 10/22 dated 28th December, 2022, the Company had provided facility for voting through electronic means ("remote e-voting and during AGM") on all the Resolution(s) contained in the Notice of the AGM.
3. I, D Soumya, Practising Company Secretary, was appointed as Scrutinizer to scrutinize whether the voting process both through e-voting (remote e-voting) and by electronic voting (e-voting) at the AGM 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 Chairman 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 AGM.
5. The Company had appointed Central Depository Services (India) Limited ("CDSL"), as the service provider for the purpose of extending the platform for conducting the Virtual AGM and the facility both for e-voting prior to the AGM (remote e-voting) and voting at the AGM by electronics means (e-voting) to the Members of the Company. CDSL had set up said electronic voting facility on its website



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<https://www.evotingindia.com> on all items of ordinary and Special business sought to be transacted at the AGM. As mentioned in the notice, both the remote e-voting and voting at the AGM facility for voting was made available to the Members during the period September 23, 2023 (9.00 A.M.) to September 25, 2023 (5.00 P.M.)

6. The Shareholders holding shares as on 15th September, 2023, "cut-off date", were entitled to vote on the resolutions stated in the Notice of the 37th Annual General Meeting of the Company.
7. At the Annual general meeting held at the scheduled time through VC/OAVM, the Company Secretary informed the members that evoting facility would be available during the meeting and until the period of 30 minutes post conclusion of meeting 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 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 e-voting 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 AGM were unblocked on September 26, 2023 at 12.50 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 was allowed to be appointed by the members and corporate members, by a certified copy of Board Resolution, authorizing their representative were allowed 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 AGM facility provided by CDSL, I submit the results of the both remote e-voting and e-voting at the AGM as **Annexure A** to this Report.




DAFTHARDAR SOUMYA
Practicing Company Secretary
FCS No.: 11754
C.P No: 13199
UDIN: F011754E001089545
Peer Review Cert No.: 3175/2023
Place : Hyderabad
Date: September 26th, 2023

Annexure - A

Item No. 1 – To consider Stand-Alone and the Consolidated Audited Financial Statements for the financial year 31st March 2023, and the Reports of the Auditors and Directors thereon. (Ordinary Business - Ordinary Resolution)

Mode	Total Ballot	Total Votes	Invalid / Abstained		Valid		Favour			Against		
			Ballots	Votes	Ballots	Votes	Ballots	Votes	%	Ballots	Votes	%
Remote E-Voting	80	5462381	0	0	80	5462381	74	5359733	98.12%	6	102648	1.88%
E-Voting provided at AGM	0	0	0	0	0	0	0	0	0.00%	0	0	0.00%
Total	80	5462381	0	0	80	5462381	74	5359733	98.12%	6	102648	1.88%

Item No. 2 – To declare Dividend for the financial year ended 31st March, 2023. (Ordinary Business - Ordinary Resolution)

Mode	Total Ballot	Total Votes	Invalid / Abstained		Valid		Favour			Against		
			Ballots	Votes	Ballots	Votes	Ballots	Votes	%	Ballots	Votes	%
Remote E-Voting	80	5462381	0	0	80	5462381	73	5401977	98.89%	7	60404	1.11%
E-Voting provided at AGM	0	0	0	0	0	0	0	0	0.00%	0	0	0.00%
Total	80	5462381	0	0	80	5462381	73	5401977	98.89%	7	60404	1.11%



Item No. 3 – To appoint a director in place of Sri. K Ravi, who retires by rotation and is eligible for re-appointment. (Ordinary Business - Ordinary Resolution)

Mode	Total Ballot	Total Votes	Invalid / Abstained		Valid		Favour			Against		
			Ballots	Votes	Ballots	Votes	Ballots	Votes	%	Ballots	Votes	%
Remote E-Voting	80	5462381	0	0	80	5462381	74	5456259	99.89%	6	6122	0.11%
E-Voting provided at AGM	0	0	0	0	0	0	0	0	0.00%	0	0	0.00%
Total	80	5462381	0	0	80	5462381	74	5456259	99.89%	6	6122	0.11%

Item No. 4 – To appoint Ms. Pooja Kalidindi (DIN: 03496114) as a director in place of Mr. Ashven Datla who retires by rotation. (Ordinary Business - Ordinary Resolution)

Mode	Total Ballot	Total Votes	Invalid / Abstained		Valid		Favour			Against		
			Ballots	Votes	Ballots	Votes	Ballots	Votes	%	Ballots	Votes	%
Remote E-Voting	80	5462381	0	0	80	5462381	74	5456259	99.89%	6	6122	0.11%
E-Voting provided at AGM	0	0	0	0	0	0	0	0	0.00%	0	0	0.00%
Total	80	5462381	0	0	80	5462381	74	5456259	99.89%	6	6122	0.11%

Item No. 5 – Appointment of Mr. Kalidindi Gautam as Director. (Special Business - Ordinary Resolution)

Mode	Total Ballot	Total Votes	Invalid / Abstained		Valid		Favour			Against		
			Ballots	Votes	Ballots	Votes	Ballots	Votes	%	Ballots	Votes	%
Remote E-Voting	80	5462381	0	0	80	5462381	74	5456259	99.89%	6	6122	0.11%
E-Voting provided at AGM	0	0	0	0	0	0	0	0	0.00%	0	0	0.00%
Total	80	5462381	0	0	80	5462381	74	5456259	99.89%	6	6122	0.11%



Item No. 6 – Re-Appointment of Mr. Kamlesh Suresh Gandhi as an Independent Director for the Second Term of Five (5) Years. (Special Business - Special Resolution)

Mode	Total Ballot	Total Votes	Invalid / Abstained		Valid		Favour			Against		
			Ballots	Votes	Ballots	Votes	Ballots	Votes	%	Ballots	Votes	%
Remote E-Voting	80	5462381	0	0	80	5462381	73	5414921	99.13%	7	47460	0.87%
E-Voting provided at AGM	0	0	0	0	0	0	0	0	0.00%	0	0	0.00%
Total	80	5462381	0	0	80	5462381	73	5414921	99.13%	7	47460	0.87%

Item No. 7 – Remuneration to Cost Auditor. (Special Business - Ordinary Resolution)

Mode	Total Ballot	Total Votes	Invalid / Abstained		Valid		Favour			Against		
			Ballots	Votes	Ballots	Votes	Ballots	Votes	%	Ballots	Votes	%
Remote E-Voting	80	5462381	0	0	80	5462381	75	5456509	99.89%	5	5872	0.11%
E-Voting provided at AGM	0	0	0	0	0	0	0	0	0.00%	0	0	0.00%
Total	80	5462381	0	0	80	5462381	75	5456509	99.89%	5	5872	0.11%

