

AJAY. S. SHRIVASTAVA

M.Com., LLB, FCS
Company Secretary in Practice

Flat No. D-1, Orange Homes Impressions,
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FORM MGT-13 REPORT OF SCRUTINIZER

[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
24th Annual General Meeting of the Members,
Narbada Gems and Jewellery Limited.
Held on Wednesday, the 28th Day of September, 2016 at 11.30 A.M.

Dear Sir,

I, AJAY S SHRIVASTAVA, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolutions, at the Twenty Fourth Annual General Meeting of the Members of **Narbada Gems and Jewellery Limited**, held on Wednesday, the 28th Day of September, 2016 at 11.30 A.M., submit our report as under:

1. After the announcement of poll by the Chairman, ballot boxes kept for polling were locked in my presence with due identification marks placed by me.
2. The locked ballot boxes were subsequently opened in my presence and Two witnesses and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/ Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
4. The result of the Poll is as under:

Resolution 1: To consider and adopt the Audited Financial Statements, Reports of the Board of Directors and Auditors for the financial year ended 31st March, 2016.

i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
17	65,844	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
-	-	-



(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
1	100

Resolution 2: Re-appointment of Shri Ritesh Kumar Sanghi, who retires by rotation and being eligible, offers himself for re-appointment

i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
17	65,844	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
-	-	-

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
1	100

Resolution 3: To ratify the appointment of M/s Venugopal & Chenoy, Statutory Auditors of the Company

i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
17	65,844	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
-	-	-

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
1	100



Resolution 4: To consider and approve contracts under Section 188(1)(a) of the Companies Act, 2013, with M/s Sanghi Jewellers Private Limited, an associate concern of the Company

i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
17	65,844	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
-	-	-

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
1	100

5. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

Yours faithfully,



(AJAY S. SHRIVASTAVA)
Practicing Company Secretary
C.P. No. 3479



Place: Hyderabad
Dated: 29.09.2016