

SCRUTINIZER'S REPORT FOR E-VOTING PURSUANT TO SECTION(S) 108 AND 109 OF THE COMPANIES ACT, 2013 READ WITH RULE 20 AND RULE 21 OF THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014

To
The Chairman
N. R. INTERNATIONAL LIMITED
“DRAUPADI MANSION,3RD FLOOR,
11,BRABOURNE ROAD,
KOLKATA-700001

Dear Sir

Sub: Passing of resolution(s) through electronic means conducted for the Equity Share holders N.R. INTERNATIONAL LIMITED held between 27th day of September, 2020 (09.00a.m.) to 29th day of September, 2020 (05.00 p.m.)

I, B. K. Barik, FCS, Practising Company Secretary of **B. K. Barik & Associates**, Company Secretaries, Kolkata, have been appointed as a Scrutinizer by the Board of Directors of **N. R. INTERNATIONAL LIMITED** (the Company) for the e-voting held between **27th day of September, 2020 (09.00a.m.) to 29th day of September, 2020 (05.00 p.m.)**

Responsibility of the Management

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and the Rules made there under in relation to exercising of voting rights through electronic means.

Responsibility as a Scrutinizer

My responsibility as a Scrutinizer for the e-voting process is restricted to make a Scrutinizer's Report of the votes cast “in favor” or “against” the Resolution(s) set out in the notice convening the reports generated from the e-voting system provided by Central Depository Services Limited (CDSL), the authorized agency engaged by the Company for providing e-voting facilities. I submit my report as under



The result(s) of E- voting is/are as under:

Resolution no.1(Ordinary Resolution)

“To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2020 together with Auditors’ and Directors’ Reports thereon for the year ended on that date.”

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of voting	Numbers of members voted through electronic means	Number of votes cast	Percentage of total number of votes cast
E-Voting	42	5409456	100%

VOTES CAST AGAINST THE RESOLUTION

Mode of voting	Numbers of members voted through electronic means	Number of votes cast	Percentage of total number of votes cast
E-Voting	3	15	100%

INVALID VOTES

Mode of voting	Numbers of members voted through electronic means	Number of votes cast	Percentage of total number of votes cast
E-Voting	1	10	100%



Resolution no.2(Ordinary Resolution)

“To appoint a Director in place of Mrs. Sangeeta Nirmal Modi (holding DIN 01963973), who retires at the ensuing Annual General Meeting, and being eligible, offer herself for re-appointment.”

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of voting	Numbers of members voted through electronic means	Number of votes cast	Percentage of total number of votes cast
E-Voting	43	5409466	100%

VOTES CAST AGAINST THE RESOLUTION

Mode of voting	Numbers of members voted through electronic means	Number of votes cast	Percentage of total number of votes cast
E-Voting	3	15	NIL

INVALID VOTES

Mode of voting	Numbers of members voted through electronic means	Number of votes cast	Percentage of total number of votes cast
E-Voting	NIL	NIL	NIL



Resolution no.3(Ordinary Resolution)

“Appointment of Auditors.

To consider and, if thought fit, to pass with or without modification(s) the following resolution as an Ordinary Resolution:

“RESOLVED that pursuant to the provisions of Section 139, 141, and 142 and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, pursuant to the resolution passed by Board of Directors on 4th day of July, 2020, the appointment of M/s L. N. More & Co. Chartered Accountants, Cuttack (Firm Registration No. 307042E), as Auditors of the Company to hold office from the conclusion of 29th Annual General Meeting till the conclusion of 34th Annual General Meeting, be and is hereby ratified and the Board of Directors of the company be and is hereby authorized to fix such remuneration as may be determine by the Audit Committee in consultation with the Auditors.”

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of voting	Numbers of members voted through electronic means	Number of votes cast	Percentage of total number of votes cast
E-Voting	43	5409466	100%

VOTES CAST AGAINST THE RESOLUTION

Mode of voting	Numbers of members voted through electronic means	Number of votes cast	Percentage of total number of votes cast
E-Voting	3	15	NIL

INVALID VOTES

Mode of voting	Numbers of members voted through electronic means	Number of votes cast	Percentage of total number of votes cast
E-Voting	NIL	NIL	NIL



Resolution no.4(Special Resolution)

To consider and, if thought fit, to pass with or without modification(s) the following resolution as an Ordinary Resolution:

“RESOLVED THAT the consolidation of books of accounts of Bharat Hardcoke Manufacturer (a unit of N R International Limited) and N R International Limited be and is hereby approved and from the financial year 2020-21 and a single Financial statement will be prepared by the Auditors of N R International Limited M/s L.N.More & Co, Chareterd Accountant.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of voting	Numbers of members voted through electronic means	Number of votes cast	Percentage of total number of votes cast
E-Voting	43	5409466	100%

VOTES CAST AGAINST THE RESOLUTION

Mode of voting	Numbers of members voted through electronic means	Number of votes cast	Percentage of total number of votes cast
E-Voting	3	15	NIL

INVALID VOTES

Mode of voting	Numbers of members voted through electronic means	Number of votes cast	Percentage of total number of votes cast
E-Voting	NIL	NIL	NIL



Resolution no.5(Special Resolution)

To consider and, if thought fit, to pass with or without modification(s) the following resolution as an Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 185 and all other applicable provisions, if any of the Companies Act, 2013 read with the Companies (Amendment) Act, 2017 and Rules made thereunder, including any statutory modification(s) thereto or re-enactment(s) thereof, for the time being in force, and subject to such other consents, permissions, approvals, as may be required in that behalf, the approval of the members of the Company be and is hereby accorded to the Board of Directors of the Company to advance any loan including any loan represented by a book debt, or give any guarantee or provide any security in connection with any loan taken by any other person in whom any of the Directors of the Company is interested/deemed to be interested, up to limits 60% of the paid-up share capital, free reserves and securities premium account of the Company or 100% of free reserves and securities premium account of the Company, whichever is more., provided that such loans are utilized by the borrowing company for its principal business activities.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of voting	Numbers of members voted through electronic means	Number of votes cast	Percentage of total number of votes cast
E-Voting	43	5409466	100%

VOTES CAST AGAINST THE RESOLUTION

Mode of voting	Numbers of members voted through electronic means	Number of votes cast	Percentage of total number of votes cast
E-Voting	3	15	NIL

INVALID VOTES

Mode of voting	Numbers of members voted through electronic means	Number of votes cast	Percentage of total number of votes cast
E-Voting	NIL	NIL	NIL



For B.K.BARIK & ASSOCIATES
Company Secretaries

B.K.Barik
Practising Company Secretary
C.P.No. 3897, FCS 5696
UDIN : F005696B000854489

Place : Kolkata
Dated: 05.10.2020