

CA. Hari Ram Agarwal

B.Com(Hons.), LL.B., F.C.A., F.C.S., DISA(ICAI)

CHARTERED ACCOUNTANT

Consolidated's Report

(Voting through Remote e-voting and e-voting at the Annual General Meeting venue through Ballots)

[Pursuant to Section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended]

To,

The Chairman of 23rd Annual General Meeting of the Members of **NAGREEKA CAPITAL & INFRASTRUCTURE LIMITED (L65999WB1994PLC065725)**, held on Monday, 18th day of September, 2017 at 11.30 AM at Bengal National Chamber of Commerce and Industry, 23, R.N. Mukherjee Road, Kolkata-700 001.

Dear Sir,

1. I, HARI RAM AGARWAL, a Chartered Accountant in Practice (FCA.057625), Kolkata, was duly appointed as a Scrutinizer by the Board of Directors of **NAGREEKA CAPITAL & INFRASTRUCTURE LIMITED** (the Company) for the purpose of scrutinizing the process of voting through Remote e-voting and voting at the Annual General Meeting venue through Ballot under the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as substituted by the Companies (Management and Administration) Rules, 2015, and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. The Management of the Company is responsible to ensure the Compliance of the requirements of the Companies Act, 2013 and Rules relating to voting through Remote e-voting and voting at the Annual General Meeting venue through Ballot for the resolutions proposed in the Notice of 23rd Annual General Meeting of the Members of the Company dated 14.08.2017. My responsibility as a Scrutinizer for the process of voting through Remote e-voting and voting at the Annual General Meeting venue through Ballot is to ensure that the voting process is conducted in a fair and transparent manner and is restricted to make a Scrutinizer's Report for the votes cast in "favour" or "against" on the resolutions proposed in the Notice of the 23rd AGM of the Company, based on the reports generated from the e-voting system provided by National Securities Depositories Limited (NSDL), the agency authorized under the Rules and engaged by the Company to provide remote e-voting facilities.
3. In terms of the aforesaid Notice and as per the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the remote e-voting facility was kept open for four days and the e-voting period commenced on September 14, 2017 at 9:00 A.M. and ends on September 17, 2017 at 5:00 P.M. and members were requested to cast their votes electronically conveying their assent or dissent in respect of the resolution on the e-voting platform provided by National Securities Depositories Limited (NSDL).



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4. The member of the Company as on "cut off" date i.e. **September 11, 2017** were entitled to vote on the resolutions proposed in the notice calling 23rd AGM of the Company.
5. At the end of the remote e-voting period on September 17, 2017 at 5:00 P.M., the voting portal of the service provider was blocked forthwith.
6. At the 23rd Annual General Meeting of the Company held on September 18, 2017, the Chairman at the end of discussions on the resolution(s) announced the voting through Ballot to facilitate the members present at the meeting who could not participate in the remote e-voting to record their votes.
7. Immediately after the conclusion of the voting at the venue of the AGM on the 18th day of September, 2017, the votes cast at the venue were counted, thereafter the votes cast through remote e-voting were unblocked in the presence of Mr. Sumit Agarwal and Mr. Niraj Sharmal who acted as witnesses as prescribed under sub-rule 4(xii) of Rule 20 of the Companies (Management and Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Rules, 2015. They have signed below in confirmation of the votes being unblocked in their presence.
8. Thereafter, the details containing inter alia, list of the Members, who voted "for" or "against" on each of the resolution that were put to vote, were derived from the report generated from the e-voting website of National Securities Depositories Limited (NSDL), and voting cast by the members at the venue of Annual General Meeting through Ballot.
9. I have issued separate Scrutinizer's Report on the remote e-voting and voting through **Ballot** at the Annual General Meeting on the resolutions contained in the notice to the AGM. I submit herewith my consolidated Scrutinizer's Report on the results of voting through remote e-voting and voting through Ballot at the Annual General Meeting as under:

Item No. 1

Adoption of Audited Financial statements of the Company for Financial Year ended on March 31, 2017 and the statement of Profit and Loss Account for the year ended on that date together with the Report of the Board of Directors and Auditors thereon.

(Ordinary Resolution)

Particulars	Remote E-Voting		Ballot		Total		Percentage (%)
	No.	Votes	No.	Votes	No.	Votes	
Assent	46	80,65,169	06	8,16,423	52	88,81,592	99.99
Dissent	01	100	0	0	01	100	0.01
Total	47	80,65,269	06	8,16,423	53	88,81,692	100.00
Abstain / Invalid	0	0	01	200	01	200	--

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Item No. 2

Appointment of Director in place of Mr. Sunil Patwari (holding DIN: 00024007), who retires by rotation and being eligible offers himself for re-appointment.

(Ordinary Resolution)

Particulars	Remote E-Voting		Ballot		Total		Percentage (%) Votes
	No.	Votes	No.	Votes	No.	VOTES	
Assent	46	80,65,169	06	8,16,423	52	88,81,592	100
Dissent	0	0	0	0	0	0	0
Total	46	80,65,169	06	8,16,423	52	88,81,592	100
Abstain / Invalid	0	0	01	200	01	200	--

Item No. 3

Appointment of M/s P.K. PACHISIA & Co. (Firm registration No : 318129E) as Statutory Auditors of the Company for a Period of 5 Years to hold office from the conclusion of this Annual General Meeting till the conclusion of the 28th Annual General Meeting and fixation of remuneration.

(Ordinary Resolution)

Particulars	Remote E-Voting		Ballot		Total		Percentage (%) Votes
	No.	Votes	No.	Votes	No.	VOTES	
Assent	46	80,65,169	06	8,16,423	52	88,81,592	100
Dissent	0	0	0	0	0	0	0
Total	46	80,65,169	06	8,16,423	52	88,81,592	100
Abstain / Invalid	0	0	01	200	01	200	--

Item No. 4

Increase of Authorized Share Capital
(Ordinary Resolution)

Particulars	Remote E-Voting		Ballot		Total		Percentage (%) Votes
	No.	Votes	No.	Votes	No.	Votes	
Assent	47	80,65,269	06	8,16,423	53	88,81,692	100
Dissent	0	0	0	0	0	0	0
Total	47	80,65,269	06	8,16,423	53	88,81,692	100
Abstain / Invalid	0	0	01	200	01	200	--

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Item No. 5

Issue & Allotment of 1,20,00,000 (One Crore Twenty Lakh) Redeemable Preference Shares of Rs. 40 each (including Premium of Rs. 30 each) on Preferential basis

(Ordinary Resolution)

Particulars	Remote E-Voting		Ballot		Total		Percentage (%)
	No.	Votes	No.	Votes	No.	Votes	
Assent	45	80,65,089	06	8,16,423	51	88,81,512	99.99
Dissent	02	180	0	0	02	180	0.01
Total	47	80,65,269	06	8,16,423	53	88,81,692	100.00
Abstain / Invalid	0	0	01	200	01	200	--

Based on the aforesaid results, the resolution no.(s) 1 to 5 as contained in the Notice dated August 14, 2017 have been passed with the requisite majority.

All the relevant records relating to the e-voting and voting through Ballot is under my safe custody and will be handed over to the Chairman or Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the Meeting.

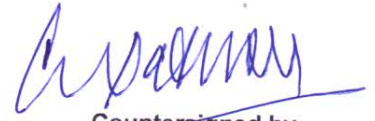
Thanking You,

Yours faithfully,



CA. HARI RAM AGARWAL, FCA
CHARTERED ACCOUNTANT
Membership no. 057625

Place: Kolkata
Date: 19.09.2017



Countersigned by

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