

Neeta H. Desai

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Report of Scrutinizer

Name of the Company	Nesco Limited
Meeting	61st Annual General Meeting
Day, Date & Time	Friday the 14th August 2020 at 2.30 P. M.
Deemed Venue	Nesco Centre, Western Express Highway, Goregaon East, Mumbai – 400 063
Mode	Video Conferencing (VC)/Other Audio Visual Means (OAVM)

Dear Sir,

I, Neeta H. Desai (ND & Associates) Practising Company Secretary appointed as Scrutinizer for the remote e-voting as well as e-voting by members during the 61st Annual General Meeting (AGM) of M/s. Nesco Limited (hereinafter referred to as the Company) scheduled on Friday the 14th August 2020 at 2.30 P.M. held through Video Conferencing (VC)/Other Audio Visual Means (OAVM),our responsibility as a Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and render Scrutinizer’s Report on the voting on the resolutions based on the report generated from the electronic voting system.

The Company held the 61st AGM on August 14, 2020 through Video Conferencing (VC)/Other Audio Visual Means (OAVM) at 2:30 PM IST in accordance with the provisions of Companies Act, 2013 (the Act) read with the General Circular numbers 20/2020, 14/2020, 17/2020 dated May 5, 2020, April 13, 2020 and April 8, 2020 respectively issued by the Ministry of Corporate Affairs. The Company hosted the notice of AGM on its website, website of the agency providing the platform for remote e-voting and e-voting during the AGM and also intimated the same to BSE Limited and National Stock Exchange of India Limited on 20th July, 2020.

The Company informed that on the basis of the Register of Members and the list of Beneficial Owners made available by Sharex Dynamic India Private Limited, the Registrar and Share Transfer Agents (“RTA”) of the Company and the depositories viz., National Securities Depository Limited (“NSDL”) and Central Depository Services (India) Limited (“CDSL”) respectively, the Company completed dispatch of Notice of AGM to the Members who had already registered their E-mail IDs with the Company / Depositories and also to Members who registered their E-mail ID pursuant to the advertisement(s) published by the Company in Business Standard in English and in Lakshadweep in Vernacular language Marathi.

Cut-off date of Voting rights were reckoned as on Friday, 7th August 2020, being the cut-off date for the purpose of deciding the entitlements of members for remote e-voting and e-voting during the AGM.

Combined Scrutinizer's Report of Nesco Limited AGM dated 14.08.2020

The Company appointed NSDL as the agency for providing the platform for remote e-voting and e-voting during the AGM. Remote e-voting platform was open from 9:00 a.m. (IST) on Tuesday, August 11, 2020 till 5:00 p.m. (IST) on Thursday, August 13, 2020 and members were required to cast their votes electronically conveying their assent or dissent in respect of the resolutions on the remote e-voting platform provided by NSDL.

As specified under Regulation 44(1) and 44(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as prescribed under Rule 20 (4)(xiii) of the Companies (Management and Administration) Rules, 2014 for the purpose of ensuring that Members who have cast their votes through remote e-voting do not vote again during the general meeting, the Scrutinizer shall have access after closure of period of remote e-voting and before the start of general meeting, to only such details relating to Members who have cast their votes through remote e-voting, such as their names, DP ID & Client ID / folios, number of shares held but not the manner in which they have voted. Accordingly, NSDL, the remote e-voting agency provided us with the names, DP ID & Client ID / folios and shareholding of the members who had cast their votes through remote e-voting.

On completion of e-voting during the AGM, we unblocked the results of the remote e-voting and e-voting by members during the AGM, on the NSDL e-voting platform and downloaded the results.

We observe that:

- a) 11 Members had cast their votes through e-voting at the AGM;
- b) 137 Members had cast their votes through remote e-voting

Consolidated results with respect to each item on the agenda as set out in the Notice of the AGM dated 19th May 2020, is as under.

(a) Item No. 1: Ordinary Resolution

Adoption of Standalone and Consolidated Annual Accounts and Reports of the Board of Directors and auditors thereon for the financial year ended 31st March, 2020.

Particulars	Remote E-voting		Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	135	52336343	11	21111	146	52357454	100.00
Dissent	2	23	0	0	2	23	0.00
Total	137	52336366	11	21111	148	52357477	100.00

Combined Scrutinizer's Report of Nesco Limited AGM dated 14.08.2020

(b) Item No. 2: Ordinary Resolution

To confirm Interim Dividend of Rs. 3.00 per equity share, already paid for the financial year ended 31 March 2020 as Final Dividend on equity shares.

Particulars	Remote E-voting		Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	134	52336341	11	21111	145	52357452	100.00
Dissent	3	25	0	0	3	25	0.00
Total	137	52336366	11	21111	148	52357477	100.00

(c) Item No. 3: Ordinary Resolution

To appoint a director in place of Mrs. Sudha S. Patel, who retires by rotation.

Particulars	Remote E-voting		Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	123	4181427	*10	20978	133	4202405	99.84
Dissent	7	6456	1	133	8	6589	0.16
Total	130	4187883	11	21111	141	4208994	100.00

* For resolution No. 3 four persons voting have not been considered being related party.

Based on the aforesaid result we report that 03 ordinary resolutions as set out in item number 1 to 3 of the Notice of AGM dated 19th May, 2020 have been passed with requisite majority.

Thanking you,

Place: Mumbai
Date : 14.08.2020

Yours faithfully,
For ND & Associates

NEETA

HARKISHAN DESAI

Neeta H. Desai
Practising Company Secretary
UDIN: F003262B000582335

Digitally signed by NEETA HARKISHAN DESAI
DN: cn=NEETA HARKISHAN DESAI, o=ND & Associates, ou=Practising Company Secretaries, email=neeta@ndassociates.com, postalCode=400022, serialNumber=9534b40c7444d2fcd5e66c1d3104b316
31c238bae6f019410416e15f91c, cn=NEETA
HARKISHAN DESAI
Date: 2020.08.15 19:34:03 +05'30'