



VPP & ASSOCIATES

Practicing Company Secretaries

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SCRUTINIZER'S REPORT ON E-VOTING

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and the Secretarial Standards (SS-2) issued by the Institute of Company Secretaries of India]

To,
The Chairman
31st Annual General Meeting of the Members
Neogem India Limited
G/32, Gems and Jewellery Complex III,
Seepz (SEZ), Andheri (East), Mumbai - 400 096

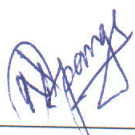
Dear Sir,

Sub.: Result of E-voting held for the 31st Annual General Meeting of the Members of Neogem India Limited (CIN:L36911MH1991PLC063357) held at G/32, Gems and Jewellery Complex III, Seepz (SEZ), Andheri (East), Mumbai - 400 096 on Friday, September 30, 2022 at 09:30 a.m.

1. I, Pooja Jain, Partner of M/s. VPP & Associates, Mumbai, Practicing Company Secretary, have been appointed by the Board of Directors of Neogem India Limited ("the Company") as the Scrutinizer for the purpose of scrutinizing the remote e-voting process and ascertaining the requisite majority on e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ("the Rules"), Secretarial Standards 2 ("SS-2") issued by the Institute of Company Secretaries of India and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Regulation"), on the resolutions provided in the notice to the 31st Annual General Meeting (AGM) of the Members of the Company, held on Friday, September 30, 2022 at 09:30 a.m. at G/32, Gems and Jewellery Complex III, Seepz (SEZ), Andheri (East), Mumbai - 400 096
2. The Management of the Company is responsible to ensure compliance with the requirements of the Act and the Rules relating to voting through electronic means on the resolutions provided in the Notice to the 31st AGM of the Members of the Company. My responsibility as the Scrutinizer for the remote e-voting process is restricted to prepare Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by National Securities Depository Limited ("NSDL"), the authorized agency to provide e-voting facilities, engaged by the Company.

3. Further to the above, I submit my report as under:-

- i. The remote e-voting period remained open from Tuesday, 27th September 2022 at IST 9.00 a.m. and ends on Thursday, 29th September 2022 at IST 5.00 p.m.
- ii. The Members of the Company as on the "cut-off" date i.e. Thursday, 22nd September, 2022 were entitled to vote on the resolutions (Items no. 1 to 3 as set out in the notice of the 31st AGM of the Company).
- iii. The E-voting platform was blocked on 29th September 2022 after 5.00 p.m. IST and the votes cast were unblocked on 30th September, 2022 in the presence of two witnesses, Mr. Namdev Apange and Ms. Rupali Somani who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.



Name: Namdev Apange



Name: Rupali Somani

- iv. Thereafter, the details containing inter alia, list of Members, who voted "in favour" or "against" each of the resolutions that were put to vote at the 31st AGM of the Company, were generated from the e-voting website of NSDL i.e. www.evoting.nsdl.com and based on such reports generated, the result of the e-voting is as under:

I. Ordinary Business:

- (a) **Resolution No. 1: ORDINARY RESOLUTION:** To receive, consider, approve and adopt the Audited Financial Statement comprising of Balance Sheet as at 31st March 2022, Statement of Profit and Loss for the year ended on that date, Cash Flow Statement and the Notes together with the Board's Report and Auditor's Report thereon.

- (i) Voted in favour of the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
27	3437158	99.9971

- (ii) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
1	100	0.0029

(iii) Invalid votes:

Total number of Members whose votes were declared invalid	Total number of votes cast by them
0	0

- (b) **Resolution No. 2: ORDINARY RESOLUTION:** To appoint a Director in place of Mr. Ronak Doshi (DIN: 00102959) who retires by rotation and being eligible, offered himself for re-appointment.

(i) Voted in favour of the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
27	3437158	99.9971

(ii) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
1	100	0.0029

(iii) Invalid votes:

Total number of Members whose votes were declared invalid	Total number of votes cast by them
0	0

- (c) **Resolution No.3: ORDINARY RESOLUTION:** Appointment of M/s. Ashok Bairagra & Associates Chartered Accountants, (Mem No.118677W), as the Statutory Auditors of the Company.

(i) Voted in favour of the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
27	3437158	99.9971

(ii) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
1	100	0.0029

(iii) Invalid votes:

Total number of Members whose votes were declared invalid	Total number of votes cast by them
0	0

Thanking you.

Yours faithfully,
For VPP & Associates,
Practicing Company Secretaries

Pooja Mayank Jain
Scrutinizer
Practising Company Secretary
C.P. No.: 9136; Membership No.: 8160
UDIN: **F008160D001107082**

Date: October 01, 2022
Place: Mumbai

Acknowledge receipt of the same
For Neogem India Limited,

Ronak Doshi
Whole-time Director
DIN- 00102959
Address: N.S. Road, Mumbai- 400 036

FORM MGT-13

SCRUTINIZERS' REPORT (ON POLL AT AGM)

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
Neogem India Limited
G/32, Gems and Jewellery Complex III,
Seepz (SEZ), Andheri (East), Mumbai - 400 096

Sub.: Result of Poll ordered at the 31st Annual General Meeting of the Members of Neogem India Limited held on Friday, September 30, 2022 at 9.30 a.m.

Dear Sir,

I, Pooja Mayank Jain, (C.P. No.: 9136, Membership No.: 8160), Partner of M/s. VPP & Associates, Practicing Company Secretaries, Mumbai and Mr. Madhukar Nikam, Member of Neogem India Limited ('the Company') having Folio No: 30115127117806, were appointed as the Scrutinizers for the purpose of the poll taken on the below mentioned resolutions at the 31st Annual General Meeting (AGM) of the Members of Company, held on Friday, September 30, 2022 at 09:30 a.m. at G/32, Gems and Jewellery Complex III, Seepz (SEZ), Andheri (East), Mumbai - 400 096

We submit our report as under:

1. After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling was locked in our presence with due identification marks placed by us.
2. The locked ballot box was subsequently opened in our presence and poll papers were diligently scrutinized, serially numbered and initialled by us. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agent of the Company and the authorizations/proxies lodged with the Company.
3. There were 5 (Five) poll papers representing 504 (Five Hundred and Four) equity shares out of which no Poll Paper was rendered invalid.
4. The result of the Poll is as under:

I. Ordinary Business

- (a) Resolution No. 1: ORDINARY RESOLUTION: To receive, consider, approve and adopt the Audited Financial Statement comprising of Balance Sheet as at 31st March 2022, Statement of Profit and Loss for the year ended on that date, Cash Flow Statement and the Notes together with the Board's Report and Auditor's Report thereon.

- (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
5	504	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
0	0	0

- (iii) Invalid votes:

Total number of Members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

- (b) **Resolution No. 2: ORDINARY RESOLUTION:** To appoint a Director in place of Mr. Ronak Doshi (DIN: 00102959) who retires by rotation and being eligible, offered 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
5	504	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
0	0	0

- (iii) Invalid votes:

Total number of Members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

- (c) **Resolution No. 3: ORDINARY RESOLUTION:** Appointment of M/s. Ashok Bairagra & Associates Chartered Accountants, (Mem No.118677W), as the 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
5	504	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
0	0	0

(iii) Invalid votes:

Total number of Members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

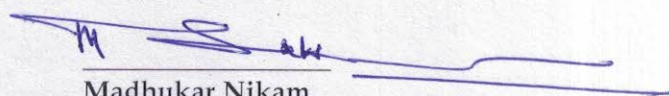
Note: Percentage calculated has been rounded off upto three decimals.

5. An email containing a list of Members who voted "IN FAVOUR" and "AGAINST" and those whose votes were declared invalid for each resolution is sent separately.
6. As per Secretarial Standards 2, the poll papers, register of voting and all other relevant records were sealed and handed over to the Chairman authorised by the Board for safe keeping.

Thanking you,

Yours faithfully,
For VPP & Associates
Practicing Company Secretaries

Pooja Mayank Jain
Partner
Scrutinizer for Poll
C.P. No.: 9136
Mem. No.: 8160


Madhukar Nikam
Member
Scrutinizer for Poll
Folio No: 30115127117806

Date: October 01, 2022
Place: Mumbai

Date: October 01, 2022
Place: Mumbai

Acknowledge receipt of the same

For Neogem India Limited

Ronak Doshi

Whole-time Director

DIN- 00102959

Address: N.S. Road, Mumbai- 400 036

Date: October 01, 2022

Place: Mumbai

Scrutinizers' Report- Combined
(Consolidated Report of Scrutinizers on remote e-voting and voting by poll at the 31st Annual General Meeting)

To,
The Chairman
31st Annual General Meeting of the Members
Neogem India Limited
G/32, Gems and Jewellery Complex III,
Seepz (SEZ), Andheri (East), Mumbai - 400 096

Dear Sir,

Re: Combined Scrutinizers' Report on remote e-voting and voting by poll in terms of provisions of the Companies Act, 2013 read with Rules made there under, Secretarial Standards-2 on General Meetings and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for 31st Annual General Meeting (AGM) of the Members of Neogem India Limited held on Friday, September 30, 2022 at 09:30 a.m at G/32, Gems and Jewellery Complex III, Seepz (SEZ), Andheri (East), Mumbai - 400 096

1. I, Pooja Mayank Jain, Partner of M/s. VPP & Associates, Practicing Company Secretary, Mumbai, have been appointed as the Scrutinizer by the Board of Directors of **Neogem India Limited ("the Company")** at their meeting held on 1st September, 2022 for scrutinizing the remote e-voting process pursuant to the provisions of Section 108 of the Companies Act, 2013 ("**the Act**") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ("**the Rules**"), the Secretarial Standards- 2 ("**SS-2**") on General Meetings issued by the Institute of Company Secretaries of India and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. The Company had availed the remote e-voting facility provided by National Securities Depository Limited ("**NSDL**") for conducting the remote e-voting by the Members of the Company. The remote e-voting commenced from Tuesday, 27th September 2022 at IST 9.00 a.m. and concluded on Thursday, 29th September 2022 at IST 5.00 p.m. and the NSDL remote e-voting platform was blocked thereafter.
3. On the basis of the votes exercised by the Members of the Company through remote e-voting, I have issued separate Scrutinizer's Report dated October 01, 2022 **on the remote e-voting.**
4. Under the provisions of Section 109 of the Act read with Rule 21 of the Companies (Management and Administration) Rules, 2014 and in terms of SS - 2, the Chairman in the 31st Annual General Meeting (AGM) appointed us, namely, Pooja Mayank Jain, Partner of M/s. VPP & Associates, Practising Company Secretaries, and Mr. Madhukar Nikam, Member of Neogem India Limited having Folio No: 30115127117806, as the Scrutinizers to conduct the Poll process in a fair and transparent manner on all the resolutions provided in the notice of the 31st AGM of the Members of the Company.

5. On the basis of the votes cast by the Members through poll, we have issued separate Scrutinizer's Report dated October 01, 2022 on the poll taken on the resolutions provided in the notice of the 31st AGM.
6. As requested by the Management we submit herewith our combined report on the result of remote e-voting together with that of Poll as under with brief description of resolutions. Kindly refer the notice of 31st AGM of the Company for the complete details of resolutions:-

Items of Notice	No. of votes cast in favour	No. of votes cast against	No. of invalid votes cast	% of votes cast in favour*	% of votes cast against *
A. Ordinary Business:					
1. To receive, consider, approve and adopt the Audited Financial Statement comprising of Balance Sheet as at 31 st March 2022, Statement of Profit and Loss for the year ended on that date, Cash Flow Statement and the Notes together with the Board's Report and Auditor's Report thereon.(Ordinary Resolution)	3437662	100	0	99.9971	0.0029
2. To appoint a Director in place of Mr. Ronak Doshi (DIN: 00102959) who retires by rotation and being eligible, offered himself for re-appointment.(Ordinary Resolution)	3437662	100	0	99.9971	0.0029
3. Appointment of M/s. Ashok Bairagra & Associates, Chartered Accountants, (Mem No.118677W), as the Statutory Auditors of the Company. (Ordinary Resolution)	3437662	100	0	99.9971	0.0029

Note: Percentage calculated has been rounded off upto four decimals.

7. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means and poll on all the resolutions contained in the Notice of the 31st AGM of the Members of the Company. Our responsibility as scrutinizers for the e-voting process and for favour" or "against" the resolutions stated in the said notice, based on the report generated from the e-voting system provided by NSDL, the authorized agency engaged by the Company to provide e-voting facilities and Link Intime India Private Limited (Registrar and Share Transfer Agent) at the time of poll taken at the 31st AGM.

Thanking you,

Yours faithfully,
For VPP & Associates
Practicing Company Secretaries



Mr. Madhukar Nikam
Member
Scrutinizer for Poll
Folio No: 30115127117806

Pooja Mayank Jain
Partner
Scrutinizer for E-voting & Poll
C.P. No.: 9136
Mem. No.: 8160
UDIN : F008160D001107082

Date: October 01, 2022
Place: Mumbai

Date: October 01, 2022
Place: Mumbai

Acknowledge receipt of the same
For Neogem India Limited,

Ronak M. Doshi
(DIN: 00102959)
Whole Time Director and CFO

Date: 01.10.2022
Place: Mumbai