



VPP & ASSOCIATES

Practicing Company Secretaries

Office No. 201, 2nd Floor, A-Wing, Jeevan Prabha Co-op Society, Chandavarkar Road, Borivali (West), Mumbai - 400092
Tel. No.: +91 22 3175 9100 | Email Id: vppassociates@hkacs.com | Website: hkacs.com

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

Dear Sir,

Sub.: Result of remote e-voting held for the 32nd 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 Saturday, September 30, 2023 at 09:30 a.m.

1. I, Pooja Jain, Partner of M/s. VPP & Associates, Practicing Company Secretaries, Mumbai, 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 remote 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 32nd Annual General Meeting (AGM) of the Members of the Company, held on Saturday, September 30, 2023 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 32nd 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 Wednesday, September 27, 2023 at 9.00 a.m. IST and ended on Friday, September 29, 2023 at 5.00 p.m. IST.
- ii. The Members of the Company as on the "cut-off" date i.e. Friday, September 23, 2023 were entitled to vote on the resolutions (Item nos. 1 and 2) as set out in the notice of the 32nd AGM of the Company.
- iii. The remote e-voting platform was blocked on Friday, September 29, 2023 after 5.00 p.m. IST and the votes cast were unblocked on Friday, September 29, 2023 in the presence of two witnesses, Ms. Rupali Somani and Mr. Kevin Shah, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Name: Rupali Somani

Name: Kevin Shah

- iv. Thereafter after conclusion of the AGM, 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 32nd AGM of the Company, were generated from the e-voting website of NSDL, 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 March 31, 2023, 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
26	34,34,431	99.8546

- (ii) Voted **against** the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
1	5,000	0.1454

- (iii) **Invalid votes:**

Total number of Members whose votes were declared invalid	Total number of votes cast by them
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0	0
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(b) Resolution No. 2: ORDINARY RESOLUTION: To appoint a Director in place of Mr. Gaurav Mahindra Doshi (DIN: 00166703) 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
26	34,34,431	99.8546

(ii) Voted **against** the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
1	5,000	0.1454

(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

Digitally signed by
Pooja Mayank Jain
Date: 2023.09.30
15:54:58 +05'30'

Pooja Mayank Jain
Scrutinizer for E-voting
Practising Company Secretary
C.P. No.: 9136; Membership No.: 8160
P/R no. 701/2020
UDIN: F008160E001138762
Date: September 30, 2023
Place: Mumbai

Acknowledge receipt of the same
For **Neogem India Limited,**

Gaurav
Mahindra Doshi

Digitally signed by
Gaurav Mahindra Doshi
Date: 2023.09.30
16:39:53 +05'30'

Gaurav Doshi
Chairman and Managing Director
DIN: 00166703
Date: September 30, 2023
Place: Mumbai



VPP & ASSOCIATES

Practicing Company Secretaries

Office No. 201, 2nd Floor, A-Wing, Jeevan Prabha Co-op Society, Chandavarkar Road, Borivali (West), Mumbai - 400092
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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 of 32nd Annual General Meeting of the Members of Neogem India Limited
G/32, Gems and Jewellery Complex III,
Seepz (SEZ), Andheri (East), Mumbai - 400 096

Sub.: **Result of Poll ordered at the 32nd Annual General Meeting of the Members of Neogem India Limited held on Saturday, September 30, 2023 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 was appointed as the Scrutinizer for the purpose of the poll taken on the below mentioned resolutions at the 32nd Annual General Meeting (AGM) of the Members of Company, held on **Saturday, September 30, 2023 at 09:30 a.m.** at G/32, Gems and Jewellery Complex III, Seepz (SEZ), Andheri (East), Mumbai - 400 096

I submit my 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 my presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized, serially numbered and initialed by me. 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 4(four) poll papers representing 20 (twenty) 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 March 31,

2023, 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
4	20	100.0000

- (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	0.0000

- (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. Gaurav Mahindra Doshi (DIN: 00166703), 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
4	20	100.000

- (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	0.0000

- (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

5. Details containing a list of Members who voted "IN FAVOUR" and "AGAINST" and those whose votes were declared invalid for each resolution is emailed to the Company's email id.

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

Digitally signed by
Pooja Mayank Jain
Date: 2023.09.30
15:57:29 +05'30'

Pooja Mayank Jain
Partner
Scrutinizer for Poll
C.P. No.: 9136
Mem. No.: 8160
P/R no. 701/2020

Date: September 30, 2023
Place: Mumbai

Acknowledge receipt of the same
For **Neogem India Limited,**

Gaurav
Mahindra
Doshi

Digitally signed by
Gaurav Mahindra Doshi
Date: 2023.09.30
16:44:19 +05'30'

Gaurav Doshi
(DIN: 00166703)
Chairman and Managing Director

Date: September 30, 2023
Place: Mumbai



VPP & ASSOCIATES

Practicing Company Secretaries

Office No. 201, 2nd Floor, A-Wing, Jeevan Prabha Co-op Society, Chandavarkar Road, Borivali (West), Mumbai - 400092
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Scrutinizer's Report- Combined
(Consolidated Report of Scrutinizer on remote e-voting and voting by poll at the 32nd Annual General Meeting)

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

Dear Sir,

Re: Combined Scrutinizer's 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 32nd Annual General Meeting (AGM) of the Members of Neogem India Limited held on Saturday, September 30, 2023 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 Secretaries, Mumbai, have been appointed as the Scrutinizer by the Board of Directors of **Neogem India Limited ("the Company")** at their meeting held on 11th August, 2023 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 Wednesday, September 27, 2023 at 9.00 a.m. IST and ends on Friday, September 29, 2023 at 5.00 p.m. IST 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 September 30, 2023 **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 32nd Annual General Meeting (AGM) appointed me, namely, Mrs. Pooja Mayank Jain,

Partner of M/s. VPP & Associates, Practising Company Secretaries, as the Scrutinizer to conduct the Poll process in a fair and transparent manner on all the resolutions provided in the notice of the 32nd AGM of the Members of the Company.

5. On the basis of the votes cast by the Members through poll, I have issued separate Scrutinizer's Report dated September 30, 2023 on **the poll** taken on the resolutions provided in the notice of the 32nd AGM.
6. As requested by the Management I submit herewith my 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 32nd 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 March 31, 2023, 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)	34,34,451	5,000	0	99.8546	0.1454
2. To appoint a Director in place of Mr. Gaurav Mahindra Doshi (DIN: 00166703) who retires by rotation and being eligible, offered himself for re-appointment. (Ordinary Resolution)	34,34,451	5,000	0	99.8546	0.1454

Pooja
Mayank Jain

Digitally signed by Pooja Mayank Jain
Date: 2023.09.30 15:59:39 +05'30'

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 32nd AGM of the Members of the Company. My responsibility as Scrutinizer 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 32nd AGM.

Thanking you,

Yours faithfully,

For VPP & Associates
Practicing Company Secretaries

Pooja
Mayank Jain

Digitally signed by
Pooja Mayank Jain
Date: 2023.09.30
15:59:54 +05'30'

Pooja Mayank Jain
Partner
Scrutinizer for E-voting & Poll
C.P. No.: 9136
Mem. No.: 8160
P/R no. 701/2020
UDIN: F008160E001138762
Date: September 30, 2023
Place: Mumbai

Acknowledge receipt of the same
For **Neogem India Limited,**

Gaurav
Mahindra
Doshi

Digitally signed
by Gaurav
Mahindra Doshi
Date: 2023.09.30
16:43:02 +05'30'

Gaurav Doshi
(DIN: 00166703)
Chairman and Managing Director

Date: September 30, 2023
Place: Mumbai