Backbay Reclamation, Churchgate, Mumbai - 400 020, India. Tel.: +91 226657 6100, $66364062 \quad$ Fax +912266364060 Website: www.nocil.com CIN No. L99999MH1961PLC012003


ARVInd Mafatlal Group
The ethics of excellence

The Bombay Stock Exchange Limited
"P.J. Towers"
Dalal Street
Mumbai-400 001
Stock Code: 500730
Dear Sir,

The National Stock Exchange of India Ltd.
Exchange Plaza
Bandra Kurla Complex, Bandra (East)
Mumbai-400 051
Symbol: NOCIL

## Sub: Scrutinizer's Report of the e-Voting at the $59^{\text {th }}$ Annual General Meeting ('AGM') of NOCIL Limited ('the Company')

This is to inform you that the $59^{\text {th }}$ Annual General Meeting of the Company was held on Tuesday, $3^{\text {rd }}$ August, 2021 at 02.30 p.m. through Video Conferencing and the venue of the meeting was deemed to be the registered office of the Company situated at Mafatlal House, H.T. Parekh Marg, Backbay Reclamation, Churchgate, Mumbai - 400020.

In view of the restrictions due to outbreak of COVID-19 and considering the social distancing norms, the AGM was conducted through Video Conferencing ('VC')/ Other Audio-Visual Means ('OAVM'). This meeting was convened and has been conducted in accordange with the circulars issued by Ministry of Corporate Affairs and Securities and Exchange Board of India ('SEBI').

The Company had tied up with National Securities Depositories Limited ('NSDL') to provide facility for voting through remote e-voting, e-voting during the AGM and participation in the AGM through VC / OAVM facility.
In terms of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had extended the remote e-voting facility to the members of the Company in respect of the resolutions to be passed at the Meeting. The remote e-voting commenced on Thursday 29 ${ }^{\text {th }}$ July, 2021 at 09.00 a.m. and ended on Monday $\mathbb{Z}^{\text {nd }}$ August, 2021 at 05.00 p.m. The facility for voting through e-voting system was also made available during the meeting for members who had not cast their vote prior to the meeting and the voting facility was made available for 30 minutes after the conclusion of the meeting.
Accordingly, the Consolidated Report (Remote e-Voting and e-Voting at the AGM) pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with the Consolidated Scrutinizer Report submitted by M/s. Makarand M. Joshi \& Co., Company Secretaries engaged as Scrutinizer is attached herewith.

Kindly take the same on your records.
Thanking You.
Yours truly,

## For NOCIL Limited

$\left\{\begin{array}{l}\text { A. } \\ \text { AnitKyyas }\end{array}\right.$

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Assistant Vice President (Legal) and Company Secretary
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|  | NOCIL LTD |
| :--- | :--- |
| Date of the AGM/EGM | $03-08-2021$ |
| Total number of shareholders on record date | 158677 |
| No. of shareholders present in the meeting either in person or through proxy: |  |
| Promoters and Promoter Group: | 0 |
| Public: | 0 |
| No. of Shareholders attended the meeting through Video Conferencing |  |
| Promoters and Promoter Group: | 11 |
| Public: | 92 |


| Resolution No. | 1 |  |  |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Resolution required: (Ordinary/ Special) | ORDINARY - Adoption of Audited Statement of Accounts for FY 2020-21 etc |  |  |  |  |  |  |  |
| Whether promoter/ promoter group are interested in the agenda/resolution? | NO | No. of shares held(1) | No. of votes polled (2) | \% of Votes Polled on outstanding shares$(3)=[(2) /(1)]^{*} 100$ | No. of Votes - in favour (4) | No. of Votes against (5) | \% of Votes in favour on votes polled$(6)=[(4) /(2)] * 100$ | \% of Votes against on votes polled$(7)=[(5) /(2)]^{*} 100$ |
| Category | Mode of Voting |  |  |  |  |  |  |  |
| Promoter and Promoter Group | E-Voting | 5,63,91,184 | 5,63,91,184 | 100.00 | 5,63,91,184 | 0 | 100.00 | 0.00 |
|  | Poll |  | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
|  | Total |  | 5,63,91,184 | 100.00 | 5,63,91,184 | 0 | 100.00 | 0.00 |
| Public- Institutions | E-Voting | 1,12,68,864 | 66,30,667 | 58.84 | 66,30,667 | 0 | 100.00 | 0.00 |
|  | Poll |  | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
|  | Total |  | 66,30,667 | 58.84 | 66,30,667 | 0 | 100.00 | 0.00 |
| Public- Non Institutions | E-Voting | 9,87,29,832 | 1,11,70,146 | 11.31 | 1,11,68,577 | 1,569 | 99.99 | 0.01 |
|  | Poll |  | 13,33,050 | 1.35 | 13,33,050 | 0 | 100.00 | 0.00 |
|  | Total |  | 1,25,03,196 | 12.66 | 1,25,01,627 | 1,569 | 99.99 | 0.01 |
|  | Total | 16,63,89,880 | 7,55,25,047 | 45.39 | 7,55,23,478 | 1,569 | 100.00 | 0.00 |


| Resolution No. | 2 |  |  |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Resolution required: (Ordinary/ Special) | ORDINARY - To declare dividend on equity shares |  |  |  |  |  |  |  |
| Whether promoter/ promoter group are interested in the agenda/resolution? | NO |  |  | \% of Votes Polled on outstanding shares$(3)=[(2) /(1)] * 100$ | No. of Votes - in favour (4) | No. of Votes against (5) | \% of Votes in favour on votes polled$(6)=[(4) /(2)] * 100$ | \% of Votes against on votes polled$(7)=[(5) /(2)] * 100$ |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) |  |  |  |  |  |
| Promoter and Promoter Group | E-Voting | 5,63,91,184 | 5,63,91,184 | 100.00 | 5,63,91,184 | 0 | 100.00 | 0.00 |
|  | Poll |  | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
|  | Total |  | 5,63,91,184 | 100.00 | 5,63,91,184 | 0 | 100.00 | 0.00 |
| Public- Institutions | E-Voting | 1,12,68,864 | 67,04,100 | 59.49 | 67,04,100 | 0 | 100.00 | 0.00 |
|  | Poll |  | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
|  | Total |  | 67,04,100 | 59.49 | 67,04,100 | 0 | 100.00 | 0.00 |
| Public- Non Institutions | E-Voting | 9,87,29,832 | 1,11,70,036 | 11.31 | 1,11,68,467 | 1,569 | 99.99 | 0.01 |
|  | Poll |  | 13,33,050 | 1.35 | 13,33,050 | 0 | 100.00 | 0.00 |
|  | Total |  | 1,25,03,086 | 12.66 | 1,25,01,517 | 1,569 | 99.99 | 0.01 |
|  | Total | 16,63,89,880 | 7,55,98,370 | 45.43 | 7,55,96,801 | 1,569 | 100.00 | 0.00 |


| Resolution No. | 3 |  |  |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Resolution required: (Ordinary/ Special) | ORDINARY - Re-Appointment of Mr. Priyavrata H. Mafatlal as a Director liable to retire by rotation. |  |  |  |  |  |  |  |
| Whether promoter/ promoter group are interested in the agenda/resolution? | NO |  |  | \% of Votes Polled on outstanding shares$(3)=[(2) /(1)] * 100$ | No. of Votes - in favour (4) | No. of Votes against (5) | \% of Votes in favour on votes polled$(6)=[(4) /(2)]^{*} 100$ |  |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) |  |  |  |  | $\%$ of Votes against on votes polled $(7)=[(5) /(2)] * 100$ |
| Promoter and Promoter Group | E-Voting | 5,63,91,184 | 5,63,91,184 | 100.00 | 5,63,91,184 | 0 | 100.00 | 0.00 |
|  | Poll |  | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
|  | Total |  | 5,63,91,184 | 100.00 | 5,63,91,184 | 0 | 100.00 | 0.00 |
| Public- Institutions | E-Voting | 1,12,68,864 | 67,04,100 | 59.49 | 49,74,039 | 17,30,061 | 74.19 | 25.81 |
|  | Poll |  | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
|  | Total |  | 67,04,100 | 59.49 | 49,74,039 | 17,30,061 | 74.19 | 25.81 |
| Public- Non Institutions | E-Voting | 9,87,29,832 | 1,11,69,384 | 11.31 | 1,11,24,889 | 44,495 | 99.60 | 0.40 |
|  | Poll |  | 13,33,050 | 1.35 | 13,32,820 | 230 | 99.98 | 0.02 |
|  | Total |  | 1,25,02,434 | 12.66 | 1,24,57,709 | 44,725 | 99.64 | 0.36 |
|  | Total | 16,63,89,880 | 7,55,97,718 | 45.43 | 7,38,22,932 | 17,74,786 | 97.65 | 2.35 |


| Resolution No. <br> Resolution required: (Ordinary/ Special) | 4 |  |  |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  | SPECIAL - Re-designation of Mr. Vilas R Gupte as an Independent Director for a period of 5 years w.e.f. 27th May, 2021. |  |  |  |  |  |  |  |
| Whether promoter/ promoter group are interested in the agenda/resolution? | NO | No. of shares held(1) |  |  |  |  |  |  |
| Category | Mode of Voting |  | No. of votes polled (2) | \% of Votes Polled on outstanding shares $(3)=[(2) /(1)] * 100$ | No. of Votes - in favour (4) | No. of Votes against (5) | \% of Votes in favour on votes polled $(6)=[(4) /(2)] * 100$ | \% of Votes against on votes polled $(7)=[(5) /(2)] * 100$ |
| Promoter and Promoter Group | E-Voting | 5,63,91,184 | 5,63,91,184 | 100.00 | 5,63,91,184 | 0 | 100.00 | 0.00 |
|  | Poll |  | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
|  | Total |  | 5,63,91,184 | 100.00 | 5,63,91,184 | 0 | 100.00 | 0.00 |
| Public- Institutions | E-Voting | 1,12,68,864 | 67,04,100 | 59.49 | 40,38,383 | 26,65,717 | 60.24 | 39.76 |
|  | Poll |  | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
|  | Total |  | 67,04,100 | 59.49 | 40,38,383 | 26,65,717 | 60.24 | 39.76 |
| Public- Non Institutions | E-Voting | 9,87,29,832 | 1,11,69,245 | 11.31 | 1,11,22,749 | 46,496 | 99.58 | 0.42 |
|  | Poll |  | 13,33,050 | 1.35 | 13,33,050 | 0 | 100.00 | 0.00 |
|  | Total |  | 1,25,02,295 | 12.66 | 1,24,55,799 | 46,496 | 99.63 | 0.37 |
|  | Total | 16,63,89,880 | 7,55,97,579 | 45.43 | 7,28,85,366 | 27,12,213 | 96.41 | 3.59 |


| Resolution No. <br> Resolution required: (Ordinary/ Special) | 5 |  |  |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  | SPECIAL - Re-appointment of Mr. Hrishikesh A Mafatlal as the Executive Chairman for a period of 5 years w.e.f. 19th August, 2021 and approval of terms and condition. |  |  |  |  |  |  |  |
| Whether promoter/ promoter group are interested in the agenda/resolution? | NO | No. of shares held <br> (1) |  | \% of Votes Polled on outstanding shares$(3)=[(2) /(1)] * 100$ | No. of Votes - in favour (4) | No. of Votes against (5) | \% of Votes in favour on votes polled$(6)=[(4) /(2)] * 100$ | \% of Votes <br> against on votes polled $(7)=[(5) /(2)]^{*} 100$ |
| Category | Mode of Voting |  | No. of votes polled (2) |  |  |  |  |  |
| Promoter and Promoter Group | E-Voting | 5,63,91,184 | 5,63,91,184 | 100.00 | 5,63,91,184 | 0 | 100.00 | 0.00 |
|  | Poll |  | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
|  | Total |  | 5,63,91,184 | 100.00 | 5,63,91,184 | 0 | 100.00 | 0.00 |
| Public-Institutions | E-Voting | 1,12,68,864 | 67,04,100 | 59.49 | 49,65,366 | 17,38,734 | 74.06 | 25.94 |
|  | Poll |  | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
|  | Total |  | 67,04,100 | 59.49 | 49,65,366 | 17,38,734 | 74.06 | 25.94 |
| Public- Non Institutions | E-Voting | 9,87,29,832 | 1,11,69,345 | 11.31 | 1,11,54,885 | 14,460 | 99.87 | 0.13 |
|  | Poll |  | 13,33,050 | 1.35 | 13,32,820 | 230 | 99.98 | 0.02 |
|  | Total |  | 1,25,02,395 | 12.66 | 1,24,87,705 | 14,690 | 99.88 | 0.12 |
|  | Total | 16,63,89,880 | 7,55,97,679 | 45.43 | 7,38,44,255 | 17,53,424 | 97.68 | 2.32 |


| Resolution No. <br> Resolution required: (Ordinary/ Special) | 6 |  |  |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  | SPECIAL - Ratification of Payment of remuneration to M/s. Kishore Bhatia_x00D_ Associates, Cost Auditors for FY 2021-22. |  |  |  |  |  |  |  |
| Whether promoter/ promoter group are interested in the agenda/resolution? | NO | No. of shares held(1) |  | \% of Votes Polled on outstanding shares$(3)=[(2) /(1)] * 100$ | No. of Votes - in favour (4) | No. of Votes against (5) | \% of Votes in favour on votes polled$(6)=[(4) /(2)]^{*} 100$ | \% of Votes against on votes polled$(7)=[(5) /(2)] * 100$ |
| Category | Mode of Voting |  | No. of votes polled (2) |  |  |  |  |  |
| Promoter and Promoter Group | E-Voting | 5,63,91,184 | 5,63,91,184 | 100.00 | 5,63,91,184 | 0 | 100.00 | 0.00 |
|  | Poll |  | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
|  | Total |  | 5,63,91,184 | 100.00 | 5,63,91,184 | 0 | 100.00 | 0.00 |
| Public- Institutions | E-Voting | 1,12,68,864 | 67,04,100 | 59.49 | 67,04,100 | 0 | 100.00 | 0.00 |
|  | Poll |  | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
|  | Total |  | 67,04,100 | 59.49 | 67,04,100 | - | 100.00 | 0.00 |
| Public- Non Institutions | E-Voting | 9,87,29,832 | 1,11,69,514 | 11.31 | 1,11,33,785 | 35,729 | 99.68 | 0.32 |
|  | Poll |  | 13,33,050 | 1.35 | 13,33,050 | 0 | 100.00 | 0.00 |
|  | Total |  | 1,25,02,564 | 12.66 | 1,24,66,835 | 35,729 | 99.71 | 0.29 |
|  | Total | 16,63,89,880 | 7,55,97,848 | 45.43 | 7,55,62,119 | 35,729 | 99.95 | 0.05 |

For NOCIL Limited


Hrishikesh A. Mafatla
Chairman
Din No.:00009872

# MAKARAND M. JOSHI \& CO. Company Secretaries 

Ecstasy, 803/804, 8 ${ }^{\text {th }}$ Floor, City of Joy, J.S.D Road, Mulund (West), Mumbai- 400080 (Ph) 022-21678136

Consolidated Report of Scrutinizer on Remote e-voting and electronic voting at the Annual General Meeting (AGM)

## To

## Mr. Hrishikesh A. Mafatlal

## Chairman

of 59th Annual General Meeting (AGM) of the shareholders of NOCIL Limited (hereinafter the "Company"), held on $3^{\text {rd }}$ August, 2021 at 02.30 PM through video conferencing ("VC") /other audiovisual means (OVAM).

Consolidated Scrutinizer's Report on voting through Remote E-voting and electronic voting at the 59th AGM in terms of provisions of the Companies Act, 2013 (herein after the "ACT") read with the Rules issued there under and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
A. I, Makarand M. Joshi, Partner of M/s. Makarand M. Joshi \& Co., Practicing Company Secretaries, appointed as Scrutinizer in the meeting of Board of Directors of the Company held on, Thursday, $27^{\text {th }}$ May, 2021 to conduct the following:
(i) Remote e-voting process done by the shareholders of the Company pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014; and
(ii) Electronic Voting at the AGM under the provisions of Section 109 of the Act read with Rule 21 of the Companies (Management and Administration) Rules, 2014 at the 59th AGM held 3rd August, 2021 at 02.30 PM.
B. Pursuant to Section 101, 108 of the Act and Rule 20 of Companies (Management \& Administration) Rules 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Company has confirmed that the Electronic copy of the Notice convening the 59th AGM of the Company and explanatory statement along with the process of electronic voting at the AGM and remote e-voting were sent to the Members of the Company whose e-mail addresses were registered with the Company/the Depository Participant(s) for communication purposes in compliance with the MCA Circular dated $8^{\text {th }}$ April, 2020, $13^{\text {th }}$ April, 2020, $5^{\text {th }}$ May, 2020 and 13th January, 2021 and SEBI Circular dated $12^{\text {th }}$ May, 2020 and 15 th January, 2021.
C. The Company had appointed National Securities Depository Limited (NSDL) for conducting the Electronic voting by the shareholders of the Company at the AGM. After the time fixed for closing of Electronic voting at AGM by the Chairman, voting was closed and votes cast were unblocked.
D. The Company had availed the remote e-voting facility provided by NSDL for conducting the remote e-voting by the shareholders of the Company. The remote e-voting commenced on Thursday, 29th July, 2021 at 9.00 AM and ended on Monday, $2^{\text {nd }}$ August, 2021 at 5.00 PM and the NSDL remote e-voting portal was blocked for voting thereafter.
E. On the basis of the votes exercised by the shareholders of the Company by way of electronic voting at the AGM of the Company held on 3rd August, 2021, I have issued Scrutinizer's Report dated 4 ${ }^{\text {th }}$ August, 2021.
F. On the basis of the votes exercised by the shareholders of the Company through remote e-voting. I have issued separate Scrutinizer's Report dated 4 ${ }^{\text {th }}$ August, 2021.

| Date of AGM | 3rd August, 2021 |
| :--- | :---: |
| Total number of shareholders on record date (i.e. as on 27th July , <br> 2021) | $\mathbf{1 5 8 , 6 7 7}$ |
| No. of shareholders present in the meeting either in person or through proxy: |  |
| Promoter and Promoter group | NA |
| Public | NA |
| No. of shareholders attended the meeting through Video Conferencing: |  |
| Promoter and Promoter group | $\mathbf{1 2}$ |
| Public | 92 |

## Resolution Item No. 1 - Ordinary Resolution:

To receive, consider and adopt the audited (Standalone and Consolidated) Statements of Profit and Loss, Cash Flow Statement of the Company for the Financial Year ended March 31, 2021 and the Balance Sheet as at March 31, 2021 and the Reports of the Directors and the Auditors thereon.

| $\begin{gathered} \text { Sr. } \\ \text { No } \end{gathered}$ | Promoter/ Public | Mode of Voting | Total No. of Shares Held | No. of votes polled | \% of Votes Polled on outstandin g shares | No. of Votes - in favour | No. of Votes against | \% of Votes <br> in favour <br> on votes polled | \% of Votes against on votes polled |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  |  |  | [1] | [2] | $\begin{aligned} & {[3]=[(2) /(1)]} \\ & { }^{*} 100 \end{aligned}$ | [4] | [5] | $\begin{aligned} & {[6]=[(4) /(2)]} \\ & { }^{*} 100 \end{aligned}$ | $\begin{aligned} & {[7]=[(5) /(2)]} \\ & { }^{*} 100 \end{aligned}$ |
| 1 | Promoter and Promoter | Remote E-Voting | 56,391,184 | 56,391,184 | 100.00 | 56,391,184 | 0 | 100.00 | 0.00 |
|  | Group | E- Voting at AGM |  | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
|  |  | Total |  | 56,391,184 | 100.00 | 56,391,184 | 0 | 100.00 | 0.00 |
| 2 | Public Institutional | Remote E-Voting | 11,268,864 | 6,630,667 | 58.84 | 6,630,667 | 0 | 100.00 | 0.00 |
|  | holders | E- Voting at AGM |  | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
|  |  | Total |  | 6,630,667 | 58.84 | 6,630,667 | 0 | 100.00 | 0.00 |
| 3 | Public-Others | Remote E-Voting | 98,729,832 | 11,170,146 | 11.31 | 11,168,577 | 1,569 | 99.99 | 0.01 |
|  |  | E- Voting at AGM |  | 1,333,050 | 1.35 | 1,333,050 | 0 | 100.00 | 0.00 |
|  |  | Total |  | 12,503,196 | 12.66 | 12,501,627 | 1,569 | 99.99 | 0.01 |
| Total |  |  | 166,389,880 | 75,525,047 | 45.39 | 75,523,478 | 1,569 | 100.00 | 0.00 |

Resolution Item No. 2 - Ordinary Resolution:
To declare dividend on equity shares

| $\begin{array}{\|c} \hline \text { Sr. } \\ \text { No } \end{array}$ | Promoter/ Public | Mode of Voting | Total No. of Shares Held | No. of votes polled | \% of Votes Polled on outstandin g shares | No. of Votes - in favour | No. of Votes against | \% of Votes in favour on votes polled | \% of Votes against on votes polled |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  |  |  | [1] | [2] | $\begin{aligned} & {[3]=[(2) /(1)]} \\ & { }^{*} 100 \end{aligned}$ | [4] | [5] | $\begin{aligned} & {[6]=[(4) /(2)]} \\ & { }^{*} 100 \end{aligned}$ | $\begin{aligned} & {[7]=[(5) /(2)]} \\ & { }^{*} 100 \end{aligned}$ |
| 1 |  | Remote E-Voting | 56,391,184 | 56,391,184 | 100.00 | 56,391,184 | 0 | 100.00 | 0.00 |
|  | Promoter | E- Voting at AGM |  | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
|  | Group | Total |  | 56,391,184 | 100.00 | 56,391,184 | 0 | 100.00 | 0.00 |
| 2 |  | Remote E-Voting | 11,268,864 | 6,704,100 | 59.49 | 6,704,100 | 0 | 100.00 | 0.00 |
|  | Institutional | E- Voting at AGM |  | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
|  |  | Total |  | 6,704,100 | 59.49 | 6,704,100 | 0 | 100.00 | 0.00 |
| 3 |  | Remote E-Voting | 98,729,832 | 11,170,036 | 11.31 | 11,168,467 | 1,569 | 99.99 | 0.01 |
|  | Public-Others | E- Voting at AGM |  | 1,333,050 | 1.35 | 1,333,050 | 0 | 100.00 | 0.00 |
|  |  | Total |  | 12,503,086 | 12.66 | 12,501,517 | 1,569 | 99.99 | 0.01 |
| Total |  |  | 166,389,880 | 75,598,370 | 45.43 | 75,596,801 | 1,569 | 100.00 | 0.00 |

## Resolution Item No. 3 - Ordinary Resolution:

To appoint a Director in place of Mr. Priyavrata H. Mafatlal (DIN: 02433237), who retires by rotation and being eligible offers himself for re-appointment

| Sr. <br> No | Promoter/ Public | Mode of Voting | Total No. of Shares Held | No. of votes polled | \% of Votes Polled on outstandin g shares | No. of Votes - in favour | No. of Votes against | \% of Votes in favour on votes polled | \% of Votes against on votes polled |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  |  |  | [1] | [2] | $\begin{aligned} & {[3]=[(2) /(1)]} \\ & { }^{*} 100 \end{aligned}$ | [4] | [5] | $\begin{aligned} & {[6]=[(4) /(2)]} \\ & { }^{*} 100 \end{aligned}$ | $\begin{aligned} & {[7]=[(5) /(2)]} \\ & { }^{*} 100 \end{aligned}$ |
| 1 |  | Remote E-Voting | 56,391,184 | 56,391,184 | 100.00 | 56,391,184 | 0 | 100.00 | 0.00 |
|  | Promoter | E- Voting at AGM |  | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
|  | Group | Total |  | 56,391,184 | 100.00 | 56,391,184 | 0 | 100.00 | 0.00 |
| 2 |  | Remote E-Voting | 11,268,864 | 6,704,100 | 59.49 | 4,974,039 | 1,730,061 | 74.19 | 25.81 |
|  | Institutional | E- Voting at AGM |  | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
|  |  | Total |  | 6,704,100 | 59.49 | 4,974,039 | 1,730,061 | 74.19 | 25.81 |
| 3 |  | Remote E-Voting | 98,729,832 | 11,169,384 | 11.31 | 11,124,889 | 44,495 | 99.60 | 0.40 |
|  | Public-Others | E- Voting at AGM |  | 1,333,050 | 1.35 | 1,332,820 | 230 | 99.98 | 0.02 |
|  |  | Total |  | 12,502,434 | 12.66 | 12,457,709 | 44,725 | 99.64 | 0.36 |
| Total |  |  | 166,389,880 | 75,597,718 | 45.43 | 73,822,932 | 1,774,786 | 97.65 | 2.35 |

## Resolution Item No. 4 - Special Resolution:

Re-designation of Mr. Vilas R Gupte (DIN:00011330), Director, as an Independent Director for a period of five years:

| Sr. <br> No | Promoter/ Public | Mode of Voting | Total No. of Shares Held | No. of votes polled | \% of Votes Polled on outstandin g shares | No. of Votes - in favour | No. of Votes against | \% of Votes <br> in favour <br> on votes polled | \% of Votes against on votes polled |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  |  |  | [1] | [2] | $\begin{aligned} & {[3]=[(2) /(1)]} \\ & { }^{*} 100 \end{aligned}$ | [4] | [5] | $\begin{aligned} & {[6]=[(4) /(2)]} \\ & { }^{*} 100 \end{aligned}$ | $\begin{aligned} & \hline[7]=[(5) /(2)] \\ & * 100 \end{aligned}$ |
| 1 | Promoter and <br> Promoter <br> Group | Remote E-Voting | 56,391,184 | 56,391,184 | 100.00 | 56,391,184 | 0 | 100.00 | 0.00 |
|  |  | E- Voting at AGM |  | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
|  |  | Total |  | 56,391,184 | 100.00 | 56,391,184 | 0 | 100.00 | 0.00 |
| 2 | Public - <br> Institutional holders | Remote E-Voting | 11,268,864 | 6,704,100 | 59.49 | 4,038,383 | 2,665,717 | 60.24 | 39.76 |
|  |  | E- Voting at AGM |  | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
|  |  | Total |  | 6,704,100 | 59.49 | 4,038,383 | 2,665,717 | 60.24 | 39.76 |
| 3 | Public-Others | Remote E-Voting | 98,729,832 | 11,169,245 | 11.31 | 11,122,749 | 46,496 | 99.58 | 0.42 |
|  |  | E- Voting at AGM |  | 1,333,050 | 1.35 | 1,333,050 | 0 | 100.00 | 0.00 |
|  |  | Total |  | 12,502,295 | 12.66 | 12,455,799 | 46,496 | 99.63 | 0.37 |
| Total |  |  | 166,389,880 | 75,597,579 | 45.43 | 72,885,366 | 2,712,213 | 96.41 | 3.59 |

## Resolution Item No. 5 - Special Resolution:

Reappointment of Mr. Hrishikesh A Mafatlal (holding DIN: 00009872) as the Executive Chairman for a period of five years:

| Sr. <br> No | Promoter/ Public | Mode of Voting | Total No. of Shares Held | No. of votes polled | \% of Votes Polled on outstandin g shares | No. of Votes - in favour | No. of Votes against | \% of Votes <br> in favour <br> on votes polled | \% of Votes against on votes polled |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  |  |  | [1] | [2] | $\begin{aligned} & {[3]=[(2) /(1)]} \\ & { }^{*} 100 \end{aligned}$ | [4] | [5] | $\begin{aligned} & {[6]=[(4) /(2)]} \\ & { }^{*} 100 \end{aligned}$ | $\begin{aligned} & \hline[7]=[(5) /(2)] \\ & * 100 \end{aligned}$ |
| 1 | Promoter and <br> Promoter <br> Group | Remote E-Voting | 56,391,184 | 56,391,184 | 100.00 | 56,391,184 | 0 | 100.00 | 0.00 |
|  |  | E- Voting at AGM |  | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
|  |  | Total |  | 56,391,184 | 100.00 | 56,391,184 | 0 | 100.00 | 0.00 |
| 2 | Public - <br> Institutional holders | Remote E-Voting | 11,268,864 | 6,704,100 | 59.49 | 4,965,366 | 1,738,734 | 74.06 | 25.94 |
|  |  | E- Voting at AGM |  | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
|  |  | Total |  | 6,704,100 | 59.49 | 4,965,366 | 1,738,734 | 74.06 | 25.94 |
| 3 | Public-Others | Remote E-Voting | 98,729,832 | 11,169,345 | 11.31 | 11,154,885 | 14,460 | 99.87 | 0.13 |
|  |  | E- Voting at AGM |  | 1,333,050 | 1.35 | 1,332,820 | 230 | 99.98 | 0.02 |
|  |  | Total |  | 12,502,395 | 12.66 | 12,487,705 | 14,690 | 99.88 | 0.12 |
| Total |  |  | 166,389,880 | 75,597,679 | 45.43 | 73,844,255 | 1,753,424 | 97.68 | 2.32 |

## Resolution Item No. 6 - Ordinary Resolution:

Approval of remuneration to M/s. Kishore Bhatia \& Associates, Cost Auditors for the Financial Year 2021-22

| Sr. <br> No | Promoter/ Public | Mode of Voting | Total No. of Shares Held | No. of votes polled | \% of Votes Polled on outstandin g shares | No. of Votes - in favour | No. of Votes against | \% of Votes <br> in favour <br> on votes polled | \% of Votes against on votes polled |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  |  |  | [1] | [2] | $\begin{aligned} & {[3]=[(2) /(1)]} \\ & { }^{*} 100 \end{aligned}$ | [4] | [5] | $\begin{aligned} & {[6]=[(4) /(2)]} \\ & { }^{*} 100 \end{aligned}$ | $\begin{aligned} & \hline[7]=[(5) /(2)] \\ & * 100 \end{aligned}$ |
| 1 | Promoter and Promoter Group | Remote E-Voting | 56,391,184 | 56,391,184 | 100.00 | 56,391,184 | 0 | 100.00 | 0.00 |
|  |  | E- Voting at AGM |  | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
|  |  | Total |  | 56,391,184 | 100.00 | 56,391,184 | 0 | 100.00 | 0.00 |
| 2 | Public - <br> Institutional holders | Remote E-Voting | 11,268,864 | 6,704,100 | 59.49 | 6,704,100 | 0 | 100.00 | 0.00 |
|  |  | E- Voting at AGM |  | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
|  |  | Total |  | 6,704,100 | 59.49 | 6,704,100 | 0 | 100.00 | 0.00 |
| 3 | Public-Others | Remote E-Voting | 98,729,832 | 11,169,514 | 11.31 | 11,133,785 | 35,729 | 99.68 | 0.32 |
|  |  | E- Voting at AGM |  | 1,333,050 | 1.35 | 1,333,050 | 0 | 100.00 | 0.00 |
|  |  | Total |  | 12,502,564 | 12.66 | 12,466,835 | 35,729 | 99.71 | 0.29 |
| Total |  |  | 166,389,880 | 75,597,848 | 45.43 | 75,562,119 | 35,729 | 99.95 | 0.05 |

G. As requested by the management, I am submitting herewith a consolidated report on the results of remote e-voting together with the results of the Electronic voting facilitated at the AGM.

It is to be noted that:

1. Voting rights on the shares transferred to 'Unclaimed Suspense Account' and those shares transferred to the 'Investor Education and Protection Fund' are frozen.
2. The votes cast does not include invalid \& abstained votes.
3. All the aforesaid resolutions were passed with requisite majority.

Thanking you,
Yours faithfully,

For Makarand M. Joshi \& Co.,
Practicing Company Secretaries



Makarand Joshi
Partner
CP No. 3662
Place: Mumbai
Date: 04.08.2021

For NOCIL Limited
HRISHIKES Digitally signed by
H ARVIND ${ }_{\text {MAFALLAL }}^{\text {MRILHIKES }}$
MAFATLAL $\begin{aligned} & \text { Date: } 2021.08: 59+05^{\prime} 30^{\prime} \\ & 12\end{aligned}$
Hrishikesh A. Mafatlal
Chairman
DIN: 00009872
Place: Mumbai
Date: 04.08.2021

