

Regd. Office : Mafatlal House, 3rd Floor, H. T. Parekh Marg, Backbay Reclamation, Churchgate, Mumbai - 400 020, India. Tel.: +91 22 6657 6100, 6636 4062 Fax +91 22 6636 4060 Website: www.nocil.com CIN No. L999999MH1961PLC012003 ARVIND MAFAILAL GROUP

Email: investorcare@nocil.com

The ethics of excellence

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

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

Dear Sir.

Sub: Scrutinizer's Report of the e-Voting at the 59th Annual General Meeting ('AGM') of NOCIL Limited ('the Company')

This is to inform you that the 59th Annual General Meeting of the Company was held on Tuesday, 3rd 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 accordance 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 29th July, 2021 at 09.00 a.m. and ended on Monday 2nd 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

Amit K. Wyas Assistant Vice President (Legal) and Company Secretary

Place: Mumbai



NOCIL LTD
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Resolution No.	1							
Resolution required: (Ordinary/ Special)	ORDINARY - Adop	tion of Audited Stat	ement of Accounts	for FY 2020-21 etc	:			
Whether promoter/ promoter group are interested in the agenda/resolution?	NO							
				% of Votes Polled			% of Votes in	% of Votes
				on outstanding			favour on votes	against on votes
		No. of shares held	No. of votes	shares	No. of Votes – in	No. of Votes –	polled	polled
Category	Mode of Voting	(1)	polled (2)	(3)=[(2)/(1)]* 100	favour (4)	against (5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	E-Voting	5,63,91,184	5,63,91,184	100.00	5,63,91,184	0	100.00	0.00
Promoter and Promoter Group	Poll	3,03,91,104	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
	E-Voting	1,12,68,864	66,30,667	58.84	66,30,667	0	100.00	0.00
Public-Institutions	Poll	1,12,08,804	0	0.00	0	0	0.00	0.00
	Total		66,30,667	58.84	66,30,667	0	100.00	0.00
	E-Voting	9,87,29,832	1,11,70,146	11.31	. 1,11,68,577	1,569	99.99	0.01
Public- Non Institutions	Poll	3,87,29,852	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 de	eclare dividend on e	quity shares					
Whether promoter/ promoter group are								
interested in the agenda/resolution?	NO							
				% of Votes Polled			% of Votes in	% of Votes
				on outstanding			favour on votes	against on votes
		No. of shares	No. of votes	shares	No. of Votes – in	No. of Votes –	polled	polled
Category	Mode of Voting	held (1)	polled (2)	(3)=[(2)/(1)]* 100	favour (4)	against (5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	E-Voting		5,63,91,184			0		0.00
Promoter and Promoter Group	Poll	5,63,91,184	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
	E-Voting		67,04,100	59.49			100.00	0.00
Public- Institutions	Poll	1,12,68,864	0	0.00	0	0	0.00	0.00
	Total		67,04,100	59.49	67,04,100	0	100.00	0.00
	E-Voting		1,11,70,036	11.31	1,11,68,467	1,569	99.99	0.01
Public- Non Institutions	Poll	9,87,29,832	13,33,050	1.35	13,33,050			0.00
	Total		1,25,03,086	12.66			99.99	0.01
	Total	16,63,89,880						0.00
Resolution No.	3							
Resolution required: (Ordinary/ Special)	ORDINARY - Re-A	ppointment of Mr						
Whether promoter/ promoter group are	Cheminant he A	ppointment of Mit.	Priyavrata H. Mafai	lal as a Director lia	ble to retire by rota	ation.		
			Priyavrata H. Mafai	lal as a Director lia	ble to retire by rota	ation.		
interested in the agenda/resolution?	NO		Priyavrata H. Matai	lal as a Director lia	ble to retire by rota	ation.		
			Priyavrata H. Mafai	lal as a Director lia	ble to retire by rota	ation.		
			Priyavrata H. Mafa		ble to retire by rota	ation.		
				% of Votes Polled	ble to retire by rota	ation.	% of Votes in	% of Votes
			Priyavrata H. Marat		ble to retire by rota	ation.	% of Votes in favour on votes	against on votes
		No. of shares	No. of votes	% of Votes Polled		No. of Votes –		
				% of Votes Polled on outstanding	No. of Votes – in		favour on votes	against on votes polled
interested in the agenda/resolution?	NO	No. of shares held (1)	No. of votes polled (2) 5.63.91.184	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	favour on votes polled (6)=[(4)/(2)]*100	against on votes polled
interested in the agenda/resolution?	NO Mode of Voting	No. of shares	No. of votes polled (2) 5.63.91.184	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 100.00	No. of Votes – in favour (4) 5,63,91,184	No. of Votes – against (5) 0	favour on votes polled (6)=[(4)/(2)]*100 100.00	against on votes polled (7)=[(5)/(2)]*100 0.00
interested in the agenda/resolution? Category	NO Mode of Voting E-Voting	No. of shares held (1)	No. of votes polled (2) 5,63,91,184	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 100.00 0.00	No. of Votes – in favour (4) 5,63,91,184 0	No. of Votes – against (5) 0	favour on votes polled (6)=[(4)/(2)]*100 100.00 0.00	against on votes polled (7)=[(5)/(2)]*100 0.00
interested in the agenda/resolution? Category	NO Mode of Voting E-Voting Poll	No. of shares held (1) 5,63,91,184	No. of votes polled (2) 5,63,91,184 07,03,91,184 67,04,100	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 100.00 0.00 100.00	No. of Votes – in favour (4) 5,63,91,184 0 5,63,91,184	No. of Votes – against (5) 0 0 0	favour on votes polled (6)=[(4)/(2)]*100 100.00 0.00 100.00	against on votes polled (7)=[(5)/(2)]*100 0.00 0.00
interested in the agenda/resolution? Category	NO Mode of Voting E-Voting Poll Total	No. of shares held (1)	No. of votes polled (2) 5,63,91,184 07,03,91,184 67,04,100	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 0.00 100.00 100.00 59.49	No. of Votes – in favour (4) 5,63,91,184 0 5,63,91,184 49,74,039	No. of Votes – against (5) 0 0 17,30,061	favour on votes polled (6)=[(4)/(2)]*100 100.00 0.00 100.00 74.19	against on votes polled (7)=[(5)/(2)]*100 0.00 0.00
interested in the agenda/resolution? Category Promoter and Promoter Group	NO Mode of Voting E-Voting Poll Total E-Voting	No. of shares held (1) 5,63,91,184	No. of votes polled (2) 5,63,91,184 0 5,63,91,184 67,04,100	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 100.00 0.00 100.00 59.49 0.00	No. of Votes – in favour (4) 5,63,91,184 0 5,63,91,184 49,74,039 0	No. of Votes – against (5) 0 0 0 17,30,061	favour on votes polled (6)=[(4)/(2)]*100 100.00 0.00 100.00 74.19	against on votes polled (7)=[(5)/(2)]*100 0.00 0.00 25.81 0.00
interested in the agenda/resolution? Category Promoter and Promoter Group	NO Mode of Voting E-Voting Poll Total E-Voting Poll	No. of shares held (1) - 5,63,91,184 - 1,12,68,864	No. of votes polled (2) 5,63,91,184 0 5,63,91,184 67,04,100 0 67,04,100 111 69 384	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 100.00 100.00 59.49 0.00 59.49	No. of Votes – in favour (4) 5,63,91,184 49,74,039 0 49,74,039	No. of Votes – against (5) 0 17,30,061 0 17,30,061	favour on votes polled (6)=[(4)/(2)]*100 100.00 0.000 100.00 74.19 0.00 74.19	against on votes polled (7)=[(5)/(2)]*100 0.00 0.00 25.81 0.00
interested in the agenda/resolution? Category Promoter and Promoter Group	NO Mode of Voting E-Voting Poll Total E-Voting Poll Total	No. of shares held (1) 5,63,91,184	No. of votes polled (2) 5,63,91,184 0 5,63,91,184 67,04,100 0 67,04,100 111 69 384	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 0.00 100.00 59.49 0.00 59.49 11.31	No. of Votes – in favour (4) 5,63,91,184 0 5,63,91,184 49,74,039 0 49,74,039 1,11,24,889	No. of Votes – against (5) 0 17,30,061 0 17,30,061 44,495	favour on votes polled (6)=[(4)/(2)]*100 0.00 100.00 74.19 0.00 74.19 99.60	against on votes polled (7)=[(5)/(2)]*100 0.00 0.00 25.81 0.00 25.81
interested in the agenda/resolution? Category Promoter and Promoter Group Public- Institutions	NO Mode of Voting E-Voting Poll Total E-Voting Poll Total E-Voting E-Voting	No. of shares held (1) - 5,63,91,184 - 1,12,68,864	No. of votes polled (2) 5,63,91,184 67,04,100 0 67,04,100 1,11,69,384	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 0.00 100.00 59.49 0.00 59.49 11.31 1.35	No. of Votes – in favour (4) 5,63,91,184 00 5,63,91,184 49,74,039 0 49,74,039 1,11,24,889 13,32,820	No. of Votes – against (5) 0 17,30,061 0 17,30,061 44,495 230	favour on votes polled (6)=[(4)/(2)]*100 0.00 100.00 74.19 0.00 74.19 99.60 99.98	against on votes polled (7)=[(5)/(2)]*100 0.00 0.00 25.81 0.00 25.81 0.40

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Resolution required: (Ordinary/ Special)	SPECIAL Ro dosis	gnation of Mr. Vilas	P Gunto as an Indo	nondont Director fr	ar a period of 5 year	row of 27th Mov	2021	
Whether promoter/ promoter group are	SPECIAL - Re-desig	gnation of wir. vilas	K Gupte as an inde		a period of 5 year	s w.e.i. 27th May,	2021.	
interested in the agenda/resolution?	NO							
				% of Votes Polled			% of Votes in	% of Votes
				on outstanding			favour on votes	against on votes
		No. of shares held	No. of votes	shares	No. of Votes – in	No. of Votes –	polled	polled
Category	Mode of Voting	(1)	polled (2)	(3)=[(2)/(1)]* 100	favour (4)	against (5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	E-Voting	5 63 01 104	5,63,91,184	100.00	5,63,91,184	0	100.00	0.00
Promoter and Promoter Group	Poll	5,63,91,184	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
	E-Voting	1,12,68,864	67,04,100	59.49	40,38,383	26,65,717	60.24	39.76
Public- Institutions	Poll	1,12,08,864	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
	E-Voting	9,87,29,832	1,11,69,245	11.31			99.58	0.42
Public- Non Institutions	Poll	5,87,25,852	13,33,050	1.35			100.00	0.00
	Total		1,25,02,295				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.	5							
	SPECIAL - Re-appr	intment of Mr. Hris	hikesh A Mafatlal a	s the Executive Ch	airman for a period	of 5 years w e f 19	th August 2021 an	d approval of
Resolution required: (Ordinary/ Special)		pintment of Mr. Hris	hikesh A Mafatlal a	s the Executive Cha	airman for a period	of 5 years w.e.f. 19	th August, 2021 an	d approval of
Resolution required: (Ordinary/ Special)	SPECIAL - Re-appo terms and condition		shikesh A Mafatlal a	is the Executive Cha	airman for a period	of 5 years w.e.f. 19	th August, 2021 an	d approval of
Whether promoter/ promoter group are	terms and condition		shikesh A Mafatlal a	is the Executive Cha	airman for a period	of 5 years w.e.f. 19	th August, 2021 an	d approval of
			shikesh A Mafatlal a	is the Executive Cha	airman for a period	of 5 years w.e.f. 19	th August, 2021 an	d approval of
Whether promoter/ promoter group are	terms and condition		shikesh A Mafatlal a	is the Executive Ch	airman for a period	of 5 years w.e.f. 19	th August, 2021 an	d approval of
Whether promoter/ promoter group are	terms and condition		hikesh A Mafatlal a		airman for a period	of 5 years w.e.f. 19		
Whether promoter/ promoter group are	terms and condition		hikesh A Mafatlal a	% of Votes Polled	airman for a period	of 5 years w.e.f. 19	% of Votes in	% of Votes
Whether promoter/ promoter group are	terms and condition				airman for a period			% of Votes against on votes
Whether promoter/ promoter group are interested in the agenda/resolution?	terms and condition	on.		% of Votes Polled on outstanding shares	No. of Votes – in	No. of Votes –	% of Votes in favour on votes polled	% of Votes against on votes polled
Whether promoter/ promoter group are	terms and condition NO Mode of Voting	No. of shares held (1)	No. of votes polled (2) 5 63 91 184	% 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
Whether promoter/ promoter group are interested in the agenda/resolution?	terms and conditi	on.	No. of votes polled (2) 5 63 91 184	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4) 5,63,91,184	No. of Votes – against (5) 0	% of Votes in favour on votes polled (6)=[(4)/(2)]*100 100.00	% of Votes against on votes polled (7)=[(5)/(2)]*100
Whether promoter/ promoter group are interested in the agenda/resolution?	terms and condition NO NO Mode of Voting E-Voting	No. of shares held (1)	No. of votes polled (2) 5,63,91,184	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 100.00 0.00	No. of Votes – in favour (4) 5,63,91,184 0	No. of Votes – against (5) 0	% of Votes in favour on votes polled (6)=[(4)/(2)]*100 0.00 0.00	% of Votes against on votes polled (7)=[(5)/(2)]*100 0.00
Whether promoter/ promoter group are interested in the agenda/resolution?	terms and conditi NO Mode of Voting E-Voting Poll	on. No. of shares held (1) 5,63,91,184	No. of votes polled (2) 5,63,91,184 67,04,100	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 100.00 0.00	No. of Votes – in favour (4) 5,63,91,184 0 5,63,91,184	No. of Votes – against (5) 0 0 0	% of Votes in favour on votes polled (6)=[(4)/(2)]*100 0.00 100.00	% of Votes against on votes polled (7)=[(5)/(2)]*100 0.00 0.00
Whether promoter/ promoter group are interested in the agenda/resolution?	terms and condition NO Mode of Voting E-Voting Poll Total	No. of shares held (1)	No. of votes polled (2) 5,63,91,184 67,04,100	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 0.00 0.00 100.00 59.49	No. of Votes – in favour (4) 5,63,91,184 0 5,63,91,184 49,65,366	No. of Votes – against (5) 0 0 0 17,38,734	% of Votes in favour on votes polled (6)=[(4)/(2)]*100 100.00 0.000 100.00 74.06	% of Votes against on votes polled (7)=[(5)/(2))*100 0.00 0.00 0.00
Whether promoter/ promoter group are interested in the agenda/resolution? Category Promoter and Promoter Group	terms and condition NO Mode of Voting E-Voting Poll Total E-Voting	on. No. of shares held (1) 5,63,91,184	No. of votes polled (2) 5,63,91,184 0 5,63,91,184 67,04,100	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 100.00 0.000 100.00 59.49 0.00	No. of Votes – in favour (4) 5,63,91,184 0 5,63,91,184 49,65,366 0	No. of Votes – against (5) 0 0 17,38,734 0	% of Votes in favour on votes polled (6)=[(4)/(2)]*100 100.00 100.00 74.06 0.00	% of Votes against on votes polled (7)=[(5)/(2)]*100 0.00 0.00 0.00 25.94
Whether promoter/ promoter group are interested in the agenda/resolution? Category Promoter and Promoter Group	terms and condition NO Mode of Voting E-Voting Poll Total E-Voting Poll Poll	on. No. of shares held (1) - 5,63,91,184 - 1,12,68,864	No. of votes polled (2) 5,63,91,184 67,04,100 67,04,100 1,11,69,305	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 100.00 0.000 100.00 59.49 0.00	No. of Votes – in favour (4) 5,63,91,184 0 5,63,91,184 49,65,366 0 49,65,366	No. of Votes – against (5) 0 0 17,38,734 0 17,38,734	% of Votes in favour on votes polled (6)=[(4)/(2)]*100 0.00 100.00 74.06 0.00 74.06	% of Votes against on votes polled (7)=[(5)/(2)]*100 0.00 0.00 25.94 0.00
Whether promoter/ promoter group are interested in the agenda/resolution? Category Promoter and Promoter Group	terms and condition NO Mode of Voting E-Voting Poll Total E-Voting Poll Total Total	on. No. of shares held (1) 5,63,91,184	No. of votes polled (2) 5,63,91,184 67,04,100 67,04,100 1,11,69,305	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 100.00 100.00 59.49 0.00 59.49 11.31	No. of Votes – in favour (4) 5,63,91,184 0 5,63,91,184 49,65,366 0 0 49,65,366 1,11,54,885	No. of Votes – against (5) 0 17,38,734 0 17,38,734 14,460	% of Votes in favour on votes polled (6)=[(4)/(2)]*100 0.00 100.00 74.06 0.00 74.06 99.87	% of Votes against on votes polled (7)=[(5)/(2)]*100 0.00 0.00 25.94 0.00 25.94 0.13
Whether promoter/ promoter group are interested in the agenda/resolution? Category Promoter and Promoter Group Public- Institutions	terms and condition NO Mode of Voting E-Voting Poll Total E-Voting Poll Total E-Voting E-Voting Poll Total E-Voting	on. No. of shares held (1) - 5,63,91,184 - 1,12,68,864	No. of votes polled (2) 5,63,91,184 67,04,100 67,04,100 67,04,100 1,11,69,345	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 100.00 0.000 (100.00 59.49 0.000 59.49 1.131 1.35	No. of Votes – in favour (4) 5,63,91,184 49,65,366 0 49,65,366 1,11,54,885 13,32,820	No. of Votes – against (5) 0 0 0 17,38,734 0 17,38,734 14,460 230	% of Votes in favour on votes polled (6)=[(4)/(2)]*100 100.00 0.000 74.06 0.000 74.06 99.87 99.98	% of Votes against on votes polled (7)=[(5)/(2)]*100 0.00 0.00 25.94 0.00 25.94 0.13

Resolution No.	6							
	SPECIAL - Ratificat	ion of Payment of r	emuneration to M	/s. Kishore Bhatia_>	(00D_			
Resolution required: (Ordinary/ Special)	Associates, Cost /	Auditors for FY 2021	-22.					
Whether promoter/ promoter group are								
interested in the agenda/resolution?	NO							
				% of Votes Polled			% of Votes in	% of Votes
				on outstanding			favour on votes	against on votes
		No. of shares held	No. of votes	shares	No. of Votes – in	No. of Votes –	polled	polled
Category	Mode of Voting	(1)	polled (2)	(3)=[(2)/(1)]* 100	favour (4)	against (5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	E-Voting	E C2 01 104	5,63,91,184	100.00	5,63,91,184	0	100.00	0.00
Promoter and Promoter Group	Poll	5,63,91,184	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
	E-Voting	1,12,68,864	67,04,100	59.49	67,04,100	0	100.00	0.00
Public- Institutions	Poll	1,12,00,004	0	0.00	0	0	0.00	0.00
	Total		67,04,100	59.49	67,04,100	0	100.00	0.00
	E-Voting	0.07.00.000	1,11,69,514	11.31	1,11,33,785	35,729	99.68	0.32
Public- Non Institutions	Poll	9,87,29,832	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 Distance by ARVIND MEATAL MAFATLAL 141333-0530 Hrishikesh A. Mafatlal Chairman Din No.:00009872

MAKARAND M. JOSHI & CO. Company Secretaries

Ecstasy, 803/804, 8th 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 3rd August, 2021 at 02.30 PM through video conferencing ("VC") / other audio-visual 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, 27th 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 8th April, 2020, 13th April, 2020, 5th May, 2020 and 13th January, 2021 and SEBI Circular dated 12th May, 2020 and 15th 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, 2nd 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 4th 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 4th August, 2021.

Date of AGM	3 rd August, 2021
Total number of shareholders on record date (i.e. as on 27 th July , 2021)	158,677
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	<i>r</i> .
Promoter and Promoter group	12
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.

Sr. 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]	[3]=[(2)/(1)] *100	[4]	[5]	[6]=[(4)/(2)] *100	[7]=[(5)/(2)] *100
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

Sr. 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]	[3]=[(2)/(1)] *100	[4]	[5]	[6]=[(4)/(2)] *100	[7]=[(5)/(2)] *100
1	Promoter and	Remote E-Voting	56,391,184	56,391,184	100.00	56,391,184	0	100.00	0.00
	Promoter Group	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	Public -	Remote E-Voting	11,268,864	6,704,100	59.49	6,704,100	0	100.00	0.00
	Institutional holders	E- Voting at AGM		0	0.00	0	0	0.00	0.00
	norders	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. 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]	[3]=[(2)/(1)] *100	[4]	[5]	[6]=[(4)/(2)] *100	[7]=[(5)/(2)] *100
1	Promoter and	Remote E-Voting	56,391,184	56,391,184	100.00	56,391,184	0	100.00	0.00
	Promoter Group	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	Public -	Remote E-Voting	11,268,864	6,704,100	59.49	4,974,039	1,730,061	74.19	25.81
	Institutional holders	E- Voting at AGM		0	0.00	0	0	0.00	0.00
	noiders	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. 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]	[3]=[(2)/(1)] *100	[4]	[5]	[6]=[(4)/(2)] *100	[7]=[(5)/(2)] *100
1	Promoter and	Remote E-Voting	56,391,184	56,391,184	100.00	56,391,184	0	100.00	0.00
	Promoter Group	E- Voting at AGM		0	0.00	0	0	0.00	0.00
	Gloup	Total		56,391,184	100.00	56,391,184	0	100.00	0.00
2	Public -	Remote E-Voting	11,268,864	6,704,100	59.49	4,038,383	2,665,717	60.24	39.76
	Institutional holders	E- Voting at AGM		0	0.00	0	0	0.00	0.00
	norders	Total		6,704,100	59.49	4,038,383	2,665,717	60.24	39.76
3		Remote E-Voting	98,729,832	11,169,245	11.31	11,122,749	46,496	99.58	0.42
	Public-Others	E- Voting at AGM		1,333,050	1.35	1,333,050	0	100.00	0.00
		Total	1	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:

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]	[3]=[(2)/(1)] *100	[4]	[5]	[6]=[(4)/(2)] *100	[7]=[(5)/(2)] *100
Promotor and	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
Gloup	Total		56,391,184	100.00	56,391,184	0	100.00	0.00
Public	Remote E-Voting	11,268,864	6,704,100	59.49	4,965,366	1,738,734	74.06	25.94
Institutional	E- Voting at AGM		0	0.00	0	0	0.00	0.00
lioideis	Total		6,704,100	59.49	4,965,366	1,738,734	74.06	25.94
	Remote E-Voting	98,729,832	11,169,345	11.31	11,154,885	14,460	99.87	0.13
Public-Others	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
	Promoter and Promoter Group Public - Institutional holders Public-Others	Promoter and Promoter GroupRemote E-Voting E-Voting at AGM TotalPublic - Institutional holdersRemote E-Voting E-Voting at AGM TotalPublic-OthersRemote E-Voting at AGM Total	Promoter and Promoter and GroupRemote E-Voting E-Voting at AGM Total56,391,184Public - Institutional holders56,391,184Public - Institutional holdersFervoting at AGM Total11,268,864Public-OthersRemote E-Voting at AGM Total98,729,832Public-OthersFervoting at AGM Total98,729,832	Remote B-Voting Formula is and i	No. of S No. of S No. of S No. of S outstandin g shares Image: Solution of S [1] [2] [3]=[(2)/(1)] *100 Promoter and Promoter Group E-Voting at AGM 56,391,184 100.00 0 Promoter Group E-Voting at AGM 56,391,184 0 0.00 Public - Institutional holders Remote E-Voting at AGM 6,704,100 59.49 Public - Institutional holders E-Voting at AGM 11,268,864 0 0.00 Public - Institutional holders E-Voting at AGM 11,268,864 11,169,345 11.31 Public-Others Remote E-Voting at AGM 98,729,832 11,169,345 11.31 Public-Others E-Voting at AGM 12,502,395 12.66 12,502,395 12.66	NoteNoteNoteNoteNoteNote $I''''''''''''''''''''''''''''''''''''$	NumberNoticeNoti	Image: ProblemRest (P)Provide (P)(

Resolution Item No. 6 - Ordinary Resolution:

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

Sr. 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]	[3]=[(2)/(1)] *100	[4]	[5]	[6]=[(4)/(2)] *100	[7]=[(5)/(2)] *100
1	Promoter and	Remote E-Voting	56,391,184	56,391,184	100.00	56,391,184	0	100.00	0.00
	Promoter Group	E- Voting at AGM		0	0.00	0	0	0.00	0.00
	Gloup	Total		56,391,184	100.00	56,391,184	0	100.00	0.00
2	Public -	Remote E-Voting	11,268,864	6,704,100	59.49	6,704,100	0	100.00	0.00
	Institutional holders	E- Voting at AGM		0	0.00	0	0	0.00	0.00
	noiders	Total		6,704,100	59.49	6,704,100	0	100.00	0.00
3		Remote E-Voting	98,729,832	11,169,514	11.31	11,133,785	35,729	99.68	0.32
	Public-Others	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

Dipitally signed by MAKARAND MADHUSUDAN JOSHI Disany signed by MAKARAND MADHUSUDAN JOSHI Dir. cm/MAKARAND MADHUSUDAN JOSHI, cm/M, at-Mahanabita, G-Parsonal, straiklumber-tase4066;992(2753);2524(14)4700e8 doi:10.1016/j.1524(14)494-01530/ Date: 2021.08.04 1148.49-01530/

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

For NOCIL Limited

HRISHIKES Digitally signed by HRISHIKESH ARVIND MAFATLAL MAFATLAL 12:44:59 +05'30'

Hrishikesh A. Mafatlal Chairman DIN: 00009872 Place: Mumbai Date: 04.08.2021