

Date: 7th August , 2025

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 63rd Annual General Meeting (‘AGM’) of NOCIL Limited (‘the Company’)

This is to inform you that the 63rd Annual General Meeting of the Company was held on Thursday, 7th August, 2025 at 03.00 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.

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 Monday 4th August, 2025 at 09.00 a.m. and ended on Wednesday 6th August, 2025 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. Parikh & Associates ., Company Secretaries engaged as Scrutinizer is attached herewith.

Kindly take the same on your records.

Thanking You.

Yours truly,

For **NOCIL Limited**

Amit K. Vyas
Assistant Vice President (Legal)
and Company Secretary
Place: Mumbai
Encl: as above

	NOCIL LTD
Date of the AGM/EGM	07-08-2025
Total number of shareholders on record date	170197
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	NA
Public:	NA
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	10
Public:	58

Resolution No.	1							
Resolution required: (Ordinary/ Special)	ORDINARY - 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 31st March 2025.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	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)	10	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	5,63,91,184	5,63,91,184	100.0000	5,63,91,184	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		5,63,91,184	100.0000	5,63,91,184	0	100.0000	0.0000
Public- Institutions	E-Voting	1,97,85,535	1,57,14,725	79.4253	1,57,14,725	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1,57,14,725	79.4253	1,57,14,725	0	100.0000	0.0000
Public- Non Institutions	E-Voting	9,08,48,211	84,94,709	9.3504	84,88,274	6,435	99.9242	0.0757
	Poll		15	0.0000	15	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		84,94,724	9.3504	84,88,289	6,435	99.9242	0.0758
	Total	16,70,24,930	8,06,00,633	48.2566	8,05,94,198	6,435	99.9920	0.0080

Resolution No.	2							
Resolution required: (Ordinary/ Special)	ORDINARY - To declare dividend on equity shares for the financial year ended 31st March 2025							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	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
Promoter and Promoter Group	E-Voting	5,63,91,184	5,63,91,184	100.0000	5,63,91,184	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		5,63,91,184	100.0000	5,63,91,184	0	100.0000	0.0000
Public- Institutions	E-Voting	1,97,85,535	1,57,85,566	79.7834	1,57,85,566	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1,57,85,566	79.7834	1,57,85,566	0	100.0000	0.0000
Public- Non Institutions	E-Voting	9,08,48,211	84,97,289	9.3533	84,90,878	6,411	99.9245	0.0754
	Poll		15	0.0000	15	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		84,97,304	9.3533	84,90,893	6,411	99.9246	0.0754
	Total	16,70,24,930	8,06,74,054	48.3006	8,06,67,643	6,411	99.9921	0.0079

Resolution No.	3							
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a director in place of Mr. Priyavrata H Mafatlal, (DIN: 02433237), who retires by rotation and being eligible, offers his candidature for re-appointment							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
Category	Mode of Voting	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
Promoter and Promoter Group	E-Voting	5,63,91,184	5,63,91,184	100.0000	5,63,91,184	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		5,63,91,184	100.0000	5,63,91,184	0	100.0000	0.0000
Public- Institutions	E-Voting	1,97,85,535	1,57,85,566	79.7834	1,57,85,566	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1,57,85,566	79.7834	1,57,85,566	0	100.0000	0.0000
Public- Non Institutions	E-Voting	9,08,48,211	84,94,259	9.3499	84,83,349	10,910	99.8715	0.1284
	Poll		15	0.0000	15	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		84,94,274	9.3499	84,83,364	10,910	99.8716	0.1284
	Total	16,70,24,930	8,06,71,024	48.2988	8,06,60,114	10,910	99.9865	0.0135

Resolution No.	4							
Resolution required: (Ordinary/ Special)	ORDINARY - Ratification of the remuneration payable to the Cost Auditors of the Company for the Financial Year ended 31st March, 2026.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	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
Promoter and Promoter Group	E-Voting	5,63,91,184	5,63,91,184	100.0000	5,63,91,184	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		5,63,91,184	100.0000	5,63,91,184	0	100.0000	0.0000
Public- Institutions	E-Voting	1,97,85,535	1,57,85,566	79.7834	1,57,85,566	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1,57,85,566	79.7834	1,57,85,566	0	100.0000	0.0000
Public- Non Institutions	E-Voting	9,08,48,211	84,94,289	9.3500	84,87,053	7,236	99.9148	0.0851
	Poll		15	0.0000	15	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		84,94,304	9.35	84,87,068	7,236	99.9148	0.0852
	Total	16,70,24,930	8,06,71,054	48.2988	8,06,63,818	7,236	99.9910	0.0090

Resolution No.	5							
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint Secretarial Auditors of the Company							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	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
Promoter and Promoter Group	E-Voting	5,63,91,184	5,63,91,184	100.0000	5,63,91,184	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		5,63,91,184	100.0000	5,63,91,184	0	100.0000	0.0000
Public- Institutions	E-Voting	1,97,85,535	1,44,37,057	72.9677	1,44,37,057	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1,44,37,057	72.9677	1,44,37,057	0	100.0000	0.0000
Public- Non Institutions	E-Voting	9,08,48,211	84,94,289	9.3500	84,87,554	6,735	99.9207	0.0792
	Poll		15	0.0000	15	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		84,94,304	9.35	84,87,569	6,735	99.9207	0.0793
	Total	16,70,24,930	7,93,22,545	47.4914	7,93,15,810	6,735	99.9915	0.0085

For NOCIL Limited

Hrishikesh A. Mafatlal
Chairman
Din No.: 00009872

To,
The Chairman
NOCIL Limited
Mafatlal House, H.T. Parekh Marg,
Backbay Reclamation, Churchgate,
Mumbai - 400 020.

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 for the 63rd Annual General Meeting of NOCIL Limited held on Thursday, August 07, 2025 at 03.00 p.m. (IST) through video conferencing ("VC") / other audio visual means ("OAVM").

I, Mitesh Dhabliwala, of Parikh & Associates, Practising Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of NOCIL Limited pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the remote e-voting process in respect of the below mentioned resolutions proposed at the 63rd Annual General Meeting ("AGM") of NOCIL Limited on Thursday, August 07, 2025 at 03.00 p.m.(IST) through VC/OAVM.

I was also appointed as Scrutinizer to scrutinize the remote e-voting process during the said AGM.

The Notice dated May 15, 2025, convening the AGM, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions proposed to be passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/ Depositories, in compliance with the General Circular No- 14/2020 dated April 08, 2020, Circular No- 17/2020 dated April 13, 2020, General Circular No- 20/2020 dated May 05, 2020, General Circular No – 09/2023 dated September 25, 2023 and other subsequent circulars issued in this regard, the latest being General Circular No – 09/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs (MCA).

The Company had availed the e-voting facility offered by National Securities Depository Limited ("NSDL") for conducting remote e-voting by the Shareholders of the Company.

The voting period for remote e-voting commenced on Monday, August 04, 2025 (9:00 a.m. IST) and ended on Wednesday, August 06, 2025 (5:00 p.m. IST) and the NSDL e-voting platform was disabled thereafter.

The Company had also provided remote e-voting facility to the shareholders present at the AGM through VC / OAVM and who had not cast their vote earlier.

The shareholders of the Company holding shares as on the “cut-off” date of Thursday, July 31, 2025, were entitled to vote on the resolutions as contained in the Notice of the AGM.

After the closure of e-voting at the AGM, the report on remote voting done during the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked and counted.

I have scrutinized and reviewed the remote e-voting prior to and during the AGM and votes cast therein based on the data downloaded from the NSDL e-voting system.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting prior to and during the AGM on the resolutions contained in the notice of the AGM.

My responsibility as scrutinizer for the remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

I now submit my consolidated report as under on the result of the remote e-voting prior to and during the AGM in respect of the said resolutions.

Resolution 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, 2025 and the Balance Sheet as at March 31, 2025 and the Reports of the Directors and the Auditors thereon.

(i) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
383	8,05,94,198	99.9920

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
15	6,435	0.0080

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

Resolution 2: Ordinary Resolution**To declare dividend on Equity Shares for the financial year ended March 31, 2025.**(i) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
386	8,06,67,643	99.9921

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
14	6,411	0.0079

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

Resolution 3: Ordinary Resolution

To appoint a director in place of Mr. Priyavrata H. Mafatlal, (DIN: 02433237), who retires by rotation and being eligible, offers his candidature for reappointment.

(i) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
377	8,06,60,114	99.9865

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
21	10,910	0.0135

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

Resolution 4: Ordinary Resolution**Ratification of the remuneration payable to the Cost Auditors for the Financial Year ended March 31, 2026.**(i) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
377	8,06,63,818	99.9910

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
22	7,236	0.0090

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

Resolution 5: Ordinary Resolution**To appoint Secretarial Auditors of the Company.**(i) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
380	7,93,15,810	99.9915

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
17	6,735	0.0085

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

Thanking you,

Yours faithfully,

Digitally signed by
Mitesh Dilip
Dhabliwala
Date: 2025.08.07
18:21:21 +05'30'

Mitesh Dhabliwala

Parikh & Associates**Practising Company Secretaries**

FCS: 8331 CP No.: 9511

111,11th Floor, Sai Dwar CHS Ltd

Sab TV Lane, Opp. Laxmi Indl. Estate,

Off Link Road, Above Shabari Restaurant,

Andheri West, Mumbai – 400053

Place: Mumbai

Dated: August 07, 2025

UDIN: F008331G000959875

P/R No.: 6556/2025