

COMBINED SCRUTINIZER'S REPORT
ON E-VOTING & VOTING THROUGH BALLOT PAPER

At Extra-ordinary General Meeting of the Equity Shareholders of NB FOOTWEAR LIMITED
(CIN: **L19201TN1987PLC014902**) held on Saturday, the December 21, 2019 at Hotel Ginger
(Formerly known as Hotel Royal Inn), Gokul Nagar, L B S Marg, Thane (W), – 400 601

AMITA SAXENA

Practising Company Secretary
501, Swapnavan, RSC-3C, PPK – 17,
Lokmanaya Nagar, Thane – 400 606
Mobile: 9821319306
Email: amitavijay1994@yahoo.co.in



**COMBINED SCRUTINIZER'S REPORT ON E-VOTING & VOTING THROUGH
BALLOT PAPER**

Board of Directors,
NB FOOTWEAR LIMITED
2nd Floor, Door No. 20/21-24,
North Usman Road, T. Nagar, Chennai – 600 017

Sub.: Report on Passing of Resolution through E-Voting and voting through ballot paper at the Extra-ordinary General Meeting of M/s NB Footwear Limited (the Company) held on Saturday, the December 21, 2019 at 9.30 a.m. at Hotel Ginger (Formerly known as Hotel Royal Inn), Gokul Nagar, L B S Marg, Thane (W), – 400 601

Dear Sir/Madam,

Thanks for my appointment by the Board of Directors of the Company at its Meeting held on November 14, 2019 as Scrutinizer for conducting the e-voting process held between Wednesday, December 18, 2019 (9.00 a.m.) to Friday, December 20, 2019 (5.00 p.m.) as well as for voting by way of ballot paper at the venue of EGM of the Company held on Saturday, December 21, 2019 pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015, Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and Secretarial Standards.

The Company has made arrangement with CDSL for extending the facility of E-Voting to the Members of the Company from Wednesday, December 18, 2019 (9.00 a.m.) to Friday, December 20, 2019 (5.00 p.m.).

At the meeting 17 members were present in person/through representatives and No member was present through proxy. All members present at EGM had not casted their vote through e-voting and casted their vote through ballot paper. One member namely Transchem Limited, remain abstain to cast their vote. The e-voting results were unblocked by me on Saturday, December 21, 2019, after conclusion of EGM. No vote was casted through e-voting. Counting of the vote casted through ballot paper was done in the presence of two witnesses.

My combined report on the result of the E-voting together with that by way of ballot paper is as under:






Agenda number and business transacted as per Notice	Voting Process	No of person voted	Number of Vote casted For	Number of Vote casted against	Invalid/ Rejected Votes
Item 1: (Ordinary Resolution) To Re-classify Transchem Limited and its holding from promoters of the Company to public category in terms of regulation 31A of SEBI LODR Regulations	E-Voting	0	0	0	0
	Promoter	0	0	0	0
	Public	0	0	0	0
	Ballot Paper:				
	Promoter	9	9500100	0	0
	Public-Institutional	0	0	0	0
	Public – Non Institutional	7	338100	0	0
	Total	16	9838200	0	0

Based on the foregoing the Ordinary Resolutions voted upon under e-voting and Ballot Paper may be considered as passed by requisite majority.

I confirmed that no interested person have casted vote on the resolution relating to related party transaction wherein he may be considered as interested

I hereby further confirm that I have maintained the Register received from the CDSL both electronically and manually, in respect of the votes casted through e-voting and ballot papers in respect of vote casted by the Equity Shareholders of the Company at the venue of Extra-ordinary General Meeting. The ballot papers and all other relevant records were sealed and handed over to the Company Secretary/Director authorized by the Board for safe Keeping.

Thanking you,
Yours Faithfully



AMITA SAXENA
FCS. No. 3964, COP No. 3438
Practicing Company Secretary
Thane, December 21, 2019
UDIN ICSI : F003964A000451620