



NB FOOTWEAR LIMITED

CIN No: L19201TN1987PLC014902

Corporate Office : Old No.42, New No. 62, 53rd street, Ashok Nagar Chennai - 600083

E-mail : nbfootwearltd@gmail.com | Web: www.nbfootwear.in

Date of AGM	24/09/2022
Total number of shareholders on the cut-off date	1859
No of shareholders present in the meeting either in person or through proxy Promoters and Promoter Group Public	NIL
Number of shareholders attended meeting through video conferencing Promoters and Promoter Group Public	8 19

Agenda-wise disclosure:

The Mode of voting for all resolutions was remote e-voting and e-voting at AGM

Agenda 1: Approval and adoption of audited accounts for financial year ended March 31, 2022								
Resolution required (Ordinary/ Special)							Ordinary	
Whether promoter/ promoter group are interested in the agenda/resolution							No	
Category	Mode of voting	Number of shares held	No of vote polled	% of vote polled	No of vote in favour	No of vote against	% of vote in favour	% of vote against
		1	2	3	4	5	6	7
promoter/ promoter group	E- Voting		9365900	98.59	9365900	0	100	0
	Poll		0	0	0	0	0	0
	Total	9500100	9365900	98.59	9365900	0	100	0
Public Institutions	E- Voting							
	Poll							
	Total	0	0	0	0	0	0	0
Public Non- Institution	E- Voting		1031699	25.79	1031699	0	100	0
	Poll		0		0	0	0	0
	Total	3999900	1031699	25.79	1031699	0	100	0
TOTAL		13500000	10397599	77.02	10397599	0	100	0



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Agenda 2: To appoint Mrs. Krishnaveni K Yadav, Director (DIN: 00249260), who retires by rotation and being eligible offers herself for re-appointment.								
Resolution required (Ordinary/ Special)							Ordinary	
Whether promoter/ promoter group are interested in the agenda/resolution							No	
Category	Mode of voting	Number of shares held	No of vote polled	% of vote polled	No of vote in favour	No of vote against	% of vote in favour	% of vote against
		1	2	3	4	5	6	7
promoter/ promoter group	E- Voting		9365900	98.59	9365900	0	100	0
	Poll		0	0	0	0	0	0
	Total	9500100	9365900	98.59	9365900	0	100	0
Public Institutions	E- Voting							
	Poll							
	Total	0	0	0	0	0	0	0
Public Non- Institution	E- Voting		1031699	25.79	1031399	300	99.97	0.03
	Poll		0		0	0	0	0
	Total	3999900	1031699	25.79	1031399	300	99.97	0.03
TOTAL		13500000	10397599	77.02	10397299	300	100	0



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Agenda 3: To confirm re-appointment of Mr. Kannan A. Yadav (DIN:00249225) Managing Director of the Company, as made by the Board of Directors of the Company based on the recommendations of the Nomination and Remuneration Committee in its meeting held on 12 January 2022 for a period of three years effective 01 April 2022								
Resolution required (Ordinary/ Special)							Ordinary	
Whether promoter/ promoter group are interested in the agenda/resolution							Yes	
Category	Mode of voting	Number of shares held	No of vote polled	% of vote polled	No of vote in favour	No of vote against	% of vote in favour	% of vote against
		1	2	3	4	5	6	7
promoter/ promoter group	E-Voting		0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total	9500100	0	0	0	0	0	0
Public Institutions	E-Voting							
	Poll							
	Total	0	0	0	0	0	0	0
Public Non-Institution	E-Voting		1031699	25.79	1031399	300	99.97	0.03
	Poll		0		0	0	0	0
	Total	3999900	1031699	25.79	1031399	300	99.97	0.03
TOTAL		13500000	1031699	7.64	1031399	300	99.97	0.03

All the resolutions were passed unanimously.

Copy of report of scrutinizer on remote e-voting and e-voting at AGM is also attached herewith.

Thanking you.

Yours faithfully,
For NB Footwear Limited

(Kannan A. Yadav)
Managing Director
(DIN: 00249225)

**SCRUTINIZER'S REPORT ON REMOTE E-VOTING & E-VOTING AT 34TH
AGM OF NB FOOTWEAR LIMITED**

Board of Directors,
NB Footwear Limited
No. 87/84A, Mosque Street,
Seduvalai Village,
VELLORE 632 104

Sub.: Report on Passing of Resolution through remote e-Voting and e-Voting at 34th Annual General Meeting of M/s NB Footwear Limited (the Company) held on Saturday, September 24, 2022 through Video Conferencing (VC) / Other Audio Visual Means (OAVM) at 11.00 am.

Dear Sir/Madam,

Thanks for giving us an opportunity and our appointment by the Board of Directors of the Company at its Meeting held on July 30, 2022 as Scrutinizer for conducting the remote e-Voting process held from Wednesday, September 21, 2022 (9.00 a.m.) to Friday, September 23, 2022 (5.00 p.m.) as well as for e-Voting at the 34th AGM of the Company held on Saturday, September 24, 2022 through Video Conferencing (VC) / Other Audio Visual Means (OAVM) at 11.00 am pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Secretarial Standards and MCA Circulars issued in this regard.

The Company has made arrangement with CDSL for extending the facility of remote e-Voting to the Members as well as conducting of 34th AGM through VC/OAVM.

At the meeting 24 members were present through Video Conferencing. The e-Voting results were unblocked by me on Saturday, September 24, 2022, after conclusion of AGM.

My report on the result of the remote E-voting together with voting at AGM is as under:



Agenda number and business transacted as per Notice	Voting Process	No of person voted	Vote casted For		Vote casted against	
			No of person	No of Vote	No of person	No of Vote
Item 1: (Ordinary Resolution) To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2022, together with the Reports of the Board of Directors and the Auditors thereon	E-voting					
	Promoter	8	8	9365900	0	0
	Public-Institutional	0	0	0	0	0
	Public – Non Institutional	19	19	1031699	0	0
	Total	27	27	10397599	0	0

Agenda number and business transacted as per Notice	Voting Process	No of person voted	Vote casted For		Vote casted against	
			No of person	No of Vote	No of person	No of Vote
Item 2: (Ordinary Resolution) To appoint Mrs. Krishnaveni K Yadav, Director (DIN: 00249260), who retires by rotation and being eligible offers herself for re-appointment.	E-voting					
	Promoter	8	8	9365900	0	0
	Public-Institutional	0	0	0	0	0
	Public – Non Institutional	19	18	1031399	1	300
	Total	27	26	10397299	1	300

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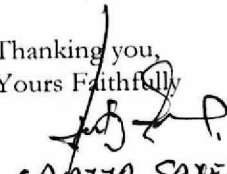

Agenda number and business transacted as per Notice	Voting Process	No of person voted	Vote casted For		Vote casted against	
			No of person	No of Vote	No of person	No of Vote
Item 3: (Ordinary Resolution) To confirm re-appointment of Mr. Kannan A. Yadav (DIN:00249225) Managing Director of the Company, as made by the Board of Directors of the Company based on the recommendations of the Nomination and Remuneration Committee in its meeting held on 12 January 2022 for a period of three years effective 01 April 2022	E-voting					
	Promoter*	0	0	0	0	0
	Public-Institutional	0	0	0	0	0
	Public - Non Institutional	19	18	1031399	1	300
	Total	19	18	1031399	1	300

*Though none of the director is interested in the resolution towards re-appointment of Mr. Kannan A. Yadav (DIN:00249225) Managing Director, however since Mr. Kannan A Yadav is a promoter, pursuant to Act and Regulation 23 of SEBI Listing Regulations we considered the transaction as related party transaction and not counted the vote casted by the promoter entities while counting the vote towards the resolution.

Based on the foregoing all Resolutions that were proposed to be passed as Ordinary Resolutions and voted upon as per the notice under e-voting may be considered as passed by requisite majority.

I hereby further confirm that I have maintained the Register received from the CDSL electronically, in respect of the votes casted through e-voting. All relevant records were sealed and handed over to the Director/Company Secretary, authorized by the Board, for safe keeping.

Thanking you,
Yours Faithfully

AMITA SAXENA
 FCS. No. 3964, COP No. 3438
 Practicing Company Secretary
 Thane, September 24, 2022
 ICSI UDIN: F003964D001035821