

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	09/09/2023
Total number of shareholders on the cut-off date	1972
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	9
Public	12

Agenda-wise disclosure:

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

oproval an	d adoption o	f audited acc	ounts for	financial yea	r ended N	farch 31,	2023
Resolution required (Ordinary/ Special)							
moter/ pr	omoter group	are intereste	ed in the	agenda/resol	ution	No	<u> </u>
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		3	4	5	6	7
E- Voting		9500100	100	9500100	0	100	0
Poll		0	0	0	.0	0	0
Total	9500100	9500100	100	9500100	0	100	0
E- Voting							
Poll							
Total	0	0	0	0	0	- 0	0
E- Voting		686335	17.16	686335	0	100	0
Poll		0		0	0	0	0
Total	3999900	686335	17.16	686335	0	100	0
	13500000	10186435	75.46	10186435	0	100	0
	equired (Omoter/ promoter/	required (Ordinary/ Specimoter/ promoter group Mode Number of shares voting held E-Voting Poll Total 9500100 E-Voting Poll Total 0 E-Voting Poll Total 0 E-Voting Poll Total 3999900	Equired (Ordinary/ Special) moter/ promoter group are interested Mode Number No of of shares vote voting held polled 1 2	Equired (Ordinary/ Special) moter/ promoter group are interested in the Mode Number No of % of of of shares vote vote voting held polled polled	No of No o	Sequired (Ordinary/ Special) Sequired (Ordinary/ Special)	Mode Number No of % of No of No of % of of of shares vote vote in voting held polled polled favour against favour Poll 0 0 0 0 0 0 0 0 0





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Agenda 2: 7							, who re	tires by		
rotation and being eligible offers himself for re-appointment. Resolution required (Ordinary/ Special)								Ordinary		
		omoter group		ed in the	agenda/resol	ution	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	E- Voting			50	0	0	0	0		
group	Poll		943	1=1	0	0	0	0		
	Total	9500100								
Public Institutions	E- Voting Poll	0	0	0	0	0	0	0		
	Total	0	0	0	0	0	0	0		
Public Non-	E- Voting		686335	17.16	686035	300	99.96	0.04		
Institution	Poll		0.		.0	0	0	0		
	Total	3999900	686335	17.16	686035	300	99.96	0.04		
TOTAL		13500000	686335	5.08	686035	300	99.96	0.04		

^{*} The resolution was regarding re-appointment of director, who represents the promoters of Company, retire by rotation. Due to that it is considered that promoters were interested in the resolution. In view thereof vote casted by promoter were not counted and considered.

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3999900

13500000

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Agenda 3: To appoint Mr. Kannan A. Yadav, Director (DIN: 00249225), who retires by rotation and being eligible offers himself for re-appointment. Resolution required (Ordinary/ Special) Ordinary Whether promoter/ promoter group are interested in the agenda/resolution Yes* Category Mode Number No of % of No of No of % of % of of shares vote of vote vote vote in vote vote in held voting polled polled favour against favour against 1 2 3 4 5 6 E-0 0 0 0 promoter/ promoter Voting Poll 0 0 group 0 0 Total 9500100 Public E-0 0 0 0 0 0 0 Institutions Voting

0

0

686335

686335

686335

0

17.16

17.16

5.08

0

686035

686035

686035

0

0

300

300

300

0

99.96

99.96

99.96

0

0

0.04

0.04

0.04

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

Poll Total

E-

Poll

Total

Voting

Public

Non-

Institution

TOTAL

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

^{*} The resolution was regarding re-appointment of director, who represents the promoters of Company, retire by rotation. Due to that it is considered that promoters were interested in the resolution. In view thereof vote casted by promoter were not counted and considered.

M. Sc., ACMA, FCS
Company Secretary in Practice

501, Swapnavan, RSC-3C, PPK-17, Lokmanya Nagar, Thane (W) 400 606. Tel.:(R) 25811669 (O) : 2547 7077 Mobile : 98213 19306 E-mail : amitavijay1994@yahoo.co.in, amitavijay1994@gmail.com

SCRUTINIZER'S REPORT ON REMOTE E-VOTING &E-VOTING AT 35TH AGM OF NB FOOTWEAR LIMITED

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

<u>Sub.</u>: Report on Passing of Resolution through remote e-Voting and e-Voting at 35th Annual General Meeting of M/s NB Footwear Limited (the Company) held on Saturday, September 09, 2023 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 22, 2023 as Scrutinizer for conducting the remote e-Voting process held from Wednesday, September 06, 2023 (9.00 a.m.) to Friday, September 08, 2023 (5.00 p.m.) as well as for e-Voting at the 35th AGM of the Company held on Saturday, September 09, 2023 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 35th AGM through VC/OAVM.

At the meeting 21 members including directors who are also shareholder were present through Video Conferencing. The e-Voting results were unblocked by me on Saturday, September 09, 2023, after conclusion of AGM.

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





Amita Saxena

Company Secretary in Practice

Agenda number and business transacted as per Notice	Voting Process	No of person voted	Vote ca	sted For	Vote casted against	
			No of person	No of Vote	No of person	No of Vote
Item 1:	E-voting					
(Ordinary Resolution)	Promoter	9	9	9500100	0	0
To receive, consider and adopt the Audited	Public- Institutional	0	0	0	0	0.
Financial Statements of the Company for the financial year ended March 31,	Public – Non Institutional	18	18	686335	0	0
2023, together with the Reports of the Board of Directors and the Auditors thereon	Total	27	27	10186435	0	0

Agenda number and business transacted as per Notice	Voting Process	No of perso n voted	Vote cas	ted For	Vote casted against	
			No of person	No of Vote	No of person	No of Vote
Item 2:	E-voting					
(Ordinary Resolution) To appoint Mr. Rajen K. Desai, Director (DIN: 00382740), who retires by rotation and being eligible offers himself for reappointment.	Promoter	0	0	0	0	0
	Public- Institutional	0	0	0	0	0
	Public –Non Institutional	18	17	686035	1	300
	Total	18	17	686035	1.	300

^{*} The resolution was regarding re-appointment of director, who represents the promoters of Company, retire by rotation. Due to that it is considered that promoters were interested in the resolution. In view thereof vote casted by promoter were not counted and considered.





Agenda number and business transacted as per Notice	Voting Process	No of person voted	Vote cas	sted For	Vote casted against	
			No of person	No of Vote	No of person	No of Vote
Item 3:	E-voting					
(Ordinary Resolution) To appoint Mr. Kannan A. Yadav, Director (DIN: 00249225), who retires by rotation and being eligible offers himself for reappointment.	Promoter*	0	0	0	0	0
	Public- Institutional	0	0	0	0	0
	Public – Non Institutional	18	17	686035	1	300
	Total	18	17	686035	1	300

* The resolution was regarding re-appointment of director, who represents the promoters of Company, retire by rotation. Due to that it is considered that promoters were interested in the resolution. In view thereof vote casted by promoter were not counted and considered.

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 09, 2023

PR No. 1046/2020

ICSI UDIN: F003964E000978982