

September 6, 2024

**REPORT OF SCRUTINIZER**

[Pursuant to the section 108 of the Companies Act, 2013 and rule 20(4) (xii) of the Companies (Management and Administration) Amendment Rules, 2015]

To

The Chairman  
National Fittings Limited  
Regd. Office : 112 Madhapur Road,  
Kaniyur Village, Karumathampatti(via),  
Coimbatore-641659

Dear Sir,

I, B. Krishnamoorthi, BSc, FCA Practicing Chartered Accountant, Coimbatore was appointed as Scrutinizer for the 31<sup>st</sup> (Thirty first) Annual General Meeting of the Equity Shareholders of "**National Fittings Limited**" held on 06<sup>th</sup> September 2024 at 10.30 am through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") for the purpose of scrutinizing the E-Voting process in a fair and transparent manner and ascertaining the requisite majority on E-Voting carried out as per section 108 of the Companies Act, 2013 and rule 20(4) (xii) of the Companies (Management and Administration) Amendment Rules, 2015 on the resolutions referred to in this report

I submit my report as under:

1. The Notice was sent by email to all the members, whose names appeared in the Register of Members as on 13<sup>th</sup> August, 2024 and whose email addresses are registered with the Company/Depositories, to vote on the proposed 6 (Six) Resolutions as mentioned in the Notice of the Annual General Meeting of M/s. National Fittings Limited (Item No.1 (One) to 6 (six)) dated 27.05.2024. The Members holding equity shares as on the cut-off date i.e. 30th August, 2024 were considered for e-voting. Number of shareholders as on cut-off date is 5,185.
2. The Company had appointed National Securities Depository Limited (NSDL), as the Service Provider, for extending the facility for the Electronic Voting to the shareholders of the Company. M/s. Link Intime India Private Limited, Coimbatore is the Registrar and Share Transfer Agent of the Company.
3. As a Scrutinizer, I report that in compliance of the provisions of Rule 20 (4) (vi) of the Companies (Management and Administration) Rules 2014, as amended, the above Remote Electronic Voting remained open to the members from Tuesday, 03.09.2024 at 09:00 A.M. and ended on Thursday, 05.09.2024 at 05:00 P.M. Further the Remote E-Voting period was completed on the date preceding the date of Annual General Meeting.



**B. KRISHNAMOORTHY, F.C.A.**  
Chartered Accountant  
Membership No: 20439

Office : 'Kanapathy Towers' III Floor, No. 1391/A-1, Sathy Road, Ganapathy, Coimbatore 641 006

Phone : 0422 4039900 Fax : 0422 - 2536673 E-mail : bkcacbe@gmail.com

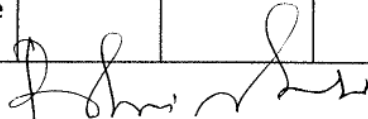
Resi : "Shreevara" No. 9, Right House, Rajarajeshwari Estates, Mullai Nagar, Marudhamalai Road, Coimbatore 641 041, Phone : 0422 4512371

**B. Krishnamoorthi** B.Sc., F.C.A.  
Chartered Accountant

4. At the Annual General Meeting, the Company facilitated the members present in meeting through VC/OAVM facility and have not cast their votes through Remote E-voting facility to cast their vote through E-voting facility provided during the Annual General Meeting in compliance with the provisions of Rule 20 (4) (viii) of the Companies (Management and Administration) Rules, 2014, as amended.
5. On completion of the E-Voting, in compliance of the provisions of Rule 20 (4) (viii) and (xii) of the companies (Management and Administration) Rules 2014, as amended, I have unblocked the votes on 06<sup>th</sup> September 2024 around 11.43 Am in the presence of two witnesses, namely Mrs. Divya Sukumar and Mrs.V.Visalakshi, who are not in employment of the Company.
6. In the case of Resolution No.6, 30,92,093 votes cast by the related party is not considered.

The following is the summary of e-voting result:

Resolution	For			Against		
	No.of Members	No.of Votes	%	No.of Members	No.of Votes	%
1 Ordinary Resolution - To receive, consider and adopt the Audited Financial Statements for the financial year ended 31st March 2024 together with Reports of the Directors and Auditors thereon	39	42,65,702	100	-	-	-
2 Ordinary Resolution - To declare a dividend on Equity Shares for the financial year 2023-24.	39	42,65,702	100	-	-	-
3 Ordinary Resolution - To appoint a Director in place of Mrs Panath Anitha (DIN 07059205), who retires by rotation and being eligible offers herself for re-appointment.	39	42,65,702	100	-	-	-
4 Ordinary Resolution – Appointment of Mr Jayaram Govindarajan (DIN 02178416) as Managing Director of the company.	39	42,65,702	100	-	-	-
5 Special Resolution – Appointment of Mr A V Palaniswamy (holding DIN : 01817391) as Non-Executive Non-Independent Director of the Company.	39	42,65,702	100	-	-	-



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6	Special Resolution – Payment of Technical Consultancy Fees to Mr A V Palaniswamy (holding DIN : 01817391).	38	11,73,609	100	-	-	-
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All resolutions stand passed under E-voting with requisite majority as specified under the Companies Act, 2013.

Thanking you,

Yours faithfully,



(B. KRISHNAMOORTHI)  
SCRUTINIZER  
(UDIN: 24020439BKABGQ1985)

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