

SCRUTINIZER'S REPORT FOR E-VOTING AND POLL PURSUANT TO SECTION(S) 108 AND 109 OF THE COMPANIES ACT, 2013 READ WITH RULE 20 AND RULE 21 OF THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014

To

The Chairman

Annual General Meeting of the Equity Share holders of
N. R. INTERNATIONAL LIMITED

held at the Registered Office of the Company at

"Draupadi Mansion, 3rd Floor,

11, Brabourne Road,

Kolkata - 700 001

on 31st August, 2017 at 10:00 a.m.

Dear Sir

Sub: Passing of resolution(s) through electronic means and poll conducted at the Annual General Meeting of the Equity Shareholders of N. R. INTERNATIONAL LIMITED held on 31st August, 2017 at 10:00 a.m.

I, B. K. Barik, FCS, Practising Company Secretary of **B.K.Barik & Associates**, Kolkata. Company Secretaries, Kolkata, have been appointed as a Scrutinizer by the Board of Directors of **N. R. INTERNATIONAL LIMITED** (the Company) for the e-voting held between 28th day of August, 2017 (09.00 a.m.) to 30th day of August, 2017 (05.00 p.m.) and the Chairman of the Annual General Meeting of the Company has appointed me as Scrutinizer for the Poll held at the Annual General Meeting of the Company on 31st August, 2017 at 10:00 a.m.

Responsibility of the Management

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and the Rules made there under in relation to exercising of voting rights through electronic mean and poll on the Resolution(s) as set out in the Notice convening the Annual General Meeting held on dated 31st August, 2017 at 10:00 a.m.

Responsibility as a Scrutinizer

My responsibility as a Scrutinizer for the e-voting process and for the poll at the Annual General Meeting is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the Resolution(s) set out in the notice convening the Annual General Meeting, based on the reports generated from the e-voting system provided by Central Depository Services Limited (CDSL), the authorized agency engaged by the Company for providing e-voting facilities and also at the time of poll at the Annual General Meeting.

I have already issued a separate Scrutinizer's Report dated 2nd September, 2017 on the e-voting process and also a separate Scrutinizer Report dated 2nd September, 2017 at 10:00 a.m. in the prescribed **Form MGT-13** on the poll taken at the Annual General Meeting of the Company.

In view of the above, I hereby submit my consolidated report on the results of the e-voting together with that of the poll in respect of said resolution(s), as under:



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The result(s) of the E-voting and Poll is/are under:

Resolution no.1(Ordinary Resolution)

“To receive, consider and adopt the Audited Financial Statement of the Company for the financial year ended March 31, 2017 together with Auditors’ and Directors’ Reports thereon for the year ended on that date.”

(i).VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of voting	Numbers of members voted through electronic means and poll	Number of votes cast	Percentage of total number of votes cast
E-Voting	2	10	100%
Poll	110	7017	100%
Total Voting	112	7027	100%

(ii).VOTES CAST AGAINST THE RESOLUTION

Mode of voting	Numbers of members voted through electronic means and poll	Number of votes cast	Percentage of total number of votes cast
E-Voting	NIL	NIL	NIL
Poll	NIL	NIL	NIL
Total Voting	NIL	NIL	NIL

(iii).INVALID VOTES

Mode of voting	Numbers of members voted through electronic means and poll	Number of votes cast	Percentage of total number of votes cast
E-Voting	NIL	NIL	NIL
Poll	NIL	NIL	NIL
Total Voting	NIL	NIL	NIL



Resolution no.2(Ordinary Resolution)

“To appoint a Director in place of Mr. Deepak Agarwal (holding DIN 00268483), who retires at the ensuing Annual General Meeting, and being eligible, offer himself for re-appointment.

(i).VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of voting	Numbers of members voted through electronic means and poll	Number of votes cast	Percentage of total number of votes cast
E-Voting	2	10	100%
Poll	110	7017	100%
Total Voting	112	7027	100%

(ii).VOTES CAST AGAINST THE RESOLUTION

Mode of voting	Numbers of members voted through electronic means and poll	Number of votes cast	Percentage of total number of votes cast
E-Voting	NIL	NIL	NIL
Poll	NIL	NIL	NIL
Total Voting	NIL	NIL	NIL

(iii).INVALID VOTES

Mode of voting	Numbers of members voted through electronic means and poll	Number of votes cast	Percentage of total number of votes cast
E-Voting	NIL	NIL	NIL
Poll	NIL	NIL	NIL
Total Voting	NIL	NIL	NIL



Resolution no.3(Ordinary Resolution)**"Ratification of Appointment of Auditors.**

"To consider and if thought fit to give your assent or dissent to the following Resolution as a Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 139 and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, the Company hereby ratifies the appointment of M/s. Agarwal Vishwanath & Associates, Chartered Accountants, Kolkata (Firm Registration No. 323024E), as Auditors of the Company to hold office until the conclusion of 27th Annual General Meeting, at such remuneration as may be mutually agreed between the Board of Directors of the Company and the Auditors."

(i).VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of voting	Numbers of members voted through electronic means and poll	Number of votes cast	Percentage of total number of votes cast
E-Voting	2	10	100%
Poll	110	7017	100%
Total Voting	112	7027	100%

(ii).VOTES CAST AGAINST THE RESOLUTION

Mode of voting	Numbers of members voted through electronic means and poll	Number of votes cast	Percentage of total number of votes cast
E-Voting	NIL	NIL	NIL
Poll	NIL	NIL	NIL
Total Voting	NIL	NIL	NIL

(iii).INVALID VOTES

Mode of voting	Numbers of members voted through electronic means and poll	Number of votes cast	Percentage of total number of votes cast
E-Voting	NIL	NIL	NIL
Poll	NIL	NIL	NIL
Total Voting	NIL	NIL	NIL



B. K. BARIK & ASSOCIATES

Company Secretaries

3A, Garstin Place, 4th Floor

Kolkata - 700 001

Phone : 2262 1047 / 1048

Mobile : 90733 93888

E-mail : satyabrata_mika@yahoo.co.in

Resolution no.4 (Ordinary Resolution)

“To consider and if thought fit to give your assent or dissent to the following Resolution as a Ordinary Resolution:

“RESOLVED THAT pursuant to Section 160 and 161 of the Companies Act, 2013 and any other applicable provisions, if any, Mrs. Sangeeta Modi, who was appointed as an Additional Director on May 10, 2017 be and is hereby appointed as a Whole time Director of the Company who is liable to retire by rotation.

“RESOLVED FURTHER THAT Mr. Nirmal Modi, Managing Director and Ms. Pooja Singh, Company Secretary of the Company be and are hereby severally authorised to file relevant forms with the Registrar of Companies, Kolkata and to do such other acts deeds and things as may be considered necessary in connection with the above appointment.”

(i).VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of voting	Numbers of members voted through electronic means and poll	Number of votes cast	Percentage of total number of votes cast
E-Voting	2	10	100%
Poll	105	6876	97.9906
Total Voting	107	6886	97.9935%

(ii).VOTES CAST AGAINST THE RESOLUTION

Mode of voting	Numbers of members voted through electronic means and poll	Number of votes cast	Percentage of total number of votes cast
E-Voting	NIL	NIL	NIL
Poll	5	141	2.0094%
Total Voting	5	141	2.0065%

(iii).INVALID VOTES

Mode of voting	Numbers of members voted through electronic means and poll	Number of votes cast	Percentage of total number of votes cast
E-Voting	NIL	NIL	NIL
Poll	NIL	NIL	NIL
Total Voting	NIL	NIL	NIL

Place : Kolkata

Dated: 02/09/2017



For B.K.BARIK & ASSOCIATES
Company Secretaries

B.K.Barik

Practising Company Secretary

C.P.No. 3897, FCS 5696

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Regd. Office :

1/24/1, Fakir Ghosh Lane, Kolkata - 700 108

SCRUTINIZER'S REPORT FOR E-VOTING PURSUANT TO SECTION 108 OF THE COMPANIES ACT, 2013 READ WITH RULE 20 OF THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014

To

The Chairman

N. R. INTERNATIONAL LIMITED

"DRAUPADI MANSION, 3RD FLOOR,

11, BRABOURNE ROAD,

KOLKATA-700001

Dear Sir

Sub: Passing of resolution(s) through electronic means conducted for the Equity Share holders of N. R. INTERNATIONAL LIMITED held between 28th day of August, 2017 (09.00 a.m.) to 30th day of August, 2017 (05.00 p.m.)

I, B. K. Barik, FCS, Practising Company Secretary of **B. K. Barik & Associates**, Company Secretaries, Kolkata, have been appointed as a Scrutinizer by the Board of Directors of **N. R. INTERNATIONAL LIMITED** (the Company) for the e-voting held between 28th day of August, 2017 (09.00a.m.) to 30th day of August, 2017 (05.00 p.m.)

Responsibility of the Management

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and the Rules made there under in relation to exercising of voting rights through electronic means.

Responsibility as a Scrutinizer

My responsibility as a Scrutinizer for the e-voting process is restricted to make a Scrutinizer's Report of the votes cast "in favor" or "against" the Resolution(s) set out in the notice convening the reports generated from the e-voting system provided by Central Depository Services Limited (CDSL), the authorized agency engaged by the Company for providing e-voting facilities. I submit my report as under.



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B. K. BARIK & ASSOCIATES

Company Secretaries

3A, Garstin Place, 4th Floor

Kolkata - 700 001

Phone : 2262 1047 / 1048

Mobile : 90733 93888

E-mail : satyabrata_mika@yahoo.co.in

The result(s) of E- voting is/are as under:

Resolution no.1(Ordinary Resolution)

“To receive, consider and adopt the Audited Financial Statement of the Company for the financial year ended March 31, 2017 together with Auditors’ and Directors’ Reports thereon for the year ended on that date.”

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of voting	Numbers of members voted through electronic means	Number of votes cast	Percentage of total number of votes cast
E-Voting	2	10	100%

VOTES CAST AGAINST THE RESOLUTION

Mode of voting	Numbers of members voted through electronic means	Number of votes cast	Percentage of total number of votes cast
E-Voting	NIL	NIL	NIL

INVALID VOTES

Mode of voting	Numbers of members voted through electronic means	Number of votes cast	Percentage of total number of votes cast
E-Voting	NIL	NIL	NIL



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Regd. Office :

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Mobile : 90733 93888

E-mail : satyabrata_mika@yahoo.co.in

Resolution no.2(Ordinary Resolution)

"To appoint a Director in place of Mr. Deepak Agarwal (holding DIN 00268483), who retires at the ensuing Annual General Meeting, and being eligible, offer himself for re-appointment.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of voting	Numbers of members voted through electronic means	Number of votes cast	Percentage of total number of votes cast
E-Voting	2	10	100%

VOTES CAST AGAINST THE RESOLUTION

Mode of voting	Numbers of members voted through electronic means	Number of votes cast	Percentage of total number of votes cast
E-Voting	NIL	NIL	NIL

INVALID VOTES

Mode of voting	Numbers of members voted through electronic means	Number of votes cast	Percentage of total number of votes cast
E-Voting	NIL	NIL	NIL



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E-mail : satyabrata_mika@yahoo.co.in

Resolution no.3(Ordinary Resolution)

“Ratification of Appointment of Auditors.

“To consider and if thought fit to give your assent or dissent to the following Resolution as a Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 139 and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, the Company hereby ratifies the appointment of M/s. Agarwal Vishwanath & Associates, Chartered Accountants, Kolkata (Firm Registration No. 323024E), as Auditors of the Company to hold office until the conclusion of 27th Annual General Meeting, at such remuneration as may be mutually agreed between the Board of Directors of the Company and the Auditors.”

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of voting	Numbers of members voted through electronic means	Number of votes cast	Percentage of total number of votes cast
E-Voting	2	10	100%

VOTES CAST AGAINST THE RESOLUTION

Mode of voting	Numbers of members voted through electronic means	Number of votes cast	Percentage of total number of votes cast
E-Voting	NIL	NIL	NIL

INVALID VOTES

Mode of voting	Numbers of members voted through electronic means	Number of votes cast	Percentage of total number of votes cast
E-Voting	NIL	NIL	NIL



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E-mail : satyabrata_mika@yahoo.co.in

Resolution no.4 (Ordinary Resolution)

“To consider and if thought fit to give your assent or dissent to the following Resolution as a Ordinary Resolution:

“RESOLVED THAT pursuant to Section 160 and 161 of the Companies Act, 2013 and any other applicable provisions, if any, Mrs. Sangeeta Modi, who was appointed as an Additional Director on May 10, 2017 be and is hereby appointed as a Whole time Director of the Company who is liable to retire by rotation.

“RESOLVED FURTHER THAT Mr. Nirmal Modi, Managing Director and Ms. Pooja Singh, Company Secretary of the Company be and are hereby severally authorised to file relevant forms with the Registrar of Companies, Kolkata and to do such other acts deeds and things as may be considered necessary in connection with the above appointment. “

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of voting	Numbers of members voted through electronic means	Number of votes cast	Percentage of total number of votes cast
E-Voting	2	10	100%

VOTES CAST AGAINST THE RESOLUTION

Mode of voting	Numbers of members voted through electronic means	Number of votes cast	Percentage of total number of votes cast
E-Voting	NIL	NIL	NIL

INVALID VOTES

Mode of voting	Numbers of members voted through electronic means	Number of votes cast	Percentage of total number of votes cast
E-Voting	NIL	NIL	NIL

Place : Kolkata
Dated: 02/09/2017



For B.K.BARIK & ASSOCIATES
Company Secretaries

B.K.Barik
Practising Company Secretary
C.P.No. 3897, FCS 5696
Page.....5/5

Regd. Office :

1/24/1, Fakir Ghosh Lane, Kolkata - 700 108

FORM NO. MGT – 13

Report of scrutinizer(s)

[Pursuant to section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To
The Chairman
Annual General Meeting of the Equity Share holders of
N. R. INTERNATIONAL LIMITED
held at the Registered Office of the Company at
"Draupadi Mansion, 3rd Floor,
11, Brabourne Road,
Kolkata - 700 001
on 31st August 2017 at 10.00 a.m.

Dear Sir

Sub: Passing of resolution(s) through poll conducted at the Annual General Meeting of Equity Shareholders of N. R. INTERNATIONAL LIMITED held on 31st August, 2017 at 10.00 a.m.

I, B. K. Barik, FCS, Practising Company Secretary of B. K. Barik & Associates, Company Secretaries, Kolkata, have been appointed as a Scrutinizer by the Board of Directors of N. R. INTERNATIONAL LIMITED (the Company) for the Annual General Meeting of the Equity share holders of the Company held at the Registered Office of the Company at "Draupadi Mansion", 3rd Floor, 11, Brabourne Road, Kolkata – 700 001 on 31st August, 2017 at 10:00 a.m., submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, 2(two) ballot boxes kept for polling were locked in my presence with due identification marks placed by me.
2. The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
3. I did not find any poll papers invalid.



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The result(s) of the Poll are/is as under:**Resolution no.1(Ordinary Resolution)**

“To receive, consider and adopt the Audited Financial Statement of the Company for the financial year ended March 31, 2017 together with Auditors’ and Directors’ Reports thereon for the year ended on that date.”

(i).VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of voting	Numbers of members voted through poll	Number of votes cast	Percentage of total number of votes cast
Poll	110	7017	100

(ii).VOTES CAST AGAINST THE RESOLUTION

Mode of voting	Numbers of members voted through poll	Number of votes cast	Percentage of total number of votes cast
Poll	NIL	NIL	NIL

(iii).INVALID VOTES

Mode of voting	Numbers of members voted through poll	Number of votes cast	Percentage of total number of votes cast
Poll	Nil	Nil	Nil



B. K. BARIK & ASSOCIATES

Company Secretaries

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Resolution no.2(Ordinary Resolution)

"To appoint a Director in place of Mr. Deepak Agarwal (holding DIN 00268483), who retires at the ensuing Annual General Meeting, and being eligible, offer himself for re-appointment.

(i).VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of voting	Numbers of members voted through poll	Number of votes cast	Percentage of total number of votes cast
Poll	110	7017	100

(ii).VOTES CAST AGAINST THE RESOLUTION

Mode of voting	Numbers of members voted through poll	Number of votes cast	Percentage of total number of votes cast
Poll	NIL	NIL	NIL

(iii).INVALID VOTES

Mode of voting	Numbers of members voted through poll	Number of votes cast	Percentage of total number of votes cast
Poll	NIL	NIL	NIL



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Resolution no.3(Ordinary Resolution)

“Ratification of Appointment of Auditors.

“To consider and if thought fit to give your assent or dissent to the following Resolution as a Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 139 and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, the Company hereby ratifies the appointment of M/s. Agarwal Vishwanath & Associates, Chartered Accountants, Kolkata (Firm Registration No. 323024E), as Auditors of the Company to hold office until the conclusion of 27th Annual General Meeting, at such remuneration as may be mutually agreed between the Board of Directors of the Company and the Auditors.”

(i).VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of voting	Numbers of members voted through poll	Number of votes cast	Percentage of total number of votes cast
Poll	110	7017	100

(ii).VOTES CAST AGAINST THE RESOLUTION

Mode of voting	Numbers of members voted through poll	Number of votes cast	Percentage of total number of votes cast
Poll	NIL	NIL	NIL

(iii). INVALID VOTES

Mode of voting	Numbers of members voted through poll	Number of votes cast	Percentage of total number of votes cast
Poll	NIL	NIL	NIL



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Resolution no.4 (Ordinary Resolution)

“To consider and if thought fit to give your assent or dissent to the following Resolution as a Ordinary Resolution:

“RESOLVED THAT pursuant to Section 160 and 161 of the Companies Act, 2013 and any other applicable provisions, if any, Mrs. Sangeeta Modi, who was appointed as an Additional Director on May 10, 2017 be and is hereby appointed as a Whole time Director of the Company who is liable to retire by rotation.

“RESOLVED FURTHER THAT Mr. Nirmal Modi, Managing Director and Ms. Pooja Singh, Company Secretary of the Company be and are hereby severally authorised to file relevant forms with the Registrar of Companies, Kolkata and to do such other acts deeds and things as may be considered necessary in connection with the above appointment. “

(i).VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of voting	Numbers of members voted through poll	Number of votes cast	Percentage of total number of votes cast
Poll	105	6876	97.9906

(ii).VOTES CAST AGAINST THE RESOLUTION

Mode of voting	Numbers of members voted through poll	Number of votes cast	Percentage of total number of votes cast
Poll	5	141	2.0094

(iii).INVALID VOTES

Mode of voting	Numbers of members voted through poll	Number of votes cast	Percentage of total number of votes cast
Poll	NIL	NIL	NIL

Thanking You,
Yours faithfully.

B.K. Barik
Practising Company Secretary
FCS : 5696, C.P.No. 3897



Place:Kolkata

Date: 02/09/2017

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Regd. Office :

1/24/1, Fakir Ghosh Lane, Kolkata - 700 108