

Consolidated Scrutinizer's Report

[Pursuant to Section 108 and 109 of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014 as amended]

To,

The Chairman of 37th Annual General Meeting (AGM) of **Noble Explochem Limited** held on Saturday, 14th December, 2019 at 3.00 p.m. And adjourned up to 5.30 p.m. because of the want of sufficient quorum, at the Registered Office of the Company at 54/B, Shree Towers, West High Court Road, Shankar Nagar, Nagpur – 440 010.

Dear Sir,

I, CS Pradip Sudhakar Rao Channe, Proprietor of M/s. P S Channe & Associates, Company Secretaries having my registered office at Plot No. 131, Shyam Nagar, Bel Tarodi Road, Nagpur 440015, have been appointed as the Scrutinizer by the Resolution Professional of **Noble Explochem Limited** (the Company) for the purpose of:

- (i) Scrutinizing the remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, and
- (ii) Scrutinizing the physical ballot (Poll) voting process under the provisions of Section 109 of the Act read with Rule 21 of the Companies (Management and Administration) Rules, 2014, conducted for passing the resolutions contained in the Notice convening the 37th AGM of the Equity Shareholders of the Company held on Saturday, 14th December, 2019 at 3.00 p.m. at the Registered Office of the Company at 54/B, Shree Towers, West High Court Road, Shankar Nagar Nagpur – 440 010.

The Company had availed the remote e-voting facility offered by Central Depository Services (India) Limited (CDSL) for facilitating remote e-voting to the Shareholders of the Company. The Company also provided voting by physical ballot at the venue of the AGM to those members who attended the AGM and who had not voted electronically.

The Shareholders of the Company holding shares of the Company as on the “record date” date of 6th December, 2019 were entitled to vote on the resolutions as contained in the Notice of AGM of the Company

The period for remote e-voting commenced on Wednesday 11th December 2018, at 10.00 a.m. and ended on Friday, 13th December, 2019 at 5.00 p.m.

On 13th December, 2019, after the end of the remote e-voting period, I was provided access to details of the members who had opted for e-voting. The details such as the name of the member, folio no., and number of shares held by the member could be seen to ensure that these members do not vote again at the AGM. However the manner in which the votes were cast by the members was not available.



Office & Residence :

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Bel-Tarodi Rd., Somalwada Ext.
Wardha Rd., Nagpur-440015
E-mail : pradip21@rediffmail.com

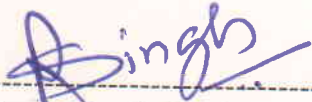


P S CHANNE & ASSOCIATES
COMPANY SECRETARIES

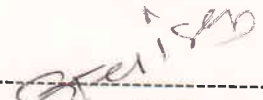
Further, the Chairman announced the poll at the adjourned AGM for the Shareholders who attended the meeting and had not cast their vote earlier through remote e-voting. Those who are interested did not participate in poll voting.

After the time fixed for closing of the poll by the Chairman, One (1) ballot box kept for polling was locked in our presence with due identification marks placed by me.

The locked ballot box was subsequently opened in the presence of two witnesses, Mr. Ranjit Singh (Ramnagar, Nagpur) and Mr Abijit Chandak (Residing at Mahal, Nagpur) who are not in the employment of the Company. They have signed below in confirmation of the ballot box being opened in their presence.



Name: Ranjit Singh

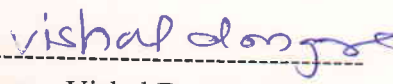


Name: Abhijit Chandak


The poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by M/s. Satellite Corporate Services Pvt. Ltd. Registrar and Transfer Agents of the Company and the authorization/proxies lodged with the Company.

The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.

The votes cast through remote e-voting were unblocked after the AGM in the presence of two witnesses, Mr Vishal Dongare. (Residing at Manish Nagar, Somalwada, Nagpur-440015) and Mr Mangesh Bobde. (Residing at Manish Nagar, Somalwada, Nagpur-440015). They have signed below in confirmation of the votes being unblocked in their presence.



Name: Vishal Dongare



Name: Mangesh Bobde

I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the e-voting website of CDSL and also the ballot forms received during the poll process at the AGM.





The Consolidated Report on the result of the remote e-voting and voting at the meeting through poll (physical ballot) in respect of the said Resolutions is as under:

Resolution No.1: Ordinary: To receive, consider and adopt the Financial Statements of the Company for the year ended 31st March 2019, including Audited Balance Sheet and Statement of Profit and Loss for the year ended on that date and the Reports of the Board of Directors and the Auditors thereon..

(i) Voted **in favor** of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	None	None	None
Physical Ballot	7	5,07,244	100.00
Total	7	5,07,244	100.00

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	None	None	None
Physical Ballot	00	000	00
Total	0	000	00

(iii) **Invalid** votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-voting	None	None
Physical Ballot	00	00

Resolution No.2 Ordinary: To ratify the appointment of M/S D. P. Sarda & Co. Chartered Accountants (FRN.117227W) Nagpur for the next financial year 2019-20.

(i) Voted **in favor** of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	None	None	None
Physical Ballot	7	5,07,244	100
Total	7	5,07,244	100



(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	None	None	None
Physical Ballot	00	00	00
Total	00	00	

(iii) **Invalid** votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-voting	None	None
Physical Ballot	00	00


The register, all other papers and relevant records relating to remote e-voting/physical ballot forms and voting at the meeting shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting, after which the same will be handed over to the Company for safe keeping.

Thanking You,

Place: Nagpur

Date: 16th December, 2019

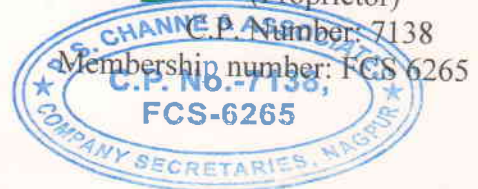
Countersigned by,
FOR NOBLE EXPLOCHEM LIMITED
(Under Insolvency Resolution Process)


VINDA WARHADPANDE
(CEO to CIRP)
DIN: 06973719



FOR P S CHANNE & ASSOCIATES.


PRADIP S CHANNE
(Proprietor)



NOBLE EXPLOICHEM LIMITED	
Date of AGM	14th December 2019
Total number of Shareholders on record date	11,278
No. of Shareholders present in the meeting either in person or through proxy	6
Promoters and Promoter Group:	1
Public:	0
No. of Shareholders attended the meeting through Video Conferencing:	0
Promoters and Promoter Group:	0
Public:	0

Agenda-wise Disclosure:

	Category	Mode Of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
			(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*
Resolution No.1 - consider and adopt the Audited Financial Statements of the Company on standalone and consolidated basis for the financial year ended 31st March, 2019 together with the Reports of the Board of Directors and the Auditors thereon	Promoter & Promoter Group	E-Voting Poll Postal Ballot (Not Applicable)	506,744.00	506,744	100.00	506,744	-	100.00	-
	Public - Institutional Holders								
	Public: Non Institution	E-Voting Poll Postal Ballot (Not Applicable)	500.00	500	100.00	500	-	100.00	-
	Total		506,744.00	507,244	100.10	507,244	-	100.00	-
Resolution No.2 - To ratify the appointment of M/s D. P. Sarda & Co., Chartered Accountants (FRN: 117227W)/Nagpur for the next financial year 2019-20, (Cashless Resolution).	Promoter & Promoter Group	E-Voting Poll Postal Ballot (Not Applicable)	506,744.00	506,744	100.00	506,744	-	100.00	-
	Public - Institutional Holders								
	Public: Non Institution	E-Voting Poll Postal Ballot (Not Applicable)	500.00	500	100.00	500	-	100.00	-
	Total		507,244.00	507,244	100.00	507,244	-	100.00	-

For Noble Explochem limited

Minda
16/12/2019

Mrs Vinda Warharpande
CEO for CIRP

Din: 06973719

