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NIEL:SCY:2022:

26<sup>th</sup> September, 2022

**BSE Limited**  
Floor 25, P J Towers,  
Dalal Street, Fort, MUMBAI – 400 001  
Scrip Code: 519136

**National Stock Exchange of India Ltd.**  
Exchange Plaza, Bandra - Kurla Complex,  
Bandra (East), MUMBAI – 400 051  
Securities Symbol – NAHARINDUS

**Sub: Summary of proceedings of 38<sup>th</sup> Annual General Meeting**

Dear Sir,

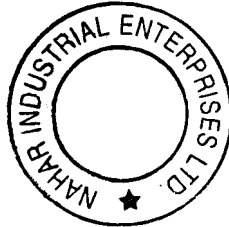
Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed summary of the proceedings of the 38th Annual General Meeting ('AGM') of Nahar Industrial Enterprises Limited held on Monday, 26<sup>th</sup> September, 2022 at 11.45 A.M. through Video Conferencing (VC) / Other Audio Visual Means (OAVM).

Kindly take the same on your record.

Thanking you,  
Yours faithfully,

**For NAHAR INDUSTRIAL ENTERPRISES LIMITED**

  
**Mukesh Sood**  
**(Company Secretary)**  
Encl: as above



## SUMMARY OF PROCEEDINGS OF THE 38<sup>TH</sup> ANNUAL GENERAL MEETING

Pursuant to Regulation 30 read with Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, it is submitted that 38th Annual General Meeting (hereinafter referred to as 'AGM') of the members of the Company was held on Monday, 26th September, 2022 at 11.45 a.m. through Video Conferencing (VC) / Other Audio Visual Means (OAVM) in compliance with Section 96 of the Companies Act, 2013 read with various General Circulars including latest Circular No. 21/2021 dated December 14, 2021 and Circular No. 2/2022 dated May 05, 2022 (collectively referred to as "MCA Circulars").

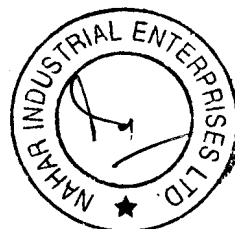
Sh. Mukesh Sood, Company Secretary & Compliance Officer commenced the meeting by welcoming all the Members, who were participating in the Meeting through Video Conferencing (VC) / Other Audio Visual Means (OAVM). He informed that Mr. Kamal Oswal, Vice Chairman-cum-Managing Director, Mr. Dinesh Oswal, Non-Executive Director, Mr. Abhinav Oswal, Executive Director, Mr. Dinesh Gogna, Non-Executive Director, Mr. Navdeep Sharma, Non-Executive Director, Dr. Roshan Lal Behl, Independent Director and Chairman of Audit Committee, Dr. Suresh Kumar Singla, Independent Director, Sh. Ved Parkash Gaur, Independent Director, Mr. Bharat Bhushan Gupta, Chief Financial Officer, Mr. Vivek Aneja, Partner of M/s. K R Aggarwal & Associates, Statutory Auditors and Mr. P.S.Bathla, Proprietor of M/s. P.S. Bathla & Associates, Secretarial Auditor of the Company, had joined the meeting and the Company Secretary welcomed & introduced all the dignitaries with the Members.

He also informed that Mr. Jawahar Lal Oswal, Chairman of the Company could not join the Meeting and thereafter Directors present at the Meeting had elected Mr. Kamal Oswal as the Chairman to preside over the meetings as per Article 80 of the Articles of Association of the Company.

Mr. Kamal Oswal, Chairman of the Meeting, welcomed the Members to the 38<sup>th</sup> Annual General Meeting who were participating at the AGM through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) held in accordance with the circulars issued by the Ministry of Corporate Affairs. After ascertaining presence of requisite quorum, the Chairman of the Meeting called the meeting to order. Mr. Kamal Oswal, Chairman of the Meeting, addressed the Members of the Company about the business performance, financials, working of the Company. The Chairman informed that all efforts feasible under the circumstances have indeed been made by the Company to enable members to participate and vote on the items being considered in the meeting and requested Company Secretary to brief the members regarding voting process.

Thereafter, Company Secretary briefed general instructions to the members regarding the process of Remote e-voting and e-voting during AGM. He, inter alia, informed the Members that:

- a) In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and applicable provisions of the Companies Act, 2013, the Ministry of Corporate Affairs (MCA) vide General Circular(s) dated April 08, 2020, April 13, 2020, May 05, 2020 and January 13, 2021 including latest circulars dated December 14, 2021 and dated May 5, 2022 issued by Ministry of Corporate Affairs (MCA) allowed the companies to conduct AGM through Video Conferencing (VC) / Other Audio Visual Means (OAVM). In accordance with the aforesaid Circulars, the 38th AGM is being conducted through VC / OAVM. The services of Central Depository Services (India) Ltd. (CDSL) were availed for conducting the AGM and voting through remote e-voting and e-voting during AGM to members, to exercise their right to vote, by electronic means on resolutions proposed to be passed at the AGM.

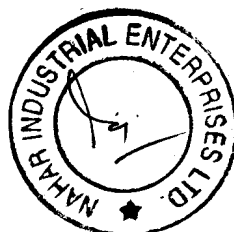


- b) Pursuant to aforesaid Circulars, the facility to appoint proxy to attend and cast vote for the members is not available for this 38<sup>th</sup> AGM as the AGM is convened through VC / OAVM. However, in pursuance of Section 113 of the Companies Act, 2013, representatives of the members such as body corporate can attend the 38<sup>th</sup> AGM through VC/OAVM and cast their votes through e-voting.
- c) The remote e-voting facility was provided by the Company which commenced from Friday, 23<sup>rd</sup> September, 2022 at 9:00 AM and ended on Sunday, 25<sup>th</sup> September, 2022 at 5:00 PM to all the members of the Company, who were holding shares (either in physical form or dematerialized form) as on the cut-off date (record date) of 19.09.2022.
- d) Mr. P.S.Bathla, Proprietor of M/s. P.S. Bathla & Associates, Company Secretary in Practice, was appointed as Scrutinizer for scrutinizing the e-voting process in a fair and transparent manner.
- e) Members attending the AGM, through Video Conferencing (VC) / Other Audio Visual Means (OAVM), who have not cast their votes by remote e-voting, can cast their vote through e-voting during the AGM, the e-voting would remain open for half an hour from conclusion of the AGM, so that the members can cast their vote.
- f) Since, meeting is convened through Video Conferencing (VC) / Other Audio Visual Means (OAVM), the Resolutions had already been put to vote through remote e-voting thus the requirement to propose and second is not applicable.
- g) Statutory Registers as required under the Companies Act, 2013 and other relevant documents mentioned in the Notice were made available electronically for inspection by the members during the AGM.
- h) Notice convening the AGM, Directors report, Audited Financial Statements for the Financial Year ended 31<sup>st</sup> March, 2022 and Auditors' Report had been sent through electronic mode to those Members whose e-mail addresses had been registered with the Company/ Company's RTA or Depositories and with the consent of the Members, was taken as read.
- i) Members were given an opportunity to send their queries and questions, in advance at [share@owmnahar.com](mailto:share@owmnahar.com). One shareholder send queries and reply was sent to him through email.

The Company Secretary further informed the Members that the Auditors Report on the accounts of the Company for the financial year 2021-22 does not contain any qualification or adverse remarks. The Secretarial Audit Report for the year under review does not contain any observation or adverse remarks. With the permission of members, both the Reports were taken as read.

The following items of business, as mentioned in the Notice convening the 38<sup>th</sup> AGM of the Company dated 30<sup>th</sup> July, 2022, were transacted at the meeting:

Sr. No.	Particulars of Resolution	Type of Resolution
<b>ORDINARY BUSINESS:</b>		
1.	To receive, consider and adopt: (a) the Audited Financial Statements of the Company for the financial year ended on 31 <sup>st</sup> March, 2022 and the Reports of Directors and Auditors thereon; and (b) the Audited Consolidated Financial Statements of the Company for the financial year ended on 31 <sup>st</sup> March, 2022 and the Reports of Auditors thereon.	Ordinary Resolution
2.	To appoint a director in place of Sh. Dinesh Gogna (DIN: 00498670), who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment.	Ordinary Resolution
3.	To appoint a director in place of Sh. Navdeep Sharma (DIN: 00454285), who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment.	Ordinary Resolution
4.	To re-appoint Auditors of the Company and fix their remuneration	Ordinary Resolution



<b>SPECIAL BUSINESS:</b>		
5.	To approve the remuneration of cost auditor for the financial year 2022-23	Ordinary Resolution
6.	To appoint Dr. Yash Paul Sachdeva (DIN:02012337) as an Independent Director of the Company	Special Resolution
7.	To re-appoint Sh. Kamal Oswal as Managing Director for a further period of 5 (five) years	Special Resolution
8.	To increase the remuneration of Sh. Abhinav Oswal (DIN: 07619099), Executive Director of the Company	Special Resolution
9.	To approve existing and new material related party transaction	Ordinary Resolution
10.	To contribute to Charitable and other Funds	Special Resolution

The Company Secretary informed the members that upon receipt of Consolidated Scrutinizers' Report, the consolidated results of e-voting i.e. Remote e-voting and e-voting process during AGM shall be disseminated to the Stock Exchanges at [www.bseindia.com](http://www.bseindia.com) & [www.nseindia.com](http://www.nseindia.com) in the format prescribed under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 and will also be uploaded on the website of the Company at [www.owmnaahar.com](http://www.owmnaahar.com) and on the website of Central Depository Services (India) Limited (CDSL).

He proposed a vote of thanks to the Chair, Directors, Members, Auditors and the meeting was concluded at 12.31 P.M. (including time allowed for e-voting at AGM). The quorum was present at the beginning and throughout the Meeting.

Post the conclusion of the voting, the Scrutinizer's Report was received. All the above Resolutions as set out in the Notice of 38<sup>th</sup> Annual General Meeting were duly passed with requisite majority.

This is for your information and records please.

**For NAHAR INDUSTRIAL ENTERPRISES LIMITED**

  
**MUKESH SOOD**  
 (Company Secretary)

