

To, National Stock Exchange of India Ltd., Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E) Mumbai – 400 051 <b>Scrip Symbol: NORTHARC</b>	To, BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001 <b>Scrip Code: 544260</b>
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**Sub.: E- Voting Results and Scrutinizer's Report of 01<sup>st</sup> Extra-ordinary General Meeting of FY 2024-25 of Northern Arc Capital Limited (“the Company”) held on Thursday, 07<sup>th</sup> August 2025 through Video Conferencing (“VC”)/Other Audio Visual Means (“OAVM”).**

**Ref.: Disclosure under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

With reference to above, we hereby submit the following documents in respect of the 01st Extra-Ordinary General Meeting (EGM) of Northern Arc Capital Limited held on Thursday, 07th August 2025, at 11.00 a.m. through Video Conferencing (VC)/Other Audio Visual Means (OAVM):

1. Scrutinizer’s Report pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014.
2. E-voting results under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The resolution set out in the EGM Notice dated July 16, 2025, was approved by the Shareholders with requisite majority.

The voting results are also being displayed on Company website at [www.northernarc.com](http://www.northernarc.com) and on the e-voting website of NSDL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com)

**For Northern Arc Capital Limited**

**Prakash Chandra Panda**  
**Company Secretary & Compliance Officer**



## M DAMODARAN & ASSOCIATES LLP

www.mdassociates.co.in

### **CONSOLIDATED SCRUTINIZER'S REPORT (Remote e-voting & e-voting at the EGM) Form No. MGT 13**

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015]

To,

The Chairman of 1<sup>st</sup> (2025-26) Extraordinary General Meeting ("EGM") of the equity shareholders of **NORTHERN ARC CAPITAL LIMITED** (CIN: L65910TN1989PLC017021) held on Thursday, August 07, 2025 at 11.00 A.M. (IST) through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM').

Dear Sir,

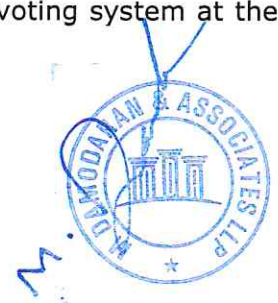
1. I, M. Damodaran, Managing Partner of M/s. M Damodaran & Associates LLP, Practicing Company Secretaries, Chennai had been appointed as a Scrutinizer by the Board of Directors of **NORTHERN ARC CAPITAL LIMITED** ("the Company") pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended ("Rules") and Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") for scrutinizing the remote e-Voting process and e-Voting at the EGM of the equity shareholders of the Company held on Thursday, August 07, 2025 at 11.00 A.M. (IST) through Video Conferencing ('VC') /Other Audio Visual Means ('OAVM') facility in a fair and transparent manner for ascertaining the requisite majority on voting in respect of the resolution proposed at the said EGM held on August 07, 2025, the details of which are forming part of this report.
2. The Management of the Company is responsible to ensure the compliance with the requirement of the said Act, Rules and the SEBI Listing Regulations relating to voting through electronic means [i.e. by remote e-voting and e-voting at the EGM] for the resolution contained in the Notice of the EGM of the equity shareholders of the Company dated Wednesday, July 16, 2025. My responsibility as a Scrutinizer for voting process through electronic means (i.e by remote e-voting and e-voting at the EGM) is restricted to make a consolidated Scrutinizer's Report of the vote cast "in favor" or "against" the resolution stated in the Notice of the EGM, based on the report generated from the e-voting system provided by M/s. National Securities Depository Limited ("NSDL") engaged by the Company to provide remote e-voting facilities and e-voting facilities to vote at the EGM.





3. In respect of the below mentioned resolution proposed at the EGM of the equity shareholders of the Company held on Thursday, August 07, 2025 at 11.00 A.M. (IST), through VC/OAVM, I submit my report as under:

- i. The remote e-voting commenced on August 04, 2025 (Monday) at 09.00 A.M (IST) and ended on August 06, 2025 (Wednesday) at 05.00 P.M (IST).
- ii. Pursuant to the Ministry of Corporate Affairs ("MCA") General Circular Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 08, 2021, 03/2022 dated May 05, 2022, 11/2022 dated December 28, 2022, 09/2023 dated September 25, 2023 and 09/2024 dated September 19, 2024 (collectively referred to as "MCA Circulars") and Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 as amended by the SEBI vide Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024 issued by the Securities and Exchange Board of India (collectively referred to as "SEBI Circular"), Notice of the EGM was sent only through electronic mode to those equity shareholders whose email addresses were registered with the Company/ Depository Participant(s).
- iii. Since the EGM was held pursuant to the MCA Circulars through VC, physical attendance of members had been dispensed with. Accordingly, in terms of the above mentioned MCA and SEBI Circulars, the facility for appointment of proxies by the members were also dispensed with.
- iv. The equity shareholders holding shares as on July 31, 2025 (Thursday), i.e, cut-off date, were entitled to vote on the resolution stated in the Notice of the EGM of the Company.
- v. The equity shareholders present at the EGM through VC/OAVM voted through e-voting facility provided by NSDL.
- vi. As per the information given by the NSDL and Registrar and Transfer Agent of the Company, the names of the equity shareholders who had voted by remote e-voting through the facility provided by NSDL was blocked and only those equity shareholders who were present at the EGM through VC and who had not voted on remote e-voting were allowed to cast their votes through e-voting system at the EGM.





- vii. On completion of e-voting at the EGM, the votes casted through remote e-voting and e-voting at the EGM were unblocked and downloaded on Thursday, August 07, 2025 at 11.36 A.M. (IST) in presence of two witnesses who are not in the employment of the Company. The e-voting data/results downloaded from the e-voting system of NSDL were scrutinized and reviewed, the votes were counted, and the consolidated results were prepared.
- viii. Voting details as required under Regulation 44 of SEBI LODR is enclosed as Annexure A of this report.
- ix. Based on the data downloaded from NSDL e-voting system, the total votes casted in "favor" or "against" for the resolution proposed in the Notice of the EGM is as under:

**CONSOLIDATED RESULTS OF REMOTE E-VOTING AND E-VOTING AT THE EGM OF NORTHERN ARC CAPITAL LIMITED**

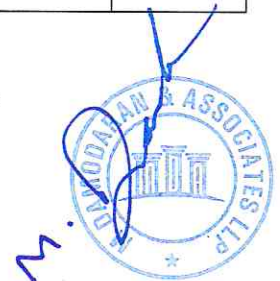
Item No: 1

**Appointment of Mr. Sandeep Dhar (DIN: 00182797) as an Independent Director of the Company.**

Passed as a **Special Resolution** as follows:

Mode of e-Voting	Total valid e-voting casted (3)+(6)	Favor			Against			Total % of valid votes in Favor & Against (5)+(8)
		Number of e-voting	Number of shares voted	%	Number of e-voting	Number of shares voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Remote e-voting	135	123	67599230	99.9968	12	2152	0.0032	100
e-voting at the EGM	4	4	4395	100	0	0	0	100
<b>Total</b>	<b>139</b>	<b>127</b>	<b>67603625</b>	<b>99.9968</b>	<b>12</b>	<b>2152</b>	<b>0.0032</b>	<b>100</b>

*Note: There were no invalid or abstained votes for the above said resolution.*





- x. Based on the aforesaid results, I report that the resolution as set out in the EGM Notice dated Wednesday, July 16, 2025 have been passed with a requisite majority.
- xi. The electronic data and all other relevant records relating to remote e-voting and e-voting at the EGM are under my safe custody and will be handed over to the Company Secretary of the Company for preserving safely after the Chairman considers, approves and signs the minutes of the EGM.

Thanking You,

Yours faithfully,

**For M Damodaran & Associates LLP**

M. Damodaran  
Managing Partner  
Membership No.: 5837  
COP No.: 5081  
FRN: L2019TN006000  
PR 3847/2023  
ICSI UDIN: F005837G000957689



PALAMADAI  
SUNDARARAJA  
N JAYAKUMAR

Digitally signed by  
PALAMADAI SUNDARARAJAN  
JAYAKUMAR  
Date: 2025.08.07 17:56:38  
+05'30'

Place: Chennai  
Date: August 07, 2025

**Annexure A**

**Voting Results**

<b>Date of the AGM/EGM</b>	Thursday, August 7, 2025
<b>Total number of shareholders on record date</b>	109296
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	Not Applicable (The meeting was conducted through Video Conferencing or Other Audio Visual Means)
Promoters and Promoter Group: Public:	
<b>No. of Shareholders attended the meeting through Video Conferencing</b>	43
Promoters and Promoter Group:	Nil
Public:	43

<b>Resolution No</b>		No. 1 - Appointment of Mr. Sandeep Dhar (DIN: 00182797) as an Independent Director of the Company.						
<b>Resolution required: (Ordinary/ Special)</b>		Special Resolution						
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>		No						
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held (1)</b>	<b>No. of votes polled (2)</b>	<b>% of Votes Polled outstanding shares (3) = [(2)/(1)]* 100</b>	<b>No. of Votes in favour (4)</b>	<b>No. of Votes - against (5)</b>	<b>% of Votes in favour on votes polled (6) = [(4)/(2)]*100</b>	<b>% of Votes against on votes polled (7) = [(5)/(2)]*100</b>
Promoter and Promoter Group	E-Voting		0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public- Institutions	E-Voting	25180562	10498290	41.6920	10498290	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>	<b>25180562</b>	<b>10498290</b>	<b>41.6920</b>	<b>10498290</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public- Non Institutions	E-Voting	136358813	57107487	41.8803	57105335	2152	99.9962	0.0038
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>	<b>136358813</b>	<b>57107487</b>	<b>41.8803</b>	<b>57105335</b>	<b>2152</b>	<b>99.9962</b>	<b>0.0038</b>
<b>Total</b>		<b>161539375</b>	<b>67605777</b>	<b>41.8510</b>	<b>67603625</b>	<b>2152</b>	<b>99.9968</b>	<b>0.0032</b>

