



NAGA DHUNSERI GROUP LIMITED

CIN No. L01132WB1918PLC003029

REGISTERED OFFICE : DHUNSERI HOUSE

4A, WOODBURN PARK, KOLKATA - 700 020

PHONE : 2280 1950 (5 Lines) Fax : +91 33 2287 8995

18.08.2025

To,
National Stock Exchange of India Limited
Exchange Plaza,
Plot No: C/I, G Block,
Bandra - Kurla Complex, Bandra (E)
Mumbai - 400 051

Symbol: NDGL

Sub: Scrutinizer's Report on the Voting Results – 107th Annual General Meeting (AGM)

Dear Sir / Ma'am,

Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, we enclose herewith the followings in connection with the Voting Results relating to Remote e-voting and E-voting at the 107th Annual General Meeting in respect to all the Resolutions contained in the Notice of the AGM of the Company held on Thursday, 14th August, 2025 through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") at 3:00 P.M.:

1. Copy of the Scrutinizer's Report
2. Voting Result as per Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

This intimation will also be available on the website of the Company at www.nagadhunserigroup.com

This is for your information and record.

Thanking you,

Yours faithfully,

For Naga Dhunseri Group Limited

Sakshi Agarwal.

Sakshi Agarwal
Company Secretary & Compliance Officer



Consolidated Report of Scrutinizer

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 21(2) of the
Companies (Management and Administration) Rules, 2014]

To,
The Chairman
Naga Dhunseri Group Limited
'Dhunseri House', 4A, Woodburn Park,
Kolkata-700020

Dear Sir,

Sub: Consolidated Scrutinizer's Report on Remote E-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014, as substituted by the Companies (Management and Administration) Amendment Rules, 2015 and E-voting at the 107th Annual General Meeting (AGM) of Naga Dhunseri Group Limited held on Thursday, 14th August, 2025 at 03:00 PM through video conferencing ('VC') / other audio visual means ('OAVM').

I, Kailash Chandra Dhanuka, Practicing Company Secretary (FCS-2204/ CP-1247) and proprietor of M/s. K. C. Dhanuka & Co., Company Secretaries, Kolkata had been appointed, as the Scrutinizer by the Board of Directors of Naga Dhunseri Group Limited ("Company"), for the purpose of scrutinizing the Remote E-voting process (Remote E-voting) and Voting through Electronic Voting System (E-voting) during the Annual General Meeting (AGM), pursuant to Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015, in respect of the below mentioned resolutions passed at the 107th Annual General Meeting ("AGM") of the Company, held on Thursday, 14th August, 2025 at 03:00 PM through VC/ OAVM.

The notice dated 23rd May, 2025, as confirmed by the Company was sent to the shareholders whose email addresses are registered with the Company/ Depositories in accordance with the guidelines prescribed by Ministry of Corporate Affairs (MCA) vide its General Circular Nos. 10/2022 dated 28th December 2022 read with Circular Nos. 20/2020 dated 5th May 2020; 02/2021 dated 13th January, 2021; 19/2021 dated 8th December, 2021; 21/2021 dated 14th December, 2021; 2/2022 dated 5th May 2022 and 9/2023 dated 25th September, 2023 and General Circular No. 09/2024 dated 19th September, 2024 (collectively referred to as "MCA circulars") and SEBI Circulars dated 12th May, 2020; 15th January, 2021, 13th May, 2022, 5th January 2023 and 3rd October, 2024 in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode.

The Company had also provided e-voting facility to the shareholders present at the AGM through VC/ OAVM and who had not cast their vote earlier through remote e-voting process.

The Company had engaged National Securities Depository Limited ("NSDL") as the authorized agency to provide secured system for conducting remote e-voting by the Shareholders of the Company and e-voting at the said AGM.

The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to Remote E-voting process (Remote E-voting) and Voting through Electronic Voting System (E-voting) during the AGM, on the resolutions proposed in the Notice of the 107th Annual General



K. C. DHANUKA & CO.

COMPANY SECRETARIES

CENTRE POINT, ROOM No. 419,
21, HEMANTA BASU SARANI,
4th FLOOR, KOLKATA - 700 001
Cell : 09830053619
E-mail : dhanuka419@yahoo.co.in

Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the Remote E-voting process (Remote E-voting) and Voting through Electronic Voting System (E-voting) during the AGM, are conducted in a fair and transparent manner and render consolidated scrutinizer's report of the total votes cast in favour or against if any, to the Chairman on the resolutions, based on the reports generated from the electronic voting system provided by the National Securities Depository Limited ("NSDL").

Further to the above, I submit my report as under:-

- i) The remote e-voting period remained open from Monday, 11th August 2025 (at 09.00 am) to Wednesday, 13th August 2025 (at 05.00 pm).
- ii) The Members of the Company as on the "cut-off" date (record date for the purpose of remote e-voting, i.e. Thursday, 07th August 2025) were entitled to vote on the resolutions (Item no. 1 to 4 as set out in the Notice dated 23rd May, 2025 of 107th AGM of the Company).
- iii) The names of the shareholders who had voted by remote e-voting through the facility provided by NSDL had been blocked and only those members who were present at the AGM through VC and who had not voted on remote e-voting were allowed to cast their votes through e-voting system during the AGM.
- iv) After closure of e-voting at the AGM, the votes cast through e-voting at the AGM and through remote e-voting prior to the date of AGM were unblocked and downloaded from the e-voting website of NSDL (<https://www.evoting.nsdl.com/>). Thereafter, the details containing inter alia, list of Equity Shareholders, who voted "for/ against" each of the resolutions that were put to vote, were generated from the e-voting website of NSDL.
- v) Based on the reports generated from the NSDL e-voting website, the consolidated report on the voting on each resolution, pursuant to Rule 20(4)(xii) of the Companies (Management and Administration) Amendment Rules, 2015, is as under:

A. ORDINARY BUSINESS

Item no.1

1. As an Ordinary Resolution-

To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year 2024-25 together with the Reports of the Board of Directors and Auditors thereon.

i. Voted in favour of the resolution:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>	<i>% of Total No. of valid Votes cast</i>
Remote E-voting	31	741567	99.91%
E-voting at the AGM	2	640	0.09%
Total	33	742207	100%*



ii. Voted against the resolution:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>	<i>% of Total No. of valid Votes cast</i>
Remote E-voting	5	5	0.00%*
E-voting at the AGM	0	0	0.00%
Total	5	5	0.00%*

iii. Invalid votes:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>
Remote E-voting	1	4014
E-voting at the AGM	0	0
Total	1	4014

* - Rounded Off

Item no.2

2. As an Ordinary Resolution-

To declare dividend on Equity Shares of the Company @ of Rs. 2.50 per Equity Share for the Financial Year ended 31st March, 2025.

i. Voted in favour of the resolution:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>	<i>% of Total No. of valid Votes cast</i>
Remote E-voting	31	741567	99.91%
E-voting at the AGM	2	640	0.09%
Total	33	742207	100.00%*

ii. Voted against the resolution:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>	<i>% of Total No. of valid Votes cast</i>
Remote E-voting	5	5	0.00%*
E-voting at the AGM	0	0	0.00%
Total	5	5	0.00%*

iii. Invalid votes:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>
Remote E-voting	1	4014
E-voting at the AGM	0	0
Total	1	4014

* - Rounded Off



K. C. DHANUKA & CO.

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Cell : 09830053619
E-mail : dhanuka419@yahoo.co.in

Item no. 3**3. As an Ordinary Resolution**

To appoint a Director in place of Mr. Chandra Kumar Dhanuka (DIN: 00005684), who retires by rotation and being eligible, offers himself for re-appointment.

i. Voted in favour of the resolution:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>	<i>% of Total No. of valid Votes cast</i>
Remote E-voting	27	611569	99.90%
E-voting at the AGM	2	640	0.10%
Total	29	612209	100.00%*

ii. Voted against the resolution:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>	<i>% of Total No. of valid Votes cast</i>
Remote E-voting	5	5	0.00%*
E-voting at the AGM	0	0	0.00%
Total	5	5	0.00%*

iii. Invalid votes:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>
Remote E-voting	1	4014
E-voting at the AGM	0	0
Total	1	4014

* - Rounded Off

B. SPECIAL BUSINESS**Item no. 4****4. As an Ordinary Resolution-**

Appointment of M/s. Sushil Tiwari & Associates, (Firm Registration No. S1996WB016900), Practicing Company Secretaries as Secretarial Auditor of the Company for 5 Years (FY 2025-26 till FY 2029-30).

i. Voted in favour of the resolution:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>	<i>% of Total No. of valid Votes cast</i>
Remote E-voting	31	741567	99.91%
E-voting at the AGM	2	640	0.09%
Total	33	742207	100.00%*



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Cell : 09830053619
E-mail : dhanuka419@yahoo.co.in

ii. Voted **against** the resolution:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>	<i>% of Total No. of valid Votes cast</i>
Remote E-voting	5	5	0.00%*
E-voting at the AGM	0	0	0.00%
Total	5	5	0.00%*

iii. **Invalid votes:**

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>
Remote E-voting	1	4014
E-voting at the AGM	0	0
Total	1	4014

* - Rounded Off

The Registers, all other papers and relevant records relating to e-voting, ballot papers and physical voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the Company.

Thanking you,

Place : Kolkata

Date : 14th August, 2025

Yours faithfully,

K. C. DHANUKA & CO.

Company Secretaries

Firm Registration No. S1988WB004200

K. C. DHANUKA 14/08/2025
Proprietor
FCS-2204, CP-1247
Peer Review Certificate No. 2776/2022
UDIN: F002204G001013159

For Naga Dhunseri Group Ltd

Countersigned by the Chairman of the Meeting:

CHANDRA KUMAR DHANUKA
Digitally signed by
CHANDRA KUMAR
DHANUKA
Date: 2025.08.18
15:00:04 +05'30'

NAGA DHUNSERI GROUP LTD

AGM Attended and Voting Summary AGM
Format for Voting Result

Date of the AGM	14-Aug-25
Total Number of Shareholders on Record Date	2925
No. of Shareholders Present in the Meeting Either in Person or Through Proxy :	
Promoter & Promoter Group	
Public	
Total	
No. of Shareholders Attended the Meeting Through Video Conferencing :	
Promoter & Promoter Group	11
Public	9
Total	20

1	To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year 2024-25 together with the Reports of the Board of Directors and Auditors thereon.							
Whether Promoter / Promoter Group Are Interested In The Agenda / Resolution ?								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour (4)	No. of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	Remote E-voting	735826	735826	100.0000	735826	0	100.0000	0.0000
	E-voting at AGM		0		0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		735826	100.0000	735826	0	100.0000	0.0000
Public-Institutional holders	Remote E-voting	306	0	0.0000	0	0		
	E-voting at AGM		0	0.0000	0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		0	0.0000	0	0		
Public-Non Institution holders	Remote E-voting	263868	5746	2.1776	5741	5	99.9130	0.0870
	E-voting at AGM		640	0.2425	640	0	100.0000	0.0000
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		6386	2.4201	6381	5	99.9217	0.0783
Total		1000000	742212	74.2212	742207	5	99.9993	0.0007

2	To declare Dividend on the Equity Shares of the Company Rs. 2.50 per Equity Share for the Financial Year ended 31st March, 2025.							
Whether Promoter / Promoter Group Are Interested In The Agenda / Resolution ?								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour (4)	No. of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	Remote E-voting	735826	735826	100.0000	735826	0	100.0000	0.0000
	E-voting at AGM		0		0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		735826	100.0000	735826	0	100.0000	0.0000
Public-Institutional holders	Remote E-voting	306	0	0.0000	0	0		
	E-voting at AGM		0	0.0000	0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		0	0.0000	0	0		
Public-Non Institution holders	Remote E-voting	263868	5746	2.1776	5741	5	99.9130	0.0870
	E-voting at AGM		640	0.2425	640	0	100.0000	0.0000
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		6386	2.4201	6381	5	99.9217	0.0783
Total		1000000	742212	74.2212	742207	5	99.9993	0.0007

3	To appoint a Director in place of Mr. Chandra Kumar Dhanuka (DIN: 00005684), who retires by rotation and being eligible, offers himself for re-appointment							
Whether Promoter / Promoter Group Are Interested In The Agenda / Resolution ?								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour (4)	No. of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100



Promoter & Promoter Group	Remote Evoting at AGM	735826	605828	82.3331	605828	0	100.0000	0.0000
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		605828	82.3331	605828	0	100.0000	0.0000
Public-Institutional holders	Remote Evoting at AGM	306	0	0.0000	0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		0	0.0000	0	0		
Public-Non Institution holders	Remote Evoting at AGM	263868	5746	2.1776	5741	5	99.9130	0.0870
	Postal Ballot (if applicable)		640	0.2425	640	0	100.0000	0.0000
	Total		6386	2.4201	6381	5	99.9217	0.0783
Total		1000000	612214	61.2214	612209	5	99.9992	0.0008

4	Appointment of Messers Sushil Tiwari and Associates, Practicing Company Secretaries as Secretarial Auditor of the Company for five years (FY 2025-26 till FY 2029-30).							
Whether Promoter / Promoter Group Are Interested In The Agenda / Resolution ?								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour (4)	No. of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	Remote Evoting at AGM	735826	735826	100.0000	735826	0	100.0000	0.0000
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		735826	100.0000	735826	0	100.0000	0.0000
Public-Institutional holders	Remote Evoting at AGM	306	0	0.0000	0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		0	0.0000	0	0		
Public-Non Institution holders	Remote Evoting at AGM	263868	5746	2.1776	5741	5	99.9130	0.0870
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		6386	2.4201	6381	5	99.9217	0.0783
Total		1000000	742212	74.2212	742207	5	99.9993	0.0007

The Ordinary Resolution / Resolutions as set out in the Postal Ballot Notice dated has been passed by the Members by requisite majority.

