P. V. SUBRAMANIAN
B.Com., LL.B., ACS.
Company Secretary in Whole-time Practice

"Aspirations Orchid"
11th Floor, Flat 11-A,
4, Naktala Road,
Kolkata-700 047.
Mobile: 98300 26425
Email: pvsm17@rediffmail.com

Scrutinizer's Report

To,

Chairman
of the 35th Annual General Meeting of
NICCO PARKS & RESORTS LIMITED.

Dear Sir,

Sub: **Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to 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 the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') for the 35th Annual General Meeting of Nicco Parks & Resorts Limited held on Friday, September 13, 2024 at 3.00 p.m. (IST) through video conferencing ("VC") / other audio visual means ("OAVM").**

I, P. V. Subramanian, Practicing Company Secretary, have been appointed as the Scrutinizer by the Board of Directors of **Nicco Parks & Resorts 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, to conduct the remote e-voting process in respect of the below mentioned resolutions proposed at the 35th Annual General Meeting ("AGM") of the Company held today, i.e. on Friday, September 13, 2024 at 3.00 p.m. (IST) through VC/OAVM.

I am also appointed as the Scrutinizer to scrutinize the remote e-voting process during the said AGM.

The Notice dated 19.08.2024 convening the AGM along with the Statement under Section 102 of the Act setting out all material facts in respect of Resolutions mentioned therein and the Annual Report and the Audited Financial Statements of the Company for the year 2023-2024 were sent through electronic mode on 21.08.2024 to those Members whose email addresses were registered with the Company/ Depositories/ RTA, in compliance with the Ministry of Corporate Affairs ("MCA") General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, followed by General

P. V. SUBRAMANIAN Company Secretary C.P.-2077 4, Naktala Road, Kolkata-47

Circular No. 20/2020 dated May 5, 2020 and subsequent circulars issued in this regard, the latest being General Circular No. 09/2023 dated September 25, 20223 (collectively referred to as "MCA Circulars"), and Securities and Exchange Board of India ("SEBI") Circulars dated May 12, 2020, January 15, 2021, May 13, 2022 and January 05, 2023 ("SEBI Circulars"). The Company has issued a Corrigendum on 05.09.2024, forming an integral part of the AGM Notice dated 19.08.2024, and the same was also sent to the members electronically.

The Company had availed the e-voting facility offered by National Securities Depository Limited ("NSDL") for conducting remote e-voting by the Shareholders of the Company before the AGM.

The voting period for remote e-voting commenced on Tuesday, September 10, 2024 at 09.00 a.m. (IST) and ended on Thursday, September 12, 2024 at 05.00 p.m. (IST) and the NSDL e-voting platform was disabled thereafter.

The Company had also provided e-voting facility of NSDL to the shareholders present at the AGM through VC/OAVM, who had not cast their votes earlier.

The shareholders of the Company holding shares as on the "cut-off" date of September 06, 2024 were entitled to vote on the resolutions as contained in the Notice of the AGM, as amended by the Corrigendum thereto.

After the closure of the remote e-voting at the AGM, the report on remote e-voting done during the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked by me in the presence of two persons who acted as witnesses as prescribed under sub-rule 4(xii) of Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended.

I have scrutinized and reviewed the remote e-voting done prior to and during the AGM and votes cast therein based on the data downloaded from the NSDL e-voting system.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting prior to and during the AGM on the resolutions contained in the notice of the AGM, as amended.

My responsibility as scrutinizer for the remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour and against the resolutions.

I now submit my consolidated Report as under on the result of the remote e-voting conducted prior to the AGM and during the AGM in respect of the said Resolutions.



ORDINARY BUSINESS:

Resolution 1: Ordinary Resolution:

Adoption of the Audited Financial Statements of the Company for the Financial Year ended March 31, 2024 (both on standalone & consolidated basis) together with the Reports of Auditors & the Board of Directors thereon.

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
70	14468799	99.9994

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
6	83	0.0006

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
Nil	Does not arise

Resolution 2: Ordinary Resolution:

Confirmation of payment of interim dividends aggregating to 150% (Re. 1.50 paisa on an Equity Share of par value of Re.1/- each) already paid for the year.

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
70	14468799	99.9994

(i) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
6	83	0.0006

(ii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
Nil	Does not arise

P. V. SUBRAMANIAN
Company Secretary
C.P.-2077
4, Naktala Road, Kolkata-47

Resolution 3: Ordinary Resolution:

Re-appointment of M/s. Lodha & Co. LLP, Chartered Accountants (ICAI Firm Registration No. 301051E/300284) as Statutory Auditors of the Company to hold office for a term of five consecutive years from the conclusion of the 35th AGM until the conclusion of the 40th AGM of the Company.

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
69	14468779	99.9993

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
7	103	0.0007

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
Nil	Does not arise

Resolution 4: Ordinary Resolution:

Appointment of Mr. Shashank Sethi (DIN: 10738165), as a Nominee Director, representing West Bengal Tourism Development Corporation Ltd., liable to retire by rotation.

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
68	14468279	99.9958

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
8	603	0.0042

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
Nil	Does not arise

P. V. SUBRAMANIAN Company Secretary C.P.-2077 4, Naktala Road, Kolkata-47

Based on the aforesaid results, I report that all the resolutions stand passed with requisite majority.

P. V. SUBRAMANIAN * Company Secretary C.P.-2077 * 4, Naktala Road, Kolkata-47 *

P.V. Subramanian

Place : Kolkata,

Dated: September 13, 2024.

(P V SUBRAMANIAN)
Company Secretary in Whole-time Practice
ACS No.: 4585/C.P.No.: 2077
Peer Review Certificate No.: 1613/2021
UDIN: A004585F001173060

Countersigned by:

For Nicco Parks & Resorts Limited

Rahul Mitra

Rahul Mitra
Executive President-Company Secretary & Compliance Officer