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

To,
NICCO PARKS & RESORTS LIMITED,
'Jheel Meel', Sector-IV, Salt Lake City,
Kolkata-700106.

Report of Scrutinizer

I, P. V. Subramanian, Company Secretary in Whole-time Practice, (Membership No. ACS-4585 & CP No.2077) having my office at "Aspirations Orchid", 11th Floor, Flat 11-A, 4 Naktala Road, Kolkata-700047, have been appointed by the Board of Directors of **NICCO PARKS & RESORTS LIMITED** ("the Company') as the Scrutinizer to conduct the Postal ballot process through electronic voting process ("remote e-voting") in respect of the following **Special Resolution**:

Appointment of Ms. Nayantara Palchoudhuri, (DIN: 00581440) as an Independent Director: -

"RESOLVED THAT pursuant to the provisions of Sections 149, 150 & 152 of the Companies Act, 2013, and applicable provision of the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) & the Articles of Association of the Company, read with Schedule IV to the Act and Regulation 16(1)(b) of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015, (Listing Regulations), Ms. Nayantara Palchoudhuri, (DIN: 00581440), Non-Executive Independent Director of the Company who has submitted a declaration that she meets the criteria of independence as provided in the Act and Listing Regulations and who is eligible for re-appointment as a Non-Executive Independent Director of the Company to hold office for a second term of five consecutive years with effect from February 12, 2025 upto February 11, 2030.",

pursuant to the Postal Ballot Notice dated February 10, 2025 issued under Section 108, 110, and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") (including any statutory modification or re-enactment thereof for the time being in force) read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules"), as amended from time to time, read with the relevant circulars issued by the Ministry of Corporate Affairs ("MCA") from time to time and pursuant to other applicable laws and regulations.

The Postal Ballot Notice dated February 10, 2025 along with the statement setting out material facts under Section 102 of the Act in respect of the abovementioned resolution, as confirmed by the Company, was sent, in electronic form to those Members whose e-

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

mail addresses were with the Company/ Depositories/ Registrar and Share Transfer Agent and whose names were recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on **Friday, February 28, 2025 ('Cut-off date'),**

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.

The shareholders of the Company holding shares as on the "cut-off" date of **Friday, February 28, 2025**, were entitled to vote on the resolution as mentioned in the Notice.

The voting period for remote e-voting **commenced on Thursday, March 06, 2025 at 09:00 a.m. (IST) and ended on Friday, April 04, 2025 at 05:00 p.m. (IST)**. The e-voting module was disabled by NSDL thereafter.

The votes cast under remote e-voting facility were thereafter 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 votes cast through remote e-voting 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 Companies Act, 2013, rules and the MCA Circulars relating to remote e-voting on the Resolution contained in the notice of Postal Ballot.

My responsibility as scrutinizer for the voting on postal ballot through remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the said resolution.

I now submit my Scrutinizer's Report on the result of the voting by postal ballot through the remote e-voting process in respect of the said Resolution as under:-

Resolution 1: Special Resolution:

Appointment of Ms. Nayantara Palchoudhuri, (DIN: 00581440) as an Independent Director.

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast (shares)	% of total number of valid votes cast
77	8548220	99.9322

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast (shares)	% of total number of valid votes cast
15	5803	0.0678

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

(iii) Invalid Votes:

Number of members voted	Number of votes cast (shares)
Nil	Nil

Based on the aforesaid results, I report that the subject resolution stands passed with requisite majority.



P. V. Subramanian.

(P V SUBRAMANIAN)
Company Secretary in Whole-time Practice
ACS: 4585/C.P.No.: 2077
PRC No.: 1613/2021
UDIN: A004585G000023472

Dated: Apri; 04, 2025.
Place : Kolkata.

Countersigned by: