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

"Aspirations Orchid"
11th Floor, Flat 11-A,
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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 2 (two) **Resolutions**:

As an Ordinary Resolution:-

1. **Appointment of Ms. Roshni Sen, IAS (DIN: 10551767) as a Director:**

"RESOLVED THAT pursuant to the provisions of Sections 152, 160 & 161 of the Companies Act, 2013, read with 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, and pursuant to the recommendations of the Nomination and Remuneration Committee of the Board, Ms. Roshni Sen, IAS (DIN: 10551767), Nominated by the West Bengal Industrial Development Corporation Limited, who was appointed as an Additional Director of the Company at the Board meeting held on May 03, 2024 and in respect of whom the Company has received a notice in writing from a member proposing her candidature for the office of Director of the Company under section 160 of the Companies Act, 2013, be and is hereby appointed as a Nominee Director, liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

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As a Special Resolution:-

2. **Re-appointment of Mr. Dipankar Chatterji (DIN: 00031256) as an Independent Director:**

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Act and Regulation 16(1)(b) and such other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mr. Dipankar Chatterji (DIN: 00031256), Non-Executive, Independent Director of the Company who has submitted a declaration that he meets the criteria of independence as provided in the Act and Listing Regulations and who is eligible for re-appointment, be and is hereby re-appointed as an Non-Executive Independent Director of the Company to hold office for a second term of five consecutive years with effect from July 26, 2024 upto July 25, 2029.

RESOLVED FURTHER THAT pursuant to Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the applicable provisions of the Companies Act, 2013, if any, Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), consent of the members be and is hereby accorded for the continuation of Mr. Dipankar Chatterji (DIN: 00031256) as a Non-Executive Independent Director of the Company consequent to Mr. Chatterji attaining the age of 75+ years during the tenure of his re- appointment as Non-Executive Independent Director of the Company.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.",

pursuant to the Postal Ballot Notice dated May 03, 2024 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 May 03, 2024 along with the statement setting out material facts under Section 102 of the Act in respect of the abovementioned resolutions, as confirmed by the Company, was sent, in electronic form to those Members whose e-mail addresses were with the Company/ Depositaries/ Registrar and Share Transfer Agent and whose names were recorded in the Register of Members

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of the Company or in the Register of Beneficial Owners maintained by the Depositories as on **Friday, May 31, 2024 ('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, May 31, 2024**, were entitled to vote on the resolutions as mentioned in the Notice.

The voting period for remote e-voting commenced on **Tuesday, June 11, 2024 at 09:00 a.m. (IST) and ended on Wednesday, July 10, 2024 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 Resolutions 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 resolutions.

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

Resolution 1: Ordinary Resolution:

Appointment of Ms. Roshni Sen, IAS (DIN: 10551767) as a 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
103	20465916	99.9863

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast (shares)	% of total number of valid votes cast
8	2808	0.0137

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(iii) Invalid Votes:

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

Resolution 2: Special Resolution:

Reappointment of Mr. Dipankar Chatterji (DIN: 00031256) 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
100	20466534	99.9897

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast (shares)	% of total number of valid votes cast
9	2111	0.0103

(iii) Invalid Votes:

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

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

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

P. V. Subramanian.

(P V SUBRAMANIAN)
Company Secretary in Whole-time Practice
ACS: 4585/C.P.No.: 2077
PRC No.: 1613/2021
UDIN: A004585F000704559

Dated: July 10, 2024.
Place : Kolkata.

Countersigned by: