**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**
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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 Mr. Abhishek Kumar Tiwary, IAS (DIN: 11250469) as a Nominee Director.**

**"RESOLVED THAT** pursuant to the provisions of Sections 149, 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 and The Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Mr. Abhishek Kumar Tiwary, IAS (DIN:11250469), who was appointed as a Nominee Director on 10th November, 2025 pursuant to the provisions of Section 161 of the Companies Act, 2013 and the Articles of Association of the Company and in respect of whom the Company has received a notice in writing from a member proposing his 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 of the Company, representing West Bengal Tourism Development Corporation Limited, liable to retire by rotation.

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to do all acts, deeds, matters and things as may be deemed necessary and/or expedient in connection therewith or incidental thereto, to give effect to the foregoing resolution."

**As a Special Resolution:-**

2. **Re-appointment of Mr. Vijay Dewan, (DIN: 00051164) 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), Mr. Vijay Dewan, (DIN: 00051164), 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 as a Non-Executive Independent Director of the Company shall hold office for a second term of five consecutive years with effect from February 12, 2026 upto February 11, 2031.

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to do all acts, deeds, matters and things as may be deemed necessary and/or expedient in connection therewith or incidental thereto, to give effect to the foregoing resolution.",

pursuant to the Postal Ballot Notice dated November 12, 2025 issued by the Company under Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013, ('Act') (including any statutory modification or re-enactment thereof for the time being in force), read with Rule(s) 20 and 22 of the Companies (Management and Administration) Rules, 2014, ('Rules'), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') and the Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India ('SS-2'), each as amended, and in accordance with the requirements prescribed by the Ministry of Corporate Affairs ('MCA') for holding general meetings/conducting postal ballot process through e-Voting vide relevant circulars issued by MCA in this regard.

The Postal Ballot Notice dated November 12, 2025 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 only to those Members whose names appeared on the Register of Members of the Company / List of Beneficial Owners received from the Depositories and whose e-mail addresses were registered with the Company / Registrar and Transfer Agent / Depositories **as on Friday the 26th December, 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 the 26th December, 2025**, were entitled to vote on the resolution as mentioned in the Notice.

The voting period for remote e-voting **commenced on Thursday, 1st January, 2026, at 9.00 a.m. IST and ended on Friday, 30th January, 2026, at 5.00 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 Resolutions as under:-

**Resolution 1: Ordinary Resolution:**

**Appointment of Mr. Abhishek Kumar Tiwary, IAS (DIN: 11250469) as a Nominee 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 |
|---|---|---|
| 78 | 9383335 | 99.9908 |

(ii) Voted against the resolution:

| Number of members voted | Number of valid votes cast (shares) | % of total number of valid votes cast |
|---|---|---|
| 8 | 862 | 0.0092 |

(iii) Invalid Votes:

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

**Resolution 2: Special Resolution:**

**Re-appointment of Mr. Vijay Dewan, (DIN: 00051164) 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 |
|---|---|---|
| 76 | 9381535 | 99.9716 |

(ii) Voted against the resolution:

| Number of members voted | Number of valid votes cast (shares) | % of total number of valid votes cast |
|---|---|---|
| 10 | 2662 | 0.0284 |

(iii) Invalid Votes:

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

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

**(P V SUBRAMANIAN)**
**Company Secretary in Whole-time Practice**
**ACS: 4585/C.P.No.: 2077**
**PRC No.: 1613/2021**
**UDIN: A004585G003558951**

**Dated: January 30, 2026.**
**Place : Kolkata.**

**Countersigned by:**