

Nupur Recyclers Limited

(Formerly known as Nupur Recyclers Private Limited)

CIN - L37100DL2019PLC344788

To,
Manager
Listing Department
National Stock Exchange of India Limited
"Exchange Plaza", Plot No. C/1, G Block, Bandra Complex, Bandra (E),
Mumbai -400051

11.03.2024

NSE-SCRIP ID: NRL - ISIN INE0JM501013

Sub: Submission of Scrutinizer's Report for Voting at 02nd (2023-24) Extra Ordinary General Meeting of Nupur Recyclers Limited held on Saturday, March 09, 2024

Dear Sir,

In connection to the 02nd (2023-24) Extra Ordinary General Meeting (EGM) of Nupur Recyclers Limited (the Company) held on Saturday, March 09, 2024, please find enclosed herewith scrutinizer's report provided by Mr. Arun Goel Proprietor of Arun Goel & Associates, Practising Company Secretaries.

On the basis of such report, special business proposed at the 02nd EGM has been duly passed with requisite majority.

Such report will also be placed on the websites of Central Depository Services (India) Limited (CDSL) and the Company.

This is for your information and records.

Thanking you,

For Nupur Recyclers Limited
NUPUR RECYCLERS LIMITED


Shilpa Verma
Company Secretary
Company Secretary & Compliance Officer
M.No :F10105

compliance@nupurrecyclers.com 

011 - 35008711, +91 - 955101552 

www.nupurrecyclers.com 

Reg. Off. - Plot No. 5, KH 12/8, 9 KH - 12, Arjun Gali,
New Mandoli, Industrial Area, East Delhi - 110053 

Corporate Off. - Plot 03, F.I.E., Patparganj, New Delhi - 110052 



ARUN GOEL & ASSOCIATES

COMPANY SECRETARIES

50, ASHOKA ENCLAVE PART - III, FARIDABAD, HARYANA - 121003

FORM NO. MGT-13

SCRUTINIZER'S REPORT

[Pursuant to Section 108 & 109 of the Companies Act, 2013 and Rules 20(4) (xii) & 21(2) of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman

02nd (2023-24) Extra Ordinary General Meeting of the shareholders of

NUPUR RECYCLERS LIMITED

Plot No. 5, G/F, KH No. 12/8 & 12/9KH-12,

Arjun Gali New Mandoli Industrial Area

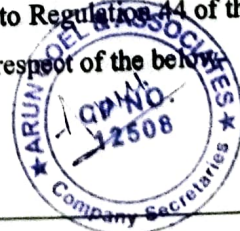
Near Shri Ram Bal Bharti Public School

North East DL 110093 IN

SUBJECT: CONSOLIDATED SCRUTINIZER'S REPORT ON REMOTE E-VOTING CONDUCTED PRIOR AND DURING THE 02ND (2023-24) EXTRA ORDINARY GENERAL MEETING ('EGM') OF NUPUR RECYCLERS LIMITED HELD ON SATURDAY, MARCH 09, 2024 AT 04:00 P.M (IST) AT PLOT NO. 5, G/F, KH No. 12/8 & 12/9KH-12, ARJUN GALI NEW MANDOLI INDUSTRIAL AREA NEAR SHRI RAM BAL BHARTI PUBLIC SCHOOL NORTH EAST DL 110093 IN THROUGH VIDEO CONFERENCING

Dear Sir,

I, CS ARUN GOEL (Company Secretary in Practice and Proprietor of M/S. ARUN GOEL & ASSOCIATES) was appointed as the Scrutinizer by the Board of Directors of NUPUR RECYCLERS LIMITED ("the Company") on February 13, 2024 for the purpose of scrutinizing e-voting process (remote e-voting) at the Extra Ordinary General Meeting ("EGM"). Pursuant to Section 108 & 109 of the Companies Act, 2013 read with Rules 20 & 21 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the below



Mobile : 9810165074, 8802444222

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E-mail : arun_goel89@yahoo.com, csarungoel@gmail.com

mentioned Resolutions proposed at the 02nd (2023-24) Extra Ordinary General Meeting of the Equity Shareholders of the Company held on Saturday, March 09, 2024 at 04:00 P.M. hereby submit my report as under:

➤ **Notice Convening the Meeting:**

The Company has informed that, on the basis of the Register of Members and the List of Beneficiary Owners made available by the depositories, the Company completed dispatch of the Notice of the EGM as under:

➤ **By Electronic Means:**

On February 16, 2024, by e-mail to 6021 Shareholders who had registered their email-ids with Depositories/the Company, as per the email received by the Company as communication from RTA/ CDSL.

1. Cut-off Date

The Voting rights were reckoned as on Saturday, March 02, 2024 being the cut-off date for the purpose of deciding the entitlements of Shareholders at the remote e-Voting and Voting at the Meeting.

2. Remote e-Voting

i. Agency:

The Company has appointed CENTRAL DEPOSITORY SERVICES (INDIA) LIMITED (CDSL) as the Agency for providing the remote e-Voting platform.

ii. Remote e-Voting:

The remote e-Voting platform was open from 09:00 A.M. on Wednesday, March 06, 2024 up to 05:00 P.M. on Friday, March 08, 2024 and shareholders were required to cast their votes electronically conveying their assent or dissent in respect of the Ordinary Resolutions, on the e-Voting platform provided by CDSL.

3. Voting at the EGM (video conferencing mode):

| | |
|--|----|
| Members present in person / through authorized representatives- | NA |
| Members who cast vote through E-Voting | 2 |
| Members present but did not participate in poll and also did not had exercised their votes through E- Voting | NA |



4. Counting Process:

- i. After the conclusion of the 02nd (2023-24) Extra Ordinary General Meeting, the votes cast through remote e-voting were unblocked by me in presence of two witnesses who were not in the employment of the Company.


Name: Ms. Geeta Singh


Name: Mr. Shagun

- ii. Thereafter, the details of equity shareholders, who voted for or against were downloaded from the E-Voting website of CENTRAL DEPOSITORY SERVICES (INDIA) LIMITED (CDSL).
- iii. The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote E- voting and voting during the EGM on the resolutions contained in the Notice of Extra Ordinary General Meeting. Some details in the report have been mentioned as per the communication received from the Company.
- iv. My responsibility as scrutinizer for the remote E-voting and the voting conducted during EGM is restricted to submit Scrutinizer's report for the votes cast in favour or against the resolution.
- v. Based on the E -voting results available to me, 49 members have casted their vote through remote E-voting holding 33641148 shares and 2 members holding 2201 shares have casted their votes during the meeting.
- vi. The consolidated result of remote E-voting and E-voting at the 02nd (2023-24) Extra Ordinary General Meeting is as under:

VOTING RESULTS

[Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

| | |
|--|----------------|
| Date of the EGM | March 09, 2024 |
| Total number of shareholders on cut-off date | 6991 |
| No. of Shareholders present in the meeting: | 36 |
| Promoters and Promoter Group: | 5 |
| Public: | 31 |



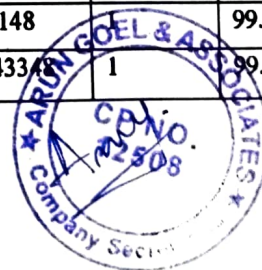
Resolution No. 1**1. Increase in Authorized Share Capital of the Company and consequent Alteration in Capital Clause of the Memorandum of Association of the Company**

| Resolution required: | | | ORDINARY RESOLUTION | | | | | |
|---|--------------------------------|-------------------------------|--------------------------------|--|-------------------------------------|-----------------------------------|---|---|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | NO | | | | | |
| 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 and Promoter Group | E-Voting | 33189200 | 33189200 | 100% | 33189200 | 0 | 100% | 0% |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (not applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 33189200 | 33189200 | 100% | 33189200 | 0 | 100% | 0% |
| Public- Institutions | E-Voting | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | | | | | | |
| | Postal Ballot (not applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public- Non Institutions | E-Voting | 12570792 | 454149 | 3.61% | 454148 | 1 | 99.99% | 0.01% |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (not applicable) | | | | | | | |
| | Total | 12570792 | 454149 | 3.61% | 454148 | 1 | 99.99% | 0.01% |
| Total | | 45759992 | 33643349 | 73.52% | 33643348 | 1 | 99.99% | 0.01% |



Resolution No. 2**2. Issue of Bonus Shares to the members of the Company**

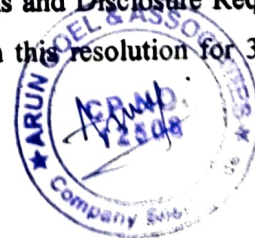
| Resolution required: | | | ORDINARY RESOLUTION | | | | | |
|---|--------------------------------|---------------------------|----------------------------|--|---------------------------------|-------------------------------|--|--|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | NO | | | | | |
| 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 and Promoter Group | E-Voting | 33189200 | 33189200 | 100% | 33189200 | 0 | 100% | 0% |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (not applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 33189200 | 33189200 | 100% | 33189200 | 0 | 100% | 0% |
| Public-Institutions | E-Voting | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | | | | | | |
| | Postal Ballot (not applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public- Non Institutions | E-Voting | 12570792 | 454149 | 3.61% | 454148 | 1 | 99.99% | 0.01% |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (not applicable) | | | | | | | |
| | Total | 12570792 | 454149 | 3.61% | 454148 | 1 | 99.99% | 0.01% |
| Total | | 45759992 | 33643349 | 73.52% | 33643348 | 1 | 99.99% | 0.01% |



Resolution No. 3**3. Approval for Material Related Party Transaction(s) With Frank Metals Recyclers Private Limited for the Financial Year 2023-24:**

| Resolution required: | | | ORDINARY RESOLUTION | | | | | |
|---|--------------------------------|---------------------------|----------------------------|--|---------------------------------|-------------------------------|---|---|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | NO | | | | | |
| 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 and Promoter Group | E-Voting | *33189200 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (not applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 33189200 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public-Institutions | E-Voting | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | | | | | | |
| | Postal Ballot (not applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public- Non Institutions | E-Voting | 12570792 | 454149 | 3.61% | 454148 | 1 | 99.99% | 0.01% |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (not applicable) | | | | | | | |
| | Total | 12570792 | 454149 | 3.61% | 454148 | 1 | 99.99% | 0.01% |
| Total | | 45759992 | 454149 | 3.61% | 454148 | 1 | 99.99% | 0.01% |

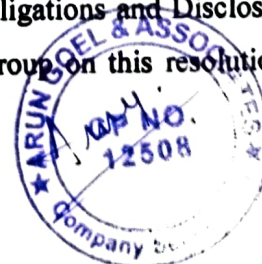
*In terms of provisions of Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the votes casted by promoter/ promoter group on this resolution for 3,31,89,200 Equity Shares have not been considered and treated as invalid.



Resolution No. 4**4. Approval for Material Related Party Transaction(s) with Frank Metals Recyclers Private Limited for the Financial Year 2024-25**

| Resolution required: | | | ORDINARY RESOLUTION | | | | | |
|---|--------------------------------|---------------------------|----------------------------|--|---------------------------------|-------------------------------|--|--|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | NO | | | | | |
| 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 and Promoter Group | E-Voting | *33189200 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (not applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 33189200 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public- Institutions | E-Voting | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | | | | | | |
| | Postal Ballot (not applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public- Non Institutions | E-Voting | 12570792 | 454149 | 3.61% | 454148 | 1 | 99.99% | 0.01% |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (not applicable) | | | | | | | |
| | Total | 12570792 | 454149 | 3.61% | 454148 | 1 | 99.99% | 0.01% |
| Total | | 45759992 | 454149 | 3.61% | 454148 | 1 | 99.99% | 0.01% |

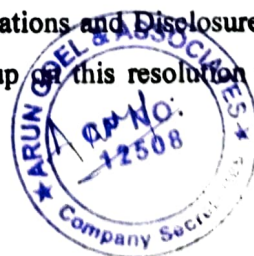
*In terms of provisions of Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the votes casted by promoter/ promoter group on this resolution for 3,31,89,200 Equity Shares have not been considered and treated as invalid.



Resolution No. 5**5. Approval for Material Related Party Transaction(s) with RGM Recyclers Private Limited for the Financial Year 2023-24.**

| Resolution required: | | | ORDINARY RESOLUTION | | | | | |
|---|--------------------------------|---------------------------|----------------------------|--|---------------------------------|-------------------------------|--|--|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | NO | | | | | |
| 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 and Promoter Group | E-Voting | *33189200 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (not applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 33189200 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public-Institutions | E-Voting | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | | | | | | |
| | Postal Ballot (not applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public- Non Institutions | E-Voting | 12570792 | 454149 | 3.61% | 454148 | 1 | 99.99% | 0.01% |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (not applicable) | | | | | | | |
| | Total | 12570792 | 454149 | 3.61% | 454148 | 1 | 99.99% | 0.01% |
| Total | | 45759992 | 454149 | 3.61% | 454148 | 1 | 99.99% | 0.01% |

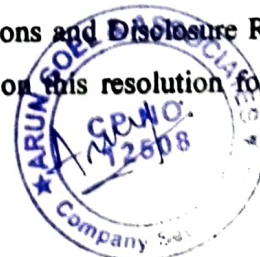
*In terms of provisions of Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the votes casted by promoter/ promoter group on this resolution for 3,31,89,200 Equity Shares have not been considered and treated as invalid.



Resolution No. 6**6. Approval for Material Related Party Transaction(s) with RGM Recyclers Private Limited for the Financial Year 2024-25**

| Resolution required: | | | ORDINARY RESOLUTION | | | | | |
|---|--------------------------------|---------------------------|----------------------------|--|---------------------------------|-------------------------------|---|---|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | NO | | | | | |
| 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 and Promoter Group | E-Voting | *33189200 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (not applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 33189200 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public-Institutions | E-Voting | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | | | | | | |
| | Postal Ballot (not applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public- Non Institutions | E-Voting | 12570792 | 454149 | 3.61% | 454148 | 1 | 99.99% | 0.01% |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (not applicable) | | | | | | | |
| | Total | 12570792 | 454149 | 3.61% | 454148 | 1 | 99.99% | 0.01% |
| Total | | 45759992 | 454149 | 3.61% | 454148 | 1 | 99.99% | 0.01% |

*In terms of provisions of Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the votes casted by promoter/ promoter group on this resolution for 3,31,89,200 Equity Shares have not been considered and treated as invalid.



RESULT SUMMARY

| SR. NO. | RESOLUTION | TYPE OF RESOLUTION | FAVOUR | AGAINST |
|----------------|--|---------------------------|---------------|----------------|
| 1. | Increase in Authorized Share Capital of the Company and consequent Alteration in Capital Clause of the Memorandum of Association of the Company. | Ordinary Resolution | 99.99% | 0.01% |
| 2. | Issue of Bonus Shares to the members of the Company | Ordinary Resolution | 99.99% | 0.01% |
| 3. | Approval for Material Related Party Transaction(s) With Frank Metals Recyclers Private Limited for the Financial Year 2023-24 | Ordinary Resolution | 99.99% | 0.01% |
| 4. | Approval for Material Related Party Transaction(s) with Frank Metals Recyclers Private Limited for the Financial Year 2024-25 | Ordinary Resolution | 99.99% | 0.01% |
| 5. | Approval for Material Related Party Transaction(s) with RGM Recyclers Private Limited for the Financial Year 2023-24 | Ordinary Resolution | 99.99% | 0.01% |
| 6. | Approval for Material Related Party Transaction(s) with RGM Recyclers Private Limited for the Financial Year 2024-25 | Ordinary Resolution | 99.99% | 0.01% |

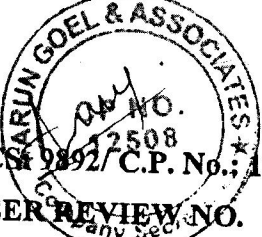
The relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the minutes of EGM. Thereafter, the same shall be handed over to the Company Secretary/Director authorized by the Board for safe keeping.



Thanking You,

Yours Faithfully,

FOR M/S ARUN GOEL & ASSOCIATES SIGNED BY
COMPANY SECRETARIES


FCS 9892/C.P. No.: 12508
PEER REVIEW NO.

UDIN: F009892E003567127

FOR NUPUR RECYCLERS LIMITED
NUPUR RECYCLERS LIMITED


Company Secretary
SHILPA VERMA (COMPANY SECRETARY)
M.NO: F10105

PLACE: HARYANA

DATE: MARCH 11, 2024