## NDA SECURITIES LIMITED

Member : National Stock Exchange of India Ltd. : Bombay Stock Exchange Ltd. : National Securities Depository Ltd. Registered & Corporate Office : E-157, 2nd Floor, Kalkaji, New Delhi-110019 Phone : 011-46204000 (100 lines) Email : info@ndaindia.com, website : www.ndaindia.com CIN : L74899DL1992PLC050366



Ref: NDASEC/31/AGM/2022-23 To Date: 10.08.2023

Department of Corporate Services BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001

Dear Sir,

Sub: Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015- Voting Results Ref: BSE Stock Code: 511535, ISIN: INE026C01013

In accordance with the Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the voting results and Scrutinizer's Report on the resolutions passed at the 31<sup>st</sup> Annual General Meeting of NDA Securities Limited (the Company), held on August 10, 2023 for your information and records.

Other details regarding the attendance at the 31<sup>st</sup> Annual General Meeting are provided below:

Name: NDA Securities Limited

SI.	DESCRIPTION							
1.	DATE OF AGM	August 10, 2023						
2.	TOTAL NUMBER OF SHAREHOLDERS	3975						
3.	NO. OF SHAREHOLDERS PRESENT IN THE MEETING EITHER IN	0						
	PERSON OR THROUGH PROXY							
	SHAREHOLDERS	0						
4	PROMOTER AND PROMOTER GROUP	0						
	PUBLIC	0						
	TOTAL	0						
4.	No. of shareholders attended the meeting through Video Confere	encing : 68						
	Promoters and Promoter Group: 3							
	Public: 65	Public: 65						

Thanking You For NDA Securities Limited

Sanjay Agarwal Managing Director DIN: 00010639 Encl.: As above

## Name: NDA Securities Limited Ref: BSE Stock Code: 511535, ISIN: INE026C01013

Voting by Members:

Item No. of Notice and heading of the Resolution	Resolution ( Ordinary/ Special)	Mode- off Voting	
1. Adoption of Audited Balance Sheet of the Company as at 31st March, 2023 and Statement of Profit and Loss for the year ended on that date together with the reports of the Auditors and Directors thereon and the consolidated Financial statement of the Company for the FY ended on 31st March, 2023.	Ordinary	E-voting	
2. To consider and appoint a director in place of Shri Sanjay Agarwal (DIN: 00010639), who retires by rotation and being eligible offered himself for reappointment.	Ordinary	E-voting	
3. To consider and re-appoint Mr. Sanjay Agarwal (DIN: 00010639) as Managing Director of the Company.	Special	E-voting	
4. To consider and approve the Issuance of 8,56,164 (Eight Lakhs Fifty Six Thousand One Hundred and Sixty Four) Equity Shares having a face value of Rs. 10/- each at a price of Rs. 17.52/- per Equity Shares aggregating Rs. 1,50,00,000 on preferential basis to the persons belonging to the non-promoter category.	Special	E-voting	All Resolutions were passed with requisite majority.
5. To consider and appoint Mrs. Pooja Agarwal (DIN: 03111152) as a Non- Executive Independent Director of the Company.	Special	E-voting	
6. To consider and appoint Mr. Varundeep Gupta (DIN: 07355393) as a Non- Executive Independent Director of the Company.	Special	E-voting	Resolution was failed as requisite majority not received.

**Results of E-voting by members:** 

The mode of voting for all the resolutions was E-voting.

The result of voting in the prescribed format is annexed herewith for your reference and record. We also attach herewith the Scrutinizer's Report for your reference and record.

For NDA Securities Limited

Sanjay Agarwal Managing Director DIN: 00010639

General information about company							
Scrip code	511535						
NSE Symbol							
MSEI Symbol							
ISIN	INE026C01013						
Name of the company	NDA Securities Limited						
Type of meeting	AGM						
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	10-08-2023						
Start time of the meeting	02:04 PM						
End time of the meeting	02:40 PM						

Scrutinizer Details						
Name of the Scrutinizer	Surrinder Kishore Kapahi					
Firms Name	Surrinder					
Qualification	CS					
Membership Number	1407					
Date of Board Meeting in which appointed	13-07-2023					
Date of Issuance of Report to the company	10-08-2023					

Voting results					
Record date	03-08-2023				
Total number of shareholders on record date	3975				
No. of shareholders present in the meeting either in person or through proxy					
a) Promoters and Promoter group	0				
b) Public	0				
No. of shareholders attended the meeting through video conferencing					
a) Promoters and Promoter group	3				
b) Public	65				
No. of resolution passed in the meeting	6				
Disclosure of notes on voting results					

				Resolutio	on(1)					
Resolution required: (Ordinary / Special)				Ordinary						
Whether promoter/promoter group are interested in the agenda/resolution?				No						
Description of resolution considered				Adoption of Audited Balance Sheet of the Company as at 31st March, 2023 and Statement of Profit and Loss for the year ended on that date together with the reports of the Auditors and Directors thereon and the consolidated Financial statement of the Company for the FY ended on 31st March, 2023.						
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled		
	<u>.</u>	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100		
	E-Voting		3638720	99.9857	3638720	0	100	0		
Promoter	Poll	1								
and Promoter Group	Postal Ballot (if applicable)	3639240								
	Total	3639240	3638720	99.9857	3638720	0	100	0		
	E-Voting									
	Poll									
Public- Institutions	Postal Ballot (if applicable)									
	Total									
Public- Non	E-Voting	1452960	225906	15.548	225862	44	99.9805	0.0195		
Institutions	Poll									

Postal Ballot (if applicable)							
Total	1452960	225906	15.548	225862	44	99.9805	0.0195
Total	5092200	3864626	75.8931	3864582	44	99.9989	0.0011
	Yes						

Details of Invalid Votes						
Category	No. of Votes					
Promoter and Promoter Group						
Public Insitutions						
Public - Non Insitutions						

				Resolution(2	2)					
Resolution requ	uired: (Ordinary	/ Special)		Ordinary						
Whether promo agenda/resoluti	oter/promoter gro	oup are inter	rested in the	No						
Description of resolution considered							of Shri Sanjay Agar g eligible, offered h			
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled		
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)= [(5)/(2)]*100		
	E-Voting	3639240	3610269	99.2039	3610269	0	100	0		
Promoter and	Poll									
Promoter Group	Postal Ballot (if applicable)									
	Total	3639240	3610269	99.2039	3610269	0	100	0		
	E-Voting									
Public-	Poll									
Institutions	Postal Ballot (if applicable)									
	Total									
Public- Non	E-Voting		225906	15.548	225862	44	99.9805	0.0195		
Institutions	Poll	1452960								
	Postal Ballot (if applicable)									

	Total	1452960	225906	15.548	225862	44	99.9805	0.0195
	Total	5092200	3836175	75.3343	3836131	44	99.9989	0.0011
		Yes						
Disclosure of notes on resolution								

Details of Invalid Votes						
Category	No. of Votes					
Promoter and Promoter Group						
Public Insitutions						
Public - Non Insitutions						

				Resolution(3	3)			
Resolution requ	uired: (Ordinary	/ Special)		Special				
	Whether promoter/promoter group are interested in the agenda/resolution?			Yes				
Description of :	resolution consid	lered		To consider and re- Director of the Cor		Sanjay Agar	wal (DIN: 0001063	9) as Managing
Category Mode of voting held			No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)= [(5)/(2)]*100
	E-Voting		3610269	99.2039	3610269	0	100	0
Promoter and	Poll	3639240						
Promoter Group	Postal Ballot (if applicable)							
	Total	3639240	3610269	99.2039	3610269	0	100	0
	E-Voting							
D.1.1.	Poll	" 						
Public- Institutions	Postal Ballot (if applicable)							
	Total							
	E-Voting		225906	15.548	225862	44	99.9805	0.0195
D 11. N	Poll	1452960						
Public- Non Institutions	Postal Ballot (if applicable)	1.02900						
	Total	1452960	225906	15.548	225862	44	99.9805	0.0195

Total	5092200	3836175	75.3343	3836131	44	99.9989	0.0011
			Whether r	esolution is P	ass or Not.	Yes	
			Disclosu	re of notes on	resolution		

Details of Invalid Votes							
Category	No. of Votes						
Promoter and Promoter Group							
Public Insitutions							
Public - Non Insitutions							

				Resolutio	on(4)			
Resolution re	quired: (Ordina	ary / Specia	l)	Special				
Whether pror in the agenda	noter/promoter /resolution?	group are i	nterested	No				
Description of resolution considered				One Hundred and S	ixty Four) Equ per Equity Sha	ity Shares hares aggregat	64 (Eight Lakhs Fift aving a face value of ting Rs. 1,50,00,000 loter category.	Rs. 10/- each at a
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	E-Voting		3638720	99.9857	3638720	0	100	0
Promoter	Poll							
and Promoter Group	Postal Ballot (if applicable)	3639240						
	Total	3639240	3638720	99.9857	3638720	0	100	0
	E-Voting							
	Poll							
Public- Institutions	Postal Ballot (if applicable)							
	Total							
Public- Non	E-Voting	1452960	225906	15.548	225862	44	99.9805	0.0195
Institutions	Poll	1						

Postal Ballot (if applicable)							
Total	1452960	225906	15.548	225862	44	99.9805	0.0195
Total	5092200	3864626	75.8931	3864582	44	99.9989	0.0011
Whether resolution is Pass or Not.					Yes		
Disclosure of notes on resolution							

Details of Invalid Votes							
Category	No. of Votes						
Promoter and Promoter Group							
Public Insitutions							
Public - Non Insitutions							

				Resolution(	5)				
Resolution requ	uired: (Ordinary	/ Special)		Special					
Whether promo agenda/resoluti	oter/promoter gro on?	oup are inter	ested in the	No					
Description of a	resolution consid	lered		To consider and ap Executive Independent			ıl (DIN: 03111152) : pany.	as a Non-	
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polledNo. ofNo. of% of votes in% of Voton outstandingvotes – invotes –favour on votesagainst on votessharesfavouragainstpolledpolled					
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)= [(5)/(2)]*100	
	E-Voting		3638720	99.9857	3638720	0	100	0	
Promoter and	Poll	3639240							
Promoter Group	Postal Ballot (if applicable)								
	Total	3639240	3638720	99.9857	3638720	0	100	0	
	E-Voting								
D-1-1	Poll	" 							
Public- Institutions	Postal Ballot (if applicable)								
	Total								
	E-Voting		225906	15.548	225862	44	99.9805	0.0195	
D 11. N	Poll	1452960							
Public- Non Institutions	Postal Ballot (if applicable)								
	Total	1452960	225906	15.548	225862	44	99.9805	0.0195	

Total	5092200	3864626	75.8931	3864582	44	99.9989	0.0011
			Whether r	esolution is P	ass or Not.	Yes	
			Disclosu	re of notes on	resolution		

Details of Invalid Votes							
Category	No. of Votes						
Promoter and Promoter Group							
Public Insitutions							
Public - Non Insitutions							

				Resolution(6	<b>ó</b> )			
Resolution requ	ired: (Ordinary	/ Special)						
Whether promoter/promoter group are interested in the agenda/resolution?								
Description of	resolution consid	lered		To consider and ap Executive Independent			pta (DIN: 07355393 ipany.	) as a Non-
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)= [(5)/(2)]*100
	E-Voting		3638720	99.9857	0	3638720	0	100
Promoter and	Poll	3639240						
Promoter Group	Postal Ballot (if applicable)	5055210						
	Total	3639240	3638720	99.9857	0	3638720		100
	E-Voting							
D 11'	Poll							
Public- Institutions	Postal Ballot (if applicable)							
	Total							
	E-Voting		225506	15.5205	1049	224457	0.4652	99.5348
	Poll	1452960						
Public- Non Institutions	Postal Ballot (if applicable)	1152900						
	Total	1452960	225506	15.5205	1049	224457	0.4652	99.5348

Total	5092200	3864226	75.8852	1049	3863177	0.0271	99.9729
			Whether r	esolution is	Pass or Not.	Yes	
			Disclosu	re of notes c	on resolution		

Details of Invalid Votes							
Category	No. of Votes						
Promoter and Promoter Group							
Public Insitutions							
Public - Non Insitutions							

# **KAPAHI AND ASSOCIATES**

### (COMPANY SECRETARIES)

FLAT NO. 7C, EVERSHINE APARTMENTS, VIKAS PURI, NEW DELHI - 110018 E-Mail : kapahiassociates@yahoo.com

#### SCRUTINIZER'S REPORT

#### Τo,

The Chairman of the 31<sup>st</sup> Annual General Meeting of the Equity Shareholders of NDA Securities Limited, held on Thursday, 10<sup>th</sup> August, 2023 at 2:00 PM through video conferencing(VC)/other Audio-Visual means (OAVM) at the Deemed Venue i.e. at the Registered Office of the company at E-157,Second Floor, Kalkaji, New Delhi-110019.

#### Dear Sir,

- I, Surrinder Kishore Kapahi, Proprietor of M/s. Kapahi and Associates, Company Secretary in Practice, was appointed as the Scrutinizer by the Board of Directors of NDA Securities Limited (the company) for the purpose of scrutinizing e-Voting process (remote e-voting) pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015) in respect of the below mentioned resolutions proposed at the 31<sup>st</sup> Annual General Meeting of the Equity Shareholders of the Company held on Thursday, 10<sup>th</sup> August, 2023 at 02:00 P.M. through Video Conferencing (VC)/Other Audio Visual Means (OAVM).
- 2. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by remote e-voting) by the shareholders on the resolutions proposed in the Notice of 31<sup>st</sup> Annual General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process through electronic means (by remote e-voting) and E-voting during the Annual General Meeting through Instapoll, are conducted in a fair and transparent manner and render consolidated Scrutinizer's Report of the total votes cast in favour or against if any, to the Chairman, on the resolutions, based on the reports generated from the electronic voting system provided by National Securities Depository Limited (NSDL).
- 3. This Annual General Meeting of the Equity Shareholders of NDA Securities Limited was convened through Video Conferencing (VC)/Other Audio Visual Means (OAVM) pursuant to the General Circular number 14/2020, 17/2020 and 20/2020 issued by the Ministry of Corporate Affairs (MCA) and Circular number SEBI/HO/CFD/CMD1/CIR/P/2020/79 issued by the Securities and Exchange Board of India (SEBI), without the physical presence of the shareholders at common venue.
- 4. In accordance with the Notice of 31<sup>st</sup> Annual General Meeting sent to the shareholders and the 'Advertisement' published pursuant to Rule 20(4)(V) of the Companies (Management and Administration) Rules, 2014 (Amendment Rules 2015) on 18<sup>th</sup> July, 2023, the remote e-voting commenced on 7<sup>th</sup> August, 2023 at 9.00 A.M and ended on 9<sup>th</sup> August, 2023 at 5.00 p.m.

The Equity Shareholders holding shares as on 3<sup>rd</sup> August, 2023, "cut-off date", were entitled to vote on the resolutions stated in the Notice of 31<sup>st</sup> Annual General Meeting of the Company.

5. The BSE Ltd. vide its letter dated 20<sup>th</sup> July, 2023 directed the company to make some amendments in Resolution No. 4 of the Notice and Explanatory Statement dated 13.07.2023 of the 31<sup>st</sup> AGM of the company. As directed by the BSE Ltd., the CORRIGENDUM to the Notice of the 31<sup>st</sup> AGM was issued to the Equity Shareholders of the NDA Securities Limited. My report should also be read in conjunction with the Corrigendum dated 31.07.2023. The said Corrigendum is available on company's website and the website of BSE Ltd.

6. The e-voting results of Equity Shareholders who have voted for and against were downloaded from the e-voting website of National Securities Depository Limited (NSDL).

The votes on remote e-voting were unblocked at around 03.03 P.M on 10.08.2023.

7. The total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under:

Resolution No. and Heading of the Resolution	Number of members vote through Remote	Votes in favour o	f the Resolution	Number of votes against the Resolution		
	E-voting and E- voting during the AGM (Instapoll)	Number	% of total number of valid votes cast	Number	% of total number of valid votes cast	
(1) Adoption of Audited Balance Sheet of the Company as at 31st March, 2023 and Statement of Profit and Loss for the year ended on that date together with the reports of the Auditors and Directors thereon and the consolidated Financial statement of the Company for the FY ended on 31st March, 2023. - By Ordinary Resolution	110	3864582	100	44	0	
(2) To consider and appoint a director in place of Shri Sanjay Agarwal (DIN: 00010639), who retires by rotation and being eligible offered himself for re- appointment - By Ordinary Resolution.	109	3836131	100	44	0	
(3) To consider and re-appoint Mr. Sanjay Agarwal (DIN: 00010639) as Managing Director of the Company. - By Special Resolution	105	275862	99.98	44	0.02	
<ul> <li>(4) To consider and approve the Issuance of 8,56,164 (Eight Lakhs Fifty Six Thousand One Hundred and Sixty Four) Equity Shares having a face value of Rs. 10/- each at a price of Rs. 17.52/- per Equity Shares aggregating Rs. 1,50,00,000 on preferential basis to the persons belonging to the non- promoter category.</li> <li>By Special Resolution</li> </ul>	110	3864582	100	44	0	
(5) To consider and appoint Mrs. Pooja Agarwal (DIN: 03111152) as a Non- Executive Independent Director of the Company. - By Special Resolution	110	3864582	100	44	0	
(6) To consider and appoint Mr. Varundeep Gupta (DIN: 07355393) as a Non- Executive Independent Director of the Company. - By Special Resolution	109	1049	0.03	3863177	99.97	

\*One member voted through instapoll at AGM.

The Votes cast by 4 shareholders by remote e- voting on Resolution No. 3, aggregating to 3560269 votes, are declared invalid. This invalidation of votes are due to the reason that, the concerned shareholders being relatives of Shri. Sanjay Agarwal, Managing Director is concerned or interested in the said resolution.

Since the requisite number of votes cast in favour exceeded the number of votes cast against in respect of ordinary resolutions at Serial No. 1 and 2 and the number of votes cast in favour were not less than three times the votes cast against in respect of special resolutions at Serial No. 3, 4, and 5, I hereby report that the above resolutions were passed with requisite majority.

### However, Resolution No. 6 could not get the requisite majority, hence was not passed.

All the related records of voting will remain in my safe custody until the Chairman considers, approves and signs the Minutes of 31<sup>st</sup> Annual General Meeting and the same shall be handed over thereafter to the Chairman for safe keeping.

#### Yours faithfully,

SURRINDER Digi SUR KISHORE KAP KAPAHI 17:1

R Digitally signed by SURRINDER KISHORE KAPAHI Date: 2023.08.10 17:17:49 +05'30'

(Surrinder Kishore Kapahi) FCS- 1407, CP No.- 1118 SCRUTINIZER UDIN: F001407E000777811

Place: New Delhi Date: 10.08.2023