



# NUTRICIRCLE LIMITED

(Formerly Shreeyash Industries Limited)

Regd. Office: #5-2-272, Flat, No. 201, Ayesha Residency, Opp. City Convention Centre,  
Public Garden Road, Nampally, Hyderabad - 500001 (Telangana) India  
Ph. : 9030528805 Email : [nutricirclelimited@gmail.com](mailto:nutricirclelimited@gmail.com), Website: [www.nutricircle.in](http://www.nutricircle.in)  
CIN No. : L18100TG1993PLC015901

NCL/BSE/2024-25

Date: 26<sup>th</sup> September, 2024

To,  
The Secretary  
BSE Limited

Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai- 400001

**SCRIP CODE: 530219**

**SUB: NUTRICIRCLE LIMITED: SCRUTINIZER'S REPORT AND VOTING RESULTS OF  
EXTRA ORDINARY GENERAL MEETING AND SCRUTINIZER'S REPORT**

Dear Sir/Madam,

We wish to inform you that the **Extraordinary General Meeting ('EGM') of the Nutricircle Limited** ('Company') was held on **Wednesday, September 25, 2024 at 11:00 a.m. (IST)** at registered office of the Company. The Company had provided remote e-Voting facility to its Members for voting on the businesses transacted at the EGM.

Pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') We enclosed herewith the consolidated outcome of voting along with Scrutinizer report held through remote e-Voting and Voting conducted at the EGM of the Company. The Company had appointed M/s. Amarendra Mohapatra & Associates, Practicing Company Secretary (FRN S2015MH333200 & CP No. 14901) as the Scrutinizer for remote e-Voting and Voting conducted at the EGM. As per the Scrutinizer's Report, all Resolutions as set out in the Notice of EGM have been duly approved by the Members with requisite majority. We request you to take the above information on record.

Thanking you

Yours faithfully

For Nutricircle Limited,

**Hitesh Mohanlal Patel**  
Managing Director  
(DIN: 02080625)





**C.S. Amarendra Mohapatra**  
**M. Com, L.L.M., A.C.S.**

**\*Amarendra Mohapatra & Associates**  
**Practicing Company Secretaries\***  
**PH: +91 9004886465 & +917873117777**

**Combined Scrutinizer's Report on Remote e-Voting & e-Voting conducted at the  
EGM of Nutricircle Limited held on Wednesday, 25th September, 2024**

**Date: 27<sup>th</sup> September, 2024**

**To,**

**The Chairman**

**Nutricircle Limited**

**CIN: L18100TG1993PLC015901**

**Registered Office: No. 5-8-272, 276 & 322, Ayesha Residency, Public Garden Road,  
Nampally, Hyderabad TG 500001 India.**

Dear Sir,

We thank you for appointing us as the Scrutinizer for remote e-Voting process and Voting by your Members during the Extraordinary General Meeting of your Company held on **Wednesday, 25<sup>th</sup> September, 2024 at 11:00 A.M (IST)** at the registered office of the company.

We are pleased to submit the Scrutinizers Report, which is comprehensive and self-explanatory in all respects.

**For Amarendra Mohapatra & Associates,  
Practicing Company Secretary**

**CS Amarendra Mohapatra**  
**Proprietor**  
**Membership No. A26257**  
**C.P. No. 14901**

**UDIN: A026257F001335378**  
**Peer review certificate No. 1880/2022**

**Place: Bhubaneswar**

**Date: 27th September, 2024**



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**\* House No.56/1, MIG-II, Phase-I, Chandrasekharapur Housing Board  
Colony CS. Pur, Bhubaneswar, Odisha- 751016.**  
**Mumbai Office: 129B, Ansa Industrial Estate, Saki Vihar Road, Sakinaka,  
Andheri East, Mumbai - 400072**  
**E-Mail: [Associateconsultancy@Gmail.Com](mailto:Associateconsultancy@Gmail.Com) & [Csamarendra@Gmail.Com](mailto:Csamarendra@Gmail.Com)\***

## CONSOLIDATED SCRUTINIZER'S REPORT

Date: 27<sup>th</sup> September, 2024

To,  
The Chairman  
Nutricircle Limited  
CIN: L18100TG1993PLC015901  
Registered Office: No. 5-8-272, 276 & 322, Ayesha Residency, Public Garden Road,  
Nampally, Hyderabad TG 500001 India

Dear Sir,

**Sub: Consolidated Scrutinizer's Report on Remote e-Voting & e-Voting conducted at the EGM of Nutricircle Limited held on Wednesday, 25th September, 2024 at 11:00 A.M (IST) at the registered office of the company**

Dear Sir,

We, **M/s Amarendra Mohapatra & Associates**, Practicing Company Secretaries firm, was appointed as Scrutinizer by the Board of Directors of **Nutricircle Limited** ('the Company') at their Meeting held on **Thursday, 22<sup>nd</sup> August, 2024** for conducting remote e-Voting process as well as to scrutinize the voting conducted at the EGM (remote e-Voting and Voting at the EGM collectively referred to as 'e-Voting') in a fair and transparent manner to transact the businesses, as set forth in the Notice of the Meeting dated 22<sup>ND</sup> August, 2024.

In compliance with Section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and Secretarial Standard - 2 on General Meetings issued by The Institute of Company Secretaries of India respectively, the Company had provided facility for remote e-Voting to all Members of the Company, to enable them to cast their votes electronically.

The Company had engaged **Bigshare Services Private Limited ("RTA") SEBI Registered Category-1** as the Electronic Voting Service Provider ('EVSP') who had made necessary arrangements to facilitate e-Voting by Members of the Company on their website at [www.vote.bigshareonline.com](http://www.vote.bigshareonline.com)

The Company had sent the Notice including all requisite information required to cast the vote, in electronic form only to all its Members who have registered their e-mail addresses with the Company/ Depository Participants/ Registrar & Transfer Agents. The communication of the assent or dissent of the Members was sought through the remote e-Voting and Voting by poll.

The management of the Company is responsible to ensure the compliance with the requirements of the Act and Rules there of including Circulars and Listing Regulations relating to the items being placed for approval of the Members through remote e-Voting and Voting at the EGM. Our responsibilities as Scrutinizer is restricted to scrutinize that the Voting process is conducted in a fair and transparent manner and to prepare a consolidated Scrutinizer's Report of the votes cast 'For' or 'Against' the Resolutions stated in the Notice and also mentioned herein below, based on the reports generated from the e-Voting system provided by the EVSP.



SR. NO.	AGENDA ITEM	TYPE OF RESOLUTION
<b>SPECIAL BUSINESS</b>		
1)	To consider the conversion of loan given by the Promoter Mr. Hitesh Patel and PAC'S to the company into equity shares	<b>Special</b>
2)	Preferential issue of 97,28,220 equity shares to Promoter and directors (including PAC'S) and Public and 11,00,000 convertible warrants into equity shares to Promoter of face value of Rs. 10/- each at an issue price of Rs. 10 /- each.	<b>Special</b>

**In connection with the above referred matters, we hereby submit my report as under:**

1. The Company had completed the dispatch of the Notice of the EGM on Saturday, 31<sup>ST</sup> August, 2024 by electronic mode to those Members whose e-mail addresses are registered with the Company/ Registrar & Transfer Agent of the Company or the Depositories on Friday, 30th August, 2024 ('Internal Cut-off date').

2. In compliance with provision of the Act and applicable circulars issued from time to time, the Members of the Company holding shares as on Wednesday, 18th September, 2024 ('Cut-off Date') had an option to vote through the remote e-Voting facility. The Company had also provided option for e-Voting to those Members, who held shares in Physical form;

The Company had offered remote e-Voting facility to its Members for casting their votes electronically. The e-Voting process commenced on Sunday, 22nd September, 2024 at 9.00 a.m. and ended on Tuesday, 24th September, 2024 at 5.00 p.m.;

3. At the EGM of the Company held at the registered office on Wednesday, September 25, 2024, after considering all the items of business, the facility to vote electronically was provided to facilitate those Members who were attending the Meeting but could not participate in the remote e-Voting to record their votes.

The remote e-Voting has been unblocked on Thursday, 26<sup>th</sup> September, 2024, at 3:00 P.M. in our presence and in the presence of two witnesses' Sejal Patel and Shreyana Koyande (who are not in the employment of the Company);

4. After unblocking the votes cast, the total votes cast both through remote E-voting Process and by e-Voting at the EGM, were consolidated and has been considered for the purpose of this report.

The result of the remote e-Voting together with that of the voting conducted at the EGM by way of electronic means are as under:

**SPECIAL BUSINESS**



**Item No. 1 (As a Special Resolution):**

To consider the conversion of loan given by the Promoter Mr. Hitesh Mohanlal Patel and PAC'S to the company into equity shares:

Promoter/ Public	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
Promoter & Promoter Group	146649	146649	100	0	0	0	0
Public - Institutional Holders	0	0	0	0	0	0	0
Public - others	125131	35529	28.39	35529	0	100	0
<b>Total</b>	<b>271780</b>	<b>182178</b>	<b>67.03</b>	<b>35529</b>	<b>0</b>	<b>19.50</b>	<b>0</b>

As the number of vote cast in favour of the Resolution is more than three times the number of votes cast against, I report that the Special Resolution as per Item No. 1 as set forth in the EGM Notice dated August 22, 2024 has been passed by the Members with requisite majority. The Resolution is deemed as passed on the last date of the voting i.e., **Wednesday, 25th September, 2024.**

**Item No. 2 (As a Special Resolution)**

Preferential issue of 97,28,220 equity shares to Promoter and directors (including PAC'S) and Public and 11,00,000 convertible warrants into equity shares to Promoter of face value of Rs. 10/- each at an issue price of Rs. 10 /- each.

Promoter/ Public	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
Promoter & Promoter Group	146649	146649	100	0	0	0	0
Public - Institutional Holders	0	0	0	0	0	0	0



Public - others	125131	35529	28.39	35529	0	100	0
Total	271780	182178	67.03	35529	0	19.50	0

As the number of vote cast in favour of the Resolution is more than three times the number of votes cast against, I report that the Special Resolution as per Item No. 2 as set forth in the EGM Notice dated August 22, 2024 has been passed by the Members with requisite majority. The Resolution is deemed as passed on the last date of the voting i.e., **Wednesday, 25th September, 2024.**

The said result along with the Scrutinizer's report would be intimated to the Stock Exchange where the Company's securities are listed viz. [www.bseindia.com](http://www.bseindia.com), displayed on the website of RTA viz. [www.vote.bigshareonline.com](http://www.vote.bigshareonline.com) and the Company's website viz. [www.nutricircle.in](http://www.nutricircle.in)

Thanking you,

Yours Faithfully

**For Amarendra Mohapatra & Associates,  
Practicing Company Secretary**



**S Amarendra Mohapatra  
Proprietor  
Membership No. A26257  
C.P. No. 14901**

**UDIN: A026257F001335378  
Peer review certificate No. 1880/2022**

**Place: Bhubaneswar  
Date: 27<sup>th</sup> September, 2024**

The following were the witnesses to the unblocking of the votes on 26<sup>th</sup> September, 2024:

Sejal Nilesh Patel

Handwritten signature of Sejal Nilesh Patel in blue ink.

Shreyana koyande

Handwritten signature of Shreyana koyande in blue ink.