

To,
The Chairman
Naturewings Holidays Limited

**Ref : 7TH ANNUAL GENERAL MEETING OF THE MEMBERS OF
NATUREWINGS HOLIDAYS LIMITED HELD ON AUGUST 25,
2025 THROUGH VIDEO CONFERENCE (“VC”)/ OTHER
AUDIO-VISUAL MEANS (“OAVM”)**

Dear Sir,

1. I, Jatinbhai Harishbhai Kapadia, Company Secretary in practice, have been appointed as Scrutinizer by the Board of Directors of Naturewings Holidays Limited (“the Company”) for the purpose of scrutinizing the process of voting through electronic means (“e-voting”) on the resolutions contained in the notice dated August 01, 2025 (“Notice”) issued in accordance with General Circular dated September 19, 2024 read together with circulars dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 8, 2021, December 14, 2021, May 5, 2022, December 28, 2022 and September 25, 2023 (collectively referred to as “MCA Circulars”), permitted convening the Annual General Meeting, calling the General Meeting of its Equity Shareholders (“the Meeting”/“GM”) through VC/ OAVM. The GM was convened on August 25, 2025 at 1:00 PM through VC/OAVM. The deemed venue for the Meeting was the Registered Office of the Company.
2. In compliance with the MCA Circulars dated May 13, 2022 and Reg. 36 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Notice was sent through electronic mode to the equity shareholders whose email address is registered with the Company/ Registrar & Transfer Agent of the Company, Bigshares Servives Private Limited/ National Securities Depository Limited (“NSDL”)/ Central Depository Services Limited (“CDSL”) /Depository Participants;

3. The said Notice was also placed on the website of the Company at www.naturewings.com and the website of the Stock Exchange, i.e., www.bseindia.com respectively; and on the website of Bigshares Servives Private Limited, being the agency appointed by the Company to provide to its equity shareholders' facility to exercise their right to vote on the resolutions contained in the Notice calling the Meeting using an electronic voting system (i) remotely, before the Meeting on the dates referred to in the Notice ("remote e-voting"); and (ii) at the Meeting ("Insta Poll");
4. In compliance with the relevant MCA Circular(s), a newspaper Advertisement was published in the Economic Times, in English Newspaper and Vernacular Language in Aaj Kaal, respectively specifying the day, date and time of the GM. Notice of the GM was also made available on the website of the Company, the Stock Exchanges and Bigshares Servives Private Limited.
5. The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("the Rules"). As the Scrutinizer, I have to scrutinize:
 - (i) process of remote e-voting; and
 - (ii) process of Insta Poll.
6. Management's Responsibility

The management of the Company is responsible for ensuring compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice calling the AGM. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

7. Scrutinizer's Responsibility

The responsibility as scrutinizer for the e-voting process (including remote e-voting and Insta Poll) is strictly limited to verifying, tallying, and reporting the votes cast "for" or "against" the resolutions in the Notice, and preparing a consolidated

Scrutinizer's Report based solely on system-generated reports, audit trails, logs, and vote records provided by Bigshares Servives Private Limited (as RTA/authorized e-voting agency) and the electronic documents furnished by the Company for verification; the scrutinizer does not adjudicate disputes, opine on the merits or validity of the Notice/meeting/entitlements, or perform an audit or forensic review, and reasonably relies on the integrity and accuracy of the e-voting platform and member data while maintaining confidentiality until submission of the report; votes are considered as per the prescribed cut-off date and timelines, duplicate/invalid/non-compliant votes are excluded, unblocking and consolidation are done in the presence of independent witnesses, the signed consolidated report is delivered to the Chairperson/authorized person within the prescribed time and records are handed to the Company for safe keeping; the scrutinizer acts independently and, to the fullest extent permitted by law, liability is limited to direct losses arising solely from gross negligence or willful misconduct within this defined scope.

8. Cut-off date

Pursuant to Section 47 of the Companies Act, 2013 and the cut-off methodology specified in the Notice, only those Equity Shareholders whose names appeared in the Register of Members/Beneficial Owners as on the cut-off date, i.e., August 18, 2025, were entitled to exercise voting rights on items 1 to 7 in the Notice calling the General Meeting; the voting rights of such Equity Shareholders were in proportion to their shareholding in the paid-up equity share capital of the Company as on the cut-off date, and persons not holding shares as on the cut-off date were treated as recipients of the Notice for information purposes only.

9. Insta Poll process at the EGM

After the time fixed for closure of the e-voting by the Chairman, the electronic system recording the e-voting ("e-votes") was locked by Bigshares Servives Private Limited under my instructions. The e-votes cast at the meeting were unblocked on August 25, 2025, after the conclusion of the GM.

The e-votes were reconciled with the records maintained by the Company/ Bigshares Servives Private Limited and the

authorizations lodged with the Company/ Bigshares Servives Private Limited on a test-check basis.

10. Remote -voting process, the remote e-voting period remained open from August 22, 2025 (9:00 a.m. IST) to August 24, 2025 (5:00 p.m. IST). The votes cast during the remote e-voting were unblocked on August 25, 2025, after the conclusion of the GM and were witnessed by two witnesses, who are not in the employment of the Company and/or Bigshares Servives Private Limited.
11. Thereafter, the details containing, inter alia, the list of Equity Shareholders who voted “in favour” or “against” on each of the resolutions that were put to the vote, were generated from the e-voting website of Bigshares Servives Private Limited. Based on the report generated by Bigshares Servives Private Limited and relied upon by me, data regarding remote e-voting was scrutinised on a test-check basis.
12. I submit herewith the Consolidated Scrutinizer's Report on the results of the remote e-voting and Insta Poll, based on the reports generated by Bigshares Servives Private Limited, scrutinised on a test check basis and relied upon by me as under:-

Resolut ion No.	Votes in favour of the Resolution		Votes in Against of the Resolution		Invalid Votes
	Valid Vote	As a % of the total number of valid votes (in Favour votes and Against)	Valid Vote	As a % of the total number of valid votes (in Favour votes and Against)	
01	2179060	100.00	0	0.00	0
02	2179060	100.00	0	0.00	0
03	2179060	100.00	0	0.00	0
04	2179060	100.00	0	0.00	0
05	2179060	100.00	0	0.00	0
06	2179060	100.00	0	0.00	0

Resolution No.	Votes in favour of the Resolution		Votes in Against of the Resolution		Invalid Votes
	Valid Vote	As a % of the total number of valid votes (in Favour votes and Against)	Valid Vote	As a % of the total number of valid votes (in Favour votes and Against)	
07	2179060	100.00	0	0.00	0

Based on the results above, I report that all seven (7) resolutions set out in items nos. 1 to 7 of the Notice have been duly passed with the requisite majority. None of the Promoters, Promoter Group members, Directors, Key Managerial Personnel, or their relatives, except Resolution No 3, 4, 5 and 7 have any interest in any of the above resolutions. The electronic data and all other relevant records relating to remote e-voting and Insta Poll, including the voting register and related papers, shall remain in my safe custody until the Chairman considers, approves, and signs the minutes of the Meeting, and thereafter will be handed over to Mrs. Annu Jain, Company Secretary and Compliance Officer of the Company, for safekeeping as provided under the Act read with the relevant Rules.

Thanking You,

**For, K Jatin & Co.
Company Secretaries
(UCN: S2017GJ508600)**

**Jatin H. Kapadia
Proprietor**

**Date: August 25, 2025
Place: Ahmedabad
UDIN: F011418G001072643**

**Certificate of Practice No.: 12043
Membership No: F11418
Peer Review Cert. No: 1753/2022**