

NIRLON LIMITED

Western Express Highway,
Goregaon (E), Mumbai - 400 063.
T +91-22-4028 1919 / 2685 2256 - 59.
F +91-22-4028 1940.
www.nirlonltd.com, Email: info@nirlonltd.com
CIN: L17120 MH1958PLC011045



September 3, 2019

**The Secretary,
BSE Limited,
P. J. Towers,
Dalal Street,
Mumbai 400 001.**

Security Code: - 500307

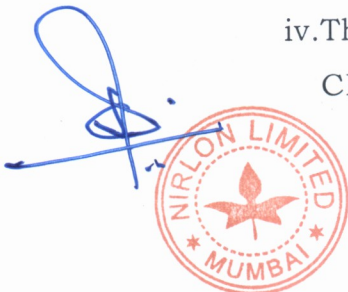
Dear Sir,

Sub: Proceedings of the 60th Annual General Meeting (**AGM**) of Nirlon Limited held on **Tuesday, September 3, 2019** at the Registered Office of the Company

With reference to the above mentioned subject matter, we would like to, interalia, inform the following:

- 1 The 60th AGM commenced at 12.00 (IST) on per the appointed day and date.
- 2 Ninety one (91) Members attended the 60th AGM of the Company.
- 3 The Company Secretary ascertained the requisite quorum and advised Mr. Moosa Raza, the Chairman, accordingly. Thereafter, the Chairman proceeded with the Meeting , and made the following announcement:

- i. Memorandum and Articles of Association of the Company, Registers of Directors/KMP and their shareholding, Proxy Register, Draft letters for Independent Directors were kept open for inspection.
- ii. The other documents as mentioned/referred to in the 60th Notice were also made available for inspection.
- iii. The Company has received one (1) proxy form Shareholders of the Company.
- iv. The Company provided remote e-voting facility through the CDSL as required under the Companies Act, 2013 , and the



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voting period for the same was closed at 5.00 p.m. (IST) on Monday, September 2, 2019.

- v. The Company provided Polling facility at the Meeting to those Members who have not availed the remote e-voting facility.
- vi. The Members exercised their right to vote through remote e-voting as above shall not be eligible to vote once again on a Poll at the Meeting.
- vii. The Poll process shall be conducted, and a report thereon will be prepared in accordance with Section 109 of the Companies Act, 2013 read with the relevant rules.
- viii. Votes cast under the Poll, shall be taken together with the votes cast through remote e-voting shall be counted for passing of resolution (s) and subject to receipt of sufficient votes, the respective resolution/s shall be deemed to be passed at the 60th AGM of the Company, i.e. on Tuesday, September 3, 2019.
- ix. The results of voting (consolidated/combined) on the resolutions set out in the Notice shall be declared within 2 (two) days from the conclusion of the 60th Annual General Meeting.
- x. The results declared along with the Scrutinizer's Report shall be uploaded on the Company's website 'www.nirlonltd.com' and shall be communicated to the BSE Limited.

The Chairman requested the Members to take the following items with their consent to be taken as read:-

- a. The Auditors' Report for the Audited Financial Statements for the year 2018-19 do not have any qualifications or adverse observations or comments in the report. the Auditors' Report; and



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b. The 60th AGM Notice along with the Explanatory Statement.

The Members consented for the same.

Thereafter, the Chairman invited questions from Members on the business item nos. 1 to 7 as set out in the 60th AGM Notice dated July 1, 2019, i.e.

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Year ended March 31, 2019, including the Statement of Profit and Loss for the Year ended on that date, Audited Balance Sheet as at March 31, 2019 and the Reports of the Directors' and the Auditors' thereon
2. To fix the remuneration of the Statutory Auditors for the remaining tenure of their appointment.
3. To declare dividend of Rs. 0.75 paise per equity shares of Rs. 10/- each (@7.5%) for the Financial Year ended March 31, 2019
4. To appoint a director in place of Mr. Kunal V. Sagar (DIN 00388877), aged 51 years, who retires by rotation at this Annual General Meeting, and being eligible offers himself for re-appointment.
5. Appointment of Mr. Rajinder Pal Singh (DIN 02943155), aged 67 years, as a Non- Executive Independent Director.
6. Appointment of Ms. Anjali Seth (DIN 05234352), aged 60 years, as a Non- Executive Independent Director.
7. Ratification of remuneration payable to the Cost Auditor.

Post replying to the Members queries/ explanations, the Chairman announced the following:

- a. The Members who have not voted through e-voting can now vote on poll through Ballot papers available with the Company's Share Transfer Agent, and drop the Ballot papers in the Ballot Box once the vote cast by them.

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- b. Mr. Alwyn D'souza, Partner of Alwyn Jay & Co., Company Secretaries, and Mr. Jay D'souza, one of the shareholders of the Company, who is not in the employment of the Company to act as Scrutinizer(s) for the purpose of the poll to be taken on the resolutions as set out in the Notice calling 60th Annual General Meeting of the Equity Shareholders of Nirlon Limited.
- c. The Scrutinizer for the voting shall submit the combined voting results report to declare the results.

Thereafter, the Chairman requested the Scrutinizers to confirm that the empty ballot box is placed for the voting purpose, and post confirmation by the Scrutinizer, the Chairman requested the Members now can drop duly filled in ballot papers in the ballot box kept for the purpose, and declared the meeting as concluded at 1.00 p.m. with a vote of thanks to Members.

Please note that we will be sending the results of e-voting separately as per the Regulation 44 (3) of SEBI (LODR) Regulation, 2015, and the same will be displayed on the Company's Website i.e. "www.nirlonltd.com".

We request you to take the same on record and acknowledge receipt of the letter.

Thanking you,

Yours faithfully,

For Nirlon Limited

Jasmin K. Bhavsar

Company Secretary & Vice President (Legal) & Compliance Officer

FCS 4178

