

October 2, 2022

Corporate Service Department, BSE Limited Jeejeebhoy Towers Dalal Street, Mumbai - 400 001 Script code: 532722	The Listing Department, National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai - 400051 Script code: NITCO
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Subject: Declaration of Voting Results of 56th Annual General Meeting (Agm) Of Nitco Limited ("the Company")

Reference: Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations")

Dear Sir / Madam,

Pursuant to Regulation 44(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we submit herewith the voting results of the 56th Annual General Meeting of the members of the Company:

Date of the 56 th Annual General Meeting	Friday, September 30, 2022
Total number of shareholders on record date (September 23, 2022)	22,644
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group	Not Applicable
Public	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing:	
Promoters and Promoter Group	13
Public	38

The Electronic voting on the resolutions was arranged through National Securities Depository Limited:

- I. Remote e-voting conducted between Tuesday, September 27, 2022 to Thursday, September 29, 2022; and
- II. Electronic voting was also available during the AGM of the Company on Friday, September 30, 2022.

The Company had appointed Mr. Ankit Sethi, Proprietor of M/s. Ankit Sethi & Associates, Practicing Company Secretaries as Scrutinizer for the purpose of scrutinizing the remote e-voting process and e-voting during the AGM, undertaken at the AGM of the Company. The Scrutinizer has submitted his reports, after scrutiny of the remote e-voting and e-voting during the AGM. On the basis of the said reports, it is hereby declared that all the resolutions, as stated in the Notice of the AGM dated

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August 8, 2022, have been duly passed by the members of the Company with requisite majority. Voting Results and Scrutinizer's Report as per the requirement of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is also annexed hereto.

Thanking you,
Yours faithfully,

For **NITCO LIMITED**

VIVEK
PRANNAT
H TALWAR

Digitally signed by VIVEK PRANNATH
TA TALWAR
DN: cn=Vivek Prannath, o=NITCO LIMITED, ou=NITCO LIMITED, email=vivek.prannath@nitco.in, c=IN
c=IN, o=NITCO LIMITED, ou=NITCO LIMITED, email=vivek.prannath@nitco.in, postalCode=400001, st=Maharashtra
serialNumber=101, serialNumber.2=00043180
#04403494AC023AC081C1817AC00
#00000000, cn=VIVEK PRANNATH TALWAR
Date: 2022.10.02 09:05:52 +05'30'

Vivek Talwar
Managing Director
DIN: 00043180

Resolution 1	Adoption of Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2022 together with Reports of Board of Directors and Auditors thereon.							
Resolution required (Ordinary / Special)				Ordinary				
Whether promoter/ promoter group are interested in the agenda/resolution?				No				
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
Promoter and Promoter Group	E-voting	38097176	30799106	80.84	30799106	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total		38097176	30799106	80.84	30799106	0	100
Public Institutions	E-voting	17162277	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total		17162277	0	0	0	0	0
Public Non-Institutions	E-voting	16599502	108521	0.65	91956	16565	84.74	15.26
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total		16599502	108521	0.65	91956	16565	84.74
Total		71858955	30907627	43.01	30891062	16565	99.95	0.05

Resolution 2	Appointment of Director in place of Mr. Vivek Talwar (DIN: 00043180), liable to retire by rotation, who being eligible, offers himself for re-appointment.							
Resolution required (Ordinary / Special)				Ordinary				
Whether promoter/ promoter group are interested in the agenda/resolution?				No				
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
Promoter and Promoter Group	E-voting	38097176	30771842	80.77	30771842	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total		38097176	30771842	80.77	30771842	0	100
Public Institutions	E-voting	17162277	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total		17162277	0	0	0	0	0
Public Non-Institutions	E-voting	16599502	108521	0.65	87724	20797	80.84	19.16
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total		16599502	108521	0.65	87724	20797	80.84
Total		71858955	30880363	42.97	30859566	20797	99.93	0.07

Resolution 3	Appointment of M M Nissim And Co LLP - Chartered Accountants (FRN: 107122W / W100672) as the Statutory Auditors of the Company.							
Resolution required (Ordinary / Special)				Ordinary				
Whether promoter/ promoter group are interested in the agenda/resolution?				No				
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
Promoter and Promoter Group	E-voting	38097176	30799106	80.84	30799106	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total		38097176	30799106	80.84	30799106	0	100
Public Institutions	E-voting	17162277	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total		17162277	0	0	0	0	0
Public Non-Institutions	E-voting	16599502	93984	0.57	88794	5190	94.48	5.52
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total		16599502	93984	0.57	88794	5190	94.48
Total		71858955	30893090	42.99	30887900	5190	99.98	0.017

Resolution 4	Ratification of Remuneration payable to R. K. Bhandari & Co. - Cost Accountants, the Cost Auditors of the Company for the Financial Year 2022-23.							
Resolution required (Ordinary / Special)				Ordinary				
Whether promoter/ promoter group are interested in the agenda/resolution?				No				
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
Promoter and Promoter Group	E-voting	38097176	30799106	80.84	30799106	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total		38097176	30799106	80.84	30799106	0	100
Public Institutions	E-voting	17162277	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total		17162277	0	0	0	0	0
Public Non-Institutions	E-voting	16599502	93984	0.57	88793	5191	94.48	5.52
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total		16599502	93984	0.57	88793	5191	94.48
Total		71858955	30893090	42.99	30887899	5191	99.98	0.01



ANKIT SETHI & ASSOCIATES
Company Secretaries

Reg. off. : Office No. 1, 22/24/26, Shipping House, 1st Floor, Kumpita Street, Fort Mumbai - 400 001 IN.

Form No. MGT-13

Report of Scrutinizer

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

To,
The Chairman,
56th Annual General Meeting of the Equity Shareholders of
M/s NITCO LIMITED
CIN: L26920MH1966PLC016547
Held on Friday 30th Day of September, 2022 at 11 A.M.
through Video Conferencing (VC) / Other Audio Visual Means (OAVM)

Dear Sir,

Sub: Consolidated Scrutinizer's Report on Remote E-voting and Poll.

I, Ankit Sethi, proprietor of Ankit Sethi & Associates, Practicing Company Secretaries, having office at 22/24/26, Shipping House, 1st Floor, Kumpita Street, Fort Mumbai - 400 001, have been appointed as the Scrutinizer by the Board of Directors of NITCO LIMITED pursuant to Section 108 and 109 of the Companies Act, 2013 ("the Act") to scrutinize remote e-voting process and e-voting by the members at the 56th Annual General Meeting of the Equity shareholders of NITCO LIMITED held on Friday, 30th September, 2022 at 11 a.m. IST, through Video Conferencing / Other Audio Visual Means in compliance with applicable circulars issued by both MCA and SEBI providing relaxation and permitting the Companies to hold the Annual General Meeting ("AGM") through VC /OAVM, without the physical presence of the Members at a common venue on account of ongoing pandemic of COVID - 19.



The Management of the Company is responsible for ensuring compliances with the requirements of the Companies Act and the Rules framed thereunder, the MCA Circulars and SEBI (LODR) Regulations relating to the voting on the resolutions as contained in the notice calling Annual General Meeting. My responsibility as a scrutinizier is to ensure that the voting process both through remote E voting as well as by E voting at Annual General Meeting is conducted in a fair and transparent manner and to provide a consolidated Scrutinizer's Report of the votes cast "In favour" or "Against" the resolutions contained in the Notice to the Chairman or his authorized representative, based on the reports generated from system of National Securities Depository Limited (NSDL), the service provider.

The Notice convening Annual General Meeting dated 8th August, 2022 along with statement setting out material facts under Section 102 of the Act were sent to the Shareholders through electronic means only to those shareholders whose e mails address were registered with the Company / depositories.

Voting rights were reckoned as on Friday, 23rd September, 2022, being the cut-off date for the purpose of deciding the entitlements of members for remote e-voting and e-voting at the AGM.

The voting period for remote e-voting commenced on Tuesday, 27th September, 2022 at 9.00 A.M. (IST) and concluded on Thursday, 29th September, 2022, at 5.00 p.m. (IST) and thereafter the NSDL e-voting platform was blocked and then re-opened during the Annual General Meeting.

At the 56th Annual General Meeting convened through Video Conferencing / Other Audio Visual Means, it was announced that the members who have not exercised their voting right through E voting and are attending the meeting, if they wish they can exercise their right to vote through E-voting facility provided by the Company during the meeting.

After the conclusion of the Annual General Meeting the votes cast by the members through remote e voting as well as through e voting at Annual General Meeting were unblocked in presence of two witnesses Mr. Neel Shah and Ms. Ritu Goyal who are not in the employment of the Company.

Consolidated report on the remote E-voting and Electronic voting at Annual General Meeting at is as under:



ORDINARY BUSINESS:**Resolution No. 1 (ORDINARY RESOLUTION)**

To Adopt Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2022 together with Reports of Board of Directors' and Auditors' thereon.

Particulars	Remote E voting		Voting at AGM		Total		% age
	Number	Votes	Number	Votes	Number	Votes	
Assent	97	30891062	0	0	97	30891062	99.95
Dissent	3	16565	0	0	3	16565	0.05
Total	100	30907627	0	0	100	30907627	100.00

Resolution No. 2 (ORDINARY RESOLUTION)

Appointment of Director in place of Mr. Vivek Talwar (DIN: 00043180), liable to retire by rotation, who being eligible, offers himself for re-appointment.

Particulars	Remote E voting		Voting at AGM		Total		% age
	Number	Votes	Number	Votes	Number	Votes	
Assent	91	30859566	0	0	91	30859566	99.93
Dissent	8	20797	0	0	8	20797	0.07
Total	99	30880363	0	0	99	30880363	100.00

SPECIAL BUSINESS:**Resolution No. 3 (Ordinary Resolution)**

Appointment of M Nissim And Co LLP - Chartered Accountants (FRN: 107122W / W100672) as the Statutory Auditors of the Company.

Particulars	Remote E voting		Voting at AGM		Total		% age
	Number	Votes	Number	Votes	Number	Votes	
Assent	95	30887900	0	0	95	30887900	99.98
Dissent	4	5190	0	0	4	5190	0.02
Total	99	30893090	0	0	99	30893090	100.00



Resolution No. 4 (ORDINARY RESOLUTION)

Ratification of Remuneration payable to R. K. Bhandari & Co. - Cost Accountants, the Cost Auditors of the Company for the Financial Year 2022-23.

Particulars	Remote E voting		Voting at AGM		Total		% age
	Number	Votes	Number	Votes	Number	Votes	
Assent	94	3088789	0	0	94	3088789	99.98
Dissent	5	5191	0	0	5	5191	0.02
Total	99	30893090	0	0	99	30893090	100.00

The electronic data and all the other relevant records relating to e-voting are under my safe custody and will be handed over to the Company Secretary and Compliance officer for safe keeping after the Chairman considers, approves and signs the minutes of the AGM.

**FOR ANKIT SETHI & ASSOCIATES
COMPANY SECRETARIES**

Ankit Sethi
ANKIT SETHI
(PROFESSIONAL)


PRACTISING COMPANY SECRETARY
ACS No. 25415 C. P. No.: 11089
UDIN: A025415D001087971

Place: Mumbai
Date: 30th September, 2022

**Countersigned
For NITCO LIMITED**

VIVEK
PRANNATH
TALWAR


**VIVEK TALWAR PRANNATH
CHAIRMAN**