



NEELAMALAI AGRO INDUSTRIES LIMITED

(Registered Office : Katary Estate, Katary P.O., Coonoor, Nilgiris District - 643 213, TamilNadu)
Post Box No. 4260, Panampilly Nagar P.O., Ernakulam District, Kochi - 682 036, Kerala
Tele : (0484) 2315312 Fax : (0484) 2312541
Corporate Identity Number (CIN): L01117TZ1943PLC000117
E-Mail : secneelamalai@vsnl.net Website : www.neelamalaiagro.com

BSE Ltd.
Dept. of Corporate Services
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai-400 001.

Dt.27.03.2019

Sub: Voting Result of Postal Ballot under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Ref: Scrip Code 508670

Dear Sir/Madam,

This is further to our letter dated 22nd February 2019 regarding the Postal Ballot Notice of the Company.

The postal ballot was conducted by the Company pursuant to Section 110 of the Companies Act, 2013, as amended, for obtaining approval of members on the resolutions, as stated in the said notice.

We wish to inform you that Mr.V.Suresh, Practising Company Secretary (Membership No. FCS 2969 and CP No.6032), Scrutinizer appointed for conducting the postal ballot process in a fair and transparent manner, has submitted his consolidated report on e-voting & physical postal ballot to the Chairman of the Company and the result of the postal ballot has been announced by the Chairman today, i.e. on March 27, 2019.

We are submitting herewith the following:-

1. Voting result pursuant to the Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
2. Consolidated Scrutinizer Report on e-voting & physical postal ballot dated March 27, 2019.

The Voting result along with the Scrutinizer Report shall also be available on the website of the Company www.neelamalaiagro.com.

Thanking You,

Yours Faithfully,
For Neelamalai Agro Industries Ltd.

S.LAKSHMI NARASIMHAN
COMPANY SECRETARY

Encl: as above



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Details of Voting Result of Postal Ballot of Neelamalai Agro Industries Ltd.

Company Name	Neelamalai Agro Industries Ltd.
Cut-off date	15-02-2019
Total no. of members as on cut-off date	867
No. of Resolutions passed	2

RESOLUTION NO. 1								
Resolution required (Ordinary/Special)					Special Resolution			
Whether Promoter/Promoter Groups are interested in the agenda/resolution					No			
Description of Resolution considered					Continuation of Directorship of Mr. A.D. Bopana (DIN: 00576066) as a Non-Executive Independent Director.			
Category	Mode of voting –	No. of Shares held (1)	No. of votes polled (2)	% of shares polled on outstanding shares (3)=(2/1)*100	No. of votes -in favour (4)	No. of Votes - against (5)	% of votes in favour on votes polled (6)=(4/2)*100	% of votes against on votes polled (7)=(5/2)*100
Promoter and Promoter Group	E-VOTING	4,22,494	4,22,494	100	4,22,494	0	100	0
	POLL							
	POSTAL BALLOT							
	SUB TOTAL			4,22,494	100	4,22,494	0	100
Public – Institutions	E-VOTING	37,579						
	POLL							
	POSTAL BALLOT							
	SUB TOTAL			0	0	0	0	0
Public – Non-Institutions	E-VOTING	1,67,277	5	0.003	5	0	100	0
	POLL							
	POSTAL BALLOT		3,938	2.354	3,738	200	94.92	5.08
	SUB TOTAL		3,943	2.357	3,743	200	94.92	5.08
GRAND TOTAL		6,27,350	4,26,437	67.974	4,26,237	200	99.95	0.05
Whether the Special Resolution is passed or not							Passed	





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RESOLUTION NO. 2

Resolution required (Ordinary/Special)					Special Resolution			
Whether Promoter/Promoter Groups are interested in the agenda/resolution					No			
Description of Resolution considered					Re-Appointment of Mr. A.D. Bopana (DIN: 00576066) as an Independent Director.			
Category	Mode of voting –	No. of Shares held (1)	No. of votes polled (2)	% of shares polled on outstanding shares (3)=(2/1)*100	No. of votes -in favour (4)	No. of Votes - against (5)	% of votes in favour on votes polled (6)=(4/2)*100	% of votes against on votes polled (7)=(5/2)*100
Promoter and Promoter Group	E-VOTING	4,22,494	4,22,494	100	4,22,494	-	100	-
	POLL							
	POSTAL BALLOT							
	SUB TOTAL		4,22,494	100	4,22,494	-	100	-
Public – Institutions	E-VOTING	37,579						
	POLL							
	POSTAL BALLOT							
	SUB TOTAL		0	0	0	-	0	0
Public – Non-Institutions	E-VOTING	1,67,277	5	0.003	5	0	100	0
	POLL							
	POSTAL BALLOT		3,938	2.354	3,938	0	100	0
	SUB TOTAL		3,943	2.357	3,943	0	100	0
GRAND TOTAL		6,27,350	4,26,437	67.974	4,26,437	0	100	0
Whether the Special Resolution is passed or not					Passed			

For Neelamalai Agro Industries Ltd.


AJIT THOMAS
CHAIRMAN



No. 28,I st Floor, Ganapathy Colony, IIIrd Street, Teynampet, Chennai - 600 018.

Scrutinizer's Report

The Chairman
Neelamalai Agro Industries Limited
Katary Estate Katary Post Coonoor,
Nilgiris 643213

Dear Sir,

1. I, V Suresh, a Company Secretary in practice, have been appointed as a scrutinizer by

- (i) The Board of Directors of the Company for the purpose of scrutinising the Postal Ballot voting process in compliance with the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ; and

2. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 read with relevant Rules there under and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to Postal Ballot and e- voting, on the resolutions contained in the Postal Ballot Notice pursuant to section 108 & 110 of the Companies Act, 2013 and rules there under. My responsibility as a scrutinizer for e-voting and postal ballot process is restricted to presenting a Scrutinizer's report on the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited, India, and M/s. Cameo Corporate Services Limited, Chennai, the authorized agencies engaged by the Company.

3. I, submit herewith my combined report on the results of e-voting together with postal ballot as under:-

1. The Company completed the dispatch of postal ballot forms on 22nd February 2019, along with postage prepaid business reply envelope to its Members whose name(s) appeared on the Register of Members/list of beneficiaries as on 15th February 2019.
2. Postal Ballot has been conducted in compliance with the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
3. Particulars of all the postal ballot forms received from the Members have been entered in a register separately maintained for the purpose.



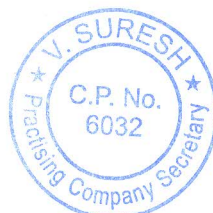
4. All the postal ballot forms received upto the close of working hours (5.00 PM) on 25th March, 2019 the last date and time fixed by the company for receipt of the forms, were considered for my scrutiny.
 5. Postal ballot forms, received after 5.00 PM of 25th March 2019 were not considered.
 6. The Public Advertisement with respect to dispatch of notices and conducting of voting was published in an English Newspaper Financial Express (in English) and vernacular newspaper Makkal kural (in Tamil) having a wide circulation, in their respective editions dated 23.02.2019.
 7. Postal ballot forms returned undelivered is 99.
 8. The e-voting period remained open from Sunday, 24th February 2019 (9:00 A.M.) to Monday, 25th March 2019 (5.00 PM).
 9. The members of the Company as on the "cut-off" date i.e. 15th February 2019 were entitled to vote on the resolutions in the Postal Ballot Notice.
 10. The Corporate members have provided the copy of the resolution passed at the Board of Directors for authorisation to exercise their votes.
 11. The votes cast were unblocked on 25th March 2019 in the presence of 2 witnesses, who are not in the employment of the Company.
- Thereafter, the details containing inter alia, list of Equity Share Holders, who voted "for", "against" each of the resolutions that were put to vote, were generated from the e-voting website of Central Depository Services (India) Limited, India (i.e.) www.evotingindia.com and based on such reports the results of the e-voting is generated.
12. A summary of the e-voting and postal ballot forms received is given below:



Item No in the Notice	Total Valid Votes	Votes in favour of the resolution			Votes against the resolution			Invalid Votes
		No. of Share Holders (Folios)	No. of Shares	% of total number of valid votes cast	No. of Share Holders (Folios)	No. of Shares	% of total number of valid votes cast	
ITEM NO. 1:								
Special Resolution. Continuation of Directorship of Mr.A.D.Bopana (DIN: 00576066), as a Non-executive Independent Director of the Company.								
E-Voting	4,22,499	5	4,22,499	100.00	-	-	-	-
Postal Ballot	3,938	28	3,738	94.92	1	200	5.08	-
Total	4,26,437	33	4,26,237	99.94	1	200	0.46	-
ITEM NO. 2:								
Special Resolution. Re-Appointment of Mr. A.D. Bopana (DIN: 00576066) as an Independent Director for a second term of three consecutive years, in terms of Section 149 of the Companies Act, 2013.								
E-Voting	4,22,499	5	4,22,499	100	-	-	-	-
Postal Ballot	3,938	29	3,938	100	-	-	-	-
Total	4,26,437	34	4,26,437	100	-	-	-	-

13. All the Resolutions are passed with requisite majority.
14. You may accordingly declare the result of the voting by Postal Ballot.

Place: Chennai
Date: 27-03-2019



V Suresh
V Suresh
Practising Company Secretary
C.P.No: 6032