



NACL Industries Limited

Ref: NACL/SE/2024-25

February 15, 2025

BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400001

Company Code: 524709

National Stock Exchange of India Ltd

Exchange Plaza, 5th Floor,
Plot No.C/1 G Block, Bandra- Kurla
Complex, Bandra, Mumbai – 400051

Symbol: NACLIND

Dear Sir/Madam,

Sub: Disclosure of Postal Ballot Results-reg.

Ref: Disclosure under Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

Further to our letter dated January 13, 2025 with reference to the Postal Ballot Notice submission and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we would like to inform you that the Members of the Company have duly approved the following special business by way of Special Resolutions through Postal Ballot (remote e-Voting), on February 13, 2025, being the last date of voting:

S.No	Particulars
1	Re-appointment of Mr. Sambasiva Rao Nannapaneni (DIN- 06400663) as a Non-Executive and Independent Director of the Company.
2	Re-appointment of Ms. Veni Mocherla (DIN- 08082163) as a Non-Executive and Independent Director of the Company.

In connection with the same, please find annexed the following:

- Voting results of the said Postal Ballot through remote e-voting, in relation to the aforesaid business; and
- The Scrutinizer's Report dated February 14, 2025, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

You are requested to take the same on records.

Thanking you.

for **NACL Industries Limited**

Satish Kumar Subudhi

Vice President-Legal & Company Secretary

Encl: As above





B S S & ASSOCIATES

COMPANY SECRETARIES

Flat No. 5A, Parameswara Apartments, Beside SBI, Anandnagar, Khairatabad, Hyderabad-500 004

Phone : 040 - 40171671, Cell : 6309490217

E-mail : cs@bssandassociates.com

Scrutinizer's Report on Postal Ballot (e-voting) Results

[Pursuant Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Pursuant to section 108 & 110 of the Companies Act, 2013 and rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 as amended]

To
The Chairperson,
NACL Industries Limited
Registered Office: Plot No.12-A, "C" Block, Lakshmi Towers,
No.8-2-248/1/7/78, Nagarjuna Hills,
Panjagutta, Hyderabad - 500082, Telangana State, India.

Dear Sir/ Madam,

We, **B S S & Associates**, Company Secretaries, Hyderabad, were appointed by the Board of Directors of "**NACL Industries Limited**" ("**the Company**") (CIN:L24219TG1986PLC016607) for the purpose of scrutinizing the postal ballot through e-voting process in respect of business contained in item number 1 & 2 of the Postal Ballot Notice dated 13th January, 2025 (the "**Postal Ballot Notice**") issued by the company to all its members, in a fair and transparent manner and to ascertain the requisite majority on remote e-voting carried out, as per the provisions of Section 108 & 110 of the Companies Act, 2013 and Rules 20 & 22 of the Companies (Management and Administration) Rules, 2014 as amended.

The Management of the Company is responsible for ensuring compliance with the requirements of the Companies Act, 2013, and the rules related to remote e-voting on the resolutions contained in the Postal Ballot notice.

Our responsibility as Scrutinizer for the postal ballot through e-voting process was restricted to create a Scrutinizer's Report of the votes cast 'In favor' or 'against' the resolutions stated in the Postal Ballot Notice. This report was based on the data generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the agency engaged by the Company to facilitate voting through electronic means, i.e., by e-voting.

In this connection, we submit hereunder the Scrutinizer's Report on the results of e-voting:

1. The Members of the Company as on "Cut-off" date i.e., Friday, 10th January, 2025 were entitled to vote on the proposed Special Resolutions set out in the Postal Ballot Notice.



2. As per the MCA Circulars, after due examination, it has been decided to allow companies to transact items through postal ballot up to September 30, 2025 in accordance with the framework set out in the MCA Circulars.
3. The Company, on 13th January, 2025, transmitted the Postal Ballot Notice through email to the Members of the Company whose names appeared in the Register of members/List of Beneficial Owners maintained by the Company / Depositories, as on 10th January, 2025.
4. The remote e-voting period remained open from Wednesday, 15th January, 2025, 09.00 a.m. (IST) to Thursday, 13th February, 2025, 5.00 p.m. (IST).
5. At the end of e-voting period on Thursday, 13th February, 2025 at 5:00 p.m.(IST), the e-voting portal of the agency (CDSL) was disabled forthwith.
6. The votes cast through the e-voting process (remote e-voting) were unblocked on Friday, 14th February, 2025 in the presence of two witnesses, who are not in the employment of the company and were counted.
7. Thereafter, the details containing, inter alia, list of Members who assented or dissented to/ voted for or against the special resolutions that was put to vote were generated from the e-voting website of CDSL i.e., [https:// evotingindia.com/](https://evotingindia.com/).
8. Based on the above-mentioned process, the scrutiny was completed and the results of the postal ballot through e-voting are as under:

a) Resolution 1 (As a Special Resolution)

Re-appointment of Mr. Sambasiva Rao Nannapaneni (DIN-06400663) as a Non-Executive and Independent Director of the Company.

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 (the Act’) and the Companies (Appointment and Qualification of Directors) Rules, 2014, read with Schedule IV to the Companies Act, 2013 (including any statutory modification(s) or reenactment (s) thereof for the time being in force) and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘SEBI Listing Regulations’), as amended from time to time, and based on the recommendation of the Nomination and Remuneration Committee and approval of Board of Directors and in accordance with the provisions of Articles of Association of the Company, Mr.Sambasiva Rao Nannapaneni (DIN- 06400663), who holds office up to February 13, 2025, and who is eligible for re-appointment for a second term of and who continue to meets the criteria for independence as provided in Section 149(6) of the Act along with the rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations and who has submitted a declaration to that effect and in respect of whom the Company has received a Notice in writing under Section 160(1) of the Act proposing his candidature for the office of Director be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of 5 (five) consecutive years with effect from February 14, 2025 till February 13, 2030.



“RESOLVED FURTHER THAT the Board of Directors of the Company including Committee thereof as authorised by the Board, be and is hereby authorised to do all such acts, deeds and things and as may be necessary, proper, expedient, desirable, incidental and consequential thereto and settle any question or difficulty that may arise, for the purpose of giving effect to this resolution, without being required to seek any further consent or approval of the members of the Company which shall be deemed to be given hereof.”

“RESOLVED further that the Board of Directors of the Company including Committee thereof as authorised by the Board, be and is hereby authorised to do all such acts, deeds and things and as may be necessary, proper, expedient, desirable, incidental and consequential thereto and settle any question or difficulty that may arise, for the purpose of giving effect to this resolution, without being required to seek any further consent or approval of the members of the Company which shall be deemed to be given hereof.”

Particulars	No of Members voted	Number of votes cast by them	% to total number of valid votes cast
Total Postal Ballot (Remote e-voting)	135	11,42,49,623	-
Less: Total number of votes Invalid/ abstained	-	-	-
Total Valid Postal Ballot (Remote e-voting)	135	11,42,49,623	100.00
Postal Ballot (Remote e-voting) Voted in favour of Resolution	124	11,42,41,302	99.9927
Postal Ballot (Remote e-voting) Voted against the resolution	11	8,321	0.0073

b) Resolution 2 (As a Special Resolution)

Re-appointment of Ms. Veni Mocherla (DIN-08082163) as a Non-Executive and Independent Director of the Company.

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 (‘the Act’) and the Companies (Appointment and Qualification of Directors) Rules, 2014, read with Schedule IV to the Companies Act, 2013 (including any statutory modification(s) or reenactment (s) thereof for the time being in force) and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘SEBI Listing Regulations’), as amended from time to time, and based on the recommendation of the Nomination and Remuneration Committee and approval of Board of Directors and in accordance with the provisions of Articles of Association of the Company, Ms. Veni Mocherla (DIN-08082163), who holds office up to March 25, 2025, and who is eligible for re-appointment for a second term of and who continue to meets the criteria for independence as provided in Section 149(6) of the Act along with the rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations and who has submitted a declaration to that effect and in respect of whom the Company has received a Notice in writing under Section 160(1) of the Act proposing her candidature for the office of Director be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of 5 (five) consecutive years with effect from March 26, 2025 till March 25, 2030.



“RESOLVED further that the Board of Directors of the Company including Committee thereof as authorised by the Board, be and is hereby authorised to do all such acts, deeds and things and as may be necessary, proper, expedient, desirable, incidental and consequential thereto and settle any question or difficulty that may arise, for the purpose of giving effect to this resolution, without being required to seek any further consent or approval of the members of the Company which shall be deemed to be given hereof.”

Particulars	No of Members voted	Number of votes cast by them	% to total number of valid votes cast
Total Postal Ballot (Remote e-voting)	135	11,42,49,623	-
Less: Total number of votes Invalid/ abstained	-	-	-
Total Valid Postal Ballot (Remote e-voting)	135	11,42,49,623	100.00
Postal Ballot (Remote e-voting) Voted in favour of Resolution	124	11,42,41,301	99.9927
Postal Ballot (Remote e-voting) Voted against the resolution	11	8,322	0.0073

Thanking you,

Yours faithfully
For B S S & Associates
Company Secretaries

S. Srikanth

S. Srikanth
Partner
C.P. No. 7999
UDIN: A022119F003941199



Date: 14.02.2025
Place: Hyderabad

Countersigned by
For NACL Industries Limited

Satish Kumar Subudhi

Satish Kumar Subudhi
Vice President – Legal & Company Secretary
(Person Authorised by Chairperson)



Date: 14.02.2025
Place: Hyderabad

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General information about company

Scrip code	524709
NSE Symbol	NACLIND
MSEI Symbol	NOTLISTED
ISIN	INE295D01020
Name of the company	NACL Industries Limited
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	13-02-2025
Start time of the meeting	
End time of the meeting	

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Scrutinizer Details

Name of the Scrutinizer	S Srikanth
Firms Name	B S S & Associates
Qualification	CS
Membership Number	A22119
Date of Board Meeting in which appointed	13-01-2025
Date of Issuance of Report to the company	14-02-2025

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Voting results	
Record date	10-01-2025
Total number of shareholders on record date	32399
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	2
Disclosure of notes on voting results	Add Notes

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Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Mr. Sambasiva Rao Nannapaneni (DIN-06400663) as a Non-Executive and Independent Director of the Company				
Category	Mode of voting	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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	126915859	113623500	89.5266	113623500	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		126915859	113623500	89.5266	113623500	0	100.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	72468317	626123	0.8640	617802	8321	98.6710	1.3290
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		72468317	626123	0.8640	617802	8321	98.6710
Total		199384176	114249623	57.3012	114241302	8321	99.9927	0.0073
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	

Resolution (2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Ms. Veni Mocherla (DIN-08082163) as a Non-Executive and Independent Director of the Company				
Category	Mode of voting	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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	126915859	113623500	89.5266	113623500	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		113623500	89.5266	113623500	0	100.0000	0.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	72468317	626123	0.8640	617801	8322	98.6709	1.3291
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		626123	0.8640	617801	8322	98.6709	1.3291
Total		199384176	114249623	57.3012	114241301	8322	99.9927	0.0073
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	