

March 30, 2019

To

The B S E Limited
Floor 25, P J Towers
Dalal Street
Mumbai-400 001
Stock Code: 533202

The National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1, G Block
Bandra - Kurla Complex Bandra (E)
Mumbai - 400 051
Stock Code: NITESHEST, Series- EQ

Dear Sir / Madam,

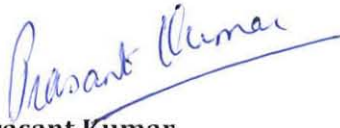
Sub Postal Ballot-Result

With reference to our previous intimation dated March 01, 2019 regarding the cited subject and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose the Postal Ballot and e-voting Result along with disclosure as per Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Requirements, 2015 and Scrutinizer's Report for your information and records.

Request you to take this on record.

Yours faithfully

For Nitesh Estates Limited



Prasant Kumar
Company Secretary & Chief Compliance Officer



Encl.: As above

Nitesh Estates Limited

CIN : L07010KA2004PLC033412

Regd. Office: Level 7, Nitesh Timesquare, # 8, M.G. Road, Bangalore - 560 001, India.

P: +91- 80-4017 4000 F: +91- 80-2555 0825, W: www.niteshestates.com

NITESH ESTATES LIMITED
(CIN: L07010KA2004PLC033412)

Regd. Office: Nitesh Timesquare, 7th floor, No.8, M.G. Road, Bengaluru-560 001
Ph: +91-80-4017 4000; Web: www.niteshestates.com, Email ID: investor@niteshestates.com

ANNOUNCEMENT OF POSTAL BALLOT RESULT

Pursuant to Sections 108 and 110 of the Companies Act, 2013 read with the Rules made there under, and the Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015, the approval of the Shareholders of the Company was sought by Postal Ballot notice dated February 25, 2019 for continuation of Directorship of Mr. Jagdish Capoor, Independent Director, who has attained the age of more than 75 years.

The voting for the Postal Ballot commenced on Thursday, February 28, 2019 at 9.00 AM and ended on Friday, March 29, 2019 at 5.00 PM.

Mr. Sudhindra K. S, Practicing Company Secretary (FCS No: 7909, CP No. 8190), Bengaluru, the Scrutinizer appointed for the postal ballot process, has submitted his report dated Saturday, March 30, 2019.

The details of voting results of the resolutions passed through Postal Ballot are as below:

Item No 1: Approval for continuation of Directorship of Mr. Jagdish Capoor(DIN: 00002516) as Independent Director of the Company, who has attained the age of more than 75 years

Particulars	No of Postal Ballots including E-Voting	No of Shares
Total Postal Ballot Forms received	08	29602
Total No of Shareholders who had cast E-voting	31	74506113
Total	39	74535715
Less: Invalid Postal Ballot forms and E-Voting.	01	3000
Less: No of Shareholders abstained	0	0
Net Valid Postal Ballot forms/e-voting	38	74535715
Postal Ballot and E voting with Assent	27	74528754
Postal Ballot and E voting with Dissent	11	3961

Result:

Based on above information, the votes cast in favor of the Special Resolution are 99.9947% of the total votes received as against to the said resolution and accordingly, the Special Resolution mentioned in the Resolution 1 of the Postal Ballot Notice dated February 25, 2019 may be considered as approved by the shareholders with requisite majority.

Place: Bengaluru
Date: March 30, 2019



For Nitesh Estates Limited

Prasant Kumar
Prasant Kumar

Company Secretary & Chief Compliance Officer

Scrip code	533202 - BSE Limited
	NITESHEST (EQ) - The National Stock Exchange of India Limited
Name of the company	Nitesh Estates Limited CIN: L07010KA2004PLC033412
Type of meeting	Postal Ballot
Date of declaration of results	March 30, 2019

Record date	February 22, 2019
Total number of shareholders on record date	19664
No. of resolutions passed in the meeting	1

Resolution required:	Approval for continuation of Directorship of Mr. Jagdish Capoor(DIN: 00002516) as Independent Director of the Company, who has attained the age of more than 75 years							
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes 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	67977330	67977330	100.00	67977330	0.00	100.00	0.00
	Poll		000	000	000	000	000	000
	Postal Ballot		000	000	000	000	000	000
Public-Institutions	E-Voting	20109852	6208422	30.8725	6208422	000	100.00	0.00
	Poll		0	0	000	000	000	000
	Postal Ballot		0	0	000	000	000	000
Public- Non Institutions	E-Voting	57744918	320361	0.5548	316400	3961	98.7635	1.2364
	Poll		000	000	000	000	000	000
	Postal Ballot		26602	0.0461	26602	000	100.00	000
	Total	45832100	74532715	51.1086	74528754	3961	99.9947	0.0053





SCRUTINIZER'S REPORT

To

The Chairman
Nitesh Estates Limited
Bengaluru

Dear Sir,

Sub: Scrutinizer's Report on Postal Ballot and E-voting conducted pursuant to the provisions of Section 110 of the Companies Act, 2013 and Rule 20 and 22 of Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Rules, 2015 to the extent applicable.

I **Sudhindra K S**, a Company Secretary in practice having office at No 36, "Shivakrupa", Ground Floor, 6th Main, 7th Cross, Malleshwaram, Bengaluru 560003 have been appointed as Scrutinizer pursuant to Section 110 of the Companies Act, 2013 and Rule 20 and 22 of Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Rules, 2015 to the extent applicable for the purposes of scrutinizing the Postal Ballot and E-voting of your Company in fair and transparent manner and ascertaining the requisite majority on votes cast through the E-voting and Postal Ballot in respect of following agenda item mentioned in Postal Ballot notice dated February 25, 2019 (the Notice);

1.Approval for continuation of Directorship of Mr. JagdishCapoor(DIN: 00002516) as Independent Director of the Company, who has attained the age of more than 75 years

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act 2013 and Rules relating to the Postal Ballot process on the Resolutions set out in the Notice. My responsibility, as a Scrutinizer for postal ballots and e voting process is restricted to the extent of ascertaining requisite vote casts i.e "In favour" or "Against" the Resolutions mentioned in the notice.

The Board of Directors of the Company at the meeting held on February 13, 2019 passed a resolution appointing me as a Scrutinizer for conducting the postal ballot voting process.

1. I have carried out the work as Scrutinizer on 29th March,2019 and I submit my report as under;

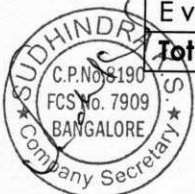
1. The Company (through Postal Ballot and E-voting) had completed on Thursday, the February 28, 2019 the dispatch of Postal Ballot notice under Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 (including any amendment, statutory modification(s) or re-



enactment thereof for the time being in force) and provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for passing Special resolution by way of Postal Ballot & Electronic Voting.

- II. The Notice of Postal Ballot along with the Postal Ballot Form had been duly sent by e mail to the Members whose e-mail addresses were registered in the records of Depository Participant/Company and through physical mode along with the postage prepaid self-addressed business reply envelope, to all the other Members at their registered address whose name(s) appeared on the Register of Members/list of beneficiaries as on the Cut-Off date i.e Friday, the February 22, 2019. The dispatches were completed on February 28, 2019 and a Public Notice to that effect was released in the Financial Express, All India Edition (English) and in Hosadigantha Bengaluru Edition (Regional Language) newspapers on March 02, 2019.
- III. The Company had provided electronic voting ("e-voting") facility to the Members to cast their votes electronically on the Special Resolution set forth in the Postal Ballot Notice and had engaged the services of KarvyFintechPrivate Limited ("Karvy") to provide e-voting facility i.e www.evoting.karvy.com. The e-voting period commenced on Thursday, February 28, 2019 (IST 09.00 Hours) and ended on Friday, March 29,2019 (IST 17.00 Hours).
- IV. The Company had not issued any duplicate Postal Ballot Form(s) as no request was made.
- V. The particulars of all the Physical Postal Ballot Forms received from Members and e-voting data received and downloaded from www.evoting.karvy.com have been entered in a register separately maintained for the purposes.
- VI. The Specimen Signature of the Members who have voted through the physical mode have been verified in random with the specimen signature records maintained by the Company's Registrar and Share Transfer Agents viz.of Karvy Fintech Private Limited (RTA).
- VII. At the office of the Company's RTA, All the postal ballot forms received up to the close of working hours on Friday, the March 29,2019, being the last date and time fixed by the Company for receipt of the forms were opened for my scrutiny and the necessary data was updated by the RTA for my verification. The Details of Postal Ballot forms and E-voting as downloaded from the web site of Karvy at www.evoting.karvy.com as mentioned below:

Particulars	No of Postal Ballots Resolution 1
Total Postal Ballot Forms received	8
Total No of Shareholders who had cast E voting	31
Total	39



Less: Invalid Postal Ballot forms and E Voting.	1
Less: No of shareholders abstained from voting on postal ballot.	0
Net Valid Postal Ballot forms/e-voting	38
Postal Ballot and E voting with Assent	27
Postal Ballot and E voting with Dissent	11

2. All Postal Ballot Forms (including physical Postal Ballot forms received at the Registered Office of the Company and the e-voting data received up to 17.00 Hours on Friday, March 29, 2019, being the last date and time fixed by the Company for receipt of the Postal Ballot Forms were considered for my scrutiny. On March 30, 2019 at 18.56hours, the vote cast through e-voting facility as provided by the "Karvy" was duly unblocked by me as a Scrutinizer.
3. I have not received envelopes containing Postal Ballot forms after Friday, the March 29, 2019.
4. I did not find any defaced/mutilated Postal Ballot Forms.
5. In determining the validity or otherwise of the Postal Ballot Forms received, I have adopted the following criteria;
 - a) Where the date and place has been left blank, the signed ballot has been treated as valid.
 - b) Where the number of shares has been left blank, I have accounted for the total holding for the purposes of either assent or dissent to the relevant resolution as indicate by the Member.
 - c) In respect of certain ballot forms and e-voting, the members have exercised their voting rights by partially voting for assent/dissent. In such cases, the votes have been considered on the basis of votes cast and such ballot papers and e voting have been included in valid postal ballot form and e-vote with both assent and dissent to the resolution respectively.
 - d) In respect of e-voting exercised by bodies corporate, Institutional Members (FIs/Mutual Funds/Banks) etc I have relied on the Power of Attorney/Authorization/Board Resolutions as uploaded by them in the website of Karvy and same were downloaded from the www.evoting.karvy.com.
 - e) A summary of the postal ballot results is given in the next page:



1. **Resolution 1 – Special Resolution: Approval for continuation of Directorship of Mr. Jagdish Capoor (DIN: 00002516) as Independent Director of the Company, who has attained the age of more than 75 years**

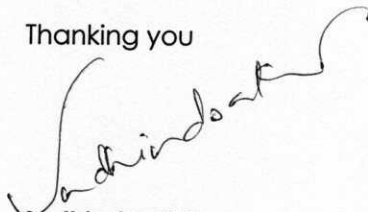
Particulars	Number of Votes contained in						Percentage
	Remote E-Voting		Physical ballot		Total		
	Number	Votes	Number	Votes	Number	Votes	
Assent	20	74502152	7	26602	27	74528754	99.9946
Dissent	11	3961	0	0	11	3961	0.00531
Invalid	0	0	1	3000	1	3000	-
Abstained	0	0	0	0	0	0	0
Total	31	74506113	8	29602	39	74535715	100.00

Result:

Based on above information, the votes cast in favor of the Special Resolution are 99.9946% of the total votes received as against to the said resolution and accordingly, the Special Resolution mentioned in the Resolution 1 of the Postal Ballot Notice dated February 25, 2019 may be considered as approved by the shareholders with requisite majority.

- The documents in respect of the postal ballot forms and other related papers/registers are kept in my safe custody and the same will be handed over to the Company Secretary & Chief Compliance Officer of the Company on signing of the Minutes by the Chairman.
- Accordingly I inform you that the resolution proposed through the postal ballot including e voting have been passed with requisite majority.
- You may accordingly declare the result of the voting by Postal Ballot.

Thanking you



Sudhindra K S
Scrutinizer
Company Secretary
FCS No 7909, CP. No: 8190



Place: Bengaluru
Date: 30th March, 2019