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**DEEPAK NITRITE LIMITED**

DNL/138/737/2014  
June 11, 2014

BSE Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street, Fort  
Mumbai – 400 001.

Dear Sir,

**Re: Scrip Code: 506401**

**Sub: Result of Postal Ballot**

We wish to inform you that Shri Dinesh Joshi, partner, M/s. KANJ & Associates, Company Secretaries, appointed by the Board of Directors as Scrutinizer, for carrying out the postal ballot process in a fair and transparent manner, have submitted his report on the postal ballot / e-voting. Based on the Scrutinizer's Report, the result of Postal Ballot was declared on 11<sup>th</sup> June, 2014 by the Vice Chairman & Managing Director of the Company.

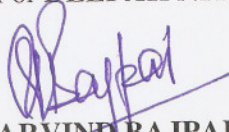
We enclose herewith the Result of Postal Ballot declared on 11<sup>th</sup> June, 2014 along with a copy of Scrutinizer's Report dated 10<sup>th</sup> June, 2014 for your perusal.

Please take the same on your record.

Thanking you,

Yours faithfully,

For **DEEPAK NITRITE LIMITED**

  
**ARVIND BAJPAI**  
Company Secretary

Encl.: as above



### **RESULT OF POSTAL BALLOT**

Pursuant to Section 110 of the Companies Act, 2013 (“the Act”) read with Rule 22 of Companies (Management and Administration) Rules, 2014 (“Rules”), members approval was sought for the resolutions appended to the Postal Ballot Notice dated 2<sup>nd</sup> May, 2014. The Postal Ballot Notice containing the Ordinary and Special Resolutions together with the Statement to be annexed to the Postal Ballot Notice was sent to all the shareholders on 10<sup>th</sup> May, 2014 and the last date for receipt of postal ballot forms duly completed, from the shareholders, was 9<sup>th</sup> June, 2014.

Shri Dinesh Joshi, partner, M/s. KANJ & Associates, Company Secretaries, was appointed as Scrutinizer for conducting the Postal Ballot process in a fair and transparent manner. The Scrutinizer has submitted his report and the following results were announced on 11<sup>th</sup> June, 2014.

#### **Resolution No. 1 - Ordinary Resolution**

Sub-division of each equity share of ₹ 10/- into 5 equity shares of ₹ 2/- each, was approved by the members with a requisite majority.

#### **Resolution No. 2 - Special Resolution**

Amendment to Clause V of the Memorandum of Association of the Company consequent upon sub-division of equity shares, was approved by the members with a requisite majority.

#### **Resolution No. 3 - Special Resolution**

Issuance of Bonus Shares by capitalization of Reserves / Securities Premium Account was approved by the members with a requisite majority.

#### **Resolution No. 4 - Special Resolution**

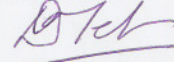
Authorization for Borrowings under Section 180(1)(c) of the Companies Act, 2013, was approved by the members with a requisite majority.

#### **Resolution No. 5 - Special Resolution**

Creation of Security under Section 180(1)(a) of the Companies Act, 2013, was approved by the members with a requisite majority.

Place: Vadodara  
Date : 11<sup>th</sup> June, 2014

For **DEEPAK NITRITE LIMITED**



**DEEPAK C. MEHTA**

*Vice Chairman & Managing Director*



### SCRUTINIZER'S REPORT

To,

**Vice Chairman & Managing Director,  
DEEPAK NITRITE LIMITED,  
9/10 Kunj Society,  
Alkapuri, Vadodara  
Gujrat 390 007**

Dear Sir,

Sub: Submission of Report of Postal Ballot.

I, Dinesh Joshi, Partner, Kanj & Associates, Company Secretaries, Pune, have been appointed by the Board of Directors of **DEEPAK NITRITE LIMITED** (the Company) vide Board Resolution dated 2<sup>nd</sup> May, 2014 as Scrutinizer for conducting the Postal Ballot voting process.

I submit my Report as under:

1. The Company has completed on 10<sup>th</sup> May, 2014 the dispatch of Postal Ballots along with postage pre-paid business reply envelopes to its Members whose names appeared on the Register of Members as on 6<sup>th</sup> May, 2014.
2. The Postal Ballot forms were kept under safe custody.
3. The Postal Ballot received up to 5.00 p.m. on 9<sup>th</sup> June, 2014, the last date and time fixed by the Company for receipt of Postal Ballot and through NSDL e-voting was considered for scrutiny.
4. Envelopes containing postal ballot forms received after 9<sup>th</sup> June, 2014 were not considered for my scrutiny.
5. Envelopes containing Postal Ballot forms returned undelivered were also not opened and they are separately kept.
6. I received no Postal Ballot paper in defaced / mutilated condition.





7. As per SEBI CIRCULAR NO CIR/CFD/DIL/2012, dated July 13, 2012 e-voting facility was also made available to all the Members to cast their votes electronically as an optional facility to physical Postal Ballot Form. The facility for e-voting was made available on www.evoting.nsdl.com where the Members were provided with the login id and password which would enable them to vote.

8. A total of 482 Postal Ballots and 60 e voting have been received from the Members which have been scrutinized by me to ascertain the assent or dissent of the Members. Out of 60 e voting, 3 share holders also voted by Postal Ballot. Considering the terms and conditions of the Postal Ballot, in these matters only physical postal ballots were considered. The summary of the Postal Ballot forms received and casting of the votes by e voting is as below:

**A. For item no. 1: Sub- division of Equity Shares of Rs 10/- each into 5 Equity Shares of Rs.2/- each. (As an Ordinary Resolution)**

Sr.No	Particulars	No of Postal Ballot Forms and/ or e votes.	No of Equity Shares	% to the total votes cast.
a.	Total Physical Postal Ballot received and e votes.	542	73,98,455	
b.	Invalid Postal Ballots Forms.	35	4,399	
c.	Net Valid Postal Ballots Forms & e votes.	506	73,93,420	
d.	Postal Ballot and e votes with assent for the Resolution	502	73,93,304	99.999
e.	Postal Ballot and e votes with dissent for the Resolution	4	116	0.001
f.	Postal Ballots on which votes not casted	1	NIL	



**B. For Item No 2: Amendment to Clause V of the Memorandum of Association of the Company. (As a Special Resolution)**

Sr.No	Particulars	No of Postal Ballot Forms and/ or e votes.	No of Equity Shares	% to the total votes cast.
a.	Total Physical Postal Ballot received and e votes.	542	73,98,455	
b.	Invalid Postal Ballots Forms.	35	4,399	
c.	Net Valid Postal Ballots Forms & e votes.	486	73,84,495	
d.	Postal Ballot and e votes with assent for the Resolution	478	73,83,663	99.988
e.	Postal Ballot and e votes with dissent for the Resolution	8	832	0.012
f.	Postal Ballots on which votes not casted	21	NIL	



**C: For Item No 3: Issuance of Bonus Shares by capitalization of Reserve/ Securities Premium. (As a Special Resolution)**

Sr.No	Particulars	No of Postal Ballot Forms and/ or e votes.	No of Equity Shares	% to the total votes cast.
a.	Total Physical Postal Ballot received and e votes.	542	73,98,455	
b.	Invalid Postal Ballots Forms.	35	4,399	
c.	Net Valid Postal Ballots Forms & e votes.	493	73,76,935	
d.	Postal Ballot and e votes with assent for the Resolution	492	73,76,910	99.999
e.	Postal Ballot and e votes with dissent for the Resolution	1	25	0.001
f.	Postal Ballots on which votes not casted	14	NIL	

**D: For Item No 4: Authorization for borrowings under Section 180(1)(c) of the Companies Act,2013 . (As a Special Resolution)**

Sr.No	Particulars	No of Postal Ballot Forms and/ or e votes.	No of Equity Shares	% to the total votes cast.
a.	Total Physical Postal Ballot received and e votes.	542	73,98,455	
b.	Invalid Postal Ballots Forms.	35	4,399	
c.	Net Valid Postal Ballots Forms & e votes.	488	73,85,535	
d.	Postal Ballot and e votes with assent for the Resolution	472	73,83,703	99.98
e.	Postal Ballot and e votes with dissent for the Resolution	16	1,832	0.02
f.	Postal Ballots on which votes not casted	19	NIL	



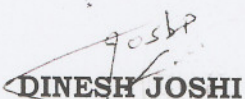
**E: For Item No 5: Creation of Security under Section 180(1)(a) of the Companies Act,2013. (As a Special Resolution).**

Sr.No	Particulars	No of Postal Ballot Forms and/ or e votes.	No of Equity Shares	% to the total votes cast.
a.	Total Physical Postal Ballot received and e votes.	542	73,98,455	.
b.	Invalid Postal Ballots Forms.	35	4,399	
c.	Net Valid Postal Ballots Forms & e votes.	481	73,83,842	
d.	Postal Ballot and e votes with assent for the Resolution	468	73,82,518	99.98
e.	Postal Ballot and e votes with dissent for the Resolution	13	1,324	0.02
f.	Postal Ballots on which votes not casted	26	NIL	

9. I have handed over the Postal Ballot Forms with all other documents for safe custody to Shri Arvind Bajpai, Company Secretary of the Company; and

10. You may accordingly declare the result of the voting by Postal Ballot.

Thanking you,  
Yours Faithfully

  
**DINESH JOSHI**

**FCS : 3752**

**Partner**

**Kanj & Associates**

**(Scrutinizer for the Postal Ballot Process of Deepak Nitrite Limited)**

**Date : 10<sup>th</sup> June, 2014.**

**Place: Mumbai.**