



NEYVELI LIGNITE CORPORATION LIMITED

(A Government of India Enterprise)

Office of the Chairman-cum-Managing Director

Regd. Office: 'Neyveli House', No.135, Periyar EVR High Rd., CHENNAI-600 010.

Corporate Office: Block-1, Neyveli-607 801, Cuddalore District, Tamil Nadu.

Phone: 04142/252205. Fax: 04142-252645,252646

CIN:L93090TN1956GOI003507

Web-site:www.nlcindia.com:E-mail:cosec@nlcindia.com

RESULTS OF VOTING AT THE 59TH ANNUAL GENERAL MEETING HELD ON WEDNESDAY, THE 16TH SEPTEMBER, 2015 AT 15.00 HOURS AT "SATHGURU GNANANANDA HALL", NARADA GANA SABHA, NO.314, T T K ROAD, ALWARPET, CHENNAI 600 018.

The 59th Annual General Meeting of the Company was held on Wednesday, the 16th September,2015 at 15.00 hours at "Sathguru Gnanananda Hall", Narada Gana Sabha, No.314, T T K Road, Alwarpet, Chennai-600 018.

Pursuant to the provisions of Companies Act,2013 and Clause 35B of the Listing Agreement, the Company had provided remote E-voting facility to the shareholders through Central Depository Services(India) Limited platform for voting on the resolutions proposed in the Notice of above AGM.

The E-voting commenced on 12th September,2015(9.00AM) and ended on 15th September,2015(5.00PM).

In order to provide an opportunity to the shareholders who could not exercise the E-voting, poll was ordered to be conducted at the venue of AGM in respect of all the resolutions proposed in the notice of the above AGM.

Shri.R.Balasubramaniam, Practicing Company Secretary was appointed as the Scrutinizer for both E-voting and Poll at the venue. The voting by the Members through E-voting and by Poll at the venue of the AGM have been consolidated and the scrutinizer has submitted the report(Enclosed)

As per the report of the Scrutinizer, all the resolutions proposed in the notice of the AGM have been duly passed and the details of which are available in the Reports.


18/9/15
Chairman-cum-Managing Director



R. BALASUBRAMANIAM
B.A., B.L., F.C.S
Company Law Consultant
Email id: balu_comsec@yahoo.com
Contact No: 044 - 26269826

"J", Block, Second Street,
Door No 27, Flat No A2,
Anna Nagar East,
Chennai- 600102

**SCRUTINIZERS CONSOLIDATED REPORT
ON E-VOTING & POLL OF M/s. NEYVELI LIGNITE CORPORATION LIMITED**

To,
The Chairman
of the 59th Annual General Meeting of the shareholders of M/s. Neyveli Lignite Corporation Limited,
held on 16.09.2015 at "Sathguru Gnanananda Hall" Narada Gana Sabha, No.314, T.T.K Road,
Alwarpet, Chennai 600018.

Sub: Consolidated Scrutinizer Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and as amended from time to time and poll conducted at the 59th AGM of M/s. NEYVELI LIGNITE CORPORATION LIMITED on September 16, 2015.


The Board of Directors of the Company had appointed me as Scrutinizer to scrutinize the e-voting and poll process in a fair and transparent manner. The e-voting was held between 12th September, 2015 (09.00 A.M IST) to 15th September, 2015 (05.00 P.M IST) and the poll was conducted at 59th AGM of the Company held on September 16, 2015.

The Company had appointed Central Depository Services (India) Limited (CDSL) as the Service Provider, for extending the facility of electronic voting to the shareholders of the Company from 12th September, 2015 (09.00 A.M IST) to 15th September, 2015 (05.00 P.M IST). The e-voting results were unblocked by me after the conclusion of voting at the Annual General Meeting on September 16, 2015 in the presence of two witnesses. For further details, refer my Scrutinizer's report on e-voting dated September 18, 2015 attached herewith.

At the 59th AGM of the Company held on September 16, 2015, the Chairman of the Company had suo-moto called for a Poll to facilitate the members present in the meeting who could not participate in the e-voting to record their votes through the poll process. For further details, refer my Scrutinizer's report September 18, 2015 attached herewith.

The members of the Company as on the "cut-off" date i.e. Wednesday, 9th September, 2015 were entitled to vote on the resolutions (Item No. 1 to 7 as set out in the Notice of the Fifty Ninth Annual General Meeting of the Company).

The result of the E-voting together with that of the Poll is as under:



Item No.1 (Ordinary Resolution): To receive, consider and adopt the Audited Standalone Profit and Loss Account for the year ended 31st March, 2015 and the Balance sheet as on that date and also the Consolidated Financial Statements as on that date along with the reports of Directors' & Auditors and comments of Comptroller and Auditor General of India.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy) and through e-voting	Number of votes cast by them	% of total number of valid votes cast
114	153,05,43,236	99.9999

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy) and through e-voting	Number of votes cast by them	% of total number of valid votes cast
10	1,565	0.0001

(iii) Invalid votes:

Total number of members whose votes were declared invalid (in person or by proxy) and through e-voting	Total number of votes cast by them
8	2150

As the votes cast in FAVOUR of the resolution is more than the votes cast AGAINST, the resolution is passed as an ORDINARY RESOLUTION.

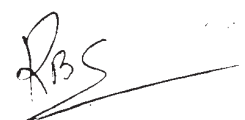
Item No.2 (Ordinary Resolution): Declaration of Final Dividend and Confirmation of Payment of Interim Dividend for the year 2014-15.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy) and through e-voting	Number of votes cast by them	% of total number of valid votes cast
110	153,05,42,436	99.9999

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy) and through e-voting	Number of votes cast by them	% of total number of valid votes cast
12	2,160	0.0001



(iii) Invalid votes:

Total number of members whose votes were declared invalid (in person or by proxy) and through e-voting	Total number of votes cast by them
8	2150

As the votes cast in FAVOUR of the resolution is more than the votes cast AGAINST, the resolution is passed as an ORDINARY RESOLUTION.

Item No.3 (Ordinary Resolution): Re-appointment of Shri. Sarat Kumar Acharya (DIN 03357603) as a Director of the Company.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy) and through e-voting	Number of votes cast by them	% of total number of valid votes cast
104	153,04,87,370	99.9963

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy) and through e-voting	Number of votes cast by them	% of total number of valid votes cast
19	57,131	0.0037

(iii) Invalid votes:

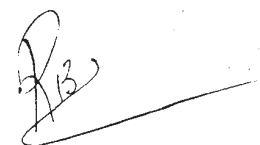
Total number of members whose votes were declared invalid (in person or by proxy) and through e-voting	Total number of votes cast by them
8	2150

As the votes cast in FAVOUR of the resolution is more than the votes cast AGAINST, the resolution is passed as an ORDINARY RESOLUTION.

Item No.4 (Ordinary Resolution): Appointment of Shri. Subir Das (DIN: 06988287) as a Director of the Company.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy) and through e-voting	Number of votes cast by them	% of total number of valid votes cast
110	153,05,07,560	99.9976



(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy) and through e-voting	Number of votes cast by them	% of total number of valid votes cast
13	36,941	0.0024

(iii) Invalid votes:

Total number of members whose votes were declared invalid (in person or by proxy) and through e-voting	Total number of votes cast by them
8	2150

As the votes cast in FAVOUR of the resolution is more than the votes cast AGAINST, the resolution is passed as an ORDINARY RESOLUTION.

Item No.5 (Ordinary Resolution): Appointment of Smt. Sujata Prasad (DIN: 06587461) as a Director of the Company.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy) and through e-voting	Number of votes cast by them	% of total number of valid votes cast
106	153,04,87,464	99.9963

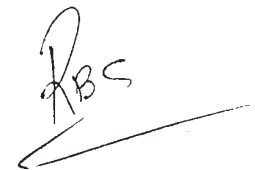
(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy) and through e-voting	Number of votes cast by them	% of total number of valid votes cast
16	57,032	0.0037

(iii) Invalid votes:

Total number of members whose votes were declared invalid (in person or by proxy) and through e-voting	Total number of votes cast by them
8	2150

As the votes cast in FAVOUR of the resolution is more than the votes cast AGAINST, the resolution is passed as an ORDINARY RESOLUTION.



Item No.6 (Ordinary Resolution): Appointment of Shri. Rajesh Lakhoni (DIN: 01288879) as a Director of the Company.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy) and through e-voting	Number of votes cast by them	% of total number of valid votes cast
107	153,04,87,623	99.9963

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy) and through e-voting	Number of votes cast by them	% of total number of valid votes cast
16	56,878	0.0037

(iii) Invalid votes:

Total number of members whose votes were declared invalid (in person or by proxy) and through e-voting	Total number of votes cast by them
8	2150

As the votes cast in FAVOUR of the resolution is more than the votes cast AGAINST, the resolution is passed as an ORDINARY RESOLUTION.

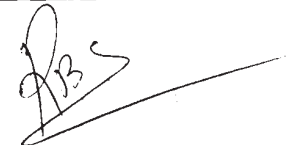
Item No.7 (Ordinary Resolution): Ratification of remuneration to Cost Auditor for the year 2015-16.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy) and through e-voting	Number of votes cast by them	% of total number of valid votes cast
109	153,05,42,655	99.9999

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy) and through e-voting	Number of votes cast by them	% of total number of valid votes cast
15	2,146	0.0001

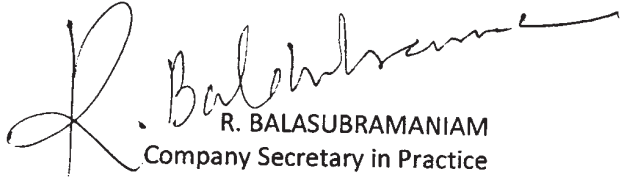


(iii) Invalid votes:


Total number of members whose votes were declared invalid (in person or by proxy) and through e-voting	Total number of votes cast by them
8	2150

As the votes cast in FAVOUR of the resolution is more than the votes cast AGAINST, the resolution is passed as an ORDINARY RESOLUTION.

Place : Chennai
Date : 18.09.2015


R. BALASUBRAMANIAM
Company Secretary in Practice

Scrutinizer
M.No. F2397
C. P. No. 1340

Witnessed

18/9/15

R. BALASUBRAMANIAM
B.A., B.L., F.C.S
Company Law Consultant
Email id: balu_comsec@yahoo.com
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"J", Block, Second Street,
Door No 27, Flat No A2,
Anna Nagar East,
Chennai- 600102

FORM No. MGT-13
Report of Scrutinizer
[Pursuant to section 109 of the Companies Act, 2013 and
Rule 21(2) of the Companies(Management and Administration) Rules, 2014]

To
The Chairman
of the 59th Annual General Meeting of the shareholders of M/s. Neyveli Lignite Corporation Limited,
held on 16.09.2015 at "Sathguru Gnanananda Hall" Narada Gana Sabha, No.314, T.T.K Road,
Alwarpet, Chennai 600018.

Dear Sir,

I, R. Balsubramaniam, Company Secretary in Practice, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolutions, at the 59th Annual General Meeting of the Equity Shareholders of M/s. Neyveli Lignite Corporation Limited, held at 03.00 P.M. on 16.09.2015 at "Sathguru Gnanananda Hall" Narada Gana Sabha, No.314, T.T.K Road, Alwarpet, Chennai 600018, submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, FOUR ballot boxes kept for polling were locked in my presence with due identification marks placed by me.
2. The locked ballot boxes were subsequently opened in the presence of Mr. S. Padmanabhan and Mr. R. Ramalingam Vidyashankar who are not in the employment of Company and the poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations/ proxies lodged with the Company.
3. 8 poll papers, which were found defective has been treated as invalid and kept separately.
4. The result of the Poll is as under:



(1) Resolution - Ordinary: To receive, consider and adopt the Audited Standalone Profit and Loss Account for the year ended 31st March, 2015 and the Balance sheet as on that date and also the Consolidated Financial Statements as on that date along with the reports of Directors' & Auditors and comments of Comptroller and Auditor General of India.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
51	150,99,46,338	99.99997

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
4	405	0.00003

(iii) Invalid votes:

Total number of members whose votes were declared invalid (in person or by proxy)	Total number of votes cast by Them
8	2150

(2) Resolution - Ordinary: Declaration of Final Dividend and Confirmation of Payment of Interim Dividend for the year 2014-15. *

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
46	150,99,45,438	99.99993

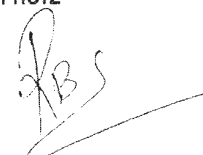
(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
8	1105	0.00007

(iii) Invalid votes:

Total number of members whose votes were declared invalid (in person or by proxy)	Total number of votes cast by Them
8	2150

* One shareholder holding 200 shares has abstained from voting for resolution no.2



(3) Resolution - Ordinary: Re-appointment of Shri. Sarat Kumar Acharya (DIN 03357603) as a Director of the Company.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
49	150,99,46,038	99.99995

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
6	705	0.00005

(iii) Invalid votes:

Total number of members whose votes were declared invalid (in person or by proxy)	Total number of votes cast by Them
8	2150

(4) Resolution - Ordinary: Appointment of Shri. Subir Das (DIN: 06988287) as a Director of the Company.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
52	150,99,46,538	99.99999

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
3	205	0.00001

(iii) Invalid votes:

Total number of members whose votes were declared invalid (in person or by proxy)	Total number of votes cast by them
8	2150

(5) Resolution - Ordinary: Appointment of Smt. Sujata Prasad (DIN: 06587461) as a Director of the Company.

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
50	150,99,46,179	99.99996

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
5	564	0.00004

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid (in person or by proxy)	Total number of votes cast by them
8	2150

(6) Resolution -Ordinary: Appointment of Shri. Rajesh Lakhoni (DIN: 01288879) as a Director of the Company.

(i) Voted **in favour** of the resolution:

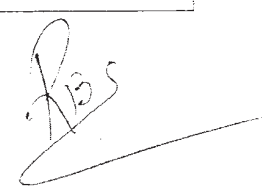
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
50	150,99,46,238	99.99997

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
5	505	0.00003

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid (in person or by proxy)	Total number of votes cast by them
8	2150



(7) Resolution -Ordinary: Ratification of remuneration to Cost Auditor for the year 2015-16.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
49	150,99,46,178	99.99996

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
6	565	0.00004

(iii) Invalid votes:

Total number of members whose votes were declared invalid (in person or by proxy)	Total number of votes cast by them
8	2150

5. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR" or "AGAINST" and whose votes are treated as "INVALID" for each resolution is enclosed.

6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary for safekeeping.

Place : Chennai
Date : 18.09.2015



R. BALASUBRAMANIAM
Company Secretary in Practice
Scrutinizer
M.No. F2397
C. P. No. 1340

R. BALASUBRAMANIAM
B.A., B.L., F.C.S
Company Law Consultant
Email id: balu_comsec@yahoo.com
Contact No: 044 - 26269826

"J", Block, Second Street,
Door No 27, Flat No A2,
Anna Nagar East,
Chennai- 600102

**SCRUTINIZER REPORT
ON E-VOTING**

To,
The Chairman
of the 59th Annual General Meeting of the shareholders of M/s. Neyveli Lignite Corporation Limited,
held on 16.09.2015 at "Sathguru Gnanananda Hall" Narada Gana Sabha, No.314, T.T.K Road,
Alwarpet, Chennai 600018.

Dear Sir,

The Board of Directors of the Company, at their meeting held on 07th August, 2015 had, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules 2014 and as amended from time to time, appointed me as the Scrutinizer for the e-voting process to be held for passing of resolutions as set out in the Notice convening 59th Annual General Meeting (AGM) dated 07th August, 2015.

In this connection, I hereby submit my report as under:

1. The members of the Company as on the "cut-off" date i.e. Wednesday, 9th September, 2015 were entitled to vote on the resolutions (Item No. 1 to 7 as set out in the Notice of the Fifty Ninth Annual General Meeting of the Company).
2. The period for e-Voting remained open from Saturday, 12th September, 2015 (9.00 A.M) to Tuesday, 15th September, 2015 (5.00 P.M) as mentioned in the Notice convening AGM.
3. The votes cast were unblocked after the conclusion of voting at Annual General Meeting in the presence of 2 witnesses Mr. Balu Sridhar and Mr. A Mohanachandran, who are not in the employment of Company.
4. The details viz., list of Equity Share Holders, who voted "For", "Against" on each of the resolutions that were put to vote, were generated from the e-voting Website of Central Depository Services (India) Limited (CDSL) and based on such report, I'm enclosing the report for each of the items contained in the notice.



E-VOTING RESULTS

Item No.	1
Particulars of the Business	To receive, consider and adopt the Audited Standalone Profit and Loss Account for the year ended 31 st March, 2015 and the Balance sheet as on that date and also the Consolidated Financial Statements as on that date along with the reports of Directors' & Auditors and comments of Comptroller and Auditor General of India.
Type of Resolution	Ordinary

Particulars	No. of members voted through e-voting	No. of votes cast	Total Votes cast (in %)
Received	69	2,05,98,058	100
Assent	63	2,05,96,898	99.994
Dissent	6	1,160	0.006

Item No.	2
Particulars of the Business	Declaration of Final Dividend and Confirmation of Payment of Interim Dividend for the year 2014-15
Type of Resolution	Ordinary

Particulars	No. of members voted through e-voting	No. of votes cast	Total Votes cast (in %)
Received	68	2,05,98,053	100
Assent	64	2,05,96,998	99.995
Dissent	4	1,055	0.005

Item No.	3
Particulars of the Business	Re-appointment of Shri. Sarat Kumar Acharya (DIN 03357603) as a Director of the Company.
Type of Resolution	Ordinary

Particulars	No. of members voted through e-voting	No. of votes cast	Total Votes cast (in %)
Received	68	2,05,97,758	100
Assent	55	2,05,41,332	99.726
Dissent	13	56,426	0.274

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Item No.	4
Particulars of the Business	Appointment of Shri. Subir Das (DIN: 06988287) as a Director of the Company.
Type of Resolution	Ordinary

Particulars	No. of members voted through e-voting	No. of votes cast	Total Votes cast (in %)
Received	68	2,05,97,758	100
Assent	58	2,05,61,022	99.822
Dissent	10	36,736	0.178

Item No.	5
Particulars of the Business	Appointment of Smt. Sujata Prasad (DIN: 06587461) as a Director of the Company.
Type of Resolution	Ordinary

Particulars	No. of members voted through e-voting	No. of votes cast	Total Votes cast (in %)
Received	67	2,05,97,753	100
Assent	56	2,05,41,285	99.726
Dissent	11	56,468	0.274

Item No.	6
Particulars of the Business	Appointment of Shri. Rajesh Lakhoni (DIN: 01288879) as a Director of the Company.
Type of Resolution	Ordinary

Particulars	No. of members voted through e-voting	No. of votes cast	Total Votes cast (in %)
Received	68	2,05,97,758	100
Assent	57	2,05,41,385	99.726
Dissent	11	56,373	0.274

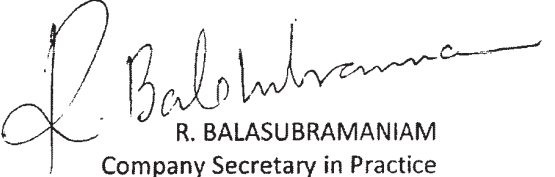
Item No.	7
Particulars of the Business	Ratification of remuneration to Cost Auditor for the year 2015-16.
Type of Resolution	Ordinary

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Particulars	No. of members voted through e- voting	No. of votes cast	Total Votes cast (in %)
Received	69	2,05,98,058	100
Assent	60	2,05,96,477	99.992
Dissent	9	1,581	0.008

5. All relevant records of remote e-voting will remain in my safe custody until the Chairman considers, approves and signs the minutes of the Annual General Meeting and the same shall be handed over thereafter to the Chairman / Company Secretary of the Company.

Place : Chennai
Date : 18.09.2015



R. BALASUBRAMANIAM
Company Secretary in Practice
Scrutinizer
M. No. F2397
C.P. No. 1340