

22nd July, 2017

To,

National Stock Exchange of India Limited

Exchange Plaza, Plot C-1, 'G' Block, ISB Centre, Bandra-Kurla Complex, Bandra (East), Mumbai-400 051.

BSE Limited

To,

Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai - 400 001.

Company Code No. 519494

Company Code No. NKIND

Dear Sir/Madam,

Sub: Outcome of 29th Annual General Meeting of the Company

The Company's 29th Annual General Meeting (AGM) held today on Saturday, 22nd July, 2017 and commenced at 11:20 A.M. at the ATMA Hall 1006, Ashram Road, Mill Officer's Colony, Vishalpur, Ellisbridge, Ahmedabad, Gujarat- 380009.

Please find enclosed herewith copy of the following reports as required under the Companies Act, 2013 and SEBI (Listing) Regulations, 2015 for your records:

- 1. Summary of Annual General Meeting proceedings pursuant to Regulation 30 r.w. Part-A of Schedule III of the SEBI (Listing) Regulations, 2015 as Annexure-I;
- 2. Voting Results pursuant to Regulation 44(3) of the SEBI (Listing) Regulations, 2015 as Annexure-II;
- 3. Report of Scrutinizer (Annexure III) dated 22nd July, 2017 as required under Section 108 & Section 109 of the Companies Act 2013 r.w. Rule 20(4) of the Companies (Management and Administration) Rules, 2014, as received from M/s Riddhi Khaneja & Associates Company Secretaries, Ahmedabad who acted as a Scrutinizer for the voting process of the Company.

Kindly find the same in order.

Yours faithfully,

Regd. Office: 7th Floor,

Ahmedabad - 380 009.

For N K INDUSTRIES LIMITED,

MS. AKANKSHA SRIVASTAVA

(Company Secretary & Compliance Officer)

Popular House, Ashram Road,

Phone: 91-79-66309999 Fax: 91-79-26589214

E-mail: nkil@nkproteins.com

Plant: 745. Kadi-Thor Road.

Kadi - 382 715. Dist. Mehsana (N.G.)

Tele: (02764) 242613, 263884

Fax: (02764) 263667

Email: nkilkadi@yahoo.co.in

India.

CIN No.: L91110GJ1987PLC009905



Registered Office: 7th Floor, Popular House, Ashram Road, Ahmedabad – 380 009, Tel:

079-66309999, Fax: 079-66309913, Email: nkil@nkproteins.com

Industries Ltd. CIN: L91110GJ1987PLC009905, Web: www.nkindustriesltd.com

Annexure-I

SUMMARY OF PROCEEDINGS OF THE 29TH ANNUAL GENERAL MEETING

The 29th Annual General Meeting (AGM) of the members of N K Industries Limited ('the Company') held today on Saturday, 22nd July, 2017 and commenced at 11:20 A.M. at the ATMA Hall 1006, Ashram Road, Mill Officer's Colony, Vishalpur, Ellisbridge, Ahmedabad, Gujarat-380009.

Mr. Nimish K. Patel, Chairman and Managing Director of the Company occupied the chair for the meeting. The requisite quorum being present, the Chairman called the meeting in order. All the Directors of the Company were present at the meeting except Ms. Mridu Sharma, Independent Woman Director.

The Chairman Sir delivered the speech and shared in detail the overall performance of the Company for the fiscal year 2016-17 and also about the present economic scenario of the oil industry within the country and globally.

Thereafter, Mr. Bhawani Singh Yadav, Additional Technical Director of the Company was asked to make the shareholders aware about the technical upgradation, expansion plans and future growth of the Company.

Moving ahead with the AGM proceedings **Ms.** Akanksha Srivastava, the Company Secretary of the Company was asked to read the Notice along with the explanatory statement and Auditors' Report. All the business agenda items were read and the queries were invited and the same were replied by the Chairman Sir. The Shareholders were further informed that the Company has provided facility to cast their votes electronically, on all resolutions set forth in the Notice. Members who were present at the AGM and has not casted their votes electronically, were requested to cast their votes through Ballot Forms as was provided to them at the entrance.

RESULTS OF THE VOTING:

| SR. NO. | AGENDA/ITEMS | RESOLUTIO N REQUIRED (ORDINARY/ SPECIAL) | MODE OF VOTING | REMARKS |
|------------|--|---|---|------------------------------------|
| 1. | Adoption of Audited Financial Statements (Standalone and Consolidated) for F.Y. 2016-17. | Ordinary Resolution | Remote E-voting and Ballot Paper at the AGM | Passed with the requisite majority |





Registered Office: 7th Floor, Popular House, Ashram Road, Ahmedabad – 380 009, Tel:

079-66309999, Fax: 079-66309913, Email: nkil@nkproteins.com Industries Ltd. CIN: L91110GJ1987PLC009905, Web: www.nkindustriesltd.com

| 2. | Re-appointment of Mr. Nilesh K. Patel as a Director of the Company who retires by rotation and being eligible, offers himself for re-appointment. | Ordinary Resolution | Remote E-voting and Ballot Paper at the AGM | Passed with the requisite majority |
|----|---|------------------------|---|------------------------------------|
| 3. | Ratification of Appointment and Remuneration of M/s Parikh & Majmudar, Chartered Accountant as Statutory Auditors of the Company | Ordinary Resolution | Remote E-voting and Ballot Paper at the AGM | Passed with the requisite majority |
| 4. | Approval for appointment and remuneration to M/s. N D Birla & Co., Cost Accountants for the F.Y. 2017-18 | Ordinary Resolution | Remote E-voting and Ballot Paper at the AGM | Passed with the requisite majority |
| 5. | Approval for entering into Related Party Transactions by the Company under Section 188 of the Companies Act, 2013 | Ordinary Resolution | Remote E-voting and Ballot Paper at the AGM | Passed with the requisite majority |
| 6. | Appointment of Mr. Bhawani Singh Yadav (DIN: 00944269) as an Independent Director of the Company | Ordinary Resolution | Remote E-voting and Ballot Paper at the AGM | Passed with the requisite majority |

The Board of Directors has appointed M/s. Riddhi Khaneja & Associates, Company Secretaries Ahmedabad as Scrutinizer to supervise the E-voting and ballot voting process.

The Scrutinizer Report was received by the Chairman and accordingly all the resolutions as set out in the notice were declared as passed.

This is for your information and records.

Yours faithfully,

For N K INDUSTRIES LIMITED,

MS. AKANKSHA SRIVASTAVA

(Company Secretary & Compliance Officer)

CIN: L91110GJ1987PLC009905 Email: nkil@nkproteins.com, Fax: 079 66309913 Web: www.nkindustriesltd.com 7th Floor, Popular House, Ashram Road, Ahmedabad – 380 009, Tel: 079-66309999,



ANNEXURE- II

Voting Results as Regulation 44(3) of SEBI (LODR) Regulations, 2015

| Date of the AGM | | | | | | | | 22nd July, 2017 |
|--|-----------------|-------------------|------------------------------|---|-------------------------------------|----------------------------------|--|---------------------------------|
| Total number of shareholders on record date | ers on record | date | | | | | | 4919 |
| No. of Shareholders present in the meeting either in person or through proxy | nt in the meeti | ng either in pers | son or through | proxy | | | | |
| Promoters and Promoter Group: | roup: | | | | | | | 11 |
| Public: | | | | | | | | 28 |
| No. of Shareholders attended the meeting through Video Conferencing | led the meetin | g through Video | Conferencing | | | | | |
| Promoters and Promoter Group: | roup: | | | | | | | 0 |
| Public: | | | | | | | | 0 |
| Resolution Required : (Ordinary) | inary) | | 1 - To receive Statements) o | To receive and adopt Audited Financial Statements) of the Company for the financiathe Board of Directors and Auditors thereon | nancial Stateme e financial year | ents (including ended 31st Ma | 1 - To receive and adopt Audited Financial Statements (including Audited Consolidated Financial Statements) of the Company for the financial year ended 31st March, 2017 together with the Reports of the Board of Directors and Auditors thereon. | Financial ith the Reports of |
| Whether promoter/ promoter group are interested in the agenda/resolution? | ter group are i | interested in | | | | ON | | |
| Category | Mode of | No. of shares | No. of votes | % of Votes Polled | No. of Votes | No. of Votes | % of Votes in favour | % of Votes against |
| | Voting | held | polled | on outstanding shares | – in favour | -Against | on votes polled | on votes polled |
| | | [1] | [2] | [3]={[2]/[1]}*100 | [4] | [5] | [6]={[4]/[2]}*100 | [7]={[5]/[2]}*100 |
| | E-Voting | | 3829992 | 100.0000 | 3829992 | 0 | 100.0000 | 0.0000 |
| Promoter and Promoter | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| Group | Postal Ballot | 3823332 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 3829992 | 100.0000 | 3829992 | 0 | 100.0000 | 0.0000 |
| | E-Voting | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| D. L. C. A. S. A. S. A. | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| Public institutions | Postal Ballot | 1300 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | E-Voting | | 9554 | 0.4385 | 9549 | 5 | 99.9477 | 0.0523 |
| : | Poll | | 433443 | 19.8954 | 433443 | 0 | 100.0000 | 0.0000 |
| Public Non institutions | Postal Ballot | 2178608 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.00 |
| | Total | | 442997 | 20.3339 | 442992 | 5 | 6866.66 | 0.00 |
| Total | | 0066009 | 4272989 | 71.0992 | 4272984 | 5 | 6666.66 | 0.0001 |
| | | | | | | | | |



7th Floor, Popular House, Ashram Road, Ahmedabad – 380 009, Tel: 079-66309999, CIN: L91110GJ1987PLC009905 Email: nkil@nkproteins.com, Fax: 079 66309913 Web: www.nkindustriesltd.com

| Resolution Required : (Ordinary) | linary) | | 2 - To appoint eligible, offers | 2 - To appoint a Director in place of Mr. Nilesh K. Patel (DIN: 00244115), who retires by rotation and being eligible, offers himself for re-appointment. | Mr. Nilesh K. Pitment. | atel (DIN: 0024 | 4115), who retires by | rotation and being |
|---|-------------------|-----------------------|------------------------------------|---|--|--------------------------|--|---------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? | oter group are i | interested in | | | | YES | | |
| Category | Mode of Voting | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares | No. of Votes No. of Votes - in favour Against | No. of Votes -Against | % of Votes in favour on votes polled | % of Votes against on votes polled |
| | | [1] | [2] | [3]={[2]/[1]}*100 | [4] | [2] | [6]={[4]/[2]}*100 | [7]={[5]/[2]}*100 |
| | E-Voting | | 3704481 | 100.0000 | 3704481 | 0 | 100.0000 | 0.0000 |
| Promoter and Promoter | Poll | | 0 | 0.000 | 0 | 0 | 0.0000 | 0.0000 |
| Group | | 3704481 | | 2 | | | | |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 3704481 | 100.0000 | 3704481 | 0 | 100.0000 | 00000 |
| | E-Voting | , | 0 | 00000 | 0 | 0 | 0.000 | 0.0000 |
| | Poll | | 0 | 00000 | 0 | 0 | 0.0000 | 0.0000 |
| Public Institutions | 2. | 1300 | | | | | | |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.000 | 0.0000 |
| | Total | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | E-Voting | | 9554 | 0.4385 | 9549 | 5 | 99.9477 | 0.0523 |
| | Poll | | 433443 | 19.8954 | 433443 | 0 | 100.0000 | 0.0000 |
| Public Non Institutions | | 2178608 | | | | | | |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 442997 | 20.3339 | 442992 | 5 | 6866.66 | 0.0011 |
| Total | | 0066009 | 4147478 | 69.0108 | 4147473 | 5 | 6666.66 | 100000 |
| | | | | | | | | |

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| Resolution Required : (Ordinary) | inary) | | 3 - To ratify ap General Meeti remuneration. | 3 - To ratify appointment of Auditors of the Company to hold office from the conclusion of this Annual General Meeting i.e. 29th AGM till the conclusion of the 30th Annual General Meeting and to fix their remuneration. | s of the Compa he conclusion c | ny to hold offi of the 30th Anr | ce from the conclusio iual General Meeting | on of this Annual and to fix their |
|---|------------------|--------------|--|--|-----------------------------------|------------------------------------|---|---------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? | oter group are i | nterested in | | | · | ON | , | |
| Category | Mode of | No. of | No. of votes | % of Votes Polled No. of Votes No. of Votes | No. of Votes | No. of Votes | % of Votes in | % of Votes against |
| | Voting | shares held | polled | on outstanding | - in favour | -Against | favour on votes | on votes polled |
| | | | | shares | | | polled | |
| | | [1] | [2] | [3]={[2]/[1]}*100 | [4] | [5] | [6]={[4]/[2]}*100 | [7]={[5]/[2]}*100 |
| | E-Voting | | 3829992 | 100.0000 | 3829992 | 0 | 100.0000 | 0.0000 |
| Promoter and Promoter | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| Group | | 3829992 | | | | | | |
| 5 | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 3829992 | 100.0000 | 3829992 | 0 | 100.0000 | 0.0000 |
| | E-Voting | 2 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| Public Institutions | | 1300 | | | | | | |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | E-Voting | | 9554 | 0.4385 | 9549 | 5 | 99.9477 | 0.0523 |
| | Poll | 4 | 433443 | 19.8954 | 433443 | 0 | 100.0000 | 0.0000 |
| Public Non Institutions | | 2178608 | | | | | | |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 442997 | 20.3339 | 442992 | 5 | 99.9989 | 0.001 |
| Total | | 0066009 | 4272989 | 71.0992 | 4272984 | 2 | 6666.66 | 0.000E |
| | | | | | | | | |



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| Resolution Required: (Ordinary) | dinary) | | 4 - To pass Orc | To pass Ordinary Resolution approving appointment and payment of remuneration to M/s. N D Birla & | roving appoint | ment and payn | nent of remuneration | to M/s. N D Birla & |
|---|------------------|---------------|-----------------|---|----------------|---------------|----------------------|---------------------|
| | | | Co., Cost Acco | co., cost Accountants for the year 2017-18. | .01/-18. | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | oter group are i | interested in | | | | ON | | |
| Category | Mode of | No. of | No. of votes | % of Votes Polled No. of Votes No. of Votes | No. of Votes | No. of Votes | % of Votes in | % of Votes against |
| | Voting | shares held | polled | on outstanding | - in favour | -Against | favour on votes | on votes polled |
| | | | | shares | | | polled | |
| | | [1] | [2] | [3]={[2]/[1]}*100 | [4] | [2] | [6]={[4]/[2]}*100 | [7]={[5]/[2]}*100 |
| | E-Voting | | 3829992 | 100.0000 | 3829992 | 0 | 100.0000 | 0.0000 |
| Promoter and Promoter | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| Group | | 3829992 | £ | | | | | |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | 8 | 3829992 | 100.0000 | 3829992 | 0 | 100.0000 | 0.0000 |
| | E-Voting | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| Public Institutions | | 1300 | | | | | | |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 0 | 0.0000 | 0 | 0 | 0.0000 | 00000 |
| | E-Voting | | 9554 | 0.4385 | 9549 | 5 | 99.9477 | 0.0523 |
| | Poll | | 433443 | 19.8954 | 433443 | 0 | 100.0000 | 0.0000 |
| Public Non Institutions | | 2178608 | | | | | | |
| v | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | 4 | 442997 | 20.3339 | 442992 | 5 | 6866.66 | 0.0011 |
| Total | | 0066009 | 4272989 | 71.0992 | 4272984 | 2 | 6666.66 | ONTOGO.O |
| | | | | | | | | |



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| Resolution Required : (Ordinary) | linary) | | 5 - To pass Ordinary Resolut of the Companies Act, 2013. | To pass Ordinary Resolution for approving related party transactions of the Company under Section 188 the Companies Act, 2013. | approving relat | ed party trans | actions of the Compa | ny under Section 188 |
|---|------------------|---------------|---|--|---------------------------|----------------|----------------------|----------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? | oter group are i | interested in | | | | YES | | |
| Category | Mode of | | | | | | | - |
| | Voting | | | % of Votes Polled | 3 | | % of Votes in | |
| 2 | | No. of | No. of votes | on outstanding | No. of Votes No. of Votes | No. of Votes | favour on votes | % of Votes against |
| | | shares held | polled | shares | - in favour | -Against | polled | on votes polled |
| | | [1] | [2] | [3]={[2]/[1]}*100 | [4] | [2] | [6]={[4]/[2]}*100 | [7]={[5]/[2]}*100 |
| | E-Voting | | 3465801 | 100.0000 | 3465801 | 0 | 100.0000 | 0.0000 |
| Dromoter and Dromoter | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| From Group | | 3465801 | 2 | | | | | |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 3465801 | 100.0000 | 3465801 | 0 | 100.0000 | 0.0000 |
| | E-Voting | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| Public Institutions | | 1300 | | | | | | |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | E-Voting | | 9554 | 0.4385 | 9549 | 5 | 99.9477 | 0.0523 |
| | Poll | | 433443 | 19.8954 | 433443 | 0 | 100.0000 | 0.0000 |
| Public Non Institutions | | 2178608 | | | | | | |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 442997 | 20.3339 | 442992 | 5 | 6866.66 | 0.0011 |
| Total | | 0066009 | 3908798 | 62.0393 | 3908793 | 5 | 6666.66 | 0.0001 |
| | | | | | | | | |



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| Resolution Required : (Ordinary) | linary) | | 6 - To pass Orc Independent D | 6 - To pass Ordinary Resolution for appointment of Mr. Bhawani Singh Yadav (DIN: 00944269) as an Independent Director of the Company. | appointment of ny. | Mr. Bhawani | Singh Yadav (DIN: 009 | 944269) as an |
|---|------------------|---------------|----------------------------------|---|-----------------------|--------------|-----------------------|--------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? | oter group are i | interested in | | | | NO | | |
| Category | Mode of | No. of | No. of votes | % of Votes Polled No. of Votes No. of Votes | No. of Votes | No. of Votes | % of Votes in | % of Votes against |
| | Voting | shares held | polled | on outstanding | - in favour | -Against | favour on votes | on votes polled |
| | | | | shares | | | polled | |
| | | [1] | [2] | [3]={[2]/[1]}*100 | [4] | [5] | [6]={[4]/[2]}*100 | [7]={[5]/[2]}*100 |
| | E-Voting | | 3829992 | 100.0000 | 3829992 | 0 | 100.0000 | 0.0000 |
| Promoter and Promoter | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| Group | | 3829992 | | | | | | |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 3829992 | 100.0000 | 3829992 | 0 | 100.0000 | 0.0000 |
| | E-Voting | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| Public Institutions | | 1300 | | · | | | | |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.000 | 0.0000 |
| | Total | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | E-Voting | | 9554 | 0.4385 | 9549 | 5 | 99.9477 | 0.0523 |
| | Poll | | 433443 | 19.8954 | 433443 | 0 | 100.0000 | 0.0000 |
| Public Non Institutions | | 2178608 | | | | | | |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 442997 | 20.3339 | 442992 | 5 | 6866.66 | 0.0011 |
| Total | | 0066009 | 4272989 | 71.0992 | 4272984 | 5 | 6666.66 | 0.0001 |
| | | | | | | | | |



9th Floor, Popular House, Ashram Road, Ahmedabad- 380009(M): 9824165879, Email: riddhi.khaneja@gmail.com

Form No. MGT 13

ANNEXURE III

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman,
N K Industries Limited
7th Floor, Popular House,
Ashram Road,
Ahmedabad – 380 009

Re: 29th Annual General Meeting of the Equity Shareholders of N K Industries Limited Held on Saturday, the 22nd July, 2017 commenced at 11:20 A.M at ATMA Hall, 1006, Ashram Road, Mill Officer's Colony, Vishalpur, Ellisbridge, Ahmedabad-380 009

Dear Sir,

I Riddhi Khaneja, Proprietor of Riddhi Khaneja & Associates, Company Secretaries, Ahmedabad, was appointed as Scrutinizer for the purpose of scrutinizing the remote E-voting process and the voting carried out through polling paper at the Annual General Meeting the ("AGM") of N K Industries Limited vide its Board Meeting held on 8th May, 2017 pursuant to Section 108 & 109 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration Rules), 2014 on the resolutions contained in the Notice to the 29th Annual General Meeting of the Equity Shareholders of N K Industries Limited, held today on Saturday, the 22nd July, 2017 commenced at 11.20 A.M.





9th Floor, Popular House, Ashram Road, Ahmedabad- 380009(M): 9824165879, Email: riddhi.khaneja@gmail.com

I hereby submit my report as under:

- 1. The Company has dispatched the Notice convening the Annual General Meeting comprising of all the details as required under the Companies Act, 2013 and also regarding the electronic facility provided by the Company to its shareholders. The same was also published through Newspaper Advertisement in Financial Express in English Language as well as in Gujarati (Regional Language).
- 2. The shareholders of the Company holding shares as on the "cut off" date 15th July, 2017, were entitled to vote on the proposed resolutions as set out in item Nos., 1 to 6 in the Notice of the 29th AGM of N K Industries Limited.
- 3. After the time fixed for closing of the poll by the Chairman, ballot boxes kept for polling were locked in my presence with due identification marks placed by me.
- 4. The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agent of the Company and the authorizations/proxies lodged with the Company.
- 5. I did not find any poll papers invalid.
- 6. The E-voting facility provided by CDSL commenced from 9.00 A.M. on Wednesday, the 19th July, 2017 and ended on 5.00 P.M. on Friday, the 21st July, 2017.
- 7. The votes casted through E-voting were unblocked by me in presence of Mr. Sanjay Maru and Mr. Purnesh Mewada who were not in the employment of the Company.





9th Floor, Popular House, Ashram Road, Ahmedabad- 380009(M): 9824165879, Email: riddhi.khaneja@gmail.com

- 8. The summary of the physical ballot forms received and e-voting is given below:
- a) Resolution: Ordinary Resolution for Adoption of Audited Financial Statements (Standalone and Consolidated) for F.Y. 2016-17.
 - i. Voted in favour of the resolution:

| Type of voting | Number of | Number of votes | % of total number |
|----------------|---------------------|-----------------|---------------------|
| | members present | cast by them | of valid votes cast |
| | and voting (in | | |
| | person or by proxy) | | e e |
| E-voting | 16 | 3839541 | 89.86 |
| Ballot | 15 | 433443 | 10.14 |
| Total | 31 | 4272984 | 99.99 |

ii. Voted against the resolution:

| Type of voting | Number of | Number of votes | % of total number |
|----------------|---------------------|-----------------|---------------------|
| | members present | cast by them | of valid votes cast |
| | and voting (in | | |
| | person or by proxy) | | |
| E-voting | 1 | 5 | 0.00011 |
| Ballot | - | - | - |
| Total | 1 | 5 | 0.00011 |

| Type of voting | Number of members present and voting (in person or by proxy) | | votes | % of total number of valid votes cast |
|----------------|---|-----|-------|---------------------------------------|
| E-voting | | | | - |
| Ballot | | NIL | | |
| Total | | | | |





9th Floor, Popular House, Ashram Road, Ahmedabad- 380009(M): 9824165879, Email: riddhi.khaneja@gmail.com

- b) Resolution: Ordinary Resolution for Re-appointment of Mr. Nilesh K. Patel as a Director of the Company who retires by rotation and being eligible, offers himself for re-appointment.
 - i. Voted **in favour** of the resolution:

| Type of voting | Number of | Number of votes | % of total number |
|----------------|---------------------|-----------------|---------------------|
| | members present | cast by them | of valid votes cast |
| | and voting (in | | |
| - | person or by proxy) | 1 | |
| E-voting | 14 | 3714030 | 89.55 |
| Ballot | 15 | 433443 | 10.45 |
| Total | 29 | 4147473 | 99.99 |

ii. Voted against the resolution:

| Type of voting | Number of | Number of votes | % of total number |
|----------------|---------------------|-----------------|---------------------|
| | members present | cast by them | of valid votes cast |
| | and voting (in | | - |
| v | person or by proxy) | | |
| E-voting | 1 | 5 | 0.00012 |
| Ballot | - | - | - |
| Total | 1 | 5 | 0.00012 |

| Type of voting | Number of | Number of votes | % of total number |
|----------------|---------------------|-----------------|---------------------|
| | members present | cast by them | of valid votes cast |
| | and voting (in | | |
| | person or by proxy) | | |
| E-voting | | | |
| Ballot | \$ \$2 | NIL | e |
| Total | | | * (4) |





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- c) Resolution: Ordinary Resolution for Ratification of Appointment and Remuneration of M/s Parikh & Majmudar, Chartered Accountant as Statutory Auditors of the Company.
 - i. Voted in favour of the resolution:

| Type of voting | | Number of votes cast by them | % of total number of valid votes cast |
|----------------|----|------------------------------|---------------------------------------|
| E-voting | 16 | 3839541 | 89.86 |
| Ballot | 15 | 433443 | 10.14 |
| Total | 31 | 4272984 | 99.99 |

ii. Voted against the resolution:

| Type of voting | Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
|----------------|---|------------------------------|---------------------------------------|
| E-voting | 1 | 5 | 0.00011 |
| Ballot | - | - | - |
| Total | 1 | 5 | 0.00011 |

| Type of voting | Number of members present and voting (in person or by proxy) | Number of cast by them | votes | % of total number of valid votes cast |
|----------------|---|------------------------|-------|---------------------------------------|
| E-voting | promy) | | | |
| Ballot | | NIL | | |
| Total | | | | |





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- d) Resolution: Ordinary Resolution for Approval for appointment and remuneration to M/s. N D Birla & Co., Cost Accountants for the F.Y. 2017-18.
 - i. Voted in favour of the resolution:

| Type of voting | Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
|----------------|---|------------------------------|---------------------------------------|
| E-voting | 16 | 3839541 | 89.86 |
| Ballot | 15 | 433443 | 10.14 |
| Total | 31 | 4272984 | 99.99 |

ii. Voted against the resolution:

| Type of voting | Number of | Number of votes | % of total number |
|----------------|---------------------|-----------------|---------------------|
| | members present | cast by them | of valid votes cast |
| | and voting (in | | |
| | person or by proxy) | | |
| E-voting | 1 | 5 | 0.00011 |
| Ballot | - | - | - |
| Total | 1 | 5 | 0.00011 |

| Type of voting | Number of members present and voting (in person or by proxy) | cast by them | votes | % of total number of valid votes cast |
|----------------|---|--------------|-------|---------------------------------------|
| E-voting | | | | |
| Ballot | d a | NIL | | 3* * |
| Total | | | | |





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- e) Resolution: Ordinary Resolution for Approval for entering into Related Party Transactions by the Company under Section 188 of the Companies Act, 2013.
 - i. Voted in favour of the resolution:

| Type of voting | Number of | Number of votes | % of total number |
|----------------|---------------------|-----------------|---------------------|
| , | members present | cast by them | of valid votes cast |
| | and voting (in | | |
| | person or by proxy) | a 2 | 9 |
| E-voting | 12 | 3475350 | 88.91 |
| Ballot | 15 | 433443 | 11.09 |
| Total | 27 | 3908793 | 99.99 |

ii. Voted **against** the resolution:

| Type of voting | Number of | Number of votes | % of total number |
|----------------|---------------------|-----------------|---------------------|
| | members present | cast by them | of valid votes cast |
| | and voting (in | | * |
| я | person or by proxy) | | * |
| E-voting | 1 | 5 | 0.00012 |
| Ballot | | - | - |
| Total | 1 | 5 | 0.00012 |

| Type of voting | Number of members present and voting (in person or by proxy) | | votes | % of total number of valid votes cast |
|----------------|---|-----|-------|---------------------------------------|
| E-voting | promote of promy) | | | |
| Ballot | , | NIL | | e |
| Total | | | | |





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- f) Resolution: Ordinary Resolution for Appointment of Mr. Bhawani Singh Yadav (DIN: 00944269) as an Independent Director of the Company.
 - i. Voted in favour of the resolution:

| Type of voting | Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
|----------------|---|------------------------------|---------------------------------------|
| E-voting | 16 | 3839541 | 89.86 |
| Ballot | 15 | 433443 | 10.14 |
| Total | 31 | 4272984 | 99.99 |

ii. Voted against the resolution:

| Type of voting | Number of | Number of votes | % of total number |
|----------------|---------------------|-----------------|---------------------|
| | members present | cast by them | of valid votes cast |
| | and voting (in | | а |
| | person or by proxy) | | |
| E-voting | 1 | 5 | 0.00011 |
| Ballot | - | - | - |
| Total | 1 | 5 | 0.00011 |

| Type of voting | Number of | Number of votes | % of total number |
|----------------|---------------------|-----------------|---------------------|
| | members present | cast by them | of valid votes cast |
| | and voting (in | | |
| | person or by proxy) | * | er e |
| E-voting | | | |
| Ballot | NIL | | |
| Total | | | |





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- 9. The physical ballot forms and other related papers/registers and records were handed over to Ms. Akanksha Srivastava, the Company Secretary of the Company for its safe custody after verification.
- 10. Since the total votes polled in favour is 100% (Approximately), you may declare all the above resolutions set forth as an Ordinary Resolution as passed.

Yours faithfully,

For Riddhi Khaneja & Associates

Riddhi Khaneja

Proprietor

M. No: 35651 CP No: 17397

Date: 22nd July, 2017 Place: Ahmedabad

In presence of:

1. Mr. Sanjay Maru:

2. Mr. Purnesh Mewada: