



## **NEELAMALAI AGRO INDUSTRIES LIMITED**

(Registered Office : Katary Estate, Katary P.O., Coonoor, Nilgiris District - 643 213, TamilNadu)  
Post Box No. 4260, Panampilly Nagar P.O., Ernakulam District, Kochi - 682 036, Kerala  
Tele : (0484) 2315312 Fax : (0484) 2312541  
Corporate Identity Number (CIN): L01117TZ1943PLC000117  
E-Mail : secneelamalai@vsnl.net Website : www.neelamalaiagro.com

August 18, 2017

Bombay Stock Exchange Limited  
25th Floor, PhirozeJeejeebhoy Towers  
Dalal Street, Fort  
Mumbai- 400001  
Phones : 022-22721233/4, 022-66545695

Dear Sirs,

Sub: **SEBI ( Listing Obligations and Disclosure Requirements) Regulations, 2015- Annual General Meeting-Proceedings- Details regarding voting results-(BSE Stock Code: 508670 )**

Ref: **Regulation 30 read with Schedule III Part A Para 13 and Regulation 44(3) regarding**

We wish to inform you that the Annual General Meeting of the Company relating to the Financial Year ended 31<sup>st</sup> March 2017 was held on Thursday, August 17, 2017 at the Regd. Office of the company at Katary Estate, Katary Post, Coonoor, The Nilgiris – 643213 and all the items of business contained in the Notice of the Annual General Meeting which are given below were transacted.

### **ORDINARY BUSINESS - ORDINARY RESOLUTIONS**

- 1. Adoption of Financial Statements (including Consolidated Financial Statements) of the Company for the year ended 31.03.2017**
- 2. Declaration of Dividend on Equity Shares**
- 3. Re-appointment of Mr. W.D.Nelson as Director**
- 4. Appointment of Auditors of the Company**



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### Manner of approval

All the aforesaid business items were transacted through Ordinary Resolutions. A remote e-voting was undertaken as per applicable Regulations for a minimum period of 3 days which remained open from Monday, August 14, 2017 (9.00 a.m.) to Wednesday, August 16, 2017 (5.00 p.m.) (both days inclusive). The shareholders present at the meeting had already cast their votes through remote e-voting. So there was no necessity for voting through ballot papers at the AGM venue. The report of the Scrutinizer dated August 17, 2017 is enclosed.

### Details of vote

The details of the voting results in the specified format is enclosed.

This may please be taken on record.

Thank you.

Yours faithfully  
for NEELAMALAI AGRO INDUSTRIES LTD.

T.M.HARIKUMAR  
COMPANY SECRETARY & CFO

Encl: As above



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### Details of Voting Results as prescribed under Regulation 44 ( 3) of the SEBI ( Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of Annual General Meeting	:	August 17, 2017
Total number of share holders on record date	:	1142 ( as on evoting cut off date 10.08.2017)
No. of share holders present in the meeting either in person or through proxy	:	20
Promoters and Promoter Group	:	2
Public	:	18
No. of Share holders attended the meeting through video Conferencing	:	Not arranged
Promoters and Promoter Group		Nil
Public		Nil





## NEELAMALAI AGRO INDUSTRIES LIMITED

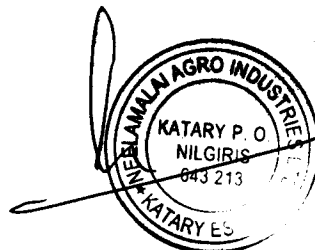
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### ORDINARY BUSINESS

### ORDINARY RESOLUTION NO. 1

### ADOPTION OF AUDITED FINANCIAL STATEMENTS (INCLUDING CONSOLIDATED FINANCIAL STATEMENTS) FOR THE YEAR ENDED 31.03.2017

Resolution required ( Ordinary/Special)					Ordinary Resolution			
Whether Promoter/Promoter Groups are interested in the agenda/resolution					No			
Promoter/ Public	Mode of voting -	No. of Shares held  (1)	No. of votes polled  (2)	% of shares 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	EVOTING	416003	416003	100	416003	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		N.A.	0	0	0	0	0
	SUB TOTAL	416003	416003	100	416003	0	100	0
Public - Institutions	EVOTING	13490	0	0	0	0	0	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		N.A.	0	0	0	0	0
	SUB TOTAL	13490	0	0	0	0	0	0
Public - Non- Institutions	EVOTING	197857	401	0.20	401	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		N.A.	0	0	0	0	0
	SUB TOTAL	197857	401	0.20	401	0	100	0
<b>GRAND TOTAL</b>		<b>627350</b>	<b>416404</b>	<b>66.38</b>	<b>416404</b>	<b>0</b>	<b>100</b>	<b>0</b>





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### ORDINARY BUSINESS

### ORDINARY RESOLUTION NO. 2

### DECLARATION OF DIVIDEND ON EQUITY SHARES

Resolution required ( Ordinary/Special)					Ordinary Resolution			
Whether Promoter/Promoter Groups are interested in the agenda/resolution					No			
Promoter/ Public	Mode of voting –	No. of Shares held (1)	No. of votes polled (2)	% of shares 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	EVOTING	416003	416003	100	416003	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		N.A.	0	0	0	0	0
	SUB TOTAL	416003	416003	100	416003	0	100	0
Public – Institutions	EVOTING	13490	0	0	0	0	0	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		N.A.	0	0	0	0	0
	SUB TOTAL	13490	0	0	0	0	0	0
Public – Non- Institutions	EVOTING	197857	401	0.20	401	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		N.A.	0	0	0	0	0
	SUB TOTAL	197857	401	0.20	401	0	100	0
<b>GRAND TOTAL</b>		<b>627350</b>	<b>416404</b>	<b>66.38</b>	<b>416404</b>	<b>0</b>	<b>100</b>	<b>0</b>





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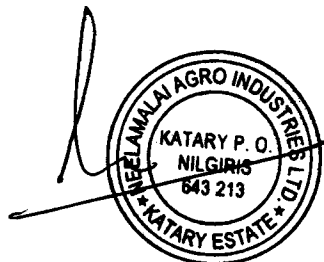
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### ORDINARY BUSINESS

### ORDINARY RESOLUTION NO. 3

### RE-APPOINTMENT OF MR. W.D.NELSON AS DIRECTOR

Resolution required ( Ordinary/Special)					Ordinary Resolution			
Whether Promoter/Promoter Groups are interested in the agenda/resolution					No			
Promoter/ Public	Mode of voting –	No. of Shares held  (1)	No. of votes polled  (2)	% of shares 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	EVOTING	416003	416003	100	416003	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		N.A.	0	0	0	0	0
	SUB TOTAL		416003	416003	100	416003	0	100
Public – Institutions	EVOTING	13490	0	0	0	0	0	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		N.A.	0	0	0	0	0
	SUB TOTAL		13490	0	0	0	0	0
Public – Non- Institutions	EVOTING	197857	401	0.20	401	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		N.A.	0	0	0	0	0
	SUB TOTAL		197857	401	0.20	401	0	100
<b>GRAND TOTAL</b>		<b>627350</b>	<b>416404</b>	<b>66.38</b>	<b>416404</b>	<b>0</b>	<b>100</b>	<b>0</b>





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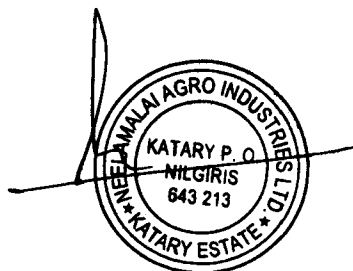
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### ORDINARY BUSINESS

### ORDINARY RESOLUTION NO. 4

### APPOINTMENT OF AUDITORS OF THE COMPANY

Resolution required ( Ordinary/Special)					Ordinary Resolution			
Whether Promoter/Promoter Groups are interested in the agenda/resolution					No			
Promoter/ Public	Mode of voting –	No. of Shares held  (1)	No. of votes polled  (2)	% of shares 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	EVOTING	416003	416003	100	416003	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		N.A.	0	0	0	0	0
	SUB TOTAL		416003	416003	100	416003	0	100
Public – Institutions	EVOTING	13490	0	0	0	0	0	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		N.A.	0	0	0	0	0
	SUB TOTAL		13490	0	0	0	0	0
Public – Non- Institutions	EVOTING	197857	401	0.20	401	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		N.A.	0	0	0	0	0
	SUB TOTAL		197857	401	0.20	401	0	100
<b>GRAND TOTAL</b>		<b>627350</b>	<b>416404</b>	<b>66.38</b>	<b>416404</b>	<b>0</b>	<b>100</b>	<b>0</b>





#28, 1st Floor, Ganapathy Colony, 11th Street, Teynampet, Chennai - 600 018.

**Scrutinizer's Report**

[Pursuant to Section 108 of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014, as amended]

Dated: 17.08.2017

To,  
The Chairman,  
M/s. NEELAMALAI AGRO INDUSTRIES LIMITED,  
Katary Estate, Katary P.O., Coonoor,  
The Nilgiris - 643 213.

Dear Sir,

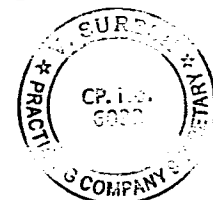
**Subject: Consolidated Scrutinizer's Report on remote e-voting pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and amendments thereto and voting through Ballot Papers at the AGM venue at the 74<sup>th</sup> Annual General Meeting of M/s. Neelamalai Agro Industries Limited, held on Thursday, August 17, 2017 at 12.00 Noon at Katary Estate, Katary Post, Coonoor, The Nilgiris - 643213.**

I, V Suresh, Practising Company Secretary, have been appointed by the Board of Directors of M/s. Neelamalai Agro Industries Limited (the Company) as the Scrutinizer for the purpose of scrutinizing the remote e-voting/ voting through Ballot Papers at the AGM venue and ascertaining the requisite majority, as per the provisions of Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and amendments thereto in respect of the resolutions contained in the notice to the 74<sup>th</sup> Annual General Meeting (AGM) of the members of the Company, held on Thursday, August 17, 2017 at 12.00 Noon at Katary Estate, Katary Post, Coonoor, The Nilgiris - 643 213.

The Notice dated 30<sup>th</sup> May 2017 was sent to the Shareholders in respect of the below mentioned resolutions passed at the Annual General Meeting of the Company.

The Public Advertisement with respect to dispatch of notices and conducting of voting through electronic means was published in an English newspaper "The Financial Express (Chennai Edition)" and in a vernacular newspaper "Makkal Kural (Coimbatore and Chennai Editions)" having wide circulation, on 26.07.2017.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the Rules relating to voting through electronic means on the resolutions contained in the Notice of 74<sup>th</sup> Annual General Meeting (AGM) of the members of the Company. My responsibility as a Scrutinizer for the e-voting process is restricted to presenting a Scrutinizer's Report on the votes cast "in favour" or "against" or "abstained", in respect of the resolutions stated below, based on the reports generated from the e-voting system provided by M/s. Central Depository Services (India) Limited ('CDSL'), the authorized agency to provide e-voting facilities, engaged by the Company.





The members of the Company as on the "cut-off" date i.e. August 10, 2017 were entitled to vote on the resolutions (items no. 1 to 4 as set out in the notice of the 74<sup>th</sup> AGM of the Company.)

Further to the above, I submit my report as under:-

**Remote E-voting:**

- i. The e-voting period remained open from Monday, August 14, 2017 (9.00 a.m.) to Wednesday, August 16, 2017 (5.00 p.m.) (both days inclusive).
- ii. The votes cast under remote e-voting facility were thereafter unblocked in presence of two witnesses who were not in employment of the Company.
- iii. The Corporate member who had participated in the remote e-voting had provided scanned copy of the resolution passed at their Board of Directors Meeting for authorization to exercise their votes through e-voting.

**Voting through Ballot Papers at the AGM venue:**

- The shareholders present at the meeting had already cast their votes through remote e-voting. So, there was no necessity for voting through ballot papers at the AGM venue.

Thereafter, the results containing, inter alia, list of Equity Shareholders, who voted "for", "against" or "abstained", in respect of the each of the resolutions that were put to vote, were generated from the e-voting website of M/s. Central Depository Services (India) Limited ('CDSL'), (i.e.) <https://www.evotingindia.com>.

The results are as follows:

**Resolution No 1: Ordinary Resolution**

**Ordinary Business: Adoption of financial statements (including consolidated financial statements) for the year ended 31.03.2017.**

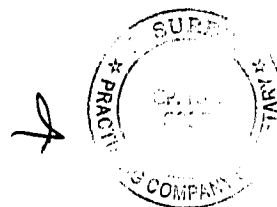
Voting Method	Total Valid Votes	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	Abstained Votes
		No. of folios	No. of Shares	% of total number of valid votes cast	No. of folios	No. of Shares	% of total number of valid votes cast		
Remote E-Voting	4,16,404	30	4,16,404	100	-	-	-	-	-
Voting through Ballot Papers at the AGM Venue	-	-	-	-	-	-	-	-	-
<b>Total</b>	<b>4,16,404</b>	<b>30</b>	<b>4,16,404</b>	<b>100</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>

**Resolution No 2: Ordinary Resolution**  
**Ordinary Business: Declaration of Dividend**

Voting Method	Total Valid Votes	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	Abstained Votes
		No. of folios	No. of Shares	% of total number of valid votes cast	No. of folios	No. of Shares	% of total number of valid votes cast		
Remote E-Voting	4,16,404	30	4,16,404	100	-	-	-	-	
Voting through Ballot Papers at the AGM Venue	-	-	-	-	-	-	-	-	
<b>Total</b>	<b>4,16,404</b>	<b>30</b>	<b>4,16,404</b>	<b>100</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	

**Resolution No 3: Ordinary Resolution**  
**Ordinary Business: Re-appointment of Mr. W.D. Nelson as Director.**

Voting Method	Total Valid Votes	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	Abstained Votes
		No. of folios	No. of Shares	% of total number of valid votes cast	No. of folios	No. of Shares	% of total number of valid votes cast		
Remote E-Voting	4,16,404	30	4,16,404	100	-	-	-	-	
Voting through Ballot Papers at the AGM Venue	-	-	-	-	-	-	-	-	
<b>Total</b>	<b>4,16,404</b>	<b>30</b>	<b>4,16,404</b>	<b>100</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	



**Resolution No 4: Ordinary Resolution**  
**Ordinary Business: Appointment of Auditors of the Company**

Voting Method	Total Valid Votes	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	Abstained Votes
		No. of folios	No. of Shares	% of total number of valid votes cast	No. of folios	No. of Shares	% of total number of valid votes cast		
Remote E-Voting	4,16,404	30	4,16,404	100	-	-	-	-	
Voting through Ballot Papers at the AGM Venue	-	-	-	-	-	-	-	-	
<b>Total</b>	<b>4,16,404</b>	<b>30</b>	<b>4,16,404</b>	<b>100</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	

All the resolutions have been passed with requisite majority.

Thanking you,

Yours Faithfully,



V Suresh  
 Practising Company Secretary  
 CP No. 6032

