

# NIDHI GRANITES LIMITED

CIN- L51900MH1981PLC025677

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10<sup>th</sup> January, 2018

To  
The BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort,  
Mumbai - 400 001.

**Company Code: 512103**

**Name of the Company: Nidhi Granites Limited**

**E-Mail Id of the Company: pushpraj@vsnl.com**

**Subject:- Voting Results of Extra-ordinary General Meeting (EGM) of the Company held on 8<sup>th</sup> January, 2018.**

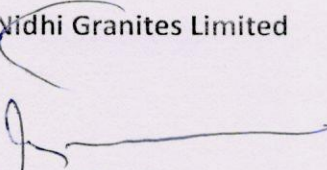
Dear Sir/Madam,

Pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith Scrutinizer Report on voting results conducted through Remote e-voting and Poll for the Extra-ordinary General Meeting of the members of the Company held on Monday, 8<sup>th</sup> January, 2018 at 11.00 a.m. at the Registered Office of the Company at 9, Popat Bapa Shopping Centre, 2<sup>nd</sup> Floor, Station Road, Santacruz (West), Mumbai - 400 054.

Kindly take the same on your record and disseminate the same under the Corporate Announcement section of your website.

Yours Sincerely,

**For Nidhi Granites Limited**

  
**Rajkumar Thard**  
Managing Director



Encl.: as above

## NIDHI GRANITES LIMITED

<b>Resolution Required : (Ordinary)</b>	<b>Appointment of Statutory Auditors to fill casual vacancy caused by the resignation of Statutory Auditors.</b>  <b>"RESOLVED THAT</b> pursuant to the provisions of Section 139(8) and other applicable provisions, if any, of the Companies Act, 2013 as amended from time to time or any other law for the time being in force (including any statutory modification or amendment thereto or re-enactment thereof for the time being in force), M/s. S. K. Masand & Co., Chartered Accountants, Mumbai be and are hereby appointed as Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of M/s. K. N. Gandhi & Co., Chartered Accountants, Mumbai and that M/s. S. K. Masand, & Co., Chartered Accountants, Mumbai shall hold office of the Statutory Auditors of the Company from the conclusion of this Extra-ordinary General Meeting until the conclusion of the ensuing Annual General Meeting and that they shall conduct the Statutory Audit for the financial year ended 31st March, 2018 on such remuneration as may be fixed by the Board of Directors in consultation with M/s. S. K. Masand & Co., Chartered Accountants."
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**Whether promoter/ promoter group are interested in the agenda/resolution?** **NO**

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
Promoter and Promoter Group	E-Voting	449861	449861	100.0000	449861	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>449861</b>	<b>100.0000</b>	<b>449861</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	1900	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	298239	32160	10.7833	32160	0	100.0000	0.0000
	Poll		12	0.0000	12	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>32172</b>	<b>10.7873</b>	<b>32172</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Total</b>		<b>750000</b>	<b>482033</b>	<b>64.2711</b>	<b>482033</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>



**For NIDHI GRANITES LTD.**

*(Signature)*  
**Managing Director**

**Combined Report of Scrutinizer for Remote e-Voting and Poll**

To,

**Mr. Rajkumar Thard**

**The Chairperson of the Extra-ordinary General Meeting of Nidhi Granites Limited**

Held on Monday, 8<sup>th</sup> January, 2018 at 11.00 a.m. at 9, Popat Bapa Shopping Centre, 2<sup>nd</sup> Floor, Station Road, Santacruz (West), Mumbai - 400 054.

Dear Sir,

I, **CS Bhumitra V. Dholakia, Designated Partner of Dholakia & Associates LLP, Company Secretaries** was appointed as a Scrutinizer by the Board of Directors of **Nidhi Granites Limited ("the Company")** pursuant to Sections 108 and 109 of the Companies Act, 2013 read with Rules made thereunder to scrutinize the electronic voting (Remote e-Voting) and the Poll Process for the resolutions contained in the Notice of the Extra-Ordinary General Meeting ("the Meeting") of the Company, submit my combined report as under:

1. The Management of the Company is responsible for the compliance of Sections 108 & 109 of the Companies Act, 2013 read with Rules 20 & 21 of the Companies (Management and Administration) Rules, 2014 and my responsibility is only to the extent of making a Scrutinizer's Report for ascertaining the votes cast in favour or against for respective Resolution.
2. After the time fixed for the poll by the Chairperson, one (1) empty ballot box kept for polling was locked in my presence and members who were present.
3. The locked ballot box was subsequently opened in my presence and in the presence of Mr. Vishvesh G. Bhagat and Mr. Vidyut R. Vasavada who are not in the employment of the Company. **(Declaration attached)** The poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company and Universal Capital Securities Private Limited, Registrar and Transfer Agents of the Company and the authorizations and proxies lodged with the Company.
4. The poll papers, which were incomplete and / or which were otherwise found defective have been treated as invalid and kept separately.
5. The Remote e-Voting commenced on January 4, 2018 (9:00 am IST) and was closed on January 7, 2018 (5.00 pm IST).



Scrutinizer's Report – Combined (Remote e-Voting and Poll) – Nidhi Granites Limited – EGM Page 1 of 7

6. The Remote e-Voting Result was unblocked at Mumbai from the website of Central Depository Services (India) Limited i.e. [www.evotingindia.com](http://www.evotingindia.com) after votes cast by Poll at the Meeting was counted by me and the Excel File containing the Result was opened in the presence of Mr. Vishvesh G. Bhagat and Mr. Vidyut R. Vasavada who are not in the employment of the Company. **(Declaration attached)**
7. The Votes cast by Corporate/Institutional Members who have uploaded the scanned certified true copy of the Board Resolution/Authority Letter, etc. on the website of Central Depository Services (India) Limited [www.evotingindia.com](http://www.evotingindia.com) have been considered valid.
8. **The Combined Result (Remote e-Voting + Poll) is as under :**

**Appointment of Statutory Auditors to fill casual vacancy caused by the resignation of Statutory Auditors.**

Particulars	Number of Members who cast vote/Poll Papers received	No of Equity Shares of the Nominal Value of Re. 10/- each (Votes cast)
<b>A. Remote e-Voting</b>		
Total Votes received by electronic mode	17	4,82,021
<b>Less:</b> Total Number of Invalid Votes	NIL	NIL
<b>Total Number of Valid Votes</b>	<b>17</b>	<b>4,82,021</b>
<b>B. Poll</b>		
Total Votes received by Poll	10	12,013
<b>Less:</b> Total Number of Invalid Votes	6	12,001
<b>Total Number of Valid Votes</b>	<b>4</b>	<b>12</b>
<b>C. Combined (A+B)</b>		
Total Votes received by electronic mode and Poll	27	4,94,034
<b>Less:</b> Total Number of Invalid Votes	6	12,001
<b>Total Number of Valid Votes</b>	<b>21</b>	<b>4,82,033</b>



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

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
<b>A. Remote e-Voting</b>		
17	4,82,021	100.00
<b>B. Poll</b>		
4	12	100.00
<b>C. Combined (A+B)</b>		
<b>21</b>	<b>4,82,033</b>	<b>100.00</b>

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

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
<b>A. Remote e-Voting</b>		
NIL	NIL	NIL
<b>B. Poll</b>		
NIL	NIL	NIL
<b>C. Combined (A+B)</b>		
<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

9. A Compact Disc (CD) containing a list of equity shareholders who voted by Poll at the Meeting and who voted "FOR", "AGAINST" and those whose votes were declared invalid for the resolution is enclosed.
10. The aforesaid Combined Report is tabulated on the basis of Acceptance and Rejection provided in the Annexure attached herewith which forms an integral part of this Report.
11. The poll papers and all other relevant records were sealed and handed over to Mr. Rajkumar Thard, Managing Director of the Company authorized by the Board for safe keeping.
12. You may accordingly declare the result of the Remote e-Voting and Poll.



13. The Register of Remote e-Voting will be e-mailed to the Chairperson of the Company after the Chairperson considers, approves and signs the minutes of the Extra-ordinary General Meeting in compliance with Rule 20(4)(xv) of Companies (Management and Administration) Rules, 2014.

Thanking you,

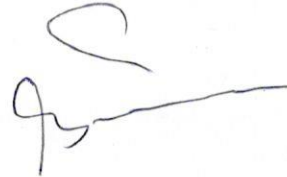
Yours faithfully,


**CS Bhumitra V. Dholakia**  
**Designated Partner**  
**Dholakia & Associates LLP**  
**(Company Secretaries)**  
**FCS: 977 CP No: 507**

Place : Mumbai

Date : 10<sup>th</sup> January, 2018



**ANNEXURE****A. BASIS OF ACCEPTANCE****I. VOTING THROUGH ELECTRONIC MODE:**

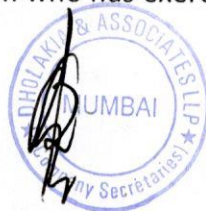
1. Member has voted only through Remote e-Voting i.e. electronic mode.

**II. PHYSICAL POLL FORM:**

2. The assent or dissent has been given by any other mark, the Poll Paper has been considered.
3. Joint shareholder(s) has/ have signed the Poll Paper instead of first named shareholder; the vote(s) cast by the joint named shareholders has/have been considered.
4. Shareholder has assented or dissented without mentioning the number of shares, the entire shareholding has been considered.
5. Shareholder has voted for less number of shares than his actual Shareholding, the number of shares (votes) indicated/cast has been considered.
6. Shareholder has voted for more than his actual shareholding, the actual shareholding has been considered.
7. If the Shareholder has voted both in Remote e-Voting and Poll, then Voting done through Remote e-Voting has been considered and Voting done through Poll has been treated as Invalid.

**B. BASIS OF REJECTION****I. VOTING THROUGH ELECTRONIC MODE:**

1. Corporate / Institutional Members (other than Individuals, HUF, NRI etc.) who have not uploaded the scanned copy of the relevant Board Resolution / Authority Letter / Power of Attorney, etc. on the website of Central Depository Services (India) Limited [www.evotingindia.com](http://www.evotingindia.com) have been considered invalid.
2. Board Resolution / Authority Letter / Power of Attorney, etc. do not grant power in favour of the person who has exercised voting right.



**II. PHYSICAL POLL FORM:**

3. Shareholder has not put any mark on either assent or dissent.
4. Poll paper is not signed.
5. Specimen signature of the shareholder with the Registrar and Share Transfer Agent differs with that of the signature in the Poll Papers.
6. The specimen signature of the beneficial owner is not provided to the Registrar and Share Transfer Agent by the Depositories and consequently there is no way to verify the signature with the specimen.
7. Shareholder has put tick mark for both assent and dissent without indicating number of shares.
8. In case where a Poll Paper has been signed by Authorised Signatory / Power of Attorney Holder and certified true copy of Board Resolution / Power of Attorney / Letter of Authority not provided to the Company / Registrar and Share Transfer Agent.
9. The Poll Paper is received torn or defaced or mutilated to an extent that it is difficult for the Scrutinizer to identify either the Member or the number of votes.
10. If both Shareholder and Proxy have signed and deposited the Poll Paper, the Poll Paper of the Proxy has been rejected and treated as invalid.
11. If the Name of the Person is not found in the Register of Members or Proxy Register or as an Authorised Representative of the Body Corporate, the Poll Paper has been rejected and treated as invalid.
12. If the Identity of the Person Voting is not known and there is no other way to trace his/her Identity due to incomplete Poll Paper, then the Poll paper has been rejected and treated as invalid.
13. If the Shareholder has voted both in Remote e-Voting and Poll, then Voting done through Remote e-Voting has been considered and voting done through Poll has been treated as Invalid





**C. REPORT FOR INVALID POLL PAPERS.**

Sr. No.	Category	No. of forms/ electronic votes	Total number of Invalid votes (Equity share of Rs. 10/- each)
<b>PHYSICAL POLL FORM:</b>			
1.	Not signed	1	1
2.	Not a Member	3	NIL
3.	Votes in both (E-voting and Poll)	2	12,000
<b>TOTAL</b>		<b>6</b>	<b>12,001</b>



*[Handwritten Signature]*

CS Bhumitra V. Dholakia  
Designated Partner  
Dholakia & Associates LLP  
(Company Secretaries)  
FCS: 977 CP No: 507

Place : Mumbai

Date : 10<sup>th</sup> January, 2018




*[Handwritten Signature]*

TO WHOMSOEVER IT MAY CONCERN

We, Vishvesh G. Bhagat and Vidhut R. Vasavada hereby state that the Polling Box, in which Equity Shareholders of **Nidhi Granites Limited** ("the Company") cast their vote by way of Poll at the Extra-ordinary General Meeting of the Company held on Monday, 8<sup>th</sup> January, 2018 at 11.00 a.m. at 9, Shopping Centre, Station Road, Santacruz (West), Mumbai - 400 054, was opened in our presence as required under Rule 21(1)(f) of Companies (Management and Administration) Rules, 2014 and the same were in sealed condition and without any tampering.

Witness 1

Name: Vishvesh G. Bhagat  
Address: C/12, Parvati Mannien, 214, Dr. D. B. Mang  
Creant Road, Mumbai - 400 007  
Signature: 

Witness 2

Name: Vidhut R. Vasavada  
Address: C-401, Krishna Residency, B/H Sunder Nagar,  
Mulund (west) Mumbai - 400 064.  
Signature: V.R. Vasavada


**TO WHOMSOEVER IT MAY CONCERN**

We, Nishvesh G. Bhagat and Vidhut R. Vasavaja hereby state that the Excel Sheet containing the Results of e-Voting of **Nidhi Granites Limited** ("the **Company**") for the Extra-ordinary General Meeting of the Company held on Monday, 8<sup>th</sup> January, 2018 at 11.00 a.m. at 9, Shopping Centre, Station Road, Santacruz (West), Mumbai - 400 054 was unblocked from the website of Central Depository Services (India) Limited i.e. [www.evotingindia.com](http://www.evotingindia.com) and opened in our presence as required under Rule 20(4)(xii) of Companies (Management and Administration) Rules, 2014.

**Witness 1**

Name: Nishvesh G. Bhagat

Address: c/12, Parvati Mansion, 214, Dr. D.B. Marg  
Green Road, Mumbai - 400 007

Signature: 

**Witness 2**

Name: Vidhut R. Vasavaja

Address: C-401, Krishna Resi. B/H Sunder Nagar,  
Mahad (west), Mumbai - 400 064.

Signature: V. R. Vasavaja