



September 29, 2018

**The B S E Limited,**  
(Stock Code: 533202)  
Floor 25, P J Towers  
Dalal Street  
Mumbai-400 001

**The National Stock Exchange of India Ltd.,**  
(Stock Code: NITESHEST, Series- EQ)  
Exchange Plaza  
Plot No. C/1, G Block  
Bandra – Kurla Complex  
Bandra (E)  
Mumbai - 400 051

Dear Sir / Madam,

Sub: Voting Results of the 14<sup>th</sup> Annual General Meeting of Nitesh Estates Limited

In accordance with Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose the voting results and the Scrutinizers reports in the prescribed format of the 14<sup>th</sup> Annual General Meeting held on September 28, 2018 for your information and records.

Thanking you

Yours faithfully,

**For Nitesh Estates Limited**

A handwritten signature in blue ink that reads "Prasant Kumar".

**Prasant Kumar**  
**Company Secretary & Chief Compliance Officer**



Encl: (a/a)

**Nitesh Estates Limited**

CIN : L07010KA2004PLC033412

Regd. Office: Level 7, Nitesh Timesquare, # 8, M.G. Road, Bangalore - 560 001, India.

P: +91- 80-4017 4000 F: +91- 80-2555 0825, W: www.niteshestates.com

<b>Voting results</b>	
Record date	21-09-2018
Total number of shareholders on record date	20110
<b>No. of shareholders present in the meeting either in person or through proxy</b>	
a) Promoters and Promoter group	7
b) Public	68
<b>No. of shareholders attended the meeting through video conferencing</b>	
a) Promoters and Promoter group	0
b) Public	0
<b>No. of resolution passed in the meeting</b>	<b>4</b>

## Resolution (1)

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider and adopt the Standalone and Consolidated Financial Results for the financial year ended 31st March, 2018.				
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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	68437402	0	0.0000	0	0	0	0
	Poll		68406102	99.9543	68406102	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		68437402	68406102	99.9543	68406102	0	100.0000
Public-Institutions	E-Voting	21880814	10423667	47.6384	10423667	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		21880814	10423667	47.6384	10423667	0	100.0000
Public-Non Institutions	E-Voting	55513884	52592	0.0947	47292	5300	89.9224	10.0776
	Poll		361417	0.6510	361417	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		55513884	414009	0.7458	408709	5300	98.7198
<b>Total</b>		145832100	79243778	54.3391	79238478	5300	99.9933	0.0067
<b>Whether resolution is Pass or Not.</b>							Yes	

## Resolution (2)

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To ratify the appointment of M/s. Ray & Ray, Chartered Accountants, as the Statutory Auditors of the Company				
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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	68437402	0	0.0000	0	0	0	0
	Poll		68406102	99.9543	68406102	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		68437402	68406102	99.9543	68406102	0	100.0000
Public-Institutions	E-Voting	21880814	10423667	47.6384	10423667	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		21880814	10423667	47.6384	10423667	0	100.0000
Public- Non Institutions	E-Voting	55513884	52592	0.0947	11292	41300	21.4709	78.5291
	Poll		361417	0.6510	361417	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		55513884	414009	0.7458	372709	41300	90.0244
<b>Total</b>		145832100	79243778	54.3391	79202478	41300	99.9479	0.0521
<b>Whether resolution is Pass or Not.</b>							Yes	

### Resolution (3)

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint Mr. Mahesh Bhupathi (DIN: 01603093) as an Independent Director of the Company				
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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		0	0.0000	0	0	0	0
	Poll	68437402	68406102	99.9543	68406102	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	68437402	68406102	99.9543	68406102	0	100.0000	0.0000
Public-Institutions	E-Voting		10423667	47.6384	10423667	0	100.0000	0.0000
	Poll	21880814	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	21880814	10423667	47.6384	10423667	0	100.0000	0.0000
Public- Non Institutions	E-Voting		52592	0.0947	7581	45011	14.4147	85.5853
	Poll	55513884	361417	0.6510	361417	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	55513884	414009	0.7458	368998	45011	89.1280	10.8720
<b>Total</b>		145832100	79243778	54.3391	79198767	45011	99.9432	0.0568
<b>Whether resolution is Pass or Not.</b>							Yes	

## Resolution (4)

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To ratify the remuneration payable to the Cost Auditors for the financial year 2018-19				
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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
<b>Promoter and Promoter Group</b>	E-Voting	68437402	0	0.0000	0	0	0	0
	Poll		68406102	99.9543	68406102	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		68437402	68406102	99.9543	68406102	0	100.0000
<b>Public-Institutions</b>	E-Voting	21880814	10423667	47.6384	10423667	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		21880814	10423667	47.6384	10423667	0	100.0000
<b>Public- Non Institutions</b>	E-Voting	55513884	52592	0.0947	20992	31600	39.9148	60.0852
	Poll		361417	0.6510	361417	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		55513884	414009	0.7458	382409	31600	92.3673
<b>Total</b>		145832100	79243778	54.3391	79212178	31600	99.9601	0.0399
<b>Whether resolution is Pass or Not.</b>							Yes	



**SUDHINDRA K.S** FCS,LLB.,DIA  
Company Secretary  
Trade Mark Attorney

To ,  
The Managing Director / Company Secretary  
Nitesh Estates Limited  
Nitesh Timesquare, 7<sup>th</sup> Floor,  
No.8, M.G. Road, Bangalore-560001

Dear Sir,

Sub: Combined Scrutinizer Report on e-voting and poll at the 14th Annual General Meeting of Shareholders of the Company held on Friday, 28<sup>th</sup> September 2018 at 09.00 AM, at "Dr. B. R. Ambedkar Memorial Trust" (Ambedkar Bhavana), Miller's Road, Vasanthnagar, Bengaluru-560052.

I Sudhindra K S, a Company Secretary in Practice having office at 36, "Shivakrupa", Ground Floor, 6<sup>th</sup> Main, 7<sup>th</sup> Cross, Malleshwaram, Bengaluru 560003, Karnataka-India have been appointed as a Scrutinizer for the purpose of scrutinizing the e-voting and for the purposes of the poll taken in a fair and transparent manner by ascertaining the requisite majority on e-voting and the poll carried out as per the provisions of the Companies Act, 2013 read with applicable rules of the Companies (Management and Administration) Rules, 2014 on the resolutions mentioned in the notice of the 14<sup>th</sup> Annual General Meeting of Members of Nitesh Estates Limited held on Friday, the 28<sup>th</sup> September 2018 at 09.00 AM "Dr. B. R. Ambedkar Memorial Trust" (Ambedkar Bhavana), Miller's Road, Vasanthnagar, Bengaluru-560052.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act 2013 and Rules relating to e-voting and the poll on the resolutions mentioned in notice of 14<sup>th</sup> Annual General Meeting of the Members of the Company.

My responsibility, as a scrutinizer for remote e-voting and the Poll is restricted to the extent of making Scrutinizer's report of the votes cast "In favour" or "Against" the Resolutions



stated above, based on the reports generated from the e-voting system provided by "Karvy".

The Company had appointed Karvy Computershare Private Limited ("Karvy") as a service provider, for providing remote electronic voting to the shareholders of the Company from 24<sup>th</sup> September, 2018 9.00 AM till 27<sup>th</sup> September, 2018 5.00PM. The Karvy Computershare Private Limited is the Registrar and Share Transfer Agent of the Company.

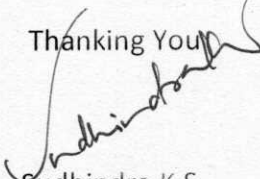
The remote e-voting results were unlocked by me on 27<sup>th</sup> September 2018 and 28<sup>th</sup> September 2018 in the presence of two witnesses who are not in the employment of the Company. For further details kindly refer to my attached Report dated 28<sup>th</sup> September 2018.

At the Annual General Meeting, the Company facilitated the members present in the meeting who could not participate in the e-voting to record their votes through the poll process. For details kindly refer to Scrutinizer Report in Form MGT 13 dated 28<sup>th</sup> September 2018.

Consolidate results on the said remote e-voting process and poll is herewith attached.

Item No. 1 to 4 of the Notice of the 14<sup>th</sup> Annual General Meeting stands passed as Ordinary Resolution with requisite majority. The electronic register and all other papers together with relevant records relating to remote electronic voting and Poll papers would be handed over to the Company Secretary for safe keeping.

Thanking You



Sudhindra K S  
Scrutinizer  
Company Secretary.  
FCS No 7909, CP No 8190

Date: 28<sup>th</sup> September 2018

Place: Bengaluru



**Part-III-Consolidated Results:****Consolidated Result of Item No.1: Ordinary Resolution:**

To receive, consider and adopt Audited Standalone Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2018.

Particulars	Number of Votes contained in						Percentage of % Valid Votes.
	E-Votes		Ballot/Poll		Total		
	Number	Votes	Number	Votes	Number	Votes	
Assent	15	10470959	24	68767519	39	79238478	99.9933
Dissent	1	5300	0	0	1	5300	0.0067
Invalid	0	0	0	0	0	0	NA
Abstain	0	0	0	0	0	0	NA
<b>Total</b>	<b>16</b>	<b>10476259</b>	<b>24</b>	<b>68767519</b>	<b>40</b>	<b>79243778</b>	<b>100.00%</b>

Accordingly, out of total 79243778 valid votes cast via remote e-voting and poll 79238478 votes constituting 99.9933% of the votes were cast assenting to the Ordinary Resolution and 5300 votes constituting 0.0067% of the votes were cast dissenting to the Ordinary Resolution.

Thus, the Ordinary Resolution contained in item no. 1 of the notice dated 10<sup>th</sup> August 2018 stands passed with requisite majority.

**Consolidated Results of Item No: 2-Ordinary Resolution:**

**Ratification of the Appointment of M/s Ray & Ray, Statutory Auditors and fix their Remuneration.**

Particulars	Number of Votes contained in						Percentage of % Valid Votes.
	E-Votes		Ballot/Poll		Total		
	Number	Votes	Number	Votes	Number	Votes	
Assent	13	10434959	24	68767519	37	79202478	99.9479%
Dissent	3	41300	0	0	3	41300	0.0521%
Invalid	0	0	0	0	0	0	NA
Abstain	0	0	0	0	0	0	NA
<b>Total</b>	<b>16</b>	<b>10476259</b>	<b>24</b>	<b>68767519</b>	<b>40</b>	<b>79243778</b>	<b>100.00%</b>

Accordingly, out of total 79243778 valid votes cast via remote e-voting and poll 79202478 votes constituting 99.9479% votes were cast assenting to the Ordinary Resolution and 41300 votes constituting 0.0521% votes were cast dissenting to the Ordinary Resolution.

Thus, the Ordinary Resolution contained in item no. 2 of the notice dated 10<sup>th</sup> August 2018 stands passed with requisite majority.



**Consolidated Results of Item No: 3.-Special Business and Ordinary Resolution:  
To appoint Mr. Mahesh Bhupathi (DIN-01603093) as an Independent Director of the  
Company.**

Particulars	Number of Votes contained in						Percentage of % Valid Votes.
	E-Votes		Ballot/Poll		Total		
	Number	Votes	Number	Votes	Number	Votes	
Assent	10	10431248	24	68767519	34	79198767	99.9432%
Dissent	6	45011	0	0	6	45011	0.0568%
Invalid	0	0	0	0	0	0	NA
Abstain	0	0	0	0	0	0	NA
Total	16	10476259	24	68767519	40	79243778	100.00%

Accordingly, out of total 79243778 valid votes cast via remote e-voting and poll 79198767 votes constituting 99.9432% votes were cast assenting to the Ordinary Resolution and 45011 votes constituting 0.0568% votes were cast dissenting to the Ordinary Resolution.

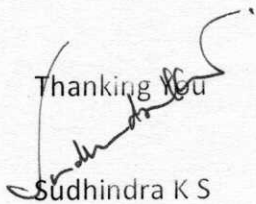
Thus, the Ordinary Resolution contained in item no. 3 of the notice dated 10<sup>th</sup> August 2018 stands passed with requisite majority.

**Consolidated Results of Item No.4: Special Business and Ordinary Resolution  
To ratify Remuneration payable to the Cost Auditors for the Financial Year 2018-19**

Particulars	Number of Votes contained in						Percentage
	Remote E-Voting		Insta Poll		Total		
	Number	Votes	Number	Votes	Number	Votes	
Assent	14	10444659	24	68767519	38	79212178	99.9601%
Dissent	2	31600	0	0	2	31600	0.0399%
Invalid	0	0	0	0	0	0	0
Abstained	0	0	0	0	0	0	NA
Total	16	10476259	24	68767519	40	79243778	100.00%

Accordingly, out of total of 79243778 valid votes cast via remote e-voting and Poll 79212178 votes constituting 99.9601% of the votes were cast assenting to the Ordinary Resolution and 31600 votes constituting 0.0399% of the votes were cast dissenting to the Ordinary Resolution.

Thus, the ordinary resolution contained in Item No.4 of the notice dated 10<sup>th</sup> August 2018 stands passed with requisite majority.

Thanking You  


Sudhindra K S  
Scrutinizer

Company Secretary

FCS No 7909, CP No 8190

Date: 28<sup>th</sup> September 2018

Place: Bengaluru



**Annexure-1**

Statement of witness as required under to be present under Rule 20(3)(xii) of Companies (Management and Administration) Rules, 2014:

Witness 1:

I Shivappa Athani residing at No 22, 4<sup>th</sup> Cross Road, 2<sup>nd</sup> Main, Muneshwara Layout Bengaluru-560097 hereby state that I witnessed the downloading of the votes on the website [www.evoting.karvy.com](http://www.evoting.karvy.com), when Mr. Sudhindra K S, Scrutinizer appointed by Nitesh Estates Limited unblocked the same, I further state that I am not an employee of Nitesh Estates Limited.

Signature: *S.A.Athani*

Date: 28/09/2018

Witness 2:

I, Vanitha.R, residing at #17, 5<sup>th</sup> Cross, 3<sup>rd</sup> Main, Chowdeshwari Nagar, Laggere, Bengaluru-560058 hereby state that I witnessed the downloading of the votes on the website <https://evoting.karvy.com>, when Mr. Sudhindra K S, Scrutinizer appointed by Nitesh Estates Limited unblocked the same, I further state that I am not an employee of Nitesh Estates Limited.

Signature: *Vanitha.R*

Date: 28/09/2018