



NITIN SPINNERS LTD.



REF: NSL/SG/2018-19/
September 22, 2018

BSE Ltd.
Department of Corporate Services
PhirozeJeejeebhoy Towers
Dalal Street
Mumbai – 400 001

National Stock Exchange of India Limited
Exchange Plaza,
BandraKurla Complex
Bandra (E),
Mumbai – 400 051.

Company Code – 532698

Company ID - NITINSPIN

Subject: Gist of Proceedings of the 26th Annual General Meeting of the company held on Saturday, 22nd September, 2018 at 3.30 P.M.

Dear Sir/Madam

The 26th Annual General Meeting of Nitin Spinners Limited was held on Saturday, the 22nd September, 2018 at 3:30 PM at the Registered Office of the Company at 16-17 KM Stone Chittor Road, Hamirgarh, Bhilwara – 311025 (Rajasthan). The Meeting concluded at 4.30 P.M.

Shri Ratan Lal Nolkha, Chairman of the Company occupied the Chair. All the Directors including Chairman of Audit Committee, Stake Holders Relationship Committee and Nomination & Remuneration Committee were present except Smt. Aditi Mehta and Sh. R. Chattopadhyay, Independent Directors were not present due to pre-occupation. The Statutory Auditors and Secretarial Auditors were also present.

The Chairman welcomed the members present at the 26th Annual General Meeting of the Company. 37 (Thirty Seven) member were present (in person) at the meeting and no member was present through proxy. After ascertaining that the requisite quorum for the meeting as per Companies Act, 2013 was present, the Chairman called the meeting in order. He introduced the Directors, Auditors and Scrutinizer present at the meeting and delivered his speech. The Chairman also gave an overview of financial performance of the Company for the year ended 31st March, 2018 and future outlook of the Company.

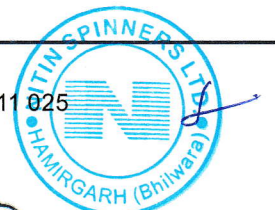
The Chairman informed that pursuant to the provisions of Section 108 of the companies Act, 2013 read with Rule 20(Voting through Electronic Means)of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided remote e-voting platform of Central Depository Services (India) Limited(CDSL) to the

CIN. : L17111RJ1992PLC006987

Regd. Office & Plant : 16-17 Km. Stone, Chittor Road, Hamirgarh, Bhilwara (Raj.) 311 025

Tel. : 286110 to 113 Fax : 91-1482-286114 & 117

E-mail : nsl@nitinspinners.com, Website : www.nitinspinners.com



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shareholders as on cut-off date i.e. 15.09.2018 for exercising their voting rights in electronic form which was started from 18th September, 2018 at 10.00 A.M. and ended on 21st September, 2018 at 5.00 P.M. The Chairman informed that the company had arranged for poll at the AGM on all the resolutions and CS Manoj Maheshwari has been appointed as Scrutinizer to conduct the remote e-voting and poll process in a fair and transparent manner.

The Chairman explained the implications of the resolutions in detail to the members and on invitation of the Chairman, several shareholders raised queries on the Company's accounts and businesses, which were replied to by the chairman satisfactorily. Sh. Y. R. Shah, Independent Director chaired the Meeting for item numbers 3 to 5 of the AGM Notice dtd. 07.08.2018 since Sh. R. L. Nolkha, Chairman, Sh. Dinesh Nolkha, Managing Director and Sh. Nitin Nolkha were interested in these resolutions. Thereafter, the Chairman ordered for a poll to be taken at the meeting. The members who have not exercised voting rights through remote e-voting participated in the poll process at the AGM by filling the polling paper and dropped the same in the Ballot Box.

The following agenda items of business as per the Notice of AGM dtd. 07.08.2018 were transacted at the Meeting:-

S. No.	Details of Items	Resolution Ordinary / Special
Ordinary Business		
1.	Adoption of Audited Financial Statements of the Company for the year ended March 31, 2018 together with the Directors' and Auditors' Reports thereon.	Ordinary Resolution
2.	Declaration of Dividend of Rs. 1.20 per Equity Shares for the year ended 31 st March, 2018.	Ordinary Resolution
3.	Re-appointment of Sh. R.L. Nolkha, Director who is liable to retire by rotation.	Ordinary Resolution
Special Business		
4.	Re-appointment of Sh. R.L. Nolkha, Executive Chairman	Special Resolution
5.	Re-appointment of Sh. Nitin Nolkha, Executive Director	Special Resolution
6.	Authorization to Board of Directors to borrow money under section 180(1)(c) of the Companies Act, 2013 upto Rs. 1500 Crores	Special Resolution

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7.	Authorization to Board of Directors for Creation of Security on increased borrowing power under section 180(1)(a) of the Companies Act, 2013	Special Resolution
8.	Adoption of New Set of Regulations of Articles of Association of the Company	Special Resolution
9.	Ratification of "Relevant Date"	Special Resolution
10.	Ratification of Remuneration of Cost Auditors for the Financial Year 2018-19	Ordinary Resolution

Thereafter, the Chairman informed that the results of remote e-voting and poll at AGM will be declared within 48 hours from the conclusion of the meeting and the same would be submitted to the stock exchanges and also be placed at website of the company and CDSL simultaneously.

The Chairman extended gratitude to all the Shareholders for their presence and successfully conducting the meeting and declared that the meeting concluded.

Thanking You,

Yours Faithfully,

For Nitin Spinners Limited

(Sudhir Garg)

Company Secretary & GM (Legal)



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