

Neil Industries Limited

CIN : L51109WB1983PLC036091

Add : Regd. off. : 88/B, Ground Floor, Lake View Road, Kolkata - 700 029

Phone : 033 - 400 88545

Corp. off. : 7/108-A, 2nd Floor, Swaroop Nagar, Kanpur - 208 002

Phone : 0512 - 650 0985

Web : www.neil.co.in

E mail : neilil@rediffmail.com

Date: 20 November 2014

To

✓ 1. The Manager
Calcutta Stock Exchange Association Ltd.
7, Lyons Range,
Kolkata-700001

2. The Manager
U.P. Stock Exchange
Padam Tower, Civil lines
Kanpur-208001

Sir,

SUB: RESULT OF POSTAL BALLOT

Please find the result of Postal Ballot along with the scrutinizer's report for you information and record.

Thanking You,

For Neil Industries Limited



(Vaibhav Agnihotri)
Compliance Officer

ENCL: As Stated

Neil Industries Limited

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RESULTS OF POSTAL BALLOT/E-VOTING

Results of voting conducted through Postal Ballot (including e-voting) on the special resolutions passed under section 110 of the Companies Act 2013 read with the Companies (Management and Administration) Rules 2014, (including any statutory modification or re-enactment thereof for the time being in force) for resolutions as stated in the Postal Ballot Notice dated 01 October 2014.

The Company had appointed Dr. S. K. Jain Practicing Company Secretary as the scrutinizer for conducting the Postal Ballot in fair and transparent manner. Mr. Jain submitted his report dated 18 November 2014.

The details of special resolutions passed by postal Ballot (including e-voting) are as under:

Item No.1 – Borrowing Limits of the Company:

Total number of valid votes	1748000
Votes in favour of the Resolution	1748000
% of total votes cast in favour	100
Votes against the Resolution	Nil
% of total votes cast against	00

Item No.2 – Creation of charge/ Mortgage on assets of the Company:

Total number of valid votes	1748000
Votes in favour of the Resolution	1748000
% of total votes cast in favour	100
Votes against the Resolution	Nil
% of total votes cast against	00

Item No.3 –Loan/ Guarantee/Security and investment by the Company:

Total number of valid votes	1748000
Votes in favour of the Resolution	1748000
% of total votes cast in favour	100
Votes against the Resolution	Nil
% of total votes cast against	00



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Item No.4 – To adopt new Articles of Association of the Company containing regulations in conformity with the Companies Act 2013

Total number of valid votes	1748000
Votes in favour of the Resolution	1748000
% of total votes cost in favour	100
Votes against the Resolution	Nil
% of total votes cost against	00

Item No.5 – Alteration in the main object clause:

Total number of valid votes	1748000
Votes in favour of the Resolution	1748000
% of total votes cost in favour	100
Votes against the Resolution	Nil
% of total votes cost against	00

On the basis of the Scrutinizer's Report, the Managing Director Mr. Arvind Kumar Mittal announced that the Resolutions of the Postal Ballot Notice dated 01 October 2014 were duly passed by requisite majority.

For Neil Industries Limited

(Vaibhav Agnihotri)
Company Secretary

SCRUTINIZER'S REPORT

To,

The Board of Directors

NEIL INDUSTRIES LTD

88B, (GROUND FLOOR),
LAKE VIEW ROAD,
KOLKATA - 700029

Dear Sir,

I, Dr. S. K. Jain, Practicing Company Secretary, appointed as Scrutinizer by the Company duly constituted by the Board of Directors ("the Board") of Neil Industries Limited for seeking approval of the Shareholders by way of following Special Resolutions for authorizing the Board to

1. **Borrowing limits of the Company.**
2. **Creation of Charge / Mortgage on assets of the Company**
3. **Loan / Guarantee / Security and Investment by the Company**
4. **To adopt new Articles of Association of the Company containing regulations in conformity with the Companies Act, 2013**
5. **Alteration in the Main object clause**

I hereby submit my report as under:-

- a. I had given my consent to act as Scrutinizer for the said Postal Ballot process vide my letter dated 20th September, 2014.
- b. The Company had offered e-voting facility as an alternative to all its Members, which enabled the Members to cast votes electronically instead of physically



submitting dully filled in Postal Ballot Form. The instructions on e-voting were provided in the Notice.

c. The Company was having 512 Shareholders as on 01st October, 2014 out of which Postal Ballot Notices along with draft Resolutions, Explanatory Statements, Postal Ballot Forms and Postage Prepaid Business Reply Envelope were dispatched/sent in the following manner:-

(i) Out of 512 shareholders, 1 Shareholders had registered their e-mail IDs with Registrar and Share Transfer Agent i.e. Skyline Financial Services Pvt. Ltd.

(ii) Out of 512 Shareholders, 511 Shareholders had not registered their e-mail IDs with the Registrar and share Transfer Agents of the Company, 512 Envelopes containing Postal Ballot Notices along with other documents were dispatched through Speed Post, 512 Envelopes were sent through Registered Post on 01st October, 2014.

(iii) The Company had not emailed Postal Ballot Notices along with other documents to any of the Shareholders of the Company.

d. A Public Notice that the Company had sent Postal Ballot Notices along with other documents to the Shareholders was published in The Financial Express (English Newspaper) and Arthik Lipi (Regional Language) Newspaper on Tuesday, 14th October, 2014.

e. As per information available on record and explanations given to me, the Company has paid proper and due postage wherever required with reference to the above.

f. In the Postage Pre- Paid Business Reply Envelope the address of my Office i.e. 13/ 16, Kapadia Chambers, Ground Floor, 599, J.S.S Road, Chira Bazaar, Mumbai- 400 002 was given and hence the same were delivered to me.

g. Out of the total 512 (Five Hundred twelve) Postal Ballots physically dispatched in physical form as mentioned above, none of the envelopes containing the Postal Ballot Notice, Draft Resolution, Explanatory statement, Postal Ballot Forms and Postage prepaid Business Reply Envelope were returned undelivered by Postal



Authorities to the Company details of which was sent by the Company to me on my e-mail id.

h. The Scrutinizer has not received any physical Postal Ballot.

i. **E-Voting**

The Company also provided E-Voting facility through NSDL portal on www.evotingindia.com under Electronic Voting Sequence Number (EVSN) 140805022. The E-Voting commenced from 19th October, 2014 at 10.00 a.m. and closed on 17th November, 2014 at 6.00 p.m. The votes cast were unblocked on 18th November, 2014 at 11.00 a.m. in the presence of two witnesses, Ms. Manisha Lohare and Mr. Lehar Arora who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Name: Manisha Lohare

Name: Lehar Arora

Thereafter, the details containing inter-alia, list of Equity Shareholders, who voted "for", "against" each of the resolutions that were put to vote, were generated from the e-voting website of NSDL i.e. www.evotingindia.com. 6 (Six) Shareholders exercised their voting rights through E-Voting facility provided by NSDL.

j. **Voting through Postal Ballot Forms**

I was not delivered any Postal Ballot from any of the Shareholder of the Company.

k. The result of the scrutiny is as under:



Item No.1

Special Resolution: Borrowing limits of the Company

E-voting Result:-

Promoter/ Public	No. of Shares Held	No. of votes Polled	No. Of valid Votes	No. Of Invalid Votes	% of Votes Polled on outstanding Shares [6= 3/2*(100)]	No. of Votes in Favour	No. of Votes against	% of Votes in Favour on valid votes [9 = 7/4*(100)]	% of votes against on valid votes [(10= 8/4*(100)]
(1)	(2)	(3)	(4)	(5)		(7)	(8)		
Promoter and Promoter Group	368000	368000	368000	0	100%	368000	0	100%	0
Public Institutional holders	0	0	0	0	0	0	0	0	0
Public Others	19185200	1380000	1380000	0	7.19%	1380000	0	100%	0
Total	19553200	1748000	1748000	0	8.93%	1748000	0	100%	0.0%



Physical Result:-

Promoter/ Public	No. of Shares Held	No. of votes Polled	No. Of valid Votes	No. Of Invalid Votes	% of Votes Polled on outstanding Shares [6= 3/2*(100)]	No. of Votes in Favour	No. of Votes against	% of Votes in Favour on valid votes [9 = 7/4*(100)]	% of votes against on valid votes [(10= 8/4*(100)]
(1)	(2)	(3)	(4)	(5)		(7)	(8)		
Promoter and Promoter Group	368000	0	0	0	0	0	0	0	0
Public Institutional holders	0	0	0	0	0	0	0	0	0
Public Others	19185200	0	0	0	0	0	0	0	0
Total	19553200	0	0	0	0	0	0	0	0

**Combined Result:-**

Promoter/ Public	No. of Shares Held	No. of votes Polled	No. Of valid Votes	No. Of Invalid Votes	% of Votes Polled on outstanding Shares [6= 3/2*(100)]	No. of Votes in Favour	No. of Votes against	% of Votes in Favour on valid votes [9 = 7/4*(100)]	% of votes against on valid votes [(10= 8/4*(100)]
(1)	(2)	(3)	(4)	(5)		(7)	(8)		
Promoter and Promoter Group	368000	368000	1748000	0	100%	1748000	0	100%	0
Public Institutional holders	0	0	0	0	0	0	0	0	0
Public Others	19185200	1380000	1380000	0	7.19%	0	0	00%	0%
Total	19553200	1748000	1748000	0	8.93%	1748000	0	100%	0.07%



Voted In Favour of Resolution

Category	No. of Valid Votes in favour	% of Valid Votes in favour to Valid Votes Polled i.e.1748000
Promoter & Promoter Group	368000	21.05
Public Institutional holders	0	0
Public Others	1380000	78.94
Total	1748000	100%

Votes In against of Resolution

Category	No. of Valid Votes in against	% of Valid Votes in against to Valid Votes Polled i.e. 1748000
Promoter & Promoter Group	0	0
Public Institutional holders	0	0
Public Others	0	0
Total	0	0



2. Creation of Charge / Mortgage on assets of the Company

E-voting Result:-

Promoter/ Public	No. of Shares Held	No. of votes Polled	No. Of valid Votes	No. Of Invalid Votes	% of Votes Polled on outstanding Shares [6= 3/2*(100)]	No. of Votes in Favour	No. of Votes against	% of Votes in Favour on valid votes [9 = 7/4*(100)]	% of votes against on valid votes [(10= 8/4*(100)]
(1)	(2)	(3)	(4)	(5)		(7)	(8)		
Promoter and Promoter Group	368000	368000	368000	0	100%	368000	0	100%	0
Public Institutional holders	0	0	0	0	0	0	0	0	0
Public Others	19185200	1380000	1380000	0	7.19%	1380000	0	100%	0
Total	19553200	1748000	1748000	0	8.93%	1748000	0	100%	0.0%



Physical Result:-

Promoter/ Public	No. of Shares Held	No. of votes Polled	No. Of valid Votes	No. Of Invalid Votes	% of Votes Polled on outstanding Shares [6= 3/2*(100)]	No. of Votes in Favour	No. of Votes against	% of Votes in Favour on valid votes [9 = 7/4*(100)]	% of votes against on valid votes [(10= 8/4*(100)]
(1)	(2)	(3)	(4)	(5)		(7)	(8)		
Promoter and Promoter Group	368000	0	0	0	0	0	0	0	0
Public Institutional holders	0	0	0	0	0	0	0	0	0
Public Others	19185200	0	0	0	0	0	0	0	0
Total	19553200	0	0	0	0	0	0	0	0



Combined Result:-

Promoter/ Public	No. of Shares Held	No. of votes Polled	No. Of valid Votes	No. Of Invalid Votes	% of Votes Polled on outstanding Shares [6= 3/2*(100)]	No. of Votes in Favour	No. of Votes against	% of Votes in Favour on valid votes [9 = 7/4*(100)]	% of votes against on valid votes [(10= 8/4*(100)]
(1)	(2)	(3)	(4)	(5)		(7)	(8)		
Promoter and Promoter Group	368000	368000	1748000	0	100%	1748000	0	100%	0
Public Institutional holders	0	0	0	0	0	0	0	0	0
Public Others	19185200	1380000	1380000	0	7.19%	0	0	00%	0%
Total	19553200	1748000	1748000	0	8.93%	1748000	0	100%	0.07%

Voted In Favour of Resolution

Category	No. of Valid Votes in favour	% of Valid Votes in favour to Valid Votes Polled i.e.1748000
Promoter & Promoter Group	368000	21.05



Public Institutional holders	0	0
Public Others	1380000	78.94
Total	1748000	100%

Votes In against of Resolution

Category	No. of Valid Votes in against	% of Valid Votes in against to Valid Votes Polled i.e. 1748000
Promoter & Promoter Group	0	0
Public Institutional holders	0	0
Public Others	0	0
Total	0	0



3.. Loan / Guarantee / Security and Investment by the Company

E-voting Result:-

Promoter/ Public	No. of Shares Held	No. of votes Polled	No. Of valid Votes	No. Of Invalid Votes	% of Votes Polled on outstanding Shares [6= 3/2*(100)]	No. of Votes in Favour	No. of Votes against	% of Votes in Favour on valid votes [9 = 7/4*(100)]	% of votes against on valid votes [(10= 8/4*(100)]
(1)	(2)	(3)	(4)	(5)		(7)	(8)		
Promoter and Promoter Group	368000	368000	368000	0	100%	368000	0	100%	0
Public Institutional holders	0	0	0	0	0	0	0	0	0
Public Others	19185200	1380000	1380000	0	7.19%	1380000	0	100%	0
Total	19553200	1748000	1748000	0	8.93%	1748000	0	100%	0.0%



Physical Result:-

Promoter/ Public	No. of Shares Held	No. of votes Polled	No. Of valid Votes	No. Of Invalid Votes	% of Votes Polled on outstanding Shares [6= 3/2*(100)]	No. of Votes in Favour	No. of Votes against	% of Votes in Favour on valid votes [9 = 7/4*(100)]	% of votes against on valid votes [(10= 8/4*(100)]
(1)	(2)	(3)	(4)	(5)		(7)	(8)		
Promoter and Promoter Group	368000	0	0	0	0	0	0	0	0
Public Institutional holders	0	0	0	0	0	0	0	0	0
Public Others	19185200	0	0	0	0	0	0	0	0
Total	19553200	0	0	0	0	0	0	0	0



Combined Result:-

Promoter/ Public	No. of Shares Held	No. of votes Polled	No. Of valid Votes	No. Of Invalid Votes	% of Votes Polled on outstanding Shares [6= 3/2*(100)]	No. of Votes in Favour	No. of Votes against	% of Votes in Favour on valid votes [9 = 7/4*(100)]	% of votes against on valid votes [(10= 8/4*(100)]
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Promoter and Promoter Group	368000	368000	1748000	0	100%	1748000	0	100%	0
Public Institutional holders	0	0	0	0	0	0	0	0	0
Public Others	19185200	1380000	1380000	0	7.19%	0	0	00%	0%
Total	19553200	1748000	1748000	0	8.93%	1748000	0	100%	0.07%



Voted In Favour of Resolution

Category	No. of Valid Votes in favour	% of Valid Votes in favour to Valid Votes Polled i.e.1748000
Promoter & Promoter Group	368000	21.05
Public Institutional holders	0	0
Public Others	1380000	78.94
Total	1748000	100%

Votes In against of Resolution

Category	No. of Valid Votes in against	% of Valid Votes in against to Valid Votes Polled i.e. 1748000
Promoter & Promoter Group	0	0
Public Institutional holders	0	0
Public Others	0	0
Total	0	0



4. To adopt new Articles of Association of the Company containing regulations in conformity with the Companies Act, 2013

E-voting Result:-

Promoter/ Public	No. of Shares Held	No. of votes Polled	No. Of valid Votes	No. Of Invalid Votes	% of Votes Polled on outstanding Shares [6= 3/2*(100)]	No. of Votes in Favour	No. of Votes against	% of Votes in Favour on valid votes [9 = 7/4*(100)]	% of votes against on valid votes [(10= 8/4*(100)]
(1)	(2)	(3)	(4)	(5)		(7)	(8)		
Promoter and Promoter Group	368000	368000	368000	0	100%	368000	0	100%	0
Public Institutional holders	0	0	0	0	0	0	0	0	0
Public Others	19185200	1380000	1380000	0	7.19%	1380000	0	100%	0
Total	19553200	1748000	1748000	0	8.93%	1748000	0	100%	0.0%



Physical Result:-

Promoter/ Public	No. of Shares Held	No. of votes Polled	No. Of valid Votes	No. Of Invalid Votes	% of Votes Polled on outstanding Shares [6= 3/2*(100)]	No. of Votes in Favour	No. of Votes against	% of Votes in Favour on valid votes [9 = 7/4*(100)]	% of votes against on valid votes [(10= 8/4*(100)]
(1)	(2)	(3)	(4)	(5)		(7)	(8)		
Promoter and Promoter Group	368000	0	0	0	0	0	0	0	0
Public Institutional holders	0	0	0	0	0	0	0	0	0
Public Others	19185200	0	0	0	0	0	0	0	0
Total	19553200	0	0	0	0	0	0	0	0



Combined Result:-

Promoter/ Public	No. of Shares Held	No. of votes Polled	No. Of valid Votes	No. Of Invalid Votes	% of Votes Polled on outstanding Shares [6= 3/2*(100)]	No. of Votes in Favour	No. of Votes against	% of Votes in Favour on valid votes [9 = 7/4*(100)]	% of votes against on valid votes [(10= 8/4*(100)]
(1)	(2)	(3)	(4)	(5)		(7)	(8)		
Promoter and Promoter Group	368000	368000	1748000	0	100%	1748000	0	100%	0
Public Institutional holders	0	0	0	0	0	0	0	0	0
Public Others	19185200	1380000	1380000	0	7.19%	0	0	00%	0%
Total	19553200	1748000	1748000	0	8.93%	1748000	0	100%	0.07%



Voted In Favour of Resolution

Category	No. of Valid Votes in favour	% of Valid Votes in favour to Valid Votes Polled i.e.1748000
Promoter & Promoter Group	368000	21.05
Public Institutional holders	0	0
Public Others	1380000	78.94
Total	1748000	100%

Votes In against of Resolution

Category	No. of Valid Votes in against	% of Valid Votes in against to Valid Votes Polled i.e. 1748000
Promoter & Promoter Group	0	0
Public Institutional holders	0	0
Public Others	0	0
Total	0	0



5.Alteration in the Main Object Clause :

E-voting Result:-

Promoter/ Public	No. of Shares Held	No. of votes Polled	No. Of valid Votes	No. Of Invalid Votes	% of Votes Polled on outstanding Shares [6= 3/2*(100)]	No. of Votes in Favour	No. of Votes against	% of Votes in Favour on valid votes [9 = 7/4*(100)]	% of votes against on valid votes [(10= 8/4*(100)]
(1)	(2)	(3)	(4)	(5)		(7)	(8)		
Promoter and Promoter Group	368000	368000	368000	0	100%	368000	0	100%	0
Public Institutional holders	0	0	0	0	0	0	0	0	0
Public Others	19185200	1380000	1380000	0	7.19%	1380000	0	100%	0
Total	19553200	1748000	1748000	0	8.93%	1748000	0	100%	0.0%



Physical Result:-

Promoter/ Public	No. of Shares Held	No. of votes Polled	No. Of valid Votes	No. Of Invalid Votes	% of Votes Polled on outstanding Shares [6= 3/2*(100)]	No. of Votes in Favour	No. of Votes against	% of Votes in Favour on valid votes [9 = 7/4*(100)]	% of votes against on valid votes [(10= 8/4*(100)]
(1)	(2)	(3)	(4)	(5)		(7)	(8)		
Promoter and Promoter Group	368000	0	0	0	0	0	0	0	0
Public Institutional holders	0	0	0	0	0	0	0	0	0
Public Others	19185200	0	0	0	0	0	0	0	0
Total	19553200	0	0	0	0	0	0	0	0



Combined Result:-

Promoter/ Public	No. of Shares Held	No. of votes Polled	No. Of valid Votes	No. Of Invalid Votes	% of Votes Polled on outstanding Shares [6= 3/2*(100)]	No. of Votes in Favour	No. of Votes against	% of Votes in Favour on valid votes [9 = 7/4*(100)]	% of votes against on valid votes [(10= 8/4*(100)]
(1)	(2)	(3)	(4)	(5)		(7)	(8)		
Promoter and Promoter Group	368000	368000	1748000	0	100%	1748000	0	100%	0
Public Institutional holders	0	0	0	0	0	0	0	0	0
Public Others	19185200	1380000	1380000	0	7.19%	0	0	00%	0%
Total	19553200	1748000	1748000	0	8.93%	1748000	0	100%	0.07%



Voted In Favour of Resolution

Category	No. of Valid Votes in favour	% of Valid Votes in favour to Valid Votes Polled i.e.1748000
Promoter & Promoter Group	368000	21.05
Public Institutional holders	0	0
Public Others	1380000	78.94
Total	1748000	100%

Votes In against of Resolution

Category	No. of Valid Votes in against	% of Valid Votes in against to Valid Votes Polled i.e. 1748000
Promoter & Promoter Group	0	0
Public Institutional holders	0	0
Public Others	0	0
Total	0	0

Place: Mumbai

Dated: 18.11.2014

Thanking You
Yours Faithfully,



Name/s and Signature/s of the Scrutinizer/s
Dr. S. K. Jain
Practicing Company Secretary

