

NIRLON LIMITED

Western Express Highway,
Goregaon (E), Mumbai - 400 063.
T +91-22-4028 1919 / 2685 2256 - 59.
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www.nirlonltd.com, Email:info@nirlonltd.com
CIN:L17120 MH1958PLC 011045



July 4, 2016

**The Secretary,
BSE Limited,
P. J. Towers,
Dalal Street,
Mumbai - 400 001.**

Dear Sir,

Security Code: 500307

Sub: Postal Ballot

Ref: our letter dated June 28,2016

With reference to the above subject, we are pleased to inform you that the Directors of the Company have on July 4, 2016 approved , interalia, the following items proposed to be transacted through Postal Ballot, including e-voting by way of Special Resolutions:-

I. Description of Items

1 To authorize the Board of Directors of the Company to borrow up to Rs.1,500.00 Crore from Lending Agencies;

2 To authorize the Board of Directors of the Company to create charge(s)/mortgage(s)/hypothecation(s) on the Company's movable and/or immovable properties situate at Goregaon (East), Mumbai, both present and future, in order to create security in favor of Lending Agency/ies;

3 Appointment of Mr. Rahul V. Sagar (DIN 00388980) as Executive Director of the Company and the proposed payment of his Managerial Remuneration for a period of 5 (five) years w.e.f. February 1, 2016 to January 31, 2021; and

4 Ratification of the appointment of M/s. Link Intime India Pvt. Ltd., to act as the Share Transfer Agent (**STA**) of the Company, and to keep the Register of Members, Index of Members, Annual Returns etc. at the registered office of the STA, and to allow inspection of the same as required under the Act

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**II Other incidental and ancillary matters to the Postal Ballot**

The Directors have also:

1. Considered and approved the Calendar of Events;
2. Appointed Mr. Alwyn D'souza, of M/s. Alwyn Jay & Co., Mumbai, Company Secretary in Practice, as Scrutinizer for the proposed Postal Ballot process, including e-voting;
3. Authorized Mr. Jasmin K. Bhavsar, the Company Secretary, to inform the BSE Ltd. about the proposed Postal Ballot and conduct the Postal Ballot activities;
4. Decided the cutoff date for issue of notice to Members whose names appear on the Register of Members/List of Beneficial Owners as received from the National Securities Depository Limited and Central Depository Services (India) Limited as on Friday, July 15, 2016;
5. Authorized Mr. Jasmin K. Bhavsar, the Company Secretary, to issue the postal ballot notice to Members including registration with Central Depository Services India Limited for the e-voting facility.
6. Authorized Mr. Arjan Gurbuxani and / or Mr. Rama Varma, the Independent Directors, severally to receive and declare the Postal Ballot result.

We request you to take note of the above and acknowledge receipt of the same.

Thanking you,

Yours faithfully,
For Nirlon Limited

Jasmin K. Bhavsar
Company Secretary, V. P. (Legal) & Compliance Officer