

NIRLON LIMITED

Western Express Highway,
Goregaon (E), Mumbai - 400 063.
T +91-22-4028 1919 / 2685 2256 - 59.
F +91-22-4028 1940.
www.nirlonltd.com, Email:info@nirlonltd.com
CIN:L17120 MH1958PLC 011045

Send page 9



August 29, 2016

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

Security Code: - 500307

Dear Sir,

Sub: Disclosure of the results on the Postal Ballot including e-voting with respect to the Postal Ballot Notice dated July 9,2016

Ref: Regulation 44(3) of SEBI (LODR) Regulation, 2015

With reference to the above subject, we are submitting the Postal Ballot results as declared by Mr. Arjan R. Gurbuxani, an authorized Independent Director of the Company on August 29, 2016 at 1.00 p.m. at the Registered Office of the Company based on the Scrutinizer's Report dated August 25, 2016.

We are filing the Postal Ballot including e-voting combined results on passing of all special resolutions as set out in the Postal Ballot Notice dated July 9, 2016, in the prescribed format as per under Regulation 44 of the SEBI (LODR) Regulation, 2015.

(I) In this connection, we would like to furnish the following details:-

Date of the Postal Ballot Notice	Saturday, July 9, 2016
Record Date of the reckoning of the voting right	Friday, July 15, 2016
Date of Dispatch of Postal Ballot Notice	Wednesday, July 20, 2016
Total Number of Shareholder as on cut off date (record date)	40,581
Date of Declaration of the Postal Ballot	Monday ,August 29, 2016



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(II) Agenda wise it is as follows:

Item no.	Resolutions	Resolution (Ordinary/Special)	Nature of Voting	Remarks
1	To authorize the Board of Directors of the Company to borrow up to Rs. 1,500.00 Crore from Lending Agency/ies	Special	Postal Ballot including E-Voting	Resolution carried by a requisite majority
2	To authorize the Board of Directors of the Company to create charges /mortgages /hypothecations on the Company's movable and / or immovable properties situate at Village Pahadi and Goregaon, Goregaon (East), Mumbai, both present and future, in order to create security in favor of Lending Agency/ies	Special	Postal Ballot including E-Voting	Resolution carried by a requisite majority
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	Special	Postal Ballot including E-Voting	Resolution carried by a requisite majority
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	Special	Postal Ballot including E-Voting	Resolution carried by a requisite majority



Special Resolution No. 1		To authorise the Board of Directors to borrow up to Rs. 1,500.00 Crore from Lending Agency/ies						
Whether promoter/ promoter group are interested in the agenda/resolution?		No, save and except to the extent of their shareholding						
Category	Mode of Voting	No. of shares held	[2]	[3]=([2]/[1])*100	[4]	[5]	[6]=([4]/[2])*100	[7]=([5]/[2])*100
Promoter and Promoter Group	E-Voting	[1]	5,76,06,274	89.2939	5,76,06,274	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot	6,45,13,125	45,05,902	6.9845	45,05,902	0	100.0000	0.0000
	Total		6,21,12,176	96.2784	6,21,12,176	0	100.0000	0.0000
Public Institutions	E-Voting		49,285	0.6647	49,285	0	100.0000	0.0000
	Poll	7,414,601	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		49,285	0.6647	49,285	0	100.0000	0.0000
Public Non Institutions	E-Voting		39,351	0.2163	15,295	24,056	38.8681	61.1319
	Poll	1,81,90,314	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		2,92,138	1.6060	2,73,154	18,984	93.5017	6.4983
	Total		3,31,489	1.8223	2,88,449	43,040	87.0162	12.9838
Total		9,01,18,040	6,24,92,950	69.3457	6,24,49,910	43,040	99.9311	0.0689



Revised

Special Resolution no. 2		To authorise the Board of Directors 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 favour of Lending Agency/ies						
Whether promoter/ promoter group are interested in the agenda/resolution?		No, save and except to the extent of their shareholding						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares [3]={(2)/[1]}*100	No. of Votes - in favour	No. of Votes - Against	% of Votes in favour on votes polled [6]={(4)/[2]}*100	% of Votes against on votes polled [7]={(5)/[2]}*100
Promoter and Promoter Group	E-Voting		5,76,06,274	89.2939	5,76,06,274	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot	6,45,13,125	45,05,902	6.9845	45,05,902	0	100.0000	0.0000
	Total		6,21,12,176	96.2784	6,21,12,176	0	100.0000	0.0000
Public Institutions	E-Voting		49,285	0.6647	49,285	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot	74,14,601	0	0.0000	0	0	0.0000	0.0000
	Total		49,285	0.6647	49,285	0	100.0000	0.0000
Public Non Institutions	E-Voting		39,351	0.2163	15,295	24,056	38.8681	61.1319
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot	1,81,90,314	1,55,031	0.8522	1,49,745	5,286	96.5904	3.4096
	Total		1,94,382	1.0686	1,65,040	29,342	84.9050	15.0950
Total		9,01,18,040	6,23,55,843	69.1935	6,23,26,501	29,342	99.9529	0.0471



[Handwritten Signature]

Special Resolution no. 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

Whether promoter/ promoter group are interested in the agenda/resolution? No, save and except Mr. Rahul V. Sagar and Mr. Kunal V. Sagar

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		57,606,274	89.2939	5,76,06,274	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot	6,45,13,125	45,05,902	6.9845	45,05,902	0	100.0000	0.0000
	Total		6,21,12,176	96.2784	6,21,12,176	0	100.0000	0.0000
Public Institutions	E-Voting		49,285	0.6647	49,285	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot	74,14,601	0	0.0000	0	0	0.0000	0.0000
	Total		49,285	0.6647	49,285	0	100.0000	0.0000
Public Non Institutions	E-Voting		38,851	0.2136	36,143	2,708	93.0298	6.9702
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot	1,81,90,314	1,54,960	0.8519	1,42,609	12,351	92.0296	7.9704
	Total		1,93,811	1.0655	1,78,752	15,059	92.2301	7.7699
Total		9,01,18,040	6,23,55,272	69.1929	6,23,40,213	15,059	99.9758	0.0242



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Special Resolution no. 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						
Whether promoter/ promoter group are interested in the agenda/resolution?		No, save and except to the extent of their shareholding						
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]={[2]/[1]}*100	No. of Votes -- in favour [4]	No. of Votes - Against [5]	% of Votes in favour on votes polled [6]={[4]/[2]}*100	% of Votes against on votes polled [7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting		5,76,06,274	89.2939	5,76,06,274	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot	64513125	45,05,902	6.9845	45,05,902	0	100.0000	0.0000
	Total		6,21,12,176	96.2784	6,21,12,176	0	100.0000	0.0000
Public Institutions	E-Voting		49,285	0.6647	49,285	0	100.0000	0.0000
	Poll	7414601	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		49,285	0.6647	49,285	0	100.0000	0.0000
Public Non Institutions	E-Voting		39,351	0.2163	39,344	7	99.9822	0.0178
	Poll	18190314	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		1,54,996	0.8521	1,45,639	9,357	93.9631	6.0369
Total		1,94,347	1.0684	1,84,983	9,364	95.1818	4.8182	



NIRLON LIMITED

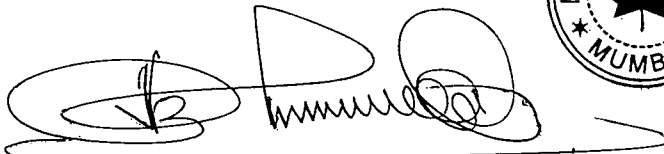
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We are publishing the same in newspapers as well as displaying at the Company's website.

We request you to take the same on record and oblige.

Thanking you,
Yours faithfully,
For Nirlon Limited



Jasmin K. Bhavsar



Company Secretary & Vice President (Legal) & Compliance Officer

ALWYN DSOUZA

Alwyn Jay & Co.

Company Secretaries

Annex-103, Dimple Arcade, Asha Nagar, Kandivali (East), Mumbai 400101.

Branch Office: B-002, Gr. Floor, Shreepati-2, Royal Complex, Behind Olympia Tower,
Mira Road (E), Thane-401107 ; Tel:022-28125781 ; Mob: 09820465195; 09819334743
Email : alwyn.co@gmail.com Website:www.alwynjay.com

SCRUTINIZERS' REPORT

To,
Mr. Arjan Gurbuxani,
Independent Director,
Nirlon Limited,
Pahadi Village, Off Western Express Highway,
Goregaon (East) ,
Mumbai 400 063.

SCRUTINIZERS REPORT ON THE POSTAL BALLOT VOTING INCLUDING VOTING BY ELECTRONIC MEANS IN RESPECT OF PASSING RESOLUTIONS CONTAINED IN THE NOTICE DATED JULY 9 , 2016

Dear Sir,

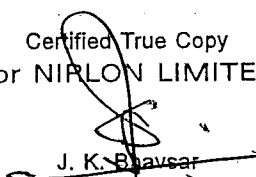
I, Mr. Alwyn D'souza, Partner of M/s. Alwyn Jay & Co., Company Secretaries have been appointed as Scrutinizer by the Board of Directors of Nirlon Limited ("the Company") for scrutinizing postal ballot voting including voting by electronic means in respect of the Special Resolutions contained in the Postal Ballot Notice dated July 9, 2016 through postal ballot.

The Compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the listing agreements with BSE Limited relating to Postal Ballot including voting by electronic means is the responsibility of the Management. My responsibility as a scrutinizer is to ensure that the voting process is conducted in a fair and transparent manner, and render a consolidated Scrutinizer's Report on the voting to the Chairman on the Special Resolutions contained in the Notice dated July 9 , 2016 based on the reports generated from the electronic voting system by the



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For NIRLON LIMITED


J. K. Bhavsar
Company Secretary, V. P.-Legal & Compliance Officer
F.C.S. 4178

Central Depository Service (India) Limited (CDSL) and the scrutiny of the physical ballot forms received till the close of working hours i.e., 5.00 p.m. on Tuesday , August 23, 2016 and reports provided by Registrar and Transfer Agent, M/s. Link Intime India Pvt. Ltd.

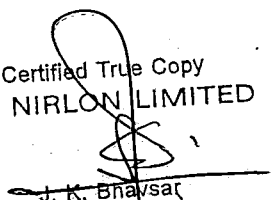
I submit my report as under:-

1. After the time fixed for closing of the e-voting i.e., 5.00 p.m. on Tuesday, August 23 , 2016 the votes were unblocked at 5.11 p.m. (IST) on the e-voting website of the Central Depository Services (India) Limited (<https://www.evotingindia.com>) in the presence of two witnesses, whose details are given below, and who are not in the employment of the Company and a final electronic report was generated by me. The data generated was diligently scrutinized.
2. The physical Postal Ballots forms received till the time fixed for closing of the Postal Ballot i.e., 5.00 p.m. on Tuesday, August 23, 2016 were diligently scrutinized and reconciled with the records maintained by the Company's Registrar and Transfer Agent i.e., M/s. Link Intime India Pvt. Ltd. and the authorisations lodged with the them.
3. The data for the purpose of verification of the number of shares was taken as of July 15, 2016 which was the cut-off date (record date) fixed for determining voting rights of the members entitled to participate in the voting process.
4. In cases where the members who have exercised their vote in physical as well as electronic mode, the vote by electronic mode only has been considered as specified in the Notice dated July 9, 2016.
5. Envelopes which have been updelivered bearing Serial No. 1 to 5,145 have not been opened and have been separately classified and kept.



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For NIRLON LIMITED


J. K. Bhavsar
Company Secretary, V. P.-Legal & Compliance Officer
F.C.S. 4178

6. In general and for your information, I carried out such scrutiny as I considered necessary on the basis of such authorizations and other documents and records.

The results of the scrutiny of the above Postal Ballot voting including voting by electronic means in respect to passing of Special Resolution contained in the Notice dated 9th July, 2016 through the Postal Ballot is as under:-

A. ITEM NO.1: SPECIAL RESOLUTION

To authorize the Board of Directors of the Company to borrow up to Rs. 1,500 Crore from Lending Agency/ies

- (i) Voted in favour of the resolution:

Particulars of Postal Ballot Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Physical	408	4,779,056	-
E-voting	39	57,670,854	-
TOTAL	447	✓ 62,449,910	99.93

- (ii) Voted against the resolution:

Particulars of Postal Ballot Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Physical	31	18,984	-
E-voting	4	24,056	-
TOTAL	35	43,040	0.07

- (iii) Invalid/Abstain votes:

Particulars of Postal Ballot Voting	Total number of members whose votes were declared invalid/abstain	Total number of votes cast by them
Physical	91	35,197
E-voting	Nil	Nil
TOTAL	91	35,197

Based on the foregoing, the Special Resolution to authorize the Board of Directors of the Company to borrow up to Rs.1,500 Crore from Lending Agency/ies may be considered as carried by a requisite majority.



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For NIRLOK LIMITED

J. K. Bhavsar

Company Secretary, V. P.-Legal & Compliance Officer
F.C.S. 4178

B. ITEM NO.2: SPECIAL RESOLUTION

To authorize the Board of Directors of the Company to create charges /mortgages /hypothecationson the Company's movable and / or immovable properties situate at Village Pahadi and Goregaon, Goregaon (East), Mumbai, both present and future, in order to create security in favor of Lending Agency/ies

(i) Voted in favour of the resolution:

Particulars of Postal Ballot Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Physical	431	4,655,647	-
E-voting	39	57,670,854	-
TOTAL	470	62,326,501	99.95

(ii) Voted against the resolution:

Particulars of Postal Ballot Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Physical	30	5,286	-
E-voting	4	24,056	-
TOTAL	34	29,342	0.05

(iii) Invalid/Abstain votes:

Particulars of Postal Ballot Voting	Total number of members whose votes were declared invalid/abstain	Total number of votes cast by them
Physical	69	1,72,304
E-voting	Nil	Nil
TOTAL	69	1,72,304

Based on the foregoing, the special Resolution to authorize the Board of Directors of the Company to create charges /mortgages /hypothecations on the Company's movable and / or immovable properties situate at Village Pahadi and Goregaon, Goregaon (East), Mumbai, both present and future, in order to create security in favor of Lending Agency/ies may be considered as carried by a requisite majority.



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For NIBCO LIMITED

J. K. Bhavsar

Company Secretary, V. P.-Legal & Compliance Officer
F.C.S. 4178

C. ITEM NO.3: SPECIAL RESOLUTION

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

(i) Voted in favour of the resolution:

Particulars of Postal Ballot Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Physical	428	4,648,511	-
E-voting	38	57,691,702	-
TOTAL	466	62,340,213	99.98

(ii) Voted against the resolution:

Particulars of Postal Ballot Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Physical	31	12,351	-
E-voting	3	2,708	-
TOTAL	34	15,059	0.02

(iii) Invalid/Abstain votes:

Particulars of Postal Ballot Voting	Total number of members whose votes were declared invalid/abstain	Total number of votes cast by them
Physical	72	1,72,580
E-voting	2	500
TOTAL	74	1,73,080

Based on the foregoing, the special Resolution for 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 may be considered as carried by a requisite majority.

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For NARLON LIMITED

J. K. Bhavsar

Company Secretary, V. P.-Legal & Compliance Officer
F.C.S. 4178

D. ITEM NO.4: SPECIAL RESOLUTION

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.

(i) Voted in favour of the resolution:

Particulars of Postal Ballot Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Physical	452	4,651,541	-
E-voting	42	57,694,903	-
TOTAL	494	62,346,444	99.98

(ii) Voted against the resolution:

Particulars of Postal Ballot Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Physical	8	9,357	-
E-voting	1	7	-
TOTAL	9	9,364	0.02

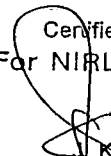
(iii) Invalid/Abstain votes:

Particulars of Postal Ballot Voting	Total number of members whose votes were declared invalid/abstain	Total number of votes cast by them
Physical	72	172,542
E-voting	Nil	Nil
TOTAL	72	172,542

Based on the foregoing, the special Resolution for 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 may be considered as carried by a requisite majority.



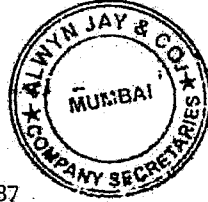
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For NIRLON LIMITED


K. Bhavsar
Company Secretary, V. P. Legal & Compliance Officer
F.O.S. 4178

The relevant records relating to the electronic voting along with the physical postal ballot forms shall remain in my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the Minutes.

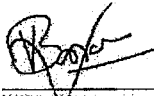


Alwyn D'souza
F.C.S No.5559,
Certificate of Practice No.5137
Practising Company Secretary

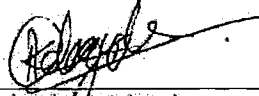


Mumbai, August 25, 2016

We the undersigned witnesseth that the votes were unblocked from the e-voting website of the Central Depository Services (India) Limited (<https://www.evotingindia.com>) in our presence at 5.11 P.M (IST) on August 23, 2016.



Vijay Sonone
507, E3, Lokdhara Phase III,
Kalyan-East 421306



Krishnakant Adagale
Row House No.18, Mansi Row House CHS Ltd
Kashi Gaon, Mira Road East, Thane 401107

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For NRELON LIMITED



J. K. Bhavsar

Company Secretary, V. P. Legal & Compliance Officer
F.C.S. 4178