

NIRLON LIMITED

Pahadi Village,
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

**June 18, 2018**

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

Dear Sir,

Security Code: 500307

Sub: Disclosure of the Postal Ballot Results including e-voting in respect of the
Postal Ballot Notice dated April 28, 2018

Ref: Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements)
Regulations, 2015

With reference to the above subject matter, we are herewith enclosing the
Postal Ballot Results as declared by Mr. Arjan R. Gurbuxani, an authorized
Independent Director of the Company in that behalf, on June 18, 2018 at
11.30 a.m. (IST) at the Registered Office of the Company based on the
Scrutinizer's Report dated June 13, 2018.

We are filing the Postal Ballot Results including e-voting combined result
on passing of the Special Resolution as set out in the Postal Ballot Notice dated
April 28, 2018, along with Scrutinizer's Report dated June 13, 2018.



NIRLON LIMITED

Pahadi Village,
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



In this connection, we are furnishing herewith the following information:

Date of the Postal Ballot Notice	Saturday, April 28, 2018
Record date of reckoning of the e-voting right	Friday, April 27, 2018
Date of Dispatch of the Postal Ballot Notice	Wednesday, May 9, 2018
Total number of shareholders as on the cut-off date (Record Date)	38,221
Date of declaration of the Postal Ballot Results	Monday, June 18, 2018

Item no.	Resolution	Resolution (Ordinary/Special Resolution)	Nature of voting	Remark
1	To approve and adopt the proposed Alteration to Articles 71 (C) and (D) of the Articles of Association of the Company	Special Resolution	Postal Ballot including e-voting	Resolution was carried out with a requisite majority

The detail of the voting of the Special Resolution No.1 is attached as **annexure 1** to this Letter.

We are also attaching herewith the Scrutinizer's Report dated June 13, 2018 as **annexure 2** to this letter.



NIRLON LIMITED

Pahadi Village,
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



(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	242	27,19,400	-
E-voting	18	5,76,62,981	-
TOTAL	260	6,03,82,381	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	22	12,240	-
E-voting	1	7	-
TOTAL	23	12,247	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	53	1,40,697
E-voting	Nil	Nil
TOTAL	53	1,40,697



NIRLON LIMITED

Pahadi Village,
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



Please note that we are publishing the above Postal Ballot Results in the newspaper as well as display the same at the Company's website.

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

Encl: Annexure 1 – Postal Ballot Results in the Regulation 44 format

Annexure 2 - The Scrutinizer Report dated June 13, 2018

Annexure 1
Format for Voting
Results

Date of the AGM/EGM	Monday, June 18, 2018 (postal Ballot result declared)	
Total number of shareholders on record date	38,221	
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	0 0 0	
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public:	0 0 0	

Agenda- wise disclosure
Resolution required: (Ordinary / Special)

Special Resolution

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 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		57606274	89.36	57606274	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)	64460875	2659500	4.13	2659500	0	100	0
	Total		60265774	93.49	60265774	0	100	0
Public - Institutions	E-Voting		15979	0.17	15979	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)	9464193	0	0	0	0	0	0
	Total		15979	0.17	15979	0	100	0
Public - Non-Institutions	E-Voting		40735	0.25	40728	7	99.98	0.02
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)	16192972	72140	0.45	59900	12240	83.03	16.97
	Total		112875	0.70	100628	12247	89.15	10.85
	Total	90118040	60394628	67.02	60382381	12247	99.98	0.02



[Handwritten Signature]

Annexure-2

NIRLON LIMITED

**SCRUTINIZER'S REPORT
ON THE POSTAL BALLOT PURSUANT TO NOTICE
DATED APRIL 28, 2018**

ALWYN D'SOUZA

Alwyn Jay & Co.

Company Secretaries

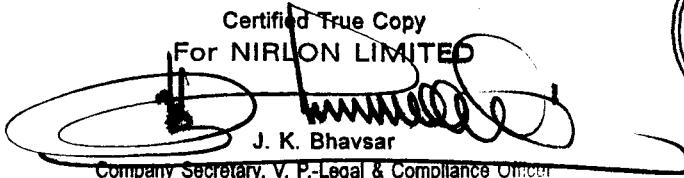
Annex-103, Dimple Arcade, Asha Nagar, Kandivali (East), Mumbai 400101.

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

Certified True Copy
For NIRLON LIMITED


J. K. Bhavsar

Company Secretary, V. P.-Legal & Compliance Officer

F.C.S. 4178



ALWYN D'SOUZA

Alwyn Jay & Co.

Company Secretaries

Annex-103, Dimple Arcade, Asha Nagar, Kandivali (East), Mumbai 400 101.

Branch Office: B-002, Gr. Floor, Shreepati-2, Royal Complex, Behind
Olympia Tower, Mira Road (E), Thane-401 107; **Tel:**022-28125781 ; **Mob:**
09820465195; 09819334743

Email : alwyn.co@gmail.com **Website:** www.alwynjay.com

To,

Mr.Arjan Gurbuxani,

Director,

Nirlon Limited,

Pahadi Village, off the Western Express Highway,

Goregaon (East),

Mumbai 400 063.

Dear Sir,

RE: SCRUTINIZER'S REPORT


I refer to my appointment as a Scrutinizer made by the Directors of Nirlon Limited for conducting the Postal Ballot Process for seeking Members' assent or dissent to approve and adopt the proposed alteration to Articles 71 (C) and (D) of the Articles of Association of the Company as specified in the Postal Ballot Notice dated April 28, 2018.

I have carried out the work as a Scrutinizer from the closing of the working hours on **June 12, 2018 to June 13, 2018**. In this connection I need to bring to your attention the following aspects:

1. All the Specimen Signatures have been verified with the specimen signature records maintained by the Company's Share Transfer Agent, Link Intime India Pvt. Ltd., and I have relied upon the certification provided by them on the same;



2. The Company has appointed Central Depository Services (India) Limited, ('**CDSL**') to provide e-voting facility to its members whereby Members having shares in Demat Form and in Physical Form may vote either by way of Postal Ballot Form or by way of e-voting. In such cases the voting is taken into consideration based on the e-voting data provided by the CDSL; and
3. I enclose the Scrutinizer's Report along with the relevant listings.



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

Mumbai
June 13, 2018

Encl: Scrutinizer's Report and Vote Cast Registers

ALWYN D'SOUZA
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

SCRUTINIZER'S REPORT

To,

Mr. Arjan Gurbuxani,

Director,

Nirlon Limited,

Pahadi Village, off the Western Express Highway,

Goregaon (East),

Mumbai 400 063.

SCRUTINIZER'S REPORT ON THE POSTAL BALLOT VOTING
INCLUDING VOTING BY ELECTRONIC MEANS IN RESPECT OF
PASSING RESOLUTION CONTAINED IN THE NOTICE DATED APRIL
28, 2018

Dear Sir,

I, Alwyn D'souza, Partner of Alwyn Jay & Co., Company Secretaries, have been appointed as Scrutinizer by the Directors of Nirlon Limited (**'the Company'**) for scrutinizing the Postal Ballot voting including voting by electronic means in respect of the Special Resolution contained in the Postal Ballot Notice dated April 28, 2018 through a Postal Ballot Process.



The Compliance with the provisions of the Companies Act, 2013, and Rules made thereunder, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Listing Agreement with the BSE Limited relating to the 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 Director authorised in that behalf on the Special Resolution contained in the Notice dated April 28, 2018 based on the reports generated from the electronic voting system by the 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, June 12, 2018, and reports provided by Share Transfer Agent, 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. (IST) on Tuesday, June 12, 2018 the votes were unblocked at 5.03 p.m. (IST) on the e-voting website of the CDSL (<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. (IST) on Tuesday, June 12, 2018 were diligently scrutinized and reconciled with the records maintained by the Company's Share Transfer Agent, Link Intime India Pvt. Ltd. and authorisations lodged with them.



3. The data for the purpose of verification of the number of shares was taken as of Friday, April 27, 2018 which was the cut-off date (record date) fixed for determining voting rights of Members entitled to participate in the voting process.
4. In cases where 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 April 28, 2018.
5. Envelopes which have been undelivered bearing Serial No. **1** to **7285** have not been opened and have been separately classified and kept.
6. We have received **3** (Three) envelopes containing Postal Ballot Forms after June 12, 2018 but up to June 13, 2018 and any ballots received after June 12, 2018 have not been accounted for in arriving at the final result.
7. In general and for your information, I have carried out such scrutiny as I have 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 the Special Resolution contained in the Notice dated April 28, 2018 through the Postal Ballot is as under:



ITEM NO.1: AS A SPECIAL RESOLUTION

To approve and adopt the proposed alteration to Articles 71 (C) and (D) of the Articles of Association of the Company

(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	242	27,19,400	-
E-voting	18	5,76,62,981	-
TOTAL	260	6,03,82,381	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	22	12,240	-
E-voting	1	7	-
TOTAL	23	12,247	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	53	1,40,697
E-voting	Nil	Nil
TOTAL	53	1,40,697

Based on the foregoing, the Special Resolution to approve and adopt the proposed alteration to Articles 71 (C) and (D) of the Articles of Association of the Company may be considered as carried out by a requisite majority.

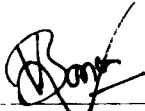
The relevant records relating to the electronic voting along with the physical Postal Ballot Forms shall remain in my safe custody, and will be handed over to the Company Secretary for preserving safely after the Director, authorised in that behalf, considers, approves and signs the Minutes of the Postal Ballot.



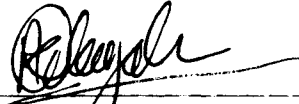
Alwyn D'souza
F.C.S No.5559,
Certificate of Practice No.5137
Practising Company Secretary

Mumbai, June 13, 2018

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 5.03 P.M (IST) on June 12, 2018.

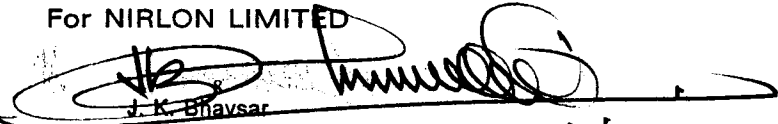


Vijay Sonone
507, E3, Lokdhara Phase III,
Kalyan East 421306



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

Certified True Copy
For NIRLON LIMITED



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

