



Nirlon Limited

CIN:L17120MH1958PLC011045

Pahadi Village, off the Western Express Highway, Goregaon (East), Mumbai 400 063.

Tele : +91 (022) 4028 1919 / 2685 2257 / 58 / 59

Fax : +91 (022) 4028 1940

CIN : L17120MH1958PLC011045

E-mail id: info@nirlonltd.com

Website: www.nirlonltd.com

=====

December 26, 2020

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

Security Code: 500307

Dear Sir,

Sub: Disclosure of the remote e-voting results on with respect to the Postal Ballot Notice dated November 21, 2020

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

With reference to the above subject, I, Company Secretary & Vice President (Legal) of the Company hereby declare the following result of the Postal Ballot conducted by the Company as per the Notice dated November 21, 2020, for and on behalf of the Company based on the Scrutinizer's Report dated December 26, 2020 received by me.

Item no.	Resolution	Resolution (Ordinary/Special)	Nature of Voting	Remarks
1	Appointment of Mr. Rahul V Sagar (DIN 00388980) as Executive Director & Chief Executive Officer(CEO) of the Company and Payment	Special	Remote e-voting	Resolution passed with requisite majority

	of his Managerial Remuneration for a period of 5 (five) years w.e.f February 1, 2021 to January 31, 2026			
--	----------------------------------------------------------------------------------------------------------	--	--	--

We are submitting remote e-voting voting result along with the Scrutinizer's Report dated December 26, 2020 as per Regulation 44(3) of SEBI (LODR) Regulation, 2015.

We will be filing the results in XBRL format with the BSE Ltd.

The Company shall be displaying the same on its website 'www.nirlonltd.com'

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

In view of the above, I hereby declare that Special Resolution passed with requisite majority by Members of the Company.

Thanking you,

Yours faithfully,

For Nirlon Limited

Sd/-

Jasmin K. Bhavsar

**Company Secretary & Vice President (Legal) & Compliance Officer
FCS 4178**

Encl.: a/a

NIRLON LIMITED

SCRUTINIZER'S REPORT ON POSTAL BALLOT

ALWYN D'SOUZA
Alwyn Jay & Co.
Company Secretaries

[Firm Registration No: P2010MH021500] [Peer Review Certificate No.621/2019]

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:** 022-79629822 ; **Mob:** 09820465195; 09819334743
Email : alwyn@alwynjay.com Website:www.alwynjay.com

ALWYN D'SOUZA

Alwyn Jay & Co.

Company Secretaries

[Firm Registration No: P2010MH021500] [Peer Review Certificate No.621/2019]

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: 022-79629822 ; Mob: 09820465195; 09819334743
Email : alwyn@alwynjay.com Website: www.alwynjay.com

To,
The Chairman/Company Secretary,
Nirlon Limited,
Nirlon Limited, Pahadi Village, off the Western Express Highway,
Goregaon (East), Mumbai 400 063.

Dear Sir,

RE : SCRUTINIZER'S REPORT

I, **Alwyn D'Souza** of Alwyn Jay & Co, Company Secretaries appointed as Scrutinizer by the Board of Directors of **Nirlon Limited** for the purpose of scrutinizing the Postal Ballot e-voting process for seeking members assent/dissent on the resolution as specified in the Postal Notice dated November 21, 2020.

I have carried out the work as Scrutinizer from the close of the remote e-voting period i.e., 5:00 P. M. IST on December 26, 2020.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made thereunder and the various circulars issued by the Ministry of Corporate Affairs, Government of India relating to Postal Ballot. My responsibility as the scrutinizer is restricted to make a scrutinizer report of the votes cast in favour / against on the resolution contained in the Postal Ballot Notice dated November 21, 2020 based on the reports generated from the e-voting system provided by the Link Intime India Private Limited (LIPL), the authorised agency to provide remote e-voting facilities, engaged by the Company for the purpose.

I submit my report as under:

1. The Postal Ballot is held in compliance with the provisions of Section 110 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force) (the "Act"), read with Rule 22 of the Companies (Management and Administration) Rules, 2014 including any statutory modification or re-enactment thereof for the time being in force (the "Rules") read with the

General Circular No. 14/2020 dated April 8, 2020, the General Circular No. 17/2020 dated April 13, 2020 and the General Circular No. 22/2020 dated June 15, 2020 and General Circular No.33/2020 dated September 28 , 2020, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by Covid - 19" issued by the Ministry of Corporate Affairs, Government of India (the "MCA Circulars").

2. The Company has on November 24,2020 sent Postal Ballot Notice through electronic mode to the Members whose e-mail ids were registered with the Company, Share Transfer Agents (STA), Central Depository Services (India) Limited ("CDSL")/ National Securities Depository Limited (NSDL) as on November 20, 2020. The hard copy of the Postal Ballot Notice along with Postal Ballot forms and pre-paid business envelope was not sent to the Members for the Postal Ballot in accordance with the requirements specified under the MCA Circulars.
3. The Company has on November 26, 2020 published an advertisement in Business Standard & Navakal .
4. The Remote e-voting facility was provided by Link Intime India Private Limited. The Postal Ballot remote e-voting period commenced on Friday, November 27, 2020 from 10.00 a.m. (IST) and ended at 5.00 p.m. (IST), Saturday, December 26, 2020.
5. After the time fixed for closing of the e-voting i.e., 5.00 P.M. IST on December 26, 2020 the votes were unblocked at 5.03 P.M IST in the presence of two witnesses who are not in the employment of the Company, on the e-voting website of e-voting website of LIPL (<https://instavote.linkintime.co.in/>) and a final electronic report was generated by me. The data generated was diligently scrutinized.
6. The data for the purpose of verification of the number of shares was taken as of November 20, 2020 which was the relevant date (cut-off date) fixed for determining voting rights of the Members entitled to participate in the voting process.
7. The results of the remote e-voting in respect to passing of resolution contained in the Postal Ballot Notice dated November 21, 2020 are as under:

RESOLUTION NO. 1: SPECIAL RESOLUTION

Appointment of Mr. Rahul V Sagar (DIN 00388980) as Executive Director & Chief Executive Officer(CEO) of the Company and Payment of his Managerial Remuneration for a period of 5 (five) years w.e.f February 1, 2021 to January 31, 2026

(i) Voted *in favour* of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
31	6,33,42,820	100.00

(ii) Voted *against* the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
1	7	0.00

(iii) *Invalid* votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
-	-

Based on the foregoing, the above Resolution was passed with requisite majority.

The relevant records relating to the e-voting shall remain in my safe custody and will be handed over to the Company Secretary for preserving safely after the consideration of results and the Chairman approves and signs the Minutes.

Alwyn D'Souza

Practising Company Secretary
FCS No.5559, CP No.5137
Alwyn Jay & Co
Company Secretaries
[UDIN : FO05559B001671498]

Mumbai dated December 26, 2020

We the undersigned witnesseth that the votes were unblocked from the e-voting website of the Link Intime India Private Limited (<https://instavote.linkintime.co.in/>) in our presence at 5.03 P.M IST on December 26, 2020.

Edlon Dsouza

Flat No.214, Shram Saphalya,
Station Road, Sheetal Nagar,
Mira Road East, Thane 401107

Countersigned by:
For **Nirlon Limited**

Jasmin K. Bhavsar
Company Secretary, Vice President (Legal) & Compliance Officer

Mumbai dated December 26, 2020

Krishnakant Adagale

Row House No.18,
Mansi Row Co.op Hsg Soc Ltd
Kashigaon, Mira Road East,
Thane 401107