

NAGPUR POWER AND INDUSTRIES LIMITED

CIN L40100MH1996PLC104361

| Regd. Office: 'Nirmal', 20th Floor, Nariman Point, Mumbai-400021|

| Tel# +91 22 2202 3055/66 | Fax# +91 22 2204 3162 |

| Email: npil_investor@khandelwalindia.com | Website: www.nagpurpowerind.com |

September 29, 2018

To,
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai:-400001.

Dear Sir/Madam,

Sub: Disclosure of Voting result for the resolutions passed at the 22nd Annual General Meeting (AGM) of the Company held on September 29, 2018, as per the requirement of Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

SCRIP CODE: - 532362

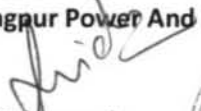
At the 22nd AGM of the Company held on September 29, 2018, all the items of business contained in the notice of the AGM dated August 13, 2018 were transacted and approved by the share holders with requisite majority.

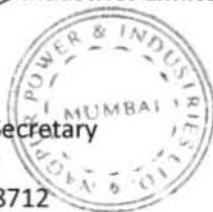
The details of the Combined Voting Result (which includes the result of remote e-voting, Ballot Forms, and polling conducted at the AGM) are enclosed in the format prescribed under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Further, the Scrutinizer's report on the combined voting results is also attached herewith.

Kindly take the same on your records.

Thanking You,
Yours faithfully,
For Nagpur Power And Industries Limited


Nidhi Salampuria
Director & Company Secretary
& Compliance Officer
Membership No. : A28712
Encl: A/a



General information about company	
Scrip code	532362
NSE Symbol	
MSEI Symbol	
ISIN	INE099E01016
Name of the company	NAGPUR POWER AND INDUSTRIES LIMITED
Type of meeting	AGM
Date of the meeting / Date of declaration of results (in case of Postal Ballot)	29-09-2018
Start time of the meeting	12:30 PM
End time of the meeting	12:50 PM

Scrutinizer Details	
Name of the Scrutinizer	Sanam Umbargikar
Firms Name	DSM And Associates
Qualification	CS
Membership Number	26141
Date of Board Meeting in which appointed	30-05-2018
Date of Issuance of Report to the company	29-09-2018

Voting results	
Record date	22-09-2018
Total number of shareholders on record date	3718
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	6
b) Public	11
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	0
b) Public	0
No. of resolution passed in the meeting	2
Disclosure of notes on voting results	

Resolution(1)	
Resolution required: (Ordinary / Special)	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?	No
Description of resolution considered	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2018 together with the Directors Report and Auditor's Report thereon; and the audited consolidated financial statement of the Company for the financial year ended March 31, 2018 together with the Auditor's Report thereon



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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	7901932	0	0	0	0	0	0
	Poll		7079982	89.5981	7079982	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		7901932	7079982	89.5981	7079982	0	100
Public-Institutions	E-Voting	1596744	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1596744	0	0	0	0	0
Public-Non Institutions	E-Voting	3596831	9124	0.2537	9124	0	100	0
	Poll		1221	0.0339	1221	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		3596831	10345	0.2876	10345	0	100
Total		13095507	7090327	54.1432	7090327	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(2)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			To appoint a Director in place of Ms. Nidhi Salampuria (DIN 07138654), who retires by rotation and, being eligible, offers herself for re- appointment					
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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	7901932	0	0	0	0	0	0
	Poll		7079982	89.5981	7079982	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0



	Total	7901932	7079982	89.5981	7079982	0	100	0
Public- Institutions	E-Voting	1596744	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1596744	0	0	0	0	0
Public- Non Institutions	E-Voting	3596831	9124	0.2537	724	8400	7.9351	92.0649
	Poll		1171	0.0326	1171	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		3596831	10295	0.2862	1895	8400	18.407
Total		13095507	7090277	54.1428	7081877	8400	99.8815	0.1185
Whether resolution is Pass or Not.								Yes
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



SCRUTINIZER'S REPORT – COMBINED

[Pursuant to provisions of section 108 of the Companies Act, 2013 and rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014]

To,

Mr. Gautam Khandelwal
Chairman & Director

22nd Annual General Meeting of the Equity Shareholders of **Nagpur Power and Industries Limited** held on **Saturday** the **29th September, 2018**, at **12.30 p.m.** at **20th Floor, Nirmal Building, Nariman Point, Mumbai – 400 021.**

Dear Sir,

I, CS Sanam Umbargikar, Partner of M/s. DSM & Associates, Company Secretaries, having been appointed by the Board of Directors of the **Nagpur Power and Industries Limited** (the Company) as a Scrutinizer for the purpose of scrutinizing the e-voting process, poll process carried out at 22nd Annual General Meeting pursuant to provisions of section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulation 2015 and on scrutiny of the same, I submit my Combined Report on the results of the e-voting together with the voting by physical ballot forms at the 22nd Annual General Meeting.

Report on Scrutiny

- The Company had appointed Central Depository Services (India) Limited ("CDSL") as the Service provider, for the purpose of extending the facility of Remote E-Voting to the members of the Company. Link Intime India Private Limited is Registrar and Share Transfer Agents ("RTA") of the Company
- Company has informed that, on the basis of the Register of Members and List of Beneficiary Owners made available by the depository viz. Central Depository Services (India) Limited (CDSL), the Company completed dispatch of Notice of AGM along with Annual Report of 2017-18 as under :-
 - On 6th September, 2018 by email to 1,170 Members, who had registered their email-ids with the Company/RTA;



- On 4th September, 2018 by Courier / Registered post to 2,557 Members, whose email ids are not registered with the Company/RTA;
- by Courier / Registered post to 146 Members, who had registered their email-ids with the Company/RTA but their mail was bounced;
- The Voting rights were reckoned as on Saturday, 22nd September, 2018 being the cut-off date for the purpose of deciding the entitlements of members at the Remote E-Voting and voting at the AGM.
- Remote E-Voting process was open from 9.00 a.m. on Wednesday, 26th September, 2018 till 5.00 p.m. on Friday, 28th September, 2018 and members were required to cast their votes electronically conveying their assent or dissent in respect of Resolutions, on the Remote E-Voting platform provided by CDSL.
- As prescribed in clause (v) of sub rule 4 of the Rule 20 of Companies (Management and Administration) Rules, 2014, the Company also released an advertisement, which was published more than 21 days before the date of AGM in English in "Financial Express" newspaper dated 7th September, 2018 and in Marathi in "Navrashtra" newspaper dated 7th September, 2018.
- At the end of the voting period on 28th September, 2018 at 5.00 p.m., the voting portal of Service Provider was blocked forthwith.
- At the venue of the 22nd AGM of the Company held on Saturday, 29th September, 2018, the facility to cast vote physically was provided to those members present in the meeting but could not earlier participate in the Remote E-Voting to record their votes.
- On completion of voting at the AGM, CDSL provided us with the list of members who had cast their votes, their holding details and details of votes cast on the resolutions.
- The votes were reconciled with the records maintained by the Company and RTA with respect to authorization / proxies lodged with the Company.
- I unblocked the Remote E-Voting result on the CDSL E-voting platform in the presence of Mr. Mandar Palav and Ms. Pooja Bakkam, who acted as the witnesses, as prescribed in Sub Rule 4 (xii) of the said Rule 20 and downloaded the remote E-Voting results.



Combined Results of E-Voting and Ballot at the AGM are as under:

(a) Resolution No.1:- Ordinary Resolution –

Adoption of the Audited Financial Statements (including Audited Consolidated Financial Statements) for the financial year ended 31st March, 2018 together with the Directors' Report and Auditor's Report thereon:

Particulars	Voting Details		
	No. of Votes	No. of Shares	% of Total valid votes cast
Total Electronic votes received	5	9,124	0.13%
Less: Invalid Electronic votes	NIL	NIL	0.00%
Net Valid Electronic Votes (A)	5	9,124	0.13%
Total Poll Forms received	16	70,81,203	99.87%
Less: Invalid/ Rejected Poll Forms	NIL	NIL	0.00%
Net Valid Poll Forms received (B)	16	70,81,203	99.87%
Total Votes – (A+B)	21	70,90,327	100.00%
Assenting	21	70,90,327	100.00%
Dissenting	0	0	0.00%

Accordingly, out of 70,90,327 votes cast (e-voting and ballot), 70,90,327 votes were cast ASSENTING to the Ordinary Resolution constituting 100.00% of the total votes cast; NIL votes were cast DISSENTING to the Ordinary Resolution constituting 0.00% of the total votes cast.

Thus, the Ordinary Resolution as contained in Item No.1 is passed with requisite majority.

(b) Resolution No.2:- Ordinary Resolution -

Appointment of Director in place of Ms. Nidhi Salampuria (DIN No.07138654) who retires by rotation and being eligible, offers herself for re-appointment:



Particulars	Voting Details		
	No. of Votes	No. of Shares	% of Total valid votes cast
Total Electronic votes received	5	9,124	0.13%
Less: Invalid Electronic votes	NIL	NIL	0.00%
Net Valid Electronic Votes (A)	5	9,124	0.13%
Total Poll Forms received	15	70,81,153	99.87%
Less: Invalid Poll Forms	NIL	NIL	0.00%
Net Valid Poll Forms received (B)	15	70,81,153	99.87%
Total Votes – (A+B)	20	70,90,277	100.00%
Assenting	18	70,81,877	99.88%
Dissenting	2	8,400	0.12%

Accordingly, out of 70,90,277 votes cast (e-voting and ballot), 70,81,877 votes were cast ASSENTING to the Ordinary Resolution constituting 99.88% of the total votes cast; 8,400 votes were cast DISSENTING to the Ordinary Resolution constituting 0.12% of the total votes cast.

Thus, the Ordinary Resolution as contained in Item No.2 is passed with requisite majority.

Yours Faithfully,

*For DSM & Associates
Company Secretaries*

CS Sanam Umbargikar
Partner

M. No.26141

CoP No.9394



Date: 29th September, 2018.

Place: Mumbai.