



NEELAMALAI AGRO INDUSTRIES LIMITED

(Registered Office : Katary Estate, Katary P.O., Coonoor, Nilgiris District - 643 213, TamilNadu)
Post Box No. 4260, Panampilly Nagar P.O., Ernakulam District, Kochi - 682 036, Kerala
Tele : (0484) 2315312 Fax : (0484) 2312541
Corporate Identity Number (CIN): L01117TZ1943PLC000117
E-Mail : secneelamalai@vsnl.net Website : www.neelamalaiagro.com

September 10, 2015

Bombay Stock Exchange Limited
25th Floor, Phiroze Jeejeebhoy Towers
Dalal Street, Fort
Mumbai- 400001
Phones : 022-22721233/4, 022-66545695

Dear Sirs,

Sub: Disclosure of voting results of the 72nd Annual General Meeting of Neelamalai Agro Industries Ltd. held on September 09, 2015 as per the requirement of Clause 35A of the Equity Listing Agreement

We may inform you that the 72nd Annual General Meeting of the Company was held on Wednesday, September 09, 2015 at the Regd. Office of the company at Katary Estate, Katary Post, Coonoor, The Nilgiris – 643213 and all the items of business contained in the Notice of the Annual General Meeting were approved by the Share holders.

We also enclose herewith the following :-

- a) details of the voting results at the AGM in the format prescribed under Clause 35 A of the Equity Listing Agreement.
- b) report of the Scrutinizer dated September 09, 2015 on E- voting & Poll

This may please be taken on record.

Thank you.

Yours faithfully
for NEELAMALAI AGRO INDUSTRIES LTD.

T.M.HARIKUMAR
COMPANY SECRETARY & CFO

Encl: As above



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Details of Voting Results

Date of Annual General Meeting	:	September 09, 2015
Total number of share holders on record date (book closure September 03, 2015 to September 09, 2015)	:	1148
No. of share holders present in the meeting either in person or through proxy	:	16
Promoters and Promoter Group	:	Nil
Public	:	16
No. of Share holders attended the meeting through video Conferencing	:	: Not Applicable
Promoters and Promoter Group	:	Nil
Public	:	Nil

Agenda wise

Item Nos,	Details of Agenda	Resolution required (Ordinary /Special)	Mode of Voting (Show of hands/Polls/Postal Ballot/E-voting)	Remarks
1	Adoption of the Accounts for the year ended 31.03.2015	Ordinary	E-voting & Poll	Approved by the shareholders with requisite majority
2	Declaration of Final Dividend on Equity Shares	Ordinary	E-voting & Poll	Approved by the shareholders with requisite majority
3	Re-appointment of Mr. S.Rajasekar as a Director	Ordinary	E-voting & Poll	Approved by the shareholders with requisite majority
5	Ratification of appointment of Auditors and to fix their remuneration	Ordinary	E-voting & Poll	Approved by the shareholders with requisite majority

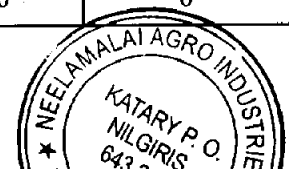


E-voting / Poll at AGM – 09.09.2015**ORDINARY BUSINESS****ORDINARY RESOLUTION NO. 1****ADOPTION OF ACCOUNTS FOR THE YEAR ENDED 31.03.2015**

Promoter/ Public	No. of Shares held	No. of shares 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	4,14,203	4,14,203	66.02	4,14,203	0	99.85	0
Public – Institutional holders	4,250	0	0	0	0	0	0
Public – Others	2,08,897	606	0.10	606	0	0.15	0
Total	6,27,350	4,14,809	66.12	4,14,809	0	100	0

ORDINARY RESOLUTION NO. 2**DECLARATION OF FINAL DIVIDEND ON EQUITY SHARES.**

Promoter/ Public	No. of Shares held	No. of shares 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	4,14,203	4,14,203	66.02	4,14,203	0	99.85	0
Public – Institutional holders	4,250	0	0	0	0	0	0
Public – Others	2,08,897	606	0.10	606	0	0.15	0
Total	6,27,350	4,14,809	66.12	4,14,809	0	100	0



ORDINARY RESOLUTION NO. 3**RE-APPOINTMENT OF MR. S.RAJASEKAR AS A DIRECTOR**

Promoter/ Public	No. of Shares held	No. of shares 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	4,14,203	4,14,203	66.02	4,14,203	0	99.85	0
Public – Institutional holders	4,250	0	0	0	0	0	0
Public – Others	2,08,897	606	0.10	606	0	0.15	0
Total	6,27,350	4,14,809	66.12	4,14,809	0	100	0

ORDINARY RESOLUTION NO. 4**RATIFICATION OF APPOINTMENT OF AUDITORS AND TO FIX THEIR REMUNERATION**

Promoter/ Public	No. of Shares held	No. of shares 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	4,14,203	4,14,203	66.02	4,14,203	0	99.85	0
Public – Institutional holders	4,250	0	0	0	0	0	0
Public – Others	2,08,897	606	0.10	606	0	0.15	0
Total	6,27,350	4,14,809	66.12	4,14,809	0	100	0





#28, 1st Floor, Ganapathy Colony, Illrd Street, Teynampet, Chennai - 600 018.

Scrutinizer's Report

Dated: September 09, 2015

To,
The Chairman,
M/s. Neelamalai Agro Industries Limited
Nilgiris.

Dear Sir,

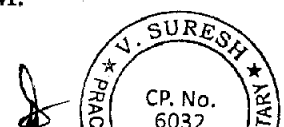
Subject: Consolidated Scrutinizer's Report on Remote E-voting pursuant to the provisions of Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015, and voting on Poll at the 72nd Annual General Meeting of M/s. Neelamalai Agro Industries Limited held on Wednesday, the 9th September, 2015 at 10.00 AM at Registered Office, at Katary Estate, Katary Post, Coonoor, Nilgiris, Tamil Nadu - 643 213

I, V Suresh, a Company Secretary in practice, have been appointed by the Board of Directors of M/s. NEELAMALAI AGRO INDUSTRIES LIMITED (the Company) as a Scrutinizer for the purpose of scrutinizing the remote e-voting / poll at the AGM venue and ascertaining the requisite majority, on the resolutions contained in the notice to the 72nd Annual General Meeting (AGM) of the members of the Company, held on Wednesday, the 9th September 2015 at 10.00 AM at Registered Office, at Katary Estate, Katary Post, Coonoor, Nilgiris, Tamil Nadu - 643 213.

The Notice dated 27th May 2015 along with statement setting out material facts under Section 102 of the Act were sent to the Shareholders in respect of the resolutions mentioned herein below, passed at the Annual General Meeting of the Company.

The Public Advertisement with respect to dispatch of notices and conducting of voting was published in an English newspaper "Financial Express" and in a vernacular newspaper "Makkal Kural" having wide circulation, in their respective editions dated 18th August 2015.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the Rules relating to voting on the resolutions contained in the Notice of 72nd Annual General Meeting (AGM) of the members of the Company. My responsibility as a Scrutinizer is restricted to presenting a Scrutinizer's Report of the votes cast "in favour" or "against" or "abstained", in respect of the resolutions stated below, based on the reports generated from the e-voting system provided by M/s. Central Depository Services (India) Limited ('CDSL'), the authorized agency to provide e-voting facilities engaged by the Company, and also at the time of poll at AGM.



The Company had also provided facility for voting through polling paper at the meeting for the members who have not cast their vote by remote e-voting.

Further to the above, I submit my report as under:-

E-VOTING:

- i. The members of the Company as on the "cut-off" date i.e. 2nd September 2015 were entitled to vote on the resolutions (items no. 1 to 4 as set out in the notice of the 72nd AGM of the Company.)
- ii. The e-voting period remained open from Saturday, the 05th September, 2015 (9:00 A.M.) to Tuesday, 08th September, 2015 (5.00 P.M.)
- iii. The votes cast under remote e-voting facility were thereafter unblocked in presence of two witnesses who were not in employment of the Company.
- iv. The Corporate members who had participated in the remote e-voting had provided the scanned copy of the resolution passed at the Board of Directors for authorization to exercise their votes through e-voting.

POLL

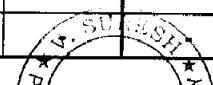
- i. The Company had provided the facility for voting through polling paper at the AGM and members, who have not cast their vote by remote e-voting was allowed to exercise their right to vote at the meeting.
- ii. The polling papers in Form MGT-12 as per the Companies (Management and Administration) Rules, 2014 were distributed to the shareholders present. The shareholders cast their votes in the ballot box kept at a convenient place in the venue.
- iii. The locked ballot box was subsequently opened before me, in presence of two witnesses who were not in employment of the Company and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company and the authorizations/proxies lodged with the Company.
- iv. There were no invalid polling papers.

I, submit herewith my combined report on the results of e-voting and poll as under:

Resolution No 1: *Ordinary Resolution*

Ordinary Business: Adoption of Audited Accounts for the year ended 31.03.2015

Voting Method	Total Valid Votes	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	Abstained Votes
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast		
Remote E-Voting	414,609	28	414,609	100	-	-	-	-	-
Poll at the AGM Venue	200	1	200	100	-	-	-	-	-
Total	414,809	29	414,809	100	-	-	-	-	-



Resolution No 2: Ordinary Resolution

Ordinary Business: Declaration of Final Dividend on Equity Shares

Voting Method	Total Valid Votes	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	Abstained Votes
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast		
Remote E-Voting	414,609	28	414,609	100	-	-	-	-	-
Poll at the AGM Venue	200	1	200	100	-	-	-	-	-
Total	414,809	29	414,809	100	-	-	-	-	

Resolution No 3: Ordinary Resolution

Ordinary Business: Re-appointment of Mr. S. Rajasekar as Director.

Voting Method	Total Valid Votes	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	Abstained Votes
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast		
Remote E-Voting	414,609	28	414,609	100	-	-	-	-	-
Poll at the AGM Venue	200	1	200	100	-	-	-	-	-
Total	414,809	29	414,809	100	-	-	-	-	



Resolution No 4: Ordinary Resolution

Ordinary Business: Ratification of appointment of Statutory Auditors and fixing their remuneration.

Voting Method	Total Valid Votes	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	Abstained Votes
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast		
Remote E-Voting	414,609	28	414,609	100	-	-	-	-	-
Poll at the AGM Venue	200	1	200	100	-	-	-	-	-
Total	414,809	29	414,809	100	-	-	-	-	-

All the resolutions have been passed with requisite majority.

The data sheet relating to e-voting/Poll at the AGM venue and other related papers/registers, records, have been handed over to the Chairman of the Meeting.

Thanking you,
Yours Faithfully,



V Suresh
Practising Company Secretary
C.P.No 6032

