



## 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

SEC/NAIL/2014-15/042

September 11, 2014

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

Madras Stock Exchange Ltd.  
Exchange Building  
11 Second Line Beach  
Chennai – 600 001  
Phone:044-25228951

Dear Sirs,

**Sub: Announcement of results on the Resolutions of the 71<sup>st</sup> Annual General Meeting of Neelamalai Agro Industries Ltd. held on September 10, 2014 alongwith Scrutinizer's Report**

We may inform you that the 71<sup>st</sup> Annual General Meeting of the Company was held on Wednesday, September 10, 2014 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 :-

- report of the Scrutinizer dated September 05, 2014 on E- voting
- details of the voting results at the AGM in the format prescribed under Clause 35 A of the Equity Listing Agreement.

This may please be taken on record.

Thank you.

Yours faithfully  
for NEELAMALAI AGRO INDUSTRIES LTD.

T.M.HARIKUMAR  
GENERAL MANAGER- FINANCE

Encl: As above



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### Details of Voting Results

Date of Annual General Meeting	:	September 10, 2014
Total number of share holders on record date (book closure September 04, 2014 to September 10, 2014)	:	1147
No. of share holders present in the meeting either in person or through proxy	:	16
Promoters and Promoter Group	:	1
Public	:	15
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 Audited Balance Sheet as at March 31, 2014, the Statement of Profit and Loss for the financial year ended on that date and the reports of the Board of Directors and Auditors thereon	Ordinary	E-voting	100% votes cast in favour and passed the resolution
2	Declaration of Dividend on Equity Shares	Ordinary	E-voting	100% votes cast in favour and passed the resolution
3	Re-appointment of Mr. Ajit Thomas as a Director	Ordinary	E-voting	100% votes cast in favour and passed the resolution



4	Re-appointment of Mr. M.M.Karunakaran as a Director	Ordinary	E-voting	100% votes cast in favour and passed the resolution
5	Re-appointment Auditors	Ordinary	E-voting	97.91% votes cast in favour and passed the resolution with majority
6	Appointment of Mr. A.D.Bopana as independent director	Ordinary	E-voting	100% votes cast in favour and passed the resolution with majority
7	Remuneration of Cost Auditors	Ordinary	E-voting	100% votes cast in favour and passed the resolution

In case of Poll/Postal Ballot/E-voting : **E-voting**

**ORDINARY RESOLUTION NO. 1**

**ADOPTION OF ACCOUNTS FOR THE YEAR ENDED 31.03.2014**

Promoter/ Public	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	4,14,203	4,14,203	100	4,14,203	0	100	0
Public – Institutional holders	11,606	0	0	0	0	0	0
Public – Others	2,01,541	9,191	4.56	9,191	0	100	0
Total	6,27,350	4,23,394	67.49	4,23,394	0	100	0



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

Promoter/ Public	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	4,14,203	4,14,203	100	4,14,203	0	100	0
Public – Institutional holders	11,606	0	0	0	0	0	0
Public – Others	2,01,541	9,191	4.56	9,191	0	100	0
Total	6,27,350	4,23,394	67.49	4,23,394	0	100	0

**ORDINARY RESOLUTION NO. 3****RE-APPOINTMENT OF MR. AJIT THOMAS AS A DIRECTOR**

Promoter/ Public	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	4,14,203	4,14,203	100	4,14,203	0	100	0
Public – Institutional holders	11,606	0	0	0	0	0	0
Public – Others	2,01,541	9,191	4.56	9,191	0	100	0
Total	6,27,350	4,23,394	67.49	4,23,394	0	100	0



**ORDINARY RESOLUTION NO. 4****RE-APPOINTMENT OF MR. M.M.KARUNAKARAN AS A DIRECTOR**

Promoter/ Public	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	4,14,203	4,14,203	100	4,14,203	0	100	0
Public – Institutional holders	11,606	0	0	0	0	0	0
Public – Others	2,01,541	9,191	4.56	9,191	0	100	0
Total	6,27,350	4,23,394	67.49	4,23,394	0	100	0

**ORDINARY RESOLUTION NO. 5****RE-APPOINTMENT OF AUDITORS**

Promoter/ Public	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	4,14,203	4,14,203	100	4,14,203	0	100	0
Public – Institutional holders	11,606	0	0	0	0	0	0
Public – Others	2,01,541	9,191	4.56	361	8830	3.93	96.07
Total	6,27,350	4,23,394	67.49	4,14,564	8830	97.91	2.09



**SPECIAL BUSINESS – ORDINARY RESOLUTION NO. 6****APPOINTMENT OF MR. A.D.BOPANA AS INDEPENDENT DIRECTOR**

Promoter/ Public	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	4,14,203	4,14,203	100	4,14,203	0	100	0
Public – Institutional holders	11,606	0	0	0	0	0	0
Public – Others	2,01,541	9,191	4.56	9,191	0	100	0
Total	6,27,350	4,23,394	67.49	4,23,394	0	100	0

**SPECIAL BUSINESS – ORDINARY RESOLUTION NO. 7****REMUNERATION OF COST AUDITORS**

Promoter/ Public	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	4,14,203	4,14,203	100	4,14,203	0	100	0
Public – Institutional holders	11,606	0	0	0	0	0	0
Public – Others	2,01,541	9,191	4.56	9,191	0	100	0
Total	6,27,350	4,23,394	67.49	4,23,394	0	100	0





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

**Scrutinizer's Report**

**[Pursuant to section 108 of Companies Act, 2013 and rule 20 (3) (xi) of the Companies (Management and Administration) Rules, 2014]**

To

The Chairman of 71st Annual General Meeting of the members of

NEELAMALAI AGRO INDUSTRIES LIMITED (the Company) to be held at 3.30 PM on the 10th day of September, 2014 at KATARY ESTATE, KATARY POST, COONOR, NILGIRIS - 643213.

Dear Sir,

1 I, V Suresh, a Company Secretary in practice, have been appointed by the Board of Directors of NEELAMALAI AGRO INDUSTRIES LIMITED (the Company) as a Scrutinizer for the purpose of scrutinizing the e-voting process and ascertaining the requisite majority on e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules) on the resolutions contained in the notice to the 71st Annual General Meeting (AGM) of the members of the Company, to be held at 3.30 PM on the 10th day of September, 2014 at KATARY ESTATE, KATARY POST, COONOR, NILGIRIS - 643213.

2 The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the resolutions contained in the Notice of 71st Annual General Meeting (AGM) of the members of the Company. My responsibility as a Scrutinizer for the e-voting process is restricted to presenting a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by Central Depository Services Limited, India, the authorized agency to provide e-voting facilities, engaged by the Company

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

4 i. The e-voting period remained open from Wednesday, 03rd September, 2014 (9:00 A.M.) to Friday, 05th September 2014 (6.00 PM)

ii. The members of the Company as on the "cut-off" date i.e. 18th July 2014 were entitled to vote on the resolutions (items no. 1 to 7 as set out in the notice of the 71st AGM of the Company.)

iii. The votes cast were unblocked on 05th September 2014 and in the presence of 2 witnesses Ms. Subashree R S and Mr. Udaya Kumar K R, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Ms. Subashree R S

Mr. Udaya Kumar K R

iv. Thereafter, the details containing inter alia, list of Equity Share Holders, who voted "for", "against" each of the resolutions that were put to vote, were generated from the e-voting website of Central Depository Services Limited, India (i.e.) www.evotingindia.com and based on such reports generated, the result of the e-voting is as under:



ITEM NO 1

ORDINARY RESOLUTION FOR ADOPTION OF ACCOUNTS FOR THE YEAR ENDED 31.03.2014

i. Voted in favour of the resolution:

Number of members	No. of folios	Number of votes cast by them	% of total number of valid votes cast
18	19	423394	100

ii. Voted against the resolution:

Number of members	No. of folios	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL	NIL

ITEM NO 2

ORDINARY RESOLUTION FOR DECLARATION OF DIVIDEND ON EQUITY SHARES

i. Voted in favour of the resolution:

Number of members	No. of folios	Number of votes cast by them	% of total number of valid votes cast
18	19	423394	100

ii. Voted against the resolution:

Number of members	No. of folios	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL	NIL

ITEM NO 3

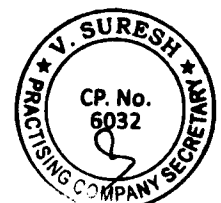
ORDINARY RESOLUTION FOR REAPPOINTMENT OF MR. AJIT THOMAS AS DIRECTOR OF THE COMPANY

i. Voted in favour of the resolution:

Number of members	No. of folios	Number of votes cast by them	% of total number of valid votes cast
18	19	423394	100

ii. Voted against the resolution:

Number of members	No. of folios	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL	NIL





ITEM NO 4

ORDINARY RESOLUTION FOR REAPPOINTMENT OF MR. M M KARUNAKARAN AS DIRECTOR OF THE COMPANY

i. Voted in favour of the resolution:

Number of members	No. of folios	Number of votes cast by them	% of total number of valid votes cast
18	19	423394	100

ii. Voted against the resolution:

Number of members	No. of folios	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL	NIL

ITEM NO 5

ORDINARY RESOLUTION FOR REAPPOINTMENT OF M/S. SURI AND CO, CHARTERED ACCOUNTANTS, CHENNAI AS STATUTORY AUDITORS OF THE COMPANY

i. Voted in favour of the resolution:

Number of members	No. of folios	Number of votes cast by them	% of total number of valid votes cast
17	18	414564	97.91

ii. Voted against the resolution:

Number of members	No. of folios	Number of votes cast by them	% of total number of valid votes cast
1	1	8830	2.09

ITEM NO 6

ORDINARY RESOLUTION FOR APPOINTMENT OF MR. A D BOPANA AS AN INDEPENDENT DIRECTOR OF THE COMPANY

i. Voted in favour of the resolution:

Number of members	No. of folios	Number of votes cast by them	% of total number of valid votes cast
18	19	423394	100

ii. Voted against the resolution:

Number of members	No. of folios	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL	NIL



ITEM NO 7

ORDINARY RESOLUTION FOR PAYMENT OF REMUNERATION TO COST AUDITORS M/S. RAJENDRAN, MANI AND VARIER, COST ACCOUNTANTS, RAVIPURAM, KOCHI - 682016.

i. Voted in favour of the resolution:

Number of members	No. of folios	Number of votes cast by them	% of total number of valid votes cast
18	19	423394	100

ii. Voted against the resolution:

Number of members	No. of folios	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL	NIL

Thanking You,  
Yours faithfully,



V Suresh  
Practising Company Secretary  
C.P No 6032  
Place: Chennai  
Date: 05.09.2014

