



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

March 27, 2015

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

Dear Sirs,

Sub: Declaration of results of Postal Ballot on Resolutions set out in Notice of Postal Ballot dated February 18, 2015

This is with reference to the captioned subject and the Postal Ballot Notice dated February 18, 2015. In this regard, kindly note that Mr. V. Suresh, Practising Company Secretary, Chennai has been appointed as Scrutinizer for conducting the Postal Ballot and e-voting process in a fair and transparent manner. The Scrutinizer has submitted his report on the e-voting and the physical ballot, a copy of which is attached hereto. The summary of the voting results is as stated below:-

ORDINARY RESOLUTIONS

Resolution No. 1- Appointment of Mr G. Vijayaraghavan as an Independent Director

Sl. No.	Particulars	Resolution No. 1	
		No. of Ballots/ E-Voting	No. of Shares voted
a.	Votes cast through physical ballot	45	4,29,317
b.	e-Voting confirmations received	26	509
	Total	71	4,29,826
c.	Less: Invalid Ballot/ e-Voting confirmations	Nil	Nil
d.	Net Valid Physical Ballot Forms/ e -Voting	71	4,29,826
	(i) Physical Ballot Forms/e-voting with assent for the Resolution	70	4,29,776
	% of Assent	-	99.99
	(ii) Physical Ballot Forms/e-voting with dissent for the Resolution	1	50
	% of Dissent	-	0.01



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Resolution No. 2 - Appointment of Mrs. Shanthi Thomas as a Whole-Time Director

Sl. No.	Particulars	Resolution No. 2	
		No. of Ballots/ E-Voting	No. of Shares voted
a.	Votes cast through physical ballot	41	15,114
b.	e-Voting confirmations received	26	509
	Total	67	15,623
c.	Less: Invalid Ballot/ e-Voting confirmations	-	-
d.	Net Valid Physical Ballot Forms/ e -Voting	67	15,623
	(i) Physical Ballot Forms/e-voting with assent for the Resolution	67	15,623
	% of Assent	-	100
	(ii) Physical Ballot Forms/e-voting with dissent for the Resolution	Nil	Nil
	% of Dissent	-	Nil

Accordingly, the Chairman has today, i.e. on March 27, 2015 declared that all the 2 (Two) Resolutions as set out in the Notice of the Postal Ballot of the company, have been passed with requisite majority by the Members of the company. Copy of Chairman's declaration is attached hereto.

Yours faithfully.

For Neelamalai Agro Industries Ltd.

T.M. Harikumar

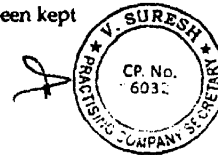
Company Secretary & Chief Financial Officer

Scrutinizer's Report

The Chairman
Neelamalai Agro Industries Limited,
Katary Estate , Katary Post,
Coonoor,
Nilgiris - 643213.

Dear Sir,

1. I, V Suresh, a Company Secretary in practice, have been appointed as a scrutinizer by The Board of Directors of the Company for the purpose of scrutinising the Postal Ballot voting process in compliance with the Companies Act, 2013; and
2. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to e- voting and Postal Ballot, on the resolutions contained in the Postal Ballot Notice dated February 18, 2015, pursuant to section 110 of the Companies Act, 2013. My responsibility as a scrutinizer for e-voting process and postal ballot 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 M/s. Central Depository Services (India) Limited (CDSL), India and M/s. Cameo Corporate Services Ltd, Chennai, the authorized agencies engaged by the Company.
3. I, submit herewith my combined report on the results of e-voting together with postal ballot as under:-
 1. The Company has completed the despatch of postal ballot forms on 23rd February 2015, to its Members whose name(s) appeared on the Register of Members/list of beneficiaries as on February 16, 2015.
 2. Postal Ballot has been conducted in compliance with the Companies Act, 2013.
 3. Particulars of all the postal ballot forms received from the Members in respect of physical voting, have been entered in a register separately maintained for the purpose.
 4. All the postal ballot forms in respect of physical voting, received upto the close of working hours on Thursday, March 26, 2015, (5:30 PM) the last date and time fixed by the company for receipt of the forms, were considered for my scrutiny.
 5. Postal ballot forms, received after the close of working hours of March 26, 2015 (5.30 PM) were not considered.
 6. Postal ballot forms returned undelivered aggregated to 272. These forms have been kept separately.



7. The e-voting period remained open from Wednesday, February 25, 2015 (9:00 AM) to Thursday, March 26, 2015 (5:30 PM).
8. The members of the Company as on the "cut-off" date, February 16, 2015 were entitled to vote on the resolutions in the Postal Ballot Notice.
9. The votes cast were unblocked on March 26, 2015 in the presence of 2 witnesses Ms. Subashree R S and Mr. Shaik Mohideen, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Subashree RS

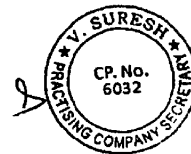
Ms. Subashree R S

N. Shaik Mohideen

Mr. Shaik Mohideen

Thereafter, the details of the Equity Share Holders, who voted "for", "against" each of the resolutions that were put to vote, were generated from the e-voting website of <https://www.cdslindia.com/> and based on such reports the results of the e-voting is generated.

10. A summary of the e-voting and postal ballot forms received is given below:




Item No in the Notice	Total Valid Votes	Votes in favour of the resolution			Votes against the resolution			Rejected Votes	Promoters not entitled to vote
		No. of Share Holders (Folios)	No. of Shares	% of total number of valid votes cast	No. of Share Holders (Folios)	No. of Shares	% of total number of valid votes cast		
ITEM NO. 1:									
Ordinary Resolution for Appointment of Mr.G.Vijayaraghavan as an Independent Director.									
E-Voting	509	26	509	100	-	-	-	-	-
Postal Ballot	4,29,317	44	4,29,267	99.99	1	50	0.01	-	-
TOTAL	4,29,826	70	4,29,776	99.99	1	50	0.01	-	-
ITEM NO. 2:									
Ordinary Resolution for Appointment of Mrs. Shanthi Thomas as a Whole-Time Director									
E-Voting	509	26	509	100	-	-	-	-	-
Postal Ballot	15,114	41	15,114	100	-	-	-	-	4,14,203
TOTAL	15,623	67	15,623	100	-	-	-	-	4,14,203

11. All the Resolutions are passed as Ordinary Resolutions.
12. You may accordingly declare the result of the voting by Postal Ballot.

Place: Chennai
Date: 27.03.2015




V Suresh
Practising Company Secretary
C.P.No: 6032

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27th March, 2015

BSE LIMITED

Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001

Dear Sir / Madam,

Sub: Results of Postal Ballot pursuant to Clause 35A

This has reference to our letter dated 20th February, 2015 enclosing the Postal Ballot Notice along with the Explanatory statement seeking the consent of members by way of Ordinary Resolution vide Postal Ballot / E-voting with respect to the following items of business:

1. Appointment of Mr. G Vijayaraghavan as Independent Director.
2. Appointment of Mrs. Shanthi Thomas as Whole Time Director.

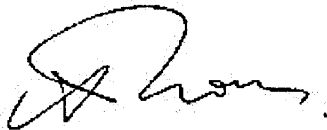
In connection with the above and pursuant to Clause 35A of the Listing Agreement, we would like to inform you that Resolutions 1 and 2 mentioned in the aforesaid notice have been passed by the Members of the Company by requisite majority. The approval is deemed to have been received today, i.e. March 27, 2015.

Please find enclosed the Scrutinizer's Report for your information and records.

Thanking You,

Yours Sincerely

For NEELAMALAI AGRO INDUSTRIES LIMITED



Ajit Thomas
Chairman