



NEELAMALAI AGRO INDUSTRIES LIMITED

Registered Office: No.60, Rukmani Lakshmi pathi Salai, Egmore, Chennai, Tamil Nadu - 600 008

Tel : +91 44 2852 7775 / 2858 3463

CIN: L01117TN1943PLC152874

E-Mail : secneelamalai@avtplantations.co.in

Website : www.neelamalaiagro.com

May 20, 2025

BSE Limited
25th Floor, Phiroze Jeejeebhoy Towers,
Dalal Street, Fort
Mumbai – 400 001

Dear Sir(s) / Madam,

Sub: Voting Results of Postal Ballot under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Ref: Stock Code: 508670

This is further to our outcome letter dated 26th March, 2025, regarding the re-appointments of Mr. M. Meyyappan (DIN:00836979), Non-Executive Independent Director and Mrs.Kavitha Vijay (DIN: 01047261), Non-Executive Independent Woman Director for the second term.

Pursuant to Regulation 17 and 25 of Listing Regulations, all the listed entities shall ensure the approval of shareholders for the appointment of a Director at the next general meeting or within a period of three months from the date of appointment, whichever is earlier. Accordingly, the re-appointments of Mr. M. Meyyappan and Mrs.Kavitha Vijay are being conducted for the approval of the members by Postal Ballot, as Special Resolutions, vide our letter dated 16th April, 2025, wherein we had submitted the notice of this Postal Ballot, for obtaining approval of members.

We wish to inform you that Mr.V.Suresh, Practising Company Secretary (Membership No. FCS 2969 and CP No.6032), was appointed as Scrutinizer for conducting the postal ballot process in a fair and transparent manner, and has submitted his report on e-voting to the Chairman of the Company and the result of the postal ballot has been announced by the Chairman today, i.e. on May 20, 2025.

Contd., 2



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In this connection, we are submitting herewith the following: -

1. Voting results pursuant to the Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
2. Scrutinizer Report on e-voting dated May, 19, 2025.

The Voting result along with the Scrutinizer Report shall also be available on the website of the Company www.neelamalaiagro.com.

Kindly take the same on record.

Thanking you,

Yours Faithfully,
For Neelamalai Agro Industries Limited

S. Lakshmi Narasimhan
Company Secretary & Compliance Officer

Encl. : As above



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Details of Voting Results of Postal Ballot under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Company Name	Neelamalai Agro Industries Ltd.
Cut-off date	11.04.2025
Total no. of members as on cut-off date	1640
No. of Resolutions passed	2

RESOLUTION NO. 1	
Resolution required (Ordinary/Special)	Special Resolution
Whether Promoter/Promoter Groups are interested in the agenda/resolution	No
Description of Resolution considered	Re - Appointment of Mr. M.Meyyappan (DIN: 00836979) as Non-Executive Independent Director of the Company.

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	450687	450687	100.0000	450687	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		450687	450687	100.0000	450687	0	100.0000
Public-Institutions	E-Voting	4250	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		4250	0	0.0000	0	0	0.0000
Public-Non Institutions	E-Voting	167125	2465	1.47	2463	2	99.9189	0.0811
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		167125	2465	1.47	2463	2	99.9189
Total		622062	453152	72.85	453150	2	99.9996	0.0004
Whether special resolution is Pass or Not.							Yes	



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RESOLUTION NO. 2								
Resolution required (Ordinary/Special)						Special Resolution		
Whether Promoter/Promoter Groups are interested in the agenda/resolution						No		
Description of Resolution considered						Re - Appointment of Mrs. Kavitha Vijay (DIN: 01047261) as Non-Executive Independent Woman Director of the Company.		
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	450687	450687	100.0000	450687	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		450687	450687	100.0000	450687	0	100.0000
Public-Institutions	E-Voting	4250	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		4250	0	0.0000	0	0	0.0000
Public-Non Institutions	E-Voting	167125	2465	1.47	2463	2	99.9189	0.0811
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		167125	2465	1.47	2463	2	99.9189
Total		622062	453152	72.85	453150	2	99.9996	0.0004
Whether special resolution is Pass or Not.						Yes		



Scrutinizer's Report on Postal Ballot

**[Pursuant to Section 110 of Companies Act, 2013 and Rule 22 of the Companies
(Management and Administration) Rules, 2014]**

To,
The Chairman
Neelamalai Agro Industries Limited
No. 60, Rukmani Lakshmi pathi Salai,
Egmore, Chennai-600008.

Dear Sir,

Scrutinizer's Report on postal ballot voting by way of remote voting by electronic means in respect of passing of the Special resolutions set-out in the Notice dated 26th March, 2025, through Postal Ballot.

1. We, V Suresh Associates, Practising Company Secretaries, has been appointed as Scrutinizer by the Board of Directors of Neelamalai Agro Industries Limited ("the Company") on the Special resolutions contained in postal ballot notice dated 26th March, 2025 for the purpose of scrutinizing the Postal Ballot voting process in compliance with provisions of Section 108 & 110 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), Secretarial Standard-2 on General Meetings ('SS-2') issued by Institute of Company Secretaries of India, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and in compliance with the General Circulars issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 read with Circular No.22/2020 dated June 15, 2020, Circular No. 33/2020 dated September 28, 2020, Circular No. 39/2020 dated December 31, 2020, Circular No 10/2021 dated June 23, 2021, Circular No 20/2021 dated December 8, 2021, Circular No 3/2022 dated May 5, 2022 and General Circular No. 11/2022 dated December 28, 2022, Circular No. 09/2023 dated September 25, 2023 issued by Ministry of Corporate Affairs (MCA), Government of India (hereinafter referred to as "MCA Circulars") and SEBI vide its circulars dated May 12, 2020, January 15, 2021, May 13, 2022, January 05, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated 7th October, 2023 General Circular No 9/2024 dated September 19, 2024 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 03rd October 2024 (collectively referred to as "SEBI Circulars")



2. 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 SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to Postal Ballot process through remote e- voting, on the resolutions contained in the Postal Ballot Notice pursuant to the provisions of Sections 108 & 110 of the Companies Act, 2013 and Rules thereunder. Our responsibility as a scrutinizer for e-voting and postal ballot process is restricted to presenting a Scrutinizer's report on 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 (India) Limited ("CDSL") the authorized agency engaged by the Company.
3. We, submit herewith our report on the results of remote e-voting together with postal ballot as under:-
 1. The Postal Ballot Notices were sent through email on 16th April, 2025 to all the Shareholders, whose name(s) were appearing in the Register of Members/list of beneficiaries records as on Friday, 11th April, 2025.
 2. The Postal Ballot Notice was also available on the Company's website at www.neelamalaiagro.com website of stock exchange where equity shares of the Company are listed i.e. "BSE Limited" at www.bseindia.com respectively, and the website of CDSL (agency for providing the remote e-Voting facility) i.e. www.evotingindia.com.
 3. Postal Ballot has been conducted in compliance with the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
 4. The Public Advertisement with respect to dispatch of Notices and conducting of remote e-voting was published in an English Newspaper "Financial Express" and vernacular newspaper "Makkal Kural" having a wide circulation, in their respective editions dated 17th April, 2025.
 5. The Company has provided the remote e-voting facility for its members through CDSL, to enable them to cast their votes electronically.
 6. The remote e-voting period commenced on Friday, 18th April 2025 at 9:00 A.M (IST) and ended on Saturday, 17th May 2025 at 5: 00 P.M (IST). The votes casted through remote e-voting facility by members of the Company till Saturday, 17th May 2025 at 5:00 P.M (IST), being the last date and time fixed by the Company for remote e-voting were considered for our scrutiny.
 7. The Members of the Company as on the "cut-off" date i.e. Friday, 11th April, 2025 were entitled to vote on the resolutions in the Postal Ballot Notice.

[Handwritten Signature]



8. A Corporate Member has provided the copy of the resolution passed by their Board of Directors for authorization to exercise its votes.
9. After close of remote e-voting, the votes cast were unblocked on Saturday, 17th May 2025 at 5:00 P.M (IST), in the presence of two witnesses, who are not in the employment of the Company.

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 (India) Limited ("CDSL") (i.e.) www.evotingindia.com based on such reports the results of the e-voting is generated.

10. We submit herewith the Scrutinizer's Report on the results of the remote e-voting for postal ballot, based on the report generated from M/s. Central Depository Services (India) Limited (CDSL) website as under:

Item No. in the Notice	Total Valid Votes	Votes in favour of the resolution			Votes against the resolution			Abstained Votes
		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: <u>Special Business</u> <u>Special Resolution:</u> Re- appointment of Second Term Directorship of Mr. M. Meyyappan (DIN: 00836979), as Non-Executive Independent Director of the Company for a period commencing from 1 st April, 2025 to 30 th June, 2028.								
E-Voting	4,53,152	29	4,53,150	99.99	2	2	0.01	-

[Handwritten Signature]



Item No. in the Notice	Total Valid Votes	Votes in favour of the resolution			Votes against the resolution			Abstained Votes
		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: <u>Special Business</u> Special Resolution: Re- appointment of Second Term Directorship of Mrs. Kavitha Vijay (DIN: 01047261), as Non- Executive Independent Woman Director of the Company for a period commencing from 30 th June, 2025 to 29 th June 2030.								
E-Voting	4,53,152	29	4,53,150	99.99	2	2	0.01	-

11. The Resolutions are passed as Special Resolutions with requisite majority.
12. The Resolutions are deemed to be passed on the last date of e-voting, i.e, Saturday, 17th May, 2025.
13. You may accordingly declare the result of the voting by Postal Ballot.
14. The electronic data and all other relevant records related to remote e-voting shall remain in my safe custody until the Chairman consider, approves and signs the minutes of proceedings of Postal Ballot and thereafter the same will be handed over to the Chairman for safe keeping.

For V Suresh Associates



(Signature)

V Suresh
Senior Partner

Practising Company Secretaries

M. No. F: 2969

C. P. NO. 6032

Peer Review Cert. No: 6366/2025

UDIN: F002969G000380907

Place: Chennai
Date : 19.05.2025