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DETAILS PURSUANT TO REGULATION 44 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATION, 2015 ON THE VOTES CAST AT THE THIRTY SECOND ANNUAL GENERAL MEETING OF NILKAMAL LIMITED HELD ON JUNE 30, 2018.

- 1) Date of the AGM: Saturday, June 30, 2018.
- 2) Total number of shareholders on record date: 25,178
- 3) No. of shareholders present in the meeting either in person or through proxy :

	Presence		
	In person	In proxy	Total
Promoter and promoter Group	8	0	8
Public	43	0	43
Total	51	0	51

- 4) No. of shareholders attended the meeting through video conferencing:
N.A.



Resolution (1)

Resolution required: (Ordinary / Special) Whether promoter/promoter group are interested in the agenda/resolution? Description of resolution considered	Ordinary No Consideration and adoption of the Audited Financial Statements including Audited Consolidated Financial Statement for the year ended March 31, 2018, together with the Reports of the Board of Directors and the Auditors thereon
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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		9563259	100.0000	9563259	0	100.0000	0.0000	
	Poll	9563259	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total		9563259	9563259	100.0000	9563259	0	100.0000	0.0000
Public-Institutions	E-Voting		1624391	69.5925	1624391	0	100.0000	0.0000	
	Poll	2334148	174600	7.4802	174600	0	100.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total		2334148	1798991	77.0727	1798991	0	100.0000	0.0000
Public- Non Institutions	E-Voting		373663	12.3520	373663	0	100.0000	0.0000	
	Poll	3025118	130654	4.3190	130654	0	100.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total		3025118	504317	16.6710	504317	0	100.0000	0.0000
Total			14922525	11866567	79.5212	11866567	0	100.0000	0.0000

Resolution (2)

Resolution required: (Ordinary / Special) Whether promoter/promoter group are interested in the agenda/resolution? Description of resolution considered	Ordinary No Declaration of dividend on equity shares of the Company for the year ended March 31, 2018.
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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		9563259	100.0000	9563259	0	100.0000	0.0000
	Poll	9563259	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	9563259	9563259	100.0000	9563259	0	100.0000	0.0000
Public- Institutions	E-Voting		1624391	69.5925	1624391	0	100.0000	0.0000
	Poll	2334148	174600	7.4802	174600	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	2334148	1798991	77.0727	1798991	0	100.0000	0.0000
Public- Non Institutions	E-Voting		373663	12.3520	373663	0	100.0000	0.0000
	Poll	3025118	130654	4.3190	130654	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	3025118	504317	16.6710	504317	0	100.0000	0.0000
Total		14922525	11866567	79.5212	11866567	0	100.0000	0.0000

Resolution (3)

Resolution required: (Ordinary / Special) Whether promoter/promoter group are interested in the agenda/resolution? Description of resolution considered	Ordinary No Re-appointment of Mr. Nayan S. Parekh (DIN: 00037597), who retires by rotation.
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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		9563259	100.0000	9563259	0	100.0000	0.0000	
	Poll	9563259	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total		9563259	9563259	100.0000	9563259	0	100.0000	0.0000
Public-Institutions	E-Voting		1624391	69.5925	1624391	0	100.0000	0.0000	
	Poll	2334148	174600	7.4802	174600	0	100.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total		2334148	1798991	77.0727	1798991	0	100.0000	0.0000
Public- Non Institutions	E-Voting		373663	12.3520	373663	0	100.0000	0.0000	
	Poll	3025118	130654	4.3190	130654	0	100.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total		3025118	504317	16.6710	504317	0	100.0000	0.0000
Total			14922525	11866567	79.5212	11866567	0	100.0000	0.0000

Resolution (4)

Resolution required: (Ordinary / Special) Whether promoter/promoter group are interested in the agenda/resolution? Description of resolution considered	Ordinary No Re- appointment of M/s. B S R And Co. LLP (FRN: 101248W/W-100022) as the Statutory Auditors of the Company and fixing their remuneration.
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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	9563259	9563259	100.0000	9563259	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		9563259	9563259	100.0000	9563259	0	100.0000
Public- Institutions	E-Voting	2334149	1624391	69.5924	1590442	33949	97.9100	2.0900
	Poll		174600	7.4802	174600	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		2334149	1798991	77.0727	1765042	33949	98.1129
Public- Non Institutions	E-Voting	3025118	373663	12.3520	373663	0	100.0000	0.0000
	Poll		130654	4.3190	130654	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		3025118	504317	16.6710	504317	0	100.0000
Total		14922526	11866567	79.5212	11832618	33949	99.7139	0.2861

Resolution (5)

Resolution required: (Ordinary / Special) Whether promoter/promoter group are interested in the agenda/resolution? Description of resolution considered	Ordinary No Ratification of remuneration payable to Cost Auditors for the year 2018-19.
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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		9563259	100.0000	9563259	0	100.0000	0.0000	
	Poll	9563259	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total		9563259	9563259	100.0000	9563259	0	100.0000	0.0000
Public-Institutions	E-Voting		1624391	69.5925	1624391	0	100.0000	0.0000	
	Poll	2334148	174600	7.4802	174600	0	100.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total		2334148	1798991	77.0727	1798991	0	100.0000	0.0000
Public- Non Institutions	E-Voting		373663	12.3520	373663	0	100.0000	0.0000	
	Poll	3025118	130654	4.3190	130654	0	100.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total		3025118	504317	16.6710	504317	0	100.0000	0.0000
Total			14922525	11866567	79.5212	11866567	0	100.0000	0.0000

Resolution (6)

Resolution required: (Ordinary / Special) Whether promoter/promoter group are interested in the agenda/resolution? Description of resolution considered	Special No Reappointment of Ms. Hiroo Mirchandani as an Independent Director for a period of five years.
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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		9563259	100.0000	9563259	0	100.0000	0.0000	
	Poll	9563259	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total		9563259	9563259	100.0000	9563259	0	100.0000	0.0000
Public-Institutions	E-Voting		1561106	66.8812	1561106	0	100.0000	0.0000	
	Poll	2334148	174600	7.4802	174600	0	100.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total		2334148	1735706	74.3614	1735706	0	100.0000	0.0000
Public- Non Institutions	E-Voting		367263	12.1405	367263	0	100.0000	0.0000	
	Poll	3025118	130654	4.3190	130654	0	100.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total		3025118	497917	16.4594	497917	0	100.0000	0.0000
Total			14922525	11796882	79.0542	11796882	0	100.0000	0.0000

Resolution (7)

Resolution required: (Ordinary / Special) Whether promoter/promoter group are interested in the agenda/resolution? Description of resolution considered	Special Yes Re-classification of two shareholders from 'Promoter /promoter group' category to 'Public' category.
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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	9563259	4501925	47.0752	4501925	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	9563259	4501925	47.0752	4501925	0	100.0000	0.0000
Public- Institutions	E-Voting	2334148	1624391	69.5925	1624391	0	100.0000	0.0000
	Poll		174600	7.4802	174600	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	2334148	1798991	77.0727	1798991	0	100.0000	0.0000
Public- Non Institutions	E-Voting	3025118	367263	12.1405	367263	0	100.0000	0.0000
	Poll		130654	4.3190	130654	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	3025118	497917	16.4594	497917	0	100.0000	0.0000
Total		14922525	6798833	45.5609	6798833	0	100.0000	0.0000



Scrutinizer's Report

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

To,
The Chairman of 32nd Annual General Meeting ('AGM') of the members of **Nilkamal Limited** (the 'Company') held on Saturday the 30th June, 2018 at 12:00 noon at Registered Office of the Company situated at Survey No. 354/2 & 354/3, Near Rakholi Bridge, Silvassa - Khanvel Road, Vasona, Silvassa - 396 230, Union Territory of Dadra & Nagar Haveli.

Dear Sir,

We, Pratik M. Shah, Company Secretaries, have been appointed by the Board of Director of the Company as a scrutinizer for the purpose of scrutinizing the e-voting process and voting by poll at the AGM carried out as per the provisions of Section 108 and 109 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014, on the resolutions contained in the notice to the 32nd AGM of the members of the Company, held on the 30th June, 2018 at 12:00 noon at Registered Office of the Company situated at Survey No. 354/2 & 354/3, Near Rakholi Bridge, Silvassa - Khanvel Road, Vasona, Silvassa - 396 230, Union Territory of Dadra & Nagar Haveli.

The management of the Company is responsible to ensure the compliance with the requirement of the Companies Act, 2013 and Rules relating to voting through electronic means (i.e. by remote e-voting) and voting by poll at the AGM on the resolutions contained in the notice to the 32nd AGM of the Company. Our responsibility as a scrutinizer for the e-voting process and voting by poll at the AGM is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated in the notice referred to above, based on the reports generated from the e-voting system provided by Link Intime India Private Limited the authorised agency to provide e-voting facilities, engaged by the Company, and -

Further to the above, we submit our report as under:-

- i. The Company has entered into an arrangement with Link Intime India Private Limited ('LI IPL') the authorised agency, to provide remote e-voting facilities to all the members who were eligible to take part in the remote e-voting.



- ii. The remote e-voting period remained open from Wednesday the 27th June 2018 (10:00 a.m.) and ended on Friday the 29th June 2018 (5:00 p.m.).
- iii. The members of the Company as on the "cut-off" date i.e. 23rd June 2018 was entitled to vote on the resolutions (item no. 1 to 7 as set out in the notice of the 32nd AGM of the Company).
- iv. At the end of the remote e-voting period on 29th June 2018 at 5.00 pm, voting portal of service provider was blocked forthwith.
- v. After the announcement of polling at the AGM, the ballot box was duly locked by us and kept for polling with due identification marks.
- vi. There were 51 shareholders present at the meeting in person at the AGM.
- vii. Post conclusion of AGM, the ballot box kept for voting was immediately opened and votes cast through remote e-voting process were unblocked by us at 12:45 pm in presence of Mr. Amey Surve and Ms. Mansi Shah who were not in the employment of the Company.
- viii. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorisations / proxies lodged with the Company.
- ix. 13 poll papers were received out of which 10 poll papers were complete in all respect and no defects were found in the same and 3 poll papers were found invalid.

Consolidated report on result of voting through electronic means and voting by poll is as under:

Item No. 1:-

Ordinary Resolution - To receive, consider and adopt the Audited Financial Statements including the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2018, together with the Reports of the Board of Directors and the Auditors thereon.

- i. Voted in **favour** of the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Through e-voting	118	1,15,61,313	100
Through voting by Poll	10	3,05,254	100
Total	128	1,18,66,567	100

ii. Voted **against** the resolution :

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Through e-voting	0	0	0
Through voting by Poll	0	0	0
Total	0	0	0

iii. **Invalid** votes :

Mode of Voting	Number of members voted	Number of votes cast by them
Through e-voting	0	0
Through voting by Poll	3	30
Total	3	30

iv. **Abstain/Not voted** :

Mode of Voting	Number of members voted	Number of shares held
Through e-voting	0	0
Through voting by Poll	0	0
Total	0	0

Item No. 2:-

Ordinary Resolution - To declare dividend on equity shares for the year ended March 31, 2018.

i. Voted in **favour** of the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Through e-voting	118	1,15,61,313	100
Through voting by Poll	10	3,05,254	100
Total	128	1,18,66,567	100



ii. Voted **against** the resolution :

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Through e-voting	0	0	0
Through voting by Poll	0	0	0
Total	0	0	0

iii. **Invalid** votes :

Mode of Voting	Number of members voted	Number of votes cast by them
Through e-voting	0	0
Through voting by Poll	3	30
Total	3	30

iv. **Abstain/Not voted** :

Mode of Voting	Number of members voted	Number of shares held
Through e-voting	0	0
Through voting by Poll	0	0
Total	0	0

Item No. 3:-

Ordinary Resolution - To appoint Director in place of Mr. Nayan S. Parekh (DIN: 00037597), who retires by rotation and being eligible, offers himself for re-appointment.

i. Voted in **favour** of the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Through e-voting	118	1,15,61,313	100
Through voting by Poll	10	3,05,254	100
Total	128	1,18,66,567	100



ii. Voted **against** the resolution :

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Through e-voting	0	0	0
Through voting by Poll	0	0	0
Total	0	0	0

iii. **Invalid** votes :

Mode of Voting	Number of members voted	Number of votes cast by them
Through e-voting	0	0
Through voting by Poll	3	30
Total	3	30

iv. **Abstain/Not voted** :

Mode of Voting	Number of members voted	Number of shares held
Through e-voting	0	0
Through voting by Poll	0	0
Total	0	0

Item No. 4:-

Ordinary Resolution - To approve appointment of M/s. B S R & Co. LLP, Chartered Accountants (ICAI Registration No. 101248W/ W-100022) till the conclusion of the Thirty Seventh Annual General Meeting of the Company and authorising Board to fix the remuneration.

i. Voted in **favour** of the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Through e-voting	115	1,15,27,364	99.71
Through voting by Poll	10	3,05,254	100
Total	125	1,18,32,618	99.71



ii. Voted **against** the resolution :

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Through e-voting	3	33,949	0.29
Through voting by Poll	0	0	0
Total	3	33,949	0.29

iii. **Invalid** votes :

Mode of Voting	Number of members voted	Number of votes cast by them
Through e-voting	0	0
Through voting by Poll	3	30
Total	3	30

iv. **Abstain/Not voted** :

Mode of Voting	Number of members voted	Number of shares held
Through e-voting	0	0
Through voting by Poll	0	0
Total	0	0

Item No. 5:-

Ordinary Resolution - To ratify and confirm appointment of M/s. B. F. Modi and Associates, Cost Accountants (Firm Registration No.6955) as Cost Auditors of the Company to conduct audit of cost records of the Company for the financial year 2018-19 at remuneration of Rs.3.25 Lacs (Rupees Three Lacs Twenty Five Thousand Only) plus applicable taxes and reimbursement of out of pocket expenses at actual.

i. Voted in **favour** of the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Through e-voting	118	1,15,61,313	100
Through voting by Poll	10	3,05,254	100
Total	128	1,18,66,567	100

ii. Voted **against** the resolution :

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Through e-voting	0	0	0
Through voting by Poll	0	0	0
Total	0	0	0

iii. **Invalid** votes :

Mode of Voting	Number of members voted	Number of votes cast by them
Through e-voting	0	0
Through voting by Poll	3	30
Total	3	30

iv. **Abstain/Not voted** :

Mode of Voting	Number of members voted	Number of shares held
Through e-voting	0	0
Through voting by Poll	0	0
Total	0	0

Item No. 6:-

Special Resolution - To approve re-appointment of Ms. Hiroo Mirchandani (DIN: 06992518) as an Independent Director of the Company, not liable to retire by rotation, to hold office as such for a further period of 5 (five) years up to the conclusion of the Thirty-Seventh Annual General Meeting to be held in calendar year 2023

i. Voted in **favour** of the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Through e-voting	116	1,14,91,628	100
Through voting by Poll	10	3,05,254	100
Total	126	1,17,96,882	100

ii. Voted **against** the resolution :

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Through e-voting	0	0	0
Through voting by Poll	0	0	0
Total	0	0	0

iii. **Invalid** votes :

Mode of Voting	Number of members voted	Number of votes cast by them
Through e-voting	0	0
Through voting by Poll	3	30
Total	3	30

iv. **Abstain/Not voted** :

Mode of Voting	Number of members voted	Number of shares held
Through e-voting	2	69,685
Through voting by Poll	0	0
Total	2	69,685

Item No. 7:-

Special Resolution - To approve re-classification of Ms. Rajul Manoj Gandhi and Mr. Manoj Kantilal Gandhi, forming part of the existing promoter group of the Company from 'Promoter / Promoter Group category' to 'Public category'.

i. Voted in **favour** of the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Through e-voting	107	64,93,579	100
Through voting by Poll	10	3,05,254	100
Total	117	67,98,833	100

ii. Voted **against** the resolution :

Mode of Voting	Number of members voted	Number of votes cast by them	%, of total number of valid votes cast
Through e-voting	0	0	0
Through voting by Poll	0	0	0
Total	0	0	0

iii. **Invalid** votes :

Mode of Voting	Number of members voted	Number of votes cast by them
Through e-voting	3	14,66,710
Through voting by Poll	3	30
Total	6	14,66,740

iv. **Abstain/Not voted** :

Mode of Voting	Number of members voted	Number of shares held
Through e-voting	8	36,01,024
Through voting by Poll	0	0
Total	8	36,01,024

x. Based on the above voting, all resolutions carried on with requisite majority, accordingly, we request the Chairman of 32nd Annual General Meeting to announce the results of the meeting.

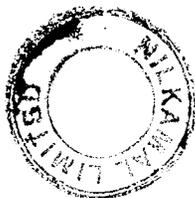
xi. The registers and all other relevant papers relating to e-voting shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the aforesaid 32nd Annual General Meeting and thereafter the same shall be handed over to the Company Secretary for their safe keeping.



(Signature)

Pratik M. Shah
Company Secretaries
FCS: 7431
C.P. No. 7401

Place: Mumbai
Date: 30th June, 2018



(Signature)

Countersign

(Person authorised by the Chairman of the Company)