



NARMADA GELATINES LIMITED

30th March, 2019

Corporate Relations Department
BSE Limited
1st Floor, New Trading Ring
Rotunda Building, P J Tower
Dalal Street, Fort
MUMBAI 400 001
Email: corp.relations@bseindia.com

BSE Security Code: 526739

Dear Sir/s

Sub: Postal Ballot & E-voting Results including Scrutinizer's Report

As required under Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and further to our letter dated 28th February 2019 regarding, Announcement of the Results of Postal Ballot & e-voting under Regulation 30, please find enclosed herewith the Details of Voting Results and Scrutinizer's report.

The Details of Voting Results are placed on the Company's website.

Kindly take the above in your records and host on your website.

Thanking you,

Yours sincerely,
For Narmada Gelatines Limited

Mahesh Verma
Company Secretary

Encl: Details of voting results



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E-mail : swgjbp@sancharnet.in, ngjbp@rediffmail.com, ngjjabalpur@narmadagelatines.com
Web : www.narmadagelatines.com, CIN - L24111MP1961PLC016023



DR. ASIM KUMAR CHATTOPADHYAY
M. COM., Ph.D. (Appl.Eco.), LL.B., F.C.M.A., F.C.S., D.Litt.

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SCRUTINIZER'S REPORT

Report to the Chairman of the Board of Directors of NARMADA GELATINES LIMITED (CIN: L24111MP1961PLC016023), a company incorporated under the Companies Act., 1956 and having its Registered Office at 28, CARAVS, 15 Civil Lines, Jabalpur – M.P. - 482001 (hereinafter referred to as " the Company ") on the Remote E-Voting and Postal Ballot voting conducted by the Company to Pass the items on the Agenda as contained in the Notice dated 7th February, 2019 .

I, Dr. Asim Kumar Chattopadhyay, Practising Company Secretary have been appointed as Scrutinizers by the Board of Directors of the Company held on 7th February, 2019 for the purpose of the Remote E-Voting as well as Postal Ballot Voting of the Resolutions as mentioned in the Postal Ballot Notice of NARMADA GELATINES LIMITED dated 7th February, 2019.

In accordance with Section 110 of the Companies Act, 2013 ("the Act") read with Rule 22 of the Companies (Management and Administration) Rules, 2014 and other applicable provisions, if any, of the Act (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018 (hereinafter collectively referred to as "Listing Regulations"), the Company conducted the Postal Ballot both physically and through Remote E-Voting.

On the basis of the Register of Members and the List of beneficiary owners made available by the Depositories viz. , National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), the Record Date/Cut-off date for the purpose of Postal Ballot Voting (Physically as well as Remote E-Voting) is 22nd February 2019 .

The Company has issued a public advertisement for postal ballot notice to the members of the company in two news papers The Hitavada in English and Nai Duniya published in Madhya Pradesh on 01/03/2019.

The management of the Company is responsible for ensuring compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means and physical postal ballot forms on the resolutions contained in the Postal Ballot notice dated 7th February, 2019

In terms of the aforesaid Notice, Remote E-Voting / Postal Ballot was opened from 28th February 2019 and ends on 29th March 2019 and the Members were given Option to cast their votes electronically for exercising their voting rights by Assenting or Dissenting the concerned Special Resolutions in the Postal Ballot Notice 7th February, 2019 of the company in the Remote E-Voting platform provided by National Securities Depository Limited (NSDL).



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As required in the Rules, I unblocked the Remote E-Voting on the platform provided by NSDL on 29th March, 2019 after the completion of the Postal Ballots (5.00p.m.) in the presence of Two Witnesses as signed below

Based on the results made available to me, 9 Members have cast their votes on the Remote E-Voting platform and 15 Members by Postal Ballot, I submit herewith **Annexure I** as prescribed by SEBI.

The ballot papers and all other relevant records were handed over to the Company Secretary for safe keeping.

1. Witness:


AYAN CHATTOPADHYAY
PAN - AHGPC4864R

2. Witness:


PAN - AMTPM7588E


A. K. Chattopadhyay
Company Secretary
C. P. No. 880 (Whole Time)
FCS - 2303

DR. ASIM KUMAR CHATTOPADHYAY
Practising Company Secretary
FCS 2303 CP 880
Dated : 30th March, 2019

NARMADA GELATINES LIMITED
 CIN: L24111MP1961PLC016023
 Registered Office: 28, CARAVS, 15 Civil Lines, Jabalpur – M.P. - 482001

Annexure I

Format for Postal Ballot Voting Results	
Date of submission of Report on postal ballot/Declaration of Results	30th March 2019
Total number of shareholders on record date / Cut off Date i.e. 22nd February 2019	2623
No. of members participated in the Postal Ballot:	
Promoters and Promoter Group:	24
Public:	1
	23

Agenda-wise disclosure

Resolution required: (Special) No. 1	Continuation of Justice Gulab Gupta DIN 00191368 as an Independent Director Special Resolution pursuant to the Regulation 17(1A) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 (including any statutory modification) and/or re-enactment(s) and other applicable laws seeking approval of members of the Company for the continuation of directorship by Mr. Gulab Gupta (DIN 00191368) as Non-executive Independent Director of the Company, with effect from 1st April 2019 till the date of 60th AGM of the Company or till 21st September 2021, whichever is earlier and not liable to retire by rotation.
Whether promoter/ promoter group are interested in the agenda/resolution? NO	

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote E-Voting	4537189	4537189	100.0000	4537189	0.0000	100.0000	0.0000
	Postal Ballot	0	0	0.0000	0	0.0000	0.0000	0.0000
	Total	4537189	4537189	100.0000	4537189	0.0000	100.0000	0.0000
Public-Institutions	Remote E-Voting	525	0	0.0000	0	0.0000	0.0000	0.0000
	Postal Ballot							
	Total	525	0	0.0000	0	0.0000	0.0000	0.0000
Public-Non - Institutions	Remote E-Voting	1511873	250985	16.6009	248456	2529	98.9924	1.0076
	Postal Ballot		3575	0.2365	3565	10	99.7203	0.2797
	Total	1511873	254560	16.8374	252021	2539	99.0026	0.9974
Total		6049587	4791749	79.2079	4789210	2539	99.9470	0.0530



Resolution required: (Special) No.2	Continuation of Mr. Mahesh C. Patil DIN 0025707 as an independent Director (Special Resolution pursuant to the Regulation 17(1a) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 (including any statutory modification(s) and/or amendments) and other applicable laws seeking approval of members of the Company for the continuation of directorship by Mr. Mahesh C. Patil (DIN 0025707) as Non-executive Independent Director of the Company, with effect from 1st April 2019 (till the date of 60th AGM of the Company or till 21st September 2021, whichever is earlier and not liable to retire by rotation.
Whether promoter/promoter group are interested in the agenda/resolution? NO	

Category	Mode of Voting	No. of shares held (A)	No. of votes polled (B)	% of Votes Polled on outstanding shares (3)=[(B)/(A)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	Remote E-Voting	4537189	4537189	100.0000	4537189	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		4537189	100.0000	4537189	0	100.0000	0.0000
Public- Institutions	Remote E-Voting	525	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public- Non - Institutions	Remote E-Voting	1511873	250995	16.6009	248456	2529	98.9924	1.0076
	Postal Ballot		3575	0.2365	3565	10	99.7203	0.2797
	Total		254560	16.8374	252021	2539	99.0026	0.9974
Total		6049587	4791749	79.2079	4789210	2539	99.9470	0.0530

*** Best on the aforesaid voting result both the Resolutions have been duly passed as Special Resolutions

A.K. Chatterjee

A. K. Chattopadhyay

Company Secretary

C. P. No. 880 (Whole Time)

FCS - 2303

30/03/2019

FORM NO. MGT-13

Report of Scrutinizer(s)

[Pursuant to Sections 108 and 110 of the Companies Act, 2013 read with Rule of the Companies (Management and Administration) Rules, 2014]

The Chairman
NARMADA GELATINES LIMITED
Regd. Office : 28, CARAVS, 15 Civil Lines,
Jabalpur,
M.P. - 482001

Re: Postal Ballot

Sir,

I, Dr. Asim Kumar Chattopadhyay, Practising Company Secretary have been appointed as Scrutinizers by the Board of Directors of the Company at their meeting held on 7th February, 2019 for the purpose of the Remote E- Voting as well as Postal Ballot Voting for the below mentioned Resolutions of NARMADA GELATINES LIMITED (CIN: L24111MP1961PLC016023). My Report is given below:

After the closing of the Postal Ballot voting, the ballot papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company as lodged by the voters entitled to do so.

The result of the Postal Ballot Voting is as under :

Resolutions	Number of members cast the Ballot	Number of valid votes cast by them	No of valid votes cast in favour of the Resolution	% of valid votes cast in favour of the Resolution	No of valid votes cast against the Resolution	% of valid votes cast against the Resolution	Number of invalid votes (One Folio Only)
Resolution required: (Special) No. 1 Continuation of Justice Gulab Gupta DIN 00191358 as an Independent Director. Special Resolution pursuant to the Regulation 17(1A) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 (including any statutory modification(s) and/or amendment(s) and other applicable laws seeking approval of members of the Company for the continuation of directorship by Mr. Gulab Gupta (DIN 00191358) as Non-executive Independent Director of the Company, with effect from 1st April 2019 till the date of 60th AGM of the Company or till 21st September 2021, whichever is earlier and not liable to retire by rotation.	15	3575	3565	99.7203	10	0.2797	NIL

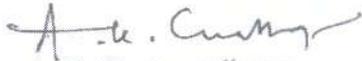


<p>Resolution required. (Special) No 2</p> <p>Continuation of Mr. Mohan C Pant DIN: 00257707 as an Independent Director:</p> <p>Special Resolution pursuant to the Regulation 17(1A) of SEBI (Listing Obligations and Disclosures) Regulations, 2015 (including any statutory modification(s) and/or re-enactment(s) and other applicable laws seeking approval of members of the Company for the continuation of directorship by Mr. Mohan C Pant (DIN 00257707) as Non-executive Independent Director of the Company, with effect from: 1st April 2019 till the date of 66th AGM of the Company or till 21st September 2021, whichever is earlier and not liable to retire by rotation.</p>	15	3575	3565	99.7203	10	0.2797	NIL
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The ballot papers and all other relevant records were handed over to the Company Secretary for safe keeping.

Thanking you,

Yours faithfully,


A. K. Chattopadhyay
Company Secretary
C. P. No. 880 (Whole Time)
FCS - 2303

Dr. Asim Kumar Chattopadhyay
Practising Company Secretary
FCS - 2303, CP - 880
Dated: 30th March, 2019