

NARMADA GELATINES LIMITED

54th ANNUAL GENERAL MEETING - Held on 17th September, 2015

Declaration of consolidated Results of Remote E-voting and Poll at the meeting

The 54th Annual General Meeting (AGM) of Narmada Gelatines Limited ("the Company") was held at Hotel Narmada Jacksons, South Civil Lines, Jabalpur, M.P. on Thursday, September 17, 2015 at 11:30 a.m. As per the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 and clause 35B of the Listing Agreement with the Stock Exchanges, the Company had provided the remote e-voting facility to the Shareholders through CDSL to enable them to cast their vote electronically on the resolutions proposed in the Notice convening the AGM. In line with the amended Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 the Shareholders present at the AGM, were offered the facility to vote through polling papers.

The remote e-voting commenced on Monday, September 14, 2015 at 9:00 am and closed on Wednesday, September 16, 2015 at 5:00 p.m.

The Board of Directors had appointed Dr. Asim Kumar Chattopadhyay, Practicing Company Secretary and Mr. Sunil Bhandari, Practicing Chartered Accountant as Scrutinizer for remote e-voting and Poll at AGM, respectively. The Scrutinizers has carried out the scrutiny of all the electronic votes cast and unblocked from CDSL and also the votes cast through polling papers at the AGM and submitted their Reports on September 17, 2015.

Based on the Scrutinizers' Reports dated September 17, 2015, the combined results of the votes cast are as under:

Mode of Voting	Votes in favour of the Resolutions		Votes Against the Resolutions		Invalid Votes
	Nos.	%	Nos.	%	Nos.
Ordinary Resolution No. 1: Adoption of Audited Financial Statements of the Company for the year ended 31st March, 2015 and the Reports of the Board of Directors and Auditors thereon.					
Remote e-voting	4785960	100.00	0	0	0
Poll at AGM	10294	100.00	0	0	2
Total	4796254	100.00	0	0	2
Ordinary Resolution No. 2: Declaration of Dividend on Equity Shares for the financial year ended March 31, 2015					
Remote e-voting	4785960	100.00	0	0	0
Poll at AGM	10294	100.00	0	0	2
Total	4796254	100.00	0	0	2
Ordinary Resolution No. 3 : Re-appointment of Mr. Sanjeev Jain (DIN 00119762) as a Director liable to retire by rotation.					
Remote e-voting	4785960	100.00	0	0	0
Poll at AGM	10294	100.00	0	0	2
Total	4796254	100.00	0	0	2
Ordinary Resolution No. 4 : Appointment of M/s T. R Chadha, Chartered Accountants, as Statutory Auditors of the Company and fix their remuneration					
Remote e-voting	4785960	100.00	0	0	0
Poll at AGM	10294	100.00	0	0	2
Total	4796254	100.00	0	0	2

Accordingly, all the Resolutions in respect of the items of business mentioned above were declared and carried with requisite majority by the Shareholders of the Company.

For Namada Gelatines Limited


 (ASHOK KAPUR)
 Ashok K. Kapur
 Wholtime Director

Place: Jabalpur
 Dated : 18th September, 2015

SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act , 2013 read with Rule 20 (xi) of the Companies
(Management & Administration) Rules , 2014]

Report to the Chairman of the Board of Directors of Narmada Gelatines Limited , a company incorporated under the Companies Act. , 1956 and having its Registered Office at CARAVS , Room No. 28 , 15 , Civil Lines., Jabalpur (M.P.), Pin -482001 (hereinafter referred to as " the Company ") on the Remote E-Voting conducted by the Company to Pass the items on the Agenda as contained in the Notice dated 27th May , 2015 .

1. In terms of Clause 35B of the Listing Agreement and the provisions of Section 108 of the Companies Act , 2013 read with Rule 20(ix) of the Companies (Management & Administration) Rules ,2014 (the Rules) , I have been appointed as Scrutinizer by the Company to the Remote E-Voting process for passing the items on the Agenda as contained in the Notice dated 27th May,2015 .
2. 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) as on 10th September,2015 , the Cut-off date for the purpose of Remote E-Voting , the company had duly completed dispatch of the Notice of Remote E-Voting.
3. In terms of the aforesaid Notice , Remote E-Voting Result had opened after close of Ballot Voting process was over at the Annual General Meeting held on 17th September, 2015 as the Remote E-Voting process was remained open for three days from 14th September ,2015 (from 09.00 A.M.) to 16th September,2015 (till 05.00 P.M.) and the Members were given Option to cast their votes electronically for exercising their voting rights by Assenting or Dissenting the concerned Ordinary Resolutions in the Notice of the 54th Annual General Meeting of the company on the Remote E-Voting platform provided by Central Depository Services (India) Limited(CDSL)

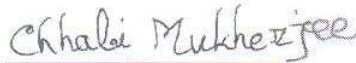
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4. As required in the Rules, I unblocked the Remote E-Voting on the platform provided by CDSL on 17th September, 2015 after the completion of the Remote E-Voting process upto 16th September, 2015 (05.00 P.M.) as well as Ballot Voting at the Annual General Meeting held on 17th September, 2015 in the presence of Witnesses of Mr. Ayan Chattopadhyay and Miss Chhabi Mukherjee who are not in the employment of the company and who have signed below in confirmation of the votes being unblocked in their presence.



Mr. Ayan Chattopadhyay
PAN: AHGPC4864R



Miss Chhabi Mukherjee
PAN: AMTPM7588E

5. Based on the results made available to me, 8 (Eight) Members have cast their votes on the E-Voting platform and I have annexed with this Report, the details of the Remote E-Voting Results for each of the Items Nos. 1 to 4 of the Agenda of the Notice of 54th Annual General Meeting of the Company held on 17th September, 2015



DR. ASIM KUMAR CHATTOPADHYAY
Practising Company Secretary
FCS 2303 CP 880

Dated : September 17, 2015

Place : Kolkata

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


Narmada Gelatines Limited
Fifty-Fourth Annual General Meeting of the Members held on Thursday, 17th September, 2015
At Narmada Jacksons Hotel, South Civil Lines, Jabalpur – 482 002

Results of Remote E-voting

Item No of Notice		Votes in favour of the Resolutions		Votes against the Resolutions		Invalid Votes
		Nos.	%	Nos.	%	Nos.
1	Remote E-Voting	4785960	100.00	NIL	0.00	NIL
Ordinary Resolution: <i>To consider and adopt the audited Financial Statements of the Company for the year ended 31st March, 2015 including the audited Balance Sheet as at 31st March, 2015 and the Statement of Profit and Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.</i>						
2	Remote E-Voting	4785960	100.00	NIL	0.00	NIL
Ordinary Resolution: : <i>To declare dividend on equity shares for the financial year ended March 31, 2015.</i>						
3	Remote E-Voting	4785960	100.00	NIL	0.00	NIL
Ordinary Resolution: <i>To appoint a director in place of Mr. Sanjeev Jain (DIN 00119762), who retires by rotation and, being eligible, offers himself for re-appointment.</i>						
4	Remote E-Voting	4785960	100.00	NIL	0.00	NIL
Ordinary Resolution: : <i>Appointment of Auditors</i>						



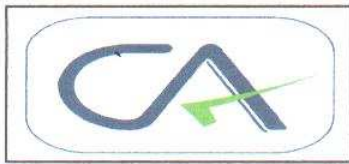
I hereby confirm that I am maintaining the Registers received from the Service Provider both electronically in respect of the votes cast through **Remote E-voting** by the equity-shareholders of the Company. I shall be arranging to hand over these records to the Company Secretary.


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

DR. ASIM KUMAR CHATTOPADHYAY
Practising company Secretary
FCS: 2303 CP 880

Date: 17/09/2014
Place : Kolkata

SUNIL A. BHANDARI & CO.
CHARTERED ACCOUNTANTS



OFFICE

Side Shop No.16, 1st floor, J. K. Complex,
 Above Pindi Jewellers, Near Gorakhpur Petrol Pump.
 Jabalpur (M.P.) Phone 2415063 , MOB 9893065915

RESIDENCE

693, Ratan Colony, Nr. Labour Court , Jabalpur M.P.)
 Phone : 2415063

E. mail :- sunilabhandari247@yahoo.co.in

FORM No. MGT-13

Report of Scrutinizer(s)

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
 Justice Gulab Gupta,
 Chairman
 54th Annual General Meeting of the Equity Shareholders of Narmada Gelatines Limited
 Held on 17th September, 2015, at Hotel Narmada Jacksons, Civil Lines, Jabalpur. (M.P.)

Dear Sir,

I Sunil Bhandari, Practicing Chartered Accountant, appointed as Scrutinizer(s) for the purpose of the poll taken on the below mentioned resolution(s), at the 54th Annual General Meeting of the Equity Shareholders of Narmada Gelatines Limited, held on 17th September, 2015 at Hotel Narmada Jacksons, Civil Lines, Jabalpur, submit our report as under:

1. After the time fixed for closing of the poll by the Chairman, One ballot box(es) kept for polling were locked in my presence with due identification marks placed by me.
2. The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company and the authorizations / proxies lodged with the Company.
3. The poll papers, which were incomplete and which were otherwise found defective have been treated as invalid and kept separately.

No. of Invalid Ballot - One, as he ticked in both columns i.e. assent and dissent.

4. The results of the poll is as under:

No. of Members Present and Voting (in person or by proxy)	Votes in favour (No. of Shares)	Votes Against (No. of Shares)	Total	% of votes in favour of the resolution	% of votes against the resolution
Ordinary Resolution No. 1: Adoption of Audited Financial Statements of the Company for the year ended 31st March, 2015 and the Reports of the Board of Directors and Auditors thereon.					
21	10294	0	10294	100.00000	Nil
Total	10294	0	10294	100.00000	
Ordinary Resolution No. 2: Declaration of Dividend on Equity Shares for the financial year ended March 31, 2015					
21	10294		10294	100	Nil
Total	10294	0	10294	100	
Ordinary Resolution No. 3 : Re-appointment of Mr. Sanjeev Jain (DIN 00119762) as a Director liable to retire by rotation.					
21	10294		10294	100	Nil
Total	10294	0	10294	100	
Ordinary Resolution No. 4 : Appointment of M/s T. R. Chadha, Chartered Accountants, as Statutory Auditors of the Company and fix their remuneration					
21	10294		10294	100	Nil
Total	10294	0	10294	100	

5. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

Thanking you,

Place: Jabalpur
 Date : 17.09.2015

Your's faithfully

Name and Signatures of the Scrutinizer

