

N G INDUSTRIES LTD.

CIN-L74140 WB 1994 PLC 065937

1st Floor, 37A Southern Avenue, Kolkata-700 029
(Renamed as Dr. Meghnad Saha Sarani)

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To
The Secretary
Bombay Stock Exchange Limited
Registered Office: Floor 25,
P.J.Towers, Dalal Street,
Mumbai – 400 001

Dt. 28.09.2015

Scrip Code : BSE 530897

Sub: Disclosure regarding voting results of 21st Annual General Meeting of
the Company as per clause 35A of the Listing Agreement.

Name of the Company : N G Industries Ltd
Date of AGM : 26.09.2015
Book Closure Date : 22nd September, 2015 to 26th September, 2015 (Both days inclusive)
Total number of shareholders as on date of book closure : 901

No. of shareholders present in the meeting either in person or through proxy:

Category	Present in Person (including Authorised Representatives)	Present through proxy	Total
Promoters and Promoter Group	5	3	8
Public	14	1	15
Total	19	4	23

Resolution/Agenda wise details of voting (including votes cast by physical ballots and e-voting process
Are as under:

The Voting details are annexed herewith in the prescribed format.

This may also be considered as compliance of Clause 31(d) of the Listing Agreement

FOR N. G. INDUSTRIES LTD.

J. V. Ghosh

Director

Resolution No.1 : Ordinary Resolution. To received, consider and adopt the Audited Balance Sheet as at 31, March 2015 and Profit & Loss Account for the ended on that date together with, the Report of the Directors and Auditors' Report thereon .

Promoter/Public	No. of Share held	No. of votes polled	% of votes polled on out-standing 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
Promoters							
A	Promoter & Promoter Group	2,408,700	2,408,700	100.00%	2,408,700	100.00%	-
	(A)	2,408,700	2,408,700	100.00%	2,408,700	100.00%	-
Public							
B1	Public Institutional holders	-	-	-	-	-	-
B2	Public - Others	941,800	157,103	16.68%	157,103	100.00%	-
	B=(B1+B2)	941,800	157,103	16.68%	157,103	100.00%	-
	Total (A+B)	3,350,500	2,565,803	76.58%	2,565,803	100.00%	-

Resolution No.2 : Ordinary Resolution. To declare a dividend on equity shares.

Promoter/Public	No. of Share held	No. of votes polled	% of votes polled on out-standing 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
Promoters							
A	Promoter & Promoter Group	2,408,700	2,408,700	100.00%	2,408,700	100.00%	-
	(A)	2,408,700	2,408,700	100.00%	2,408,700	100.00%	-
Public							
B1	Public Institutional holders	-	-	-	-	-	-
B2	Public - Others	941,800	157,103	16.68%	157,103	100.00%	-
	B=(B1+B2)	941,800	157,103	16.68%	157,103	100.00%	-
	Total (A+B)	3,350,500	2,565,803	76.58%	2,565,803	100.00%	-

For N. G. INDUSTRIES LTD.
(Signature)

Director

Resolution No.3 : Ordinary Resolution. To appoint a Director in place Mr. Rajesh Goenka (DIN NO.00157319), who retires by rotation and being eligible, offers himself for re-appointment.

Promoter/Public	No. of Share held	No. of votes polled	% of votes polled on out standing shares	No. of votes - in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled	
Promoters		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
A	Promoter & Promoter Group	2,408,700	2,408,700	100.00%	2,408,700	-	100.00%	-
Public	(A)	2,408,700	2,408,700	100.00%	2,408,700	-	100.00%	-
B1	Public Institutional holders	-	-	-	-	-	-	-
B2	Public - Others	941,800	157,103	16.68%	157,103	-	100.00%	-
	B=(B1+B2)	941,800	157,103	16.68%	157,103	-	100.00%	-
	Total (A+B)	3,350,500	2,565,803	76.58%	2,565,803	-	100.00%	-

Resolution No.4 : Ordinary Resolution. To appoint of M/S. M.R.Singhvi & Co. as Statutory Auditors and fix their remuneration for the year ended 31st March, 2016

Promoter/Public	No. of Share held	No. of votes polled	% of votes polled on out-standing shares	No. of votes - in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled	
Promoters		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
A	Promoter & Promoter Group	2,408,700	2,408,700	100.00%	2,408,700	-	100.00%	-
Public	(A)	2,408,700	2,408,700	100.00%	2,408,700	-	100.00%	-
B1	Public Institutional holders	-	-	-	-	-	-	-
B2	Public - Others	941,800	157,103	16.68%	157,103	-	100.00%	-
	B=(B1+B2)	941,800	157,103	16.68%	157,103	-	100.00%	-
	Total (A+B)	3,350,500	2,565,803	76.58%	2,565,803	-	100.00%	-

FOR N. G. INDUSTRIES LTD.

L. Chak

Director

Resolution No.5 : Ordinary Resolution. To appoint Miss Reha Goenka (DIN NO. 05215437) as Director.

Promoter/Public	No. of Share held	No. of votes polled	% of votes polled on out-standing 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
Promoters							
A	Promoter & Promoter Group	2,408,700	2,408,700	2,408,700		100.00%	
	(A)	2,408,700	2,408,700	2,408,700		100.00%	
Public							
B1	Public Institutional holders	941,800	157,103			100.00%	
B2	Public - Others	941,800	157,103	157,103		100.00%	
	B=(B1+B2)	1,883,600	314,206	314,206		100.00%	
	Total (A+B)	3,380,500	2,565,803	2,565,803		100.00%	

Resolution No.6 : Ordinary Resolution. To Contribute, donate, subscribe or otherwise provide assistance from time to time, in any financial year, to bona fide charitable and other funds.

Promoter/Public	No. of Share held	No. of votes polled	% of votes polled on out-standing 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
Promoters							
A	Promoter & Promoter Group	2,408,700	2,408,700	2,408,700		100.00%	
	(A)	2,408,700	2,408,700	2,408,700		100.00%	
Public							
B1	Public Institutional holders	941,800	157,103			100.00%	
B2	Public - Others	941,800	157,103	157,083	20	100.00%	0.00%
	B=(B1+B2)	1,883,600	314,206	314,163	20	100.00%	0.00%
	Total (A+B)	3,380,500	2,565,803	2,565,783	20	100.00%	0.00%

We have also attached herewith the scrutinizer report on e-voting.

Thanking You,

Your faithfully,

For N G INDUSTRIES LIMITED

1-11-2024

Rajesh Goenka
(Director)

SAHADEB RATH

B. Com. (Hons.) LL.B., ACS
Practising Company Secretary

31/1, Chatawala Lane
2nd Floor, Room No.-209
Kolkata-700012
Phone- 9830363084
Email:sahadevrath@yahoo.co.in

Dated: 26.09.2015

To
The Chairman
N. G. INDUSTRIES LIMITED
37A, Southern Avenue, 1st Floor
(Renamed as Dr. Meghnad Saha Sarani)
Kolkata - 700 029

Sub: Scrutinizer's Report on the Remote E-voting and voting through Ballot at the Meeting in respect of the resolutions contained in the notice of the Twenty First Annual General Meeting of N. G. Industries Limited held on 26th September, 2015.


Dear Sir,

Please find enclosed herewith the Scrutinizer's Report dated 26th September 2015 on the Remote E-voting and voting through Ballot at the meeting in respect of the 21st Annual General Meeting of N. G. Industries Limited held on 26th September, 2015.

Regards

Sahadeb Rath

Practising Company Secretary
Membership No-13298
CP No-3452


Place, Kolkata
Enclosure: As above

SAHADEB RATH
Practising Company Secretary
C. P. No.- 3452
Memb. No.- 13298

SAHADEB RATH

B. Com. (Hons.) LL.B., ACS
Practising Company Secretary

31/1, Chatawala Lane
2nd Floor, Room No.-209
Kolkata-700012
Phone- 9830363084
Email:sahadevrath@yahoo.co.in

Dated: 26.09.2015

To
The Chairman
N. G. INDUSTRIES LIMITED
37A, Southern Avenue, 1st Floor
(Renamed as Dr. Meghnad Saha Sarani)
Kolkata - 700 029

Dear Sir,

SUB: Consolidated Scrutinizer's Report on remote e-voting / physical ballot forms conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and voting at the Annual General Meeting of M/s. N. G. Industries Limited held on Saturday, the 26th September, 2015 at 10.30 A.M..

1. I have been appointed as a Scrutinizer by the Board of Directors of N.G. Industries Limited (the Company) pursuant to Section 108 of the Companies Act, 2013("the Act") read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, and pursuant to Clause 35B of the Standard Listing Agreement with the Stock Exchanges to conduct the remote e-voting process and to scrutinize the physical ballot forms received from the shareholders in respect of the below mentioned resolutions passed at the Annual General Meeting of N.G. Industries Limited held on Saturday, the 26th September, 2015 at 10.30 A.M.
2. I was also appointed as Scrutinizer to scrutinize the voting process at the said Annual General Meeting held on Saturday, the 26th September, 2015 at 10.30 A.M.
3. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and poll on the resolutions contained in the Notice to 21st Annual General Meeting of the members of the Company. My responsibility as a Scrutinizer for the e-voting process and for poll at the Annual General Meeting is restricted to make a Scrutinizer's Report of the votes cast in 'favour' or in 'against' the resolutions, based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL), the authorised agency engaged by the Company to provide e-voting facility for e-voting and report on poll conducted at the Annual General Meeting .

SAHADEB RATH
Practising Company Secretary
C.P. No. 3452
Mem. No. 13293

4. The Notice dated May 28, 2015 along with statement setting out material facts under Section 102 of the Act were sent to the Shareholders in respect of the below mentioned resolutions passed at the Annual General Meeting of the Company.
- i. Resolution No.1 as Ordinary Resolution to receive, consider and adopt the audited Balance Sheet as at 31st March, 2015 and Profit & Loss Account for the year ended on that date together with the Report of the Directors and Auditors' Report thereon.
 - ii. Resolution No.2 as Ordinary Resolution to declare a dividend on equity Shares.
 - iii. Resolution No.3 as Ordinary Resolution to appoint a Director in place of Mr. Rajesh Goenka (DIN: 00157319), who retires by rotation and being eligible, offers himself for re-appointment.
 - iv. Resolution No.4 as Ordinary Resolution to appoint M.R.Singhwi & Co. Chartered Accountants (Registration No.312121E) as Auditors to hold office from the Conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting of the Company and fix their remuneration.
 - v. Resolution No.5 as Ordinary Resolution to appoint Miss Neha Goenka (DIN 05215437) as a Director of the Company whose period of office shall be liable to determination by retirement of directors by rotation.
 - vi. Resolution No.6 as Ordinary Resolution to contribute, donate, subscribe or otherwise provide assistance from time to time, in any financial year, to bona fide charitable and other funds subject to a limit of Rs.50,00,000/- (Rupees : Fifty lacs only) in a financial year."
5. The Company had availed the e-voting facility offered by National Securities Depository Limited (NSDL) for conducting remote e-voting by the Shareholders of the Company. The Company has also provided voting by physical ballot forms to the members who do not have access to remote e-voting facility.
6. The Company had also provided voting facility to the shareholders present at the Annual General Meeting and who had not cast their vote earlier either through remote e-voting facility or by physical ballot.
7. Shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date on 19th September, 2015 were allowed to cast their vote electronically. The voting rights of shareholders were in proportion to their shares of the paid up equity share capital of the Company as on cut-off date of 19th September, 2015.
8. The voting period for remote e-voting commenced on Wednesday, September 23, 2015 at 09:00 a.m. (IST) and ended on Friday, September 25, 2015 at 05:00 p.m. (IST) and the NSDL e-voting platform was blocked thereafter.

SAHDEV RATH
Practicing Company Secretary
C. P. No. 3452
Mumbai No. 13298

9. After the closure of the voting at the Annual General Meeting, the report on voting done at the meeting was generated in my presence and the voting was diligently scrutinized.
10. The votes cast under remote e-voting facility were thereafter unblocked in the presence of two witnesses who were not in the employment of the company and after the conclusion of the voting at the Annual General Meeting the votes cast there under were counted. A facility for casting the vote by physical ballot at the venue of the said AGM was provided but none of the members present at the AGM cast his vote by Physical ballot. The company has not received any Physical ballot forms from any member conveying their assent or dissent to the above stated resolutions.
11. I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the National Securities Depository Limited (NSDL) e-voting system .
12. I now submit my consolidated Report as under on the result of the remote e-voting/physical ballot forms and voting at the meeting in respect of the said Resolutions.

Ordinary Business

Item No.1

To receive, consider and adopt the audited Balance Sheet as at 31st March, 2015 and Profit & Loss Account for the year ended on that date together with the Report of the Directors and Auditors' Report thereon.

- i. Voted in favour of the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them (one share one vote basis)	Number of Valid Votes cast	% of total number of valid votes cast
Remote E-voting	21	2565803	2565803	100.00
Through Ballot	Nil	Nil	Nil	Nil
Total	21	2565803	2565803	100.00

SAHAJ B RATH
 Practising Company Secretary
 C. P. No. - 3752
 Memo. No. - 13298

ii. Voted against the resolution

Mode of Voting	Number of members voted	Number of votes cast by them(one shares one vote basis)	Number of Valid Votes cast	% of total number of valid votes cast
Remote voting E-	Nil	Nil	Nil	Nil
Through Ballot	Nil	Nil	Nil	Nil
Total	Nil	Nil	Nil	Nil

iii. Invalid Votes

Mode of Voting	Number of members voted	Number of votes cast by them(one shares one vote basis)	Number of Valid Votes cast	% of total number of valid votes cast
Remote voting E-	NA	NA	NA	NA
Through Ballot	NIL	NIL	NA	NA
Total	NIL	NIL	NA	NA

Item No.2

To declare a dividend on equity Shares.

i. Voted in favour of the resolution

Mode of Voting	Number of members voted	Number of votes cast by them(one shares one vote basis)	Number of Valid Votes cast	% of total number of valid votes cast
Remote voting E-	21	2565803	2565803	100.00
Through Ballot	Nil	Nil	Nil	Nil
Total	21	2565803	2565803	100.00

SAHAJEEB RATH
 Practising Company Secretary
 C. P. No. 2752
 Membr. No. 13298

ii. Voted against the resolution

Mode of Voting	Number of members voted	Number of votes cast by them(one share one vote basis)	Number of Valid Votes cast	% of total number of valid votes cast
Remote E-voting	Nil	Nil	Nil	Nil
Through Ballot	Nil	Nil	Nil	Nil
Total	Nil	Nil	Nil	Nil

iii. Invalid Votes

Mode of Voting	Number of members voted	Number of votes cast by them(one share one vote basis)	Number of Valid Votes cast	% of total number of valid votes cast
Remote E-voting	NA	NA	NA	NA
Through Ballot	NIL	NIL	NA	NA
Total	NIL	NIL	NA	NA

Item No.3

To appoint a Director in place of Mr. Rajesh Goenka (DIN: 00157319), 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(one share one vote basis)	Number of Valid Votes cast	% of total number of valid votes cast
Remote E-voting	21	2565803	2565803	100.00
Through Ballot	Nil	Nil	Nil	Nil
Total	21	2565803	2565803	100.00

SAHADEB RATH
Practicing Company Secretary
C. P. No. 2452
Mem. No. - 12298

ii. Voted against the resolution

Mode of Voting	Number of members voted	Number of votes cast by them (one share one vote basis)	Number of Valid Votes cast	% of total number of valid votes cast
Remote E-voting	Nil	Nil	Nil	Nil
Through Ballot	Nil	Nil	Nil	Nil
Total	Nil	Nil	Nil	Nil

iii. Invalid Votes

Mode of Voting	Number of members voted	Number of votes cast by them (one share one vote basis)	Number of Valid Votes cast	% of total number of valid votes cast
Remote E-voting	NA	NA	NA	NA
Through Ballot	NIL	NIL	NA	NA
Total	NIL	NIL	NA	NA

Item No.4

To appoint Auditors and fix their remuneration and in this regard to consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT M.R.Singhwi & Co. Chartered Accountants (Registration No.312121E) be and are hereby appointed as Auditors of the Company, to hold office from the Conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting of the Company at such remuneration as shall be fixed by the Board of Directors of the Company.”

i. Voted in favour of the resolution

Mode of Voting	Number of members voted	Number of votes cast by them (one share one vote basis)	Number of Valid Votes cast	% of total number of valid votes cast
Remote E-voting	21	2565803	2565803	100.00
Through Ballot	Nil	Nil	Nil	Nil
Total	21	2565803	2565803	100.00

SAHADEB RATH
 Practising Company Secretary
 C. P. No. - 3452
 Mem. No. - 13298

ii. Voted against the resolution

Mode of Voting	Number of members voted	Number of votes cast by them (one share one vote basis)	Number of Valid Votes cast	% of total number of valid votes cast
Remote E-voting	Nil	Nil	Nil	Nil
Through Ballot	Nil	Nil	Nil	Nil
Total	Nil	Nil	Nil	Nil

iii. Invalid Votes

Mode of Voting	Number of members voted	Number of votes cast by them (one share one vote basis)	Number of Valid Votes cast	% of total number of valid votes cast
Remote E-voting	NA	NA	NA	NA
Through Ballot	NIL	NIL	NA	NA
Total	NIL	NIL	NA	NA

SPECIAL BUSINESS :

To consider and if thought fit, to pass with or without modification(s), the following Resolution

Item No.5 as an Ordinary Resolution:

“RESOLVED THAT Miss Neha Goenka (DIN 05215437), who was appointed by the Board as an Additional Director with effect from 16th March, 2015 on the Board of the Company in terms of section 161 of the Companies Act 2013 and Article 94 of Articles of Association of the Company and who holds office up to the date of this Annual General Meeting, and in respect of whom a notice has been received from a member in writing, under section 160 of the Companies Act, 2013 along with requisite deposit, proposing her candidature for the office of a Director, be and is hereby appointed as a Director of the Company whose period of office shall be liable to determination by retirement of directors by rotation.”

SAHAJ RATH
Practicing Company Secretary
C. P. No. 13462
Mem. No. - 18298

i. Voted in favour of the resolution

Mode of Voting	Number of members voted	Number of votes cast by them (one share one vote basis)	Number of Valid Votes cast	% of total number of valid votes cast
Remote voting E-	21	2565803	2565803	100.00
Through Ballot	Nil	Nil	Nil	Nil
Total	21	2565803	2565803	100.00

ii. Voted against the resolution

Mode of Voting	Number of members voted	Number of votes cast by them (one share one vote basis)	Number of Valid Votes cast	% of total number of valid votes cast
Remote voting E-	Nil	Nil	Nil	Nil
Through Ballot	Nil	Nil	Nil	Nil
Total	Nil	Nil	Nil	Nil

iii. Invalid Votes

Mode of Voting	Number of members voted	Number of votes cast by them (one share one vote basis)	Number of Valid Votes cast	% of total number of valid votes cast
Remote voting E-	NA	NA	NA	NA
Through Ballot	NIL	NIL	NA	NA
Total	NIL	NIL	NA	NA

Item No.6 as an **Ordinary Resolution:**

“RESOLVED that pursuant to the provisions of Section 181 and other applicable provisions, if any, of the Companies Act, 2013, or rules made there under, consent of the members of the Company be and is hereby granted to the Board of Directors to contribute, donate, subscribe or otherwise provide assistance from time to time, in any financial year, to bona fide charitable and other funds, any amounts the aggregate of which, may exceed five per cent of the Company’s average net profit as determined in accordance with the provisions of Section 198 of the Companies Act, 2013 during the three immediately preceding Financial Years, subject to a limit of Rs.50,00,000/- (Rupees Fifty lacs only) in a financial year.”

SAHAJ RATH
Practising Company Secretary
C. P. No.- 3452
Memb.No.- 13298

“RESOLVED FURTHER that the Board of Directors (which shall include any Committee which the Board may constitute, or any Director/Officer authorised by the Board for this purpose), be and are hereby severally authorised to settle all matters arising out of and incidental to making contributions to charitable or other funds as mentioned above and do all such acts, deeds and things as may, in its absolute discretion, deem necessary to give effect to this Resolution.”

i. Voted in favour of the resolution

Mode of Voting	Number of members voted	Number of votes cast by them(one shares one vote basis)	Number of Valid cast Votes	% of total number of valid votes cast
Remote voting E-	20	2565783	2565783	100.00 (rounded off)
Through Ballot	Nil	Nil	Nil	Nil
Total	20	2565783	2565783	100.00

ii. Voted against the resolution

Mode of Voting	Number of members voted	Number of votes cast by them(one shares one vote basis)	Number of Valid cast Votes	% of total number of valid votes cast
Remote voting E-	1	20	20	0.00
Through Ballot	Nil	Nil	Nil	Nil
Total	1	20	20	0.00

iii. Invalid Votes

Mode of Voting	Number of members voted	Number of votes cast by them(one shares one vote basis)	Number of Valid cast Votes	% of total number of valid votes cast
Remote voting E-	NA	NA	NA	NA
Through Ballot	NIL	NIL	NA	NA
Total	NIL	NIL	NA	NA

Thanking You

Yours faithfully


Sahadeb Rath

Practicing Company Secretary
Membership No-13298
CP No-3452
Place:-Kolkata

SAHADEB RATH
Practicing Company Secretary
C. P. No.- 3452
Memb. No.- 13298