



# ntc industries limited

(AN ISO 9001-2008 COMPANY)

REGD. OFFICE : 149, B. T. ROAD, P. O. KAMARHATI, KOLKATA-700 058, PH : (033) 3019 0500 / 0513, FAX : (033) 3019- 0520

**Date:** 6<sup>th</sup> September, 2015

To <b>The Department of Corporate Services</b> BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001	To <b>The Secretary</b> The Calcutta Stock Exchange Limited 7, Lyons Range, Kolkata - 700 001
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Dear Sir,

**Sub: Proceedings of 24<sup>th</sup> Annual General Meeting of the Company**

With reference to the captioned subject and pursuant to Clause 31 and other applicable clauses of the Listing Agreement, we wish to inform that the Members of the Company at the 24<sup>th</sup> Annual General Meeting, held on Friday, the 4<sup>th</sup> September, 2015 at The Aryans School, 149, B.T, Road, Kamarhati, Kolkata - 700058, have approved all the items in the notice convening the said Annual General Meeting in the following manner:

<b>Resolution Nos.</b>	<b>Agenda Items</b>	<b>Resolution Required (Ordinary/Special)</b>	<b>Mode of Voting</b>
1	Adoption of the Audited Financial Statements (Standalone & Consolidated) of the Company for the financial year ended 31st March, 2015 together with the Reports of the Directors and the Auditors thereon.	Ordinary	Poll/E-voting
2	Re-appointment of Mr. Nilotpal Deb as director retiring by rotation.	Ordinary	Poll/E-voting
3	Ratification to the appointment of M/s. S.M. Daga & Co, Chartered Accountants (Registration No. 303119E) as the Statutory Auditors of the Company until the conclusion of next Annual General Meeting of the Company at a remuneration to be decided by the Board of Directors in consultation with the Auditors and pursuant to the recommendations of the Audit Committee.	Ordinary	Poll/E-voting





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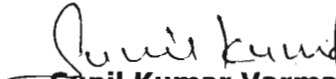
4	re-appoint Mr. Nilotpai Deb as Managing Director of the Company w.e.f 14.02.2015 for a period of one year	Ordinary	Poll/E-voting
5	Appointment of Ms. Vembi Krishnamurthy Radha as Director of the Company, not liable to retire by rotation w.e.f 31.03.2015	Ordinary	Poll/E-voting

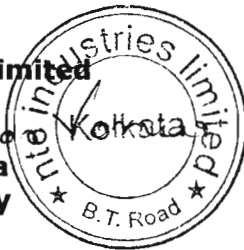
The above is for your information and record and kindly acknowledge the receipt.

Thanking You

Yours faithfully,

For **ntc industries limited**

  
**Sunil Kumar Varma**  
Company Secretary





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Date: 6<sup>th</sup> September, 2015

To  
**Department of Corporate Services**  
BSE Limited,  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai - 400 001

To  
**The Secretary**  
The Calcutta Stock Exchange Limited  
7, Lyons Range,  
Kolkata - 700 001

Dear Sir,

**Sub: Compliance to Clause 35A & 35B of the Listing Agreement- Details of Voting Results of the Annual General Meeting held on 04<sup>th</sup> September, 2015**

The 24<sup>th</sup> Annual General meeting of the Equity Shareholders of the Company was held on 4<sup>th</sup> September, 2015 at 11.30 a.m. at The Aryans School, 149 B.T. Road, Kolkata-700058.

In accordance with Clause 35A & Clause 35B of the Listing Agreement and Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company had provided E-voting facility, to facilitate all Equity Shareholders of the Company (as at cut-off date of 28th Aug, 2015) to cast their votes electronically on all businesses proposed in the Notice of the AGM. The E-voting period commenced on Tuesday, 1st September, 2015 at 9.00 a.m. and concluded on Thursday, 3<sup>rd</sup> September, 2015 at 05.00 p.m.

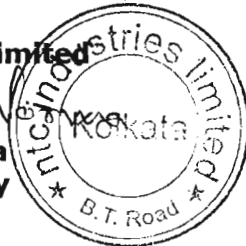
Further, in accordance with Section 109 of the Companies Act, 2013 read with Rule 21(2) of the Companies (Management and Administration) Rules, 2014, poll facility was provided to all those shareholders who did not cast their votes electronically.

We are pleased to inform you that all the resolutions contained in Item Nos. 1 to 5 of the Notice of AGM have been approved with requisite majority by the Equity Shareholders of the Company through E-voting and poll.

Details of the voting results as per Clause 35A of the Equity Listing Agreement is enclosed herewith for your information and record.

For ntc industries limited

  
**Sunil Kumar Varma**  
Company Secretary



Encl: As above



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## 24<sup>th</sup> Annual General Meeting of ntc industries ltd. - Details of Voting Result (Pursuant to Clause 35A of the Listing agreement)

### A. Details of Attendance at Annual General meeting

<b>Date of the AGM</b>	<b>4<sup>th</sup> September, 2015</b>	
<b>Total number of shareholders on record date</b> [Book Closure dates: 29 <sup>th</sup> August, 2015 to 4 <sup>th</sup> September, 2015 (both days inclusive)]	<b>5733</b>	
<b>No. of shareholders present in the meeting either in person or through proxy</b>	<b>In person</b>	<b>Through Proxy</b>
a. Promoters and Promoter Group:	8	0
b. Public:	116	0
<b>Total</b>	<b>124</b>	<b>0</b>
<b>No. of shareholders attended the meeting through Video Conferencing</b>	<b>N.A.</b>	
a. Promoters and Promoter Group:		
b. Public:		
Details of Agenda	<b>As detailed in 'B' below</b>	
Resolution required		
Mode of voting		
Voting results		

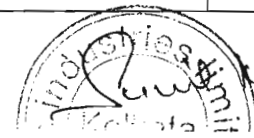
### B. Details of E-voting and poll for all items proposed at Annual General meeting

#### Ordinary Business:

##### Item No.1-Ordinary Resolution

To receive, consider and adopt the Audited Financial Statements (Standalone & Consolidated) of the Company for the financial year ended 31st March, 2015 together with the Reports of the Directors and the Auditors thereon

Promoter/P ublic	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	7253199	7253199	100.00	7253199	0	100.00	0.00
Public Institutional holders	2400	0	0.00	0	0	0.00	0.00



Kumar Bose



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Public-Others	3494401	470063	13.45	33774	436289	7.18	92.82
Total	10750000	7723262	71.84	7286973	436289	94.35	5.65

## Item No.2- Ordinary Resolution

To appoint a director in place of Mr. Nilotpal Deb who retires by rotation and being eligible offers himself for re-appointment

Promoter/P ublic	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	7253199	7253199	100.00	7253199 .00	0.00	100.00	0.00
Public Institutional holders	2400	0	0.00	0	0	0.00	0.00
Public-Others	3494401	470063	13.45	33724	436339	7.17	92.83
Total	10750000	7723262	71.84	7286923	436339	94.35	5.65

## Item No.3-Ordinary Resolution

To ratify the appointment of M/s. S.M. Daga & Co, Chartered Accountants (Registration No. 303119E) as the Statutory Auditors of the Company until the conclusion of next Annual General Meeting of the Company at a remuneration to be decided by the Board of Directors in consultation with the Auditors and pursuant to the recommendations of the Audit Committee

Promoter/P ublic	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	7253199	7253199	100.00	7253199	0	100.00	0.00
Public Institutional holders	2400	0	0.00	0	0	0.00	0.00
Public-Others	3494401	470018	13.45	33729	436289	7.18	92.82
Total	10750000	7723217	71.84	7286928	436289	94.35	5.65

## Special Business:

### Item No.4-Ordinary Resolution

*Soumit Kumar Varma*



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To re-appoint Mr. Nilotpal Deb as Managing Director of the Company w.e.f 14.02.2015 for a period of one year

Promoter/P ublic	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	7253199	7253199	100.00	7253199	0	100.00	0.00
Public Institutional holders	2400	0	0.00	0	0	0.00	0.00
Public-Others	3494401	470063	13.45	34137	435926	7.26	92.74
Total	10750000	7723262	71.84	7287336	435926	94.36	5.64

## Item No.5- Ordinary Resolution

Appointment of Ms. Vembi Krishnamurthy Radha as Director of the Company, not liable to retire by rotation w.e.f 31.03.2015

Promoter/P ublic	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	7253199	7253199	100.00	7253199	0	100.00	0.00
Public Institutional holders	2400	0	0.00	0	0	0.00	0.00
Public-Others	3494401	469906	13.45	33980	435926	7.23	92.77
Total	10750000	7723105	71.84	7287179	435926	94.36	5.64

  
ntc industries limited  
Vembi Krishnamurthy Radha