

NRC LIMITED

Registered Office: 67, Surajmai Building,

75. Nakhoda Street, Mumbai - 400 003,

Tel No. 022 23464458

Works:

CIN-L17120MH1946PLC00522Mohone - 421 102 (Kalyan),

Thane Dist., Maharashtra. Tel. From Mumbai: 911-301311 / 14

STD: 0251-301311 / 14

Fax: 301316 / 17 Nylon Plant Fax: 301318

Hand Delivery/Courier

December 31, 2014

The Manager, Bombay Stock Exchange Limited, Corporate Relationship Department Phiroze Jeejeebhoy Towers Dalal Street, Mumbai 400 001 Co. Code: 503780	Central Depository Services (India) Ltd. Phiroze Jeejeebhoy Towers, 17th Floor, Dalal Street, Mumbai – 400 001.
The Manager, National Stock Exchange of India Ltd. Exchange Plaza, 5th Floor, Plot No.C/1, G Block, Bandra Kurla Complex, Bandra (East), Mumbai – 400 051 Co. Code: NRC	

Dear Sirs,

Sub: 66th Annual General Meeting - Scrutiny Reports etc.

We hereby submit the following Reports for your perusal:

- 1. E-voting Report
- 2. Clause 35A Report
- 3. AGM Report
- 4. Polling Report
- 5. MGT-15 report

Please take the same on your records

Yours faithfully, For NRC Limited

M. C. Nalwaya

Chief Financial Officer

Encl:a/a

Partners - Mrs. Ragini Chokshi Mr. Makarand Patwardhan Mr. Umashankar Hegde Mr. Girish Desai

OSRagini Chokshi L Co.

Tel. 022-22831120 022-22831134

Company Secretaries

34, Kamer Building, 5th Floor, 38, Cawasji Patel Street, Fort, Mumbai - 400 001 Web.: csraginichokshi.com. Email mail@csraginichokshi.com

Date 26 12 2014

Scrutinizer Report

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

To The Chairman,

66th Annual General Meeting (AGM) of the Equity Shareholders of NRC LIMITED to be held on 30th day of December, 2014 at 10:00 am at Rama & Sundri Waturmull Auditorium, K.C. College, Dinshaw Wacha Road, Churchgate, Mumbai-400 020.

Dear Sir,

- I, Ragini Chokshi, Partner of M/s. Ragini Chokshi & Co. a Company Secretaries Firm having its Registered Office at 34, Kamer Bldg 5th Floor, 38, Cawasji Patel Street, Fort, Mumbai-400001, have been appointed as a Scruitinizer of NRC LIMITED ("the Company") for the purpose of scrutinizing the e-voting process in a fair and transparent manner and ascertaining the requisite majority on e-voting carried out as per the provisions of Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 on the below mentioned Resolutions, for the 66th Annual General Meeting of the Equity Shareholders of NRC LIMITED held on Tuesday, the 30th day of December, 2014 at 10:00 a.m. at Rama & Sundri Waturmull Auditorium, K.C. College, Dinshaw Wacha Road, Churchgate, Mumbai-400 020. We submit our report as under:
 - 1. The e-voting period remained open from Friday, 26th December, 2014 at 9.00 a.m. and end on 26th December, 2014, at 6.00 p.m.
 - The Shareholders holding shares as on "Cut off" date i.e. on Friday 21st November, 2014 were entitled to vote on the proposed resolutions (Item no. 1 to 7 as set out in the Notice of the 66th AGM of NRC LIMITED)



3. The votes were unblocked on 26th December, 2014 around 6.16 p.m. in the presence of two witnesses, Mr. Pradip Dhuri (Residing at Subhash nagar building no.2, room no.49 chembur -Mumbai-400071.) and Ms. Bhavilka Bharat Jain (Residing at 340 J.S.S. Rd, Thakurdwar Rd, Atmaram Building, 3rd floor, Rn. 25Mumbai- 400 002) who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Name: Pradip Dhuri

Name: Bhaviika Bharat Jain

- 4. Thereafter, details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e-voting website of Central Depository Services (India) Limited".
- 5. Details of e-voting as under:

Resolution No.1: Ordinary Resolution: To receive, consider and adopt the Audited Accounts for the year ended on 31st March, 2014 and the reports of Directors and the Auditors thereon.

(i) Voted in favour of the Resolution:

Number of members voted through electronic voting system	Number of votes east in favour of Resolution	% of total number of valid votes cast
14	17417022	99,99

(ii) Voted against the resolution:

Number of members voted through electronic voting system	Number of votes cast against Resolution	% of total number of valid votes cast
1	183	0.01



(iii) Invalid votes:

Total number of members whose votes	Total number of votes cast by
were declared invalid	them
NIL	NIL

Resolution No.2: Ordinary Resolution: To appoint a Director in place of Shri K.N. Bhandari who retires from the office by rotation and being eligible, offers himself for re-appointment as a Non-independent Director.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of Resolution	% of total number of valid votes cast
14	17417022	99,99

(ii) Voted against the resolution:

Number of members voted through electronic voting system	Number of votes cast against Resolution	% of total number of valid votes cast
1	183	0.01

(iii) Invalid votes:

Total number of members whose votes were	Total number of votes cast by
declared invalid	them
NIL	NIL



Resolution No.3: Ordinary Resolution: To appoint a Director in place of Dr. P.P. Shastri who retires from the office by rotation and being eligible, offers bimself for re-appointment.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of	% of total number of valid votes cast
	Resolution	
14	17417022	99.99

(ii) Voted against the resolution:

Number of members voted through electronic voting system	Number of votes cast against Resolution	% of total number of valid votes cast
i	183	0.01

(iii) Invalid votes:

Total number of members whose votes were	Total number of votes cast by
declared invalid	them
NIL	NIL

Resolution No.4: Ordinary Resolution: To appoint M/s. Lodha & Co. Chartered Accountant 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 and to authorize the Board to fix their Remuneration.

(i) Voted in favour of the resolution:

 er of members voted h electronic voting system	Number of votes cast in favour of	% of total number of valid votes cast
	Resolution	
 13	17416922	99,99



(ii) Voted against the resolution:

Number of members voted through electronic voting system	Number of votes cast against Resolution	% of total number of valid votes cast
2	283	0.01

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

Resolution No.5: Ordinary Resolution: To appoint Ms. Savita Acharya as an Independent Director of the Company.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of Resolution	% of total number of valid votes cast
14	17417022	99.99

(ii) Voted against the resolution:

Number of members voted through electronic voting system	Number of votes cast against Resolution	% of total number of valid votes cast
1	183	0.01

(iii) Invalid votes:

Total number of members whose votes were	Total number of votes east by
declared invalid	them
NIL	NIL



Resolution No.6: Special Resolution: Adoption of new Articles of Association of the Company.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of Resolution	% of total number of valid votes cast
13	17416922	99.99

(ii) Voted against the resolution:

through electronic voting system	Number of votes cast against Resolution	% of total number of valid votes cast
1	100	0.01

(iii) Invalid votes:

ſ	Total number of members whose votes were	Total number of votes cast by
1	declared invalid	them
1	NIL	NIL

Note: There was one shareholder who has neither voted in favour nor against.

Resolution No.7: Special Resolution: Re-appointment of Shri Arun Jain, as the Managing Director of the Company and fixation of Remuneration.

(i) Voted in favour of the Resolution:

Number of members voted through electronic voting	Number of votes cast in favour of Resolution	% of total number of valid votes cast
system 14	17417022	99.99

(ii) Voted against the resolution:



	mber of members voted ough electronic voting	 iber of votes cast nst Resolution	of total number of valid votes cast	ı£
5)81	tem	\$ 		1
•		183	0.01	

(iii) Invalid votes:

Total number of members whose votes	Total number of votes east by	8
were declared invalid	them	
NIL	NIL	

- 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.
- 7. The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the aforestiid Annual General Meeting, after which the same will be handed over to the Company Secretary for safe keeping.

Thanking You,

Yours faithfully,

For Rugini Chokshi & Co.

Mrs, Ragini Chokshi Partner

P.K. CLAST

Membership No. 2390

C.P. No. 1436 ·

A.

CHAIRMAN

NRC LIMITED

NRC LIMITED
CIV. 17120MH1946PLC085227
Registered Office:
57. Sureptible Building,
75. Nakhoda Street,
Mumbell - 400 003.

Tel No. 022 23464458

NRC LIMITED

CIN - L17120MH1946PLC005227

To receive, consider and adopt the Audited Accounts for the year ended on 31st March, 2014 and the Reports of the Directors and the Auditors thereon.

	33	2	 1							Resc	
Grand Yotals	Public-Others	Public - Institutional holders	Promoter and Promoter Group			Promoter/Public				Resolution No 1	Details for reporting as per Clause 35A of listing agreement based on result
37237413	18208523	1607342	17421548	[1]		Shares Held polled	Zo. of				ting as per Cl
17417365	34557	0	17421548 17382648	[2]		polled	votes	No. of			ause 35A of l
35.73	0.19	0	99.78	(1)]*100	T3]=[(2)/	g shares	outstandin	Polled on	Vates	% or	isting agree
1/41/02/	34374	0	17382648	[4]		- in favour against	outstandin No. of Votes Votes				ment based
, 35	1.83	C	0	[5]			*				on result
	99.47	-	2.00	(2)]*100	[6]=[(4)/	poiled	votes	ron	Votes in	V/O C/I	of Poll
26.00	0.53	0.00	0.00]*1.00	[7]=[(5)/(2)	polled votes polled	against on	% of Votes			

For NRC LIMITED

CHIEF FINA 1"1 IL DEFICER M. C. NALWAYA

Category = <All> All Ballot Results (Ballot No Wise)

Reg. stered Office: 67. Sura) io Building. NAC LIMITED Mumber - 400 003. TOI NO. COME WHATHER 76, Nekhoda Sireet.

FIRC LIMITED

CIN - L17120MH1946PtC005227

To appoint a Director in place of Shri K. N. Bhandari who retires from the office by rotation and being eligible, offers himself for re-appointment as a Non-independent Director.

0.00	003:	183	46.77 17417022	46.77	まのてんてからす	37237413	973 30 70 70 70 A	
0.53	99.47	183	34374	0.19	34557	18208523	Public-Others	w
0,00	0	0	0	0	0	1607342	Public - Institutional holders	2
0.00	100	0	99.78 17382648	99.78	17421548 17382648	17421548	Promoter and Promoter Group	-
(2)]*100	(2)]*100 (2)]*100	[5]	[4]	[3] = [(2)/(1)] * 100	[2]	[1]		
polled	polled	against	- in favour	◀.	polled	Heid	Promoter/Public	
votes			outstandin No. of Votes Votes -	outstandin	votes	Shares		
against on	ron			Poiled an	No. of	No. of		
Votes	Votes in			Votes				
70 OT	10 0/0			d/9 O/				
							Resolution No 2	?@So⊟
	7 7 61		itent pased of	ting agreer	SE 35% OF 115	g as per Clau	Details for reporting as per clause 35% of usung agreement pased of result	
	5 2 2		THE PARK OF THE) 1 > 1 1)		

All Ballot Results (Baillot No Wise) Category = < All>

For NRC LIMITED

CHIEF FINANCIAL OFFICER M. C. NALWAYA

NRC LIMITED
CIN-, 17120/MH1946FLC918227
Registered Chffits:
87. Sureinias Building,
75. Nekhode Street,
Niumber 400 003

TBI. No. 022 23464458

NRC LIMITED

CIN - L17120MH1946PLC005227

To appoint a Director in place of Dr. P. P. Shastri who retires from the office by rotation and being eligible, offers himself for re-appointment.

				2		-		-					Resolu	
Graned Totals			Duhlir-Othors	Public - Institutional holders		Complete and Dromater Group			Promoter/Public				R esolution No 3	D etails for reporting as per Clause 35A of listing agreement based on result of Poll
			26405	35		7				200				orting as
	Г	-	18203523	1607342		17421548			Shares Held polled	No. of				per Clause 3
37237414: 1/41/200			34557	0		17382648	[2]		polled g shares - in favour against polled	No. of votes				5A of listing a
	2.5		0.19				(1)]*100	[3]=[(2)/	gshares	outstandin	Polied on	Votes	10 0%	greement ba
7	17.170777		34374			99.78 17382648	[4]		- in favour	No. of Votes				sed on resu
	183		183			0	[5]		against	Votes -	No. of			t of Poll
	100		99.47			 100	(2)]*100	3	polica		9			
	0,00		0.00		0.00	0.00	(2)		polited	Votes	against on	Votes	V/0 01	

All Ballot Results (Ballot No Wise) Category = <All>

For NRC LIMITED

CHIEF FINANCIAL OFFICER

NAC LIMITED

NAC LIMITED

Of this Annual General Meeting till the conclusion of the next Annual General Meeting and to authorize the board to

fix their remuneration.

P. C.S.	Resolution No 4	as bell claus		agi een	ent pased of		Of FOIL	
i								
				% 0!			c/o of 0/o of	% of
				Votes			Votes in	Votes
			No. of	Polied on No. of	No. of	No. of	favour on	against on
		No. of	votes	outstandi Votes - in	Votes - in	Votes -	votes	Voites
	Promoter/Public	Shares Held polled		ng shares favour		against	polled	polled
				3 = 2			[6] = [(4)]	
			,	101.[(1)/			/(2)]*10	[7]=[(5)/
		[1]	[2]	0	[4]	[5]	0 (2)]*100	(2)]*100
۳.	Promoter and Promoter Group	17421548	17382648	99.78	17382648	0	100	0.00
	The second secon							
N	Pu blic - Institutional holders	1607342	0	0	0	ā	0	0.00
ω	Pu blic-Others	18708573	32557	0 10	26276	285	00 4 8	0 0
	- Charles							
İ			TO T	45 77	17416833	7	100	00.00

All Ballot Results (Ballot No Wise) Category = < All>

For NRC LIMITED

CHIEF FINANCIAL OFFICER M. C. NALWAYA

NRC LIMITED NRC LIMITED

Requistered Office: Number - 400 003. 67, Suralmai Building. 75, Naknoos Street,

to Article 85 of the Artacles of Association of the Company, Ms Savita Acharya, who was appointed as an Additional Director NRC LIMITED
CIN - L17120MH1946PLC005227
CIN - L17120MH1946PLC005227
Resolution: "RESOLVED THAT pursuant to Section 149, 152 and other applicable provisions if any, the Companies Act, 20 13, and the Rules made thereunder read with Schedule IV of the Companies Act, 2013 and pursuant to Arrivale 85 of the Arreston of Account to Section 149, 152 and the Companies Act, 2013 and pursuant to Arrivale 85 of the Arreston of Account of the Companies Act, 2013 and pursuant to Arrivale 85 of the Arreston of Account of the Companies Act, 2013 and pursuant to Arrivale 85 of the Arreston of Account of the Companies Act, 2013 and pursuant to Arrivale 85 of the Arreston of Account of the Companies Act, 2013 and pursuant to Arrivale 85 of the Companies Act, 2013 and pursuant to Arrivale 85 of the Companies Act, 2013 and pursuant to Arrivale 85 of the Companies Act, 2013 and pursuant to Arrivale 85 of the Companies Act, 2013 and pursuant to Arrivale 85 of Arreston of the Companies Act, 2013 and pursuant to Arrivale 85 of Arreston of the Companies Act, 2013 and pursuant to Arrivale 85 of Arreston of the Companies Act, 2013 and pursuant to Arrivale 85 of the Companies Act, 2013 and pursuant to Arrivale 85 of the Companies Act, 2013 and pursuant to Arrivale 85 of the Companies Act, 2013 and pursuant to Arrivale 85 of the Companies Act, 2013 and of the Company on £9th November, 2014 and whose term of office expires at this Annual General Meeting in terms of Section 161 of the Companies Act, 2013, and in respect on

candidature foir the off ce of Director, be and is hereby appointed as an independent Director of the Company". "RESOLVED FURTHER THAT Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things and ex ecute all-documents or writings as may be necessary, proper or expedient for the purpose of giving effect to whom the Company Has pursuant to Section 160 of the Companies Act, 2013, received a notice in writing proposing her

. *	Details for reporting as per Clause 35A of listing agreement based on result of Poli	ting as p	er Clause 3	SA of listing	agreement	based on re	sult of P	2	
Resc	Resolution No 5								
	Promoter /Public	No of	No. of Shares	No. of votes	on of Votes Polled on No. of cutstandi Votes in ng shares favour	3.	Votes Votes Votes Votes - votes Votes - votes	on in	% of Votes against on votes polled
			[1]	[2]	[3]=[(2)/ (1)]*100	[4]	[5]	[6]=[(4)/ [7]=[(5)/ (2)]*100 (2)]*100	[7]=[(5)/ (2)]*100
} -4	Promoter and Promoter Group	7	17421548	7 17421548 17382648		99.78 17382648	0	100	0.00
2	Public - Institutional holders	35	1607342	0	0	0	O_	0	0.00
3	Public-Ottners	26405	18208523	34557	0.19	34374	183	99,47	0.53
	Grand Totals	26447	37237413	26447 37237413 17417205		46.77 17417022	183	100	0.00

For NRC LIMITED

M. C. NALWAYA

NAC LIMITED

CIN - L17120MH1946PLC005227

67, Surejinsi Building, 75, Nakhoda Street, Mumber: 400 003. Tgl. No. 022 23464458

NRC LIMITED

Repusiered Office:

To consider and, if thought fit, to pass, with or without modification(s), the following Resolution as a Special Resolution:
"RESOLVED THAT the Board of Directors of the Company has adopted new Articles
of Association of the Company in its Board Meeting held on 19th November, 2014. Members of the Company consider to adopt

the New Articles of Association"

								The second secon	
0.00	202	100	45.77 17416922	45.77	17417 III	11. 11. 11. 11. 11. 11. 11. 11. 11. 11.	25447	Brand Totals	
0.29	99.71	100	34274	0.19	34374	18208523	26405	Public-Others	ω
		and the same of th							-
0.00	0	0	0	0	0	1607342	35	Public - Institutional holders	2
								AND THE RESIDENCE OF THE PARTY	
0.00	100	0	99.78 17382648	99.78	17421548 17382648	17421548	٧_	Promoder and Promoter Group	H
(2)]*100	(2)]*100	[5]	<u>-</u>	0	[2]	[1]			
[7]=[(5)/	[6]=[(4)/[7]=[(5)/	223.7		/(1)]*10 /(1)]-((2)					
polled	polled	against	favour	shares	polled	Held	A/Cs	Promoter/Public	
votes			Votes - in	10		No. of Shares votes	No of		
against on	favour on lagainst on			outstandi No. of	No. of				
Votes	Votes in			Polled on					
% of	% of			Votes					
				% of					
							T	Resolution No 6	Resol
		III OF POIL	ased on rest	reement b	of listing ag	er Clause 35A	rting as p	Details for reporting as per Clause 35A of listing agreement based on result of Poli	
						2			

For NRC LIMITED

M. C. NALWAYA

CHIEF FINANCIAL OFFICER

All Ballot Results (Ballot No Wise) Category = <All>

NRC LIMITED

CIN - L17120MH1946PLC005227

PEC LIMITED

: / 1 23 NATH 1946 PLC:006227

67 Surajonal Building.

... ered Office:

Mumber - 400 003. 75, Nakhoda Street,

Tel No. 022 23464458

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

and other applicable provisions, if any, of the Companies Act, 1956 and subject to Resolution as a Special Resolution: RESOLVED THAT pursuant to the provisions of Sections 198, 269, 309 and Schedule XIII

an nexed hereto be, subject to such conditions and modifications, if any, that may be imposed by the Central Government in grainting their apperoval and as may be acceptable to the Board of Directors and Shri. Arun Jain "RESOLVED FURTHER THAT the approval of the Central Government and such other approvals as may be necessary, the Company hereby accords its approval a nd consient to the re-appointment of Shri. Arun Jain, as the Managing Director for a period of three years with effect from 25th January, 2014 on the terms and conditions including remuneration as set out in the explanatory statement "RESOLVED lastly that the Board of Directors be and is hereby authorised to do and perform all such acts, deeds, matters and t be goald the remumeration including the perquisites as minimum remuneration as set out in the Explanatory Statement annexed in t he event of absence or anadequaty of profits in any year during the tenure of the Managing Director, Shri. Arun Jain shall

Res	Details for reporting as per Clause 35A of listing agreement based on Ressolution No 7	rting as	per Clause 3	5A of listing	greement l	pased on resu	esult of Poll		
	Promoter/Pu blic	No of	No. of Shares	No. of votes	9/6 of Votes Polled on outstandi No. of Vot	, G	9% of Votes No, of favour Votes - votes against polled	% of Votes in favour on votes polled	c/o of Votes against on votes
			<u>-</u>	[2]	[3]=[(2)/ (1)]*100	[4]	[5]	$ \begin{bmatrix} 6 \\ 6 \end{bmatrix} = \begin{bmatrix} (4) \\ (2)\end{bmatrix} * 1 $ $ \begin{bmatrix} 7 \\ 2 \end{bmatrix} = \begin{bmatrix} 5 \\ 0 \end{bmatrix} $	[7]=[(5) /(2]]*1 00
-	Promoter and Premoter Group	7	17421548		99.78	17382648		100	0.00
2	Public - Institutional holders	35	1607342	ō	0	0	o	0	0.00
ω	Public-Others	26405	18208523	34557	0.19	34374	183	99.47	0.53
	Gram Edvale)	412111						
	eraite roleis	25445	20447 37237413	12417205	46.77	17417022	183	100	

For NRC LIMITED

CHIEF FINANCIAL BEFICES M. C. NALWAYA

SUMMARY OF EVOTING (AGM 2014) WRC LIMITED

Statement of Postal Ballots received in respect of the resolutions

	Q	100.30	15	13.33	2	86.67	13	No. of Ballots	
17417022	c	100.00	17417022	0.00	1001	100.00	17416922	No. of Secoutilles	
								To consider and if the big it fit to pass, with on without modifications, the following Resolution as a Special Resolution: "RESOLUTED THAT thee Board of Circutors of the Company has adopted new Articles, of Association of the Company in its Board Meeting held on 1.9th November, 2014, Members of the Company consider to adopt the Lifew Articles of Association."	P. D. D. D.
	0	100.00	15.	5.67	-1	93.33	14	No. of Beillots	Ļ
17417205	۵	130,00	17417205	0.00	1831	(00.00)	17417022	No. of Securities	<u> </u>
						- TORNIA M.		Ordinary-Resolutions: "RESOLVED THAT pursuant to Section 199, 199 and other applicable provisions flary, the Companies Act. IIII3 and the Builes made thereunds rived with Schedula World the Companies Act. 2013 and the Builes made thereunds rived with Schedula World the Companies Act. 2013 and the Replication of the Company, Ms Savita Actions who was appeared as an Adult mensi Director of the Company or 19th tovernoer IIII4 and whose term of office septical act thu Annual General Meeting in terms of Section 181 of the Companies Act. 2013, and in respect on whom the Company is accused at the Section 180 of the Companies Act. 2013, received a notice in writing proposing her conditionation to soffice of Breator to and is hereover, 2013, received as an inospendent Director of the Company. If ESOLVED FLATHER THAT Board of Directors of the Company be and is hereby authorized to do all furth acts decide mottems and things a major be necessary, proper or respected. For the numbers of giving deffect to this resolution and for matters connected therewith or	
					-			To controlled the first of the page with the controlled the transfer and following production as an	
		100.00	15	13.33	2	86.67	1.3	No. of 8 allots	
17417205	2	100.00	17417205	0.00	283	130.00	17416922	No. of S ecurities	
								To appoint IAVs. Lad half Co. Chartered Accountants as Auditors of the Company, to hold office from the condition of the next Annual General Meeting and to condition the Board to it in Board to be the Board	
	c.	100.00	15	6.67	1	93.33	14	No. o B allots	
17417205	Р	100.00	17417205	0.00	183	130.00	17417022	Office his self-for re-appointment. No. of S ecurities	
		100.00	15	6.67	100	93.33	14	NO. Of Ballots	3
17417205	٥	100.00	17417205	0.00	183	130.30	17417022	NO. of S exurities	
								offers himselfiggree appointment as a hippinic dependent Director.	2
	c	100.00	15	6.67	1	93.33	44	No. of 28 lots	L
17417205	9	100.00	17417205	0.00	183	100.00	17417022	No. of Securities	
								To receive, consider and adopt the Audited Accounts for the year ended on 31st March, 2014 and the Reports of the Directors and the Auditor's thereon.	۲.
Total Votes Cast	invalid		Fotal %	*	Dissent		Assent %	Resolution on No	Re-soluti

NRC LIMITED

CW-.17123MH1948PLCA#5127

Registered Office:
67 Sureginal Building,
75 Nakh oda Stroet,
fy...... 5a - 430 003.



¦ಗೆಲುಳೆ ಬೇರಾನು ಕಿ ಿಂತರಣ ಸೆತ್ತರ ಬೇರಿಗೆ RESO ಪ್ರೀದಿ ಗಳನ್ನು ವಿಚ್ಚುವಾಗುಂಗು ವಿನ್ಯಾಸರು ಎಂಗು ರೈನೀಗುರು 198, 269, 309 and No. of Ballois To Consider an all if though a feet to pass, with or without modifications, the historing No. -of Securities the perquisites as minimum tremuneration as set out in the Explanatory Statement annexed hereto." "RESOLI any year during the tenure of the Managring Director. Shri, Aruniair shall be paid the renuncration including Directors and Shri. Arun Jai n" "IRESOLVE DEJRTHER THAT in the event of absence or inadequacy of profits in vesers with effect from 25th Janizary, 202-5 on the terims and conditions occuding remuneration as set out in of time Central Covernment and such other approvals as may be necessary the Company hereby accords its be imposed by the Central-Government lingranting their approval and as may be acceptable to the Board of the lexplainatory's statement annexed here to be, subject to such conditions and modifications, if any, that may Spalloval and consent to the re-appointment of Shit. Arus Jain, as the Menaging Director for a period of three Schaddie Kir à nd other applica blé provisions, Fany, of the Companies Act, 1856 and subject to the approval 17417022 93.33 190.00 9 6.67 17417205 100.00 100.00 174:17205

NRC LIMITED

Courter 23MH 1948PLC205227

Registered Office:

87 Surejmai Building, 75 Nekhoda Street, Mumber: 400 003. Tel. No. 022 2 3464458

All Ballot Results (Ballot Nio Wise)

A N.

Partners

Mrs. Ragini Chokshi Mr. Makarand Patwardhan Mr. Umashankar Hegde

USRagini Chokshi & Co.

Tel. 022-22831120 022-22831134

Company Secretaries

Mr. Girish Desai

34, Kamer Building, 5th Floor, 38, Cawasji Patel Street, Fort, Mumbai - 400 001 Web.: csraginichokshi.com. Email : mail@csraginichokshi.com

Date 31/12/2014

FORM No. MGT-13 Report of Scrutinizer

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

To The Chairman,

66th Annual General Meeting (AGM) of the Equity Shareholders of NRC LIMITED held on 30th day of December, 2014 at 10:00 am at Rama & Sundri Waturmuli Auditorium, K.C. College, Dinshaw Wacha Road, Churchgate, Mumbai-400 020.

Dear Sir.

- I, Ragini Chokshi, Partner of M/s. Ragini Chokshi & Co. a Company Secretaries Firm having its registered office at 34, Kamer Bldg 5th Floor, 38, Cawasji Patel Street, Fort, Mumbai-400001, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolutions, at 66th Annual General Meeting of the Equity Shareholders of NRC LIMITED held on 30th day of December, 2014 at 10:00 a.m., at Rama & Sundri Waturmull Auditorium, K.C. College, Dinshaw Wacha Road, Churchgate; Mumbai-400 020, submit our report as under:
 - Pursuant to Section 108 of the Companies Act, 2013 and Rule 13 of Companies

 Management & Administration Rules), 2014, the company had provided facility to its member exercise their vote electronically for 66th AGM on the CSDL e-voting platform. Report on the same has been already submitted by us to the Chairman.
 - 2. The Chairman ordered the poll but the members did not vote through the poll stead, they affirmed their unanimous support to all the resolutions enlisted in notice convening the meeting.



3. The details of members attending the AGM are as follows!

Members present in	No of persons	Number of Shares held
Person	73	89,039
Proxy	0	0
Corporate Bodies	5	1,77,95,377
Total	78	1,78,84,416

4. The following resolutions were unanimously approved by the shareholders:

Resolution No.1: Ordinary Resolution: To receive, consider and adopt the Audited Accounts for the year ended on 31st March, 2014 and the reports of Directors and the Auditors thereon.

Voted in favour of resolution

Number of members present and voted	Number of Shares held	% of total number of valid votes cast
78	1,78,84,416	100

Resolution No.2: Ordinary Resolution: To appoint a Director in place of Shri K.N. Bhandari who retires from the office by rotation and being eligible, offers himself for re-appointment as a Non-independent Director.

Voted in favour of resolution

Number of members present and voted	Number of Shares held	% of total number of valid votes cast
78	1,78,84,416	100



Resolution No.3: Ordinary Resolution: To appoint a Director in place of Dr. P.P. Shastri who retires from the office by rotation and being eligible, offers himself for re-appointment.

Voted in favour of resolution

Number of members present and voted	Number of Shares held	% of total number of valid votes cast
78	1,78,84,416	100

Resolution No.4: Ordinary Resolution: To appoint M/s. Lodha & Co. Chartered Accountant 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 and to authorize the Board to fix their Remuncration.

Voted in favour of resolution

Number of members present and voted	Number of Shares held	% of total number of valid votes cast
78	1,78,84,416	100

Resolution No.5: Ordinary Resolution: To appoint Ms. Savita Acharya as an Independent Director of the Company.

Voted in favour of resolution

Number of members present and voted	Number of Shares held	% of total number of valid votes cast
78	1,78,84,416	100



Resolution No.6: Special Resolution: Adoption of new Articles of Association of the Company.

Voted in favour of resolution

Number of members present and voted	Number of Shares held	% of total number of valid votes cast	The second secon
78	1,78.84.416	100	;

Resolution No.7: Special Resolution: Re-appointment of Shri Arun Jain, 28 the Managing Director of the Company and fixation of Remuneration.

Voted in layour of resolution

Number of members present and voted	Number of Shares held	% of total number of valid votes cast
78	1,78,84,416	[100

Thanking You,

Place; Mumbai

Date. 31/12/2014

Yours faithfully, FOR RAGINI CHOKSHI & CO.

A.K. CEN 840.

(Company of MRS. RAGINI CHOKSHI (Partner)
(Partner)
(P. Number :1436
Membership number:2390

CHAIRMAN

NRC LIMITED



Corporate & Regd. Office

Ewart House Homi Modi Street, Fort, Mumbai-400 001

Tel.: (022) 2265 2490, Fax : 2265 1347

Website www.wdireed.cop.whten

Q-N - 17 - 27 - 27 - 24 1948 PLC095227

kegistered Office:

67: Surajmai Building. 75: Nakhoda Street.

Mumbai - 400 003.

Tel No. 022 23464458

Form for filing Report of Annual General Meeting

FORM MGT-15

Pursuant to Section 121(1) of the Companies Act ,2013 and Rule 31(2) of the Companies Management & Administration Rules, 2014.

1) (a) CIN :- L17120MH1946PLC005227 (b) GLN:-

2) (a) Name of the Company:- NRC LIMITED

(b) Registered Office of the Company: - 67, Ground Floor, 75, Surajmal Building, Nakhoda Street, Pydhonie, Mandvi, Mumbai- 400 003.

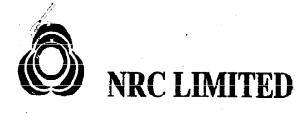
(c) email id of the Company – nrclimited@gmail.com

3) Details of the meeting

- i) Day, Date, Hour of Annual General Meeting :- Tuesday, 30th December, 2014 at 10.00 A.M.
- ii) Venue of Annual General Meeting: Rama & Sundri Waturmull Auditorium, K.C. College, Dinshaw Wacha Road, Churchgate, Mumbai-400 020.
- iii) Whether Chairman of the meeting appointed :- The chairman of the Company took the Chair and presided over the meeting.
- iv) No of members attending the meeting :- 78
- v) Whether requisite majority present : Yes
- vi) Business transacted at the meeting and result thereof:

Sr.no	Business transacted at the meeting	Type of Resolution	D 16
1)	To receive, consider and adopt the Audited Accounts for the year ended on 31st March, 2014 and the reports of Directors and the Auditors thereon.	Ordinary	Result Passed
2)	To appoint a Director in place of Shri K.N. Bhandari who retires from the office by rotation and being eligible, offers himself for re-appointment as a Non-independent Director.	Ordinary	Passed
3)	To appoint a Director in place of Dr. P.P. Shastri who retires from the office by rotation and being eligible, offers himself for reappointment.	Ordinary	Passed

DUNCAN GOENKA



Corporate & Regd. Critica Ewart House, Herni Modi Street, Fort, Mumbai-400 001 Tel.: (022) 2265 2490, Fax: 2265 1347 Webelie www.nrctimited.com

4)	To appoint M/s. Lodha & Co. Chartered Accountant 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 and to authorize the Board to fix their Remuneration.		Passed
5)	To appoint Ms. Savita Acharya as an Independent Director of the Company.	Ordinary	Passed
6)	Adoption of new Articles of Association of the Company.	Special	Passed
7)	Re-appointment of Shri Arun Jain, as the Managing Director of the Company and fixation of Remuneration.	Special	Passed

- vii) Particulars with respect to adjournment of meeting and change in venue : N.A
- viii) Particulars with respect to postponement of meeting and change in venue: N.A
- ix) Any other matter points relevant for inclusion in report.
- 4). Fair Summary of proceedings of the meeting.

The Chairman, Mr. G.P. Goneka took the Chair and after ascertaining quorum called the meeting to order. 80 Members attended in person. Mr. G.P. Goneka, Chairman of the meeting explained members present, the future plans of the company. Mr. G.P. Goneka, Chairman of the meeting replied to all the queries raised by the member's w.r.t future plans. Thereafter Chairman replied to queries raised by members and ordered a poll. The members unanimously support all resolution set in Notice and the meeting concluded with vote of thanks to Chair.

5). Confirmed that the meeting was called, convened, held and conducted as per the provisions of the Act, the rules and secretarial standards made as under. Yes

G. P. GOENKA

Signed and Dated by Chairman of the meeting

NRC LIMITED
CIN-117120MH1946PLC005223
Hegistered Office:
67, Surajmal Building,
75, Nakhoda Street,
Mumba: - 400 003.
Tel No. 022 23464458;

Works: Mohone-421 102 (Kalyan), Dist. Thane, Maharashtra. Tel.: 0251-2270315

Fax: 2270316

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