

NILKANTH ENGINEERING LIMITED

Regd. Office : 407, Kalbadevi Road, Daulat Bhavan, 3rd Floor, Mumbai - 400 002

CIN No.: L27300MH1983PLC029360

Date: 27th September, 2016

To
The Secretary,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai-400001

Dear Sirs,

Sub: Voting Results of 33rd Annual General Meeting
Ref: Company No.512004

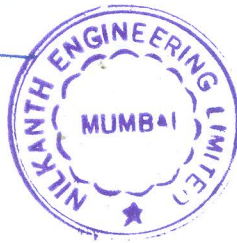
Enclosed please find the information in terms of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Scrutinizer's Report as per Section 109 of the Companies Act, 2013, in relation to the 33rd Annual General Meeting of the Company held on 27th September, 2016.

Please acknowledge the receipt.

Thanking You,

Yours Faithfully,
For Nilkanth Engineering Limited

Director
DIN: 00299416



NILKANTH ENGINEERING LIMITED

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OUT COME OF VOTING RESULTS OF 33RD AGM OF THE COMPANY HELD ON 27TH SEPTEMBER, 2016 AT 11.00 A.M. AT THE REGISTERED OFFICE OF THE COMPANY

Resolution No.1 - Ordinary Resolution approval and adoption of Audited Financial Statements of the Company for the financial year ended 31st March, 2016 together with the Report of the Board of Directors and the Auditors thereon.

| Category | Mode of Voting | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares | No. of Votes - in favour | No. of Votes - in 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 | E-Voting | 745000 | 0 | 0.00 | 0 | 0 | 0 | 0 |
| | Poll | | 745000 | 100.00 | 745000 | 0 | 100 | 0 |
| | Total | | 745000 | 100.00 | 745000 | 0 | 100 | 0 |
| Public- Institutions | E-Voting | 489700 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 489700 | 100.00 | 489700 | 0 | 100 | 0 |
| | Total | | 489700 | 0 | 489700 | 0 | 100 | 0 |
| Public- Non Institutions | E-Voting | 0 | 0 | 0.00 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0 | 0 |
| | Total | | 0 | 0.00 | 0 | 0 | 0 | 0 |
| Total | | 1234700 | 1234700 | 100.00 | 1234700 | 0 | 100 | 0 |

Resolution passed with requisite majority

Resolution No.2 - Ordinary Resolution re appointment of Mr. G. M.Loyalka, Director, who retires by rotation, as Director of the Company.

| Category | Mode of Voting | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares | No. of Votes - in favour | No. of Votes - in 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 | E-Voting | 745000 | 0 | 0.00 | 0 | 0 | 0 | 0 |
| | Poll | | 745000 | 100.00 | 745000 | 0 | 100 | 0 |
| | Total | | 745000 | 100.00 | 745000 | 0 | 100 | 0 |
| Public- Institutions | E-Voting | 489700 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 489700 | 100.00 | 489700 | 0 | 100 | 0 |
| | Total | | 489700 | 0 | 489700 | 0 | 100 | 0 |
| Public- Non Institutions | E-Voting | 0 | 0 | 0.00 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0 | 0 |
| | Total | | 0 | 0.00 | 0 | 0 | 0 | 0 |
| Total | | 1234700 | 1234700 | 100.00 | 1234700 | 0 | 100 | 0 |

Resolution passed with requisite majority

Resolution No.3 - Ordinary Resolution appointment of M/s. Karnavat & Co. Chartered Accountants, Mumbai as the Statutory Auditors of the Company.

| Category | Mode of Voting | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares | No. of Votes - in favour | No. of Votes - in 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 | E-Voting | 745000 | 0 | 0.00 | 0 | 0 | 0 | 0 |
| | Poll | | 745000 | 100.00 | 745000 | 0 | 100 | 0 |
| | Total | | 745000 | 100.00 | 745000 | 0 | 100 | 0 |
| Public- Institutions | E-Voting | 489700 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 489700 | 100.00 | 489700 | 0 | 100 | 0 |
| | Total | | 489700 | 0 | 489700 | 0 | 100 | 0 |
| Public- Non Institutions | E-Voting | 0 | 0 | 0.00 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0 | 0 |
| | Total | | 0 | 0.00 | 0 | 0 | 0 | 0 |
| Total | | 1234700 | 1234700 | 100.00 | 1234700 | 0 | 100 | 0 |

Resolution passed with requisite majority



MAHESH KANDOI & ASSOCIATES

(practising Company Secretaries)

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E-mail : maheshkandoi1@rediffmail.com

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
Nilkanth Engineering Limited
407, Kalbadevi Road
3rd Floor, Daulat Bhavan
Mumbai-400 002.

33rd Annual General Meeting of the Equity Shareholders of Nilkanth Engineering Limited held on Tuesday, 27th September, 2016 at 11.00 a.m. at 407, Kalbadevi Road, 3rd Floor, Mumbai 400 002.

Sub: Combined Report of Scrutinizer in respect of votes casted by e-voting and poll on the resolutions proposed in the Notice of 33rd Annual General Meeting of the Equity Shareholders of Nilkanth Engineering Limited.

Dear Sir,

I, Mahesh Kandoi, proprietor of M/s. Mahesh Kandoi & Associates, Practising Company Secretaries (Membership No. ACS 4506, COP No. 16150) appointed as Scrutinizer by Nilkanth Engineering Limited (the Company) as per the Board resolution dated 1st September, 2016 pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the purpose of remote e-voting as well as the voting by poll taken on the below mentioned resolutions at the 33rd Annual General Meeting of the Equity Shareholders of the Company held on Tuesday, 27th September, 2016 at 11.00 a.m. at 407, Kalbadevi Road, 3rd Floor, Mumbai 400 002 – , submit my report as under:

- 1) The Company had appointed National Securities Depository Limited (NSDL) for the purpose of providing the facility of remote e-voting to the Members of the Company.
- 2) NSDL had set up an electronic voting facility on their website. Viz. www.evoting.nsdl.com. The Company had uploaded all the items of business to be transacted at the AGM on the website of NSDL and also on its own website i.e. www.nilkanthengineering.co.in
- 3) The notice clearly indicated the process and manner of voting by electronic means including step wise procedure for voting in a secure manner.
- 4) The cut-off date for the purposes of identifying the Members who will be entitled to vote on the resolutions was 20th September, 2016.



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- 5) As prescribed in Rule 20(4)(v) of Companies (Management and Administration) Rules, 2014, as amended, the Company released an advertisement, which was published more than 21 days before the date of the AGM, in English in The Free Press Journal and Marathi in Navshakti on 2nd September, 2016. The notice contained the details specified in Rule 20(4)(v)(a) to (h) of Companies (Management and Administration) Rules, 2014, as amended.
- 6) The remote e-voting period commenced on 23rd September, 2016 at 9.00 a.m. and ended on 26th September, 2016 at 5.00 p.m.
- 7) At the end of the voting period at 5.00 p.m. on Monday, 26th September, 2016, the voting portal was blocked forthwith. The same was unblocked on 27th September, 2016 after voting process by poll was completed in the presence of two witnesses viz. Mr. V. K. S. Ramaiya and Mr. Ashok Bhinge.
- 8) At the venue of the 33rd AGM of the Company held on 27th September, 2016, the facility to vote through polling paper was provided to those Members present in the meeting but could not participate through remote e-voting. Ballot papers were distributed to all the Members present in person or by proxy to enable the Members to vote.
- 9) After the time fixed for closing of the poll by the Chairman, One ballot box kept for polling was locked in my presence.
- 10) The locked ballot box was subsequently opened in my presence along with two witnesses viz. Mr. V. K. S. Ramaiya and Mr. Ashok Bhinge and the poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/ Registrar and Transfer Agents of the Company and authorisations/ proxies lodged with the Company.
- 11) No poll paper was found defective or invalid.
- 12) The consolidated results of remote e-voting and the voting by poll are as under:



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E-mail : maheshkandoi1@rediffmail.com**Item No. 1:****ORDINARY RESOLUTION****ADOPTION OF FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2016
ALONG WITH REPORT OF BOARD AND AUDITORS THEREON:****(i) Voted in favour of the resolution:**

| Type of Voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------------|-------------------------|------------------------------|---------------------------------------|
| Remote E-voting | 0 | 0 | 0 |
| Voting by Poll at AGM | 14 | 1234700 | 100 |
| Total | 14 | 1234700 | 100 |

(ii) Voted against the resolution:

| Type of Voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------------|-------------------------|------------------------------|---------------------------------------|
| Remote E-voting | 0 | 0 | 0 |
| Voting by Poll at AGM | 0 | 0 | 0 |
| Total | 0 | 0 | 0 |

(iii) Invalid votes :

| Type of Voting | Total number of members whose votes were declared invalid | Total number of votes cast by them |
|-----------------------|---|------------------------------------|
| Remote E-voting | 0 | 0 |
| Voting by Poll at AGM | 0 | 0 |
| Total | 0 | 0 |



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Cell : +91 9987566321**E-mail** : maheshkandoi1@rediffmail.com**Item No. 2:****ORDINARY RESOLUTION****RE-APPOINTMENT OF MR. G. M. LOYALKA (00299416) DIRECTOR, WHO RETIRES BY ROTATION:****(i) Voted in favour of the resolution:**

| Type of Voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------------|-------------------------|------------------------------|---------------------------------------|
| Remote E-voting | 0 | 0 | 0 |
| Voting by Poll at AGM | 14 | 1234700 | 100 |
| Total | 14 | 1234700 | 100 |

(ii) Voted against the resolution:

| Type of Voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------------|-------------------------|------------------------------|---------------------------------------|
| Remote E-voting | 0 | 0 | 0 |
| Voting by Poll at AGM | 0 | 0 | 0 |
| Total | 0 | 0 | 0 |

(iii) Invalid votes :

| Type of Voting | Total number of members whose votes were declared invalid | Total number of votes cast by them |
|-----------------------|---|------------------------------------|
| Remote E-voting | 0 | 0 |
| Voting by Poll at AGM | 0 | 0 |
| Total | 0 | 0 |



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E-mail : maheshkandoi1@rediffmail.com**Item No. 3:****ORDINARY RESOLUTION****APPOINTMENT OF M/S. KARNAVAT & CO., CHARTERED ACCOUNTANTS, MUMBAI (FIRM REGISTRATION NO 104863W) AS STATUTORY AUDITORS:****(i) Voted in favour of the resolution:**

| Type of Voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------------|-------------------------|------------------------------|---------------------------------------|
| Remote E-voting | 0 | 0 | 0 |
| Voting by Poll at AGM | 14 | 1234700 | 100 |
| Total | 14 | 1234700 | 100 |

(ii) Voted against the resolution:

| Type of Voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------------|-------------------------|------------------------------|---------------------------------------|
| Remote E-voting | 0 | 0 | 0 |
| Voting by Poll at AGM | 0 | 0 | 0 |
| Total | 0 | 0 | 0 |

(iii) Invalid votes :

| Type of Voting | Total number of members whose votes were declared invalid | Total number of votes cast by them |
|-----------------------|---|------------------------------------|
| Remote E-voting | 0 | 0 |
| Voting by Poll at AGM | 0 | 0 |
| Total | 0 | 0 |



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All the resolutions as set out in the notice of the 33rd AGM of the Company are passed unanimously.

A compact disc (CD) containing the list of equity shareholders who voted "For" or "Against" for each resolution is enclosed.

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

Thanking you.

Place: Mumbai

Date: 27th September, 2016

Yours faithfully,
For Mahesh Kandoi & Associates
Company Secretaries



Mahesh Kandoi
Proprietor
ACS 4506
COP 16150

