



**NILE  
LIMITED**

PLOT NO. 24 A/A, MLA COLONY, ROAD NO. 12, BANJARA HILLS,  
HYDERABAD - 500 034, INDIA Phone : +91 40 23606641  
E-mail : ho@nilelimited.com website : www.nilelimited.com

**An ISO 9001 Company**

CIN : L27029AP1984PLC004719

To,  
The Corporate Relations Department  
BSE Limited  
PJ, Towers, Dalal Street, Fort  
Mumbai -400001

23<sup>rd</sup> March, 2024

Dear Sir/Madam,

**Subject: Disclosure of Voting Results and Scrutinizer's Report**

**Reference: Regulation 30 and 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015**

We refer to our letter dated 20<sup>th</sup> February, 2024 informing that the Company has dispatched the Postal Ballot Notice to the Shareholders of the Company to seek their approval and pursuant to 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, we are pleased to inform you that the Shareholders of the Company through e-voting have approved the following resolution (Item No-1) as a special resolution, (Item No-2) as an ordinary resolution which is deemed to have been approved and passed on March 22, 2024 being the last date fixed for receipt of Postal Ballot e-voting.

**Item No. 1: Appointment of Sri Kadiri Ramachandra Reddy (DIN: 00042172) as an Independent Director**

**Item No. 2: Approve the Related Party Contracts/ Arrangements/Transactions of the Company:**

In this regard, please find enclosed e-Voting Results of aforesaid Postal Ballot along with Report of Scrutiniser for your information.

The voting Result along with Scrutinizer's Report will also made available on the website of the Company i.e. [www.nilelimited.com](http://www.nilelimited.com).

We request you to take the information on record.

Thank you,  
For Nile Limited

*Rajani K*  
Rajani K  
Company Secretary  
FCS-8026  
Encl. as above



General information about company	
Scrip code	530129
NSE Symbol	
MSEI Symbol	
ISIN	INE445D01013
Name of the company	Nile Limited
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	22-03-2024
Start time of the meeting	
End time of the meeting	

Scrutinizer Details	
Name of the Scrutinizer	V. Mohan Rao
Firms Name	V. Mohan Rao
Qualification	CS
Membership Number	6967
Date of Board Meeting in which appointed	13-02-2024
Date of Issuance of Report to the company	23-03-2024

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Voting results	
Record date	16-02-2024
Total number of shareholders on record date	6830
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	2
Disclosure of notes on voting results	

*P. J. J.*



# Resolution(1)

Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Sri Kadiri Ramachandra Reddy (DIN: 00042172) as an Independent 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 – 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	E-Voting	1513891	1513891	100	1513891	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	1513891	1513891	100	1513891	0	100	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public-Non Institutions	E-Voting	1488009	42260	2.84	42202	58	99.8628	0.1372
	Poll							
	Postal Ballot (if applicable)							
	Total	1488009	42260	2.84	42202	58	99.8628	0.1372

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Total	3001900	1556151	51.8389	1556093	58	99.9963	0.0037
Whether resolution is Pass or Not.						Yes	
Disclosure of notes on resolution							

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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## Resolution(2)

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Approve the Related Party Contracts/ Arrangements/ Transactions 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 – 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	E-Voting		1513891	100	1513891	0	100	0
	Poll	1513891						
	Postal Ballot (if applicable)							
	Total	1513891	1513891	100	1513891	0	100	0
Public-Institutions	E-Voting		0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public-Non Institutions	E-Voting	1488009	42171	2.8341	38973	3198	92.4166	7.5834
	Poll							

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	Postal Ballot (if applicable)							
	Total	1488009	42171	2.8341	38973	3198	92.4166	7.5834
Total		3001900	1556062	51.8359	1552864	3198	99.7945	0.2055
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	

Text Block		
Textual Information(1)	Promoter/Promoter Group voting not considered while declaring the above item result.	

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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**V. MOHAN RAO**

Company Secretary  
FCS No. 6967, C.P. No. 5559

House No.2-23-B/305, Phase-III,  
Samata Nagar, Bhagyanagar Society,  
Pragathinagar Road, Near HMT Hills,  
Kukatpally, Hyderabad-500 085.  
Cell: 98492 58347, 73861 80104  
E-mail: vmohancs@gmail.com

**MGT-13**  
**REPORT OF SCRUTINISER**

*[Pursuant to section 110 and 108 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]*

To  
The Executive Chairman,  
Nile Limited.  
Plot No-24A/A, MLA Colony,  
Road No-12, Banjara Hills,  
Hyderabad, Telangana-500034.

Dear Sir,

Sub: Report on Postal Ballot by Remote E-voting process-Nile Limited.

Ref: Notice of Postal Ballot dated on 20<sup>th</sup> February, 2024.

I, V. Mohan Rao, Practising Company Secretary, having office at Hyderabad was appointed as the Scrutinizer by the Board of Directors of Nile Limited (L27029AP1984PLC004719) having Corporate office at Plot No-24A/A, MLA Colony, Road No-12, Banjara Hills, Hyderabad, Telangana-500034 (the "Company") in the Board Meeting held on February 13, 2024 to scrutinize the resolution proposed to be passed by the members of the Company through remote ("E-voting") process pursuant to Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2023, ('Act') (including any statutory modification or re-enactment thereof for the time being in force), read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, ('Rules'), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India ('SS-2'), each as amended, and in accordance with the requirements prescribed by the Ministry of Corporate Affairs ('MCA') for holding general meetings/ conducting postal ballot process through e-Voting, vide General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022, 11/2022 dated December 28, 2022 and 09/2023 dated September 25, 2023, (collectively the 'MCA Circulars'), and SEBI Circular dated January 05, 2023 and October 07, 2023.

The National Securities Depository Limited (NSDL), (Service Provider) has provided a system of recording the electronic votes of the Shareholders on all items of Special businesses sought to be transacted as per the Notice of the Postal Ballot. The Service Provider had set up the e-voting facility on their website [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

The notice dated February 20, 2024, as confirmed by the Company in respect of the below mentioned resolution was sent through electronic mode to those members whose email addresses are registered with the Company/ Depositories, in compliance with the





aforesaid MCA Circulars and SEBI Circulars No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12 2020 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021.

**I submit my report as under:**

1. The remote e-voting period remained open from 9.00 A.M. (IST) on February 22, 2024 to 5.00 P.M. (IST) on March 22, 2024. Upon closing of e-voting period, the E-voting votes were unblocked on March 22, 2024 5.00 P.M. hours, in the presence of two witnesses Ms. G. Alekya and Mr. V. Vinay Bhargava, who are not in employment of the Company.
2. The Company had only provided Remote E-voting facility to the Shareholders, to cast their vote.
3. The Shareholders as on February 16, 2024, the cut-off date were entitled to vote electronically on the proposed resolution contained in the notice of Postal Ballot.
4. On completion of voting at the meeting, the Service Provider National Securities Depository Limited (NSDL) provided me with the List of members who had cast their votes, with their holding details and details of the vote on resolution.
5. I have collated the votes downloaded from e-voting system to declare the final results for the resolution forming part of the Postal Ballot Notice and ascertained number of Shares voted in "favour" or "against" or "invalidated" vote.
6. Soft copy of List of members, containing the details of members who voted 'FOR', 'AGAINST', and those whose votes were considered invalid for the resolution will be emailed to the Company Secretary, after the announcement of the results by the Company.

I hereby submit the Scrutinizer report as per the provisions of Section 110 and 108 of the Companies Act, 2013 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, containing the following results for the resolution under E-voting:

**Item No. 1: Appointment of Sri Kadiri Ramachandra Reddy (DIN: 00042172) as an Independent Director of the Company.**

(i) Voted in favour of resolution

Number of member voted	Number of Votes cast by them	% of total no of valid votes cast
95	1556093	99.996

(ii) Voted against the resolution

Number of member voted	Number of Votes cast by them	% of total no of valid votes cast
8	58	0.004





(ii) Invalid votes

Total number of Members (Invalid)	Total number of votes cast by them
0	0

**Item No. 2: Approve the Related Party Contracts/ Arrangements/Transactions of the Company:**

(iii) Voted in favour of resolution

Number of member voted	Number of Votes cast by them	% of total no of valid votes cast
86	38973	92.417

(ii) Voted against the resolution

Number of member voted	Number of Votes cast by them	% of total no of valid votes cast
11	3198	7.583

(iv) Invalid votes

Total number of Members (Invalid)	Total number of votes cast by them
0	0

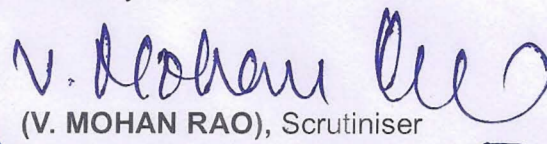
"The Promoter/Promoters Group (consisting of 5 members) cast 15,13,891 votes in favour; however, these votes were not considered when declaring the result for item no. 2."

I further confirm that the Registers and records generated from the remote E-voting platform of the Service provider including the Registers maintained by us in respect of votes casted through electronic means are being maintained in electronic form.

Based on the aforesaid results, the resolutions no-1 and 2 were passed with the requisite majority. You may accordingly declare the same.

The Registers and all other records/papers relating to e-voting shall remain in our safe custody until the Chairman considers, approves, and signs the minutes and thereafter the same shall be returned.

Thank you,



(V. MOHAN RAO), Scrutiniser  
Practising Company Secretary  
M. No.FCS.6967, C P No.5559  
UDIN: F006967E003625582  
Peer Review No. 3197



Place: Hyderabad  
Date: 23rd March, 2024