



# NACL Industries Limited

Ref: NACL/SE/2023-24

March 21, 2024

**BSE Limited**

Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort,  
Mumbai – 400001

**Company Code: 524709**

**National Stock Exchange of India Ltd**

Exchange Plaza, 5<sup>th</sup> Floor,  
Plot No.C/1 G Block, Bandra- Kurla  
Complex, Bandra, Mumbai – 400051

**Symbol: NACLIND**

Dear Sir/Madam,

**Sub: Disclosure of Postal Ballot Voting results**

**Ref: Disclosure under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.**

Further to our letter dated February 16, 2024 with reference to the Postal Ballot Notice submission and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we would like to inform that the Members of the Company have duly approved the appointment of Dr. M.Lakshmi Kantam (DIN: 07831607) as a Non-Executive and Independent Director of the Company for a term of 5 (five) consecutive years effective from January 23, 2024 to January 22, 2029, by way of Special Resolution through Postal Ballot (remote e-Voting), on March 20, 2024, being the last date of voting.

In connection with the same, please find annexed the following:

- Voting results of the said Postal Ballot through remote e-voting, in relation to the aforesaid business; and
- The Scrutinizer's Report dated March 21, 2024, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

You are requested to take the same on records.

Thanking you,

for **NACL Industries Limited**

**Satish Kumar Subudhi**

Vice President-Legal & Company Secretary

Encl: As above.



<b>General information about company</b>	
Scrip code	524709
NSE Symbol	NACLIND
MSEI Symbol	NOTLISTED
ISIN	INE295D01020
Name of the company	NACL INDUSTRIES LIMITED
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	20-03-2024
Start time of the meeting	
End time of the meeting	

### Scrutinizer Details

Name of the Scrutinizer	S. Srikanth
Firms Name	B S S & Associates
Qualification	CS
Membership Number	A22119
Date of Board Meeting in which appointed	23-01-2024
Date of Issuance of Report to the company	21-03-2024

Voting results	
Record date	09-02-2024
Total number of shareholders on record date	31206
<b>No. of shareholders present in the meeting either in person or through proxy</b>	
a) Promoters and Promoter group	
b) Public	
<b>No. of shareholders attended the meeting through video conferencing</b>	
a) Promoters and Promoter group	
b) Public	
<b>No. of resolution passed in the meeting</b>	<b>1</b>
Disclosure of notes on voting results	<a href="#" style="color: white; text-decoration: none;">Add Notes</a>

Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Dr. M.Lakshmi Kantam (DIN: 07831607) as a Non-Executive and 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	126915859	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		113623500	89.5266	113623500	0	100.0000	0.0000
	<b>Total</b>		126915859	113623500	89.5266	113623500	0	100.0000
Public-Institutions	E-Voting	2458250	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		1909867	77.6921	1909867	0	100.0000	0.0000
	<b>Total</b>		2458250	1909867	77.6921	1909867	0	100.0000
Public-Non Institutions	E-Voting	69795068	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		125069	0.1792	115363	9706	92.2395	7.7605
	<b>Total</b>		69795068	125069	0.1792	115363	9706	92.2395
<b>Total</b>		199169177	115658436	58.0704	115648730	9706	99.9916	0.0084
<b>Whether resolution is Pass or Not.</b>							Yes	



# B S S & ASSOCIATES

## COMPANY SECRETARIES

Flat No. 5A, Parameswara Apartments, Beside SBI, Anandnagar, Khairatabad, Hyderabad-500 004

Phone : 040 - 40171671, Cell : 6309490217

E-mail : cs@bssandassociates.com

### Scrutinizer's Report on Postal Ballot (e-voting) Results

[Pursuant Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015,  
Pursuant to section 108 & 110 of the Companies Act, 2013 and rule 20 and 22 of the Companies  
(Management and Administration) Rules, 2014 as amended]

To  
Chairperson,  
**NACL Industries Limited**  
(CIN: L24219TG1986PLC016607)  
Registered Office: Plot No.12-A, "C" Block, Lakshmi Towers,  
No.8-2-248/1/7/78, Nagarjuna Hills,  
Panjagutta, Hyderabad-500082, Telangana State, India.

Dear Madam,

We, B S S & Associates, Company Secretaries, Hyderabad, were appointed by the Board of Directors of "NACL Industries Limited" ("the Company") for the purpose of scrutinizing the postal ballot through e-voting process in respect of business contained in item number 1 of the Postal Ballot Notice dated 23<sup>rd</sup> January, 2024 (the "Postal Ballot Notice") issued by the company to all its members, in a fair and transparent manner and to ascertain the requisite majority on remote e-voting carried out, as per the provisions of Section 108 & 110 of the Companies Act, 2013 and Rules 20 & 22 of the Companies (Management and Administration) Rules, 2014 as amended.

The Management of the Company is responsible for ensuring compliance with the requirements of the Companies Act, 2013, and the rules related to remote e-voting on the resolution contained in the Postal Ballot notice.

Our responsibility as Scrutinizer for the postal ballot through e-voting process was restricted to create a Scrutinizer's Report of the votes cast 'In favor' or 'against' the resolution stated in the Postal Ballot Notice. This report was based on the data generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the agency engaged by the Company to facilitate voting through electronic means, i.e., by e-voting."





In this connection, we submit hereunder the Scrutinizer's Report on the results of e-voting:

1. The Members of the Company as on "Cut-off" date i.e., Friday, February 09, 2024 were entitled to vote on the proposed Special Resolution set out in the Postal Ballot Notice.
2. As per the MCA Circulars, after due examination, it has been decided to allow companies to transact items through postal ballot up to September 30, 2024 in accordance with the framework set out in the MCA Circulars.
3. The Company, on February 16, 2024, transmitted the Postal Ballot Notice through email to the Members of the Company whose names appeared in the Register of members/List of Beneficial Owners maintained by the Company / Depositories, as on February 09, 2024.
4. The remote e-voting period remained open from Tuesday, February 20, 2024, 09.00 a.m. (IST) to Wednesday, March 20, 2024, 5.00 p.m. (IST).
5. At the end of e-voting period on Wednesday, March 20, 2024 at 5:00 p.m.(IST), the e-voting portal of the agency (CDSL) was disabled forthwith.
6. The votes cast through the e-voting process (remote e-voting) were unblocked on Wednesday, March 20, 2024 at around 5.06 p.m. in the presence of two witnesses, who are not in the employment of the company and were counted.
7. Thereafter, the details containing, inter alia, list of Members who assented or dissented to/ voted for or against the special resolution that was put to vote were generated from the e-voting website of CDSL i.e., [https:// evotingindia.com/](https://evotingindia.com/).
8. Based on the above-mentioned process, the scrutiny was completed and the results of the postal ballot through e-voting are as under:

**a) Resolution 1 (As a Special Resolution)**

**Appointment of Dr. M.Lakshmi Kantam (DIN: 07831607) as a Non-Executive and Independent Director of the Company:**

**"RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152, 161 and any other applicable provisions of the Companies Act, 2013 ('the Act') and the Companies (Appointment and Qualification of Directors) Rules, 2014, read with Schedule IV to the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), as amended from time to time, and based on the recommendation of the Nomination and Remuneration Committee and approval of Board of Directors and in accordance with the provisions of Articles of Association of the Company, Dr. M.Lakshmi Kantam (DIN: 07831607), who was appointed as an Additional Director in the capacity of an Independent Director with effect from January 23, 2024, who meets the criteria for independence as provided in Section 149(6) of the Act along with the rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations and who has submitted a declaration to that effect and in respect of whom the Company has received a Notice in writing under Section 160(1) of the Act proposing her candidature for the office of Director be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of 5 (five) consecutive years effective from January 23, 2024 till January 22, 2029.



**“RESOLVED FURTHER THAT** the Board of Directors and/or any person authorized by the Board, be and is hereby severally authorized to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution.””

Particulars	No of Members voted	Number of votes cast by them	% to total number of valid votes cast
Total Postal Ballot (Remote e-voting)	135	11,56,58,436	-
Less: Total number of votes Invalid/ abstained	-	-	-
Total Valid Postal Ballot (Remote e-voting)	135	11,56,58,436	100.00
Postal Ballot (Remote e-voting) Voted <b>in favour</b> of Resolution	128	11,56,48,730	99.9916
Postal Ballot (Remote e-voting) Voted <b>against</b> the resolution	7	9,706	0.0084

Thanking you,

Yours faithfully

**For B S S & Associates  
Company Secretaries**

*S. Srikanth*

**S. Srikanth**

Partner

C.P. # 7999

UDIN: A022119E003612508



Date: 21.03.2024

Place: Hyderabad

Countersigned by

**For NACL Industries Limited**

*Satish Kumar Subudhi*

**Satish Kumar Subudhi**

Vice President – Legal & Company Secretary

(Under authority by Chairman)



Date: 21.03.2024

Place: Hyderabad