

January 19, 2023

To,

Corporate Service Department, BSE Limited Jeejeebhoy Towers Dalal Street, Mumbai – 400 001 Script code: 532722	The Listing Department, National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai – 400051. Script code: NITCO
---	---

Dear Sir/Madam,

Sub: Voting Results of Postal Ballot

This is in continuation to our earlier intimation dated December 16, 2022 informing about the notice of Postal Ballot dated December 15, 2022 ("the Notice") seeking approval of members of the Company in respect of the items set out in the Notice through remote E-voting system and Postal Ballot Form.

We wish to inform you that, based on the scrutinizer report dated January 18, 2023 on the Postal Ballot, the members of the Company have passed all resolutions as set out in the Notice by requisite majority, which are as under:

Sr. No.	Description of the resolution	Type of resolution	Remarks
1	Appointment of Ms. Poonam Talwar (DIN:00043300) as Non-Executive Director of the Company.	Ordinary Resolution	Passed with the requisite majority
2	Appointment of Mr. Ajay Bakshi (DIN:07038685) as Independent Director of the Company.	Special Resolution	Passed with the requisite majority
3	Appointment of Mr. Harsh Kedia (DIN:09784141) as Independent Director of the Company.	Special Resolution	Passed with the requisite majority
4	Appointment of Mr. Santhosh Kumar Shet (DIN:09784476) as Independent Director of the Company.	Special Resolution	Passed with the requisite majority
5	Appointment of Ms. Priyanka Agarwal (DIN:08089006) as Independent Director of the Company.	Special Resolution	Passed with the requisite majority
6	Re-appointment of Mr.Vivek Talwar (DIN:00043180) as a Managing Director.	Ordinary Resolution	Passed with the requisite majority

Note: All the aforesaid resolutions, since assented by the requisite majority, are deemed to be passed on January 18, 2023 being the last date specified for e-voting / receipt of duly completed Postal Ballot forms in terms of the Secretarial Standards on General Meeting (SS2) issued by the Institute of Company Secretaries of India.

NITCO

TILES MARBLE MOSAICO

In terms of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 a copy of the voting results along with a copy of the Scrutinizer's Report is enclosed herewith.

We request you to take the same on your records & oblige.

Thanking you,
Yours faithfully,

For NITCO LIMITED

Vivek Talwar
Managing Director
DIN: 00043180



[Home](#)[Validate](#)[Import XML](#)

General information about company

Scrip code	532722
NSE Symbol	NITCO
MSEI Symbol	NOTLISTED
ISIN	INE858F01012
Name of the company	NITCO LIMITED
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	18-01-2023
Start time of the meeting	
End time of the meeting	

[Prev](#)[Next](#)

[Home](#)[Validate](#)

Scrutinizer Details

Name of the Scrutinizer	Mr. Ankit Sethi
Firms Name	Ankit Sethi & Associates
Qualification	CS
Membership Number	25415
Date of Board Meeting in which appointed	15-12-2022
Date of Issuance of Report to the company	18-01-2023

[Prev](#)[Next](#)

Home

Validate

Voting results	
Record date	09-12-2022
Total number of shareholders on record date	22540
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	6
Disclosure of notes on voting results	Add Notes

Prev

[Home](#)[Validate](#)

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Appointment of Ms. Poonam Talwar (DIN:00043300) as Non- Executive 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	38097176	30740786	80.6905	30740786	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		38097176	30740786	80.6905	30740786	0	100.0000
Public- Institutions	E-Voting	17159617	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		17159617	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	16602162	93676	0.5642	89521	4155	95.5645	4.4355
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		5663	0.0341	5213	450	92.0537	7.9463
	Total		16602162	99339	0.5983	94734	4605	95.3644
Total		71858955	30840125	42.9176	30835520	4605	99.9851	0.0149
Whether resolution is Pass or Not.								Yes
Disclosure of notes on resolution								Add Notes

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	1500

[Home](#)[Validate](#)

Resolution (2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Ajay Bakshi (DIN:07038685) as 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	38097176	31566774	82.8586	31566774	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		6443101	16.9123	6443101	0	100.0000	0.0000
	Total		38097176	38009875	99.7708	38009875	0	100.0000
Public- Institutions	E-Voting	17159617	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		17159617	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	16602162	93450	0.5629	90501	2949	96.8443	3.1557
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		5663	0.0341	5663	0	100.0000	0.0000
	Total		16602162	99113	0.5970	96164	2949	97.0246
Total		71858955	38108988	53.0330	38106039	2949	99.9923	0.0077
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	1500

Home

Validate

Resolution (3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Harsh Kedia (DIN:09784141) as 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	38097176	31566774	82.8586	31566774	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		6443101	16.9123	6443101	0	100.0000	0.0000
	Total		38097176	38009875	99.7708	38009875	0	100.0000
Public- Institutions	E-Voting	17159617	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		17159617	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	16602162	93451	0.5629	90502	2949	96.8443	3.1557
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		5663	0.0341	5663	0	100.0000	0.0000
	Total		16602162	99114	0.5970	96165	2949	97.0246
Total		71858955	38108989	53.0330	38106040	2949	99.9923	0.0077
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	1500

[Home](#)[Validate](#)

Resolution (4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Santhosh Kumar Shet (DIN:09784476) as 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	38097176	31566774	82.8586	31566774	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		6443101	16.9123	6443101	0	100.0000	0.0000
	Total		38097176	38009875	99.7708	38009875	0	100.0000
Public- Institutions	E-Voting	17159617	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		17159617	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	16602162	93451	0.5629	89502	3949	95.7743	4.2257
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		5663	0.0341	5213	450	92.0537	7.9463
	Total		16602162	99114	0.5970	94715	4399	95.5617
Total		71858955	38108989	53.0330	38104590	4399	99.9885	0.0115
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	1500

[Home](#)[Validate](#)

Resolution (5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Ms. Priyanka Agarwal (DIN:08089006) as 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	38097176	31566774	82.8586	31566774	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		6443101	16.9123	6443101	0	100.0000	0.0000
	Total		38097176	38009875	99.7708	38009875	0	100.0000
Public- Institutions	E-Voting	17159617	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		17159617	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	16602162	93451	0.5629	89296	4155	95.5538	4.4462
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		5663	0.0341	5663	0	100.0000	0.0000
	Total		16602162	99114	0.5970	94959	4155	95.8079
Total		71858955	38108989	53.0330	38104834	4155	99.9891	0.0109
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	1500

[Home](#)[Validate](#)

Resolution (6)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Re-appointment of Mr. Vivek Talwar (DIN:00043180) as a Managing Director				
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	38097176	30168375	79.1880	30168375	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		38097176	30168375	79.1880	30168375	0	100.0000
Public- Institutions	E-Voting	17159617	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		17159617	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	16602162	93451	0.5629	90001	3450	96.3082	3.6918
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		5663	0.0341	5213	450	92.0537	7.9463
	Total		16602162	99114	0.5970	95214	3900	96.0651
Total		71858955	30267489	42.1207	30263589	3900	99.9871	0.0129
Whether resolution is Pass or Not.								Yes
Disclosure of notes on resolution								Add Notes

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	1500



ANKIT SETHI & ASSOCIATES

Company Secretaries

Reg. off. : Office No. 1, 22/24/26, Shipping House, 1st Floor, Kumpita Street, Fort Mumbai – 400 001 IN.

SCRUTINIZER'S REPORT FOR POSTAL BALLOT

To,
The Chairman,
M/s NITCO LIMITED
CIN: L26920MH1966PLC016547
Reg. Off : . Plot No.3, Nitco House, Kanjur Village Road,
Kanjurmarg (East), Mumbai – 400 042.

Dear Sir,

- 1) I, Ankit Sethi, Practicing Company Secretary, was appointed as a Scrutinizer by the Board of Directors of M/s Nitco Limited ("The Company") at its meeting held on Thursday, December 15, 2022, pursuant to the provisions of Section 110 of the Companies Act, 2013 read with the Rule 22 of the Companies (Management and Administration) Rules, 2014 to scrutinize votes cast electronically i.e. through Remote E-voting as well as through Postal Ballot on the items of business set out in the Notice of Postal Ballot dated Thursday, December 15, 2022.
- 2) The Company has informed that it has, to its Members, whose names appeared in the Register of Members as on Friday, the December 09, 2022 :
 - (i) Completed physical dispatch on Monday, December 19, 2022 of the Postal Ballot Notice and Ballot Form along with postage prepaid business reply envelope;
 - (ii) Sent by electronic mail Postal Ballot Notice and ballot forms on Monday, December 19, 2022 who had registered their email ID with the Company/ Depositories.
- 3) In terms of Regulation 47 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pursuant to Rules 20 & 22 of the Companies (Management and Administration) Rules, 2014, the Company had duly released an advertisement intimating the voting through Postal Ballot and Remote E-voting and dispatch of Notice, in the following newspapers, which are having wide circulation in the state of Mumbai, Maharashtra:
 - i) English Newspaper viz. Financial Express dated Tuesday, December 20, 2022 ;
 - ii) Marathi Newspaper viz. Mumbai Lakshdeep dated Tuesday, December 20 2022.

4. In compliance with the provisions of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, the Company had provided Remote E-Voting facility to cast vote on the resolution through the electronic voting platform of National Securities Depository Limited ("NSDL").
5. The postal ballot programme including the remote E-Voting facility remained open during the period from 09:00 A.M. (IST) on Tuesday, December 20, 2022 to 05:00 P.M. (IST) on Wednesday, January 18, 2023. During this period, Members of the Company, holding shares in physical and/or in dematerialized form, as on the cut-off date i.e. Friday, December 09, 2022 were entitled to vote on the resolution set out in the Notice of Postal Ballot.
6. The e-voting module of National Securities Depository Limited ("NSDL") for the said EVEN was disabled by NSDL on Wednesday, January 18, 2023 at 5:00 P.M. (IST) and was unblocked thereafter by me in the presence of 2 witnesses, who are not in the employment of Nitco Limited.
7. The Postal Ballot Forms were kept under my safe custody before commencing the scrutiny of such Postal Ballot forms.
8. The Company has informed that Link Intime India Private Limited, the Registrar and Transfer Agents of the Company, has verified the specimen signatures on the postal ballot forms received from the Members and further that the specimen signatures tallied with the specimen signatures as per the records maintained by the Company/ Registrar and Transfer Agents.
9. The Summary of votes cast by Remote E-Voting and by Postal Ballot Forms is given below:

A) Resolution No 1 : Ordinary Resolution :

Appointment of Ms. Poonam Talwar (DIN:00043300) as Non - Executive Director of the Company:

Particulars of votes cast	Postal Ballot		Remote E-voting		Total		% of Total Votes
	No. of Ballots	No. of Votes	No. of Ballots	No. of Votes	No. of Ballots	No. of Votes	
Votes in favour of Resolution	9	5213	110	30830307	119	30835520	82.703
Votes Against Resolution	1	450	12	4155	13	4605	0.012
Invalid	1	1500	NIL	NIL	1	1500	0.004
Abstain	3	6443101	NIL	NIL	3	6443101	17.281
TOTAL	14	6450264	122	30834462	136	37284726	100
Result : Passed with requisite majority							

B) Resolution No 2 : Special Resolution :

Appointment of Mr. Ajay Bakshi (DIN:07038685) as Independent Director of the Company

Particulars of votes cast	Postal Ballot		Remote E-voting		Total		% of Total Votes
	No. of Ballots	No. of Votes	No. of Ballots	No. of Votes	No. of Ballots	No. of Votes	
Votes in favour of Resolution	13	6448764	112	31657275	125	38106039	99.988
Votes Against Resolution	Nil	Nil	9	2949	9	2949	0.008
Invalid	1	1500	Nil	Nil	1	1500	0.004
Abstain	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Total	14	6450264	121	31660224	135	38110488	100

Result: Passed with requisite majority

C) Resolution No 3 : Special Resolution :

Appointment of Mr. Harsh Kedia (DIN:09784141) as Independent Director of the Company

Particulars of votes cast	Postal Ballot		Remote E-voting		Total		% of Total Votes
	No. of Ballots	No. of Votes	No. of Ballots	No. of Votes	No. of Ballots	No. of Votes	
Votes in favour of Resolution	13	6448764	113	31657276	126	38106040	99.988
Votes Against Resolution	Nil	Nil	9	2949	9	2949	0.008
Invalid	1	1500	Nil	Nil	1	1500	0.004
Abstain	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Total	14	6450264	122	31660225	136	38110489	100

Result: Passed with requisite majority

D) Resolution No. 4 : Special Resolution :

Appointment of Mr. Santhosh Kumar Shet (DIN:09784476) as Independent Director of the Company

Particulars of votes cast	Postal Ballot		Remote E-voting		Total		% of Total Votes
	No. of Ballots	No. of Votes	No. of Ballots	No. of Votes	No. of Ballots	No. of Votes	
Votes in favour of Resolution	12	6448314	112	31656276	124	38104590	99.984
Votes Against Resolution	1	450	10	3949	11	4399	0.012
Invalid	1	1500	Nil	Nil	1	1500	0.004
Abstain	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Total	14	6450264	122	31660225	136	38110489	100
Result: Passed with requisite majority							

E) Resolution No. 5 : Special Resolution :

Appointment of Ms. Priyanka Agarwal (DIN:08089006) as Independent Director of the Company

Particulars of votes cast	Postal Ballot		Remote E-voting		Total		% of Total Votes
	No. of Ballots	No. of Votes	No. of Ballots	No. of Votes	No. of Ballots	No. of Votes	
Votes in favour of Resolution	13	6448764	110	31656070	123	38104834	99.985
Votes Against Resolution	NIL	NIL	12	4155	12	4155	0.011
Invalid	1	1500	Nil	Nil	1	1500	0.004
Abstain	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Total	14	6450264	122	31660225	136	38110489	100
Result: Passed with requisite majority							

F) Resolution No. 6 : Ordinary Resolution :

Re-appointment of Mr. Vivek Talwar (DIN:00043180) as a Managing Director of the Company

Particulars of votes cast	Postal Ballot		Remote E-voting		Total		% of Total Votes
	No. of Ballots	No. of Votes	No. of Ballots	No. of Votes	No. of Ballots	No. of Votes	
Votes in favour of Resolution	9	5213	105	30258376	114	30263589	82.435
Votes Against Resolution	1	450	12	3450	13	3900	0.011
Invalid	1	1500	Nil	Nil	1	1500	0.004
Abstain	3	6443101	Nil	Nil	3	6443101	17.550
Total	14	6450264	117	30261826	131	36712090	100

Result: Passed with requisite majority

10. Register of Postal ballot and all other relevant records of voting process given/ provided/ maintained in electronic mode and the Postal Ballots Forms will remain in my custody until the Chairman considers, approves and signs the Minutes of the Postal Ballot and the same shall be handed over thereafter to the Chairman/ Managing Director/Company Secretary/any other Person Authorized by him.

FOR ANKIT SETHI & ASSOCIATES
COMPANY SECRETARIES



Place: Mumbai
Date: January 18, 2023

PRACTICING COMPANY SECRETARY
ACS No. 25415 C. P. No.: 11089
UDIN: A025415D002999421

Countersigned
For NJTCO LIMITED

Kavits

AUTHORISED SIGNATORY



Place : Mumbai
Date : January 18, 2023

Deepak B

WITNESS 1 : MR. DEEPAK BIDLAN

Kiran

WITNESS 2 : MR. KIRAN NAIK