



## NLC India Limited

('Navratna' - Government of India Enterprise)

Registered Office : No.135, EVR Periyar High Road, Kilpauk, Chennai-600 010.

Corporate Office : Block-1, Neyveli-607 801, Cuddalore District, Tamil Nadu.

CIN : L93090TN1956GOI003507, Website: [www.nlcindia.com](http://www.nlcindia.com)

email: [investors@nlcindia.in](mailto:investors@nlcindia.in) Phone: 04142-212397, Fax: 04142-252645 & 252646



Lr.No.Secy/64<sup>th</sup> AGM/Voting Results/2020

Dt. 01.10.2020

To The National Stock Exchange of India Ltd Plot No.C/1,G Block Bandra-Kurla Complex Bandra(E) MUMBAI-400 051 <b>Scrip Code :NLCINDIA</b>	To The BSE Ltd, Phiroze JeeJeebhoy Towers Dalal Street Mumbai-400 001. <b>Scrip Code : 513683</b>
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Dear Sir(s),

Sub: Consolidated Voting Results of 64<sup>th</sup> Annual General Meeting (AGM) of the Company for the year 2019-20 held on 29.09.2020.

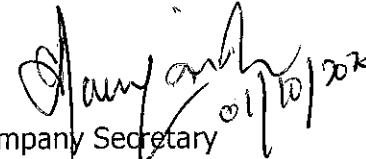
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We wish to inform you that the 64<sup>th</sup> Annual General Meeting of the Company was held on 29<sup>th</sup> September, 2020 at 03.00 P.M. IST through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

We would also like to inform that all the items as proposed in the notice of the above AGM have been passed with the requisite majority. The details of voting results along with the consolidated report of the Scrutiniser appointed for the Remote E-voting & E-voting during the AGM in respect of the resolutions proposed in the above AGM are enclosed for your records.

Thanking you,

Yours faithfully,  
for NLC India Limited

  
01/10/2020  
Company Secretary



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### **RESULTS OF VOTING AT THE 64<sup>TH</sup> ANNUAL GENERAL MEETING HELD ON TUESDAY, THE 29<sup>TH</sup> SEPTEMBER, 2020 AT 03.00 P.M. IST THROUGH VIDEO CONFERENCING (“VC”) / OTHER AUDIO VISUAL MEANS (“OAVM”).**

The 64<sup>th</sup> Annual General Meeting (AGM) of the Company was held on Tuesday, the 29<sup>th</sup> September, 2020 at 03.00 P.M. IST through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”).

Pursuant to the provisions of Companies Act, 2013 and the Rules notified thereunder and Clause 44(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided remote E-voting facility to the shareholders through National Securities Depository Limited for voting on the resolutions proposed in the Notice of above AGM.

The Remote E-voting commenced on 26<sup>th</sup> September, 2020 (09.00 A.M. IST) to 28<sup>th</sup> September, 2020 (05.00 P.M. IST).

In order to provide an opportunity to the shareholders who could not exercise the Remote E-voting, E-voting during the AGM in respect of all the resolutions proposed in the Notice of the above AGM had been provided.

Shri. Balu Sridhar, Partner, A.K. Jain & Associates, Company Secretaries was appointed as the Scrutiniser for both Remote E-voting and E-voting during the AGM. The voting by the Members through Remote E-voting and E-voting during the AGM have been consolidated and the Scrutiniser has submitted the report(enclosed).

As per the report of the Scrutinizer, all the resolutions proposed in the notice of the AGM have been duly passed with requisite majority as detailed in the Scrutiniser’s Report.

**RAKESH**  
**KUMAR**  
Digitally signed  
by RAKESH  
KUMAR  
Date: 2020.10.01  
15:46:16 +05'30'  
**CHAIRMAN**

**A. K. JAIN & ASSOCIATES**  
**COMPANY SECRETARIES**



*S. Anil Kumar Jain* B.Com., FCS

*Balu Sridhar* M.A.C.S., FCS., LLB

*Pankaj Mehta* B.Com (C.S.), ACS

**CONSOLIDATED SCRUTINISER REPORT**  
**[Pursuant to Section 108 of the Companies Act, 2013, and**  
**Rule 20 of the Companies (Management and Administration) Rules, 2014]**

To,  
The Chairman of the 64<sup>th</sup> Annual General Meeting of the Shareholders of **NLC INDIA LIMITED** (hereinafter referred as "The Company"), held on Tuesday, the September 29, 2020 at 03.00 P.M IST through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM")

Dear Sir,

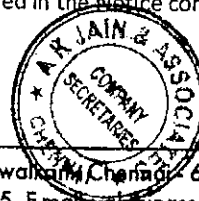
**Sub: Consolidated Scrutinizer's Report on remote e-Voting and e-Voting at the AGM conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 for the 64<sup>th</sup> Annual General Meeting of NLC INDIA LIMITED held at 03.00 P.M. (IST), on Tuesday, the 29<sup>th</sup> September, 2020 through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM')**

We, M/s. A K JAIN & ASSOCIATES, Practicing Company Secretaries, represented by Shri BALU SRIDHAR, Partner, had been appointed as the Scrutinizer pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to scrutinize the remote e-Voting process and the e-Voting process conducted at the 64<sup>th</sup> Annual General Meeting (AGM) in respect of the below mentioned resolutions proposed at the aforesaid AGM of the Company held at 03.00 P.M. (IST), on Tuesday, the 29<sup>th</sup> September, 2020 through VC / OAVM.

The Notice dated 7<sup>th</sup> September, 2020, as confirmed by the Company, was sent to the shareholders in respect of the below mentioned resolutions passed at the 64<sup>th</sup> AGM of the Company through electronic mode to those Members whose email addresses were registered with the Company/ Registrar & Share Transfer Agents / Depositories, in compliance with the MCA Circular dated 5<sup>th</sup> May, 2020 read with circulars dated 8<sup>th</sup> April, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars") and SEBI Circular dated 12<sup>th</sup> May, 2020.

The Company had availed the e-Voting facility offered by National Securities Depository Limited (NSDL) for conducting remote e-Voting and e-Voting during the 64<sup>th</sup> AGM by the Shareholders of the Company.

The period for remote e-Voting remained open from Saturday, 26 September, 2020 (09.00 A.M. (IST)) to Monday, 28 September, 2020 (05.00 P.M. (IST)) as mentioned in the Notice convening AGM.



No. 2, (New No. 3), Raja Annamalai Road, First Floor, Purasawalkam, Chennai - 600 084.  
Phone : 2665 1224 / 4555 8281 Call : 98411 76001 / 98413 22315 E-mail : akjainassociates@gmail.com

The Company had provided e-Voting facility to the shareholders who attended the AGM through VC / OAVM and who had not cast their vote through remote e-Voting.

The shareholders of the Company holding shares as on the "cut-off" date (i.e.) Thursday, 24 September, 2020 were entitled to vote on the resolutions as contained in the Notice of the 64<sup>th</sup> AGM.

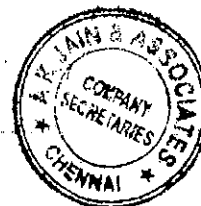
As prescribed in Clause IV of the Circular dated May 05, 2020 issued by MCA, which is forming part of the applicable Circulars, and in Clause (v) of Sub-rule 4 of the Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company published an advertisement, 21 days before the date of the 64<sup>th</sup> AGM in English in "Financial Express" newspaper having countrywide circulation and in Tamil in "Dinamani" newspaper both dated 6<sup>th</sup> September, 2020. The notice published in the newspapers carried the required information as specified in Sub-rule 4 of the said Rule 20.

In addition to sending Notice of the 64<sup>th</sup> AGM to the shareholders through electronic mode, the Company has also made available the full Annual report on the website of the Company i.e. [www.nlcindia.com](http://www.nlcindia.com), websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively and on the website of NSDL <https://www.evoting.nsdl.com>.

After the closure of e-Voting during the 64<sup>th</sup> AGM, the report on e-Voting done at the 64<sup>th</sup> AGM and the votes cast under remote e-Voting facility prior to 64<sup>th</sup> AGM were unblocked by us at 06.15 P.M on 29<sup>th</sup> September, 2020 in the presence of Mr. Siddharth Jain and Mr. Mahesh Jain who are not in the employment of Company.

Based on the data downloaded from the official website of NSDL, we submit the Consolidated Report as under on the result of the remote e-Voting prior to 64<sup>th</sup> AGM and e-Voting at the 64<sup>th</sup> AGM in respect of said resolutions:

Item No	Type of Resolution	Resolution
1	Ordinary	To receive, consider and adopt the Audited Financial Statements including Consolidated Financial Statements of the Company for the Financial Year ended 31 <sup>st</sup> March, 2020, together with the Board's Report, the Auditor's Report thereon and comments of the Comptroller and Auditor General of India and if thought fit, to pass the following resolution as an Ordinary Resolution:  "RESOLVED that the Audited Financial Statements including Consolidated Financial Statements of the Company for the Financial Year ended 31 <sup>st</sup> March, 2020, together with the Boards' Report, the Auditor's Report thereon and comments of the Comptroller and Auditor General of India thereon placed before the Meeting be and are hereby approved and adopted."
2	Ordinary	To confirm the Interim Dividend paid for the year 2019-20 and if thought fit, to pass the following resolution as an Ordinary Resolution:  "RESOLVED that the Interim Dividend @ 70.60% (Rs.7.06 per share) paid on the paid-up equity share capital of Rs.1386,63,66,090/- of the Company be and is hereby confirmed and declared as the dividend for the Financial Year 2019-20."



*Handwritten signature/initials*

3	Ordinary	<p>To appoint a Director in the place of Shri. R Vikraman (DIN 07601778), who retires by rotation and being eligible, offers himself for re-appointment and if thought fit, to pass the following resolution as an Ordinary Resolution:</p> <p>"RESOLVED that Shri. R Vikraman (DIN 07601778) Director, who retires by rotation and being eligible, offering himself for re-appointment, be and is hereby re-appointed as a Director of the Company."</p>
4	Ordinary	<p>To consider the appointment of Dr. V. Muralidhar Goud (DIN 03595033) as an Independent Director of the Company and if thought fit, to pass the following resolution as an Ordinary Resolution:</p> <p>"RESOLVED that pursuant, to Sections 149, 152 and other applicable provisions, if any of the Companies Act, 2013, and the rules framed thereunder, read with Schedule IV to the Act, as amended from time to time, Dr. V. Muralidhar Goud (DIN 03595033), who was appointed as a Non-official Part-time Director (Independent Director) by the President of India vide Ministry of Coal (MoC) Letter No.21/33/2018-BA (part II) (vi) dated 10<sup>th</sup> July 2019 for a period of 3 years from the date of above notification of MoC or until its further orders, whichever is earlier and appointed by the Board of Directors as an Additional Director w.e.f 17.07.2019 and subsequently appointed again on 02.08.2019 and who holds office up to the date of the ensuing Annual General Meeting under Section 161 of the Companies Act, 2013 be and is hereby appointed as an Independent Director of the Company upto a period of three years from the date of the above notification of MoC and on such terms &amp; conditions as may be fixed by the Government of India, not liable to retire by rotation."</p>
5	Ordinary	<p>To consider the appointment of Shri N K Narayanan Namboothiri (DIN 08527157) as an Independent Director of the Company and if thought fit, to pass the following resolution as an Ordinary Resolution:</p> <p>"RESOLVED that pursuant to Sections 149, 152 and other applicable provisions, if any of the Companies Act, 2013, and the rules framed thereunder, read with Schedule IV to the Act, as amended from time to time, Shri N K Narayanan Namboothiri (DIN 08527157), who was appointed as a Non-official Part-time Director (Independent Director) by the President of India vide Ministry of Coal (MoC) Letter No.21/33/2018-BA (part II) (vi) dated 10<sup>th</sup> July 2019 for a period of 3 years from the date of above notification of MoC or until its further orders, whichever is earlier and appointed as an Additional Director by the Board of Directors on 02.08.2019 and who holds office upto the date of the ensuing Annual General Meeting under Section 161 of the Companies Act, 2013 be and is hereby appointed as an Independent Director of the Company upto a period of three years from the date of above notification of MoC and on such terms &amp; conditions as may be fixed by the Government of India, not liable to retire by rotation."</p>
6	Ordinary	<p>To consider the appointment of Shri. Jaikumar Srinivasan (DIN 01220828) as a Director of the Company and if thought fit, to pass the following resolution as an Ordinary Resolution:</p> <p>"RESOLVED that pursuant to Sections 149, 152 and other applicable provisions, if any of the Companies Act, 2013, Shri. Jaikumar Srinivasan (DIN 01220828), who was appointed as Director (Finance) by the President of</p>



*B. Suresh*

		India vide Ministry of Coal (MoC) Letter No. 21/3/2019-BA dated 30 <sup>th</sup> December 2019 and appointed as an Additional Director by the Board of Directors with effect from 5 <sup>th</sup> February, 2020 and who holds office upto the date of the ensuing Annual General Meeting under Section 161 of the Companies Act, 2013 be and is hereby appointed as the Director of the Company on such terms & conditions, remuneration, tenure as may be determined by the Government of India from time to time and that he shall be liable to retire by rotation."
7	Ordinary	To consider the appointment of Shri. S K Prabakar (DIN 01238040) as a Director of the Company and if thought fit, to pass the following resolution as an Ordinary Resolution:  "RESOLVED that pursuant to Sections 149, 152 and other applicable provisions, if any of the Companies Act, 2013, Shri. S K Prabakar (DIN 01238040), who was appointed as a Part-time Official Director by the President of India vide Ministry of Coal (MoC) Letter No.21/3/2011(part)-ASO/BA dated 2 <sup>nd</sup> July,2020 and appointed as an Additional Director by the Board of Directors with effect from 2 <sup>nd</sup> July, 2020 and who holds office upto the date of the ensuing Annual General Meeting under Section 161 of the Companies Act, 2013, be and is hereby appointed as the Director of the Company on such terms & conditions, tenure as may be determined by the Government of India and that he shall be liable to retire by rotation."
8	Ordinary	To consider & ratify the remuneration fixed to the Cost Auditors of the Company for the year 2020-21 and if thought fit, to pass, the following resolution as an Ordinary Resolution:  "RESOLVED that pursuant to Section 148 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the remuneration of Rupees Four Lakh (Rs.4,00,000/-) (plus applicable taxes) and out-of-pocket expenses at actuals restricted to 50% of the audit fee, with an additional fee of Rupees Twenty five thousand (Rs. 25,000/-) (plus applicable taxes) for the new Units if any commissioned during the financial year 2020-21 fixed for the Cost Auditor M/s Dhananjay V. Joshi & Associates appointed under Section 148(3) of the Companies Act, 2013 for the year 2020-21 be and is hereby ratified".

The results of Remote e-voting and e-voting during the AGM are as under:

Item No.	Total valid Votes received through			Votes in favour of the resolution		Votes against the resolution	
	Remote E-voting prior to AGM	E-voting during the AGM	Total	No	% of votes	No	% of votes
1	1246527621	24034	1246551655	1246550571	99.9999	1084	0.0001
2	1246527621	24034	1246551655	1246550486	99.9999	1169	0.0001
3	1246527171	24034	1246551205	1242369899	99.6646	4181306	0.3354
4	1243943967	24034	1243968001	1243947160	99.9983	20841	0.0017
5	1243943967	24034	1243968001	1239744284	99.6605	4223717	0.3395
6	1246527046	24034	1246551080	1242370167	99.6646	4180913	0.3354
7	1246527046	24034	1246551080	1242311172	99.6599	4239908	0.3401
8	1246527146	24084	1246551230	1246547681	99.9997	3549	0.0003



*Handwritten signature*

**Note:**

- a) One shareholder holding 50 shares as on the cut-off date has abstained from e-voting during the AGM for resolution no. 1 to 7
- b) Two shareholders holding 450 shares as on the cut-off date has abstained from remote e-voting for resolution no.3
- c) Five shareholders holding 2583654 shares as on the cut-off date has abstained from remote e-voting for resolution no.4 & 5
- d) Four shareholders holding 575 shares as on the cut-off date has abstained from remote e-voting for resolution no.6 & 7
- e) Three shareholders holding 475 shares as on the cut-off date has abstained from remote e-voting for resolution no.8

We did not find any invalid votes.

All relevant records of e-Voting will remain in my safe custody until the Chairman considers, approves and signs the minutes of the Annual General Meeting and the same shall be handed over thereafter to the Company Secretary of the Company.

Place: Chennai  
Date: 01.10.2020



For A.K.JAIN & ASSOCIATES  
Company Secretaries

*B. Sridhar*  
BALU SRIDHAR  
Partner  
M.No.F5869  
C.P.No.3550  
UDIN: F005869B000836061

Witness 1:

*Siddharth Jain*  
Name : Mr. Siddharth Jain  
Address: Door No. 210 & 212, Vidyasagar  
Oswal Garden Korukkpet, Chennai 600 021  
Occ : Service

Witness 2:

*Maresh Jain*  
Name : Mr. Maresh Jain  
Address: 7/11, Pattabiram Street  
Kondithope, Chennai 600079  
Occ : Service

**RAKESH  
KUMAR**

Digitally signed by  
RAKESH KUMAR  
Date: 2020.10.01  
15:48:01 +05'30'