



NACL Industries Limited

Ref: NACL/SE/2021-22

September 25, 2021

- | | |
|--|---|
| 1) Corporate Relationship Department
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400001
Stock Code: 524709 | 2) Corporate Relationship Department
National Stock Exchange of India Ltd
Exchange Plaza, 5 th Floor
Bandra -Kurla Complex, Bandra (E)
Mumbai-400051.
Symbol: NACLIND |
|--|---|

Dear Sir,

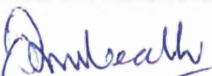
Sub: Intimation under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We wish to inform that an 34th Annual General Meeting (AGM) of the members of the Company was held on Friday, the September 24, 2021, at 09.30 a.m. through Video Conferencing/ Other Audio Video Means.

Further pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the voting results of the said AGM. We are also enclosing the consolidated report of the scrutinizer on remote e-voting and e-voting conducted at the AGM. The above are also uploaded on the website of the Company www.naclind.com.

Kindly take the same on record.

Thanking you,
for **NACL Industries Limited**


Satish Kumar Subudhi

Company Secretary & Head-Legal

Encl: As above.



Format for Voting Results

Date of AGM/EGM (the resolution was passed through postal ballot voting including e-voting)	24.09.2021
Total of number of shareholders on record date (Cut-off date) on 17.09.2021	18,924
No. of Shareholders present in the meeting either in person or through proxy:	
a) Promoters and Promoter Group:	Nil
b) Public:	
No. of Shareholders attended the meeting through Video Conferencing	
a) Promoters and Promoter Group:	02
b) Public:	68



Agenda-Wise Disclosure

Resolution (1)								
Resolution required: (Ordinary / Special) Whether promoter/promoter group are interested in the agenda/resolution?				Ordinary				
Description of resolution considered				No To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2021 and the Reports of Directors and 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-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		113623500	89.5266	113623500	0	100.0000	0.0000
	Poll	126915859	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		126915859	113623500	89.5266	113623500	0	100.0000
Public-institutions	E-Voting		0	0	0	0	0.0000	0.0000
	Poll	0	0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public-Non institutions	E-Voting		888396	1.2531	883649	4747	99.4657	0.5343
	Poll	70895899	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		70895899	888396	1.2531	883649	4747	99.4657
Total	Total	197811758	114511896	57.8893	114507149	4747	99.9959	0.0041
Whether resolution is Pass or Not.							Yes	



Resolution (2)								
Resolution required: (Ordinary/ Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a Director in place of Mr.N.Vijayaraghavan (DIN:02491073), who retires by rotation and being eligible, offer himself for reappointment				
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		113623500	89.5266	113623500	0	100.0000	0.0000
	Poll	126915859	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	126915859	113623500	89.5266	113623500	0	100.0000	0.0000
Public-institutions	E-Voting		0	0	0	0	0.0000	0.0000
	Poll	0	0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public-Non institutions	E-Voting		888386	1.2531	883544	4842	99.4550	0.5450
	Poll	70895899	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	70895899	888386	1.2531	883544	4842	99.4550	0.5450
Total	Total	197811758	114511886	57.8893	114507044	4842	99.9958	0.0042
Whether resolution Is Pass or Not.							Yes	



Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To declare final dividend on equity shares for the financial year ended March 31, 2021				
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)	$(3)=\frac{(2)}{(1)}*100$	(4)	(5)	$(6)=\frac{(4)}{(2)}*100$	$(7)=\frac{(5)}{(2)}*100$
Promoter and Promoter Group	E-Voting	126915859	11362350	89.5266	113623500	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		113623500	89.5266	113623500	0	100.0000	0.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public-Non institutions	E-Voting	70895899	888396	1.2531	887178	1218	99.8629	0.1371
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		888396	1.2531	887178	1218	99.8629	0.1371
Total	Total	197811758	114511896	57.8893	114510678	1218	99.9989	0.0011
Whether resolution is Pass or Not.							Yes	



Resolution (4)								
Resolution required: (Ordinary/ Special) Whether promoter/promoter group are interested in the agenda/resolution?				Ordinary				
Description of resolution considered				To ratify the remuneration of the Cost Auditors for the financial year ending March 31,2022				
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	113623500	89.5266	113623500	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		126915859	113623500	89.5266	113623500	0	100.0000
Public-institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public-Non institutions	E-Voting	70895899	888396	1.2531	883639	4757	99.4645	0.5355
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		70895899	888396	1.2531	883639	4757	99.4645
Total	Total	197811758	114511896	57.8893	114507139	4757	99.9958	0.0042
Whether resolution is Pass or Not.							Yes	



Resolution (5)									
Resolution required: (Ordinary/ Special)				Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?				No					
Description of resolution considered				To approve the material related party transactions with M/s. Krishi Rasayan Exports Private Limited					
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	113623500	89.5266	113623500	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		126915859	113623500	89.5266	113623500	0	100.0000	0.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000	
	Poll		0	0	0	0	0.0000	0.0000	
	Postal Ballot (if applicable)		0	0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	E-Voting	70895899	888396	1.2531	878797	9599	98.9195	1.0805	
	Poll		0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total		70895899	888396	1.2531	878797	9599	98.9195	1.0805
Total	Total	197811758	114511896	57.8893	114502297	9599	99.9916	0.0084	
Whether resolution is Pass or Not.							Yes		



Resolution (6)								
Resolution required: (Ordinary/ Special) Whether promoter/promoter group are interested in the agenda/resolution? Description of resolution considered				Ordinary No To approve the material related party transactions with M/s. Agro Life Science Corporation, a registered Partnership Firm				
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	113623500	89.5266	113623500	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	126915859	113623500	89.5266	113623500	0	100.0000	0.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	E-Voting	70895899	888396	1.2531	878811	9585	98.9211	1.0789
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	70895899	888396	1.2531	878811	9585	98.9211	1.0789
Total	Total	197811758	114511896	57.8893	114502311	9585	99.9916	0.0084
Whether resolution is Pass or Not.							Yes	



Resolution (7)								
Resolution required: (Ordinary/ Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve amendment to NACL Employee Stock Option Scheme 2020 (ESOS-2020)				
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	113623500	89.5266	113623500	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	126915859	113623500	89.5266	113623500	0	100.0000	0.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public-Non institutions	E-Voting	70895899	888396	1.2531	879100	9296	98.9536	1.0464
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	70895899	888396	1.2531	879100	9296	98.9536	1.0464
Total	Total	197811758	114 511896	57.8893	114502600	9296	99.9919	0.0081
Whether resolution is Pass or Not.							Yes	





K. V. CHALAMA REDDY

B.Sc., LL.B., F.C.S.,

COMPANY SECRETARY

M.No.: F 9268, C.P.No.5451

Plot No. 8-2-603/23/3 & 8-2-603/23, 15,
02nd Floor, HSR Summit, Banjara Hills,
Road No. 10, Hyderabad -500034
Ph:9848014503
e-mail: kvcr133@gmail.com

REPORT OF SCRUTINIZER

(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (4) (xii) of the Companies
(Management and Administration) Rule, 2014)

To,
The Chairperson
NACL Industries Limited
Plot No.12-A, "C" Block, Lakshmi Towers, No.8-2-248/1/7/78,
Nagarjuna Hills, Panjagutta, Hyderabad-500082, Telangana State, India

Sub: The 34th Annual General Meeting of ("AGM") of the members of the Company held on Friday, the 24th Day of September, 2021 at 09.30 A.M. (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

Dear Sir,

I, K.V. Chalama Reddy, Practicing Company Secretary having office at Plot No. 8-2 603/23/3 & 8-2-603/23, 15, 2nd Floor, HSR Summit, Banjara Hills, Road No. 10, beside No. 1 News Channel office, Hyderabad - 500034, appointed as the Scrutinizer by the Board of Directors of **NACL Industries Limited** ("the Company") for the purpose of scrutinizing e-voting process (remote- e-voting) and electronic voting (e-voting) during the 34th Annual General Meeting ('AGM') pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 and (Amendment Rules, 2015) and in compliance with General Circular issued by Ministry of Corporate Affairs and SEBI (collectively referred as 'Circulars') in respect of the below resolutions proposed at the AGM of the Shareholders of the Company held on Friday, the 24th day of September, 2021 09.30 a.m through VC, submit my report as under:

1. The compliance with the provisions of Companies Act, 2013 and the Rules made there under relating to voting through electronic means (by remote e-voting) and electronic voting (e-voting) at the AGM by shareholders on the resolutions proposed in the Notice of the AGM of the Company responsibility of the management. My responsibility as a scrutinizer is to ensure that the voting process means (by remote e-voting) and by electronic voting (e-voting) at the AGM are conducted in a fair and transparent manner and render consolidated Scrutinizer's Report of the total votes cast in favour or against if any, to the Chairperson of the resolutions.
2. The e-voting facility both for e-voting prior to the AGM (remote e-voting) and voting at the AGM by electronics means (e-voting) was provided by Central Depository Services (India) Limited (CDSL).
3. In accordance with the Notice of the AGM sent to the shareholders and the 'Advertisement' published pursuant to Rule 20 (4) (v) of the Companies (Management and Administration) Rules 2014, (Amendment Rules 2015) on September 3, 2021, the remote e-voting opened at 10.00 a.m. on Tuesday, the 21st September, 2021 and remained open up to 05.00 p.m. on Thursday, the 23rd September, 2021.
4. After declaration of voting by the Chairperson, the shareholders present at the AGM through VC voted through e-voting facility provided by CDSL at the AGM



5. The equity shareholders holding shares as on Friday, the 17th September, 2021, "cut-off date", were entitled to vote on the resolutions stated in the Notice of the AGM of the Company.
6. As per the information given by the Company the names of the shareholders who had voted by remote e-voting through the facility provided by CDSL had been blocked and only those members who were present at the AGM through VC and who had not voted on remote e-voting were allowed to cast their votes through e-voting system during the AGM.
7. After closure of e-voting at the AGM, the votes cast through e-voting at the AGM and through remote e-voting prior to the date of AGM were unblocked and downloaded from the e-voting website of Depository Services (India) Limited (<https://www.evotingindia.com>) in the presence of two witnesses, who are not in the employment of the company. The e-voting data/results downloaded from the e-voting system of CDSL were scrutinized and reviewed, the votes were counted, and the results were prepared.
8. Based on the data downloaded from CDSL e-voting system, the total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under:

Resolution-1: Ordinary Resolution

To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2021 and the Reports of Directors and Auditors thereon.

- i) Voted in favour of the resolution

Mode of Voting	Number of members voted	Number of votes cast by them in terms of equity shares	% of total number of valid votes cast
Remote e-Voting	115	114474218	99.9671
Electronic voting (e-voting) during the AGM	4	32931	00.0288
Total	119	114507149	99.9959

- ii) Voted against the resolution

Mode of Voting	Number of members voted	Number of votes cast by them in terms of equity shares	% of total number of valid votes cast
Remote e-Voting	6	4747	00.0041
Electronic voting (e-voting) during the AGM	0	0	0
Total	6	4747	00.0041



iii) **Invalid/abstain** Votes

Total number of members whose votes were declared invalid/abstain	Total number of votes cast by them in terms of equity shares
0	0

Resolution 2: Ordinary resolution

To appoint a Director in place of Mr.N,Vijayaraghavan (DIN:02491073), who retires by rotation and being eligible, offer himself for reappointment.

i) Voted **in favour** of the resolution

Mode of Voting	Number of members voted	Number of votes cast by them in terms of equity shares	% of total number of valid votes cast
Remote e-voting	111	114474113	99.9670
Electronic voting (e-voting) during the AGM	4	32931	00.0288
Total	115	114507044	99.9958

ii) Voted **against** the resolution

Mode of Voting	Number of members voted	Number of votes cast by them in terms of equity shares	% of total number of valid votes cast
Remote e-voting	9	4842	00.0042
Electronic voting (e-voting) during the AGM	0	0	0
Total	09	4842	00.0042

iii) **Invalid/ abstain** Votes

Total number of members whose votes were declared invalid/abstain	Total number of votes cast by them in terms of equity shares
0	0



Resolution 3: Ordinary resolution

To declare final dividend on equity shares for the financial year ended March 31, 2021.

i) Voted in favour of the resolution

Mode of Voting	Number of members voted	Number of votes cast by them in terms of equity shares	% of total number of valid votes cast
Remote e-Voting	117	114477747	99.9702
Electronic voting (e-voting) during the AGM	4	32931	00.0287
Total	121	114510678	99.9989

ii) Voted against the Resolution

Mode of Voting	Number of members voted	Number of votes cast by them in terms of equity shares	% of total number of valid votes cast
Remote e-voting	4	1218	00.0011
Electronic voting (e-voting) during the AGM	0	0	0
Total	4	1218	00.0011

iii) Invalid/abstain Votes

Total number of members whose votes were declared invalid/abstain	Total number of votes cast by them in terms of equity shares
0	0

Resolution 4: Ordinary resolution

To ratify the remuneration of the Cost Auditors for the financial year ending March 31, 2022

i) Voted in favour of the resolution

Mode of Voting	Number of members voted	Number of votes cast by them in terms of equity shares	% of total number of valid votes cast
Remote e-voting	114	114474208	99.9671
Electronic voting (e-voting) during the AGM	4	32931	00.0287
Total	118	114507139	99.9958



ii) Voted **against** the resolution

Mode of Voting	Number of members voted	Number of votes cast by them in terms of equity shares	% of total number of valid votes cast
Remote e-voting	7	4757	00.0042
Electronic voting (e-voting) during the AGM	0	0	0
Total	7	4757	00.0042

iii) **Invalid/abstain** Votes

Total number of members whose votes were declared invalid/abstain	Total number of votes cast by them in terms of equity shares
0	0

Resolution 5: Ordinary resolution

To approve the material related party transactions with M/s. Krishi Rasayan Exports Private Limited

i) Voted **in favour** of the resolution

Mode of Voting	Number of members voted	Number of votes cast by them in terms of equity shares	% of total number of valid votes cast
Remote e-voting	109	114469366	99.9628
Electronic voting (e-voting) during the AGM	4	32931	00.0288
Total	113	114502297	99.9916

ii) Voted **against** the resolution

Mode of Voting	Number of members voted	Number of votes cast by them in terms of equity shares	% of total number of valid votes cast
Remote e-voting	12	9599	00.0084
Electronic voting (e-voting) during the AGM	0	0	0
Total	12	9599	00.0084

iii) **Invalid/abstain** Votes

Total number of members whose votes were declared invalid/abstain	Total number of votes cast by them in terms of equity shares
0	0



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Resolution 6: Ordinary resolution

To approve the material related party transactions with M/s. Agro Life Science Corporation, a registered Partnership Firm

i) Voted in favour of the resolution

Mode of Voting	Number of members voted	Number of votes cast by them in terms of equity shares	% of total number of valid votes cast
Remote e-Voting	111	114469380	99.9629
Electronic voting (e-voting) during the AGM	4	32931	00.0287
Total	115	114502311	99.9916

ii) Voted against the resolution

Mode of Voting	Number of members voted	Number of votes cast by them in terms of equity shares	% of total number of valid votes cast
Remote e-voting	10	9585	00.0084
Electronic Voting (e-voting) during the AGM	0	0	0
Total	10	9585	00.0084

iii) Invalid/abstain Votes

Total number of members whose votes were declared invalid/abstain	Total number of votes cast by them in terms of equity shares
0	0

Resolution 7 : Special resolution

To approve amendment to NACL Employee Stock Option Scheme 2020 (ESOS-2020)

i) Voted in favour of the resolution

Mode of Voting	Number of members voted	Number of votes cast by them in terms of equity shares	% of total number of valid votes cast
Remote e-voting	111	114469669	99.9631
Electronic Voting (e-voting) during the AGM	4	32931	00.0288
Total	115	114502600	99.9919



ii) Voted against the resolution

Mode of Voting	Number of members voted	Number of votes cast by them in terms of equity shares	% of total number of valid votes cast
Remote e-voting	10	9296	00.0081
Electronic voting (e-voting) during the AGM	0	0	0
Total	10	9296	00.0081

iii) Invalid/abstain Votes

Total number of members whose votes were declared invalid/abstain	Total number of votes cast by them in terms of equity shares
0	0

9. All electronic data and relevant records of voting will remain in my custody until the Chairperson consider, approves and signs the minutes of the AGM and same shall be handed over thereafter to the Chairperson / Company Secretary for safe keeping.

Place: Hyderabad
Date: 25.09.2021



K . V. Chalama Reddy
Practicing Company Secretary
Scrutinizer for E- Voting
M. No: F9268; C.P. No: 5451

UDIN number: F009268C001004878