NAGARJUNA
NACL

NACL Industries Limited

Ref: NACL/SE/2023-24

May 05, 2023

1) **BSE Limited**
Phiroze Jeejeebhoy Tower,
Dalal Street, Fort,
Mumbai - 400001
CODE: 524709

2) **National Stock Exchange of India Ltd**
Exchange Plaza, 5th Floor, Plot No. C/1
Block G, Bandra- Kurla Complex,
Bandra(E), Mumbai - 400051
Symbol: NACLIND

Dear Sir,

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 April 03, 2023 with reference to the Postal Ballot Notice submission and pursuant to the Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we would like to inform that the Members of the Company have duly approved the appointment of Mr. Raj Kaul (DIN: 00394139) as a Non-Executive and Non-Independent Director of the Company by passing Special Resolution through Postal Ballot remote e-Voting, with the requisite majority on May 04, 2023, being the last date of voting.

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

a) Voting results of the said Postal Ballot through remote e-Voting, in relation to the aforesaid business; and
b) The Scrutinizer's Report dated May 05, 2023, 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
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Date: 2023.05.05 18:58:55 +05'30'

Satish Kumar Subudhi
Vice President – Legal & Company Secretary

Encl: As above

General information about company	
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)	04-05-2023
Start time of the meeting	
End time of the meeting	

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Scrutinizer Details	
Name of the Scrutinizer	S. Srikanth
Firms Name	BSS & Associates
Qualification	CS
Membership Number	A22119
Date of Board Meeting in which appointed	29-03-2023
Date of Issuance of Report to the company	05-05-2023

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Voting results	
Record date	24-03-2023
Total number of shareholders on record date	23583
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	**1**

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Resolution (1)

Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Raj Kaul (DIN: 00394139) as a Non-Executive and Non-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	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**	3330350	942838	28.3105	942838	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	3330350	942838	28.3105	942838	0	100.0000	0.0000
Public- Non Institutions	**E-Voting**	68183966	838763	1.2301	828204	10559	98.7411	1.2589
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	68183966	838763	1.2301	828204	10559	98.7411	1.2589
Total		198430175	115405101	58.1590	115394542	10559	99.9909	0.0091
Whether resolution is Pass or Not.							Yes	

SATISH KUMAR SUBUDHI

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Date: 2023.05.05 18:54:36 +05'30'

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 the Postal Ballot Notice dated 29th March, 2023 (the "**Postal Ballot Notice**") issued by the company to all its members, in a fair and transparent manner and 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, on the resolution item number 1 as set out in the Postal Ballot Notice dated 29th March, 2023 of **NACL Industries Limited**.

The Management of the Company is responsible to ensure the compliance with the requirement of the Companies Act, 2013 and Rules relating to remote e-voting on the resolutions contained in the Postal Ballot notice of the members of the Company.

Our responsibility as Scrutinizer for the postal ballot through e-voting process for resolutions was restricted to make a Scrutinizer's Report of the Votes cast 'In favour' or 'against'. The resolution stated in the said Postal Ballot Notice, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited ('CDSL'), the agency engaged by the Company to provide voting through electronic meaning i.e. by e-voting.

BSS & ASSOCIATES ★ Hyderabad ★ Company Secretaries

SRIKANTH SOMEPALLI
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Date: 2023.05.05 14:54:56 +05'30'

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, March 24, 2023 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 30th September, 2023 in accordance with the framework set out in the MCA Circulars.

3. The Company, on 3rd April, 2023, 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 March 24, 2023.

4. The remote e-voting period remained open from Wednesday, April 05, 2023, 10.00 a.m. to Thursday, May 04 , 2023, 5.00 p.m. (IST).

5. At the end of e-voting period on Thursday, 4th May, 2023 at 5:00 p.m.(IST), the e-voting portal of the agency (CDSL) was disabled forthwith.

6. The votes cast through the-voting process (remote e-voting) were unblocked on Thursday, 4th May, 2023 at around 7.14 p.m.

7. Thereafter, the details containing, inter alia, list of Members who assented or dissented to/ voted for or against the special resolution that were put to vote were generated from the e-voting website of CDSL i.e., 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 Mr. Raj Kaul (DIN: 00394139) as a Non-Executive and Non-Independent Director of the Company.:

   "**RESOLVED THAT** pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013 ("the Act") read with the Companies (Appointment and Qualifications of Directors) Rules, 2014 and pursuant to Regulation 17, 17(1A) and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the SEBI Listing Regulations") (including any statutory amendment(s) or modification(s) or re-enactment(s) thereof for the time being in force) and in accordance with the enabling provisions of the Articles of Association of the Company and approval of Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, Mr. Raj Kaul (DIN: 00394139), in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Non-Executive and Non-Independent Director, be and is hereby appointed as a Non-Executive and Non-Independent Director of the Company, with effect from May 05, 2023, liable to retire by rotation.

BSS & ASSOCIATES ★ Hyderabad ★ Company Secretaries

SRIKANTH SOMEPALLI Digitally signed by SRIKANTH SOMEPALLI Date: 2023.05.05 14:55:23 +05'30'

RESOLVED FURTHER THAT pursuant to Regulation 17(1A) of the SEBI Listing Regulations and other applicable provisions, if any, of the Companies Act, 2013 and the applicable Rules made thereunder including any amendment(s), statutory modification(s) and/or re-enactment thereof for the time being in force, the approval of the Members of the Company be and is hereby accorded for the said appointment and continuation of Mr. Raj Kaul (DIN 00394139) as a Non-Executive and Non-Independent Director of the Company, who has attained the age of Eighty (80) years.

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof) and / or Company Secretary of the Company be and are hereby authorized to do all such acts, deeds, matters and things as may be deemed necessary, proper or 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)	105	115405101	-
Less: Total number of votes Invalid/ abstained	-	-	-
Total Valid Postal Ballot (Remote e-voting)	105	115405101	100
Postal Ballot (Remote e-voting) Voted **in favour** of Resolution	102	115394542	99.9909
Postal Ballot (Remote e-voting) Voted **against** the resolution	3	10559	0.0091

Thanking you,

Yours faithfully
For B S S & Associates
Company Secretaries

SRIKANTH SOMEPALLI Digitally signed by SRIKANTH SOMEPALLI Date: 2023.05.05 14:55:45 +05'30'

S.Srikanth
Partner
C.P. # 7999
UDIN: A022119E000259103

BSS & ASSOCIATES Hyderabad Company Secretaries

Date: 05.05.2023
Place: Hyderabad

Received the Report by

SATISH KUMAR SUBUDHI Digitally signed by SATISH KUMAR SUBUDHI Date: 2023.05.05 18:49:58 +05'30'

Satish Kumar Subudhi
Vice President – Legal & Company Secretary

Date: 05.05.2023
Place: Hyderabad