

# NACL Industries Limited

(formerly known as 'Nagarjuna Agrichem Limited')



Ref: NACL/SE/2018-19

11<sup>th</sup> March, 2019

Corporate Relationship Department

**BSE Limited,**

Phiroze Jeejeebhoy Towers,

Dalal Street,

**Mumbai - 400001**

Dear Sir,

**Sub: Clarification with regard to the discrepancies in Voting Results of EGM - reg.**

**Ref: Your mail Communication dated 08<sup>th</sup> March, 2019.**

Ref: Stock Code: 524709 - Trading Symbol: NACLIND

With reference to the mail communication regarding to the discrepancy in voting results, we would like to clarify and confirm that, in terms of the provisions of the Section 188 and other applicable provision of the Companies Act, 2013 read with Regulation 23 and other applicable provisions of the SEBI (LODR) Regulation, 2015 and the Company's Related Party Transaction Policy, the allotment of 46,87,500 warrants to Mrs.K.Lakshmi Raju, a Promoter of the Company, shall not to be considered as a material related party transaction. Further, Mrs.K.Lakshmi Raju, a Promoter of the Company and a allottee, has not casted the votes for any of the resolutions of the subject EGM Notice.

However, M/s. KLR Products Limited, a Promoter group Company, (holding 11,36,23,500 no. of equity shares in the Company) has voted for the all the items of the EGM notice including the resolution at item No. 3, where it proposes to issue warrants to Investors and Mrs.K.Lakshmi Raju. Given the above and the transaction being not to be treated as material related party transaction, the votes casted by M/s. KLR Products Ltd., has been duly considered as a valid voting and therefore taken into account accordingly.

In this regard, the confirmatory note received from Scrutinizer is herewith enclosed for ready reference. We hope the above will clarify the discrepancies observed by your goodselves. Should you require any other explanation, kindly communicate to the undersigned.

Thanking you,

for **NACL Industries Limited**

**Satish Kumar Subudhi**

Company Secretary & Head-Legal

Encl: As above.



Regd. Office : Plot No. 12-A, 'C' Block, Lakshmi Towers, No. 8-2-248/1/7/78, Nagarjuna Hills, Panjagutta, Hyderabad - 500 082, Telangana, INDIA.

Phone : +91-40-33605100/123, Fax : +91-40-23358062 E-mail : [info@naclind.com](mailto:info@naclind.com) Website : [www.naclind.com](http://www.naclind.com)

CIN : L24219TG1986PLC016607

**Factory-Technical :**

Plot # 177, Arinama Akkivalasa Village, Allinagaram  
Post, Etcherla Mandal, Srikakulam - 532403, A.P.  
Phone : +91-08942-231172, 300400 / 401  
Fax : +91-08942-231171

**Factory-Formulation :**

Unit - I, Unit - II  
Ethakota-533238, Ravulapalem Mandal  
East Godavari Dist., A.P.  
Phone : +91-8855-305617 / 627

**R&D Centre :**

Sy. No. 1710 & 1711, Anthireddyguda Road, Nandigaon  
Village & Mandal, R.R.District, Telangana - 509228  
Phone : +91-08548-305004  
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**K.V. Chalama Reddy**

B.Sc., LL.B., F.C.S  
COMPANY SECRETARY  
C.P. No. 5451

Flat No. 301, Madhava Apts.,  
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Hyderabad - 500 004.  
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**TO WHOMSOEVER IT MAY CONCERN**

Further to the scrutiniser report dated 08<sup>th</sup> March, 2019 of M/s. NACL Industries Limited ("Company"), having registered office 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, I would like to clarify and confirm the following with regard to Promoter's voting on the resolution at Item No. 3 (Issue of Warrants convertible into equity shares on preferential basis) in the notice of Extra Ordinary General Meeting ( EGM ):

- a) In terms of the aforesaid resolution, the Company was proposed to issue and allot, inter-alia, 46,87,500 warrants to convertible into equity shares on preferential basis) Mrs.K.Lakshmi Raju, a Promoter of the Company. However, she has not casted the votes for any of the resolutions of the subject EGM Notice;
- b) M/s.KLR Products Limited, a Promoter group Company, (holding 11,36,23,500 no. of equity shares in the Company) has voted for the all the items of the EGM notice including the resolution at item No. 3, where it proposes to issue warrants to Investors and Mrs.K.Lakshmi Raju, Promoter of the Company;
- c) In terms of the provisions of the Section 188 and other applicable provision of the Companies Act, 2013 read with Regulation 23 and other applicable regulations of the SEBI (LODR) Regulation, 2015 and the Company's Related Party Transaction Policy, the said transaction shall not to be considered as a material related party transaction.
- d) Accordingly, despite a promoter group, the votes casted by M/s.KLR Products Ltd., has been duly considered as a valid voting and therefore taken into account in my report.

Place: Hyderabad  
Date: 11.03.2019



**K.V.Chalama Reddy**  
Practicing Company Secretary  
M.No F9268; C.P. No. 5451