

BSE Limited.
Corporate Relationship Dept
1st Floor, New Trading Ring,
Rotunda Building,
P.J. Towers, Fort,
Mumbai – 400 001

National Stock Exchange of India Ltd.
5th floor, Exchange Plaza, Plot No.C-1
Block "G" Bandra Kurla Complex
Bandra (East)
Mumbai – 400 051

Fax No.(022)22723121/2041

Fax No.2659 8237/38

BSE : 504112

NSE: Nelco EQ

Dear Sirs,

Sub: Regulation 30 and Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015- Proceeding and details of the voting results of the 75th Annual General Meeting respectively

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the details regarding the proceedings of the 75th Annual General Meeting (AGM) of the Company held on Friday, 20th July 2018 at 3.30 p.m. at Ebony Hotel Regenza By Tunga, Ground Floor, Plot No.37, Sector 30-A, Vashi, Navi Mumbai – 400 703.

Further pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the details regarding the voting results of the business transacted at the said AGM in the prescribed format.

We are also enclosing the consolidated report of the Scrutinizer on e-voting and voting by tablet based electronic voting system provided at the AGM. The above are also being uploaded on the Company's website.

Yours faithfully

For Nelco Limited



Girish V Kirkinde
Company Secretary & Head - Legal

Encl: As stated above

Proceedings of the 75th Annual General Meeting of the Company

As per the requirement of Regulation 30, Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, given below are the details of the summary of the 75th Annual General Meeting of the Company held on 20th July 2018.

Date of AGM	20 th July 2018
Total number of shareholders on record date for e-voting i.e. 13/07/2018 (Book closure:11/07/2018 to 13/07/2018 both days inclusive)	21051
No.of shareholders present in the meeting either in person or through proxy: • Promoter and Promoter group • Public	0 78
No. of shareholders attended the meeting through Video Conferencing	Not arranged

(Agenda Wise)

Item No.	Description of Resolution	Resolution required (Ordinary/Special)	Mode of voting: Poll Ballot Paper/E-Voting	Remarks
1.	Adoption of the audited financial statements for the financial year ended 31 st March, 2018 together with the reports of the Board of Directors and Auditors thereon.	Ordinary	E-Voting and voting by tablet based electronic voting system.	This resolution was passed with the requisite majority.
2.	Adoption of Audited consolidated financial statements for the financial year ended 31 st March, 2018 together with the report of the Auditors thereon.	Ordinary	E-Voting and voting by tablet based electronic voting system.	This resolution was passed with the requisite majority.
3.	Re-appointment of Mr. R.R.Bhinge as a Director, who is liable to retire by rotation and, being eligible, offers himself for re-appointment.	Ordinary	E-Voting and voting by tablet based electronic voting system.	This resolution was passed with the requisite majority.
4.	Re-appointment of Mr. P. J. Nath as Managing Director & CEO.	Special	E-Voting and voting by tablet based electronic voting system.	This resolution was passed with the requisite majority.



Voting Results pursuant to Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of AGM	20 th July 2018
Total number of shareholders on record date for e-voting i.e. 13/07/2018 (Book closure: 11/07/2018 to 13/07/2018 both days inclusive)	21051
No. of shareholders present in the meeting either in person or through proxy: <ul style="list-style-type: none">• Promoter and Promoter group• Public	0 78
No. of shareholders attended the meeting through Video Conferencing	Not arranged



NELCO LIMITED

Resolution (1)

Resolution required: (Ordinary / Special)

ORDINARY

Whether promoter/ promoter group are interested in the agenda/resolution?

To receive, consider and adopt the Audited Financial Statements for the Financial year ended 31st March, 2018 together with the Reports of the Board of Directors and the Auditors thereon.

	Promoter/Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstanding shares [3]=[2]/(1)*100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled [6]=[4]/(2)*100	% of Votes against on votes polled [7]=[5]/(2)*100	Invalid Votes
			[1]	[2]	[3]	[4]	[5]	[6]	[7]	[8]
1	Promoter and Promoter Group	E-Voting	11429290	11419090	99.91	11419090	0	100.00	0.00	0
		Poll		0	0.00	0	0	0.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		11419090	99.91	11419090	0	100.00	0.00	0
2	Public - Institutional holders	E-Voting	118068	0	0.00	0	0	0.00	0.00	0
		Poll		0	0.00	0	0	0.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		0	0.00	0	0	0.00	0.00	0
3	Public-Others	E-Voting	11271042	2910	0.03	2907	3	99.90	0.10	0
		Poll		5596	0.05	5596	0	100.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		8506	0.08	8503	3	99.96	0.04	0
Total	Total	E-Voting	22818400	11422000	50.06	11421997	3	100.00	0.00	0
		Poll		5596	0.02	5596	0	100.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		11427596	50.08	11427593	3	100.00	0.00	0



NELCO LIMITED

Resolution (2)

Resolution required: (Ordinary / Special)

ORDINARY

Whether promoter/ promoter group are interested in the agenda/resolution?

To receive, consider and adopt the Audited Consolidated Financial statements for the financial year ended 31st March, 2018 together with the Report of the Auditors thereon.

	Promoter/Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstanding shares [3]=[2]/(1)]*100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled [6]=[4]/(2)]*100	% of Votes against on votes polled [7]=[5]/(2)]*100	Invalid Votes
			[1]	[2]	[3]	[4]	[5]	[6]	[7]	[8]
1	Promoter and Promoter Group	E-Voting	11429290	11419090	99.91	11419090	0	100.00	0.00	0
		Poll		0	0.00	0	0	0.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		11419090	99.91	11419090	0	100.00	0.00	0.00
2	Public - Institutional holders	E-Voting	118068	0	0.00	0	0	0.00	0.00	0
		Poll		0	0.00	0	0	0.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		0	0.00	0	0	0.00	0.00	0.00
3	Public-Others	E-Voting	11271042	2910	0.03	2907	3	99.90	0.10	0
		Poll		5596	0.05	5596	0	100.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		8506	0.08	8503	3	99.96	0.04	0
Total	Total	E-Voting	22818400	11422000	50.06	11421997	3	100.00	0.00	0
		Poll		5596	0.02	5596	0	100.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		11427596	50.08	11427593	3	100.00	0.00	0



NELCO LIMITED										
Resolution (3)										
Resolution required: (Ordinary / Special)							ORDINARY			
Whether promoter/ promoter group are interested in the agenda/resolution?										
To appoint a Director in place of Mr R R Bhinge (DIN 00036557) who retires by rotation and, being eligible, offers himself for Re-appointment.										
	Promoter/Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstanding shares [3]=[(2)/ (1)]*100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled [6]=[(4)/ (2)]*100	% of Votes against on votes polled [7]=[(5)/ (2)]*100	Invalid Votes
			[1]	[2]	[3]	[4]	[5]	[6]	[7]	[8]
1	Promoter and Promoter Group	E-Voting	11429290	11419090	99.91	11419090	0	100.00	0.00	0
		Poll		0	0.00	0	0	0.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		11419090	99.91	11419090	0	100.00	0.00	0
2	Public - Institutional holders	E-Voting	118068	0	0.00	0	0	0.00	0.00	0
		Poll		0	0.00	0	0	0.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		0	0.00	0	0	0.00	0.00	0
3	Public-Others	E-Voting	11271042	2910	0.03	2907	3	99.90	0.10	0
		Poll		5596	0.05	5596	0	100.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		8506	0.08	8503	3	99.96	0.04	0
Total	Total	E-Voting	22818400	11422000	50.06	11421997	3	100.00	0.00	0
		Poll		5596	0.02	5596	0	100.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		11427596	50.08	11427593	3	100.00	0.00	0



NELCO LIMITED

Resolution (4)

Resolution required: (Ordinary / Special)

SPECIAL

Whether promoter/ promoter group are interested in the agenda/resolution?

Re-appointment of Mr P J Nath as Managing Director & CEO

	Promoter/Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstanding shares [3]=[2]/(1)*100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled [6]=[4]/(2)*100	% of Votes against on votes polled [7]=[5]/(2)*100	Invalid Votes
			[1]	[2]	[3]=[2]/(1)*100	[4]	[5]	[6]=[4]/(2)*100	[7]=[5]/(2)*100	[8]
1	Promoter and Promoter Group	E-Voting	11429290	11419090	99.91	11419090	0	100.00	0.00	0
		Poll		0	0.00	0	0	0.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		11419090	99.91	11419090	0	100.00	0.00	0
2	Public - Institutional holders	E-Voting	118068	0	0.00	0	0	0.00	0.00	0
		Poll		0	0.00	0	0	0.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		0	0.00	0	0	0.00	0.00	0
3	Public-Others	E-Voting	11271042	2910	0.03	2907	3	99.90	0.10	0
		Poll		5596	0.05	5596	0	100.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		8506	0.08	8503	3	99.96	0.04	0
Total	Total	E-Voting	22818400	11422000	50.06	11421997	3	100.00	0.00	0
		Poll		5596	0.02	5596	0	100.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		11427596	50.08	11427593	3	100.00	0.00	0



PARIKH & ASSOCIATES
COMPANY SECRETARIES

Office :
111, 11th Floor, Sai-Dwar CHS Ltd,
Sab TV Lane, Opp Laxmi Industrial Estate
Off Link Road, Above Shabari Restaurant,
Andheri (W), Mumbai : 400 053
Tel. : 26301232 / 26301233 / 26301240
Email : cs@parikhassociates.com
parikh.associates@rediffmail.com

To,
The Chairman
Nelco Limited
EL-6, TTC Industrial Area,
MIDC Electronic Zone, Mahape,
Navi Mumbai - 400710

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting 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 and voting by tablet based electronic voting system at the 75th Annual General Meeting of Nelco Limited held on Friday, July 20, 2018 at 3.30 p.m. at Ebony, Hotel Regenza By Tunga, Ground Floor, Plot No.37, Sector 30-A, Vashi, Navi Mumbai - 400 703.

I, Mitesh Dhabliwala, of M/s. Parikh & Associates, Practicing Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of Nelco Limited, 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 conduct the remote e-voting process in respect of the below mentioned resolutions proposed at the 75th Annual General Meeting (AGM) of Nelco Limited held on Friday, July 20, 2018 at 3.30 p.m.

I was also appointed as Scrutinizer to scrutinize the voting process at the said AGM held on July 20, 2018.

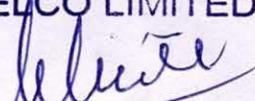
The Notice dated May 31, 2018 along with statement setting out material facts under Section 102 of the Act were sent to the Shareholders in respect of the below mentioned resolutions proposed at the AGM of the Company.

The Company had availed the e-voting facility offered by National Securities Depository Limited (NSDL) for conducting remote e-voting by the Shareholders of the Company.

The Company had also provided voting facility to the shareholders present at the AGM and who had not cast their vote earlier through e-voting facility. The shareholders of the company holding shares as on the "cut-off" date of July 13, 2018 were entitled to vote on the resolutions as contained in the Notice of the AGM.

The voting period for remote e-voting commenced on July 17, 2018 at 09:00 a.m. (IST) and ended on July 19, 2018 at 05:00 p.m. (IST) and the NSDL e-voting platform was blocked thereafter.

NELCO LIMITED


Girish V. Kirkinde
Company Secretary &
Head - Legal

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After the closure of the voting at the AGM, the report on voting done at the meeting was generated in my presence and the same was diligently scrutinized.

The votes cast under remote e-voting facility were thereafter unblocked in the presence of two witnesses who were not in the employment of the Company and after the conclusion of the voting at the AGM the votes cast there under were counted.

I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the National Securities Depository Limited (NSDL) e-voting system and voting by tablet based electronic voting system at the AGM.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting and the voting conducted by tablet based electronic voting system at the venue of the meeting on the resolutions contained in the notice and addendum to the Notice of the AGM.

My responsibility as scrutinizer for the remote e-voting and the voting conducted by tablet based electronic voting system at the venue of the meeting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

I now submit my consolidated Report as under on the result of the remote voting and voting by tablet based electronic voting system at the AGM in respect of the said Resolutions.



Resolution 1: Ordinary Resolution

To receive, consider and adopt the Audited Financial Statements for the financial year ended March 31, 2018 together with the Reports of the Board of Directors and the Auditors thereon.

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
62	1,14,27,593	100.00 (Rounded Off)

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
3	3	0.00

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL



Resolution 2: Ordinary Resolution

To receive, consider and adopt the Audited Consolidated Financial Statements for the financial year ended March 31, 2018 together with the Report of the Auditors thereon.

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
62	1,14,27,593	100.00 (Rounded Off)

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
3	3	0.00

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL



Resolution 3: Ordinary Resolution

To appoint a Director in place of Mr. R.R. Bhinge (DIN 00036557) who retires by rotation and, being eligible, offers himself for Re-appointment.

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
62	1,14,27,593	100.00 (Rounded Off)

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
3	3	0.00

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL



Resolution 4: Special Resolution

Re-appointment of Mr. P. J. Nath as Managing Director & CEO.

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
62	1,14,27,593	100.00 (Rounded Off)

(ii) Voted against the resolution:

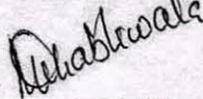
Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
3	3	0.00

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

Thanking you,

Yours faithfully,



Mitesh Dhabliwala
Parikh & Associates
Practising Company Secretaries
FCS: 8331 CPNo.: 9511
111,11th Floor, SaiDwar CHS Ltd
Sab TV Lane, Opp.Laxmi Indl. Estate,
Off Link Road, Above Shabari Restaurant,
Andheri West, Mumbai - 400053



Place: Mumbai

Dated: July 20, 2018