NALWA SONS INVESTMENTS LIMITED

Regd. Office: 28, Najafgarh Road,

Moti Nagar Industrial Area, Delhi – 110 015. India

CIN:

L65993DL1970PLC146414

October 01, 2016

BSE Limited
Corporate Relationship Department,
1st Floor, New Trading Ring,
Rotunda Building, P J Towers,
Dalal Street, Fort, Mumbai – 400 001
022 - 2272 3121, 2037, 2041,
3719, 2039, 2272 2061

corp.relations@bseindia.com
Security Code No.: 532256

National Stock Exchange of India Ltd. Exchange Plaza, 5th Floor, Plot no. C/1, G Block Bandra-Kurla Complex, Bandra(E), Mumbai-400051 # 022 -2659 8237, 8238, 8347, 8348 cmlist@nse.co.in

Security Code No.: NSIL

<u>Sub:</u> Details of Voting Results at 45th Annual General Meeting of the Company under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir,

Pursuant to Clause 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, details of voting results of the 45th Annual General Meeting ("AGM") of the Company held on Thursday, September 29, 2016 at N.C. Jindal Public School, Road No.73, West Punjabi Bagh, New Delhi – 110 026, along with Scrutinizer's Report, is enclosed as per the prescribed format.

We request you to note the same and acknowledge the receipt of this letter.

Thanking You.

Yours Faithfully,

For Nalwa Sons Investments Limited

(Raghav Sharma) Company Secretary

Encl: A/a

Details of Voting Result

| Date of the AGM | Thursday, 29th September, 2016 |
|---|--------------------------------|
| Total number of shareholders on record date | 22,255 |
| (i.e. 22.09.2016 cut-off date for e-voting) | |
| No. of Shareholders present in the meeting either in person or through proxy: | |
| Promoters and Promoter Group | |
| - In person | |
| - In proxy | 9 |
| Authorized Representative of | 9 |
| Body Corporate | |
| Public | |
| - In person | 46 |
| - In proxy | |
| Authorized Representative of | |
| Body Corporate | |
| No. of Shareholders attended the meeting through Video Conferencing | Not Arranged |

AGENDA-WISE VOTING RESULTS In case of E-voting/Physical Ballot/Poll

The mode of voting for all resolution was e-voting, physical ballot and poll conducted at the meeting.

| Item No. | Detail of the Agenda | Resolution required: (Ordinary/ Special) | Mode of voting: (E-voting / Physical Ballot /Poll) | Remarks |
|-------------|---|---|---|--|
| 1 | To adopt Standalone and Consolidated Financial Statements of the Company including Report of Board of Directors and Auditors. | - | E -voting/ Physical Ballot/Poll | The resolution was passed with requisite majority. |
| 2 | Ratification of appointment of M/s. N.C. Aggarwal & Co., Chartered Accountants, (Firm Registration No. 003273N), Statutory Auditors of the Company and payment of remuneration. | Ordinary | E -voting/ Physical Ballot/Poll | The resolution was passed with requisite majority. |
| 3 | Appointment of Mr. Suresh Jindal (DIN: 07541893) as a Director of the Company. | Ordinary | E -voting/ Physical Ballot/Poll | The resolution was passed with requisite majority. |



| 4 | Appointment and remuneration of Mr. Suresh Jindal (DIN: 07541893) as the Executive Director & C.E.O. of the Company. | Ordinary | E -voting/ Physical Ballot/Poll | The resolution was passed with requisite majority. |
|---|--|----------|---------------------------------------|--|
| 5 | To consider approval of Material Related Party Transaction with M/s Brahmputra Capital & Financial Services Limited. | Ordinary | E -voting/ Physical Ballot/Poll | The resolution was passed with requisite majority. |



Item No. 1- To adopt Standalone and Consolidated Financial Statements of the Company including Report of Board of Directors and Auditors.

| Agenda- wise dis | Agenda- wise disclosure (to be disclosed separately for each agenda item) | ed separately for | each agenda item) | | | Item No 1 | | |
|--------------------|---|-----------------------|------------------------|---|-----------------------------|---------------------------|-------------------------|-----------------------|
| Resolution requi | Resolution required: (Ordinary/ Special) | al) | | | | Ordinary | | |
| Whether promot | Whether promoter/ promoter group are interested in the agenda/resolution? | are interested in tl | ne agenda/resoluti | on? | | No | | |
| 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 | % of Votes against on |
| | | | | | | | votes polled | votes polled |
| | | Ţ- | -2 | (3)=[(2)/(1)]* 100 | 4 | 5- | (6)=[(4)/(2)] *100 | (7)=[(5)/(2)]* 100 |
| | E-Voting | | 28,56,410 | 100 | 28,56,410 | 0 | 100 | 0 |
| | Poll | | 1 | 1 | 1 | 1 | ** | 1 |
| Promoter and | Postal Ballot (if | 28,56,410 | | 1 | ı | - | 1 | 1 |
| Promoter | applicable) | | | | | | | |
| Group | Total | | 28,56,410 | 100 | 28,56,410 | 0 | 100 | 0 |
| | E-Voting | | ı | 1 | 1 | • | ı | , |
| | Poll | | ı | 1 | ı | 1 | - | 1 |
| | Postal Ballot (if | 2,47,797 | | | | , | 1 | |
| Public- | applicable) | | | | _ | 1 | 1 | |
| Institutions | Total | | ı | | ŧ | - | ı | • |
| | E-Voting | | 495 | 0.02 | 480 | 15 | 26'96 | 3.03 |
| | Poll | | 593 | 0.03 | 593 | 0 | 100 | 0 |
| | Postal Ballot (if | 20,31,956 | ı | | ı | | 1 | |
| Public- Non | applicable) | | | | | 1 | | |
| Institutions | Total | | 1,088 | 0.05 | 1,073 | 15 | 98.62 | 1.38 |
| Grand Total | | 51,36,163 | 28,57,498 | 55.63 | 28,57,483 | 15 | 66'66 | 0.01 |



Item No. 2- Ratification of appointment of M/s. N.C. Aggarwal & Co., Chartered Accountants, (Firm Registration No. 003273N), Statutory Auditors of the Company and payment of remuneration.

| | A STATE OF THE STA | | 5 (d) | | | | | |
|---|--|---------------------|------------------|----------------------|----------------|--------------|---------------------------|----------------------------|
| Agenda- wise disclosure (to be disclosed separately for each agenda item) | ure (to be disclosed | separately for eacl | າ agenda item) | | | Item No 2 | | |
| Resolution required: (Ordinary/ Special) | (Ordinary/ Special) | | | | | Ordinary | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | promoter group are | interested in the a | genda/resolution | | | No | | |
| Category | Mode of Voting | No. of Shares | No. of votes | % of Votes Polled on | No. of Votes - | No. of Votes | % of Votes | % of Votes |
| | | פושנו | polled | outstanding snares | in ravour | - against | or savour on votes polled | against on votes polled |
| | | -1 | -2 | (3)=[(2)/(1)]* 100 | 7 - | -5 | (6)=[(4)/(2)] *100 | (7)=[(5)/(2)]* 100 |
| | E-Voting | | 28,56,410 | 100 | 28,56,410 | 0 | 100 | 0 |
| | Poll | | - | • | - | - | ı | , |
| | Postal Ballot (if | 28,56,410 | - | 1 | • | • | • | |
| Promoter and Promoter Group | Total | | 28,56,410 | 100 | 28,56,410 | 0 | 100 | 0 |
| | E-Voting | | ı | , , | - | | - | - |
| | Poll | | 1 | - | - | - | 1 | 1 |
| | Postal Ballot (if | 2,47,797 | 1 | 1 | , | ı | | , |
| | applicable) | | | | • | | | |
| Public-Institutions | Total | | - | _ | - | - | • | 1 |
| | E-Voting | | 495 | 0'05 | 394 | 101 | 09.67 | 20.40 |
| | Poll | | 593 | 60.03 | 593 | 0 | 100 | 0 |
| | Postal Ballot (if | 20,31,956 | 1 | | | | | |
| Public- Non | applicable) | | | | _ | | | , |
| Institutions | Total | | 1,088 | 0.05 | 987 | 101 | 90.72 | 9.28 |
| Grand Total | | 51,36,163 | 28,57,498 | 55.63 | 28,57,397 | 101 | 66.66 | 0.01 |



Item No. 3- Appointment of Mr. Suresh Jindal (DIN: 07541893) as a Director of the Company.

| Agenda- wise disclos | Agenda- wise disclosure (to be disclosed separately for each agenda item) | separately for each | n agenda item) | | | Item No 3 | | |
|--|---|-----------------------|------------------------|---|-----------------------------|---------------------------|--|--|
| Resolution required: (Ordinary/ Special) | : (Ordinary/ Special) | | | | | Ordinary | | |
| Whether promoter/ | Whether promoter/ promoter group are interested in the agenda | interested in the a | genda/resolution? | | | No | | |
| 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 | 7- | (3)=[(2)/(1)]* 100 | -4 | -5 | (6)=[(4)/(2)] *100 | (7)=[(5)/(2)]* 100 |
| | E-Voting | | 28,56,410 | 100 | 28,56,410 | 0 | 100 | 0 |
| | Poll | . | - | | 1 | ı | ı | 1 |
| Dromoter and | Postal Ballot (if applicable) | 28,56,410 | • | ı | ı | J | 1 | |
| Promoter Group | Total | | 28,56,410 | 100 | 28,56,410 | 0 | 100 | 0 |
| | E-Voting | | 1 | - | , | - | 1 | 1 |
| | Poll | | - | ŧ | ı | ı | ı | 4 |
| | Postal Ballot (if | 2,47,797 | | I | | ı | 1 | , |
| Public- Institutions | applicable) Total | | | - | | , | - | |
| | E-Voting | | 495 | 0.02 | 480 | 15 | 96.97 | 3.03 |
| | Poll | | 593 | 0.03 | 593 | 0 | 100 | 0 |
| Non- | Postal Ballot (if applicable) | 20,31,956 | 1 | ı | ı | ı | | , |
| Institutions | Total | | 1,088 | 0.05 | 1,073 | 15 | 98.62 | 1.38 |
| Grand Total | | 51,36,163 | 28,57,498 | 55.63 | 28,57,483 | 15 | 66.66 | 0.01 |
| | | | | | | | | |



Item No. 4- Appointment and remuneration of Mr. Suresh Jindal (DIN: 07541893) as the Executive Director & C.E.O. of the Company.

| Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category Mode of Voting held polled E-Voting Promoter and applicable) Promoter Group Total Postal Ballot (if applicable) Public- Institutions Total Postal Ballot (if applicable) | | | | | | |
|--|---------------------------|---|-----------------------------|---------------------------|--|--|
| Whether promoter/ promoter group are interested in the Category Mode of Voting held E-Voting Promoter and applicable) Promoter Group Total Promoter Group E-Voting Poll Postal Ballot (if 2,47,797 applicable) Public- Institutions Total Public- Institutions E-Voting Poll Postal Ballot (if 2,47,797 applicable) Public- Non Bostal Ballot (if 20,31,956 applicable) | | | | Ordinary | | |
| W Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) I of applicable) Footal Ballot (if applicable) Postal Ballot (if applicable) Poll Postal Ballot (if applicable) | in the agenda/resolution? | | | No | | |
| E-Voting Poll Postal Ballot (if applicable) E-Voting Poll Postal Ballot (if applicable) E-Voting Poll Postal Ballot (if applicable) Poll Postal Ballot (if applicable) | iares 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 |
| E-Voting Poll Postal Ballot (if applicable) E-Voting Poll Postal Ballot (if applicable) E-Voting Poll Postal Ballot (if applicable) Poll Postal Ballot (if applicable) | -5 | (3)=[(2)/(1)]* 100 | 4- | 5. | (6)=[(4)/(2)] *100 | (7)=[(5)/(2)]* 100 |
| Poll Postal Ballot (if applicable) E-Voting Poll Postal Ballot (if applicable) E-Voting F-Voting Poll Postal Ballot (if applicable) Poll Postal Ballot (if applicable) | 28,56,410 | 100 | 28,56,410 | 0 | 100 | 0 |
| up Total E-Voting Postal Ballot (if applicable) Poll Postal Ballot (if applicable) E-Voting Poll Postal Ballot (if applicable) Poll Postal Ballot (if applicable) | , | | ì | | 1 | ı |
| up Total E-Voting Poll Postal Ballot (if applicable) E-Voting Poll Postal Ballot (if applicable) | 110 | , | , | 1 | 1 | |
| up Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) | | | | | | |
| E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) | 28,56,410 | 100 | 28,56,410 | 0 | 100 | 0 |
| Poli Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) | 1 | , | - | - | , | 1 |
| Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) | 1 | | ı | - | - | 1 |
| applicable) Total E-Voting Poll Postal Ballot (if applicable) | 97 | | 1 | 1 | | , |
| Total E-Voting Poll Postal Ballot (if applicable) | | | | | | ı |
| E-Voting Poll Postal Ballot (if applicable) | , | ı | 1 | 1 | • | j |
| Poll Postal Ballot (if applicable) | 490 | 0.02 | 475 | 15 | 96.94 | 3.06 |
| Postal Ballot (if applicable) | 593 | 0.03 | 593 | 0 | 100 | 0 |
| | 956 | • | - | | - | ī |
| 1 | | | | | | |
| Institutions Total | 1,083 | 0.05 | 1,068 | 15 | 98.62 | 1.38 |
| Grand Total 51,36,163 | 163 28,57,493 | 55.63 | 28,57,478 | 15 | 66'66 | 0.01 |



Item No. 5- To consider approval of Material Related Party Transaction with M/s Brahmputra Capital & Financial Services Limited.

| Agenda-wise disclosure (to be disclosed separately for each agenda item) | ure (to be disclosed | separately for each | າ agenda item) | | | Item No 5 | | |
|---|-------------------------------|-----------------------|------------------------|---|-----------------------------|---------------------------|--|--|
| Resolution required: (Ordinary/ Special) | (Ordinary/ Special) | | | | | Ordinary | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | promoter group are | interested in the a | genda/resolution? | C . | | Not Applicable | o) | |
| 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 |
| | | 7. | -2 | (3)=[(2)/(1)]* 100 | 4- | -5- | (6)=[(4)/(2)] *100 | (7)=[(5)/(2)]* 100 |
| | E-Voting | | 28,56,410 | 100 | 28,56,410 | 0 | 100 | 0 |
| | Poll | | - | - | 1 | - | , | 1 |
| Promoter and | Postal Ballot (if applicable) | 28,56,410 | J | t | - | ı | l | 1 |
| Promoter Group | Total | | 28,56,410 | 100 | 28,56,410 | 0 | 100 | 0 |
| | E-Voting | | 1 | ı | • | ŀ | , | 1 |
| | Poll | | , | | | 1 | | , |
| | Postal Ballot (if | 2,47,797 | | ı | | , | , | |
| | applicable) | | | | | | | |
| Public- Institutions | Total | | - | + | 1 | ı | ı | 1 |
| | E-Voting | | 490 | 0.02 | 389 | 101 | 79.39 | 20.61 |
| | Poll | | 593 | 0.03 | 593 | 0 | 100 | 0 |
| | Postal Ballot (if | 20,31,956 | ı | ı | 1 | , | | |
| Public- Non | applicable) | • | | | | | | |
| Institutions | Total | | 1,083 | 0.05 | 982 | 101 | 89.06 | 9.32 |
| Grand Total | | 51,36,163 | 28,57,493 | 55.63 | 28,57,392 | 101 | 66'66 | 0.01 |



SURINDER VASHISHTHA & ASSOCIATES

(Company Secretaries)

UGF, G1/285, Dal Mill Road, Uttam Nagar, New Delhi - 110059 (M) + 91-9868074335, svacslegal@gmail.com

CONSOLIDATED SCRUTINIZER REPORT

To,

The Chairman, 45th Annual General Meeting of Nalwa Sons Investments Limited (CIN- L65993DL1970PLC146414)

Registered Office: 28 Najafgarh Road, Moti Nagar Industrial Area, New Delhi - 110 015

Sub: Passing of Resolutions through Electronic Voting Facility and Physical Mode conducted at the 45th AGM of Nalwa Sons Investments Limited held on 29th September, 2016.

Dear Sir,

I, Surinder Vashistha proprietor of Surinder Vashishtha & Associates, Practicing Company Secretaries, was appointed as the Scrutinizer by the Board of Directors of M/s Nalwa Sons Investments Limited ("the Company") at its meeting held on 09th August, 2016, pursuant to Section 108 of the Companies Act, 2013 read with Rules Companies (Management and Administration) Amendment Rules, 2015, to conduct the e-voting process and to scrutinize the voting cast through Ballot/polling paper in respect of the resolutions passed at the 45th AGM of the Company on 29th September, 2016.

The Company availed the e-voting facility of Central Depository Services (India) Limited ("CDSL") for extending the facility of remote e-voting to the Shareholders of the Company from 26th September, 2016 at 9.00 a.m. to 28th September, 2016 at 5.00 p.m. The CDSL e-voting platform was then blocked thereafter and the votes cast under e-voting facilities were then unblocked by me on 29th September, 2016 in the presence of two witnesses who are not in employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Witness:

Signature:

Name:

Naveen

Comesic

Umesh Kumar

At the 45th AGM of the Company held on 29th September, 2016, the Chairman of the Company had suo motto called for a poll to facilitate the members present in the meeting who could not exercise e-voting facility, to record their votes through the poll process.

I submit my Report as under on the result of the voting through electronic means and physical mode in respect of the said Resolutions:



Resolution No. 1

To receive, consider and adopt:

- a) the Audited Financial Statements of the Company for the financial year ended March 31, 2016, together with the Reports of the Board of Directors and the Auditors thereon; and
- b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2016.

| Voting Method | Vo | ting in Favou (Assent) | ır | 12000000 | ing in Aga (Dissent) | | Invalid/ Vot | |
|--------------------|-------------------|---------------------------|------------------------|-------------------|---------------------------|------------------------|-----------------------------|---------------------------|
| | No. of Members | No. of Votes Casted | % to Valid Votes | No. of Members | No. of Votes Casted | % to Valid Votes | No. of Members Voting | No. of Votes Casted |
| E- Voting | 41 | 2,856,890 | 99.98 | 1 | 15 | 0 | | |
| Physical Ballot | 35 | 593 | 0.02 | | | | 3.4 | |
| Total | 76 | 2,857,483 | 100 | 1 | 15 | 0 | | |

Resolution No. 2

To ratify appointment of M/s N.C. Aggarwal & Co., Chartered Accountants (Firm Registration No. 003273N) as Statutory Auditors of the Company, for the financial year 2016-17 and to fix their remuneration.

| Voting Method | Vo | ting in Favou (Assent) | r | 100000 | ng in Agair (Dissent) | nst | Invalid/A | |
|--------------------|-------------------|---------------------------|------------------------|-------------------|---------------------------|------------------------|-----------------------------|---------------------------|
| | No. of Members | No. of Votes Casted | % to Valid Votes | No. of Members | No. of Votes Casted | % to Valid Votes | No. of Members Voting | No. of Votes Casted |
| E- Voting | 40 | 2,856,804 | 99.98 | 2 | 101 | 0 | *** | |
| Physical Ballot | 35 | 593 | 0.02 | 524 | 1022 | 1241 | 44 | |
| Total | 75 | 2,857,397 | 100 | 2 | 101 | 0 | | 348 |



Resolution No. 3

Appointment of Mr. Suresh Jindal as a Director of the Company.

| Voting Method | Vo | ting in Favou (Assent) | r | 1000000 | ng in Agaiı (Dissent) | nst | Invalid/A | |
|--------------------|-------------------|---------------------------|------------------------|-------------------|---------------------------|------------------------|-----------------------------|---------------------------|
| | No. of Members | No. of Votes Casted | % to Valid Votes | No. of Members | No. of Votes Casted | % to Valid Votes | No. of Members Voting | No. of Votes Casted |
| E- Voting | 41 | 2,856,890 | 99.98 | 1 | 15 | 0 | | 1 524 |
| Physical Ballot | 35 | 593 | 0.02 | as se | No. | (See | | 1, 3.49 |
| Total | 76 | 2,857,483 | 100 | 1 | 15 | 0 | - | - 24 |

Resolution No. 4

Appointment and remuneration of Mr. Suresh Jindal as the Executive Director & C.E.O. of the Company.

| Voting Method | Vo | ting in Favou (Assent) | r. | | ng in Agaiı (Dissent) | nst | Invalid/A | |
|--------------------|-------------------|---------------------------|------------------------|-------------------|---------------------------|------------------------|-----------------------------|---------------------------|
| | No. of Members | No. of Votes Casted | % to Valid Votes | No. of Members | No. of Votes Casted | % to Valid Votes | No. of Members Voting | No. of Votes Casted |
| E- Voting | 40 | 2,856,885 | 99.98 | 1 | 15 | 0 | 1 | 5 |
| Physical Ballot | 35 | 593 | 0.02 | - | (wite) | 100 | - |) tr |
| Total | 75 | 2,857,478 | 100 | 1 | 15 | 0 | 1 | 5 |

Resolution No. 5

To consider approval of Material Related Party Transaction with M/s Brahmputra Capital & Financial Services Limited.

| Voting Method | Voting in Favour (Assent) | | | Voting in Against (Dissent) | | | Invalid/Abstain Votes | |
|--------------------|------------------------------|---------------------------|------------------------|---------------------------------|---------------------------|------------------------|-----------------------------|---------------------------|
| | No. of Members | No. of Votes Casted | % to Valid Votes | No. of Members | No. of Votes Casted | % to Valid Votes | No. of Members Voting | No. of Votes Casted |
| E- Voting | 39 | 2,856,799 | 99.98 ' | 2 | 101 | 0 | 1 | 5 |
| Physical Ballot | 35 | 593 | 0.02 | | | - | - | 922 |
| Total | 74 | 2,857,392 | 100 | 2 | 101 | 0 | 1 | 5 |



All the resolutions Stands passed under e-Voting and pull with the requisite majority.

CP No. 12313

The Register, all other papers and relevant records relating to e-voting and physical mode were sealed and handed over to the Company Secretary for safe keeping.

Thanking You.

Yours faithfully,

For Surinder Vashishtha & Associates

Surinder Vashishtha

M.No: A-21285 C.P No: 12313

Place: New Delhi

Date: 30th September, 2016

Oralizated by

in respect of Item No. 1 to 5