

A MORE REWARDING RELATIONSHIP

# NARENDRA INVESTMENTS (DELHI) LTD.

CIN: L65993MH1977PLC258134

Date: 29<sup>th</sup> September, 2017

To,  
Corporate Services Department,  
BSE Limited, P J Towers,  
1st Floor, Dalal Street, Fort,  
Mumbai- 400001

Dear Sirs/Madam,

**Sub: Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 -  
Details of the voting results of the 40<sup>th</sup> Annual General Meeting  
Ref: Narendra Investments (Delhi) Limited (BSE Scrip Code: 540204)**

With reference to the above subject, please find attached the following documents with regard to voting results of the business transacted at the 40<sup>th</sup> Annual General Meeting of the shareholders of the company held on 29<sup>th</sup> September, 2017. In this regard, please find enclosed the following- :


1. Voting Results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 as Annexure - I
2. Consolidated Report of Scrutinizer of M/s Shivam Sharma & Associates, Practicing Company Secretary on remote- voting and voting at the AGM.

The results alongwith the report of the Scrutinizer are being uploaded on the website of the Company and also on the website of the Central Depository Services Limited (CDSL).

This is for your information and records.

Thanking You,  
Yours Sincerely,

For Narendra Investments (Delhi) Limited

  
Chintan Doshi  
Company Secretary & Compliance Officer

Annexure-I

Outcome of Voting Results as required under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015

<b>Date of AGM</b>	<b>29<sup>th</sup> September,2017</b>
Total number of shareholders on cutoff date i.e.22 <sup>nd</sup> September,2017	188
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group	3
Public	9
No. of shareholders attended the meeting through video conferencing	Not arranged
Promoters and Promoter Group	Not Applicable
Public	Not Applicable



**Resolution No.1:**

Adoption of Audited Financial Statements of the Company for the Financial Year ended March 31, 2017, together with the reports of the Board of Directors and Auditors thereon.

Resolution required: (Ordinary /Special)					Ordinary Resolution				
Whether promoter / promoter group are interested in the agenda/resolution?					Yes				
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled outstanding on shares	No. of Votes – 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	60000							
	Poll		60000		60000	0	100	0	
	Postal Ballot (if applicable)								
	Total		60000	60000		60000			
Public - nstitution	E-voting								
	Poll								
	Postal Ballot (if applicable)								
	Total								
Public – Non nstitutions	E-voting	2301336	2281008		2281008	0	100	0	
	Poll		20328		20328	0	100	0	
	Postal Ballot (if applicable)								
	Total		2301336	2301336					
Total		<b>2361336</b>	<b>2361336</b>		<b>2361336</b>	<b>0</b>	<b>100</b>	<b>0</b>	



**Resolution No.2:**To declare Dividend on Equity shares for the year ended 31<sup>st</sup> March, 2017

Resolution required: (Ordinary /Special)					Ordinary Resolution			
Whether promoter / promoter group are interested in the agenda/resolution?					Yes			
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled outstanding on shares	No. of Votes – 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	60000						
	Poll		60000	60000	0	100	0	
	Postal Ballot (if applicable)							
	Total		60000	60000	60000			
Public - nstitution	E-voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public – Non nstitutions	E-voting	2301336	2281008		2281008	0	100	0
	Poll		20328	20328	0	100	0	
	Postal Ballot (if applicable)							
	Total		2301336	2301336				
<b>Total</b>		<b>2361336</b>	<b>2361336</b>		<b>2361336</b>	<b>0</b>	<b>100</b>	<b>0</b>



**Resolution No.3:**

Re-appointment of Mr. Bhavesh Tanna (DIN: 03353445) who retires by rotation and being eligible, seeks re-appointmnet.

Resolution required: (Ordinary /Special)					Ordinary Resolution			
Whether promoter / promoter group are interested in the agenda/resolution?					Yes			
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled outstanding on shares	No. of Votes – 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	60000						
	Poll		60000		60000	0	100	0
	Postal Ballot (if applicable)							
	Total		60000	60000		60000		
Public - Institution	E-voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public – Non institutions	E-voting	2301336	2281008		2281008	0	100	0
	Poll		20328		20328	0	100	0
	Postal Ballot (if applicable)							
	Total		2301336	2301336				
Total		2361336	2361336		2361336	0	100	0



**Resolution No.4:**

Appointment of M/s Shah & Kathariya, Chartered Accountants, as Statutory Auditors of the Company for and fixing their remuneration.

Resolution required: (Ordinary /Special)					Ordinary Resolution			
Whether promoter / promoter group are interested in the agenda/resolution?					Yes			
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled outstanding on shares	No. of Votes – 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	60000						
	Poll		60000		60000	0	100	0
	Postal Ballot (if applicable)							
	Total		60000	60000		60000		
Public - institution	E-voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public – Non institutions	E-voting	2301336	2281008		2281008	0	100	0
	Poll		20328		20328	0	100	0
	Postal Ballot (if applicable)							
	Total		2301336	2301336				
<b>Total</b>		<b>2361336</b>	<b>2361336</b>		<b>2361336</b>	<b>0</b>	<b>100</b>	<b>0</b>

\*Poll indicates vote by Ballot Paper at the Venue of AGM.

Please find attached consolidated report of Scrutinizer on remote e-voting and Poll. You are requested to take the same on your record and oblige.

Thanking You.  
Yours Faithfully

**For Narendra Investments (Delhi) Limited**

**Chintan Doshi**  
Company Secretary





**ShivamSharma & Associates**  
**Company Secretaries**  
**B.Com, ACS**

To,  
The Chairman,  
Narendra Investments (Delhi) Limited  
1, Matru Chhaya, Maharshi Karve Road,  
Opp. Dr. Bedekar Hospital, Naupada,  
Thane (West), Maharashtra - 400 602

**Subject: - Consolidated Scrutinizer's Report on remote e-voting and poll conducted at 40<sup>th</sup> Annual General Meeting (AGM) held on Friday, 29<sup>th</sup> September, 2017.**

The Board of the Company at its meeting held on 12<sup>th</sup> August, 2017 had appointed me as a scrutinizer for the remote e-voting held between 25<sup>th</sup> September, 2017 to 27<sup>th</sup> September, 2017 and the Chairman of 40<sup>th</sup> Annual General Meeting has appointed me along as the scrutinizer for the poll held at AGM of the Company on 29<sup>th</sup> September, 2017.

The Company had appointed Central Depositories Services (India) Limited (CDSL) as the service provider for extending the facility of electronic voting to the shareholders of the Company from 25<sup>th</sup> September, 2017 to 27<sup>th</sup> September, 2017. The e-voting facility was then unblocked in the presence of two witnesses who were not in the employment of the Company.

At the 40<sup>th</sup> Annual General Meeting held on Friday, 29<sup>th</sup> September, 2017, the Chairman of the Company had suo motto called for poll to facilitate the members present in the meeting who could not participate in the remote e-voting to record their votes through the voting by poll process. The Chairman of the AGM had appointed me as the scrutinizer for the same.





**Shivam Sharma & Associates**  
**Company Secretaries**  
**B.Com, ACS**

I hereby submit my following consolidated report on e-voting together with the poll.

Sr. No. Resolution	Particulars of Resolution	Method of Voting	Votes in Favour of Resolution		Votes against the Resolution		Invalid or abstained Voted
			No.	% of total Number of valid votes cast	No.	% of total Number of valid votes cast	No.
1.	Adoption of the Financial Statements for the year ended 31 <sup>st</sup> March, 2017 and Director's and Auditor's Report thereon.	E-voting	22,81,008	100	0	0	0
		Poll	80,328	100	0	0	0
		<b>Total</b>	<b>23,61,336</b>	<b>100</b>	<b>0</b>	<b>0</b>	<b>0</b>
2.	To declare Dividend on Equity Shares for the year ended 31 <sup>st</sup> March, 2017.	E-voting	22,81,008	100	0	0	0
		Poll	80,328	100	0	0	0
		<b>Total</b>	<b>23,61,336</b>	<b>100</b>	<b>0</b>	<b>0</b>	<b>0</b>
3.	To appoint a Director in place of Mr. Bhavesh Dhirajlal Tanna (holding DIN 03353445) who retires by rotation and being eligible offers himself for reappointment	E-voting	22,81,008	100	0	0	0
		Poll	80,328	100	0	0	0
		<b>Total</b>	<b>23,61,336</b>	<b>100</b>	<b>0</b>	<b>0</b>	<b>0</b>
4	Ratification of Appointment	E-voting	22,81,008	100	0	0	







**ShivamSharma & Associates**  
**Company Secretaries**  
**B.Com, ACS**

of M/s. Shah & Kathariya, Chartered Accountants as Auditors of the Company and fixing their remuneration.						
	Poll	80,328	100	0	0	0
	Total	23,61,336	100	0	0	0

From the above report I state that the entire resolution stand passed under the combined e-voting & Poll requisite majority.

The register and all other papers and relevant records relating to electronic voting & Voting by Poll are handed over to the Chairman.

Thanking You,

Yours Faithfully,

For Shivam Sharma & Associates  
Company Secretaries

Shiavm Sharma  
Proprietor



M. No.: 35727  
Cp. No.: 16558

Place: Mumbai  
Date: 29<sup>th</sup> September, 2017.



**ShivamSharma & Associates**  
**Company Secretaries**  
**B.Com, ACS**

To,  
The Chairman,  
Narendra Investments (Delhi) Limited  
1, Matru Chhaya, Maharshi Karve Road,  
Opp. Dr. Bedekar Hospital, Naupada,  
Thane (West), Maharashtra - 400 602

Dear Sir,

**Subject: Scrutinizer's Report on remote e-voting process.**

Dear Sir,

I, CS Shivam Sharma, Company Secretary in Practice (ACS:35727, CP No. 16558) was duly appointed as the scrutinizer by the Board of Directors of the Company vide Board Resolution dated 12<sup>th</sup> August, 2017 to scrutinize the Remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any amendment thereof and voting through Poll at the venue of the Annual General Meeting (AGM) in a fair and transparent manner in respect of the Resolutions contained in the Notice of the 40<sup>th</sup> AGM of Equity Shareholders of Narendra Investments (Delhi) Limited at their Meeting held on Friday, 29<sup>th</sup> September, 2017 at 11.30 a.m. at 1, Matruchhaya, Maharshi, Karve Road, Opp. Dr. Bedekar Hospital, Naupada, Thane (West), Maharashtra - 400602.

The notice dated 12<sup>th</sup> August, 2017 convening AGM of the Company along with the statement setting out material facts under section 102 of the Companies Act, 2013 were sent to the shareholders and it was also placed on the website of the Company.

The shareholders have been informed about the facility to exercise their vote at AGM by electronic means. The Company has availed the remote e-voting facility offered by Central Depositories Services (India) Limited (CDSL) for conducting remote e-voting by the shareholders of the Company.

The shareholders of the Company holding shares at the end of the day, 22<sup>nd</sup> September, 2017 were entitled to vote on proposed resolution as set out at items no. 1 to 4 in the notice of the AGM.

The voting period for remote e-voting commenced from Monday, 25<sup>th</sup> September, 2017 at 9.00 A.M. and ended on Wednesday, 27<sup>th</sup> September, 2017 at 5.00 P.M. and CDSL platform was blocked thereafter and the votes cast under remote e-voting facility were then unblocked in the presence of two witness who were not in the employment of the Company.





I have scrutinized and reviewed the remote e-voting process and bases on the data downloaded from the remote e-voting platform provided by CDSL, I submit my following report on remote e-voting process.

1) **Resolution No.1:**

Adoption of the Financial Statements for the year ended 31<sup>st</sup> March, 2017 and Director's and Auditor's Report thereon.

i) Voted in favour of the Resolution:

Number of Members voted through electronic means	Number of votes cast by them	% of total number of valid votes cast
53	22,81,008	100

ii) Voted in against the Resolution:

Number of Members voted through electronic means	Number of votes cast by them	% of total number of valid votes cast
0	0	0

iii) Voted in against the Resolution:

Number of Members voted through electronic means	Number of votes cast by them	% of total number of valid votes cast
0	0	0

2) **Resolution No.2:**

To declare Dividend on Equity Shares for the year ended 31<sup>st</sup> March, 2017.

i) Voted in favour of the Resolution:

Number of Members voted through electronic means	Number of votes cast by them	% of total number of valid votes cast
53	22,81,008	100

ii) Voted in against the Resolution:

Number of Members voted through electronic means	Number of votes cast by them	% of total number of valid votes cast
0	0	0





**Shivam Sharma & Associates**  
**Company Secretaries**  
**B.Com, ACS**

electronic means		
0	0	0

iii) Voted in against the Resolution:

Number of Members voted through electronic means	Number of votes cast by them	% of total number of valid votes cast
0	0	0

3) **Resolution No.3:**

To appoint a Director in place of Mr. Bhavesh Dhirajlal Tanna (holding DIN 03353445) who retires by rotation and being eligible offers himself for reappointment.

i) Voted in favour of the Resolution:

Number of Members voted through electronic means	Number of votes cast by them	% of total number of valid votes cast
53	22,81,008	100

ii) Voted in against the Resolution:

Number of Members voted through electronic means	Number of votes cast by them	% of total number of valid votes cast
0	0	0

iii) Voted in against the Resolution:

Number of Members voted through electronic means	Number of votes cast by them	% of total number of valid votes cast
0	0	0

4) **Resolution No.4:**

Ratification of Appointment of M/s. Shah & Kathariya, Chartered Accountants as Auditors of the Company and fixing their remuneration.

i) Voted in favour of the Resolution:

Number of Members	Number of votes cast	% of total number of valid votes cast





**Shivam Sharma & Associates**  
**Company Secretaries**  
**B.Com, ACS**

voted through electronic means	by them	valid votes cast
53	22,81,008	100

ii) Voted in against the Resolution:

Number of Members voted through electronic means	Number of votes cast by them	% of total number of valid votes cast
0	0	0

iii) Voted in against the Resolution:

Number of Members voted through electronic means	Number of votes cast by them	% of total number of valid votes cast
0	0	0

The register and all other papers and relevant records relating to electronic voting shall remain in our custody until the chairman consider, approved & signs the minutes of the aforesaid AGM and the same are handed over to the chairman.

Thanking You,

Yours Faithfully,

For Shivam Sharma & Associates  
Company Secretaries

Shivam Sharma  
Proprietor



M. No.: 35727  
Cp. No.: 16558

Place: Mumbai  
Date: 29<sup>th</sup> September, 2017.



FORM NO. MGT-13

**Report of Scrutinizer**

[Pursuant to Section 108/109 of the Companies Act, 2013 read with the Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014 as amended]

To,  
The Chairman,  
Narendra Investments (Delhi) Limited  
1, Matru Chhaya, Maharshi Karve Road,  
Opp. Dr. Bedekar Hospital, Naupada,  
Thane (West), Maharashtra - 400 602

40<sup>th</sup> Annual General Meeting of the Shareholders of Narendra Investments (Delhi) Limited held on Friday, 29<sup>th</sup> September, 2017 at 11:30 a.m. at 1, Matruchhaya, Maharshi, Karve Road, Opp. Dr. Bedekar Hospital, Naupada, Thane (West), Maharashtra - 400 602.

Dear Sir,

I, CS Shivam Sharma, Company Secretary in Practice (ACS:35727, CP No. 16558) was duly appointed as the scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the 40<sup>th</sup> Annual General meeting of the Equity Shareholders of Narendra Investments (Delhi) Limited held on Friday, 29<sup>th</sup> September, 2017 at 11.30 a.m.

1. After the time fixed for closing of Poll by the Chairman, Ballot Box kept for polling was locked in my presence with due identification marks placed by me.
2. The locked Ballot Box was subsequently opened by me in the presence of two witnesses, who are not in employment of the company; thereafter the poll papers were diligently scrutinized. The Poll papers were reconciled with the records maintained by the Registrar and Transfer Agents/ the Company and the authorizations/ proxies lodged with the Company.
3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
4. The result of the poll is as under:





1) **Resolution No.1:**

Adoption of the Financial Statements for the year ended 31<sup>st</sup> March, 2017 and Director's and Auditor's Report thereon.

i) Voted in favour of the Resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
9	80,328	100

ii) Voted in against the Resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

iii) Voted in against the Resolution:

Number of Members present and voting (in person or by proxy) whose votes were declared invalid/abstained	Number of votes cast by them
0	0

2) **Resolution No.2:**

To declare Dividend on Equity Shares for the year ended 31<sup>st</sup> March, 2017.

i) Voted in favour of the Resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
9	80,328	100

ii) Voted in against the Resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0





iii) Voted in against the Resolution:

Number of Members present and voting (in person or by proxy) whose votes were declared invalid/abstained	Number of votes cast by them
0	0

**3) Resolution No.3:**

To appoint a Director in place of Mr. Bhavesh Dhirajlal Tanna (holding DIN 03353445) who retires by rotation and being eligible offers himself for reappointment.

i) Voted in favour of the Resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
9	80,328	100

ii) Voted in against the Resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

iii) Voted in against the Resolution:

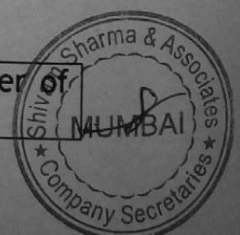
Number of Members present and voting (in person or by proxy) whose votes were declared invalid/abstained	Number of votes cast by them
0	0

**4) Resolution No.4:**

Ratification of Appointment of M/s. Shah & Kathariya, Chartered Accountants as Auditors of the Company and fixing their remuneration.

i) Voted in favour of the Resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast







**ShivamSharma & Associates**  
**Company Secretaries**  
**B.Com, ACS**

person or by proxy)		
9	80,328	100

ii) Voted in against the Resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

iii) Voted in against the Resolution:

Number of Members present and voting (in person or by proxy) whose votes were declared invalid/abstained	Number of votes cast by them
0	0

5. The Poll papers and all other relevant records were sealed and handed over to the Chairman of the Company.

Thanking You,

Yours Faithfully,

For Shivam Sharma & Associates  
Company Secretaries



Shivam Sharma  
Proprietor

M. No.: 35727  
Cp. No.: 16558

Place: Mumbai  
Date: 29<sup>th</sup> September, 2017.