

18th September, 2018

To,
The Manager,
Listing Compliance Department,
National Stock Exchange of India Ltd.,
Exchange Plaza,
Bandra Kurla Complex, Bandra (East),
Mumbai – 400 051

Dear Sir/Madam,

Re: 83rd Annual General Meeting (AGM) and voting results
Scrip Code:014019
NSE Symbol:NBIFIN

In continuation to our letters dated 30th June, 2018 and 27th August, 2018, kindly note that the 83rd Annual General Meeting (AGM) of the Company was held on 15th September, 2018 and the business mentioned in the Notice dated 30th June, 2018 was transacted thereat. In this regard, please find enclosed the following:

1. Brief proceedings of the 83rd AGM as required under Regulation 30 as **Annexure 1.**
2. Voting results held through remote e-voting and ballot at the AGM as required under Regulation 44 of the Listing Regulations as **Annexure 2.**
3. Report of Scrutinizer dated 17th September, 2018, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014 as **Annexure 3.** All resolutions as set out in the Notice of the AGM have been approved by the shareholders with requisite majority.
4. Annual Report for the financial year 2017-18 as required under Regulation 34 of the Listing Regulations duly approved by the members as per the provisions of the Companies Act, 2013 as **Annexure 4.**

The above information is also available on the website of the Company www.nbi-india.co.in

Kindly take the same on record.

Thanking you

Yours faithfully
For N.B.I. Industrial Finance Co. Ltd.

S. P. Kumar
(S.P. Kumar)
Manager



Encl.: As stated

Proceedings of 83rd Annual General Meeting held on Saturday, the 15th September, 2018

Item No.	Details of Agenda	Resolutions (Ordinary / Special)	Manner of Approval	Result
1	Adoption of Financial Statements and Reports of Board & Auditors thereon for the financial year ended 31 st March, 2018.	Ordinary	Remote e-voting	Passed with requisite majority
2	Re-appointment of Shri Bankat Lal Gaggar (DIN:00404123) as Director retiring by rotation.	Ordinary	Remote e-voting	Passed with requisite majority
3	Re-appointment of Smt. Riya Puja Jain (DIN:01559454) as Director retiring by rotation.	Ordinary	Remote e-voting	Passed with requisite majority
4	Approving appointment of Shri Tapas Kumar Bhattacharya as an Independent Director of the Company.	Ordinary	Remote e-voting	Passed with requisite majority
5	Appointment of Shri Mukesh Chaturvedi as the Secretarial Auditor for the financial year ending 31 st March, 2019.	Ordinary	Remote e-voting	Passed with requisite majority

For N.B.I. Industrial Finance Co. Ltd.

S.P. Kumar
(S.P. Kumar)
Manager

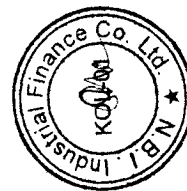
Voting Results

Date of the AGM	15th September, 2018
Total Number of shareholders as on record date	5627 shareholders as on 8th September, 2018 (Cut-off date)
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group Public	13 (Thirteen) 5614 (Five Thousand Six Hundred Fourteen)
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group Public	Not Applicable



AGENDA - WISE DISCLOSURE

Resolution required (Ordinary / Special) : Resolution No.1		Ordinary Resolution: Adoption of Financial Statements and Reports of Board & Auditors thereon for the year financial year ended 31st March, 2018.						
Whether promoter / promoter group are interested in agenda / 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
Promoter and Promoter Group	E-Voting/Ballot Poll	1	2	3 = [2/1]*100	4	5	6 = [4/2]*100	7 = [5/2]*100
		1474204	1474204	100.0000	1474204	0	100.0000	-
			0	0	0	0	0	0
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		1474204	100.0000	1474204	-	100.0000	-
Public Institutions	E-Voting/Ballot Poll	16610	0	0	0	0	0	0
			0	0	0	0	0	0
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		0	0	0	0	0	0
Public - Non-Institutions	E-Voting/Ballot Poll	965992	37	0	37	1	100.0000	2.7000
			0	0	0	0	0	0
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		37	0.0000	37	1	100.0000	2.7000
Total		2456806	1474241	60.0064	1474241	1	100.0000	0.0000



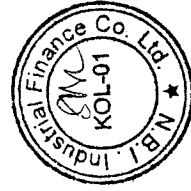
Resolution required (Ordinary / Special) :				Ordinary Resolution: Re-appointment of Shri Bankat Lal Gagar (DIN:00404123) as Director retiring by rotation.				
Resolution No.2				No				
Whether promoter / promoter group are interested in agenda / resolution ?				No				
Category	Mode of voting	No. of 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	2	3 = $[2/1] * 100$	4	5	6 = $[4/2] * 100$	7 = $[5/2] * 100$
Promoter and	E-Voting/Ballot		1474204	100.0000	1474204	0	100.0000	-
Promoter Group	Poll	1474204	0	0	0	0	0	0
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		1474204	100.0000	1474204	-	100.0000	-
Public Institutions	E-Voting/Ballot		0	0	0	0	0	0
	Poll	16610	0	0	0	0	0	0
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		0	0	0	0	0	0
Public - Non-Institutions	E-Voting/Ballot		37	0	37	1	100.0000	2.7000
	Poll	965992	0	0	0	0	0	
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		37	0.0000	37	1	100.0000	2.7000
Total		2456806	1474241	60.0064	1474241	1	100.0000	0.0000



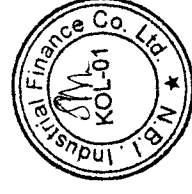
Resolution required (Ordinary / Special) :				Ordinary Resolution: Re-appointment of Smt. Riya Pujja Jain (DIN:01559454) as Director retiring by rotation.				
Whether promoter / promoter group are interested in agenda / resolution ?				No				
Category	Mode of voting	No. of shares held	No. of votes polled	% 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
Promoter and Promoter Group	E-Voting/Ballot Poll	1	2	3 = [2/1]*100	4	5	6 = [4/2]*100	7 = [5/2]*100
		1474204	1474204	100.0000	1474204	0	100.0000	-
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		1474204	100.0000	1474204	-	100.0000	-
Public Institutions	E-Voting/Ballot Poll	16610	0	0	0	0	0	0
			0	0	0	0	0	0
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		0	0	0	0	0	0
Public - Non-Institutions	E-Voting/Ballot Poll	965992	37	0	37	1	100.0000	2.7000
			0	0	0	0	0	
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		37	0.0000	37	1	100.0000	2.7000
Total		2456806	1474241	60.0064	1474241	1	100.0000	0.0000



Resolution required (Ordinary / Special) :				Ordinary Resolution: Approving appointment of Shri Tapas Kumar Bhattacharya as an Independent Director of the Company.				
Resolution No.4				No				
Whether promoter / promoter group are interested in agenda / resolution ?								
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
Promoter and Promoter Group	E-Voting/Ballot Poll	1	2	3 = [2/1]*100	4	5	6 = [4/2]*100	7 = [5/2]*100
		1474204	1474204	100.0000	1474204	0	100.0000	-
	Postal Ballot (if applicable)		-	-	0	0	0	0
Total			1474204	100.0000	1474204	-	100.0000	-
Public Institutions	E-Voting/Ballot Poll	16610	0	0	0	0	0	0
	Postal Ballot (if applicable)		-	-	0	0	0	0
Total			0	0	0	0	0	0
Public - Non-Institutions	E-Voting/Ballot Poll	965992	37	0	37	1	100.0000	2.7000
	Postal Ballot (if applicable)		0	0	0	0	0	-
Total			37	0.0000	37	1	100.0000	2.7000
Total		2456806	1474241	60.0064	1474241	1	100.0000	0.0000



Resolution required (Ordinary / Special) : Resolution No.5					Ordinary Resolution: Appointment of Shri Mukesh Chaturvedi as the Secretarial Auditor for the financial year ending 31st March, 2019.				
Whether promoter / promoter group are interested in agenda / 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	
Promoter and Promoter Group		1	2	3 = [2/1]*100	4	5	6 = [4/2]*100	7 = [5/2]*100	
	E-Voting/Ballot	1474204	1474204	100.0000	1474204	0	100.0000	-	
	Poll		0	0	0	0	0	0	
	Postal Ballot (if applicable)		-	-	-	-	-	-	
	Total		1474204	100.0000	1474204	-	100.0000	-	
Public Institutions	E-Voting/Ballot	16610	0	0	0	0	0	0	
	Poll		0	0	0	0	0	0	
	Postal Ballot (if applicable)		-	-	-	-	-	-	
	Total		0	0	0	0	0	0	
Public - Non- Institutions	E-Voting/Ballot	965992	37	0	37	1	100.0000	2.7000	
	Poll		0	0	0	0	0	-	
	Postal Ballot (if applicable)		-	-	-	-	-	-	
	Total		37	0.0000	37	1	100.0000	2.7000	
Total		2456806	1474241	60.0064	1474241	1	100.0000	0.0000	





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MAHESH SONIKA & CO.
CHARTERED ACCOUNTANTS

Scrutinizer's Report

(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies, (Management and Administration) Rules, 2014

To
The Chairman
N.B.I. Industrial Finance Co. Ltd
21, Stand Road, Kolkata – 700001

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provision of section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rule, 2014 as amended by the Companies (Management and Administration) Amended Rules, 2015 and Regulation 44 of the SEBI (LODR) Regulation, 2015 and voting through ballot/poll at the 83rd Annual General Meeting of N.B.I. Industrial Finance Co. Ltd held on Saturday, 15th September, 2018 at 10:30 A. M at Bharatiya Bhasha Parishad, 36A, Shakespeare Sarani, 4th Floor, Kolkata – 700017.

Dear Sir,

I Mahesh Agrawal, Chartered Accountants in whole time practice, have been appointed by the Board of Directors of M/s. N.B.I. Industrial Finance Co. Ltd as a Scrutinizer for the purpose of Scrutinizing the e-voting process and ballot process, and ascertaining the requisite majority on e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20(3)(xi) of the Companies, (Management and Administration) Rules, 2014 on the resolutions contained in the notice (hereinafter referred to as "the resolutions") of the 83rd Annual General Meeting (AGM) of the members of the Company held on 15th September, 2018 at 10.30 A.M. Bharatiya Bhasha Parishad, 36A, Shakespeare Sarani, 4th Floor, Kolkata – 700017.

1. The notice dated 30.06.2018 convening the 83rd Annual General Meeting (AGM) of the Company along with statement setting out material facts under section 102 of the Companies Act, 2013 was sent to the shareholders in respect of the below mentioned resolutions to be passed at the said AGM of the Company held on 15th September, 2018.
2. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the resolutions contained in the Notice to the 83rd AGM of the members of the Company. My responsibility as a Scrutinizer for the e-voting process is restricted to making a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated above and "invalid" votes, based on the reports generated from the e-voting system provided by Central Depository Services Limited, the authorised agency to provide e-voting facilities, engaged by the Company and the physical ballots received by the Company.





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MAHESH SONIKA & CO.
CHARTERED ACCOUNTANTS

3. Further to the above, I submit my report as under:

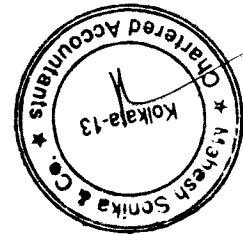
- i. The e-voting period remained open from Wednesday 12th September, 2018 (10.00 a.m) to Friday 14th September, 2018 (5.00 p.m.)
- ii. The members of the Company as on the "cut off" date i.e. 8th September, 2018 (evening) were entitled to vote on the resolutions as set out in the notice of the 81st Annual General Meeting (AGM) of the Company.
- iii. The votes were unblocked on 17th September, 2018 in the presence of 2 witnesses, Ms. Priyanka Jha and Ms. Karuna Goenka, who are not in the employment of the Company.
- iv. Thereafter, the details containing *inter-alia*, list of Equity Shareholders, who voted "for", "against" and "invalid" on each of the resolutions that were put to vote, were generated from the e-voting website of CDSL i.e. evoting@cdslindia.com and based on such reports generated, the result of the e-voting is as under:

Number of folio who cast their votes through e-voting voting and Physical ballot:	Total number of shares held by them	Total number of Valid Votes (as per details provided under each one of the Resolution(s) mentioned hereunder
42	1474246	As mentioned beside each of the resolutions

Resolution No. 1: Ordinary Resolution

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

Manner of voting	of	Votes in favour of the resolution		Votes against the resolution		Abstained /Invalid votes
		No. of Shares	Percentage	No. of Shares	Percentage	No. of Shares
Remote voting	E-	1474204	99.99	-	-	-
Polling AGM	at	37	0.01	1	100	4
TOTAL		1474241	100	1	100	4





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CHARTERED ACCOUNTANTS

Resolution No. 2: Ordinary Resolution

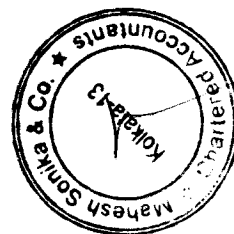
To appoint a Director in place of Shri Bankat Lal Gagar (DIN: 00404123), who retires by rotation at this Annual General Meeting and, being eligible, offers herself for re-appointment.

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Invalid votes
	No. of Shares	Percentage	No. of Shares	Percentage	No. of Shares
Remote voting	1474204	99.99	-	-	-
Polling at AGM	37	0.01	1	100	4
TOTAL	1474241	100	1	100	4

Resolution No. 3: Ordinary Resolution

To appoint a Director in place of Smt. Riya Puja Jain (DIN: 01559454), who retires by rotation at this Annual General Meeting and, being eligible, offers herself for re-appointment.

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Abstained /Invalid votes
	No. of Shares	Percentage	No. of Shares	Percentage	No. of Shares
Remote voting	1474204	99.99	-	-	-
Polling at AGM	37	0.01	1	100	4
TOTAL	1474241	100	1	100	4





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MAHESH SONIKA & CO.
CHARTERED ACCOUNTANTS

Resolution No. 4: Ordinary Resolution

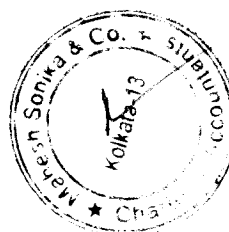
To approve appointment of Shri Tapas Kumar Bhattacharya as an Independent Director of the Company.

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Abstained votes
	No. of Shares	Percentage	No. of Shares	Percentage	No. of Shares
Remote voting	1474204	99.99	-	-	
Polling at AGM	37	0.01	1	100	4
TOTAL	1474241	100	1	100	4

Resolution No. 5: Ordinary Resolution

To appoint Shri Mukesh Chaturvedi as the Secretarial Auditor of the Company for the financial year ending 31st March, 2019.

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Abstained /Invalid votes
	No. of Shares	Percentage	No. of Shares	Percentage	No. of Shares
Remote voting	1474204	99.99	-	-	-
Polling at AGM	37	0.01	1	100	4
TOTAL	1474241	100	1	100	4





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MAHESH SONIKA & CO.
CHARTERED ACCOUNTANTS

All the Resolutions stand passed under e-voting with the requisite majority.

I hereby confirm that I am maintaining the Registers received from the Service Provider in respect of the votes cast through e-voting by the Shareholders of the Company. All the relevant records and documents will be handed over after getting confirmation of the signing of the minutes of Annual General Meeting by the Chairman.

Thanking you

Yours faithfully

Mahesh Agrawal
Chartered Accountants
C.P. No. 060605

Place: Kolkata

Date: 17.09.2018

We, the undersigned witnesses that the votes in respect of e-voting of shareholders of M/s N.B.I. Industrial Finance Co. Ltd. were unblocked from e-voting website of CDSL in our presence at 11:15 A.M. on 15th September, 2018.

Priyanka Jha
P80/9/2 Shantigarh Colony,
Tollygunge, Kolkata-700040

Karuna Goenka
174 C.R. Avenue, Kolkata-700007

Counter Signed by

For N.B.I. Industrial Finance Co. Ltd.

Manager