NITIN FIRE PROTECTION INDUSTRIES LTD.

Date: October 1, 2018

To,

BSE Limited,
Corporate Services Department,
P. J. Towers, Dalal Street,
Mumbai – 400 001.
BSE Scrip Code No. 532854

National Stock Exchange of India Limited,
Corporate Communications Department,
Exchange Plaza, 5th Floor, Bandra Kurla Complex, Bandra (E),
Mumbai - 400 051.
NSE Scrip Symbol: NITINFIRE

Sub.: Disclosure of voting results under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

Dear Sir/Madam,

Pursuant to Regulation 44(3) of the Listing Regulations, we enclose herewith the details of voting results along with the consolidated report of the scrutinizer on the remote e-voting and voting through physical Ballot/Polling paper for the business transacted at the 23rd Annual General Meeting ("AGM") of the Company held on Saturday, September 29, 2018 at BTTC / KCCMS (K. C. College of Management Studies) BLDG., 1st floor, above lings Pavalion, Mahakavi Bhushan Marg, Behind Regal Cinema, Colaba, Mumbai 400039 at 1430 hours.

Kindly acknowledge receipt.

Thanking you,

Yours faithfully,
For Nitin Fire Protection Industries Limited

Sraban Kumar Karan
Company Secretary & Compliance Officer

Encl.: As above

NITIN FIRE PROTECTION INDUSTRIES LTD.

DETAILS OF VOTING RESULTS PURSUANT TO REGULATION 44(3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015:

Date of AGM	September 29, 2018
Total number of shareholders on record date i.e; on September 22, 2018	38319
Number of shareholders present in the meeting either in person or through proxy: Promoters and Promoter group: Public:	48 14 34
Number of shareholders attended the meeting through video conferencing: Promoters and Promoter group: Public:	NIL NIL NIL

For Nitin Fire Protection Industries Limited

Sraban Kumar Karan
Company Secretary & Compliance Officer

NITIN FIRE PROTECTION INDUSTRIES LTD

Date of the AGM/EGM	29/09/2018
Total number of shareholders on record date	38319
No. of shareholders present in the meeting either in person or throught proxy: Promoters and promoter Group: Public:	48 14 34
No. of shareholders attended the meeting throught Video Conferencing: Promoters and promoter Group: Public:	NOT ARRANGED

Resolution 1 :Adoption of Accounts:To receive, consider and adopt the Standalone financial statements of the Company for the financial year ended March 31, 2018, together with the Reports of the Board of Directors and the Reports of the Auditors thereon and consolidated financial statements of the Company for the financial year ended March 31, 2018, together with the Reports of the Auditors thereon.

Resolution required :(Ordinary / Special)	Ordinary Resolution
Whether promoter/promoter group are interested in the agenda/resolution ?	No

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-VOTING	173713917	173713917	100.00	173713917	0	100.00	0.00
	POLL	173713917	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	173713917	173713917	100.00	173713917	0	100.00	0.00
Public - Institutions	E-VOTING	15976729	0	0.00	0	0	0.00	0.00
	POLL	15976729	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	15976729	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	102578976	149102	0.15	147815	1287	99.14	0.86
	POLL	102578976	878020	0.86	878020	0	100.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	102578976	1027122	1.00	1025835	1287	99.87	0.13
TOTAL		292269622	174741039	59.79	174739752	1287	100.00	0.00

Resolution 2 :Re-appointment of Mr. Nitin Shah (DIN – 00073232) who retires by rotation and being eligible offers himself for re-appointment

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 (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-VOTING	173713917	173713917	100.00	173713917	0	100.00	0.00
	POLL	173713917	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	173713917	173713917	100.00	173713917	0	100.00	0.00
Public - Institutions	E-VOTING	15976729	0	0.00	0	0	0.00	0.00
	POLL	15976729	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	15976729	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	102578976	149102	0.15	125898	23204	84.44	15.56

NITIN FIRE PROTECTION INDUSTRIES LTD. MUMBAI

	POLL	102578976	878020	0.86	878020	0	100.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	102578976	1027122	1.00	1003918	23204	97.74	2.26
TOTAL		292269622	174741039	59.79	174717835	23204	99.99	0.01

Resolution 3 :Appointment of Mr. Nitin M. Shah (DIN - 00073232) as a Managing Director

Resolution required :(Ordinary / Special)	Special Resolution
Whether promoter/promoter group are interested in the agenda/resolution ?	Yes

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-VOTING	173713917	0	0.00	0	0	0.00	0.00
	POLL	173713917	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	173713917	0	0.00	0	0	0.00	0.00
Public - Institutions	E-VOTING	15976729	0	0.00	0	0	0.00	0.00
	POLL	15976729	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	15976729	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	102578976	132769	0.13	100115	32654	75.41	24.60
	POLL	102578976	878020	0.86	878020	0	100.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	102578976	1010789	0.99	978135	32654	96.77	3.23
TOTAL		292269622	1010789	0.35	978135	32654	96.77	3.23

Resolution 4 : Reversal of the resolution passed by members on December 9, 2017 with respect to increase in authorized share capital. Alteration of the Capital Clause of the Memorandum of Association (MoA) by cancellation of increase in Authorized Share Capital of the Company.

Resolution required :(Ordinary / Special)	Special Resolution
Whether promoter/promoter group are interested in the agenda/resolution ?	No

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-VOTING	173713917	173713917	100.00	173713917	0	100.00	0.00
	POLL	173713917	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	173713917	173713917	100.00	173713917	0	100.00	0.00
Public - Institutions	E-VOTING	15976729	0	0.00	0	0	0.00	0.00
	POLL	15976729	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	15976729	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	102578976	60186	0.06	53186	7000	88.37	11.63
	POLL	102578976	878020	0.86	878020	0	100.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	102578976	938206	0.91	931206	7000	99.25	0.75
TOTAL		292269622	174652123	59.76	174645123	7000	100.00	0.00

NITIN FIRE PROTECTION INDUSTRIES LTD. ★ COMPANY SECRETARY ★ MUMBAI

MAYANK ARORA & CO.

Company Secretaries

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Chewul Wadi, Kolbat Lane,
Kalbadevi road, Marine Lines,
Mumbai – 400 002
India

Tel.: +91 22 49735566
+91 22 66155006
Email Id: cs@mayankarora.co.in
Website : www.mayankarora.co.in

FORM NO. MGT-13

SCRUTINIZER'S CONSOLIDATED REPORT

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
23rd Annual General Meeting of the Equity Shareholders of
Nitin Fire Protection Industries Limited,
held on Saturday, 29th day of September, 2018 at 2.30 P. M. at BTTC/KCCMS (K. C. College of Management Studies) BLDG, 1st Floor, above Lings Pavalion, Mahakavi Bhushan Marg, Behind Regal Cinema, Colaba, Mumbai – 400 039

Dear Sir,

I, Mayank Arora, Practicing Company Secretary, proprietor of M/s. Mayank Arora & Co., Company Secretaries appointed as Scrutinizer by the Board of Directors for the purpose of Scrutinizing the remote e-voting and Physical Voting by Ballot papers in a fair and transparent manner at the 23rd Annual General Meeting of M/s. Nitin Fire Protection Industries Limited (herein referred as "the Company"), held on Saturday, 29th day of September, 2018 at 2.30 P. M. at BTTC/KCCMS (K. C. College of Management Studies) BLDG, 1st Floor, above Lings Pavalion, Mahakavi Bhushan Marg, Behind Regal Cinema, Colaba, Mumbai – 400 039, pursuant to section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and voting through physical ballot process on the resolution contained in the Notice of the 23rd Annual General Meeting dated August 28, 2018. My responsibility as a Scrutinizer for remote e-voting and voting through physical ballots is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions, based on the reports generated from the remote e-voting system of National Depository Services (India) Limited and of voting through physical ballots casted by the Members present at the 23rd Annual General Meeting of the Company.

MAYANK ARORA & CO. ACS: 43328 CP: 13609

I submit my report as under:

1. The Company had appointed National Depository Services (India) Limited (NDSL) as the service provider, for extending the facility for the remote e-voting to the Members of the Company from Monday, 24th September, 2018 at 9:00 A.M. and closed on Friday, 28th September, 2018 at 5:00 P.M.

2. The voting rights were reckoned as on 22nd September, 2018, being cut-off date for the purpose of deciding the entitlements of Members at the remote e-voting and voting at the Meeting.

3. The Company facilitated the Members present in the 23rd Annual General Meeting who could not participate in the remote e-voting to cast their votes through poll process. After the time fixed for the poll by the Chairman, ballot box kept for polling was locked in my presence with due identification marks placed by me.

4. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.

5. The votes were unblocked on 29th September, 2018 (after the conclusion of the meeting) in the presence of 2 witnesses, namely Mr. Nikesh Shah and Ms. Kajal Khetani. Both of them are not in the employment of the Company.

Mr. Nikesh Shah

Ms. Kajal Khetani

6. 3 poll paper were found invalid.

7. The Results of the voting are as under:



ORDINARY BUSINESS:

RESOLUTION NO. 1: (AS AN ORDINARY RESOLUTION)

To consider and adopt:

a) The Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2018, together with the Report 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, 2018, together with the Report of the Auditors thereon.

(I) Voted in favour of the resolution:

	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	67	173861732	99.50
Voting by poll	19	878020	0.50
Total	86	174739752	100

(II) Voted against the resolution:

	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	5	1287	0
Voting by poll	0	0	0
Total	5	1287	0

(III) Invalid Votes:

	Total number of members (in person or in proxy) whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting by poll	3	1245
Total	3	1245

Result: Resolution passed with requisite majority.



RESOLUTION NO. 2: (AS AN ORDINARY RESOLUTION)

To appoint a Director in place of Mr. Nitin Shah (DIN: 00073232), who retires by rotation and being eligible, has offered himself for reappointment.

(I) Voted in favour of the resolution:

	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	65	173839815	99.50
Voting by poll	19	878020	0.49
Total	**84**	**174717835**	**99.99**

(II) Voted against the resolution:

	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	7	23204	0.01
Voting by poll	0	0	0
Total	7	**23204**	**0.01**

(III) Invalid Votes:

	Total number of members (in person or in proxy) whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting by poll	3	1245
Total	**3**	**1245**

Result: Resolution passed with requisite majority

MAYANK ARORA & CO. ACS 13328 CP 13609 COMPANY SECRETARIES

SPECIAL BUSINESS:

RESOLUTION NO. 3: (AS A SPECIAL RESOLUTION)

Appointment of Mr. Nitin M. Shah (DIN - 00073232) as a Managing Director.

(I) Voted in favour of the resolution:

	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	45	100115	9.90
Voting by poll	19	878020	86.86
Total	**64**	**978135**	**96.76**

(II) Voted against the resolution:

	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	11	32654	3.24
Voting by poll	0	0	0
Total	**11**	**32654**	**3.24**

(III) Invalid Votes:

	Total number of members (in person or in proxy) whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting by poll	3	1245
Total	**3**	**1245**

Result: Resolution passed with requisite majority



RESOLUTION NO. 4: (AS A SPECIAL RESOLUTION)

Reversal of the resolution passed by members on December 9, 2017 with respect to increase in authorized share capital. Alteration of the Capital Clause of the Memorandum of Association (MOA) by cancellation of increase in Authorized Share Capital of the Company:

(I) Voted in favour of the resolution:

	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	35	173767103	99.50
Voting by poll	19	878020	0.50
Total	**54**	**174645123**	100

(II) Voted against the resolution:

	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	1	7000	0
Voting by poll	0	0	0
Total	**1**	7000	0

(III) Invalid Votes:

	Total number of members (in person or in proxy) whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting by poll	3	1245
Total	**3**	**1245**

Result: Resolution passed with requisite majority

MAYANK ARORA & CO. ACS:33328 CP:13609 COMPANY SECRETARIES

8. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

9. The poll papers and other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.

10. The consolidated result of the votes cast (by Remote E-Voting and by poll) is provided as **Annexure 1** to this report.

Thanking You,
Yours Faithfully,

For Mayank Arora & Co.,
Company Secretaries

MAYANK ARORA & CO. * COMPANY SECRETARIES * ACS:33328 CP:13609

Mayank Arora
Proprietor

Place: Mumbai
Date: 29/09/2018

Annexure - 1

Consolidated result of voting (by remote e-voting and Poll) for resolution numbers 1 to 4 of the Notice of the 23rd Annual General Meeting of "Nitin Fire Protection Industries Limited" held on, September 29, 2018 at 2:30 P.M.:-

Resolution No.	Total Valid Votes Cast			Voted in favour of resolution				Voted against the resolution			
	Remote E-voting	Poll	Total	Remote E-voting	Poll	Total	%	Remote E-voting	Poll	Total	%
1	173863019	878020	174741039	173861732	878020	174739752	100	1287	0	1287	0
2	173863019	878020	174741039	173839815	878020	174717835	99.99	23204	0	23204	0.01
3	132769	878020	1010789	100115	878020	978135	96.76	32654	0	32654	3.24
4	173767103	878020	174652123	173767103	878020	174645123	100	7000	0	7000	0

Result: All Resolutions passed with requisite majority.

For Mayank Arora & Co.,
Company Secretaries

MAYANK ARORA & CO. * ACS:33328 CP:13609 * COMPANY SECRETARIES

Mayank Arora
Proprietor

Place: Mumbai
Date: 29/09/2018