CS Kishor V. Ved
B.Com., F.C.S.
Practising Company Secretary

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SCRUTINIZER REPORT FOR POSTAL BALLOT VOTING PROCESS AT THE 19TH AGM OF NITIN FIRE PROTECTION INDUSTRIES LIMITED

To,
The Chairman of the 19th Annual General Meeting (AGM) of the Shareholders of
Nitin Fire Protection Industries Limited (the Company)
Held on 30th September, 2014 at 3.00 p.m. at
Centre for Excellence in Telecom Technology and Management (CETTM)
Conference Hall, Technology Street, Hiranandani Gardens,
Powai, Mumbai – 400 076

Dear Sir,

Sub. : Passing of Resolutions through Postal Ballot Voting process
Ref. : Nitin Fire Protection Industries Limited - Paid-up Equity Capital – Rs.43,84,12,222/-

1. The Board of Directors of the Company by means of the resolution dated May 17, 2014, has appointed me as Scrutinizer for conducting the postal ballot voting process.

2. I submit my report as under:

2.1 a) in physical mode along with the Postal Ballot Form and a self-addressed pre-paid Business Reply Envelope, those shareholders, whose e-maii ID is not registered with the Company; and

b) in electronic form e through Central Depository Services Limited (CDSL) along with the details of User ID and Password to the members, whose e-mail ID is registered with the Company.

2.2 Particulars of all the postal ballots received from the Members have been entered in a Register separately maintained for the purpose.

2.3 The postal ballots forms were kept under safe custody in sealed and tamper proof ballot box before commencing.

2.4 The ballot box was opened in the presence of witnesses' viz. Mr. Shabbir Dholkawla and Mr. Ankit Mota.

2.5 The postal ballots, including e-voting were duly opened/accessed in my presence and scrutinized and the shareholding were matched/confirmed with the Register of Members/list of beneficiaries of the Company as on September 30, 2014.

KISHOR V. VED
F.C.S. NO. 5411
C.P. NO. 4691
COMPANY SECRETARY

2.6 All postal ballot forms received upto the close of working hours upto 6:00 p.m. on September 29, 2014, being the last date and time fixed by the company for receipt of the forms were considered for scrutiny.

2.7 Envelopes containing postal ballot forms received after close of working hours on September 29, 2014 were not considered for scrutiny. Envelopes containing postal ballot received after close of working hours on September 29, 2014, treated as if the reply from such shareholder(s) has not been received as per the instruction on Page No. 3 in the postal ballot form.

2.8 a. Postal ballot with the defects as mentioned in the instruction in the postal ballot form were rejected and not considered.

b. Shareholder's who have cast votes for more shares than actual holding has been considered as invalid.

3. A summary of the postal ballots received for Special Resolutions No. 1 to 5 is annexed with this report as Annexure "A".

I shall hand over the postal ballot forms and other related papers/registers and records for the safe custody to you or Mr. Abhishek Shrivastava, Company Secretary of the Company, once the Chairman considers, approves and sign the minutes of the Meeting

You may accordingly declare the result of the voting by Postal Ballot.

Thanking you.

Yours faithfully,

KISHOR V. VED
F.C.S. NO. 5411
C.P. NO. 4691
COMPANY SECRETARY

Kishor V. Ved
Practicing Company Secretary
F. C. S. No. 5411 & C. P. No. 4691
Mumbai, 30th September, 2014

Witness No. 1. Mr. Shabbir Dholkawala

Witness No. 2. Mr. Ankit Mota

Annexure "A" : Summary of the postal ballots received by Nitin Fire Protection Industries Limited for Special Resolutions No. 1 to 5 are as under :

Special Resolution No.	Particulars of Resolutions	Mode	Total Votes	Total Valid Votes	Favour		Against		Invalid
					No. of Votes	% of total Valid Votes	No. of Votes	% of total Valid Votes	
1	2	3	4	5	6	7	8	9	10
1	Creation of Charge on the assets of the Company under section 180(1)(a) of the Companies Act, 2013 ("the Act")	E-Voting	1,058,692	1,058,692	1,055,717	1.18%	2,975	0.00%	0
		Physcial	88,043,370	88,043,370	88,043,370	98.81%	-	0.00%	0
		Total Valid Votes	**89,102,062**	**89,102,062**	**89,099,087**	**100.00%**	**2,975**	**0.00%**	**0**
2	Authority to borrow funds under section 180(1)(c) of the Act.	E-Voting	1,058,692	1,058,692	1,055,717	1.18%	2,975	0.00%	0
		Physcial	88,043,370	88,043,370	88,043,370	98.81%	-	0.00%	0
		Total Valid Votes	**89,102,062**	**89,102,062**	**89,099,087**	**100.00%**	**2,975**	**0.00%**	**0**
3	Give loan or guarantee or provide security exceeding 60% of the paid up capital and free reserves of the Company under section 186 of the Act	E-Voting	1,058,692	1,058,692	4,218	0.00%	1,054,474	1.18%	0
		Physcial	88,043,370	88,043,370	88,001,172	98.76%	42,198	0.05%	0
		Total Valid Votes	**89,102,062**	**89,102,062**	**88,005,390**	**98.77%**	**1,096,672**	**1.23%**	**0**
4	Consent for delay in investment received from the Initial Public offer in the year 2007 under section 27 of the Act	E-Voting	1,058,692	1,058,692	1,054,863	1.18%	3,829	0.00%	0
		Physcial	88,043,370	88,043,370	88,043,370	98.81%	-	0.00%	0
		Total Valid Votes	**89,102,062**	**89,102,062**	**89,098,233**	**100.00%**	**3,829**	**0.00%**	**0**
5	Adopt new set of Articles of Association of the Company under section 14 of the Act	E-Voting	1,058,692	1,058,692	1,055,917	1.19%	2,775	0.00%	0
		Physcial	88,043,370	88,043,370	88,043,370	98.81%	-	0.00%	0
		Total Valid Votes	**89,102,062**	**89,102,062**	**89,099,287**	**100.00%**	**2,775**	**0.00%**	**0**

Kishor V Ved
Practicing Company Secretary
F. C. S. No. 5411 & C. P. No. 4691
Mumbai, 30th September, 2014

KISHOR V. VED
F.C.S. NO. 5411
C.P. NO. 4691
COMPANY SECRETARY