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NITIRAJ ENGINEERS LTD.

CIN : L31909MH1999PLC119231
ISO 9001: 2015 COMPANY

CORPORATE OFFICE :

BEHIND GURUDWARA, DHULE - 424 001. (M.S.) INDIA
TEL : +91 - 2562 - 239080, 239046, 239331
FAX : +91 - 2562 - 239332
E-mail : response@nitiraj.net
Web Site : www.nitiraj.net

To,
The Manager,
Listing Department,
The National Stock Exchange of India Limited,
Exchange Plaza, C/1, Block-G,
Bandra-Kurla Complex,
Bandra (E), Mumbai - 400 051

Company's Scrip Code: NITIRAJ

Sub:- Voting Results and Scrutinizer's Report of Postal Ballot (including voting by electronic means)

Ref:- Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

This has reference to our letter dated 01st August 2020, regarding conduct of Postal Ballot for obtaining shareholders' consent for migration of specified securities (Equity shares) from SME exchange platform of National Stock Exchange of India (NSE Emerge) to main board of National Stock Exchange of India (NSE) and submission of copy of Postal Ballot Notice and Form.

In this connection, we enclose herewith the details of voting results of the Postal Ballot (including voting by electronic means) in respect of the aforementioned Special Resolution Contained in the Postal Ballot Notice dated 01st August 2020, along with the Scrutinizer's Report on Postal Ballot (including voting by electronic Means).

Based on the Scrutinizer's report, the aforesaid resolution has been passed by requisite majority. You are requested to take the same on records..

Thanking you,
Yours faithfully,
For, **NITIRAJ ENGINEERS LIMITED**



RAJESH RAGHUNATH BHATWAL
Managing Director
DIN - 00547575

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VOTING RESULT OF POSTAL BALLOT

Name of The Company	NITIRAJ ENGINEERS LIMITED
Date of Postal ballot (e-voting period)	Monday, August 10 th 2020 at 9.00 A.M. and ends on Tuesday, 08 th September 2020 at 5.00 P.M.
Total number of share-holders on record	520
No. of shareholders present in the meeting either in person or through proxy	Not Applicable (Resolution passed through Postal Ballot)
Promoters and promoters group	
Public	
No. of shares holders attended meeting through Video Conference	
Promoters and Promoters group	
Public	

[Handwritten Signature]

Whether promoter / promoter groups are interested in the agenda/resolution ?	Mode of Voting	No. of shares held	No. of shares polled	% of votes polled on outstanding shares	No of Votes in favour	No of Voters Against	% of Votes in favour on votes polled	% of votes against on poll
		1	2	3	-4	-5	-6	-7
Promoter and Promoter Groups	E-voting	6976500	6976500	100	6976500	0	100	0
	Postal Ballot			0	0	0	0	0
	Total		6976500	100	6976500	0	100	0
Public Institutional	E-voting	832500	552000	66.30630631	552000	0	66.30630631	0
	Postal Ballot		252000	30.27027027	252000	0	30.27027027	0
	Total		804000	96.57657658	804000	0	96.57657658	0
Public Non Institutional	E-voting	2441997	1317000	53.93127019	1317000	0	53.93127019	0
	Postal Ballot		207000	8.47666889	207000	0	8.47666889	0
	Total		1524000	62.40793908	1524000	0	62.40793908	0

REPORT OF SCRUTINIZER ON POSTAL BALLOT AND REMOTE E-VOTING

[Pursuant to Section 108 and Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014]

09th September 2020

To,
MR. RAJESH RAGHUNATH BHATWAL
Chairman
NITIRAJ ENGINEERS LIMITED
306, A BABHA BUILDING
N. M. JOSHI MARG
NEAR POLICE STATION
MUMBAI-400011.

Dear Sir,

Sub. :- Report of Scrutinizer on Voting Process (including Physical Postal Ballot and Remote E-voting) conducted pursuant to the provisions of Section 108 and 110 of the Companies Act, 2013 ('the Act') read with Companies (Management and Administration) Rules, 2014

The Board of Directors of **Nitiraj Engineers Limited** (the Company') issued the postal ballot notice dated August 01st, 2020 (hereinafter referred as "Notice") and decided to provide to the members of the Company, facility to exercise their voting rights on the resolution as set out in the notice by way of Voting by electronic means ("remote e-voting") or physical postal ballots; as required under the provisions of Section 108 and 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014.

I, Piyush Ramesh Agrawal, Chartered Accountants having Membership No. 135041 have been appointed as the Scrutinizer by the Board of Directors of the Company vide resolution passed on August 01st 2020 as required under Section 108 and 110 of the Companies Act, 2013 and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 for the purpose of scrutinizing the results of remote e-voting and voting by physical postal ballots; in a fair and transparent manner and ascertaining the requisite majority for passing of resolutions as contained in the notice and reproduced herein below:

SPECIAL RESOLUTION :

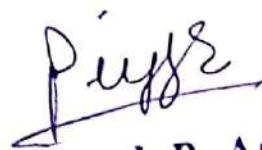
- 1. MIGRATION OF SPECIFIED SECURITIES (EQUITY SHARES) FROM SME EXCHANGE TO MAIN BOARD OF NATIONAL STOCK EXCHANGE OF INDIA LIMITED (NSE)**

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules there under relating to remote e-voting or by way of physical postal ballots. My responsibility as a scrutinizer for the voting process is restricted to ensure that the voting process is conducted in a fair and transparent manner and make the Scrutinizers' Report of the votes cast "**in favour**" or "**against**" the above resolution, based on the report generated from the physical Postal Ballots and E-Voting System provided by the National Securities Depository Limited (NSDL) the authorized agency to provide Remote E-voting facilities and engaged by the company for that purpose.


Piyush R. Agrawal
Chartered Accountant
M.No.135041

I hereby submit my report on the Special Resolution proposed in the postal ballot notice as under :

1. The members of the company whose names were recorded in the Register of Members or in the Register of Beneficial Owners maintained in the depositories as on the Cut-off date i.e. Friday July 31st 2020 were entitled to vote on the Special Resolution in the notice.
2. The postal ballot notice along with the postal ballot form was mailed electronically to the members who had registered their emails with the depositories. In other cases, the company had dispatched postal ballot notice along with the postal ballot forms and postage prepaid self-addressed business reply envelopes on August 01st 2020
3. The Company has published on August 10th 2020, an advertisement about the dispatch of Postal Ballot Notice in **FINANCIAL EXPRESS** (English) and **AAPLE MAHARASHTRA** (Marathi).
4. The votes exercised through e-voting facility from Monday, 10th August 2020 at 9:00 a.m. and ends on Tuesday, September 08th 2020 at 5.00 p.m. and all physical postal ballot forms received till Tuesday, August 08th 2020 at 5.00 p.m.; being the last date for receipt of postal ballot forms and remote e-voting; were considered for my scrutiny. The envelopes containing postal ballot forms; if any, received after 5:00 PM on Tuesday September 08th, 2020 were not considered for my scrutiny.
5. After the closure of Voting period on September 08th, 2020, I have unblocked the electronic votes in the presence of two witnesses not in the employment of the Company.
6. The details containing list of the shareholders who casted their votes electronically on each of the resolutions; was downloaded from the e-voting website of NSDL (<https://www.evoting.nsdl.com>). The physical postal ballots were reconciled with the records maintained by the Company/Registrar and Transfer Agents of the Company and the authorizations lodged with the Company.
7. I have scrutinized, downloaded and counted the votes casted through remote e-voting facility and votes casted by physical postal ballots and their particulars have been recorded in accordance with the Companies (Management and Administration) Rules, 2014; for the purpose of this report.
8. No member has voted through both the modes i.e. remote e-voting as well as physical postal ballot.


Piyush R. Agrawal
Chartered Accountant
M.No.135041

9. The results of voting are as under :-

A. Summary of Votes cast by remote e-voting and physical postal ballot
[As per Companies Act 2013]

Resolution No. 1- Migration of specified securities (Equity Shares) from SME Exchange to main board of National Stock Exchange of India Limited (NSE)

PARTICULARS	PHYSICAL POSTAL BALLOT		REMOTE E-VOTING		TOTAL (Physical Postal Ballot and Remote e-voting)	
	No. of Members Voted	No. of Vote Cast	No. of Members Voted	No. of Vote Cast	No. of Members Voted	No. of Vote Cast
a. Total postal ballot forms / e-votes received	14	459000	78	1869000	92	2328000
b. Less : Invalid postal ballot forms and /or e-votes (a-b)	0	0	5	6976500	0	0
c. Net valid Postal Ballot Forms and /or e-votes (a-b)	14	459000	78	1869000	92	2328000
d. Postal ballot Forms / E-votes in favor	14	459000	78	1869000	92	2328000
e. % of e-votes in favour on votes polled (d/c*100)	100	100%	100	100%	100%	100%
f. Postal Ballot Forms / E-votes against	0	0	0	0	0	0
g. % of e-votes against on votes polled (f/c*100)	0	0	0	0	0	0

Note - In above we have not considered votes of Promoters and Promoter Groups

C. Summary of Votes cast by remote e-voting and physical postal ballot in respect of public shareholders [As per Regulation 277 of Securities and Exchange Board of India (Issue Of Capital And Disclosure Requirements) Regulations, 2018]

Resolution No. 1 - Migration of specified securities (Equity Shares) from SME Exchange to main board of National Stock Exchange of India Limited (NSE).

Mode of Voting	No. of Public shareholders	No of valid votes cast by public share holders	No of valid votes cast by public shareholders in FAVOUR	% of total no. of valid votes cast by public share holders in FAVOUR	% of total no. of valid votes cast by public share holders in AGAINST	% of total no. of valid votes cast by public share holders in AGAINST
Postal Ballot	14	459000	459000	100%	0	0
Remote E-voting	78	1869000	1869000	100%	0	0
Total	92	2328000	2328000	100%	0	0

Invalid Votes :- Nil.

Piyush
Piyush R. Agrawal
Chartered Accountant
M.No.135041
Scanned with Cam

M/s. Santosh B. Gandhi & Co.
Chartered Accountants Firm

CA Piyush R. Agrawal
FCA, CS, CWA (F)
Partner

10. All registers, relevant records and other incidental papers, ballot papers, particulars of shareholders such as name, folio number or DP ID/ Client ID, number of shares dissented, number of shares rejected and other papers related to e-voting, postal ballot papers and ballot papers of voting at the meeting which are in my safe custody have been handed over to the Company Secretary of the Company for safe keeping.

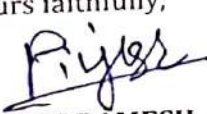
RESULT

Based on the above result, the Special Resolution mentioned herein above proposed to Members of **NITIRAJ ENGINEERS LIMITED** stand passed with requisite 3/4th majority.

Further, the votes cast in favour by the shareholders other than promoter shareholders are at least two times the number of votes cast against the said Resolution. Hence, the Special Resolution mentioned herein above stands passed with requisite majority as prescribed under Regulation 277 of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018.

The Chairman may accordingly declare the result of voting through remote e-voting facility and voting by Physical Postal Ballot in respect of Special resolution mentioned in the Postal Ballot Notice.

Thanking You,
Yours faithfully,


Piyush R. Agrawal
Chartered Accountant
M. No. 135041
Chartered Accountants
M. No. 135041

UDIN : 20135041AAAAED6808

M/s. Santosh B. Gandhi & Co.
Chartered Accountants Firm

CA Piyush R. Agrawal
FCA, CS, CWA (F)
Partner

Scrutinizer appointed for the Postal Ballot Process
(Including Remote e-voting and Voting by physical postal ballot)
Counter-signed by :

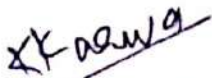
For NITIRAJ ENGINEERS LIMITED



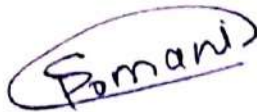
KAILAS AGRAWAL
CFO

Date : September 09th 2020
Place : Dhule

The Scrutinizer unblocked the votes from the e-voting system of NSDL in our presence at 10.00 AM on Wednesday, September 09th, 2020.



Mr. Karan Karwa



Ms. Payal Somani