



**NEYVELI LIGNITE CORPORATION LIMITED**

(A Government of India Enterprise)

**Office of the Chairman-cum-Managing Director**

**Regd. Office: 'Neyveli House', No.135, Periyar EVR High Rd., CHENNAI-600 010.**

**Corporate Office: Block-1, Neyveli-607 801, Cuddalore District, Tamil Nadu.**

Phone: 04142/252205. Fax: 04142-252645,252646

CIN:L93090TN1956GOI003507

Web-site:www.nlcindia.com:E-mail:cosec@nlcindia.com

Lr.No.Secy/Postal Ballot/Cl.35A/2015

Dt.05.02.2015

To

The National Stock Exchange of India Ltd

Plot No.C/1,G Block

Bandra-Kurla Complex

Bandra(E)

MUMBAI-400 051

Fax No. 22-26598237/38

**SCRIPCODE: NEYVELILIG**

Dear sirs,

Sub :Furnishing of Voting Results of Postal Ballot and e-voting under Clause 35A of Listing Agreement.

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In terms of Clause 35A of the Listing Agreement, the results of the Postal Ballot conducted by the Company are detailed below in the prescribed form;

|                                                                               |                                          |
|-------------------------------------------------------------------------------|------------------------------------------|
| Date of the AGM/EGM                                                           | Not applicable as it was a Postal Ballot |
| Date of Declaration of results of Postal Ballot                               | 05.02.2015                               |
| Total number of shareholders as on record date (cut-off date)                 | 95133                                    |
| No. of shareholders present in the meeting either in person or through proxy: |                                          |
| Promoters and Promoter Group:                                                 | Not applicable                           |
| Public                                                                        |                                          |
| No. of Shareholders attended the meeting through Video Conferencing           |                                          |
| Promoters and Promoter Group:                                                 | Not applicable                           |
| Public:                                                                       |                                          |

Details of the Agenda:

Item No. 1 : Creation of mortgage/charge on the assets of the Company for securing the borrowing from time to time

Resolution required : Special Resolution

Mode of Voting : Postal Ballot and E-voting

Result : Carried with requisite majority

Item No. 2 : Alteration of Articles of Association of the Company:

Resolution required : Special Resolution

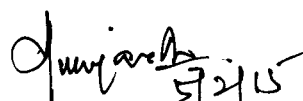
Mode of Voting : Postal Ballot and E-voting

Result : Carried with requisite majority

The details regarding voting results in the specified format as per clause 35A of the Listing Agreement along with the reports of the Scrutiniser appointed for the above postal ballot and e-voting conducted are enclosed for your records.

Thanking you,

Yours faithfully,  
for Neyveli Lignite Corporation Limited

  
Company Secretary

**NAME OF THE COMPANY: NEYVELI LIGNITE CORPORATION LIMITED**

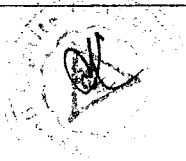
Declaration in accordance with Clause 35A of the Listing Agreement

**Postal ballot / E-voting start date: 31.12.2014****Postal ballot / E-voting end date: 29.01.2015**

Date of declaration of results:

Total No. of shareholders : 95133

| Resolution No | Category                       | 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             | Promoter and Promoter group    | 1509938640           | 1509938640           | 100.00%                                 | 1509938640             | 0                    | 100.00%                                | 0.00%                                |
|               | Public - Institutional holders | 140400912            | 121,148,445          | 86.29%                                  | 121,148,445            | 0                    | 100.00%                                | 0.00%                                |
|               | Public - Others                | 27370048             | 396,392              | 1.45%                                   | 380,297                | 16095                | 95.9396%                               | 4.0604%                              |
|               | <b>Total</b>                   | <b>1,677,709,600</b> | <b>1,631,483,477</b> | <b>97.24%</b>                           | <b>1,631,467,382</b>   | <b>16,095</b>        | <b>99.9990%</b>                        | <b>0.0010%</b>                       |
| 2             | Promoter and Promoter group    | 1509938640           | 1509938640           | 100.00%                                 | 1509938640             | 0                    | 100.00%                                | 0.00%                                |
|               | Public - Institutional holders | 140400912            | 121,148,445          | 86.29%                                  | 120,805,700            | 342745               | 99.7171%                               | 0.2829%                              |
|               | Public - Others                | 27370048             | 372,830              | 1.36%                                   | 356,522                | 16308                | 95.6259%                               | 4.3741%                              |
|               | <b>Total</b>                   | <b>1,677,709,600</b> | <b>1,631,459,915</b> | <b>97.24%</b>                           | <b>1,631,100,862</b>   | <b>359,053</b>       | <b>99.9780%</b>                        | <b>0.0220%</b>                       |



R. Balasubramaniam  
Company Secretary  
CP - No. 1340

'Newry Suprit', 2A  
No 27, 2nd Floor, J Block,  
2<sup>nd</sup> Street, Anna Nagar East,  
Chennai 600 102  
Phone: 91-44-26269826

### SCRUTINIZER'S REPORT

To  
The Chairman-cum-Managing Director  
M/s. NEYVELI LIGNITE CORPORATION LIMITED  
"Neyveli House", No.135, Periyar EVR High Road  
Kilpauk, Chennai - 600 010

Dear Sir,

1. The Board of Directors of M/s. Neyveli Lignite Corporation Limited at its meeting held on November 7 2014, has appointed me as a Scrutinizer for conducting the postal ballot and e-voting pursuant to Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 for resolutions set out in item no.1 and 2 in the Postal Ballot Notice dated December 11, 2014.
2. I submit my report as under:
  - i. The company has completed on December 31, 2014 the despatch of Notice of Postal Ballot to all Members whose name(s) appeared on the Register of Members/list of Beneficial Owners as per the records of the Depositories (NSDL & CDSL) as on December 19, 2014.
  - ii. The members of the Company as on the "cut-off" date i.e., Friday, December 19, 2014 were entitled to vote on the resolution through physical postal ballot forms or E-Voting platform provided by the Central Depository Services (India) Limited (CDSL).
  - iii. Particulars of all the postal ballot forms received from the Members have been entered in a register separately maintained for the purpose.
  - iv. The postal ballot forms were kept under my safe custody.
  - v. The postal ballot forms were opened on January 29, 2015 after the close of working hours in my presence and the votes cast through e-voting were unblocked after the completion of E-voting process at 5.30 P.M. on January 29, 2015 in the presence of two (2) witnesses, Mr. Balu Sridhar and Mr. Pankaj Mehta, who are not in the employment of Company.



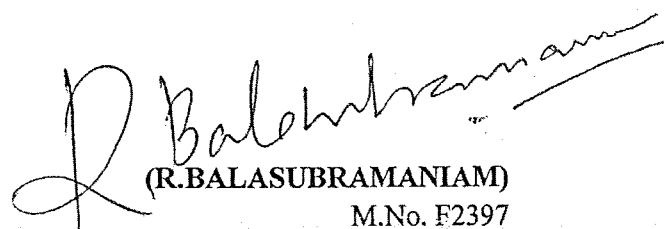
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Company Secretary  
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- vi. The votes cast through postal ballot forms and e-voting platform were scrutinized and the shareholding was matched/ confirmed with the Register of Members of the Company / list of beneficiaries as on the cut-off date i.e., December 19, 2014.
  - vii. All postal ballot forms received upto the close of working hours on January 29, 2015 being the last date and time fixed by the company for receipt of the forms, were considered for my scrutiny.
  - viii. No postal ballot forms which were received after the close of working hours on January 29, 2015 have been considered.
  - ix. Postal ballot forms returned undelivered aggregated to 8200 nos. vide serial number 1 to 8200 were also not opened and they were separately kept.
  - x. I did not find any defaced or mutilated ballot paper.
3. The summary of votes cast through e-voting & postal ballot forms are furnished in Annexure 1 of this report.
  4. There were no shareholders who participated in both e-voting and postal ballot.
  5. I have handed over the postal ballot forms and other related papers / registers and records, for safe custody to the Company Secretary.
  6. You may accordingly declare the result of the voting by Postal ballot & e-voting.

Thanking you,

Place: Chennai  
Date: 02.02.2015

  
(R. BALASUBRAMANIAM)  
M.No. F2397  
C.P. No.1340



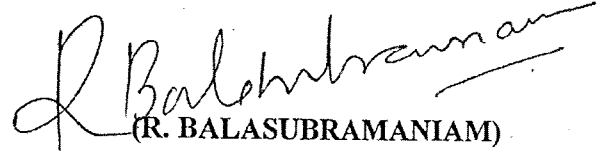
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Annexure 1 (referred to in paragraph no.3 under 'SCRUTINIZER'S REPORT' of even date) Summary of votes cast through e-voting & postal ballot forms

| Resolution No.1                      | Creation of mortgage/ charge on the assets of the Company for securing borrowing from time to time. |              |                |              |                    |              |                         |
|--------------------------------------|-----------------------------------------------------------------------------------------------------|--------------|----------------|--------------|--------------------|--------------|-------------------------|
|                                      | Special Resolution                                                                                  |              |                |              |                    |              |                         |
|                                      | Postal Ballot Forms                                                                                 |              | E-Votes        |              | Total votes polled |              | % to total votes polled |
|                                      | Votes / Shares                                                                                      | Count (Nos.) | Votes / Shares | Count (Nos.) | Votes / Shares     | Count (Nos.) |                         |
| Total Votes received                 | 154,31,59,956                                                                                       | 1586         | 8,83,46,388    | 157          | 163,15,06,344      | 1743         | 100                     |
| Less : Invalid votes                 | 22,863                                                                                              | 117          | 4              | 1            | 22,867             | 118          | 0.0014                  |
| Net Valid votes                      | 154,31,37,093                                                                                       | 1469         | 8,83,46,384    | 156          | 163,14,83,477      | 1625         | 99.9986                 |
| Votes favouring the resolution - (A) | 154,31,24,677                                                                                       | 1377         | 8,83,42,705    | 140          | 163,14,67,382      | 1517         | 99.9990                 |
| Votes against the resolution - (B)   | 12,416                                                                                              | 92           | 3,679          | 16           | 16,095             | 108          | 0.0010                  |
| Total Votes received -(A)+(B)        | 154,31,37,093                                                                                       | 1469         | 8,83,46,384    | 156          | 163,14,83,477      | 1625         | 100                     |

Place: Chennai  
Date: 02.02.2015

  
(R. BALASUBRAMANIAM)

M. No. F2397  
C.P. No.1340

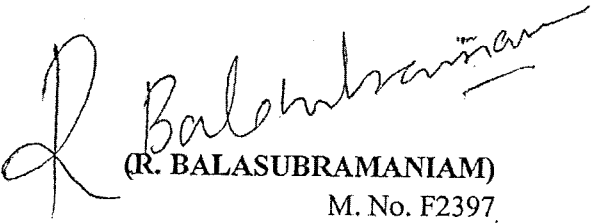


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Chennai 600 102  
Phone: 91-44-26269826

| Resolution No.2                      | Alteration of Articles of Association of the Company. |              |                |              |                    |              |                         |
|--------------------------------------|-------------------------------------------------------|--------------|----------------|--------------|--------------------|--------------|-------------------------|
|                                      | Special Resolution                                    |              |                |              |                    |              |                         |
|                                      | Postal Ballot Forms                                   |              | E-Votes        |              | Total votes polled |              | % to total votes polled |
|                                      | Votes / Shares                                        | Count (Nos.) | Votes / Shares | Count (Nos.) | Votes / Shares     | Count (Nos.) |                         |
| Total Votes received                 | 154,31,59,956                                         | 1586         | 8,83,46,388    | 157          | 163,15,06,344      | 1743         | 100                     |
| Less : Invalid votes                 | 46,429                                                | 221          | 0              | 0            | 46,429             | 211          | 0.0028                  |
| Net Valid votes                      | 154,31,13,527                                         | 1375         | 8,83,46,388    | 157          | 163,14,59,915      | 1532         | 99.9972                 |
| Votes favouring the resolution - (A) | 154,30,99,360                                         | 1284         | 8,80,01,502    | 138          | 163,11,00,862      | 1422         | 99.9780                 |
| Votes against the resolution - (B)   | 14,167                                                | 91           | 3,44,886       | 19           | 3,59,053           | 110          | 0.0220                  |
| Total Votes received - (A)+(B)       | 154,31,13,527                                         | 1375         | 8,83,46,388    | 157          | 163,14,59,915      | 1532         | 100                     |

Place: Chennai  
Date: 02.02.2015

  
(R. BALASUBRAMANIAM)  
M. No. F2397  
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