

NALWA SONS INVESTMENTS LIMITED

Regd. Office: 28, Najafgarh Road,
Moti Nagar Industrial Area,
Delhi - 110 015, INDIA
CIN: L65993DL1970PLC146414

September 30, 2015

BSE Ltd.
Corporate Relationship Department,
1st Floor, New Trading Ring,
Rotunda Building, P J Towers,
Dalal Street, Fort, Mumbai - 400 001
022 - 2272 3121, 2037, 2041,
3719, 2039, 2272 2061
corp.relations@bseindia.com
Security Code No.: 532256

National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor,
Plot no. C/1, G Block
Bandra-Kurla Complex, Bandra(E),
Mumbai-400051
022 -2659 8237, 8238, 8347, 8348
cmllist@nse.co.in

Security Code No. : NSIL

Sub: Details of Voting Results at 44th Annual General Meeting of the Company under Clause 35A of the Listing Agreement.

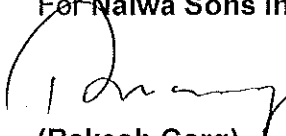
Dear Sir,

Pursuant to Clause 35A of the Listing Agreement, details of voting results of the 44th Annual General Meeting ("AGM") of the Company held on Monday, September 28, 2015 at N.C. Jindal Public School, Road No. 73, West Punjabi Bagh, New Delhi, is enclosed as per the prescribed format.

We request you to note the same and acknowledge the receipt of this letter.

Thanking You.

Yours Faithfully,
For **Nalwa Sons Investments Limited**


(Rakesh Garg)
Director

Encl: As above

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Details of Voting Result

Date of the AGM	Monday, 28th September, 2015
Total number of shareholders on record date (i.e. 21.08.2015 cut-off date for e-voting)	22,966
No. of Shareholders present in the meeting either in person or through proxy: - Promoters and Promoter Group - In person - In proxy - Authorized Representative of Body Corporate - Public - In person - In proxy	Nil 9 proxies representing 14 Shareholders 9 Authorized Representative 43 Individuals Nil
No. of Shareholders attended the meeting through Video Conferencing	Not Arranged

AGENDA-WISE VOTING RESULTS In case of E-voting/Physical Ballot/Poll

The mode of voting for all resolution was e-voting, physical ballot and poll conducted at the meeting.

Item No.	Detail of the Agenda	Resolution required: (Ordinary/ Special)	Mode of voting: (E-voting / Physical Ballot /Poll)	Remarks
1.	To adopt Standalone and Consolidated Financial Statements of the Company including Report of Board of Directors and Auditors.	Ordinary	E-voting/ Physical Ballot/Poll	The resolution was passed with requisite majority.
2.	To appoint a Director in place of Mr. Mahender Kumar Goel, who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary	E-voting/ Physical Ballot/Poll	The resolution was passed with requisite majority.
3.	Ratification of appointment of M/s. N.C. Aggarwal & Co., Chartered Accountants, (Firm Registration No. 003273N), Statutory Auditors of the Company.	Ordinary	E-voting/ Physical Ballot/Poll	The resolution was passed with requisite majority.
4.	To consider appointment of Mr. Shailesh Goyal as an Independent Director.	Ordinary	E-voting/ Physical Ballot/Poll	The resolution was passed with requisite majority

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5.	To consider appointment of Ms. Vaishali Deshmukh as an Independent Director.	Ordinary	E -voting/ Physical Ballot/Poll	The resolution was passed with requisite majority
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Resolution No. 1

To adopt Standalone and Consolidated Financial Statements of the Company including Report of Board of Directors and Auditors.

Promoter/ Public	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 $(3)=[(2)/(1)]*100$	4	5	6= $[(4)/(2)]*100$	7= $[(5)/(2)]*100$
Promoter and Promoter Group	28,56,510	28,56,510	100	28,56,510	0	100	0
Public – Institutional holders	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public – Others	22,79,653	663	0.029	648	15	97.74	2.26
Total	51,36,163	28,57,173	55.63	28,57,158	15	99.99	0.00

Resolution No. 2

To appoint a Director in place of Mr. Mahender Kumar Goel, who retires by rotation and being eligible, offers himself for re-appointment.

Promoter/ Public	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 $(3)=[(2)/(1)]*100$	4	5	6= $[(4)/(2)]*100$	7= $[(5)/(2)]*100$
Promoter and Promoter Group	28,56,510	28,56,510	100	28,56,510	0	100	0
Public – Institutional	Nil	Nil	Nil	Nil	Nil	Nil	Nil

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holders							
Public – Others	22,79,653	663	0.029	648	15	97.74	2.26
Total	51,36,163	28,57,173	55.63	28,57,158	15	99.99	0.00

Resolution No. 3

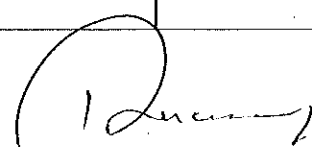
To Ratify the appointment of M/s. N.C. Aggarwal & Co., Chartered Accountants, (Firm Registration No. 003273N), Statutory Auditors of the Company.

Promoter/ Public	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 (3)=[(2)/ (1)]*100	4	5	6= [(4)/(2)]*100	7= [(5)/(2)]*100
Promoter and Promoter Group	28,56,510	28,56,510	100	28,56,510	0	100	0
Public – Institutional holders	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public – Others	22,79,653	663	0.029	633	30	95.47	4.53
Total	51,36,163	28,57,173	55.63	28,57,143	30	99.99	0.00

Resolution No. 4

To consider appointment of Mr. Shailesh Goyal as an Independent Director.

Promoter/ Public	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 (3)=[(2)/ (1)]*100	4	5	6= [(4)/(2)]*100	7= [(5)/(2)]*100
Promoter and Promoter Group	28,56,510	28,56,510	100	28,56,510	0	100	0



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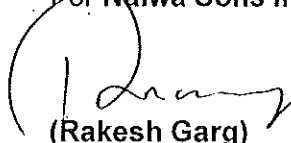
Public – Institutional holders	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public – Others	22,79,653	663	0.029	648	15	97.74	2.26
Total	51,36,163	28,57,173	55.63	28,57,158	15	99.99	0.00

Resolution No. 5

To consider appointment of Ms. Vaishali Deshmukh as an Independent Director.

Promoter/ Public	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 (3)=[(2)/ (1)]*100	4	5	6= [(4)/(2)]*100	7= [(5)/(2)]*100
Promoter and Promoter Group	28,56,510	28,56,510	100	28,56,510	0	100	0
Public – Institutional holders	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public – Others	22,79,653	663	0.029	633	30	95.47	4.53
Total	51,36,163	28,57,173	55.63	28,57,143	30	99.99	0.00

Yours Faithfully,
For Nalwa Sons Investments Limited


(Rakesh Garg)
Director

SURINDER VASHISHTHA & ASSOCIATES
(Company Secretaries)
UGF, G1/285, Dal Mill Road, Uttam Nagar, New Delhi - 110059
(M) + 91-9868074335, svacslegal@gmail.com

CONSOLIDATED SCRUTINIZER REPORT

To,

The Chairman,
44th Annual General Meeting of
Nalwa Sons Investments Limited
(CIN- L65993DL1970PLC146414)

Registered Office: 28 Najafgarh Road, Moti Nagar Industrial Area, New Delhi - 110 015

Sub: Passing of Resolutions through Electronic Voting Facility and Physical Mode conducted at the 44th AGM of Nalwa Sons Investments Limited held on 28th September, 2015.

Dear Sir,

I, Surinder Vashishtha of Surinder Vashishtha & Associates, Practicing Company Secretaries, was appointed as the Scrutinizer by the Board of Directors of M/s Nalwa Sons Investments Limited ("the Company") at its meeting held on 08th August, 2015, pursuant to Section 108 of the Companies Act, 2013 read with Rules Companies (Management and Administration) Amendment Rules, 2015, to conduct the e-voting process and to scrutinize the voting cast through Ballot/polling paper in respect of the resolutions to be passed at the 44th AGM of the Company on 28th September, 2015.

The Company availed the e-voting facility of Central Depository Services (India) Limited ("CDSL") for extending the facility of remote e-voting to the Shareholders of the Company from 25th September, 2015 at 9.00 a.m. to 27th September, 2015 at 5.00 p.m. The CDSL e-voting platform was then blocked thereafter and the votes cast under e-voting facilities were then unblocked by me on 28th September, 2015 in the presence of two witnesses who are not in employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Witness:

Signature:

Naveen

Name:

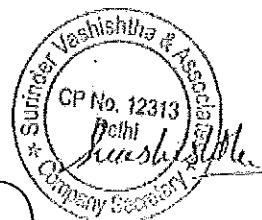
Naveen

Umesh Kumar

Umesh Kumar

At the 44th AGM of the Company held on 28th September, 2015, the Chairman of the Company had suo motto called for a poll to facilitate the members present in the meeting who could not exercise e-voting facility, to record their votes through the poll process.

I submit my Report as under on the result of the voting through electronic means and physical mode in respect of the said Resolutions:



Umesh Kumar

Resolution No. 1

To receive, consider and adopt:

- a. the Audited Financial Statement of the Company for the Financial Year ended on 31st March, 2015, the Reports of Board of Directors and Auditors thereon, and
- b. the Audited Consolidated Financial Statement of the Company for the Financial Year ended on 31st March, 2015.

Voting Method	Voting in Favour (Assent)			Voting in Against (Dissent)			Invalid Votes	
	No. of Members	No. of Votes Casted	% to Valid Votes	No. of Members	No. of Votes Casted	% to Valid Votes	No. of Members Voting	No. of Votes Casted
E-Voting	51	2,857,158	99.9948	1	15	0.0005	-	-
Physical Ballot	9	133	0.0047	-	-	-	3	93
Total	60	2,857,291	99.9995	1	15	0.0005	3	93

Resolution No. 2

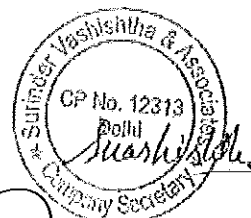
To appoint a Director in place of Mr. Mahender Kumar Goel (DIN: 00041866), who retires by rotation and being eligible, offers himself for re-appointment.

Voting Method	Voting in Favour (Assent)			Voting in Against (Dissent)			Invalid Votes	
	No. of Members	No. of Votes Casted	% to Valid Votes	No. of Members	No. of Votes Casted	% to Valid Votes	No. of Members Voting	No. of Votes Casted
E-Voting	51	2,857,158	99.9948	1	15	0.0005	--	--
Physical Ballot	9	133	0.0047	--	--	--	3	93
Total	60	2,857,291	99.9995	1	15	0.0005	3	93

Resolution No. 3

To ratify the appointment of M/s N. C. Aggarwal & Co., Chartered Accountants (Firm Regn: No. 003273N), Statutory Auditors of the Company appointed at the 43rd Annual General Meeting of the Company held on Monday, 29th September, 2014 and to fix their remuneration and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 139, 142 and other applicable provisions of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, and the resolution passed by the Shareholders in the 43rd Annual General Meeting of the Company held on



Surinder Vashishtha

29th September, 2014, the appointment of M/s. N.C. Aggarwal & Co., Chartered Accountants (Firm Regn. No. 003273N), as statutory auditors of the Company to conduct audit of the books of accounts of the Company for a period of three consecutive years, i.e. upto the conclusion of its 46th Annual General Meeting, be and is hereby ratified and the Board of Directors of the Company be and is hereby authorised to fix the remuneration payable to them for the financial year ending 31st March, 2016."

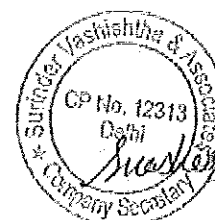
Voting Method	Voting In Favour (Assent)			Voting In Against (Dissent)			Invalid Votes	
	No. of Members	No. of Votes Casted	% to Valid Votes	No. of Members	No. of Votes Casted	% to Valid Votes	No. of Members Voting	No. of Votes Casted
E-Voting	50	2,857,143	99.9943	2	30	0.0010	--	--
Physical Ballot	9	133	0.0047	--	--	--	3	93
Total	59	2,857,276	99.999	2	30	0.0010	3	93

Resolution No. 4

TO CONSIDER APPOINTMENT OF MR. SHAILESH GOYAL AS AN INDEPENDENT DIRECTOR:

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and all other applicable provisions and Schedule IV of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014, as may be amended from time to time, and Clause 49 of the Listing Agreement, Mr. Shailesh Goyal (DIN: 03547239), who was appointed as an Additional Director on 25th March, 2015 by the Board of Directors and whose term expires in the ensuing Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, whose office shall not be liable to retirement by rotation, to hold office for a term of five consecutive years commencing from 25th March, 2015. till 24th March, 2020."

Voting Method	Voting In Favour (Assent)			Voting In Against (Dissent)			Invalid Votes	
	No. of Members	No. of Votes Casted	% to Valid Votes	No. of Members	No. of Votes Casted	% to Valid Votes	No. of Members Voting	No. of Votes Casted
E-Voting	51	2,857,158	99.9948	1	15	0.0005	--	--
Physical Ballot	9	133	0.0047	--	--	--	3	93
Total	60	2,857,291	99.9995	1	15	0.0005	3	93



[Handwritten Signature]

Resolution No. 5

TO CONSIDER APPOINTMENT OF MRS. VAISHALI DESHMUKH AS AN INDEPENDENT DIRECTOR:

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and all other applicable provisions and Schedule IV of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014, as may be amended from time to time; and Clause 49 of the Listing Agreement, Mrs. Vaishali Deshmukh (DIN: 07133868), who was appointed as an Additional Director on 25th March, 2015 by the Board of Directors and whose term expires in the ensuing Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing her candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, whose office shall not be liable to retirement by rotation, to hold office for a term of five consecutive years commencing from 25th March, 2015 till 24th March, 2020."

Voting Method	Voting in Favour (Assent)			Voting in Against (Dissent)			Invalid Votes	
	No. of Members	No. of Votes Casted	% to Valid Votes	No. of Members	No. of Votes Casted	% to Valid Votes	No. of Members Voting	No. of Votes Casted
E-Voting	50	2,857,143	99.9943	2	30	0.0010	--	--
Physical Ballot	9	133	0.0047	--	--	--	3	93
Total	59	2,857,276	99.999	2	30	0.0010	3	93

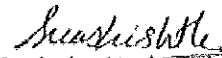
All the resolutions Stands passed under e-Voting and poll with the requisite majority.

The Register, all other papers and relevant records relating to e-voting and physical mode were sealed and handed over to the Company Secretary for safe keeping.

Thanking You.

Yours faithfully,

For Surinder Vashishtha & Associates


Surinder Vashishtha

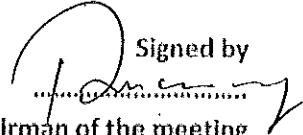
M.No: A-21285

C.P No: 12313

Place: New Delhi

Date: 30th September, 2015



Signed by

Chairman of the meeting
in respect of Item No. 1 to 5



SURINDER VASHISHTHA & ASSOCIATES
(Company Secretaries)
UGF, G1/285, Dal Mill Road, Uttam Nagar, New Delhi - 110059
(M) + 91-9868074335, svacslegal@gmail.com

SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(3)(xi) of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman,

44th Annual General Meeting of

NALWA SONS INVESTMENTS LIMITED

(CIN- L65993DL1970PLC146414)

Registered Office: 28 Najafgarh Road, Moti Nagar Industrial Area, New Delhi – 110 015

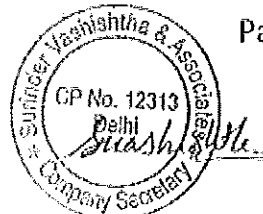
Dear Sir,

I, Surinder Vashishtha, Practicing Company Secretary, have been appointed by the Board of Directors of Nalwa Sons Investments Limited (CIN- L65993DL1970PLC146414) ("the Company") as the Scrutinizer for the purpose of scrutinizing the e-voting 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 of the Companies (Management and Administration) Rules, 2014 (Rules) on the resolution contained in the notice of the 44th Annual General Meeting (AGM) of the members of the Company, to be held on Monday, the 28th day of September, 2015 at 03: 30 p.m. at N.C. Jindal Public School, Road No. 73, West Punjabi Bagh, New Delhi-110026.

The management of the Company is responsible for ensuring the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the resolution contained in the notice of the AGM of the members of the Company. My responsibility as a Scrutinizer for the e-voting is restricted to make a Scrutinizer's Report on the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting systems provided by Central Depository Services (India) Limited ("CDSL"), the authorized agency to provide e-voting facilities, engaged by the Company. Accordingly, I submit my report as under:

- i. The e-voting period remained open from 25th September, 2015 at 9.00 a.m to 27th September, 2015 at 5.00 p.m.
- ii. The members of the Company as on the "cut off" date i.e 21st September, 2015 were entitled to vote on the resolution as set out in the notice of the AGM.
- iii. As required under Clause (xi) of Sub Rule-3 of the Rule -20 of the Companies (Management and Administration) Rules, 2014, for the purpose of making scrutinizers report of vote cast in favour or against, the votes cast were unblocked on 28th September, 2015 in the presence of 2 witnesses, Mr. Umesh Kumar and Mr. Naveen, who are not in the employment of the Company. Both have signed at the end of the report in confirmation of the votes being unblocked in their presence.

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- iv. Thereafter, the details containing inter alia, list of equity shareholders, who voted "for" "against" the resolution that was put to vote, were generated from e-voting website of Central Depository Services (India) Limited ("CDSL") i.e. www.evotingindia.com and based on such reports generated, the result of the e-voting is as under:

Item No. 1 Ordinary Resolution:

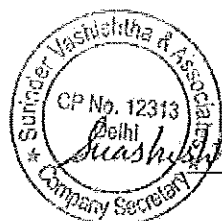
To receive, consider and adopt:

- the Audited Financial Statement of the Company for the Financial Year ended on 31st March, 2015, the Reports of Board of Directors and Auditors thereon, and
- the Audited Consolidated Financial Statement of the Company for the Financial Year ended on 31st March, 2015.

Promoter/ Public	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 (3)=[(2)/ (1)]*100	4	5	6= [(4)/(2)]*100	7= [(5)/(2)]*100
Promoter and Promoter Group	28,56,510	28,56,510	100	28,56,510	0	100	0
Public – Institutional holders	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public – Others	22,79,663	663	0.029	648	15	97.74	2.26
Total	51,36,163	28,57,173	55.63	28,57,158	15	99.99	0.00

Item No. 2 Ordinary Resolution:

To appoint a Director in place of Mr. Mahender Kumar Goel (DIN: 00041866), who retires by rotation and being eligible, offers himself for re-appointment.



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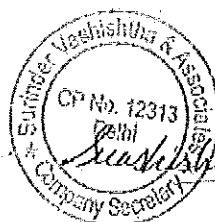
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Promoter/ Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes in favour	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
	1	2	3 $(3) = [(2)/(1)] * 100$	4	5	6= $[(4)/(2)] * 100$	7= $[(5)/(2)] * 100$
Promoter and Promoter Group	28,56,510	28,56,510	100	28,56,510	0	100	0
Public – Institutional holders	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public – Others	22,79,653	663	0.029	648	15	97.74	2.26
Total	51,36,163	28,57,173	55.63	28,57,158	15	99.99	0.00

Resolution No. 3

To Ratify the appointment of M/s. N.C. Aggarwal & Co., Chartered Accountants, (Firm Registration No. 003273N), Statutory Auditors of the Company.

Promoter/ Public	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 $(3) = [(2)/(1)] * 100$	4	5	6= $[(4)/(2)] * 100$	7= $[(5)/(2)] * 100$
Promoter and Promoter Group	28,56,510	28,56,510	100	28,56,510	0	100	0
Public – Institutional holders	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public – Others	22,79,653	663	0.029	633	30	95.47	4.53
Total	51,36,163	28,57,173	55.63	28,57,143	30	99.99	0.00



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Resolution No. 4

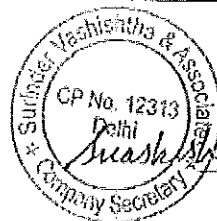
To consider appointment of Mr. Shailesh Goyal as an Independent Director.

Promoter/ Public	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 $(3) = [(2)/(1)] * 100$	4	5	6= $[(4)/(2)] * 100$	7= $[(5)/(2)] * 100$
Promoter and Promoter Group	28,56,510	28,56,510	100	28,56,510	0	100	0
Public – Institutional holders	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public – Others	22,79,653	663	0.029	648	15	97.74	2.26
Total	51,36,163	28,57,173	55.63	28,57,158	15	99.99	0.00

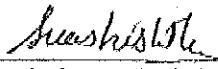
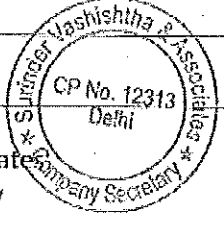
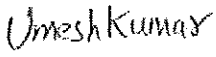
Resolution No. 5

To consider appointment of Ms. Vaishali Deshmukh as an Independent Director.

Promoter/ Public	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 $(3) = [(2)/(1)] * 100$	4	5	6= $[(4)/(2)] * 100$	7= $[(5)/(2)] * 100$
Promoter and Promoter Group	28,56,510	28,56,510	100	28,56,510	0	100	0
Public – Institutional holders	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public – Others	22,79,653	663	0.029	633	30	95.47	4.53
Total	51,36,163	28,57,173	55.63	28,57,143	30	99.99	0.00



(Signature)

Thanking You, Yours faithfully	
 	Witness
Surinder Vashishtha Surinder Vashishtha & Associates Practicing Company Secretary Membership No. A-21285 C.P No 12313	1. Umesh Kumar 
	2. NAVEEN 

Place: New Delhi

Date: 30th September, 2015

