

5th September 2014

BSE Limited
Corporate Relationship Dept
1st Floor, New Trading Ring,
Rotunda Building, P.J. Towers, Fort
Mumbai – 400 001

National Stock Exchange of India Ltd.
5th floor, Exchange Plaza, Plot No.C-1
Block "G" Bandra Kurla Complex
Bandra (East)
Mumbai – 400 051

Fax No.(022)22723121/2041

Fax No:2659 8237/38

BSE : 504112

NSE: Nelco EQ

Dear Sirs,

Sub : Intimation of Result of Postal Ballot

In terms of the resolution passed by the Board of Directors on 14th July 2014, the Company conducted the postal ballot under Section 110 of the Companies Act 2013 ("the Act") read with the Companies (Management and Administration) Rules 2014 in respect of the Special Resolutions under Section 180 (1) (a) and Section 180 (1) (c) and other applicable provisions, if any of the Act for creation of charge on company's properties and borrowing powers of the Board respectively.

Mr.P.N. Parikh, Company Secretary in whole-time practice, Scrutinizer appointed by the Board has submitted his report. Accordingly, the following are the results of the postal ballot.

Special Resolution No.1. – Creation of charge on company's properties

	Number of members voted through electronics voting system and through physical ballot form	Number of votes cast (Shares)	% of total number of valid votes cast
Voted in favour of the resolution	481	1,15,97,909	99.89
Voted against the resolution	37	12,617	0.11
Total	518	11,610,526	100

Special Resolution No.2. – Borrowing powers of the Board

	Number of members voted through electronics voting system and through physical ballot form	Number of votes cast (Shares)	% of total number of valid votes cast
Voted in favour of the resolution	462	1,15,95,136	99.90
Voted against the resolution	37	11,847	0.10
Total	499	1,16,06,983	100

As votes cast assenting to the Special Resolution No.1 i.e.Creation of charge on company's properties is 99.89% and Special Resolution No.2 i.e. Borrowing powers of the Board is 99.90% respectively of the total valid votes polled, the Special Resolutions as mentioned in the Notice of Postal Ballot dated 14th July 2014 have been passed by the Shareholders with requisite majority.

For NELCO Limited



Girish V. Kirkinde
Company Secretary

Nelco Limited, EL-6, Electronics Zone, MIDC Mahape,
Navi Mumbai - 400 710, India. Tel: + 9122 6791 8728, 6739 9100
Fax: +91 22 6791 8787 web: www.nelco.in

A TATA Enterprise

PARIKH & ASSOCIATES
COMPANY SECRETARIES

Office :
111, 11th Floor, Sai-Dwar CHS Ltd,
Sab TV Lane, Opp Laxmi Industrial Estate
Off Link Road, Above Shabari Restaurant,
Andheri (W), Mumbai : 400 053
Tel. : 26301232 / 26301233 / 26301240
Email : cs@parikhassociates.com
parikh.associates@rediffmail.com

September 04, 2014

To,
Nelco Limited
MIDC, Plot No. EL 6, TTC Industrial Area,
Electronics Zone, Mahape
Navi Mumbai - 400 710

Kind Attn: Mr. Girish Kirkinde

Sub. : Postal Ballot

Dear Sir,

I refer to my appointment as Scrutinizer to conduct the postal ballot process in respect of the following resolutions:

(a) Special Resolution under Section 180 (1) (a) of the Companies Act, 2013 giving consent to the Board of Directors of the Company to create charge on Company's properties for an amount not exceeding Rs. 250 crores.

(b) Special Resolution under Section 180 (1)(c) of the Companies Act, 2013 giving consent to the Board of Directors of the Company to borrow up to Rs. 250 crores.

I now enclose the following:

- a) My report to the Chairman of the Company on the result of the postal ballots received from shareholders in physical and electronic mode.
- b) The register showing the particulars of the physical postal ballots processed by the Registrar and Share Transfer Agent of the Company and the e-votes registered on the National Securities Depository Limited (NSDL) e-voting system in respect of the said resolutions.

I hope you will find the above in order.

Thanking you.



Yours faithfully,

P. N. Parikh
Parikh & Associates

Encl.: As above.

PARIKH & ASSOCIATES
COMPANY SECRETARIES

Office :
111, 11th Floor, Sai-Dwar CHS Ltd,
Sab TV Lane, Opp Laxmi Industrial Estate
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Andheri (W), Mumbai : 400 053
Tel. : 26301232 / 26301233 / 26301240
Email : cs@parikhassociates.com
parikh.associates@rediffmail.com

To,
Nelco Limited
MIDC, Plot No. EL 6, TTC Industrial Area,
Electronics Zone, Mahape
Navi Mumbai - 400 710

Report of Scrutinizer

I, P. N. Parikh, Company Secretary in whole time practice, having my office at 111, 11th Floor, Sai Dwar CHS Ltd., Sab TV Lane, Opp. Laxmi Indl. Estate, Off Link Road, Andheri (West), Mumbai 400 053 had been appointed as the Scrutinizer to conduct the postal ballot process in respect of the following resolutions:

(a) Special Resolution under Section 180 (1) (a) of the Companies Act, 2013 giving consent to the Board of Directors of the Company for creation of charge on Company's properties for an amount not exceeding Rs. 250 crores.

(b) Special Resolution under Section 180 (1)(c) of the Companies Act, 2013 giving consent to the Board of Directors of the Company to borrow up to Rs. 250 crores.

pursuant to the Notice dated July 14, 2014 issued under Section 110 of the Companies Act, 2013.

I have scrutinized the poll papers and e-voting and votes tendered therein and maintained register in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014.

I now submit my Report as under on the result of the voting by postal ballot in physical and electronic mode in respect of the said Resolutions.

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Special Resolution under Section 180 (1) (a) of the Companies Act, 2013 authorising the Board of Directors of the Company for creation of charge on Company's properties for an amount not exceeding Rs. 250 crores.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system and through physical ballot form	Number of Votes cast (Shares)	% of total number of valid votes cast
481	1,15,97,909	99.89

(ii) Voted against the resolution:

Number of members voted through electronic voting system and through physical ballot form	Number of Votes cast (Shares)	% of total number of valid votes cast
37	12,617	0.11

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of invalid votes cast (Shares)
53	20,554

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Special Resolution under Section 180 (1)(c) of the Companies Act, 2013 authorising the Board of Directors of the Company to borrow up to Rs. 250 crores.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system and through physical ballot form	Number of Votes cast (Shares)	% of total number of valid votes cast
462	1,15,95,136	99.90

(ii) Voted against the resolution:

Number of members voted through electronic voting system and through physical ballot form	Number of Votes cast (Shares)	% of total number of valid votes cast
37	11,847	0.10

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of invalid votes cast (Shares)
72	24,148

Place: Mumbai



Dated: September 04, 2014

Signature

Name:

FCS: 327

P. N. Parikh

Scrutinizer

CP: 1228