NITIN FIRE PROTECTION INDUSTRIES LTD.

AN ISO 9001 COMPANY
FIRE PROTECTION ENGINEERS
A NITIN GROUP COMPANY

February 16, 2011

National Stock Exchange of India Limited
Listing Department
Exchange Plaza,
Plot no. C/1, G Block,
Bandra-Kurla Complex
Bandra (E)
Mumbai - 400 051.

Fax No: (022) 26598237
Scrip Code: NITINFIRE

Sub.: EGM Notice

Dear Sir,

With reference to above mentioned subject, please find attached herewith notice of Extra Annual General Meeting of the Company.

Thanking you

For **Nitin Fire Protection Industries Ltd.**

Abhishek Shrivastava
Company Secretary

Encl a.a

Headquarters : 501, Delta, Technology Street, Hiranandani Gardens, Powai, Mumbai - 400 076. India.
Tel.: +91 22 4045 7000 Fax: +91 22 2570 1110 E-mail: nitinfire@vsnl.com Website: http://www.nitinfire.com

NITIN FIRE PROTECTION INDUSTRIES LIMITED

Registered Office: 501, Delta, Technology Street, Hiranandani Gardens, Powai, Mumbai – 400076

Notice is hereby given that the Extra Ordinary General Meeting of the Company will be held on Thursday the 10th March, 2011 at 10.00 a.m. at 1st Floor, Conference Hall Centre for Excellence in Telecom Technology and Management (**CETTM**), Technology Street, Hiranandani Gardens, Powai , Mumbai 400 076., to transact the following business:

Special Business:

1. Appointment of statutory auditor to fill casual vacancy caused by resignation:

To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinory Resolution:

RESOLVED that Messrs Haribhakti & Co. Chartered Accountants, Mumbai, be and are hereby appointed Auditor of the Company to fill casual vacancy caused by resignation of Messrs Tolia & Associates, Chartered Accountant, until the conclusion of next annual general meeting of the Company at a remuneration fixed by the Board of Directors of the Company plus reimbursement of any out-of-pocket expenses that may be incurred, in connection with the audit.

For and On behalf of the Board

Abhishek Shrivastava
Company Secretary

Place: Mumbai
Date: February 11, 2011

Notes:

a. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE PROXIES IN ORDER TO BE EFFECTIVE MUST BE RECEIVED AT THE COMPANY'S REGISTERED OFFICE NOT LATER THAN FORTYEIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING.
b. The relevant Explanatory Statements pursuant to Section 173 of the Companies Act, 1956, is annexed thereto.
c. Documents relating to any of the items mentioned in the Notice and the Explanatory Statement thereto are open for inspection at the Registered Office of the Company on working days during business hours.
d. Members / Proxies should bring the attendance slips filled in for attending the meeting.

Annexure to the Notice

EXPLANATORY STATEMENT PURSUANT TO SECTION 173 OF THE COMPANIES ACT, 1956.

Proviso to section 224(6)(*a*) of the Companies Act, 1956 provides that where vacancy is caused by resignation of an auditor, the vacancy shall only be filled by the company in general meeting. Hence, this resolution for your approval. The letter of resignation given by Messrs Tolia & Associates, Chartered Accountant, can be inspected at the registered office during business hours on any working day.

Copy of the Resignation of Auditor will be available for inspection at the general meeting and is also available for inspection on all working days between 10.30 a.m. to 1.30 p.m. at the Registered Office of the Company.

None of the Directors of the Company are in any way concerned or interested in the said resolution

The Directors of the Company recommend the passing of the Special Resolution at Item No. 1 of the Notice

For and On Behalf of the Board

Abhishek Shrivastava
Company Secretary

Place: Mumbai
Date: February 11, 2011

NITIN FIRE PROTECTION INDUSTRIES LIMITED

Regd. Office: 501 Delta, Technology Street, Hiranandani Gardens, Powai, Mumbai – 400 076, INDIA

Please complete the attendance slip and hand it over at the entrance of the Meeting hall.

ATTENDANCE SLIP

I hereby record my presence at the EXTRA ORIDINARY GENERAL MEETING of the Company to be held on Thursday the 10th March, 2011 at 10.00 at 1st Floor, Conference Hall Centre for Excellence in Telecom Technology and Management (**CETTM**), Technology Street, Hiranandani Gardens, Powai , Mumbai 400 076 INDIA

REGD. FOLIO NO. / DPID NO._____ NO. OF SHARES _____

Name of the Shareholder (in block Capitals) _____

Signature of the Shareholder or proxy _____

NITIN FIRE PROTECTION INDUSTRIES LTD. MUMBAI COMPANY SECRETARY

NITIN FIRE PROTECTION INDUSTRIES LIMITED
Regd. Office: 501 Delta, Technology Street, Hiranandani Gardens, Powai, Mumbai – 400 076, INDIA

PROXY FORM

REGD. FOLIO NO. / DPID NO. _____ NO. OF SHARES _____

I / We _____ of _____ being a member / members of the above Company, hereby appoint Mr./Mrs. _____ of _____ or failing him / her Mr./Mrs. _____ as my /our proxy to attend and vote for me /us and on my/our behalf at the Extra Ordinary General Meeting of the Company to be held on Thursday the 10th March, 2011 at 10.00 and any adjournment thereof.

AS WITNESS my / our hand at _____ on this _____ day of _____ 2011.

Signed by the said _____

Affix Re. 1
Revenue
Stamp

Note: The proxy form must be deposited at the Registered Office of the Company not earlier than 48 hours before the time for holding the meeting.

NITIN FIRE PROTECTION INDUSTRIES LTD. MUMBAI COMPANY SECRETARY