

Regd. Office & Corporate Office : 373, Industrial Area-A, LUDHIANA-141 003 (INDIA)
Phones : 91-161-2600701 to 705, 2606977 to 980 Fax : 91-161-2222942, 2601956
E-mail : secnsm@owmnahar.com Web Site : www.owmnahar.com
CIN No. : L17115PB1980PLC004341

NSML/SD/2017-18/

September 26, 2017

1. The Manager,
The National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot No. C/1, G-Block
Bandra-Kurla Complex, Bandra (E)
MUMBAI – 400 051
2. The General Manager,
The BSE Limited
25th Floor, P.J. Tower,
Dalal Street, Mumbai
MUMBAI – 400 001

**SUB: PROCEEDINGS OF THIRTY SEVENTH ANNUAL GENERAL MEETING OF THE COMPANY
HELD ON TUESDAY, 26TH SEPTEMBER, 2017 AT 11.00 A.M.**

Dear Sir,

Pursuant Regulation 30 read with Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are pleased to inform you that 37th Annual General Meeting of the members of the Company was held on Tuesday, September 26, 2017 at 11:00 A.M. at the premises of Nahar Industrial Enterprises Limited, Focal Point, Ludhiana.

Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company offered remote e-voting facility to all the shareholders of the Company in respect of all the items of business from 1 to 12 as set out in the Notice of the 37th AGM. For this purpose, the Company engaged the services of Central Depository Services (India) Limited, for providing e-voting facility to its shareholders. The e-voting started from 23rd September, 2017 at 9.00 a.m. and closed on 25th September, 2017 at 5.00 p.m.

The shareholders who were present at the Meeting and had not cast their votes electronically were provided the opportunity to cast their votes by way of poll/ballot paper. The procedure for casting the vote was explained to the Members.

Mr. P.S. Bathla, Practising Company Secretary, Ludhiana, was appointed to act as a Scrutinizer for the e-voting as well as to conduct poll process in a fair and transparent manner at the venue of AGM i.e. at the premises of Nahar Industrial Enterprises Limited, Focal Point, Ludhiana.



Regd. Office & Corporate Office : 373, Industrial Area-A, LUDHIANA-141 003 (INDIA)
Phones : 91-161-2600701 to 705, 2606977 to 980 Fax : 91-161-2222942, 2601956
E-mail : secnsm@owmnahar.com Web Site : www.owmnahar.com
CIN No. : L17115PB1980PLC004341

Following items of Resolutions set out in the Notice convening 37th AGM were proposed for shareholder approval at the Meeting:

ORDINARY BUSINESSES:

1. Adoption of Financial Statements for the year ended 31st March, 2017: (Ordinary Resolution)

Adoption of Standalone Financial Statements i.e. Statement of Profit & Loss Account for the year ended 31st march, 2017 and Balance Sheet as at 31st March, 2017 and the Reports of the Board of Directors and Auditors thereon.
2. Declaration of dividend @30% i.e. Rs. 1.50 per equity share of Rs. 5/- each for the year ended 31st March, 2017. (Ordinary Resolution)
3. Appointment of Mr. Dinesh Gogna (DIN 00498670), Director retiring by rotation. (Ordinary Resolution)
4. Appointment of Mr. Kamal Oswal (DIN 00493213), Director retiring by rotation. (Ordinary Resolution)
5. Appointment of M/s. YAPL & CO., Chartered Accountants (Firm Registration No. 017800N), as Statutory Auditors of the Company from the conclusion of 37th Annual General Meeting till the conclusion of 42nd Annual General Meeting. (Ordinary Resolution)

SPECIAL BUSINESS:

6. Ratification of remuneration of M/s Ramanath Iyer & Co. (Firm Registration No. 000019) as Cost Auditors of the Company for conducting Cost Audit for the financial year ended 31st March, 2018. (Ordinary Resolution)
7. Appointment of Dr. Vijay Asdhir (DIN: 06671174) as an Independent Director of the Company to hold office for 5 (five) consecutive years for a term up to September 25, 2022. (Ordinary Resolution)
8. Appointment of Dr. Manisha Gupta (DIN: 06910242) as an Independent director of the Company to hold office for 5 (five) consecutive years for a term up to September 25, 2022. (Ordinary Resolution)



Regd. Office & Corporate Office : 373, Industrial Area-A, LUDHIANA-141 003 (INDIA)
Phones : 91-161-2600701 to 705, 2606977 to 980 Fax : 91-161-2222942, 2601956
E-mail : secnsm@owmnahar.com Web Site : www.owmnahar.com
CIN No. : L17115PB1980PLC004341

9. Re-appointment of Dr. S.K. Singla (DIN: 00403423) as an Independent Director of the Company to hold office for 5 (five) consecutive years for a second term up to September 25, 2022. (Special Resolution)
10. Re-appointment of Dr. Amrik Singh Sohi (DIN: 03575022) as an Independent Director of the Company to hold office for 5 (five) consecutive years for a second term up to September 25, 2022. (Special Resolution)
11. Re-appointment of Prof. K.S. Maini (DIN: 00454686) as an Independent Director of the Company to hold office for 3 (three) consecutive years for a second term up to September 25, 2020. (Special Resolution)
12. Consent and Approval of Shareholder for entering into Agreement(s)/ Contract(s)/ Transaction(s) with Related Parties. (Ordinary Resolution)

After completion of poll process under the supervision of Mr. P.S. Bathla, the Scrutinizer, the Chairman informed that on the basis of Scrutinizer's Consolidated Report on e-voting and poll, the polling results will be declared tomorrow at 5:00 P.M. at the Registered Office of the Company. The polling results will be also submitted to the stock Exchanges in the format prescribed under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the details of the said results will also be uploaded on the company's website and website of CDSL.

This is for your information and records please.

Thanking you,

Yours faithfully,

For NAHAR SPINNING MILLS LIMITED


(BRIJ SHARMA)

COMPANY SECRETARY