

**NEELAMALAI AGRO INDUSTRIES LIMITED**

(Registered Office : Katary Estate, Katary P.O., Coonoor, Nilgiris District - 643 213, TamilNadu)
Post Box No. 4260, Panampilly Nagar P.O., Ernakulam - 682 036, Kerala
Tele : (0484) 2315312 Fax : (0484) 2312541
Corporate Identity Number (CIN): L01117TZ1943PLC000117
E-Mail : secneelamalai@avtplantations.co.in
Website : www.neelamalaiagro.com

September 26, 2020

BSE Limited
25th Floor, PhirozeJeejeebhoy Towers
Dalal Street, Fort
Mumbai- 400001
Phones : 022-22721233/4, 022-66545695

Dear Sirs,

Sub: **SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015- 77th Annual General Meeting-Proceedings- Details regarding voting results-(BSE Stock Code: 508670)**

Ref: **Regulation 30 read with Schedule III Part A Para 13 and Regulation 44(3) regarding**

We wish to inform you that the 77th Annual General Meeting of the Company relating to the Financial Year ended 31st March 2020 was held on Friday, September 25, 2020 held through Video Conferencing (VC)/other Audio Visual means wherein the following items of business contained in the Notice of the Annual General Meeting were transacted:

ORDINARY BUSINESS - ORDINARY RESOLUTIONS

Sl. No.	Resolution description
1	ADOPTION OF AUDITED FINANCIAL STATEMENTS (INCLUDING CONSOLIDATED FINANCIAL STATEMENTS) OF THE COMPANY FOR THE YEAR ENDED 31.03.2020 AND THE REPORTS OF BOARD OF DIRECTORS AND AUDITORS THEREON
2	DECLARATION OF FINAL DIVIDEND ON EQUITY SHARES
3	RE-APPOINTMENT OF MRS. SHANTHI THOMAS AS DIRECTOR

SPECIAL BUSINESS - ORDINARY RESOLUTIONS

Sl. No.	Resolution description
4	APPOINTMENT OF MRS. KAVITHA VIJAY AS NON-EXECUTIVE INDEPENDENT WOMAN DIRECTOR
5	APPOINTMENT OF MR.S. GANESAN AS NON-EXECUTIVE DIRECTOR



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Manner of approval

All the aforesaid business items were transacted through Ordinary Resolutions. A remote e-voting was undertaken as per applicable Acts, Rules and Regulations for a minimum period of 3 days which remained open from Tuesday, September 22, 2020 (9.00 a.m.) to Thursday, September 24, 2020 (5.00 p.m.) (both days inclusive). Besides, the sense of the meeting was also ascertained through an e-voting conducted at the AGM. The consolidated report of the Scrutinizer, dated September 25, 2020 is enclosed.

Details of voting

The details of the voting results in the specified format is enclosed.

This may please be taken on record.

Thanking you

Yours faithfully
for NEELAMALAI AGRO INDUSTRIES LTD.



S. LAKSHMI NARASIMHAN
COMPANY SECRETARY & COMPLIANCE OFFICER

Encl : As above

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Details of Voting Results as prescribed under Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of Annual General Meeting	:	25 th September, 2020
Total number of shareholders on record date	:	854 (as on e-voting cut-off date 18.09.2020)
No. of Shareholders present in the meeting either in person or through proxy	:	
Promoters and Promoter Group	:	NA
Public	:	NA
No. of Shareholders attended the meeting through video Conferencing	:	23
Promoters and Promoter Group	:	2
Public	:	21





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ORDINARY BUSINESS

ORDINARY RESOLUTION –SL. NO. 1

ADOPTION OF AUDITED FINANCIAL STATEMENTS (INCLUDING CONSOLIDATED FINANCIAL STATEMENTS) OF THE COMPANY FOR THE YEAR ENDED 31.03.2020 AND THE REPORTS OF BOARD OF DIRECTORS AND AUDITORS THEREON

Resolution required (Ordinary/Special)					Ordinary Resolution			
Whether Promoter/Promoter Groups are interested in the agenda/resolution					No			
Particulars	Mode of voting –	No. of Shares held	No. of votes polled	% of shares polled on outstanding shares (3)=(2/1)*100	No. of votes -in favour	No. of Votes - against	% of votes in favour on votes polled (6)=(4/2)*100	% of votes against on votes polled (7)=(5/2)*100
		(1)	(2)		(4)	(5)	(6)	(7)
Promoter and Promoter Group	EVOTING	423144	423144	100	423144	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		N.A.	0	0	0	0	0
	VENUE		0	0	0	0	0	0
	SUB TOTAL	423144	423144	100	423144	0	100	0
Public – Institutions	EVOTING	4250	0	0	0	0	0	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		N.A.	0	0	0	0	0
	SUB TOTAL	4250	0	0	0	0	0	0
Public – Non-Institutions	EVOTING	199956	822	0.41	822	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		N.A.	0	0	0	0	0
	VENUE VOTING		202	0.10	202	0	100	0
SUB TOTAL	199956	1024	0.51	1024	0	100	0	
GRAND TOTAL		627350	424168	67.61	424168	0	100	0





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ORDINARY BUSINESS

ORDINARY RESOLUTION -SL. NO. 2

DECLARATION OF FINAL DIVIDEND ON EQUITY SHARES

Resolution required (Ordinary/Special)					Ordinary Resolution			
Whether Promoter/Promoter Groups are interested in the agenda/resolution					No			
Particulars	Mode of voting –	No. of Shares held (1)	No. of votes polled (2)	% of shares polled on outstanding shares (3)=(2/1)*100	No. of votes -in favour (4)	No. of Votes - against (5)	% of votes in favour on votes polled (6)=(4/2)*100	% of votes against on votes polled (7)=(5/2)*100
Promoter and Promoter Group	EVOTING	423144	423144	100	423144	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		N.A.	0	0	0	0	0
	VENUE		0	0	0	0	0	0
	SUB TOTAL		423144	423144	100	423144	0	100
Public – Institutions	EVOTING	4250	0	0	0	0	0	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		N.A.	0	0	0	0	0
	SUB TOTAL		4250	0	0	0	0	0
Public – Non-Institutions	EVOTING	199956	822	0.41	822	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		N.A.	0	0	0	0	0
	VENUE VOTING		202	0.10	202	0	100	0
	SUB TOTAL	199956	1024	0.51	1024	0	100	0
GRAND TOTAL		627350	424168	67.61	424168	0	100	0





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**ORDINARY BUSINESS
 ORDINARY RESOLUTION -SL. NO. 3
 RE-APPOINTMENT OF MRS. SHANTHI THOMAS AS DIRECTOR**

Resolution required (Ordinary/Special)					Ordinary Resolution			
Whether Promoter/Promoter Groups are interested in the agenda/resolution					No			
Particulars	Mode of voting –	No. of Shares held (1)	No. of votes polled (2)	% of shares polled on outstanding shares (3)=(2/1)*100	No. of votes -in favour (4)	No. of Votes - against (5)	% of votes in favour on votes polled (6)=(4/2)*100	% of votes against on votes polled (7)=(5/2)*100
Promoter and Promoter Group	EVOTING	423144	423144	100	423144	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		N.A.	0	0	0	0	0
	VENUE		0	0	0	0	0	0
	SUB TOTAL	423144	423144	100	423144	0	100	0
Public – Institutions	EVOTING	4250	0	0	0	0	0	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		N.A.	0	0	0	0	0
	SUB TOTAL	4250	0	0	0	0	0	0
Public – Non-Institutions	EVOTING	199956	822	0.41	822	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		N.A.	0	0	0	0	0
	VENUE VOTING		202	0.10	202	0	100	0
	SUB TOTAL	199956	1024	0.51	1024	0	100	0
GRAND TOTAL		627350	424168	67.61	424168	0	100	0





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SPECIAL BUSINESS

ORDINARY RESOLUTION –SL. NO. 4

APPOINTMENT OF MRS. KAVITHA VIJAY AS NON-EXECUTIVE INDEPENDENT WOMAN DIRECTOR

Resolution required (Ordinary/Special)					Ordinary Resolution			
Whether Promoter/Promoter Groups are interested in the agenda/resolution					No			
Particulars	Mode of voting –	No. of Shares held (1)	No. of votes polled (2)	% of shares polled on outstanding shares (3)=(2/1)*100	No. of votes -in favour (4)	No. of Votes - against (5)	% of votes in favour on votes polled (6)=(4/2)*100	% of votes against on votes polled (7)=(5/2)*100
Promoter and Promoter Group	EVOTING	423144	423144	100	423144	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		N.A.	0	0	0	0	0
	VENUE		0	0	0	0	0	0
	SUB TOTAL	423144	423144	100	423144	0	100	0
Public – Institutions	EVOTING	4250	0	0	0	0	0	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		N.A.	0	0	0	0	0
	SUB TOTAL	4250	0	0	0	0	0	0
Public – Non-Institutions	EVOTING	199956	822	0.41	822	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		N.A.	0	0	0	0	0
	VENUE VOTING		202	0.10	202	0	100	0
	SUB TOTAL	199956	1024	0.51	1024	0	100	0
GRAND TOTAL		627350	424168	67.61	424168	0	100	0





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SPECIAL BUSINESS

ORDINARY RESOLUTION –SL. NO. 5

APPOINTMENT OF MR.S. GANESAN AS NON-EXECUTIVE DIRECTOR

Resolution required (Ordinary/Special)					Ordinary Resolution			
Whether Promoter/Promoter Groups are interested in the agenda/resolution					No			
Particulars	Mode of voting –	No. of Shares held	No. of votes polled	% of shares polled on outstanding shares (3)=(2/1)*100	No. of votes -in favour	No. of Votes - against	% of votes in favour on votes polled (6)=(4/2)*100	% of votes against on votes polled (7)=(5/2)*100
		(1)	(2)		(4)	(5)		
Promoter and Promoter Group	EVOTING	423144	423144	100	423144	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		N.A.	0	0	0	0	0
	VENUE		0	0	0	0	0	0
	SUB TOTAL		423144	423144	100	423144	0	100
Public – Institutions	EVOTING	4250	0	0	0	0	0	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		N.A.	0	0	0	0	0
	SUB TOTAL		4250	0	0	0	0	0
Public – Non-Institutions	EVOTING	199956	822	0.41	822	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		N.A.	0	0	0	0	0
	VENUE VOTING		202	0.10	202	0	100	0
	SUB TOTAL	199956	1024	0.51	1024	0	100	0





No. 28, I st Floor, Ganapathy Colony, IIIrd Street, Teyampet, Chennai - 600 018.

Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014, as amended]

Dated: 25.09.2020

To,
The Chairman,
M/s. Neelamalai Agro Industries Limited,
Katary Estate, Katary P.O., Coonoor,
The Nilgiris - 643 213

Dear Sir,

Subject: Consolidated Scrutinizer's Report on remote e-voting pursuant to the provisions of Section 108 of the Companies Act, 2013 (Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and amendments thereto and in accordance with Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the 77th Annual General Meeting of M/s. Neelamalai Agro Industries Limited held on Friday, September 25, 2020 at 11:00 A.M through video conferencing ('VC') / other audio visual means ('OAVM').

I, V Suresh, Practising Company Secretary, has been appointed by the Board of Directors of M/s. Neelamalai Agro Industries Limited, (the Company) as a Scrutinizer for the purpose of scrutinizing the remote e-voting process and ascertaining the requisite majority, on the resolutions contained in the notice dated July 30, 2020 issued in accordance with General Circular No. 14/2020, 17/2020 and 20/2020 dated 8 April 2020, 13 April 2020 and 5 May 2020 respectively, issued by Ministry of Corporate Affairs (MCA) (hereinafter referred to as "MCA Circulars"), Government of India, for the 77th Annual General Meeting (AGM) of the members of the Company, held on Friday, September 25, 2020 at 11:00 A.M through video conferencing ('VC') / other audio visual means ('OAVM').

I was also appointed as Scrutinizer to scrutinize the remote e-voting process during the said AGM.

The notice dated 30th July 2020, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/Depositories, in compliance with the MCA Circular dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars") and SEBI Circular dated May 12, 2020.



The Public Advertisement with respect to dispatch of notices and conducting of voting through electronic means was published in an English newspaper "Trinity Mirror" and in a vernacular newspaper "Makkal Kural" both Chennai & Coimbatore editions on 05.09.2020.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the Rules relating to voting through electronic means on the resolutions contained in the Notice of 77th Annual General Meeting (AGM) of the members of the Company. My responsibility as a Scrutinizer for the e-voting process is restricted to presenting a Scrutinizer's Report on the votes cast "in favour" or "against" or "abstained", in respect of the resolutions stated below, based on the reports generated from the e-voting system provided by M/s. Central Depository Services (India) Limited ('CDSL') the authorized agency to provide e-voting facilities, engaged by the Company.

The e-voting period remained open from Tuesday, September 22, 2020 (9.00 a.m. IST) to Thursday, September 24, 2020 (5.00 p.m. IST) (both days inclusive).

The votes cast under remote e-voting facility were thereafter unblocked in presence of two witnesses who were not in employment of the Company.

The Corporate members who had participated in the remote e-voting had provided scanned copy of the resolution passed at their Board of Directors Meeting for authorization to exercise their votes through e-voting.

The Company had also provided remote e-voting facility to the shareholders present at the AGM through VC / OAVM and who had not cast their vote earlier.

The members of the Company as on the "cut-off" date i.e. September 18, 2020 were entitled to vote on the resolutions (items no. 1 to 5 as set out in the notice of the 77th AGM of the Company.)

After the closure of remote e-voting at the AGM, the report on voting done at the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked and were counted.

Thereafter, the consolidated results containing, inter alia, list of Equity Shareholders, who voted "for", "against" or "abstained", in respect of the each of the resolutions that were put to vote, were generated from the e-voting website of M/s Central Depository Services (India) Limited ('CDSL') (i.e.) <https://www.evotingindia.com/> and remote e-voting at the AGM, was prepared.

The consolidated results are as follows:



Resolution No 1: Ordinary Resolution

Ordinary Business: Adoption of Financial Statements (including the Consolidated Financial Statements) for the Financial Year ended March 31, 2020 together with the reports of the Board of Directors' and Auditors' thereon.

Voting Method	Total Valid Votes	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	Abstained Votes
		No. of folios	No. of Shares	% of total number of valid votes cast	No. of folios	No. of Shares	% of total number of valid votes cast		
Remote E-Voting	4,23,966	18	4,23,966	100	-	-	-	-	-
Remote E-Voting at the AGM	202	2	202	100	-	-	-	-	-
Total	4,24,168	20	4,24,168	100	-	-	-	-	-

Resolution No 2: Ordinary Resolution

Ordinary Business: Declaration of Final Dividend

Voting Method	Total Valid Votes	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	Abstained Votes
		No. of folios	No. of Shares	% of total number of valid votes cast	No. of folios	No. of Shares	% of total number of valid votes cast		
Remote E-Voting	4,23,966	18	4,23,966	100	-	-	-	-	-
Remote E-Voting at the AGM	202	2	202	100	-	-	-	-	-
Total	4,24,168	20	4,24,168	100	-	-	-	-	-



Resolution No 3: Ordinary Resolution

Ordinary Business: Appointment of Director in place of Mrs. Shanthi Thomas (DIN:00567935), who retires by rotation and is eligible for re-appointment.

Voting Method	Total Valid Votes	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	Abstained Votes
		No. of folios	No. of Shares	% of total number of valid votes cast	No. of folios	No. of Shares	% of total number of valid votes cast		
Remote E-Voting	4,23,966	18	4,23,966	100	-	-	-	-	-
Remote E-Voting at the AGM	202	2	202	100	-	-	-	-	-
Total	4,24,168	20	4,24,168	100	-	-	-	-	-

Resolution No 4: Ordinary Resolution

Special Business: Appointment of Mrs. Kavitha Vijay as Non-Executive Independent Woman Director of the company.

Voting Method	Total Valid Votes	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	Abstained Votes
		No. of folios	No. of Shares	% of total number of valid votes cast	No. of folios	No. of Shares	% of total number of valid votes cast		
Remote E-Voting	4,23,966	18	4,23,966	100	-	-	-	-	-
Remote E-Voting at the AGM	202	2	202	100	-	-	-	-	-
Total	4,24,168	20	4,24,168	100	-	-	-	-	-





Resolution No 5: Ordinary Resolution

Special Business: Appointment of Mr. S Ganesan as Non-Executive Director of the company.

Voting Method	Total Valid Votes	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	Abstained Votes
		No. of folios	No. of Shares	% of total number of valid votes cast	No. of folios	No. of Shares	% of total number of valid votes cast		
Remote E-Voting	4,23,966	18	4,23,966	100	-	-	-	-	-
Remote E-Voting at the AGM	202	2	202	100	-	-	-	-	-
Total	4,24,168	20	4,24,168	100	-	-	-	-	-

All the resolutions have been passed with requisite majority.

Thanking you,

Yours Faithfully,



V Suresh
Practising Company Secretary
CP No. 6032
UDIN: F002969B000769768

