



December 11, 2017

To,  
BSE Limited,  
Corporate Services Department,  
P. J. Towers, Dalal Street,  
Mumbai – 400 001.  
BSE Scrip Code No. 532854

National Stock Exchange of India Limited,  
Corporate Communications Department,  
Exchange Plaza, 5<sup>th</sup> Floor,  
Bandra Kurla Complex, Bandra (E),  
Mumbai - 400 051.  
NSE Scrip Symbol: NITINFIRE

**Subject: Postal Ballot Result**

Dear Sir/Madam,

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements), 2015, please find enclosed the results of voting by Postal Ballot (including e-voting) along with Scrutinizer's Report, in respect of the resolutions as set out in the Postal Ballot Notice dated November 3, 2017.

Please be informed that all the resolutions mentioned in the aforesaid notice have been passed with requisite majority.

Kindly acknowledge the receipt of the same.

Thanking you,  
Yours faithfully,  
For Nitin Fire Protection Industries Limited

Sraban Kumar Karan  
Company Secretary

Encl.: As above

**Nitin Fire Protection Industries Limited**

Regd. Office w.e.f. 1st April, 2016:  
Office No. 801 & 802, C-Wing,  
Neelkanth Business Park, Kiroli Road,  
Vidhyavihar (W), Mumbai - 400086.  
Tel. : 022-40457000; Fax : 022-25701110



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

Tel.: +91 22 4045 7000 • Fax : +91 22 2570 1110 • Email : nitinfire@vsnl.com • Website : http://www.nitinfire.com

संजि. ऑफिस : नितिन फायर प्रोटेक्शन इंडस्ट्रीज लिमिटेड, ५०१, डेल्टा, प्रौद्योगिकी स्ट्रीट, हिरानंदानी गार्डन, पवई, मुंबई - ४०० ०७६.

CIN NO.: L29193MH1995PLC092323 Subsidiary Offices : UAE, UK & Singapore.

**NITIN FIRE PROTECTION INDUSTRIES LIMITED**

Date of the AGM	NOT APPLICABLE - POSTAL BALLOT
Date of the closure of the Postal Ballot	Saturday, December 09, 2017
Total number of shareholders on record date	38020
No. of shareholders present in the meeting either in person or through proxy:	NOT APPLICABLE - POSTAL BALLOT
Promoters and promoter Group:	
Public:	
No. of shareholders attended the meeting through Video Conferencing:	NOT APPLICABLE - POSTAL BALLOT
Promoters and promoter Group:	
Public:	

Resolution 1 : Special Resolution for alteration of the Capital Clause of the Memorandum of Association for Increase in Authorized Share Capital of the Company  
 Resolution required : (Ordinary / Special) Special Resolution

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes In favor	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
Promoter & Promoter Group	E-VOTING	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	POLL	178131378	178131378	100.00	178131378	0	100.00	0.00
	POSTAL BALLOT	178131378	0	0.00	0	0	0.00	0.00
	TOTAL	178131378	178131378	100.00	178131378	0	100.00	0.00
Public - Institutions	E-VOTING	21967265	0	0.00	0	0	0.00	0.00
	POLL	21967265	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	21967265	0	0.00	0	0	0.00	0.00
	TOTAL	21967265	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	92170979	748008	0.81	0	0	0.00	0.00
	POLL	92170979	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	92170979	1826217	1.98	1826217	0	100.00	0.00
	TOTAL	292269622	2574225	2.79	2573658	55701	97.84	2.16
TOTAL								
		292269622	180705603	61.83	180649902	65701	99.97	0.03

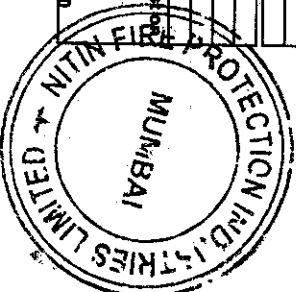
Resolution 2 : Special Resolution to sale / disposal / divestment / transfer of all or part of the shares in the Company's Subsidiary, Nitin Ventures FZE, U.A.E.  
 Resolution required : (Ordinary / Special) Special Resolution

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes In favor	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
Promoter & Promoter Group	E-VOTING	(11)	(12)	(13)=[(12)/(11)]*100	(14)	(15)	(16)=[(14)/(12)]*100	(17)=[(15)/(12)]*100
	POLL	178131378	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	178131378	0	0.00	0	0	0.00	0.00
	TOTAL	178131378	0	0.00	0	0	0.00	0.00
Public - Institutions	E-VOTING	21967265	0	0.00	0	0	0.00	0.00
	POLL	21967265	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	21967265	0	0.00	0	0	0.00	0.00
	TOTAL	21967265	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	92170979	748008	0.81	0	0	0.00	0.00
	POLL	92170979	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	92170979	1826217	1.98	1826217	0	100.00	0.00
	TOTAL	292269622	2574225	2.79	2573658	557	99.98	0.02
TOTAL								
		292269622	2574225	0.88	2573658	557	99.98	0.02

Resolution 3 : Special Resolution for sale / disposal / divestment / transfer of all or part of the 40% shares in the Company's Associate, Worthington Nitin Cylinders Private Limited  
 Resolution required : (Ordinary / Special) Special Resolution

Whether promoter/promoter group are interested in the agenda/resolution: Yes

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes In favor	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100



Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes In favor	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
Promoter & Promoter Group	E-VOTING	178131378	0	0.00	0	0	0.00	0.00
	POLL	178131378	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	178131378	0	0.00	0	0	0.00	0.00
Public - Institutions	E-VOTING	21967265	0	0.00	0	0	0.00	0.00
	POLL	21967265	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	21967265	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	92170979	748008	0.81	747461	557	99.93	0.07
	POLL	92170979	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	92170979	1826217	1.98	1826217	0	100.00	0.00
TOTAL		292269622	2574225	0.88	2573668	557	99.98	0.02

Resolution 4 : Special Resolution for Issuance of Securities to Qualified Institutional Buyers  
 Resolution required : (Ordinary / Special)  
 Whether promoter/promoter group are interested in the agenda/resolution: No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes In favor	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
Promoter & Promoter Group	E-VOTING	178131378	178131378	100.00	178131378	0	100.00	0.00
	POLL	178131378	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	178131378	0	0.00	0	0	0.00	0.00
Public - Institutions	E-VOTING	21967265	178131378	100.00	178131378	0	100.00	0.00
	POLL	21967265	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	21967265	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	92170979	748008	0.81	746167	1851	99.76	0.25
	POLL	92170979	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	92170979	1826217	1.98	1825917	300	99.98	0.02
TOTAL		292269622	180709603	61.83	180703452	2151	99.92	0.08

Resolution 5 : Special Resolution for Issuance of Equity Shares Including Convertible Bonds / Debentures / Warrants / Depository Receipts on Preferential Basis  
 Resolution required : (Ordinary / Special)  
 Whether promoter/promoter group are interested in the agenda/resolution: No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes In favor	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
Promoter & Promoter Group	E-VOTING	178131378	178131378	100.00	178131378	0	100.00	0.00
	POLL	178131378	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	178131378	0	0.00	0	0	0.00	0.00
Public - Institutions	E-VOTING	21967265	178131378	100.00	178131378	0	100.00	0.00
	POLL	21967265	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	21967265	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	92170979	748008	0.81	692307	55701	92.55	7.45
	POLL	92170979	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	92170979	1826217	1.98	1825917	300	99.98	0.02
TOTAL		292269622	180709603	61.83	180649602	56001	99.97	0.03



**SCRUTINIZER REPORT FOR POSTAL BALLOT**

[Pursuant to section 110 of the Companies Act, 2013 and Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014]

To,  
Director  
Nitin Fire Protection Industries Limited  
801 & 802, C-Wing, Neelkanth Business Park,  
Kiroli Road, Vidhyavihar (W),  
Mumbai – 400 086



Dear Sir,

**Report of Scrutinizer of Postal Ballot of Nitin Fire Protection Industries Limited ("the Company") completed on 9<sup>th</sup> December, 2017**

I, Kishor V. Ved, Practicing Company Secretary, appointed as a Scrutinizer by the Company for conducting the Postal Ballot and e-voting process and carried out the same as per section 110 of the Companies Act, 2013 and Rule 22 of the Companies (Management and Administration) Rules, 2014, on the resolutions as mentioned in the Notice of Postal Ballot dated 3<sup>rd</sup> November, 2017 & I submit my report as under:

1. The total number of shareholders as on "cut-off" date i.e. October 27, 2017 is 38,020 (Thirty Eight Thousand Twenty only). The details of dispatch of Postal Ballot Notice are as under :

Date of Dispatch / Email	Mode of dispatch	No. of Shareholders
8 <sup>th</sup> November, 2017	Physical by courier	8860
7 <sup>th</sup> November, 2017	E-mail sent	29,143
7 <sup>th</sup> November, 2017	E-mail failed	17
	<b>Total</b>	<b>38,020</b>

2. The e-voting period commenced on Friday, November 10, 2017 (9.00 AM IST) and ends on Saturday, December 9, 2017 (6.00 PM IST).
3. The last date for receipt of Postal Ballot Forms was Saturday, December 9, 2017 (6.00 PM IST).
4. The Shareholders holding the shares as on the "cut off" date i.e. Friday, October 27, 2017 were entitled to vote on the proposed resolutions.
5. Forty-two (42) Postal Ballot forms were received and Fifty-Five (55) shareholders casted the votes on the e-voting platform.
6. With the support of Bighshare Services Private Limited, Registrar and Transfer Agent ("the RTA") of the Company, the register of Ballots entered and prepared in physical mode showing equity shareholders who have voted "In Favour" and "Against" and e-voting results downloaded from the e-voting website of CDSL are being handed over to the Director authorised by the Board.

Kishor V. Ved, Practicing Company Secretary

7. The ballot papers received were scrutinized and reconciled with the records maintained by the Company / the RTA and authorizations etc. lodged with the Company. The voters were also scrutinized for the purpose of elimination of duplicate voting as detailed in S. No. A as mentioned below on physical ballot as well as e-voting. Invalid ballots were marked and segregated as per S. No. B to E as mentioned below including observation for S. No. F and the results were prepared. For processing postal ballots, necessary technical support was provided by CDSL and the Registrar and Share Transfer Agent of the Company.
8. The votes cast by the Shareholders both through Postal Ballot Forms and e-voting have been identified and there are Five (5) invalid votes of postal ballot forms as mentioned in S. No. A to E below and e-voting.
9. At the end of the voting period on Saturday, December 9, 2017 (6.00 PM IST), I collected all the Postal Ballot Forms from the Company.
10. I submit herewith my Scrutinizer Report on the results of e-voting and voting through postal ballot are as under:

## Item No. 1 of the Postal Ballot Notice - Special Resolution

Alteration of the Capital Clause of the Memorandum of Association (MoA) for increase in Authorized Share Capital of the Company

DETAILS OF VOTING FOR SPECIAL RESOLUTION NO. 1				
MANNER OF VOTING	PHYSICAL	E-VOTING	TOTAL	% TO TOTAL NO. OF SHARES VOTED
	NO. OF SHARES			180,705,603
1	2	3	4	5
(A) VOTES CAST IN FAVOUR	1,826,217	178,823,685	180,649,902	99.97%
(B) VOTES CASE AGAINST	-	55,701	55,701	0.03%
<b>TOTAL (A + B)</b>	<b>1,826,217</b>	<b>178,879,386</b>	<b>180,705,603</b>	<b>100.00%</b>

## Item No. 2 of the Postal Ballot Notice - Special Resolution

Sell / dispose / divest / transfer of shares of the Company's Subsidiary, Nitin Ventures FZE, U.A.E.

DETAILS OF VOTING FOR SPECIAL RESOLUTION NO. 2				
MANNER OF VOTING	PHYSICAL	E-VOTING	TOTAL	% TO TOTAL NO. OF SHARES VOTED
	NO. OF SHARES			2,574,225
1	2	3	4	5
(A) VOTES CAST IN FAVOUR	1,826,217	747,451	2,573,668	99.98%
(B) VOTES CASE AGAINST	-	557	557	0.02%
<b>TOTAL (A + B)</b>	<b>1,826,217</b>	<b>748,008</b>	<b>2,574,225</b>	<b>100.00%</b>



**Item No. 3 of the Postal Ballot Notice - Special Resolution**

**Sell / dispose / divest / transfer of shares in the Company's Associate, Worthington Nitin Cylinders Private Limited**

DETAILS OF VOTING FOR SPECIAL RESOLUTION NO. 3				
MANNER OF VOTING	PHYSICAL	E-VOTING	TOTAL	% TO TOTAL NO. OF SHARES VOTED
	NO. OF SHARES			2,574,225
1	2	3	4	5
(A) VOTES CAST IN FAVOUR	1,826,217	747,451	2,573,668	99.98%
(B) VOTES CASE AGAINST	-	557	557	0.02%
<b>TOTAL (A + B)</b>	<b>1,826,217</b>	<b>748,008</b>	<b>2,574,225</b>	<b>100.00%</b>

**Item No. 4 of the Postal Ballot Notice - Special Resolution**

**Issue of Securities to Qualified Institutional Buyers**

DETAILS OF VOTING FOR SPECIAL RESOLUTION NO. 4				
MANNER OF VOTING	PHYSICAL	E-VOTING	TOTAL	% TO TOTAL NO. OF SHARES VOTED
	NO. OF SHARES			180,705,603
1	2	3	4	5
(A) VOTES CAST IN FAVOUR	1,825,917	178,877,535	180,703,452	100.00%
(B) VOTES CASE AGAINST	300	1,851	2,151	0.00%
<b>TOTAL (A + B)</b>	<b>1,826,217</b>	<b>178,879,386</b>	<b>180,705,603</b>	<b>100.00%</b>

**Item No. 5 of the Postal Ballot Notice - Special Resolution**

**Issuance of Equity Shares including Convertible Bonds / Debentures / Warrants / Depository Receipts on Preferential basis**

DETAILS OF VOTING FOR SPECIAL RESOLUTION NO. 5				
MANNER OF VOTING	PHYSICAL	E-VOTING	TOTAL	% TO TOTAL NO. OF SHARES VOTED
	NO. OF SHARES			180,705,603
1	2	3	4	5
(A) VOTES CAST IN FAVOUR	1,825,917	178,823,685	180,649,602	99.97%
(B) VOTES CASE AGAINST	300	55,701	56,001	0.03%
<b>TOTAL (A + B)</b>	<b>1,826,217</b>	<b>178,879,386</b>	<b>180,705,603</b>	<b>100.00%</b>



The following are my observations and remarks for postal ballot received from M/s. Bigshare Services Pvt. Ltd, Registrar & Transfer Agent (RTA) for physical voting:

S. No.	Observations	Remarks by Scrutinizer
A	<p>Zimith Properties Pvt. Ltd. having Client ID No. IN30045011989448 has casted vote by E-voting &amp; also done voting through Postal Ballot for 11,96,089 equity shares held by them vide Postal Ballot received by the company/ the RTA (i.e. duplicating voting)</p> <p>Further, the Shareholder, being a Company while e-voting has not submitted / uploaded a scanned copy of the board resolution in PDF format in the system for the scrutinsers to verify the same.</p>	<p>Zimith Properties Pvt. Ltd has casted vote by E-voting &amp; also done voting through Postal Ballot for 11,96,089 equity shares held by them &amp; hence, pursuant to Notes No. 5 to the Postal Ballot Notice, votes cast through physical Postal Ballot Form is treated as invalid &amp; not considered for voting.</p> <p>Further, as the board resolution is not attached by the shareholder, the e-voting done is treated as invalid &amp; not considered for voting.</p>
B	<p>Mr. Ashish V. Lakhani HUF (Client ID No. 1203300001207370) have mentioned number of shares held as 816, whereas while voting done he has mentioned number of shares held as 1569</p>	<p>Postal ballot form treated as invalid &amp; not considered for the voting purpose as there was mismatch of number of shares held and number of shares voted in postal ballot submitted to the Company/the RTA</p>
C	<p>Mr. Doshi Veerkumar Shivalal (Client ID No. 30060110160982) have not mentioned number of shares held and voted</p>	<p>Postal ballot form treated as invalid &amp; not considered for the voting purpose as the shareholders has not mentioned number of shares held and voted in the postal ballot form</p>
D	<p>Signature of Ms. Anuradha M K (Client ID No. IN30131/21380451) is not tallied with the signature available in the records of the RTA as observed by the RTA</p>	<p>Postal ballot form treated as invalid &amp; not considered for the voting purpose as the signature of the shareholder was not tallied as reported by the RTA</p>
E	<p>Signature of Mr. H. K. Sanghavi (Client ID No. 1206440000000830) is not tallied with the signature available in the records of the RTA as observed by the RTI</p>	<p>---- Do -----</p>
F	<p>Ms Salma Ismail Khan (Client ID No.300214/11350501) is holding 800 equity shares as on cut-off date i.e. October 27, 2017. However, she has mentioned 1,400 equity shares on date of physical voting done on November 10, 2017</p>	<p>Considered 1,400 equity shares held for the purpose of physical voting as mentioned in the postal ballot form</p>



**Kishor V. Ved, Practicing Company Secretary**

The Register of postal ballot and all other relevant records of voting process given / provided / maintained in electronic mode and the postal ballots (physical) will remain in my safe custody until Mr. K. H. Vaidyanathan, Director authorised by the Board, considers, approves and signs the minutes of the postal ballot and the same shall be handed over to the Director / Company Secretary of the Company.

Thanking you,  
Yours faithfully,

*Kishor V. Ved.*



**Kishor V. Ved**  
Practicing Company Secretary  
F. C. S. No. 5411 & C. P. No. 4691

Countersigned by  
For Nitin Fire Protection Industries Limited

*K. H. Vaidyanathan*



**K. H. Vaidyanathan**  
Director  
DIN – 00077323

Mumbai, 11<sup>th</sup> December, 2017