

NITIN FIRE PROTECTION INDUSTRIES LTD

Date of the AGM/EGM	29/09/2017
Total number of shareholders on record date	37865
No. of shareholders present in the meeting either in person or through proxy:	60
Promoters and promoter Group:	3
Public:	47
No. of shareholders attended the meeting through Video Conferencing:	NOT ARRANGED
Promoters and promoter Group:	
Public:	

Resolution 1: To receive, consider and adopt the Audited Balance Sheet and the Audited Statement of Profit & Loss (Standalone & Consolidated) for the year ended 31st March, 2017 and Cash Flow Statement of the Company for the financial year ended March 31, 2017, together with the Reports of the Board of Directors and the Report of the Auditors thereon.

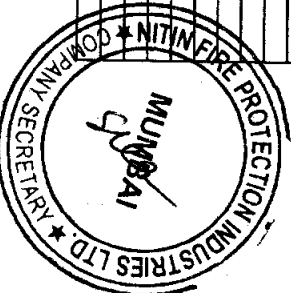
Resolution required: (Ordinary / Special) Ordinary Resolution
 Whether promoter/promoter group are interested in the agenda/resolution? No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes In favor	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
Promoter & Promoter Group	E-VOTING	178581378	171849628	96.23	171849628	0	100.00	0.00
	POLL	178581378	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	178581378	171849628	96.23	171849628	0	100.00	0.00
Public - Institutions	E-VOTING	21993033	0	0.00	0	0	0.00	0.00
	POLL	21993033	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	21993033	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	91696211	631963	0.69	631963	2	100.00	0.00
	POLL	91696211	209231	0.23	209231	0	100.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	91696211	841184	0.92	841182	2	100.00	0.00
TOTAL		292266622	172690812	59.09	172690810	2	100.00	0.00

Resolution 2: Appointment of Mr. Kallat Harharan Vaidyanathan (DIN - 00077323), Director, retires by rotation.

Resolution required: (Ordinary / Special) Ordinary Resolution
 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 (3)=[(2)/(1)]*100	No. of Votes In favor	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
Promoter & Promoter Group	E-VOTING	178581378	171849628	96.23	171849628	0	100.00	0.00
	POLL	178581378	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	178581378	171849628	96.23	171849628	0	100.00	0.00
Public - Institutions	E-VOTING	21993033	0	0.00	0	0	0.00	0.00
	POLL	21993033	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	21993033	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	91696211	612061	0.67	612049	2	100.00	0.00
	POLL	91696211	209231	0.23	209231	0	100.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	91696211	209231	0.23	209231	0	100.00	0.00



TOTAL	91695211	821282	0.90	821280	2	100.00	0.00
	292269622	172670910	69.08	172670908	2	100.00	0.00

Resolution 3 :Ratification of Appointment of Statutory Auditor.

Resolution required :(Ordinary / Special)
 Whether promoter/promoter group are interested in the agenda/resolution ?

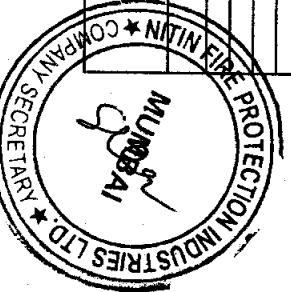
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes In favor	No. of Votes against	% of Votes In favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-VOTING	178581378	171849628	96.23	171849628	0	100.00	0.00
	POLL	178581378	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	178581378	171849628	96.23	171849628	0	100.00	0.00
Public - Institutions	E-VOTING	21993033	0	0.00	0	0	0.00	0.00
	POLL	21993033	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	21993033	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	91695211	631953	0.69	631951	2	100.00	0.00
	POLL	91695211	209231	0.23	209231	0	100.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	91695211	841184	0.92	841182	2	100.00	0.00
TOTAL		292269622	172690812	59.09	172690810	2	100.00	0.00

Resolution 4 :To consider and appoint Mr. Rahul N. Shah (DIN - 00073226) as the Whole-time Director and fix his remuneration.

Resolution required :(Ordinary / Special)
 Whether promoter/promoter group are interested in the agenda/resolution ?

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes In favor	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
Promoter & Promoter Group	E-VOTING	178581378	0	0.00	0	0	0.00	0.00
	POLL	178581378	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	178581378	0	0.00	0	0	0.00	0.00
Public - Institutions	E-VOTING	21993033	0	0.00	0	0	0.00	0.00
	POLL	21993033	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	21993033	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	91695211	631953	0.69	619051	12902	97.96	2.04
	POLL	91695211	209231	0.23	209231	0	100.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	91695211	841184	0.92	828282	12902	98.47	1.53
TOTAL		292269622	841184	0.29	828282	12902	98.47	1.53

Resolution 5 :To consider and appoint Mr. Kunal N. Shah (DIN - 00077216) as the Whole-time Director and fix his remuneration.



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 (3)=[(2)/(1)]*100	No. of Votes In favor	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
Promoter & Promoter Group	E-VOTING	(1)	(2)		(4)	(5)		
	POLL	178581378	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	178581378	0	0.00	0	0	0.00	0.00
	TOTAL	178581378	0	0.00	0	0	0.00	0.00
Public - Institutions	E-VOTING	21993033	0	0.00	0	0	0.00	0.00
	POLL	21993033	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	21993033	0	0.00	0	0	0.00	0.00
	TOTAL	21993033	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	91695211	630803	6.89	617901	12902	97.95	2.05
	POLL	91695211	209231	2.23	209231	0	100.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	91695211	840034	9.12	827132	12902	98.46	1.54
TOTAL		292269622	840034	0.29	827132	12902	98.46	1.54

Resolution 6 : Appointment of Mr. Harinran V. Iyer (DIN - 07539227), as an Independent Director.

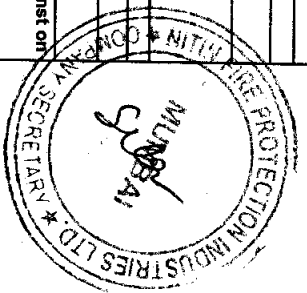
Resolution required : (Ordinary / Special) Ordinary Resolution
 Whether promoter/promoter group are interested in the agenda/resolution ? No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes In favor	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
Promoter & Promoter Group	E-VOTING	(1)	(2)		(4)	(5)		
	POLL	178581378	171849628	96.23	171849628	0	100.00	0.00
	POSTAL BALLOT	178581378	0	0.00	0	0	0.00	0.00
	TOTAL	178581378	171849628	96.23	171849628	0	100.00	0.00
Public - Institutions	E-VOTING	21993033	0	0.00	0	0	0.00	0.00
	POLL	21993033	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	21993033	0	0.00	0	0	0.00	0.00
	TOTAL	21993033	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	91695211	630803	6.89	630801	2	100.00	0.00
	POLL	91695211	209231	2.23	209231	0	100.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	91695211	840034	9.12	840032	2	100.00	0.00
TOTAL		292269622	172689622	59.09	172689660	2	100.00	0.00

Resolution 7 : Appointment of Mr. Atul Mehta (DIN - 00112451), as an Independent Director.

Resolution required : (Ordinary / Special) Ordinary Resolution
 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



Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor	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
Promoter & Promoter Group	E-VOTING	178581378	171849628	96.23	171849628	0	100.00	0.00
	POLL	178581378	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	178581378	171849628	96.23	171849628	0	100.00	0.00
Public - Institutions	E-VOTING	21993033	0	0.00	0	0	0.00	0.00
	POLL	21993033	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	21993033	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	91695211	629243	0.69	616341	12902	97.95	2.05
	POLL	91695211	209231	0.23	209231	0	100.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	91695211	838474	0.91	826572	12902	98.46	1.54
TOTAL		292269622	172677912	59.08	172677910	12902	99.99	0.01

Resolution 8 : To keep registers, indexes and records as required to be maintained under sections 88 and 94 of the Companies Act, 2013 in a place other than the registered office of the Company

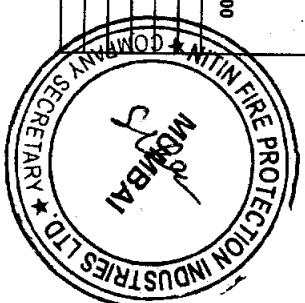
Resolution required : (Ordinary / Special) Special Resolution
Whether promoter/promoter group are interested in the agenda/resolution ? No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor	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
Promoter & Promoter Group	E-VOTING	178581378	171849628	96.23	171849628	0	100.00	0.00
	POLL	178581378	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	178581378	171849628	96.23	171849628	0	100.00	0.00
Public - Institutions	E-VOTING	21993033	0	0.00	0	0	0.00	0.00
	POLL	21993033	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	21993033	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	91695211	619053	0.68	619051	2	100.00	0.00
	POLL	91695211	209231	0.23	209231	0	100.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	91695211	828284	0.90	828282	2	100.00	0.00
TOTAL		292269622	172677912	59.08	172677910	2	100.00	0.00

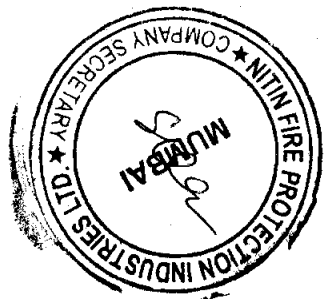
Resolution 9 : To issue and allot secured/ unsecured, redeemable, cumulative/ non-cumulative, non-convertible debentures/Bonds up to Rs.500 Crores or equivalent in one or more tranches/ series, through private placement.

Resolution required : (Ordinary / Special) Special Resolution
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 (3)=[(2)/(1)]*100	No. of Votes in favor	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
Promoter & Promoter Group	E-VOTING	178581378	171849628	96.23	171849628	0	100.00	0.00
	POLL	178581378	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	178581378	171849628	96.23	171849628	0	100.00	0.00
Public - Institutions	E-VOTING	21993033	0	0.00	0	0	0.00	0.00
	POLL	21993033	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	21993033	0	0.00	0	0	0.00	0.00



	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00	0.00
	TOTAL	21993033	0	0.00	0	0	0.00	0.00	0.00
Public-Non Institutions	E-VOTING	91695211	631953	0.69	631801	152	99.98	0.02	
	POLL	91695211	209231	0.23	209231	0	100.00	0.00	
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00	
	TOTAL	91695211	841184	0.92	841032	152	99.98	0.02	
TOTAL		292269622	172690812	59.09	172690660	152	100.00	0.00	



KS Kishor V. Ved
B.Com., F.C.S.
Practicing Company Secretary

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Near Vidyavihar Bus Depot,
Vidyavihar (West), Mumbai - 400 086.
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kishore.ved@gmail.com

Consolidated Scrutinizer's Report
[Pursuant Section 108 of the Companies Act, 2103 and the Companies
(Management and Administration) Rules, 2014 as amended]

To,
The Chairman of the 22nd Annual General Meeting
Nitin Fire Protection Industries Limited
held on Friday, the 29th September, 2017
at "Rangaswar", 4th Floor,
Yashwantrao Chavan Pratishthan Mumbai,
Gen. Jagannathrao Bhosle Marg,
Nariman Point, Mumbai - 400 021

29th September, 2017

Dear Sir,

Sub: Consolidated Scrutinizer's Report on passing resolutions through electronic Voting (remote e-voting) and physical ballot forms conducted and votes cast at the 22nd Annual General Meeting of Members of Nitin Fire Protection Industries Limited ("the Company") held on Friday, 29th September, 2017, at 2.15 p.m. at "Rangaswar", 4th Floor, Yashwantrao Chavan Pratishthan Mumbai, Gen. Jagannathrao Bhosle Marg, Nariman Point, Mumbai - 400 021.

I, Kishor V. Ved, Practicing Company Secretary, have been appointed as a Scrutinizer by the Board of Directors of **NITIN FIRE PROTECTION INDUSTRIES LIMITED ("the Company")** for the purpose of scrutinizing:

- (i) The remote e-voting under the provision of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended; and
- (ii) Physical Ballot forms at the 22nd Annual General Meeting of the Members of the Company held on Friday, the 29th September, 2017 at 2.15 p.m. at "Rangaswar", 4th Floor, Yashwantrao Chavan Pratishthan Mumbai, Gen. Jagannathrao Bhosle Marg, Nariman Point, Mumbai - 400 021.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means for the resolutions contained in the Notice to the 22nd Annual General Meeting (AGM) of the members of the Company. My responsibility as a scrutinizer for the voting process of voting through electronic means and voting at AGM is restricted to make a consolidated Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by Central Depository Services Ltd. ("CDSL"), the Agency authorized under the Rules and engaged by the Company to provide e-voting facilities for voting through electronic means and ballot forms submitted at the AGM.



Kishor V. Ved, Practicing Company Secretary

The Company had appointed Bigshare Services Private Limited, the Registrar and Share Transfer Agents (RTA) of the Company, as the Service provider for extending the facility of electronic voting to the Shareholders of the Company from 25th September, 2017 (9.00 a.m.) and ends on 28th September, 2017 (5.00 p.m.) and the shareholders of the company holding shares as on the "cut-off" date of 22nd September, 2017 were entitled to vote on the resolutions as contained in the Notice of the AGM.

The Company had also provided voting facility to the shareholders present at the 22nd AGM by physical ballot, who had not cast their votes earlier through remote e-voting facility. After reconciling the votes casted at the AGM, the e-voting results were unblocked by me on 29th September, 2017 in presence of the following, witness not being in employment of the Company:

<i>Bhadresh C. Shah</i>	<i>K. D. Mehta</i>
Mr. Bhadresh C. Shah Bldg No. 29, 105, 1 st Floor, Tilak Nagar CHSL, Tilak Nagar, Chembur, Mumbai	Mr. Kaushik Mehta 47/3 rd Kailas Nagar, 3 rd Floor, 658, J. Dadajee Road, Mumbai - 400 007

On completion of voting at the meeting, CDSL provided me with the list of members who had cast their votes, their holding details and details of votes cast on the resolutions.

Subsequently, the votes casted at the meeting and received through ballot papers were reconciled with the records maintained by CDSL.

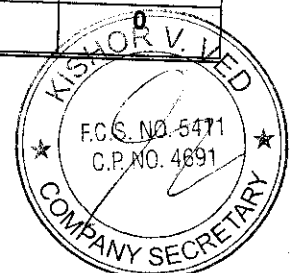
Accordingly, the details containing, inter alia, list of Equity Shareholders, who voted "in favour", "against" and "Invalid" for each of the resolutions that were put to vote, were generated from e-voting website <https://www.evotingindia.com>.

I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from Central Depository Services Ltd. (CDSL), e-voting system.

I now submit my consolidated Report as under on the result of the remote e-voting and voting at the meeting in respect of the said Resolutions at 22nd AGM of the Company.

Ordinary Resolution No. 1 - To receive, consider and adopt the Audited Balance Sheet and the Audited Statement of Profit & Loss (Standalone & Consolidated) for the year ended 31st March, 2017 and Cash Flow Statement as at that date together with Schedules and notes attached thereto and the Report of the Directors' and the Report of Auditors' thereon.

MODE OF VOTING	TOTAL NO. OF SHARES			% OF TOTAL VOTING	INVALID NO. OF SHARES - PHYSICAL AT AGM INCLUDING PROXIES
	E-VOTING	PHYSICAL AT AGM	TOTAL		
IN FAVOUR	172481579	209231	172690810	100.00%	0
AGAINST	2	0	2	0	0
TOTAL	172481581	209231	172690812	100.00%	0



Kishor V. Ved, Practicing Company Secretary

Based on the aforesaid result, an Ordinary Resolution No.1 of the Notice of AGM dated 1st September, 2017 has been passed by the Members through physical voting at AGM & through remote e-voting with requisite majority.

Ordinary Resolution No. 2:

Appointment of Mr. Kailat Hariharan Vaidyanathan (DIN – 00077323), Director, retires by rotation.

MODE OF VOTING	TOTAL NO. OF SHARES			% OF TOTAL VOTING	INVALID NO. OF SHARES - PHYSICAL AT AGM INCLUDING PROXIES
	E-VOTING	PHYSICAL AT AGM	TOTAL		
IN FAVOUR	172461677	209231	172670908	100.00%	0
AGAINST	2	0	2	0	0
TOTAL	172461679	209231	172670910	100.00%	0

Based on the aforesaid result, an Ordinary Resolution No.2 of the Notice of AGM dated 1st September, 2017 has been passed by the Members through physical voting at AGM & through remote e-voting with requisite majority.

Ordinary Resolution No. 3:

Ratification of Appointment of Statutory Auditor.

MODE OF VOTING	TOTAL NO. OF SHARES			% OF TOTAL VOTING	INVALID NO. OF SHARES - PHYSICAL AT AGM INCLUDING PROXIES
	E-VOTING	PHYSICAL AT AGM	TOTAL		
IN FAVOUR	172481579	209231	172690810	100.00%	0
AGAINST	2	0	2	0	0
TOTAL	172481581	209231	172690812	100.00%	0

Based on the aforesaid result, an Ordinary Resolution No.3 of the Notice of AGM dated 1st September, 2017 has been passed by the Members through physical voting at AGM & through remote e-voting with requisite majority.



Special Resolution No. 4:

To consider and appoint Mr. Rahul N. Shah (DIN - 00073226) as the Whole-time Director and fix his remuneration.

MODE OF VOTING	TOTAL NO. OF SHARES			% OF TOTAL VOTING	INVALID NO. OF SHARES - PHYSICAL AT AGM INCLUDING PROXIES
	E-VOTING	PHYSICAL AT AGM	TOTAL		
IN FAVOUR	619051	209231	828282	98.47%	0
AGAINST	12902	0	12902	1.53%	0
TOTAL	631953	209231	841184	100.00%	0

Based on the aforesaid result, a Special Resolution No.4 of the Notice of AGM dated 1st September, 2017 has been passed by the Members through physical voting at AGM & through remote e-voting with requisite majority.

However, the following be noted in respect of Special Resolution No. 4 & the below mentioned Special Resolution No. 5:

Mr. Rahul N. Shah (DIN - 00073226) and Mr. Kunal N. Shah (DIN - 00077216), Directors of the Company are also Directors of Innova Finance Corporation Private Limited ("Innova").

The name of "Innova" was strike off by the Registrar of Companies ("the ROC"), Mumbai, vide their Notice No. ROC/CLR/164(2)(a)/2017/3 dated 07.09.2017 and the ROC has included names of Mr. Rahul N. Shah (DIN - 00073226) and Mr. Kunal N. Shah (DIN - 00077216) who are Directors of Innova in the list of Directors declared as disqualified under Section 164(2)(a) of the Companies Act, 2013.

Special Resolution No. 5:

To consider and appoint Mr. Kunal N. Shah (DIN - 00077216) as the Whole-time Director and fix his remuneration.

MODE OF VOTING	TOTAL NO. OF SHARES			% OF TOTAL VOTING	INVALID NO. OF SHARES - PHYSICAL AT AGM INCLUDING PROXIES
	E-VOTING	PHYSICAL AT AGM	TOTAL		
IN FAVOUR	617901	209231	827132	98.46%	0
AGAINST	12902	0	12902	1.54%	0
TOTAL	630803	209231	840034	100.00%	0



Based on the aforesaid result, a Special Resolution No.5 of the Notice of AGM dated 1st September, 2017 has been passed by the Members through physical voting at AGM & through remote e-voting with requisite majority.

Ordinary Resolution No. 6:

Appointment of Mr. Hariharan V. Iyer (DIN - 07539227), as an Independent Director.

MODE OF VOTING	TOTAL NO. OF SHARES			% OF TOTAL VOTING	INVALID NO. OF SHARES - PHYSICAL AT AGM INCLUDING PROXIES
	E-VOTING	PHYSICAL AT AGM	TOTAL		
IN FAVOUR	172480429	209231	172689660	100.00%	0
AGAINST	2	0	2	0	0
TOTAL	172480431	209231	172689662	100.00%	0

Based on the aforesaid result, a Special Resolution No.6 of the Notice of AGM dated 1st September, 2017 has been passed by the Members through physical voting at AGM & through remote e-voting with requisite majority.

Ordinary Resolution No. 7:

Appointment of Mr. Atul Mehta (DIN - 00112451), as an Independent Director.

MODE OF VOTING	TOTAL NO. OF SHARES			% OF TOTAL VOTING	INVALID NO. OF SHARES - PHYSICAL AT AGM INCLUDING PROXIES
	E-VOTING	PHYSICAL AT AGM	TOTAL		
IN FAVOUR	172465969	209231	172675200	99.99%	0
AGAINST	12902	0	12902	0.01%	0
TOTAL	172478871	209231	172688102	100.00%	0

Based on the aforesaid result, a Special Resolution No.7 of the Notice of AGM dated 1st September, 2017 has been passed by the Members through physical voting at AGM & through remote e-voting with requisite majority.



Special Resolution No. 8:

To keep registers, indexes and records as required to be maintained under sections 88 and 94 of the Companies Act, 2013 in a place other than the registered office of the Company.

MODE OF VOTING	TOTAL NO. OF SHARES			% OF TOTAL VOTING	INVALID NO. OF SHARES - PHYSICAL AT AGM INCLUDING PROXIES
	E-VOTING	PHYSICAL AT AGM	TOTAL		
IN FAVOUR	172468679	209231	172677910	100.00%	0
AGAINST	2	0	2	0	0
TOTAL	172468681	209231	172677912	100.00%	0

Based on the aforesaid result, a Special Resolution No.8 of the Notice of AGM dated 1st September, 2017 has been passed by the Members through physical voting at AGM & through remote e-voting with requisite majority.

Special Resolution No. 9:

To issue and allot secured/ unsecured, redeemable, cumulative/ non-cumulative, non-convertible debentures/Bonds up to ₹500 Crores or equivalent in one or more tranches/ series, through private placement.

MODE OF VOTING	TOTAL NO. OF SHARES			% OF TOTAL VOTING	INVALID NO. OF SHARES - PHYSICAL AT AGM INCLUDING PROXIES
	E-VOTING	PHYSICAL AT AGM	TOTAL		
IN FAVOUR	172481429	209231	172690660	100.00%	0
AGAINST	152	0	152	0	0
TOTAL	172481581	209231	172690812	100.00%	0

Based on the aforesaid result, a Special Resolution No.9 of the Notice of AGM dated 1st September, 2017 has been passed by the Members through physical voting at AGM & through remote e-voting with requisite majority.



Kishor V. Ved, Practicing Company Secretary

In terms of AGM notice dated 1st September, 2017, the members who had already voted through remote e-voting were not entitled through physical voting at AGM. As such, votes, if any, cast by the Members through physical voting at AGM who had already voted at remote e-voting were treated as invalid.

The electronic data and all other relevant records to the voting are under my safe custody and will be handed over to Mr. Atul Mehta, Director of the Company for preserving safely after the Chairman considers, approves and signs the minutes of the 22nd AGM.

Thanking you,

Yours truly,

Kishor V. Ved



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

Mumbai, 29th September, 2017

Countersigned by -
For Nitin Fire Protection Industries Limited

Atul Mehta

A circular professional stamp for Atul Mehta, a Non-Executive Independent Director and Chairman of the 22nd AGM. The outer ring contains the name 'ATUL MEHTA' at the top and 'COMPANY SECRETARY' at the bottom, separated by two stars. The inner circle contains the registration details: 'DIN - 00112451' and '22ND AGM'.

Atul Mehta
Non-Executive Independent Director
& Chairman of 22nd AGM
(DIN - 00112451)
Mumbai, 29th September, 2017