

# NIRAV COMMERCIALS LIMITED

Regd. Office : B-1, Tulsi Vihar, Dr. A. B. Road, Worli Naka, Mumbai - 400 018, India.

Tel.: (91-22) 4045 7100 Fax : (91-22) 2493 6888 E-mail : nirav@associatedgroup.com

CIN : L51900MH1985PLC036668

BSE Ltd.  
Corporate Relationship Department  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai – 400 001.

October 01, 2018

Company Code No. 512425

**Sub.: Disclosure of voting results at the 33<sup>rd</sup> Annual General Meeting (AGM) held on Saturday, September 29, 2018.**

We hereby inform that the 33<sup>rd</sup> AGM of the Company held on September 29, 2018 at the “Maheshwari Pragati Mandal – Mumbai” 1<sup>st</sup> floor, Maheshwari Bhavan, 603, Jagannath Shankar Seth Marg, Chira Bazar, Marine Lines (East), Mumbai-400002, all the items of business contained in the Notice of the AGM were transacted and approved by the shareholders with requisite majority.

The details of voting results (i.e the result of remote e-voting & poll) in the format prescribed under Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is being attached herewith for your record and request to find the same in order;

1. Scrutinizer report on e-voting
2. MGT-13, Scrutinizer report on polling at AGM
3. Scrutinizer report - Combined

For Nirav Commercials Ltd.



Sudhir Goel  
Director  
DIN-00074455





**ARUN DASH & ASSOCIATES**  
**COMPANY SECRETARIES**

**SCRUTINIZER'S REPORT**

**[Pursuant to section 108 of the Companies Act, 2013 and rule 20 (3) (xi) of the Companies (Management and Administration) Rules, 2014]**

To,

The Chairman of 33<sup>rd</sup> Annual General Meeting of the members of Nirav Commercials Limited (the Company) held on the 29<sup>th</sup> day of September, 2018 at 11:00 a.m. at "Maheshwari Pragati Mandal – Mumbai", 1<sup>st</sup> Floor, Maheshwari Bhavan, 603, Jagannath Shankar Sheth Marg, Cheera Bazar, Marine Lines (East), Mumbai – 400 002.

Dear Sir,

1. I, Arun Dash, proprietor of M/s Arun Dash & Associates, Company Secretaries in practice, have been appointed by the Board of Directors of Nirav Commercials Limited, ("the Company") as Scrutinizer for the purpose of scrutinizing the e-voting process and ascertaining the requisite majority on e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules) on the resolutions contained in the notice to the 33<sup>rd</sup> Annual General Meeting of the members of the Company held on the 29<sup>th</sup> day of September, 2018 at "Maheshwari Pragati Mandal – Mumbai", 1<sup>st</sup> Floor, Maheshwari Bhavan, 603, Jagannath Shankar Sheth Marg, Cheera Bazar, Marine Lines (East), Mumbai – 400 002.

2. 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 on the resolution contained in the notice to the 33<sup>rd</sup> Annual General Meeting (AGM) of the members of the Company. My responsibility as a Scrutinizer for the e-voting process is restricted to make a 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 (India) Limited, the authorized agency to provide e-voting facilities, engaged by the Company.


3. Further to the above, I submit my report as under:

i. The e-voting period opened at 10:00 a.m. on 26<sup>th</sup> September, 2018 and closed at 5:00 p.m. on 28<sup>th</sup> September, 2018.

ii. The members of the company as on the "cut off" date i.e. 22<sup>nd</sup> September, 2018 were entitled to vote on the resolutions (items no. 1 to 5) as set out in the notice convening the 33<sup>rd</sup> Annual General Meeting of the Company.



iii. The votes cast were unblocked on September 29, 2018 in the presence of 2 witnesses, Ku. Pragalbha Rege and Ku. Grishma Shah, who were not in employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.



Name: Pragalbha Rege



Name: Grishma Shah

iv. Thereafter the details containing inter alia, list of Equity Share Holders, who have voted "for", "against" each of the Resolutions that were put to vote, were generated from the e-voting website of Central Depository Services (India) Limited i.e. (<https://www.evotingindia.co.in/>) and based on such reports generated, the result of the e-voting is as under:

**Item No. 1**

Ordinary resolution to consider & adopt the Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2018, together with the Reports of the Board of Directors and Auditors thereon

(i) Voted in favour of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid vote cast (Favour and Against)
20	203738	100

(ii) Voted against the resolution

Number of members voted	Number of votes cast by them	% of total number of valid vote cast (Favour and Against)
NIL	NIL	NIL

(iii) Invalid votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

**Item No. 2**

Ordinary resolution to appoint a Director in place of Shri Shailesh Daga (DIN: 00074225) who retires by rotation and being eligible offers himself for re-appointment

(i) Voted in favour of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid vote cast (Favour and Against)
19	194778	100




(ii) Voted against the resolution

Number of members voted	Number of votes cast by them	% of total number of valid vote cast (Favour and Against)
NIL	NIL	NIL

(iii) Invalid votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
1*	8960

\* Considered as interested

**Item No. 3**

Special resolution for Adoption of New Set of Memorandum of Association.

(i) Voted in favour of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid vote cast (Favour and Against)
20	203738	100

(ii) Voted against the resolution

Number of members voted	Number of votes cast by them	% of total number of valid vote cast (Favour and Against)
NIL	NIL	NIL

(iii) Invalid votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

**Item No. 4**

Special resolution for Adoption of New Set of Articles of Association.

(i) Voted in favour of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid vote cast (Favour and Against)
20	203738	100



(ii) Voted against the resolution

Number of members voted	Number of votes cast by them	% of total number of valid vote cast (Favour and Against)
NIL	NIL	NIL

(iii) Invalid votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

**Item No. 5**

Special resolution for shifting of Registered office of the Company.

(i) Voted in favour of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid vote cast (Favour and Against)
19	203737	100

(ii) Voted against the resolution

Number of members voted	Number of votes cast by them	% of total number of valid vote cast (Favour and Against)
NIL	NIL	NIL

(iii) Invalid votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

Thanking you,

Yours Faithfully

For M/s Arun Dash & Associates

Company Secretaries



Arun Dash  
(Proprietor)

Date: 29.09.2018



**FORM No. MGT-13**  
**Report of Scrutinizer(s)**

[Pursuant to section 109 of the Companies Act, 2013 and rule 21(2)  
of the Companies (Management and Administration) Rules, 2014]

To,  
The Chairman  
Nirav Commercials Limited

33<sup>rd</sup> Annual General Meeting of the Equity Shareholders of Nirav Commercials Limited held on 29<sup>th</sup> September, 2018 at 11:00 a.m at Maheshwari Pragati Mandal, 1<sup>st</sup> Floor, Maheshwari Bhavan, 603, Jagannath Shankar Sheth Marg, Cheera Bazar, Marine Lines (East), Mumbai - 400 002.

Dear Sir,

I, Arun Dash, proprietor of M/s Arun Dash & Associates, Company Secretaries have been appointed by the Board of Directors of Nirav Commercials Limited ("the Company"), as Scrutinizer for the purpose of the poll taken on the below mentioned resolutions, at the 33<sup>rd</sup> Annual General Meeting of the Equity Shareholders of Nirav Commercials Limited, held on 29<sup>th</sup> September, 2018 at Maheshwari Pragati Mandal, 1<sup>st</sup> Floor, Maheshwari Bhavan, 603, Jagannath Shankar Sheth Marg, Cheera Bazar, Marine Lines (East), Mumbai - 400 002, submit our report as under:

1. After the time fixed for closing of the poll by the Chairman, One ballot box kept for polling was locked in my presence with due identification marks placed by me.
2. The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
4. The result of the poll is as under:

**Item No. 1**

Ordinary resolution to consider & adopt the Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2018, together with the Reports of the Board of Directors and Auditors thereon.

(i) Voted in **favour** of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid vote cast (Favour and Against)
6	6	100

(ii) Voted **against** the resolution



Number of members voted	Number of votes cast by them	% of total number of valid vote cast (Favour and Against)
NIL	NIL	NIL

(iii) **Invalid votes**

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

**Item No. 2**

Ordinary resolution to appoint a Director in place of Shri Shailesh Daga (DIN: 00074225) who retires by rotation and being eligible offers himself for re-appointment.

(i) Voted in **favour** of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid vote cast (Favour and Against)
6	6	100

(ii) Voted **against** the resolution

Number of members voted	Number of votes cast by them	% of total number of valid vote cast (Favour and Against)
NIL	NIL	NIL

(iii) **Invalid votes**

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

**Item No. 3**

Special resolution for Adoption of New Set of Memorandum of Association.

(i) Voted in **favour** of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid vote cast (Favour and Against)
6	6	100

(ii) Voted **against** the resolution

Number of members voted	Number of votes cast by them	% of total number of valid vote cast (Favour and Against)
NIL	NIL	NIL



(iii) **Invalid votes**

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

**Item No. 4**

Special resolution for Adoption of New Set of Articles of Association.

(i) Voted in **favour** of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid vote cast (Favour and Against)
6	6	100

(ii) Voted **against** the resolution

Number of members voted	Number of votes cast by them	% of total number of valid vote cast (Favour and Against)
NIL	NIL	NIL

(iii) **Invalid votes**

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

**Item No. 5**

Special resolution for shifting of Registered Office of the Company.

(i) Voted in **favour** of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid vote cast (Favour and Against)
6	6	100

(ii) Voted **against** the resolution

Number of members voted	Number of votes cast by them	% of total number of valid vote cast (Favour and Against)
NIL	NIL	NIL

(iii) **Invalid votes**



Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

5. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

6. The poll papers and all other relevant records were sealed and handed over to the Directors/Company Secretary for safe keeping.

Thanking you,

Yours Faithfully,

**For M/s Arun Dash & Associates**

**Company Secretaries**



**Arun Dash  
(Proprietor)**

**Place: Mumbai**

**Date: 29.09.2018**





**ARUN DASH & ASSOCIATES**  
**COMPANY SECRETARIES**

**Scrutinizer's Report – Combined**

To,  
The Chairman

33<sup>rd</sup> Annual General Meeting of the members of Nirav Commercials Limited (the Company) held on the 29<sup>th</sup> day of September, 2018 at Maheshwari Pragati Mandal, 1<sup>st</sup> Floor, Maheshwari Bhavan, 603, Jagannath Shankar Sheth Marg, Cheera Bazar, Marine Lines (East), Mumbai – 400002.

Dear Sir,

1. I, Arun Dash, proprietor of M/s Arun Dash & Associates, Company Secretaries, have been appointed as a scrutinizer by

(i) the Board of Directors of Nirav Commercials Limited (the Company) for the purpose of scrutinizing the e-voting process under the provision of section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules) and

(ii) the Chairman of the Annual General Meeting (AGM) on the poll under the provision of section 109 of the 2013 Act read with Rule 21 of Rules, on the resolutions contained in the notice to the 33<sup>rd</sup> AGM of the members of the Company, held on the 29<sup>th</sup> day of September, 2018 at Maheshwari Pragati Mandal, 1<sup>st</sup> Floor, Maheshwari Bhavan, 603, Jagannath Shankar Sheth Marg, Cheera Bazar, Marine Lines (East), Mumbai – 400002.

2. The Management of the Company is responsible to ensure the Compliance with the requirement of the Companies Act, 2013 and Rules relating to e- voting and poll on the resolutions contained in the Notice to the 33<sup>rd</sup> AGM of the members of the company. My responsibility as a Scrutinizer for the e- voting process and for poll at the AGM is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated above, based on the report generated from the e-voting system provided by CDSL, the authorized agency engaged by the Company to provide e-voting facilities for e-voting.



3. I have issued separate Scrutinizer's Report dated 29<sup>th</sup> September 2018, on the e-voting and on the poll on the resolutions contained in the notice to the AGM. As requested by management, I submit herewith my combined report on the results of e-voting together with that of Poll as under: -

Item no. of Notice	Votes in <b>favour</b> of the resolution (Favour and Against)		Vote <b>against</b> the resolution (Favour and Against)		Invalid votes
Item no. 1 of the Notice (As an Ordinary resolution)	203744	100%	0	NIL	NIL
Item no. 2 of the Notice (As an Ordinary resolution)	194784	100%	0	NIL	8960
Item no. 3 of the Notice (As a Special resolution)	203744	100%	0	NIL	NIL
Item no. 4 of the Notice (As a Special resolution)	203744	100%	0	NIL	NIL
Item no. 5 of the Notice (As a Special resolution)	203743	100%	0	NIL	NIL

Thanking you,

Yours faithfully,

**For M/s Arun Dash & Associates**

**Company Secretaries**



**Arun Dash  
(Proprietor)**



**Place: Mumbai**

**Date: 29.09.2018**