

H.O.: Office No. 315, The Summit Business Bay, Behind Guru Nanak Petrol Pump, Prakash Wadi, Andheri (East), Mumbai - 400 069.

Tel.: (91) 022 - 2683 6558 / 2682 0750 • E-mail : bala@nikhiladhesives.com Website: www.nikhiladhesives.com • CIN: L51900MH1986PLC041062



Date: 29th September, 2017

To, BSE Limited, 25th Floor, P.J. Towers, Dalal Street, Fort, Mumbai - 400 001 (Corporate Relationship Department)

Ref: **NIKHIL ADHESIVES LIMITED**

BSE SCRIP CODE: - 526159

Sub: DECLARATION OF VOTING RESULT OF 31ST ANNUAL GENERAL MEETING OF THE COMPANY

HELD ON THURSDAY, 28TH SEPTEMBER, 2017

Dear Sir.

Pursuant to the Regulation 44(3) of SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015 and Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management And Administration) Rules, 2014 as amended by The Companies (Management And Administration) Rules, 2015, we are submitting herewith voting results of remote e-voting and ballot paper voting held at venue of the 31st Annual General Meeting of the Company held on Thursday, 28th September, 2017 along with the copy of consolidated Scrutinizers Report.

You are requested to kindly take above information on your records.

Thanking you,

Your faithfully, For Nikhil Adhesives Ltd.

Rajendra J. Šanghavi

DIN: 00245637

Chairman

Enclosed: A/a



Unit II: 7A / B, Govt.Industrial Estate, Dist. Piparia, Silvassa - 396 230. D.& N. H. • Tel.: (91) 0260 - 2640055, 093747 06309 Unit III: Plot No.D - 2 / CH / 49,GIDC Industrial Estate, Industrial Phase - II, Dahej - 392 130.Tal. Vagra, Dist - Bharuch, Gujarat.

Nikhil Adhesives Limited

Date of declaration of results: 29/07/2017

Resolution 1: Consideration and Adoption of the audited financial statements of the Company for the financial year ended 31st March, 2017 together with the reports of the Board of Directors and Auditors thereon.

	the board of birectors a	ila Additors tile	i con.						
Resolution required	d:Ordinary/Special		Ordinary						
Whether promoter/pagenda/resolusion?	oromoter group are inter	rested in the	No .						
Category	Mode of Voting	Total no. of shares held (1)	No. of Valid Votes polled (2)	% of Votes 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	E-Voting	2,501,010	2,103,610	84.1104	2,103,610	-	100.0000	-	
Promoter Group	Poll/Postal ballot		397,400	16	397,400	-	100	-	
	Total		2,501,010	100.0000	2,501,010	-	100.0000	-	
Public –	E-Voting		_	<u> </u>	-	-	-	-	
Institutional	Poll/Postal ballot	900	- I	-	-	-	<u>-</u>	-	
holders	Total		•	•	-	-		-	
Public-Non	E-Voting		309,611	22.2359	309,611	-	100.0000		
Institutional	Poll/Postal ballot	1,392,390	29,055	2.0867	29,055	_	100.0000	<u> </u>	
institutional	Total		338,666	24.3226	338,666		100.0000	-	
	E-voting		2,413,221	61.9680	2,413,221		100.0000	-	
Total	Poll/Postal ballot		426,455	10.9507	426,455		100.0000	-	
	Total	3,894,300	2,839,676	72.9188	2,839,676	-	100.0000	-	





Resolution 2: To appoint a director in place of Mr. RajendraSanghavi, Director (DIN: 00245637), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment. Resolution required: Ordinary/Special Ordinary Whether promoter/promoter group are interested in the agenda/resolusion? Yes % of Votes % of Votes Polled on No. of % of Votes in No. of Votes against on Total no. of No. of Valid outstanding Votes favour on votes votes polled - in favour Category Mode of Voting shares held against polled (6)=[(4)/(2)] Votes polled (2) shares (4) (7)=[(5)/(2)](1) *100 (3)=[(2)/(1)]*(5) *100 100 E-Voting 2,103,610 84.1104 2,103,610 100.0000 Promoter and 16 100 Poll/Postal ballot 2,501,010 397,400 397,400 **Promoter Group** 100.0000 100.0000 2,501,010 2,501,010 Total Public -E-Voting 900 Institutional Poll/Postal ballot holders Total 100.0000 E-Voting 309,611 22.2359 309,611 Public-Non Poll/Postal ballot 1,392,390 29,055 2.0867 29,055 100.0000 Institutional 338,666 24.3226 338,666 100.0000 Total 2,413,221 61.9680 2,413,221 100.0000 E-voting 10.9507 426,455 100.0000 Total Poll/Postal ballot 426,455 72.9188 100.0000 2,839,676 2,839,676 Total 3,894,300



Resolution 3: Rati	fication of Appointment	of Statutory Au	ditors.	y.,							
Resolution require	d:Ordinary/Special		Ordinary								
Whether promoter/ agenda/resolusion	Vhether promoter/promoter group are interested in the genda/resolusion?			No							
Category	Mode of Voting	Total no. of shares held (1)	No. of Valid Votes polled (2)	% of Votes 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	E-Voting		2,103,610	84.1104	2,103,610	_	100.0000				
Promoter Group	Poll/Postal ballot	2,501,010	397,400	16	397,400	_	100				
	Total		2,501,010	100.0000	2,501,010		100.0000				
Public -	E-Voting				_,000.,000	_	100.0000	-			
Institutional	Poll/Postal ballot	900	-	_			-	·-			
holders	Total	,		_		-	-	-			
Public-Non	E-Voting		309,611	22.2359	309,611	-	400,0000	-			
Institutional	Poll/Postal ballot	1,392,390	29,055	2.0867	29,055	-	100.0000	-			
	Total		338,666	24.3226		-	100.0000	-			
	E-voting		2,413,221	61.9680	338,666	•	100.0000	-			
Total	Poll/Postal ballot	1	426,455		2,413,221	-	100.0000	_			
	Total	3,894,300		10.9507	426,455	-	100.0000				
		0,004,000	2,839,676	72.9188	2,839,676	-	100.0000				



Resolution 4: Appoi	ntment of Mr. Tarak J. C	alighavi (Bliv.	00519403) as the Whole Time Director of the Company liable to retire by rotation.							
Resolution required			Special		+			Market Million		
Whether promoter/p agenda/resolusion?	romoter group are inter	ested in the	Yes	Yes						
Category	Mode of Voting	Total no. of shares held (1)	No. of Valid Votes polled (2)	% of Votes 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		
	E-Voting	2,501,010	2,103,610	84.1104	2,103,610	-	100.0000			
Promoter and	Poll/Postal ballot		397,400	16	397,400	-	100			
Promoter Group	Total		2,501,010	100.0000	2,501,010	-	100.0000			
Public -	E-Voting		- 10 - 1 - 1 - 1 - 1	-	-	-	-			
Institutional	Poll/Postal ballot	900	-	-	-	-	-			
holders	Total			-	-		-			
	E-Voting		309,611	22.2359	309,611	-	100.0000			
Public-Non	Poll/Postal ballot	1,392,390	29,055	2.0867	29,055	-	100.0000			
Institutional	Total		338,666	24.3226	338,666	-	100.0000			
	E-voting		2,413,221	61.9680	2,413,221	-	100.0000			
Total	Poll/Postal ballot		426,455	10.9507	426,455	-	100.0000			
1 Stai	Total	3,894,300	2,839,676	72.9188	2,839,676		100.0000			



Resolution 5: Apporotation	intment of Mr. Rajendra	J. Sanghavi (D	IN:00245637) as t	he Chairman &	Whole Time Di	rector of th	ne Company liable t	o retire by		
Resolution required	d:Ordinary/Special		Special							
Whether promoter/pagenda/resolusion?	Whether promoter/promoter group are interested in the agenda/resolusion?		Yes							
Category	Mode of Voting	Total no. of shares held (1)	No. of Valid Votes polled (2)	% of Votes 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	E-Voting		2,103,610	84.1104	2,103,610	_	100.0000	-		
Promoter Group	Poll/Postal ballot	2,501,010	397,400	16	397,400	-	100	-		
Tromoter Group	Total		2,501,010	100.0000	2,501,010	-	100.0000	-		
Public –	E-Voting		_	-	7 m () m () = .	-	-	-		
Institutional	Poll/Postal ballot	900	-	-	-	-	-	-		
holders	Total	-	-				-			
Public-Non	E-Voting		309,611	22.2359	309,611	-	100.0000	-		
Institutional	Poll/Postal ballot	1,392,390	29,055	2.0867	29,055	-	100.0000	•		
institutional	Total		338,666	24.3226	338,666		100.0000	- ALLE -		
	E-voting		2,413,221	61.9680	2,413,221	-	100.0000	-		
Total	Poll/Postal ballot		426,455	10.9507	426,455		100.0000	_		
*	Total	3,894,300	2,839,676	72.9188	2,839,676		100.0000	-		



Resolution 6: Reappointment and the remuneration of Mr. Umesh J. Sanghavi (DIN: 00491220) as the 'Managing Director' of the company not liable to retire by rotation Resolution required:Ordinary/Special Special Whether promoter/promoter group are interested in the Yes agenda/resolusion? % of Votes % of Votes % of Votes in No. of Polled on against on No. of Votes Total no. of Votes favour on votes No. of Valid outstanding votes polled - in favour Mode of Voting shares held Category polled (6)=[(4)/(2)] Votes polled (2) against shares (7)=[(5)/(2)](4) (1) *100 (3)=[(2)/(1)]*(5) *100 100 100,0000 2,103,610 84.1104 2,103,610 E-Voting Promoter and 100 16 397,400 Poll/Postal ballot 2,501,010 397,400 **Promoter Group** 100.0000 2,501,010 Total 2,501,010 100.0000 E-Voting Public -Poll/Postal ballot 900 Institutional Total holders 100.0000 309,611 22.2359 309,611 E-Voting Public-Non 100.0000 29,055 2.0867 29,055 Poll/Postal ballot 1,392,390 Institutional 24.3226 338,666 100.0000 338,666 Total 61.9680 2,413,221 100.0000 2,413,221 E-voting 100.0000 426,455 10.9507 426,455 Poll/Postal ballot **Total** 100.0000 72.9188 2,839,676 3,894,300 2,839,676 Total



Resolution 7: Approval of payment of remuneration of Rs. 50,000/- (Rupees Fifty Thousand) with applicable Service Tax plus reimbursement of out of pocket expenses at actual to Messrs B. F. Modi & Associates, Cost Accountants.

Resolution required:Ordinary/Special Ordinary

Resolution required	d:Ordinary/Special		Ordinary						
Whether promoter/ agenda/resolusion'	promoter group are inte ?	rested in the	No						
Category	Mode of Voting	Total no. of shares held (1)	No. of Valid Votes polled (2)	% of Votes 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	E-Voting	2,501,010	2,103,610	84.1104	2,103,610	-	100.0000	-	
Promoter Group	Poll/Postal ballot		397,400	16	397,400	-	100		
	Total		2,501,010	100.0000	2,501,010	-	100.0000		
Public –	E-Voting		_	-	-	-	-	- 1-1 E	
Institutional	Poll/Postal ballot	900	-	-	-	-	-	_	
holders	Total		-	· ·	-		-		
Public-Non	E-Voting		309,611	22.2359	309,611	-	100.0000	_	
Institutional	Poll/Postal ballot	1,392,390	29,055	2.0867	29,055	-	100.0000	_	
outational	Total		338,666	24.3226	338,666		100.0000	-	
	E-voting		2,413,221	61.9680	2,413,221	-	100.0000	_	
Total	Poll/Postal ballot		426,455	10.9507	426,455		100.0000	-	
8	Total	3,894,300	2,839,676	72.9188	2,839,676		100.0000		



Company Secretaries

B. Com., F.C.S.

Office No.145, 1st Floor, Kesar Residency, Charkop Sector 3, Kandivali (W), Mumbai - 400 067 **Email**: dmz@dmzaveri.com **Tel**.: 022-28679660 **Mobile**: 98203 20503 **Website**: www.dmzaveri.com

Combined Report of Scrutinizer for e-voting & voting through ballot process

[Pursuant to Section 108/109 of the Companies Act, 2013 read with Rule 20(4)(xii) of Companies (Management and Administration) Rules, 2014 as amended]

To,
The Chairman
31st Annual General Meeting of Equity Shareholders of
Nikhil Adhesives Limited,
held on 28th September, 2017 at,
Shreeji Industrial Estate, Vadkun, College Road,
Dahanu, Dist. Palghar – 401602

Dear Sir,

I, Dharmesh Zaveri, proprietor of D. M. Zaveri & Co., Practicing Company Secretaries, Mumbai, was appointed as Scrutinizer by the Board of Directors for the purpose of scrutinizing the remote e-voting process under the provision of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any amendment thereof and voting through ballot process at the venue of the 31st Annual General Meeting (AGM) in a fair and transparent manner in respect of the below mentioned resolutions contained in the Notice of the 31st AGM of the Equity Shareholders of Nikhil Adhesives Limited ('Company'), held on Thursday, 28th September, 2017, at Shreeji Industrial Estate, Vadkun, College Road, Dahanu, Dist. Palghar-401 602.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules framed thereunder relating to voting through electronic means (remote evoting) and voting by use of physical ballots by the shareholders at the venue of 31st AGM on the resolution contained in the Notice of the 31st AGM of the members of the Company. My responsibility as a scrutinizer for the remote e-voting process and for the physical ballot voting at the 31st AGM is restricted to make a Scrutinizer report of the Votes Cast "in favour" or "against" the resolutions as stated below, based on the

Page 1 of 4

Company Secretaries

B.Com., F.C.S.

Office No.145, 1st Floor, Kesar Residency, Charkop Sector 3, Kandivali (W), Mumbai - 400 067 **Email**: dmz@dmzaveri.com **Tel**.: 022-28679660 **Mobile**: 98203 20503 **Website**: www.dmzaveri.com

report generated from the remote e-voting system provided by Central Depository Services (India) Limited (CDSL), the authorised agency engaged by the Company to provide remote e-voting facilities and the report generated electronically for voting by use of physical ballots at the venue of AGM.

At the 31st AGM of the Company held on 28th September, 2017, facility of voting through ballot process was given to the members present in the meeting.

I hereby submit consolidated scrutinizer's report pursuant to Rule 20(4)(xii) on the resolutions proposed in the Notice of the 31st AGM. I have issued separate Scrutinizer's Report dated 29th September, 2017, on the remote e-voting and on the Poll through physical ballot.

The Result of remote e-voting together with that of the Poll is as under;

Mode of voting	Total valid votes		avour of Reso		Votes ag	otes against the Resolution		
How 4.0		No of ballot / e-voting entry	Nos	% to total valid votes	No of ballot / e-voting entry	Nos	% to total valid votes	Votes Nos
Item 1: Considera	ation and Adop	tion of the	audited finan	cial stateme	nts of the (Company fo	r the financ	cial vear
Resolution)	, _ · · · · · · · · · · · · · · · · · ·	er with the r	eports of the	Board of Dir	ectors and	Auditors to	hereon.(Ord	dinary
E-voting	2413231	27	2413231	100.0000	0	0	0.0000	0
Poll	426455	11	426455	100.0000	0	0	0.0000	0
Total	2839686	38	2839686	100 0000	0	•		
Item 2: To appoint rotation at this A	nt a director i	n place of	Mr. Rajendra	Sanahavi I	Director (D	INI. 000 450		0
	Annual Genera	l Meeting	and being el	igible, offer	s himself	for re-anno	or), who re	tires by
	****		9	3.000	J IIIIIIOCII	ioi ie-appo	inument. (C	rainary
E-voting	2413231	27	2413231	100.0000	0	0	0.0000	0
Poll	426455	11	426455	100.0000	0	0		0
Total	2839686	38	2839686	100 0000	0	0	0.0000	0
Item 3: Ratificatio	n of Appointme	ent of Statu	tory Auditors	(Ordinary R	esolution)	U	0.0000	0
L-voting	2413231	27	2413231	100.0000	0	0	0.0000	
Poll	426455	11	426455	100.0000	0	0	0.0000	0
Total	2839686	38	2839686	100.0000	0	0	0.0000	0
			200000	100.000	U	0	0.0000	0



Company Secretaries

B. Com., F.C.S.

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Mode of voting	Total valid votes		vour of Reso		Votes against the Resolution Inva			
		No of	Nos	% to	No of	Nos	% to	Nos
	42	ballot /		total	ballot /		total	
		e-voting		valid	e-voting		valid	
		entry		votes	entry		votes	
Item 4: Appointm	ent of Mr. Tara	k J. Sangha	vi (DIN: 0051	9403) as the	Whole Tim	ne Director	of the Com	panv
liable to retire by				,				,,
E-voting	2413231	27	2413231	100.0000	0	0	0.0000	0
Poll	426455	11	426455	100.0000	0	0	0.0000	0
Total	2839686	38	2839686	100.0000	0	0	0.0000	0
Item 5: Appointn the Company liab	ole to retire by	rotation (Sp	ecial Resolut	ion)				ector of
E-voting	2413231	27	2413231	100.0000	0	0	0.0000	0
Poll	426455	11	426455	100.0000	0	0	0.0000	0
Total	2839686	38	2839686	100.0000	0	0	0.0000	0
Item 6: Reappoir						: 00491220)	as the 'M	anaging
Director' of the c			by rotation (S	Special Reso	olution)			
E-voting	2413231	27	2413231	100.0000	0	0	0.0000	0
Poll	426455	11	426455	100.0000	0	0	0.0000	0
Total	2839686	38	2839686	100.0000	0	0	0.0000	0
Item 7: Approval	of payment of	remuneration	on of Rs. 50,0	00/- (Rupees	Fifty Thou	usand) with	applicable	Service
Tax plus reimbu	rsement of ou	it of pocke	t expenses a	t actual to	Messrs B.	F. Modi &	Associate	es, Cost
Accountants. (Or								
E-voting	2413231	27	2413231	100.0000	0	0	0.0000	0
Poll	426455	11	426455	100.0000	0	0	0.0000	0
Total	2839686	38	2839686	100.0000	0	0	0.0000	0



Company Secretaries

88 Dharmesh Zaver B.Com., F.C.S.

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All the resolutions voted through under remote e-voting and ballot/poll were passed with requisite majority. The Register, all other papers and relevant record relating to remote e-voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid 31st Annual General Meeting and thereafter the same will be handed over to the Company Secretary of the Company.

For D. M. Zaveri & Co Practising Company Secretary

Dharmesh Zaveri (Proprietor)

Membership No.: 5418

C.P. No.: 4363 Place: Mumbai

Date: 29th September, 2017.

Mr Rajendra J Sanghvi Chairman of the meeting

OHESIL

MUMBA