



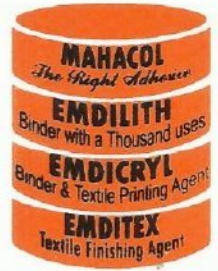
NIKHIL ADHESIVES LIMITED

An ISO 9001 : 2008 Certified Company

H.O. : 315, The Summit Business Bay, Opp. Cinemax, Andheri-Kurla Road,
Andheri (East), Mumbai - 400 093.

Tel.: (91) 022 - 2683 6564 / 2683 6558 / 2683 6559 • E-mail : bala@nikhiladhesives.com

Website : www.nikhiladhesives.com • CIN : L51900MH1986PLC041062



To,
BSE Limited,
Floor, P.J. Towers,
Dalal Street, Fort,
Mumbai – 400 001
(Department of Corporate Services)

Date: 16th April, 2018

Ref: NIKHIL ADHESIVES LIMITED

BSE SCRIP CODE: – 526159

Sub: OUTCOME / DECLARATION OF VOTING RESULT OF POSTAL BALLOT

Dear Sir,

In furtherance to our intimation dated March 17th, 2018 w.r.t. postal ballot/e-voting conducted by the Company, please find enclosed the following:

1. Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. Report of Scrutinizer dated April 16th, 2018 pursuant to Section 108 and 110 of the Companies Act, 2013 and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014.

The Company had appointed Mr. Dharmesh Zaveri, Practising Company Secretary and Proprietor of M/s D.M. Zaveri & Co., as the Scrutinizer for the purpose of scrutinizing the process of remote e-voting process at the postal ballot. Further, the Company had appointed CDSL (India) Ltd. to conduct voting through electronic mode.

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

Thanking you,
Your faithfully,
For Nikhil Adhesives Ltd.



Nirmal Tiwari
Company Secretary & Compliance Officer

Enclosed: A/a



Nikhil Adhesives Limited

Date of declaration of results: 16/04/2018

Date of Postal Ballot AGM/EGM	16th April, 2018.
Total Number of Shareholders on record date i.e. 9th March, 2018	1694
No. of shareholders present in the meeting either in person or through proxy.	
Promoter and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of shareholders attended the the meeting through Video Conferencing:	
Promoter and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution 1: Ratification by members of the Company for amendment in the explanatory statement of item No. 2 of Notice dated 15th January 2018 of the Extra-Ordinary General Meeting held on 14th February 2018 (Special Resolution)

Resolution required: Ordinary/Special

Whether promoter/promoter group are interested in the agenda/resolution? Special

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 Promoter Group	E-Voting		2,369,520	94.7425	2,369,520	-	100.0000	-
	Poll/Postal ballot	2,501,010	-	-	-	-	-	-
	Total		2,369,520	94.7425	2,369,520	-	100.0000	-
Public - Institutional holders	E-Voting	1,000	-	-	-	-	-	-
	Poll/Postal ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non Institutional	E-Voting	1,392,290	447,126	32.1144	447,124	2	99.9996	0.0004
	Poll/Postal ballot		815	0.0585	815	-	100.0000	-
	Total		447,941	32.1730	447,939	2	99.9996	0.0004
Total	E-voting		2,816,646	72.3274	2,816,644	2	99.9999	0.0001
	Poll/Postal ballot		815	0.0209	815	-	100.0000	-
	Total	3,894,300	2,817,461	72.3483	2,817,459	2	99.9999	0.0001

Resolution 2: Shifting of Registered Office of the Company. (Special Resolution)

Resolution required: Ordinary/Special

Whether promoter/promoter group are interested in the agenda/resolution? Special

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 Promoter Group	E-Voting		2,369,520	94.7425	2,369,520	-	100.0000	-
	Poll/Postal ballot	2,501,010	-	-	-	-	#DIV/0!	-
	Total		2,369,520	94.7425	2,369,520	-	100.0000	-
Public - Institutional holders	E-Voting	1,000	-	-	-	-	#DIV/0!	-
	Poll/Postal ballot		-	-	-	-	#DIV/0!	-
	Total		-	-	-	-	#DIV/0!	-
Public-Non Institutional	E-Voting	1,392,290	447,126	32.1144	447,124	2	99.9996	0.0004
	Poll/Postal ballot		815	0.0585	815	-	100.0000	-
	Total		447,941	32.1730	447,939	2	99.9996	0.0004
Total	E-voting		2,816,646	72.3274	2,816,644	2	99.9999	0.0001
	Poll/Postal ballot		815	0.0209	815	-	100.0000	-
	Total	3,894,300	2,817,461	72.3483	2,817,459	2	99.9999	0.0001

DS Dharmesh Zaveri
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

SCRUTINIZER REPORT ON POSTAL BALLOT

[Pursuant to Section 110 of the Companies Act, 2013 read with rule 22 of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman,
Nikhil Adhesives Limited,
315, The Summit - Business Bay, Behind Guru Nanak Petrol Pump,
Opp. Cinemax, Andheri- Kurla Road, Andheri East,
Mumbai – 400093.

Sub: Report on passing of resolution through Postal Ballot Process

Dear Sir,

I, Dharmesh Zaveri, proprietor of D. M. ZAVERI & Co., Company Secretaries, Mumbai, was appointed as Scrutinizer in the Board Meeting held on Wednesday, 7th March, 2018 for the purpose of scrutinizing the physical postal ballot papers received by post and e-voting done through platform provided by Central Depository Services (India) Limited ('CDSL') in a fair and transparent manner and ascertaining the requisite majority as per the provisions of Section 110 of the Companies Act 2013 read with Rule 22 of Companies (Management and Administration) Rules, 2014 (including any statutory modification or re-enactment thereof for time being in force as amended from time to time) by the Board of Directors of the Company on the resolution contained in the Postal Ballot Notice dated 7th March, 2018 of the Company.

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 e-voting and voting done through postal ballot received on the resolution contained in the Notice dated 7th March, 2018 of the Company. My responsibility as a scrutinizer for the e-voting and for the postal ballot voting is restricted to make a Scrutinizer report of the Votes Cast "in favour" or "against" the resolution as stated below, based on the report generated from the e-voting system provided by **CDSL**, the authorised agency engaged by the Company to provide e-voting facilities and the report generated electronically for voting done by postal ballots.



D. M. ZAVERI & Co.

Company Secretaries

DS Dharmesh Zaveri
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

I submit my report as under;

- 1.1. The Company has completed the dispatch/ e-mailing of Notice of Postal Ballot along with the Postal Ballot Forms and self-addressed pre-paid business reply envelopes through courier on 17th March, 2018 to the members of the Company, whose names appeared on the register of Members/ List of beneficiaries and by emails to those members whose email ID are registered either with depositories or with the Company as on Friday, 9th March, 2018
- 1.2. As prescribed in the said Rules, the Company has also published an advertisement on 20th March, 2018 and it carried the required information as specified in the said rules.
- 1.3. As mentioned in the Postal ballot notice all postal ballot forms received upto the closure of working hours i.e. 5.00 p.m. on Monday, 16th April, 2018 being the last date and time fixed by the Company for receipt of the forms were considered and the e-voting module was disabled by **CDSL** for voting thereafter.
- 1.4. The particulars of all Postal ballot forms received from the members have been entered into register maintained for the same.
- 1.5. All postal ballot forms received upto close of working hours i.e. 5.00 P.M. on Monday, 16th April, 2018 were duly opened in my presence and the same were scrutinized and processed with the computer statement containing the shareholders name, Folio Number/ Client ID No. / DP ID, Postal Ballot No, No of Shares held, No of votes polled, assented, dissented and rejected if any, were generated. The shareholding and the signature of shareholders who have exercised their vote through postal ballot were verified with the records maintained by the Registrar & Share Transfer Agent namely Central Depositories Services (India) Limited (CDSL).
- 1.6. Envelopes containing postal ballot forms which were returned undelivered were also not opened.



D. M. ZAVERI & Co.

Company Secretaries

DS Dharmesh Zaveri
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

- 1.7. I have found no ballot forms which were invalid.
- 1.8. I have also received a complete record of votes cast by electronic mode from CDSL, the agency for providing and supervising electronic platform on Monday, 16th April, 2018 at 5.04 P.M. and which was closed by CDSL on Monday, 16th April, 2018 at 5.00 p.m.
- 1.9. As mentioned in the explanatory statement to Postal Ballot Notice, Promoters of the Company and/ or Key managerial personnel of the Company or their relatives have no direct or indirect personal interest (except as the shareholders of Wall Street Finance Limited) in the resolution.
- 1.10. The details containing *inter alia*, list of Equity shareholders, who voted "FOR"/ "AGAINST" of the resolution that was put to vote, were generated from the physical ballot forms received by post and from report generated from e-voting platform provided by Central Depository Services (India) Limited is as under:

Mode of voting	Total valid votes	Votes in favour of Resolution			Votes against the Resolution			Invalid Votes	
		No of ballot / e-voting entry	Nos	% to total valid votes	No of ballot / e-voting entry	Nos	% to total valid votes	No of ballot / e-voting entry	Nos
Item No 1 : Approval Of Ratification by members of the Company for amendment in the explanatory statement of Item No. 2 of Notice dated 15th January 2018 of the Extra-Ordinary General Meeting held on 14th February 2018 (Special Resolution)									
E-voting	2816646	33	2816644	99.99	2	2	0.0001	0	0
Postal Ballot	815	4	815	100	0	0	0.0000	0	0
Total	2817461	37	2817459	99.99	2	2	0.0001	0	0
Item No 2 : Approval for Shifting of Registered Office of the Company. (Special Resolution)									
E-voting	2816646	33	2816644	99.99	2	2	0.0001	0	0
Postal Ballot	815	4	815	100	0	0	0.0000	0	0
Total	2817461	37	2817459	99.99	2	2	0.0001	0	0



D. M. ZAVERI & Co.

Company Secretaries

OS Dharmesh Zaveri
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

The special resolution passed by requisite majority is as under;

Reference to provisions of Companies Act, 2013	Type and description of special resolution
Special Resolution.	Approval for Ratification by members of the Company for amendment in the explanatory statement of Item No.2 of Notice dated 15th January 2018 of the Extra-Ordinary General Meeting held on 14th February 2018.
Special Resolution pursuant to Section 12, and other applicable provisions of Companies Act, 2013.	Approval For Shifting of Registered Office of the Company.

- 1.11. The Register, all other papers and relevant record relating to postal ballot shall remain in our safe custody until the Chairperson considers, approves and signs the Minutes and thereafter the same will be handed over to the Company.
- 1.12. The above mentioned special resolution is deemed to be passed by requisite majority as on the last date of receipt of postal ballot/ closing of e-voting i.e. 16th April, 2018.
- 1.13. You may accordingly declare the results of voting by postal ballot.

For D. M. Zaveri & Co
Practising Company Secretary



Dharmesh Zaveri
(Proprietor)
Membership No.: 5418
C.P. No.: 4363



Mr. Umesh Sanghavi.



Place: Mumbai
Date: 16th April, 2018