



National Oxygen Limited

Manufacturers of : Liquid & Gaseous Oxygen, Liquid & Gaseous Nitrogen,
Liquid & Gaseous Medical Oxygen & Dissolved Acetylene Gas

Registered Office : No.80, (Old No.141), Greams Road, Chennai - 600 006.

Phone : 044 - 28290707 Fax : (044) 28290770

E-mail : sales@nolgroup.com, contact@nolgroup.com, Website : www.nolgroup.com

CIN: L24111TN1974PLC006819

28.09.2015

To

The Secretary
Bombay Stock Exchange Limited
Phiroze Jee Jee Bhoy Towers
Dalal Street
Mumbai – 400 001

Dear Sir

Sub: Details regarding voting results of AGM held on 26.09.2015

With regard to the above subject , we have enclosed herewith the Scrutinizer's Report containing the details regarding the voting results of Annual General Meeting held on 26.09.2015. We also like to inform you that clause 35A of the listing agreement is not applicable as our companie's name is not included in the list of companies to which clause 35A is applicable .

This is for your information and records

Yours faithfully

For National Oxygen Limited


Compliance officer

Encl a/a



An ISO 9001 - 2000 Company

Breathing Life Into Industry

- FACTORY 1 : Pondy - Villupuram Road, Thiruvandar Koil, Puducherry - 605 102.
Phone : (0413) 2640446 to 48 Fax : (0413) 2640181 E-mail : nolpondy@nolgroup.com
- FACTORY 2 : Trichy - Pudukottai Road, Mathur - 622 515. Pudukottai District. Phone : (0413) 2660400
E-mail : noltrichy@nolgroup.com
- FACTORY 3 : R-5, Sipcot Industrial Growth Centre, Perundururai, Erode - 638 052, Tamilnadu,
Ph : (04294) 234145 / 234146 Fax : (04294) 234127 E-mail : nolperundururai@nolgroup.com

September 28, 2015

The Chairman
National Oxygen Limited,
Chennai.

Sub: Report of Scrutinizer for e-voting for the 40th Annual General Meeting under section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management & Administration) Rules, 2014


In the meeting of the Board of Directors of M/s National Oxygen Limited (the Company) held on 6th August, 2015, we, M/s Lakshmmi Subramanian & Associates, were appointed to act as Scrutinizer to ensure that E-voting was conducted in a fair and transparent manner for passing of the following resolutions at the 40th Annual General Meeting:

| S.No. | Nature of Resolution | Type of Resolution |
|--------------------------|--|--------------------|
| ORDINARY BUSINESS | | |
| 1 | Receive, Consider and Adopt the Financial Statements as at 31st March, 2015 including the Audited Balance Sheet as at March 31, 2015, the Statement of Profit and Loss Account for the year ended on that date and the Reports of the Board of Directors (the Board) and Auditors thereon. | Ordinary |
| 2 | Appointment of a Director in place of Smt. Veena Devi Saraf, (DIN 00007376) , who retires by rotation and being eligible, offers herself for re-appointment. | Ordinary |
| 3 | Ratification of Appointment of M/s. Singhi & Co , Chartered Accountants, as the Statutory Auditors of the company and to fix their remuneration. | Ordinary |

The Company has availed the e-voting facility of M/s Central Depository Service (India) Limited for the shareholders to cast their votes to the aforesaid resolutions through electronic mode.



The e-voting process was accordingly conducted and concluded as below:

- The Company on 2nd September 2015 dispatched the notice under section 108 of the Companies Act, 2013 to the members whose name appeared on the Register of Members as on 21st August 2015 and to the directors and Auditors of the Company.
- The Company issued an advertisement in News to-day and ^{Malai Sudar} Makkal Kural about the dispatch of the e-voting notice on 5th September 2015. 
- The E-voting commenced on 23rd September, 2015 (09:00 am) and was open for 3 days up to the close of working hours at 17.00 hours IST on 25th September, 2015.
- The votes cast by the members through electronic voting system was downloaded and collated from the website www.votingindia.com.
- A register containing the details of assent or dissent, received, mentioning the particulars of name, address, folio number/ client ID of the shareholders, the number of shares held by them, the nominal value of shares held etc is maintained in electronic form.

Based on the data, reports and statements collected as mentioned above, the scrutiny was completed and results of votes cast through e-voting mechanism were complied as under¹.

SUMMARY OF RESULTS

1. **Receive ,Consider and Adopt the Financial Statements as at 31st March, 2015 including the Audited Balance Sheet as at 31st March, 2015, the Statement of Profit and Loss Account for the year ended on that date and the Reports of the Board of Directors (the Board) and Auditors thereon**

Nature of resolution: Ordinary Resolution

| Particulars | Number of Members | Representative Number of Shares |
|---|-------------------|---------------------------------|
| Total number of electronic votes received | 17 | 3163860 |
| Total number of electronic votes considered valid | 17 | 3163860 |
| Total number of electronic votes considered invalid | Nil | Nil |
| Out of the above electronic votes: | | |
| i. Number of votes cast in favour of the Resolution | 17 | 3163860 |
| ii. Number of votes cast against the Resolution | Nil | NIL |
| iii. Percentage to the total votes received in favour of the resolution | | 100% |

¹ These results are to be read along with results of the votes cast through poll at the AGM held on 26th September 2015



2. Appointment of a Director in place of Smt.Veena Devi Saraf,(DIN 00007376) who retires by rotation and being eligible, offers herself for re-appointment.

Nature of resolution: Ordinary Resolution


| Particulars | Number of Members | Representative Number of Shares |
|---|-------------------|---------------------------------|
| Total number of electronic votes received | 17 | 3163860 |
| Total number of electronic votes considered valid | 17 | 3163860 |
| Total number of electronic votes considered invalid | Nil | Nil |
| Out of the above electronic votes: | | |
| i. Number of votes cast in favour of the Resolution | 17 | 3163860 |
| ii. Number of votes cast against the Resolution | Nil | Nil |
| iii. Percentage to the total votes received in favour of the resolution | 100% | |

3. Ratification of Appointment of M/s.Singhi & Co, Chartered Accountants, as the Statutory Auditors of the company and to fix their remuneration .

Nature of resolution: Ordinary Resolution

| Particulars | Number of Members | Representative Number of Shares |
|---|-------------------|---------------------------------|
| Total number of electronic votes received | 17 | 3163860 |
| Total number of electronic votes considered valid | 17 | 3163860 |
| Total number of electronic votes considered invalid | Nil | Nil |
| Out of the above electronic votes: | | |
| i. Number of votes cast in favour of the Resolution | 17 | 3163860 |
| ii. Number of votes cast against the Resolution | Nil | Nil |
| iii. Percentage to the total votes received in favour of the resolution | 100% | |

For Lakshmmi Subramanian & Associates


Lakshmmi Subramanian
Senior Partner



REPORT OF SCRUTINIZER(s)

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

To,
National Oxygen Limited

The Chairman of 40th Annual General Meeting of the Equity Shareholders of M/s National Oxygen Limited held on 26th September, 2015 at 9.30 A.M at Hotel Kanchi, 28,, Commander-in-chief Road, Egmore, Chennai-600105

Dear Sir,

We M/s. Lakshmmi Subramanian & Associates were appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the 40th Annual General Meeting of the Equity Shareholders of M/s National Oxygen Limited, held on 26th September, 2015 at 9.30 A.M at Hotel Kanchi, 28, Commander-in-chief Road, Egmore, Chennai- 600105, 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 our presence with due identification mark placed by us.
2. The locked ballot boxes were subsequently opened in our presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Transfer Agents of the Company and the authorizations / proxies lodged with the company.
3. The poll papers, which were incomplete and which were otherwise found defective have been treated as invalid and kept separately.
4. The result of the poll is as under:



Resolution 1:

Receive , Consider and Adopt the Financial Statements as at 31st March, 2015 including the Audited Balance Sheet as at 31st March, 2015, the Statement of Profit and Loss Account for the year ended on that date and the Reports of the Board of Directors (the Board) and Auditors thereon

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

| Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
|--|------------------------------|---------------------------------------|
| 06 | 21962 | 100 |

(ii) Voted **against** the resolution:

| Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
|--|------------------------------|---------------------------------------|
| NIL | | |

(iii) **Invalid** votes:

| Total Number of members (in person or by proxy) whose votes were declared invalid | Total Number of votes cast by them |
|---|------------------------------------|
| NIL | Nil |



Resolution 2:

Appointment of a Director in place of Smt.Veena Devi Saraf, (DIN 00007376) who retires by rotation and being eligible, offers herself for re-appointment.

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

| Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
|--|------------------------------|---------------------------------------|
| 06 | 21962 | 100 |

(ii) Voted **against** the resolution:

| Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
|--|------------------------------|---------------------------------------|
| Nil | Nil | Nil |

(iii) **Invalid** votes:

| Total Number of members (in person or by proxy) whose votes were declared invalid | Total Number of votes cast by them |
|---|------------------------------------|
| Nil | Nil |



Resolution 3:

Ratification of Appointment of M/s.Singhi & Co, Chartered Accountants, as the Statutory Auditors of the company and to fix their remuneration

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

| Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
|--|------------------------------|---------------------------------------|
| 06 | 21962 | 100 |

(ii) Voted **against** the resolution:

| Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
|--|------------------------------|---------------------------------------|
| Nil | | |

(iii) **Invalid** votes:

| Total Number of members (in person or by proxy) whose votes were declared invalid | Total Number of votes cast by them |
|---|------------------------------------|
| NIL | NIL |

5. The poll papers and all other relevant records were sealed and handed over to the Registered Transfer Agent (RTA) as instructed by Company Secretary authorized by the Board for safe keeping.



Place: Chennai

Date: 28.09.2015

Yours Faithfully
For Lakshmmi Subramanian & Associates

Lakshmmi Subramanian,
Senior Partner

Consolidated Scrutinizer's Report
[Pursuant to Section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended]

To,

The Chairman of 40th Annual General Meeting of the Equity Shareholders of M/s National Oxygen Limited held on 26th September, 2015 at 9.30 A.M at Hotel Kanchi, 28, Commander-in-chief Road, Egmore, Chennai-600008 .

Dear Sir,

1. I, Lakshmmi Subramanian, a Practising Company Secretary, have been appointed as a scrutinizer by the board of directors of M/s National Oxygen Limited (The Company) for the purpose of
 - (i) Scrutinizing the E-voting process (Remote e-voting) under the provisions of section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended (Rules) and,
 - (ii) Poll under the provisions of section 109 of the Companies Act, 2013 act read with Rule 21 of the rules, on the resolutions contained in the notice to the 40th Annual General Meeting (AGM) of the Equity Shareholders of the Company, held on 26th September, 2015 at 9.30 A.M at at Hotel Kanchi, 28, Commander-in-chief Road ,Egmore, Chennai-600008.
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 (i.e. by remote e-voting and voting by poll at the AGM) for the resolutions contained in the notice to the 40th AGM of the Equity Shareholders of the Company. My responsibility as a scrutinizer for the voting process of voting through electronic means (i.e. by remote e-voting and poll at the AGM) is restricted to make a consolidated Scrutinizer's report of the votes cast; in favour or against the resolution stated above and based on the reports generated from the e-voting system provided by M/s Central Depository Services Limited, the agency authorized under the Rules and engaged by the Company to provide e-voting facilities for voting through electronic means (i.e. by remote e-voting).
3. I have issued separate Scrutinizer's Report dated 28th September 2015 on the remote e-voting through electronic system and on the poll on the resolutions contained in the notice to the AGM. I submit herewith my consolidated scrutinizer's report on the results of voting through electronic means (i.e. by remote e-voting and poll at the AGM) as follows.



1. Receive ,Consider and Adopt the Financial Statements as at 31st March, 2015 including the Audited Balance Sheet as at 31st March, 2015, the Statement of Profit and Loss Account for the year ended as on that date and the Reports of the Board of Directors (the Board) and Auditors thereon

Nature of resolution: Ordinary Resolution

Voting requirement: Simple majority

| Particulars | Number of Members | Representative Number of Shares |
|--|-------------------|---------------------------------|
| Total number of E-Voting options received (E-Voting) | 17 | 3163860 |
| Total Number of Ballot Papers Received (Physical Voting) | 06 | 21962 |
| Invalid Votes: | | |
| E-voting | Nil | Nil |
| Physical Voting | Nil | Nil |
| Out of the above: | | |
| Number of valid votes cast in favour of the Resolution (E- Voting) | 17 | 3163860 |
| Number of valid votes cast in favour of the Resolution (Physical Voting) | 06 | 21962 |
| Number of valid votes cast in against the Resolution (Both under E-voting and Physical Voting) | Nil | Nil |
| Percentage to the total valid votes received in favour of the resolution (Both under E-voting and Physical Voting) | 100% | |

Result: The above resolution requiring requisite majority for passing as Ordinary Resolution was received.



2. Appointment of a Director in place of Smt. Veena Devi Saraf, (DIN 00007353) who retires by rotation and being eligible, offers himself for re-appointment.

Nature of resolution: Ordinary Resolution

Voting requirement: Simple majority

| Particulars | Number of Members | Representative Number of Shares |
|--|-------------------|---------------------------------|
| Total number of E-Voting options received (E-Voting) | 17 | 3163860 |
| Total Number of Ballot Papers Received (Physical Voting) | 06 | 21962 |
| Invalid Votes: | | |
| E-voting | Nil | Nil |
| Physical Voting | Nil | Nil |
| Out of the above: | | |
| Number of valid votes cast in favour of the Resolution (E- Voting) | 17 | 3163860 |
| Number of valid votes cast in favour of the Resolution (Physical Voting) | 06 | 21962 |
| Number of valid votes cast in against the Resolution (Both under E-voting and Physical Voting) | Nil | Nil |
| Percentage to the total valid votes received in favour of the resolution (Both under E-voting and Physical Voting) | 100% | |

Result: The above resolution requiring requisite majority for passing as Ordinary Resolution was received.



3. Ratification of Appointment of M/s.Singhi & Co, Chartered Accountants, as the Statutory Auditors of the company and to fix their remuneration

Nature of resolution: Ordinary Resolution

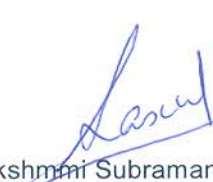
Voting requirement: Simple majority

| Particulars | Number of Members | Representative Number of Shares |
|--|-------------------|---------------------------------|
| Total number of E-Voting options received (E-Voting) | 17 | 3163860 |
| Total Number of Ballot Papers Received (Physical Voting) | 06 | 21962 |
| Invalid Votes: | | |
| E-voting | Nil | Nil |
| Physical Voting | Nil | Nil |
| Out of the above: | | |
| Number of valid votes cast in favour of the Resolution (E- Voting) | 17 | 3163860 |
| Number of valid votes cast in favour of the Resolution (Physical Voting) | 06 | 21962 |
| Number of valid votes cast in against the Resolution (Both under E-voting and Physical Voting) | Nil | Nil |
| Percentage to the total valid votes received in favour of the resolution (Both under E-voting and Physical Voting) | 100% | |

Result: The above resolution requiring requisite majority for passing as Ordinary Resolution was received.

Therefore we recommend that you may declare the results as above.

For and on Behalf of Lakshmmi Subramanian & Associates


Mrs Lakshmmi Subramanian
Senior Partner
Scrutinizer

