



INDSIL HYDRO POWER AND MANGANESE LIMITED

Regd. Office :
"Indsil House",
T.V. Samy Road (West), R.S. Puram
Coimbatore - 641 002.
Phone : (+91/0) (422) 4522922, 23
Fax : (+91/0) (422) 4522925
e-mail : indsilho@indsil.com
website : www.indsil.com
CIN : L27101TZ1990PLC002849

December 23, 2024

To
BSE Limited
Listing Department
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai- 400 001.

Scrip Code: 522165

Dear Sir,

Sub: Declaration of results on the voting on Resolution(s) set out in the Postal Ballot Notice dated November 14, 2024

Pursuant to Sections 108, 110 and other applicable provisions if any of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (as amended), Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the General Circulars No. 14/2020 dated April 8, 2020, No. 17/2020 dated April 13, 2020 read with other relevant circulars, including General Circular No. 9/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs, Government of India ("MCA Circulars"), the consent of the Members of the Company was sought, for passing the Resolution(s) set out in the Postal Ballot Notice dated November 14, 2024 by means of voting through electronic means (remote e-voting) only.

Postal Ballot Notice containing the resolution(s) together with the statement setting out material facts concerning the Resolution(s) set out in the Notice was sent through email to all the Members whose names appeared in the Register of Members / List of Beneficiaries as on November 14, 2024 ("cut-off date") and in accordance with the aforesaid MCA circulars, the Company had provided the Members the facility to vote through remote electronic voting only. The last date for receipt of voting through electronic means was Saturday, December 21, 2024, 5:00 PM. The Board of Directors at their meeting held on November 14, 2024, had appointed Mr. M D Selvaraj, FCS, Managing Partner of M/s. MDS & Associates LLP, Company Secretaries, Coimbatore, as Scrutinizer to conduct the Postal Ballot voting through remote electronic voting means in a fair and transparent manner and for the purpose of ascertaining the requisite majority.



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Accordingly, the Scrutinizer has submitted his report on postal ballot (remote e-voting) and based on his report, it is hereby declared that the resolution(s) set out in the Postal Ballot Notice dated November 14, 2024, have been duly passed by the members of the Company with requisite majority. A copy of the report of the Scrutinizer dated December 23, 2024, is attached hereto.

The details of the voting results on the Resolution(s) passed through postal ballot process (remote e-voting) are given hereunder:

1.	Date of declaration of Postal Ballot Results	Monday, December 23, 2024
2.	Total number of Members as on cut-off date for ascertaining the list of shareholders to whom the notice of Postal Ballot was sent and also for reckoning voting rights	11,940 (as on November 15, 2024)

Item No. 1 – Special Resolution

Appointment of Sri. Vinod Narsiman (DIN: 00035746), as a Whole Time Director of the Company

Particulars	No. of remote e-votes	No. of shares	Percentage of valid votes
(a) Total remote e-votes received	63	1,75,07,797	-
(b) Less: Invalid ballot forms / abstained	-	-	-
(c) Net valid ballot forms / e-votes	63	1,75,07,797	100
- Assent	61	1,75,06,801	99.99
- Dissent	2	996	0.01

Accordingly, the above resolution has been declared as passed as a **Special Resolution** with requisite majority.

Item No. 2 – Special Resolution

Approval for revision of remuneration payable to Sri. K Ramakrishnan (DIN: 02797842), Whole Time Director of the Company.



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Particulars	No. of remote e-votes	No. of shares	Percentage of valid votes
(d) Total remote e-votes received	63	1,75,07,797	-
(e) Less: Invalid ballot forms / abstained	-	-	-
(f) Net valid ballot forms / e-votes	63	1,75,07,797	100
- Assent	57	1,75,06,794	99.99
- Dissent	6	1,003	0.01

Accordingly, the above resolution has been declared as passed as a **Special Resolution** with requisite majority.

For INDSIL HYDRO POWER AND MANGANESE LIMITED

Date: 23.12.2024
Place: Coimbatore

S VARADARAJAN
DIRECTOR
DIN: 08744090

Encl: Scrutinizer Report dated December 23, 2024



MDS & Associates LLP

Company Secretaries

SCRUTINIZER'S REPORT ON POSTAL BALLOT (REMOTE E-VOTING)
CONDUCTED PURSUANT TO THE POSTAL BALLOT NOTICE
DATED 14TH NOVEMBER 2024

Date: 23rd December 2024

To
The Chairman
M/s. Indsil Hydro Power and Manganese Limited
(CIN: L27101TZ1990PLC002849)
"Indsil House", Door No. 103-107,
T.V. Samy Road (West), R. S. Puram,
Coimbatore - 641 002,
Tamil Nadu, India

Dear Sir,

Sub: Scrutinizer's Report on Postal Ballot through Remote E-voting conducted pursuant to the provisions of Sections 108 & 110 of the Companies Act, 2013 ("the Act") read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (as amended), Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the relevant MCA circulars issued thereunder

I, M D Selvaraj, FCS, Managing Partner of M/s. MDS & Associates LLP, Company Secretaries, Coimbatore, have been appointed by the Board of Directors of **M/s. Indsil Hydro Power and Manganese Limited** ("the Company") as the Scrutinizer for the purpose of scrutinizing the remote e-voting process in a fair and transparent manner and for the purpose of ascertaining the requisite majority on the remote e-voting for postal ballot carried out in accordance with the provisions of Sections 108, 110 and other applicable provisions if any, of the Companies Act, 2013 ("the Act") read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 (as amended), Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the General Circular No. 14/2020 dated 8th April 2020, General Circular No. 17/2020 dated 13th April 2020 read with other relevant circulars, including General Circular No. 9/2024 dated 19th September 2024 issued by the Ministry of Corporate Affairs ("MCA Circulars") in respect of the Special Resolution(s) as set out in the Postal Ballot Notice dated 14th November 2024.



Responsibility of the Management

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and the Rules made thereunder in relation to exercising of voting rights through electronic means, on the resolution(s) as set out in the Postal Ballot Notice dated 14th November 2024.

Responsibility as a Scrutinizer

My responsibility, as a Scrutinizer for the Postal Ballot through Remote E-voting process is restricted to the preparation of a Scrutinizer's Report on the votes cast "in favour" or "against" the resolutions, as set out in Item Nos. 1 & 2 of the Postal Ballot Notice dated 14th November 2024, based on the reports generated from the e-voting system provided by M/s. National Securities Depository Limited ("NSDL"), the Authorized Agency, engaged by the Company for providing remote e-voting facilities.

Further, in addition to the above, I submit my report as under:

- a. The Postal Ballot Notice dated 14th November 2024 along with necessary statement setting out the material facts under Section 102 of the Companies Act, 2013 were sent on Thursday, 21st November 2024 through electronic mail to those members whose names appeared in the Register of Members / List of Beneficiaries as on Friday, 15th November 2024 ("cut-off date") and who had registered their email address with the Company/ RTA/ Depositories in compliance with the MCA Circulars. The Company has also placed the notice of the Postal Ballot on the website of the Company.
- b. The shareholders of the Company holding shares as on the "cut-off" date on Friday, 15th November 2024 were entitled to vote on the proposed resolution(s) as set out in Item Nos. 1 & 2 of the said Postal Ballot Notice.
- c. The remote e-voting period remained open from Friday, 22nd November 2024 at 9:00 AM (IST) till Saturday, 21st December 2024 at 5:00 PM (IST). During the said period, the members of the Company, holding shares in physical and / or in dematerialized form, as on the cut-off date i.e., 15th November 2024 were entitled to vote on the resolutions set out in the Notice of postal ballot through remote e-voting.



MDS & Associates LLP

Company Secretaries

Continuation Sheet...

- d. The e-voting module of NSDL was disabled on Saturday, 21st December 2024 at 5:00 PM (IST) and I, as the Scrutinizer, unblocked the votes cast, on Saturday, 21st December 2024 at 8.37 PM in the presence of Mr. Sarathraj S and Ms. Lakshana S, who are not in employment of the Company in accordance with Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 (as amended).

- e. I have scrutinized the remote e-voting for the postal ballot and the votes tendered therein and maintained registers in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014 (as amended).

I now hereby submit my report on the result of the remote e-voting in respect of the said resolutions, as under:



Resolution No: 1

Special resolution

Appointment of Sri. Vinod Narsiman (DIN: 00035746) as a Whole Time Director of the Company

VOTES CAST IN FAVOUR OF THE RESOLUTION

Number of Members Voted through electronic voting system	Number of votes cast in favour the resolution	Percentage of Total Number of votes cast
61	1,75,06,801	99.99

VOTES CAST AGAINST THE RESOLUTION

Number of Members Voted through electronic voting system	Number of votes cast against the resolution	Percentage of Total Number of votes cast
2	996	0.01

INVALID VOTES

Total number of Members whose votes were declared invalid	Total number of invalid votes cast by them
-	-

Note: Thus, the Special Resolution as given in Item No. 1 may be considered as passed with requisite majority.



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Company Secretaries

Continuation Sheet...

SPECIAL BUSINESS

Resolution No: 2

Special resolution

Approval for revision of remuneration payable to Sri. K Ramakrishnan (DIN: 02797842), Whole Time Director of the Company.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Number of Members Voted through electronic voting system	Number of votes cast in favour the resolution	Percentage of Total Number of votes cast
57	1,75,06,794	99.99

VOTES CAST AGAINST THE RESOLUTION

Number of Members Voted through electronic voting system	Number of votes cast against the resolution	Percentage of Total Number of votes cast
6	1,003	0.01

INVALID VOTES

Total number of Members whose votes were declared invalid	Total number of invalid votes cast by them
-	-

Note: Thus, the Special Resolution as given in Item No. 2 may be considered as passed with requisite majority.

Date : 23rd December 2024

Based on the Scrutinizer's Report, the Resolution

Nos. 1 & 2 have been duly passed with requisite majority

For Indsil Hydro Power and Manganese Limited

S Varadarajan

Director

DIN: 08744090

For MDS & Associates LLP

Company Secretaries



M D Selvaraj

Managing Partner

FCS No.: 960; C P No.: 411

Peer Review No. 3030/2023

UDIN: F000960F003459448