

Insilco Limited

(Under voluntary liquidation wef 25.06.2021)

31st July 2023

The Listing Department
The Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400 001

Scrip Code: 500211

Sub: Proceedings of the Adjourned Extraordinary General Meeting of the Company held on 31st July 2023

Ref: Regulations 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations')

Dear Sir/Madam,

The Adjourned Extraordinary General Meeting (EGM) of the Members of the Company was convened on Monday, 31st July 2023 at 05:00 p.m. through Video Conference (VC) / Other Audio Visual Means (OAVM) in compliance with the applicable provisions of the Companies Act, 2013 and Rules framed thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the General Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 22/2020 dated June 15, 2020, Circular No. 33/2020 dated September 28, 2020, Circular No. 39/2020 dated December 31, 2020, Circular No. 10/ 2021 dated June 23, 2021, Circular No. 20/2021 dated December 08, 2021, Circular No. 3/2022 dated May 05, 2022 and Circular No. 11/2022 dated December 28, 2022 (collectively referred to as "MCA Circulars") issued by the Ministry of Corporate Affairs ("MCA"), and the circulars issued by Securities Exchange Board of India ("SEBI") in this regard, (collectively referred to as "SEBI Circulars") without the physical presence of the Members at a common venue and in compliance with the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

Mr. Dara P. Mehta, Chairman of the Board, to take the Chair pursuant to Article 60 of Articles of Association of the Company. Mr. Dara Phirozeshaw Mehta, Chairman of the Board, chaired the proceedings of the Meeting. The number of shareholders as on cut-off date 17th July 2023 were 38,425.

The details of number of shareholders that were present during the EGM are as follows:

Category	Promoter and Promoter Group	Public	Total
In Person	N.A	N.A	-
Video Conference	1	14	15
Total	1	14	15

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The Chairman welcomed everyone and called the meeting to order as requisite quorum was present. The Chairman thereafter, requested other Board Members to introduce themselves. Mr. Dara P. Mehta further stated that the Company had taken all feasible efforts under the prevailing circumstances to enable members to participate through video conference and vote at the EGM.

Ms. Geetika Varshney, on the request of Chairman, briefed the members that the Adjourned Extraordinary General Meeting was being held through video conference in accordance with the Companies Act 2013 and circulars issued by the Ministry of Corporate Affairs and SEBI. She informed the members that facility for joining the EGM through audio-visual mode was made available for the members on a first-come-first-served basis. She also apprised the members that the facility for appointment of proxies by the members was not applicable and hence the proxy register for inspection was not available.

Ms. Geetika further informed that the Company had received requests from few members to register them as speakers at the meeting and accordingly, the floor was opened for these members to ask questions or express their views. She added that members who have not cast their votes through remote e-voting and who are participating in this meeting would have an opportunity to cast their votes during the meeting through the e-voting system provided and administered by NSDL and the voting period for the same commenced at 05:30 p.m and shall be allowed till 15 minutes of conclusion of the meeting. Ms. Geetika thereafter requested the Chairman to take over and to move the resolution to be considered at this EGM.

The Chairman took over and stated that since the resolution forming part of the Notice had already been voted on through remote e-voting therefore as provided in the Secretarial Standards on General Meetings, there would be no proposing and seconding of resolution. Further, necessary explanations relating to Items to be transacted at this EGM had been provided in the Explanatory Statement forming part of the Notice.

Thereafter, the following item of business as included in the notice convening the said Extra-Ordinary General Meeting was transacted:

- Re-appointment of Mr. Vinod Paremal (DIN: 08803466) as Managing Director of the Company ("MD") for a further period of 2 (two) years with effect from 01st May 2023.

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The objective and implications of the business item contained in the Notice convening the EGM of the Company was briefed in the meeting.

The Chairman informed the Members that the facility for voting through e-voting system was made available during the Meeting for Members who had not cast their vote prior to the Meeting. The Company had appointed M/s APK & Associates, Practising Company Secretary, as the Scrutiniser for the purpose of scrutinising the process of remote e-voting held prior and e-voting during the EGM. Further, the Members were also informed by the Chairman that the result of E-voting and voting at the EGM will be announced within two working days from the conclusion of the Meeting and the results shall also be placed on the website of the Company and be intimated to Bombay Stock Exchange, where the securities of the Company are listed.

On the invitation of the Company Secretary, members who had registered themselves as speakers, addressed the Meeting through VC / OAVM and sought clarifications.

The meeting concluded at 05:42 p.m.

Thanking you

Yours faithfully

**For Insilco Limited
(Under Voluntary Liquidation)**

**Geetika Varshney
Company Secretary & Compliance officer**

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