

ITL Industries Ltd.

ITL/BSE/2024-25/54

September 30, 2023

To,
The BSE Limited
25th Floor, Phiroze Jeejeebhoy Towers
Dalal Street,
MUMBAI-400001

Online Filing at:-listing.bseindia.com
BSE Code: 522183

Sub. : Disclosure of Remote E-voting and Poll Results in compliance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 in relation to 36th Annual General Meeting of the Company held on September 28, 2024.

Dear Sir,

Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and, we are enclosing herewith the details of Voting Results (Remote E-voting and E-voting) of 36th Annual General Meeting of the Company held on September 28, 2024 at the Registered Office of the Company. The Annual General Meeting of the Company commenced at 11: AM and concluded at 12:15 PM. The said results along with the consolidated report of the Scrutinizer are also being uploaded on the website of the Company at www.itl.co.in and Central Depository Services (India) Limited (CDSL) at www.evotingindia.com.

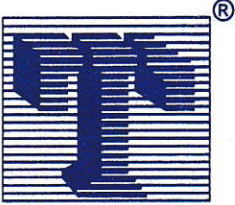
We are also uploading the above mentioned Voting Results (Remote E-voting and Poll) in XBRL mode.

This is for your information and record purpose.

Thanking You,

Yours faithfully,
For **ITL Industries Limited**

ManojMaheshwari
Company Secretary
M.N.: F-7878

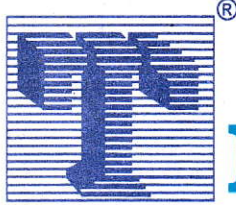


ITL Industries Ltd.

Details of Voting Results

As per Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure requirements) Regulations 2015, the Voting Results of the 36th Annual General Meeting of the Company are as follows

Sr. No.	Description	Particulars
1.	Venue, Date and Time of the Annual General Meeting	Annual General Meeting held at the Registered Office of the Company at 111, Sector-B, Sanwer Road, Industrial Area, Indore-452015 29.09.2023 11:00 AM
2.	Total No. of Shareholders as on record date i.e. September 21, 2024 for the purpose of determine shareholders eligible to vote at Annual General Meeting	5108
3.	Number of Shareholders present in the Annual General Meeting either in person or proxy: Promoters and Promoters Group: Public:	 14 21
4.	Number of Shareholders attend the Annual General Meeting through video conferencing: Promoters and Promoters Group:	No arrangement for a Video Conferencing/ Other Audio-Visual Means



ITL Industries Ltd.

ITEM NO. 01 : To receive, consider and adopt the Audited Financial Statements of the Company (including consolidated financial statements) for the financial year ended March 31, 2024, together with the Reports of the Board of Directors and Auditors thereon

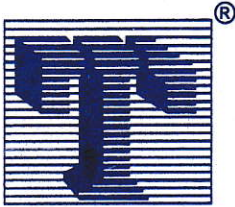
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Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the Audited Financial Statements of the Company (including consolidated financial statements) for the financial year ended March 31,				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		1245681	86.4311	1245681	0	100.0000	0.0000
	Poll	1441241	94850	6.5811	94850	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1441241	1340531	93.0123	1340531	0	100.0000	0.0000
Public- Institutions	E-Voting		0	0	0	0	0.0000	0.0000
	Poll	0	0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		33924	1.9242	33923	1	99.9971	0.0029
	Poll	1763059	7915	0.4489	7915	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1763059	41839	2.3731	41839	1	99.9976	0.0024
Total		3204300	1382370	43.1411	1382369	1	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	0

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ITEM NO. 02 : To declare dividend of Rs. 1/- per Equity Share for the financial year 2023-2024

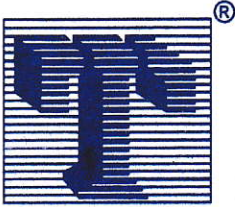
Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To declare dividend of Rs. 1/- per Equity Share for the financial year 2023-2024				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1441241	1245681	86.4311	1245681	0	100.0000	0.0000
	Poll		94850	6.5811	94850	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1441241	1340531	93.0123	1340531	0	100.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	1763059	33924	1.9242	33922	2	99.9941	0.0059
	Poll		7915	0.4489	7915	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1763059	41839	2.3731	41837	2	99.9952
Total		3204300	1382370	43.1411	1382368	2	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

ITL Industries Ltd. (Since 1985) a BSE listed Public Limited Co, ISO 9001:2015 Certified Company
 Address : 111, Sector-B, Sanwer Road, Industrial Area, Indore-452015 (M.P.) BHARAT (India)
 Phone :+91 731-7104400-401, Mktg +91 731-7104411-15, Sales +91 731-7104416
 E-mail : info@itl.co.in, Website : www.itl.co.in. CIN No. : L28939MP1989PLC005037 GSTIN : 23AAACI3932N1ZK

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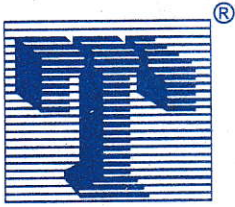
ITL Industries Ltd.

ITEM NO. 03 : To appoint a Director in place of Mr. Mahendra Jain (DIN: 00256047), who retires by rotation and being eligible, offers himself for re-appointment

Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To appoint a Director in place of Mr. Mahendra Jain (DIN: 00256047), who retires by rotation and being eligible, offers himself for re-appointment				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1441241	1245681	86.4311	1245681	0	100.0000	0.0000
	Poll		94850	6.5811	94850	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1441241	1340531	93.0123	1340531	0	100.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	1763059	33924	1.9242	33923	1	99.9971	0.0029
	Poll		7915	0.4489	7915	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1763059	41839	2.3731	41838	1	99.9976
Total		3204300	1382370	43.1411	1382369	1	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	251113
Public Insitutions	0
Public - Non Insitutions	0



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ITEM NO. 04 : Re-appointment of Mr. Rajendra Jain (DIN: 00256515) as Managing Director of the Company

Resolution (4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Re-appointment of Mr. Rajendra Jain (DIN: 00256515) as Managing Director of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1441241	1245681	86.4311	1245681	0	100.0000	0.0000
	Poll		94850	6.5811	94850	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1441241	1340531	93.0123	1340531	0	100.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	1763059	33924	1.9242	33922	2	99.9941	0.0059
	Poll		7915	0.4489	7915	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1763059	41839	2.3731	41837	2	99.9952
Total		3204300	1382370	43.1411	1382368	2	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	445000
Public Insitutions	0
Public- Non Insitutions	0

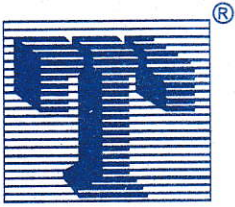
ITL Industries Ltd. (Since 1985) a BSE listed Public Limited Co, ISO 9001:2015 Certified Company

Address : 111, Sector-B, Sanwer Road, Industrial Area, Indore-452015 (M.P.) BHARAT (India)

Phone :+91 731-7104400-409, Mktg +91 731-7104411-13, Sales +91 731-7104416, Fax :+91 731-7104410

E-mail : info@itl.co.in, Website : www.itl.co.in. CIN No. : L28939MP1989PLC005037 GSTIN : 23AAAC13932N1ZK

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ITEM NO. 05 : Re-Appointment of Mr. Mahendra Jain (DIN: 00256047) as Joint Managing Director of the Company

Resolution (5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Re-Appointment of Mr. Mahendra Jain (DIN: 00256047) as Joint Managing Director of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1441241	1245681	86.4311	1245681	0	100.0000	0.0000
	Poll		94850	6.5811	94850	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1340531	93.0123	1340531	0	100.0000	0.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	1763059	33924	1.9242	33922	2	99.9941	0.0059
	Poll		7915	0.4489	7915	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		41839	2.3731	41837	2	99.9952	0.0048
Total		3204300	1382370	43.1411	1382368	2	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

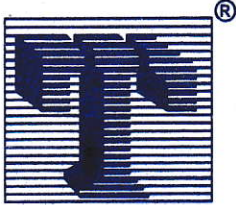
Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	251112
Public Insitutions	0
Public - Non Insitutions	0

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E-mail : info@itl.co.in, Website : www.itl.co.in. CIN No. : L28939MP1989PLC005037 GSTIN : 23AAACI3932N1ZK



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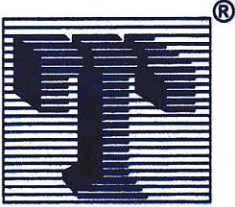
ITEM NO. 06 : Re-Appointment of Mr. Vinod Kumar Jain (DIN: 10289373) as an Independent Director of the Company

Resolution (6)								
Resolution required: (Ordinary / Special)					Special			
Whether promoter/promoter group are interested in the agenda/resolution?					No			
Description of resolution considered					Re-Appointment of Mr. Vinod Kumar Jain (DIN: 10289373) as an Independent Director of the Company			
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		1245681	86.4311	1245681	0	100.0000	0.0000
	Poll	1441241	94850	6.5811	94850	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1441241	1340531	93.0123	1340531	0	100.0000	0.0000
Public-Institutions	E-Voting		0	0	0	0	0.0000	0.0000
	Poll	0	0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		33924	1.9242	33922	2	99.9941	0.0059
	Poll	1763059	7915	0.4489	7915	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1763059	41839	2.3731	41837	2	99.9952	0.0048
Total		3204300	1382370	43.1411	1382368	2	99.9999	0.0001
Whether resolution is Pass or Not.								Yes
Disclosure of notes on resolution								Add Notes

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public- Non Institutions	0

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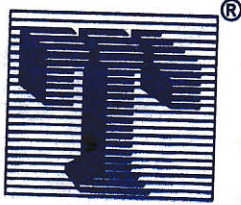
ITEM NO. 07 : Ratification of Cost Auditors Remuneration

Home		Validate		Resolution (7)				
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ratification of Cost Auditors Remuneration				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1441241	1245681	86.4311	1245681	0	100.0000	0.0000
	Poll		94850	6.5811	94850	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1340531	93.0123	1340531	0	100.0000	0.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	1763059	33924	1.9242	33922	2	99.9941	0.0059
	Poll		7915	0.4489	7915	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		41839	2.3731	41837	2	99.9952	0.0048
Total		3204300	1382370	43.1411	1382368	2	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

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ITEM NO. 08 : Appointment of Ms. Apoorva Doshi (DIN: 10738787) as an Non-Executive Independent Woman Director

Resolution (8)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Ms. Apoorva Doshi (DIN: 10738787) as an Non-Executive Independent Woman Director				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		1245681	86.4311	1245681	0	100.0000	0.0000
	Poll	1441241	94850	6.5811	94850	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1441241	1340531	93.0123	1340531	0	100.0000	0.0000
Public- Institutions	E-Voting		0	0	0	0	0.0000	0.0000
	Poll	0	0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		33924	1.9242	33923	1	99.9971	0.0029
	Poll	1763059	7915	0.4489	7915	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1763059	41839	2.3731	41838	1	99.9976	0.0024
Total		3204300	1382370	43.1411	1382369	1	99.9999	0.0001
Whether resolution is Pass or Not.								Yes
Disclosure of notes on resolution								<input type="button" value="Add Notes"/>

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

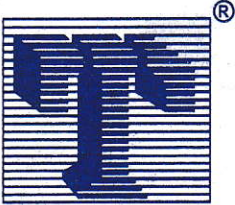
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ITL Industries Ltd. (Since 1985) a BSE listed Public Limited Co, ISO 9001:2015 Certified Company

Address : 111, Sector-B, Sanwer Road, Industrial Area, Indore-452015 (M.P.) BHARAT (India)

Phone :+91 731-7104400-401, Mktg +91 731-7104411-15, Sales +91 731-7104416

E-mail : info@itl.co.in, Website : www.itl.co.in. CIN No. : L28939MP1989PLC005037 GSTIN : 23AAACI3932N1ZK



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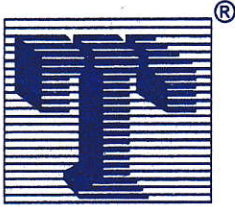
ITEM NO. 09 : Approval of loans, investments, guarantee or security under section 185 of Companies Act, 2013

Home		Validate		Resolution (9)					
Resolution required: (Ordinary / Special)				Special					
Whether promoter/promoter group are interested in the agenda/resolution?				Yes					
Description of resolution considered				Approval of loans, investments, guarantee or security under section 185 of Companies Act, 2013					
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled	
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
Promoter and Promoter Group	E-Voting	1441241	1245681	86.4311	1245681	0	100.0000	0.0000	
	Poll		94850	6.5811	94850	0	100.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total		1441241	1340531	93.0123	1340531	0	100.0000	0.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000	
	Poll		0	0	0	0	0.0000	0.0000	
	Postal Ballot (if applicable)		0	0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	1763059	33924	1.9242	33922	2	99.9941	0.0059	
	Poll		7915	0.4489	7915	0	100.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total		1763059	41839	2.3731	41837	2	99.9952	0.0048
Total		3204300	1382370	43.1411	1382368	2	99.9999	0.0001	
Whether resolution is Pass or Not.							Yes		
Disclosure of notes on resolution							Add Notes		

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	696113
Public Institutions	0
Public - Non Institutions	0

Technology with Time



ITL Industries Ltd.

ITEM NO. 10 : To approve Material Related Party Transactions of the Company

Resolution (10)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To approve Material Related Party Transactions of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1441241	1245681	86.4311	1245681	0	100.0000	0.0000
	Poll		94850	6.5811	94850	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1441241	1340531	93.0123	1340531	0	100.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	1763059	33924	1.9242	33923	1	99.9971	0.0029
	Poll		7915	0.4489	7915	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1763059	41839	2.3731	41838	1	99.9976
Total		3204300	1382370	43.1411	1382369	1	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<input type="button" value="Add Notes"/>	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	1109782
Public Insitutions	0
Public - Non Insitutions	0

Thanking you,

Yours faithfully,
For ITL Industries Limited

Manoj Maheshwari
Company Secretary
M.No. : F-7878

SCRUTINIZER'S REPORT

**For Consolidated Result for Remote E-Voting and Voting at the
36th Annual General Meeting of**

ITL INDUSTRIES LIMITED

**held on Saturday, the 28th day of September, 2024 at 11.00 A.M. at the
registered office of the company situated at 111 Sector "B", Sanwer Road,
Industrial Area, Indore - 452015 (MP)**

ISHA GARG

M/s I G & ASSOCIATES

Company Secretaries

Office: 608-A, The One, 5 R.N.T. Marg, Indore-452001(MP)

Ph. 0731-4041303 Mob: 09009403008

e-mail:igassociatescs@gmail.com

IG & Associates

Company Secretaries

Office: 608-A, The One, 5, R.N.T. Marg, Indore-452001 (M.P.)

Ph: 0731-4041303 Mob: 09009403008

e-mail: igassociatescs@gmail.com

IG/ITL-CSR/2023-24

ISHA GARG

B.Sc, MBA, FCS

September 29, 2024

To,
The Chairman of the Board of Directors/AGM of
ITL Industries Limited
111 Sector "B", Sanwer Road,
Industrial Area,
Indore - 452015 (MP)

Sub: Submission of the Consolidated Scrutinizer's Report for Remote E-Voting and Voting (through Ballot Paper) at the 36th Annual General Meeting (AGM) held on Saturday, the 28th day of September, 2024 at 11.00 A.M.

Dear Sir,

We refer to our appointment made as the scrutinizer by the Board of Directors of ITL Industries Limited (The Company) vide Board Meeting held on dated 24th August, 2024, to scrutinize the remote E-Voting and Voting (through Ballot Paper) at the 36th AGM conducted in a fair and transparent manner in respect of the below mentioned resolutions as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies Management and Administration Rules, 2014 (the rule), as amended, and the various circular issued by the Ministry of Corporate Affairs and SEBI for the 36th AGM of ITL Industries Limited held on Saturday, the 28th day of September, 2024 at 11.00 A.M. at the registered office of the company situated at 111 Sector "B", Sanwer Road, Industrial Area, Indore - 452015 (MP).

We have carried out the work as scrutinizer of the 36th AGM, commenced at 11.00 P.M. and concluded at 12.15 PM. on Saturday, the 28th day of September, 2024 and scrutinized and reviewed the voting through remote E-Voting and Voting (through Ballot Paper) at the 36th AGM of the Company held on Saturday, the 28th day of September, 2024 at 11.00 A.M. at the registered office of the company situated at 111 Sector "B", Sanwer Road, Industrial Area, Indore - 452015 (MP).

The Management of the Company is responsible to ensure compliance with the requirement of;

- i. the Act, and Rules made thereunder;
- ii. the MCA and Securities and Exchange Board of India, Circulars, as applicable; and
- iii. the SEBI Listing obligations and Disclosure Requirement 2015, ("LODR") relating to e-voting on the resolutions contained in the notice calling of the 36th AGM.

The Management of the Company as well as CSDL is responsible for ensuring a secured framework and robustness of the electronic voting systems/voting through ballot paper.

Our responsibility as a Scrutinizer for the remote e-voting and voting (through ballot paper) is to make a Consolidate Scrutinizers' Report of the votes cast in "Favor" or "Against" or "Invalid" for the resolution stated in the notice of the 36th AGM dated 24th day of August, 2024 based on the reports as generated and provided by CSDL, the authorized agency to provide remote e-voting facility and voting (through ballot paper) at the 36th AGM of the Company.

I, CS Isha Garg (FCS:9955 & COP:12184) proprietor of M/s I G. & Associates, Company Secretaries, Indore, (FRN: I2013MP1054000) submit my consolidated report for remote e-voting and voting (through ballot paper) at the 36th AGM along with the relevant details as under:



Dispatch of Notice Converting the AGM:

i. The Company has informed that on the basis of the Register of Members and the details of beneficiaries of the equity shareholders of the Company as per records of the depositories viz. CSDL and NDSL respectively made available by Ankit Consultancy Private Limited the Registrar and Share Transfer Agents ("RTA"), the RTA and CSDL have Completed dispatch of Notice of the 36th AGM dated 28th September, 2024 along with Annual Report for the Financial Year 2023-2024 by e-mail on 24th August, 2024 to those Members/ beneficiaries who had registered their e-mail ids with the Company/RTA/Depositories.

ii. The Company also hosted the notice of the 36th AGM along with the Annual Report on its website: www.itl.co.in and also submitted to the same BSE Ltd.

iii. Notice of the 36th AGM was published in the news papers by the company in Free Press (in English) and Choutha Sansar (in Hindi) published on 07.09.2024 as per the applicable rules and circulars of the MCA.

Cutoff date:

For ascertainment for eligibility for the voting right were reckoned as on Saturday, 21st September, 2024 being the cut-off date for the purpose of eligibility for e-voting by the members through the remote e-voting and voting through electronic mode at the 36th AGM.

Quorum:

As on the cut-off date, there were 5108 members holding total 3204300 equity shares of Rs. 10/- each, therefore there was a requirement of 30 Members present at the meeting to have valid quorum. However 32 members and (3 proxies present on behalf of members) were present and attendant the 36th AGM.

Remote E-Voting Process:

i. The Company had appointed CSDL providing facility of casting votes by a members using remote e-voting system as well as e-voting on the day of the 36th AGM and allotted EVSN: 240904110 on the same.

ii. The facility was provided for remote e-voting for the 36th AGM which commenced on Wednesday, 25th September 2024 at 9.00 AM (IST) remained open for 3 days ended on Friday, 27th September, 2024 at 5.00 P.M. (IST).

The CDSL Remote e-voting facility was blocked by CSDL thereafter. The Company has also provided voting facilities (voting through ballot paper) to the shareholders who present at the 36th AGM and who has not casted their vote earlier through the remote e-voting.

Counting Process:

On Compliance of e-voting at the 36th AGM, we have unblocked the results of the remote e-voting and Voting through Ballot Paper by Members at the 36th AGM.

Result:

- a. As per the data provided by the company, total members 32 were present at the meeting in the 36th AGM.
- b. After the closure of voting 36th AGM, the report on Remote E-Voting and Voting (through Ballot Paper) at the 36th AGM were unblocked/opened in the presence of Mrs. Nishi Agrawal and Mr. Vijay Mohan Garg, witnesses who are not in the employment of the Company as prescribed under sub-rules 4 (xii) of Rule 20 of the Companies (Management and Administration) Rules 2014.



Report of the Scrutinizers to the Chairman of the Meeting:

- a. I now submit the consolidated Scrutinizer's Report of the remote e-voting and Voting (through Ballot Paper) at the 36th AGM in respect of the resolution placed before the 36th AGM as per Annexure-A with the Report .
- b. I have scrutinized and reviewed the e-voting prior and during the 36th AGM and votes tendered therein based on the data downloaded from the CDSL e-voting system and validated with the list of members as on cut-off date Saturday, 21nd September 2024 provided by the Ankit Consultancy Private Limited, the registrar and share transfer agent.
- c. Based on the aforesaid result, we report that all the Ordinary Resolutions and /or Special Resolutions as set out in the notice of the 36th AGM dated 24th August, 2024 may be declared as that have been passed with requisite majority.
- d. In the Resolutions No. 3, 4, 5, and 9, we did not consider the votes of directors, who are interested in the Resolutions.
- e. In the Resolutions No. 10 we did not consider the votes of directors and their relatives, who are interested in the Resolutions.
- f. The registers all other papers and other relevant records relating to electronic voting and Ballot Paper shall remain in our safe custody until the chairman considers approved and declare the results for 36th AGM and the same shall thereafter be handed over to the Chairman/Company Secretary of the Company for safe keeping.

**For I G & ASSOCIATES
COMPANY SECRETARIES
F.R. NO.: I2013MP1054000**

Blagay
**CS ISHA GARG
(PROPRIETOR)
M. NO: FCS 9955 / CP: 12184
PEER REVIEW NO.: 914/2020
UDIN: F009955F001366618
Date : 29.09.2024
Place : Indore**



**Consolidated Scrutinizer's Report for Remote E-Voting and Voting (through Ballot Paper)
at the 36th Annual General Meeting (AGM) held on Saturday, the 28th day of September,
2024 at 11.00 A.M.**

Item No.1 Ordinary Resolution:

To receive, consider and adopt the Audited Financial Statements of the Company (including consolidated financial statements) for the financial year ended March 31, 2024, together with the Reports of the Board of Directors and Auditors thereon.

Particular	Remote E-Voting		Voting at AGM		Total		Percentage
	No.	Votes	No.	Votes	No.	Votes	
Favor	33	1279604	9	102765	42	1382369	99.9999
Against	1	1	0	0	1	1	0.0001
Total	34	1279605	9	102765	43	1382370	100.0000

Result of Voting: I considered that, the aforesaid Ordinary Resolutions may be declared as passed with Requisite Majority.

Item No.2 Ordinary Resolution:

To declare dividend of Rs. 1/- per Equity Share for the financial year 2023-2024.

Particular	Remote E-Voting		Voting at AGM		Total		Percentage
	No.	Votes	No.	Votes	No.	Votes	
Favor	32	1279603	9	102765	41	1382368	99.9999
Against	2	2	0	0	2	2	0.0001
Total	34	1279605	9	102765	43	1382370	100.0000

Result of Voting: I considered that, the aforesaid Ordinary Resolutions may be declared as passed with Requisite Majority.

Item No.3 Ordinary Resolution:

To appoint a Director in place of Mr. Mahendra Jain (DIN: 00256047), who retires by rotation and being eligible, offers himself for re-appointment.

Particular	Remote E-Voting		Voting at AGM		Total		Percentage
	No.	Votes	No.	Votes	No.	Votes	
Favor	32	1028491	9	102765	41	1131256	99.9999
Against	1	1	0	0	1	1	0.0001
Total	33	1028492	9	102765	42	1131257	100.0000
Invalid Votes	1	251113	0	0	1	251113	0.000

Result of Voting: I considered that, the aforesaid Ordinary Resolutions may be declared as passed with Requisite Majority.



Item No.4 Special Business & Special Resolution:**Re-appointment of Mr. Rajendra Jain (DIN: 00256515) as Managing Director of the Company.**

Particular	Remote E-Voting		Voting at AGM		Total		Percentage
	No.	Votes	No.	Votes	No.	Votes	
Favor	31	834603	9	102765	40	937368	99.9998
Against	2	2	0	0	2	2	0.0002
Total	33	834605	9	102765	42	937370	100.0000
Invalid Votes	1	445000	0	0	1	445000	0.0000

Result of Voting: I considered that, the aforesaid Special Resolutions may be declared as passed with Requisite Majority.**Item No.5 Special Business & Special Resolution:****Re-Appointment of Mr. Mahendra Jain (DIN: 00256047) as Joint Managing Director of the Company.**

Particular	Remote E-Voting		Voting at AGM		Total		Percentage
	No.	Votes	No.	Votes	No.	Votes	
√ Favor	31	1028490	9	102765	40	1131255	99.9998
Against	2	2	0	0	2	2	0.0002
Total	33	1028492	9	102765	42	1131257	100.0000
Invalid Votes	1	251113	0	0	1	251113	0.0000

Result of Voting: I considered that, the aforesaid Special Resolution may be declared as passed with Requisite Majority.**Item No.6 Special Business & Special Resolution:****Re-Appointment of Mr. Vinod Kumar Jain (DIN: 10289373) as an Independent Director of the Company.**

Particular	Remote E-Voting		Voting at AGM		Total		Percentage
	No.	Votes	No.	Votes	No.	Votes	
Favor	32	1279603	9	102765	41	1382368	99.99986
Against	2	2	0	0	2	2	0.00014
Total	34	1279605	9	102765	43	1382370	100.00000

Result of Voting: I considered that, the aforesaid Special Resolution may be declared as passed with Requisite Majority.

Item No.7 Ordinary Resolution:**Ratification of Cost Auditors Remuneration.**

Particular	Remote E-Voting		Voting at AGM		Total		Percentage
	No.	Votes	No.	Votes	No.	Votes	
Favor	32	1279603	9	102765	41	1382368	99.99986
Against	2	2	0	0	2	2	0.00014
Total	34	1279605	9	102765	43	1382370	100.00000

Result of Voting: I considered that, the aforesaid Ordinary Resolutions may be declared as passed with Requisite Majority.

Item No.8 Special Business & Special Resolution:**Appointment of Ms. Apoorva Doshi (DIN: 10738787) as an Non-Executive Independent Woman Director.**

Particular	Remote E-Voting		Voting at AGM		Total		Percentage
	No.	Votes	No.	Votes	No.	Votes	
Favor	33	1279604	9	102765	42	1382369	99.99993
Against	1	1	0	0	1	1	0.00007
Total	34	1279605	9	102765	43	1382370	100.00000

Result of Voting: I considered that, the aforesaid Special Resolutions may be declared as passed with Requisite Majority.

Item No.9 Special Business & Special Resolution:**Approval of loans, investments, guarantee or security under section 185 of Companies Act, 2013.**

Particular	Remote E-Voting		Voting at AGM		Total		Percentage
	No.	Votes	No.	Votes	No.	Votes	
Favor	30	583490	9	102765	39	686255	99.9997
Against	2	2	0	0	2	2	0.0003
Total	32	583492	9	102765	41	686257	99.9999
Invalid Votes	2	696113	0	0	2	696113	0.0000

Result of Voting: I considered that, the aforesaid Special Resolutions may be declared as passed with Requisite Majority.



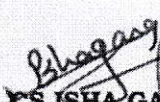
Item No.10 Ordinary Resolution:

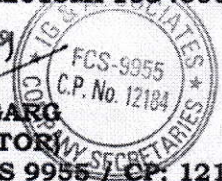
To approve Material Related Party Transactions of the Company.

Particular	Remote E-Voting		Voting at AGM		Total		Percentage
	No.	Votes	No.	Votes	No.	Votes	
Favor	24	169822	8	8915	32	178737	99.9994
Against	1	1	0	0	1	1	0.0001
Total	25	169823	8	8915	33	178738	99.9995
Invalid Votes	9	1109782	1	93850	10	1203632	0.0000

Result of Voting: I considered that, the aforesaid Ordinary Resolutions may be declared as passed with Requisite Majority.

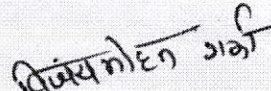
**For I G & ASSOCIATES
COMPANY SECRETARIES
F.R. NO.: I2013MP1054000**


**CS ISHA GARG
(PROPRIETOR)
M. NO: FCS 9955 / CP: 12184
PEER REVIEW NO.: 914/2020
UDIN: F009955F001366618
Date : 29.09.2024
Place : Indore**



We the undersigned witnessed that the votes were unblocked/finalized from the e-voting website of CSDL (www.evotingindia.com) and the votes through poll were scrutinized after the conclusion of the 36th AGM of the Company in our presence on 28th September, 2024.


NISHI AGRAWAL


VIJAY MOHAN GARG