

To,

Listing Department

**BSE Limited**

Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort, Mumbai-400 001

**Scrip Code: 541353**

Dear Sir/Madam,

**Sub: Disclosure of voting results of the 25<sup>th</sup> Annual General Meeting of Innovators Facade Systems Limited held on 18<sup>th</sup> September 2024 along with the Scrutinizers Report.**

We wish to inform you that the 25<sup>th</sup> Annual General Meeting (AGM) of the members of Innovators Facade Systems Limited was held on Wednesday, 18<sup>th</sup> September 2024 at 11.30 a.m. through Video Conferencing/ Other Audio Visual Means, with the requisite quorum. Where all the resolutions as set out in the Notice convening the said AGM have been transacted and passed with requisite majority by the members.

Pursuant to Regulation 30 and 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the consolidated results of remote e-voting and e-voting at the AGM, along with the consolidated Scrutinizer's Report attached.

Kindly take the same on record.

Yours faithfully,

**FOR INNOVATORS FACADE SYSTEMS LIMITED**

**Vedashri Chaudhari**

**Company Secretary and Compliance Officer**

**Mem No. A55742**

**Date: 18<sup>th</sup> September 2024**

**Place: Thane**



# JAJODIA AND ASSOCIATES

OFFICE NO. 30, LAXMI NIWAS, 2ND PANJRAPOLE LANE, C.P.TANK, MUMBAI - 400004

EMAIL: jajodiaassociate@gmail.com Telephone No.: 022-22426755/7074

To,

**Innovators Facade Systems Limited**

204, B-65, Sector No. 1, Shanti Nagar,

Mira Road (East), Thane 401107.

Dear Sir,

**Re: Consolidated Scrutinizer's Report on remote e-voting and e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and in accordance Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the 25<sup>th</sup> Annual General Meeting of Innovators Facade Systems Limited held on Wednesday, 18<sup>th</sup> September 2024 at 11.30 a.m. (IST) through video conferencing ("VC")/ other Audio visual means ("OAVM")**

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I, Priti Nikhil Jajodia, Practicing Company Secretary (Membership No:- 36944 /C.P. No. 19900) was appointed as Scrutinizer by the Board of Directors pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended in accordance Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the purpose of Scrutinizing the remote e-Voting and Voting through electronic voting during the AGM in respect of the below mentioned resolutions proposed at the 25<sup>th</sup> Annual General Meeting ("AGM") of Innovators Facade Systems Limited on Wednesday, 18<sup>th</sup> September 2024 at 11.30 a.m. (IST) through VC/OAVM. The meeting started at 11.30 A.M. with the requisite quorum.

The notice dated 16<sup>th</sup> August 2024, convening the AGM, as confirmed by the Company, was sent to the shareholders in respect of the below mentioned resolutions proposed to be passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/ Depositories on 26<sup>th</sup> August 2024, in compliance with the Ministry of Corporate

Affairs circulars dated 05<sup>th</sup> May, 2020 and 13<sup>th</sup> January, 2021 read with circulars dated 08<sup>th</sup> April, 2020 and 13<sup>th</sup> April, 2020 (collectively referred to as "MCA Circulars") and SEBI Circulars dated 12<sup>th</sup> May, 2020 and 15<sup>th</sup> January, 2021.

My responsibility as a Scrutinizer for the remote e-Voting and voting through electronic voting system during the AGM is restricted in making a consolidated scrutinizer's report on the votes cast 'IN FAVOUR' or 'AGAINST' the resolutions, set out in the Notice of 25<sup>th</sup> AGM based on the reports generated from the e-Voting system provided by Link Intime India Private Limited, the authorised agency to provide remote e-Voting facilities before and e voting during the AGM, engaged by the Company.

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

The Company has provided the remote e -Voting facility through Link Intime India Private Limited. The Company had uploaded all the items of businesses to be transacted on the website of the Company, Link Intime India Private Limited and also on the website of the stock exchange i.e. BSE Limited to facilitate their Shareholders to cast their vote through remote e-voting.

The Notice of AGM and Annual Report was sent through e-mail to the Members whose names appeared in Register of Members of the Company as on Friday, 16<sup>th</sup> August, 2024 and whose e-mail addresses were registered with the Company/their respective Depository Participants, containing the detailed procedure to be followed by the Members who were desirous of casting their votes electronically as provided under Rule 20 of the Companies (Management and Administration) Rules, 2014 read with amendments made thereto and MCA circulars.

As prescribed in the said Rules and the MCA Circulars, the Company has also published advertisements in newspapers on Tuesday, 27<sup>th</sup> August 2024 in Business Standards (in English) and Pratahkal (in Marathi). It carried all the required information as specified in the said rules and MCA circulars.

The persons who were the Members of the Company as on the "Cut-off" date i.e. Wednesday, 11<sup>th</sup> September, 2024 were entitled to vote on the businesses (item nos. 01 to 06) as set out in the Notice of the 25<sup>th</sup> AGM.

The Company Secretary at the 25<sup>th</sup> AGM held on Wednesday, 18<sup>th</sup> September 2024 announced that the Members who have not exercised their votes through remote e-Voting may, if they wish to, exercise their votes through electronic voting system being provided during the meeting.

The remote e-voting period commenced on Sunday, 15<sup>th</sup> September 2024 (IST 09:00 a.m.) and ends on Tuesday, 17<sup>th</sup> September 2024 (IST 05:00 p.m.) and Link Intime India Private Limited e-voting platform was blocked thereafter and then reopened during the AGM and kept opened during the AGM.

The votes cast under e-voting facility were thereafter unblocked. I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the Link Intime India Private Limited e-voting system.

My consolidated report on the results of remote e-voting and voting through electronic means during the AGM is as under:

**Resolution No. 1 as an Ordinary Resolution:**

**To consider and adopt the Audited Standalone Financial Statements including Consolidated Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2024, the Reports of the Board of Directors and Auditors thereon.**

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
<b>Assent</b>	10	12020350	5	269600	15	12289950	100
<b>Dissent</b>	0	0	0	0	0	0	0
<b>Total</b>	<b>10</b>	<b>12020350</b>	<b>5</b>	<b>269600</b>	<b>15</b>	<b>12289950</b>	<b>100</b>

**Resolution No. 2 as an Ordinary Resolution:**

**To appoint a director in place of Mr. Shivchand Sharma (DIN: 00298265), who retires by rotation and being eligible, seeks re-appointment.**

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
<b>Assent</b>	9	12018750	5	269600	14	12288350	100
<b>Dissent</b>	0	0	0	0	0	0	0
<b>Total</b>	<b>9</b>	<b>12018750</b>	<b>5</b>	<b>269600</b>	<b>14</b>	<b>12288350</b>	<b>100</b>

**Resolution No. 3 as an Ordinary Resolution:**

**Appointment of Statutory Auditors of the company and fix their remuneration:**

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	10	12020350	5	269600	15	12289950	100
Dissent	0	0	0	0	0	0	0
<b>Total</b>	<b>10</b>	<b>12020350</b>	<b>5</b>	<b>269600</b>	<b>15</b>	<b>12289950</b>	<b>100</b>

**Resolution No. 4 as an Ordinary Resolution:**

**Appointment of M/s. Y.R. Doshi & Co., Cost Accountants, Mumbai (FRN: 000003) as Cost Auditors for financial year 2024-25**

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	10	12020350	5	269600	15	12289950	100
Dissent	0	0	0	0	0	0	0
<b>Total</b>	<b>10</b>	<b>12020350</b>	<b>5</b>	<b>269600</b>	<b>15</b>	<b>12289950</b>	<b>100</b>

**Resolution No. 5 as an Ordinary Resolution:**

**Approve Material Related Party transactions between the Company with Innovators Contracting Works Private Limited (ICWPL) [identified as an Associates of the Wholly- Owned Subsidiary Company named Innovators Engineering Works Private Limited] u/s. 188 of the Companies Act, 2013 and rules made thereunder**

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	9	11705950	5	269600	14	11975550	100
Dissent	0	0	0	0	0	0	0
<b>Total</b>	<b>9</b>	<b>11705950</b>	<b>5</b>	<b>269600</b>	<b>14</b>	<b>11975550</b>	<b>100</b>

**Resolution No. 6 as a Special Resolution:**

**Approve increase in overall borrowing limits of the Company as per Section 180 (1) (c) of the Companies Act, 2013 and rules made thereunder:**

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	10	12020350	5	269600	15	12289950	100
Dissent	0	0	0	0	0	0	0

<b>Total</b>	<b>10</b>	<b>12020350</b>	<b>5</b>	<b>269600</b>	<b>15</b>	<b>12289950</b>	<b>100</b>
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Thanking You,  
Yours Faithfully,  
JAJODIA & ASSOCIATES

Counter Signed By:  
FOR INNOVATORS FAÇADE SYSTEMS LIMITED

Priti Nikhil Jajodia  
Practicing Company Secretary  
Membership No. 36944  
COP No. 19900

Vedashri Chaudhari  
Company Secretary & Compliance officer  
Date: 18<sup>th</sup> September 2024  
Place: Thane

Date: 18<sup>th</sup> September 2024  
Place: Mumbai  
UDIN: A036944F001246636