



**INDUSTRIAL
INVESTMENT
TRUST
LIMITED**

February 11, 2022

The Manager
Listing Department
BSE Limited
Limited
Dalal Street
Mumbai - 400 001

BSE Code: 501295

The Manager
Listing Department
The National Stock Exchange of India

Exchange Plaza, 5th Floor
Plot No. C/1, G Block
BKC, Bandra (E), Mumbai 400 051
NSE Scrip Symbol: IITL

Sub.: Declaration of Result of Postal Ballot

Dear Sir / Madam,

This has reference to our letter dated January 10, 2022 wherein, we have submitted the Postal Ballot Notice along with the explanatory statement seeking consent of the Members by way of Special Resolution to be passed through Postal Ballot, by way of remote e-voting only, with respect to the following business item:

Sr. No.	Particulars
1.	Approval for Sale of the Company's entire equity stake held in Future Generali India Life Insurance Company Limited (FGILICL), a joint venture entity of the Company to Generali Participations Netherlands N.V., one of the Joint Venture Partners of FGILICL.

Pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), we would like to inform you that the above Resolution has been passed by the Members of the Company with requisite majority and deemed to be passed on the last date specified for the e-voting i.e. February 10, 2022.

Accordingly, we are enclosing herewith the following:

1. Declaration of results of Postal Ballot enclosed as **Annexure I**; and
2. Details of Voting Results as prescribed under Regulation 44 of the Listing Regulations alongwith Report of the Scrutinizer on the remote e-voting, enclosed as **Annexure II**.

The Exchange is hereby requested to take note of and disseminate the same.

Thanking you,

Yours sincerely,
For **Industrial Investment Trust Limited**


Cumi Banerjee
CEO & Company Secretary



Encl.: A/a

CIN No. L65990MH1933PLC001998

Regd. Office : Office No. 101A, "The Capital", G-Block, Plot No. C-70, Bandra Kurla Complex,
Bandra (East), Mumbai -400051. • Tel.: (+91) 22-4325 0100
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Declaration of Results of Postal Ballot

Pursuant to Section 110 of the Companies Act, 2013, read with Rule 22 of the Companies (Management and Administration), Rules, 2014 and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulation 2015, consent of the Members of the Company was sought by way of Special Resolution as set out in the Postal Ballot Notice dated December 23, 2021 by means of voting through electronic mode (e-voting).

Postal Ballot Notice containing the Special Resolution was sent to all the Members of the Company and last date of e-voting was Thursday, February 10, 2022. CS Chandanbala O. Mehta, Practicing Company Secretary (Membership No. F6122) was appointed as the Scrutinizer for conducting the Postal Ballot process in a fair and transparent manner.

The Scrutinizer has submitted the Report. On the basis of the report of the Scrutinizer on the e-voting done by the Members, it is hereby declared that the Special Resolution as set out in the Postal Ballot Notice dated December 23, 2021 have been passed by the Members of the Company with requisite majority.

For Industrial Investment Trust Limited



Cumi Banerjee
CEO & Company Secretary





Annexure II

Date of the Postal Ballot	Voting Start date: January 12, 2022 Voting end date: February 10, 2022
Total number of Shareholders on record date (i.e. on December 31, 2021)	2254
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: Public:	Not Applicable

Resolution No. 1: Approval for Sale of the Company's entire equity stake held in Future Generali India Life Insurance Company Limited (FGILICL), a joint venture entity of the Company to Generali Participations Netherlands N.V., one of the Joint Venture Partners of FGILICL.

Resolution Required: (Ordinary/Special)		Special						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
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 & Promoter Group	E-voting	9432067	9407067	99.73	9407067	0	100.00	0.00
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		9407067	99.73	9407067	0	100.00	0.00
Public Institutions	E-voting	1865635	1142205	61.22	1142205	0	100.00	0.00
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		1142205	61.22	1142205	0	100.00	0.00
Public Non Institutions	E-voting	11249848	2999450	26.66	2999442	8	100.00	0.00
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		2999450	26.66	2999442	8	100.00	0.00
Total		22547550	13548722	60.08	13548714	8	100.00	0.00

CIN No. L65990MH1933PLC001998

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Chandanbala O. Mehta
Practicing Company Secretary

Scrutinizer's Report on Postal Ballot and Remote e-Voting

[Pursuant to Sections 108 and 110 of the Companies Act, 2013 read with the
Companies (Management and Administration) Rules, 2014]

To,
The Chairman
Industrial Investment Trust Limited
Office no.101A, The Capital, G-Block,
Plot No.C-70, Bandra Kurla Complex,
Bandra (East), Mumbai 400051.

Dear Sir,

I, Chandanbala O. Mehta, a Practicing Company Secretary having office at No. 3, 1st Floor, 20/24 Morarji Velji Bldg., Dr. M.B. Velkar Street (Kolbhat Lane), Chira Bazar, Mumbai 400 002, have been appointed as a Scrutinizer of Industrial Investment Trust Limited ("the Company") pursuant to the provisions of Sections 108 and 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, for the purpose of scrutinizing the e-voting and Postal Ballot process in a fair and transparent manner and ascertaining the requisite majority on e-voting and Postal Ballot carried out as per the provisions of the Companies Act, 2013 on the Special Resolution as proposed in the Postal Ballot Notice dated December 23, 2021.

In view of the current extraordinary circumstances due to COVID-19 pandemic and in accordance with the guidelines prescribed by the Ministry of Corporate Affairs (the "MCA") for holding general meetings / conducting postal ballot through e-voting vide General Circular Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020 read with General Circular Nos. 10/2021 dated June 23, 2021 and 20/2021 dated December 08, 2021 ("General Circulars") has advised the Companies to take all decisions requiring members approval, other than items of ordinary business or business where any person has a right to be heard, through the mechanism of Postal Ballot/E-voting in accordance with the provisions of the Act and rules made thereunder, without holding a General Meeting that requires physical presence of members at a common venue.

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#3, 1st Floor, 20/24 Morarji Velji Bldg.,
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Chandanbala O. Mehta
Practicing Company Secretary

The management of the company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to postal ballot on the resolution contained in the notice of postal ballot. My responsibility is to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolution, based on report generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the authorised agency to provide e-voting facilities engaged by the Company in accordance with the framework set out in "General Circulars" issued by the "MCA".

Further to the above, I submit herewith my Report as under:

1. The members of the company whose names were recorded in the Register of Members or in the Register of Beneficial Owners maintained in the Depositories as on the cut-off date i.e. December 31, 2021 were entitled to vote on the Special Resolution in the Notice.
2. Due to the outbreak of COVID-19 Pandemic, the MCA vide its General Circulars, has permitted to conduct the Postal Ballot by sending the Notice in electronic form only. Accordingly, physical copy of the Notice along with Postal Ballot Form and pre-paid business reply envelope were not sent to the Members for this Postal Ballot. The communication of the assent or dissent of the Members would take place through the process of remote e-voting only.
3. The company has published on January 11, 2022, an advertisement about the dispatch of Postal Ballot Notice in The Free Press Journal (English) and Navshakti (Marathi).
4. Only the votes exercised through e-voting facility from Wednesday, January 12, 2022 (09:00 a.m. IST) till Thursday, February 10, 2022 (05:00 p.m. IST) were considered for my scrutiny since no physical postal ballot forms were received due to the ongoing threat of COVID - 19.
5. After the closure of voting period on February 10, 2022, I have unblocked the electronic votes on February 10, 2022 at 05:22 p.m. in the presence of two witnesses Ms. Tanvi Vyas and Ms. Namrata Joshi, not in the employment of the Company.

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Chandanbala O. Mehta
Practicing Company Secretary

6. The details containing the list of the shareholders who casted their vote electronically for the Special Resolution was downloaded from the e-voting website of Central Depository Services (India) Limited. None of the physical postal ballot forms were received from the post office due to the ongoing threat posed by COVID - 19.
7. I have scrutinized and counted the votes casted through remote e-voting facility and their particulars have been recorded in accordance with the Companies (Management and Administration) Rules, 2014.
8. The results of the voting are as under:
 - **Resolution No. 1 (Special Resolution): Approval for Sale of the Company's entire equity stake held in Future Generali India Life Insurance Company Limited (FGILICL), a joint venture entity of the Company to Generali Participations Netherlands N.V., one of the Joint Venture Partners of FGILICL.**

Particulars	Number of Shares (Through Remote e-voting)	Number of Shares (Through postal ballot)	Total No. of Shares	% of total Net valid votes (in percentage)	Result
Total No. of votes received	13548722	0	13548722	Not Applicable	Passed by requisite Majority
Less: No. of Invalid votes	0	0	0		
Net valid votes	13548722	0	13548722		
Votes in favour of the resolution	13548714	0	13548714	100.00	
Votes against the resolution	8	0	8	0.00	
Total				100.00	

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Chandanbala O. Mehta
Practicing Company Secretary

The registers, electronic data and all other incidental papers and relevant records relating to e-voting process (remote e-voting) which are in my safe custody will be handed over to the Compliance Officer of the Company for safe keeping as soon as possible.

You may accordingly declare the result of the voting by Postal Ballot.

Thanking you,

Yours faithfully,

CHANDANB
ALA OJAS
MEHTA

Digitally signed by CHANDANBALA OJAS MEHTA
DN: cn=CHANDANBALA OJAS MEHTA,
c=IN, ou=Practising Company Secretary,
o=CHANDANBALA OJAS MEHTA,
email=chandanbala@mehta.com, serial=1
Date: 2022.02.10 19:38:47 +05'30'

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Chandanbala O. Mehta
Practicing Company Secretary
CP No.: 6400 (FCS: 6122)

Date: February 10, 2022
Place: Mumbai

UDIN: F006122C002517378

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