



Innovators

Facade Systems Limited

(formerly known as innovators facade systems pvt. ltd.)

29th September, 2018

BSE LIMITED

Corporate Relationship Department
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400001

Scrip Code: 541353

Ref: Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations)

Dear Sir / Madam,

Sub: Disclosure of voting results of the 19th Annual General Meeting (AGM) of the Company held on September 28, 2018

At the 19th AGM of the Company held on September 28, 2018 at 10.30 a.m. at GCC Hotel & Club, Phase – I, Gaurav Sankalp, Off Mira Bhayandar Road, Mira Road – (East), Thane – 401107, all the items of business contained in the Notice of the AGM dated August 25, 2018 were transacted and approved by the shareholders with requisite majority.

The details of the combined voting results (i.e. the results of remote e-voting together with that of the Poll conducted at the AGM) in the format prescribed under Regulation 44(3) of the SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015 along with the Scrutinizer's Report are enclosed herewith.

You are requested to kindly take the same on records

For Innovators Façade Systems Limited

Radhika Tibrewala
Company Secretary

Membership No.A48119



COMBINED SCRUTINIZERS' REPORT

ON

REMOTE E-VOTING AND POLL

CONDUCTED AT THE 19th ANNUAL GENERAL MEETING OF

INNOVATORS FACADE SYSTEMS LIMITED

HELD ON 28th SEPTEMBER, 2018

JAJODIA AND ASSOCIATES

OFFICE NO. 30, LAXMI NIWAS, 2ND PANJRAPOLE LANE, C.P. TANK, MUMBAI - 400 004.
EMAIL : jajodiaassociate@gmail.com • Telephone No.: 022-22426755/7074

FORM NO. MGT-13

SCRUTINIZER'S CONSOLIDATED REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) and 21(2) of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman,

19th Annual General Meeting of the Equity Shareholders **Innovators Façade Systems Limited**, held on Friday, September 28, 2018 at 10.30 A.M at GCC Hotel & Club, Phase-I, Gaurav Sankalp, Off Mira Bhayander Road, Mira Road – East, Thane - 401107

Dear Sir,

I, Priti Jajodia, Practicing Company Secretary is appointed as Scrutinizer by the Board of Directors for the purpose of Scrutinizing the remote e-voting and Physical Voting by Ballot papers at the 19th Annual General Meeting (AGM) of the Shareholders of **Innovators Façade Systems Limited**, held on Friday, September 28, 2018 at 10.30 A.M at GCC Hotel & Club, Phase-I, Gaurav Sankalp, Off Mira Bhayander Road, Mira Road – East, Thane - 401107 pursuant to section 108 of the Companies Act, 2013 read with rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 and in accordance with Regulation 44 of the Securities And Exchange Board Of India (Listing Obligation and Disclosure Requirements) Regulations, 2015.

The Management of the Company is responsible to ensure Compliance with the requirement of the Companies Act, 2013 and Rules relating to voting through electronic means [i.e. by remote e-voting and voting by poll through electronic voting system at the AGM] for the resolutions contained in the notice of 19th AGM to the Shareholders of the Company. My responsibility as a scrutinizer for the voting process of voting through electronic means is restricted to furnish a consolidated scrutinizer's report on the votes cast 'in favour' or 'against' the resolutions, based on the reports generated from the e-voting system provided by Link Intime India Private Limited, the Agency authorised under the Rules and engaged by the Company to provide e-voting facilities for the voting through electronic means.


I submit my report as under:

1. The Company had appointed **Link Intime India Private Limited** as the service provider, for extending the facility for the remote e-voting to the Shareholders of the Company from Tuesday, 25th September, 2018 at 9:00 A.M. and closed on Thursday, 27th September, 2018 at 5:00 P.M.



2. The voting rights were reckoned as on 21st September, 2018, being cut-off date for the purpose of deciding the entitlements of Members at the remote e-voting and voting at the Meeting.
3. The Company facilitated the Members present in the Meeting who could not participate in the remote e-voting to cast their votes through poll process. After the time fixed for the poll by the Chairman, ballot boxes kept for polling were locked in my presence with due identification marks placed by me.
4. The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
5. The votes were unblocked on 28th September, 2018 (after the conclusion of the meeting) in the presence of 2 witnesses, namely Mr. Nikhil Khunt and Mr. Nishant Bajaj. Both of them are not in the employment of the Company.


Mr. Nikhil Khunt


Mr. Nishant Bajaj

6. No poll paper was found invalid.
7. The consolidated result of the votes cast (by Remote E-Voting and by poll) is provided as under:

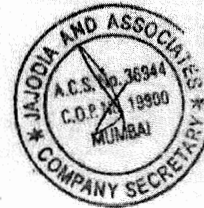
ORDINARY BUSINESS:

RESOLUTION NO. 1:

To consider and adopt the Audited Balance Sheet as at 31st March, 2018 and Profit and Loss Account for the year ended on that date together with the Report of Directors and Auditors thereon.

(i) Voted in favour of the resolution:

Particular of Voting	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	10	11684350	99.90
Voting by poll at the AGM Venue	2	11,200	0.10
Total	12	1,16,95,550	100



(II) Voted against the resolution:

Particular of Voting	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	0	0	0.00
Voting by poll at the AGM Venue	0	0	0.00
Total	0	0	0.00

(III) Invalid Votes:

Particular of Voting	Total number of members (in person or in proxy) whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0.00
Voting by poll at the AGM Venue	0	0.00
Total	0	0.00

RESOLUTION NO. 2:

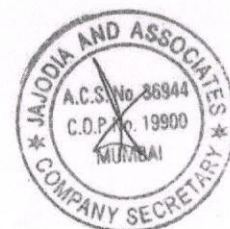
To appoint a director in place of Mr. Shivchand Sharma (DIN: 00298265), who retires by rotation and being eligible offers himself for re-appointment.

(I) Voted in favour of the resolution:

Particular of Voting	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	09	10784350	99.90
Voting by poll at the AGM Venue	2	11,200	0.10
Total	11	10795550	100

(II) Voted against the resolution:

Particular of Voting	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	0	0	0.00
Voting by poll at the AGM Venue	0	0	0.00
Total	0	0	0.00



(III) Invalid Votes:

Particular of Voting	Total number of members (in person or in proxy) whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0.00
Voting by poll at the AGM Venue	0	0.00
Total	0	0.00

RESOLUTION NO. 3:

Appointment of Mr. PhoolshankarShrimali (DIN: 03549729) as an Independent Director

(I) Voted in favour of the resolution:

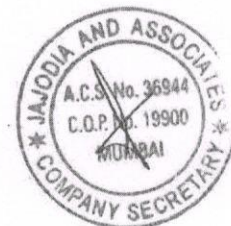
Particular of Voting	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	10	11684350	99.90
Voting by poll at the AGM Venue	2	11,200	0.10
Total	12	1,16,95,550	100

(II) Voted against the resolution:

Particular of Voting	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	0	0	0.00
Voting by poll at the AGM Venue	0	0	0.00
Total	0	0	0.00

(III) Invalid Votes:

Particular of Voting	Total number of members (in person or in proxy) whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0.00
Voting by poll at the AGM Venue	0	0.00
Total	0	0.00



RESOLUTION NO. 4: Appointment of Mr. Sunil Deshpande (DIN: 08065585) as an Independent Director

(I) Voted in favour of the resolution:

Particular of Voting	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	10	11684350	99.90
Voting by poll at the AGM Venue	2	11,200	0.10
Total	12	1,16,95,550	100

(II) Voted against the resolution:

Particular of Voting	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	0	0	0.00
Voting by poll at the AGM Venue	0	0	0.00
Total	0	0	0.00

(III) Invalid Votes:

Particular of Voting	Total number of members (in person or in proxy) whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0.00
Voting by poll at the AGM	0	0.00
Total	0	0.00

RESOLUTION NO. 5: Appointment of Mrs. Poonam Bhati (DIN: 08081236) as an Independent Director

(I) Voted in favour of the resolution:

Particular of Voting	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	10	11684350	99.90
Voting by poll at the AGM Venue	2	11,200	0.10
Total	12	1,16,95,550	100



(II) Voted against the resolution:

Particular of Voting	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	0	0	0.00
Voting by poll at the AGM Venue	0	0	0.00
Total	0	0	0.00

(III) Invalid Votes:

Particular of Voting	Total number of members (in person or in proxy) whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0.00
Voting by poll at the AGM	0	0.00
Total	0	0.00

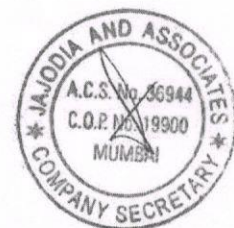
RESOLUTION NO. 6: Appointment of M/s. Y.R. Doshi & Co., Cost Accountants, Mumbai (FRN: 000003) as Cost Auditors for Financial Year 2018-19

(I) Voted in favour of the resolution:

Particular of Voting	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	10	11684350	99.90
Voting by poll at the AGM Venue	2	11,200	0.09
Total	12	1,16,95,550	100

(II) Voted against the resolution:

Particular of Voting	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	0	0	0.00
Voting by poll at the AGM Venue	0	0	0.00
Total	0	0	0.00



(III) Invalid Votes:

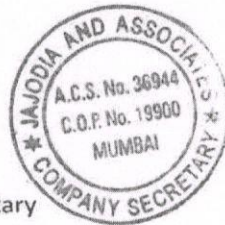
Particular of Voting	Total number of members (in person or in proxy) whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0.00
Voting by poll at the AGM	0	0.00
Total	0	0.00

Based on the forgoing, the Resolution No. (s) 1 to 6 as stated in the Notice dated 25th August, 2018 of the Annual General Meeting held on 28th September, 2018 shall be deemed to be passed with the requisite Majority.

All the relevant records of Voting in under my safe custody until the Chairman consider, approves and signs the same shall be handed over thereafter to the Chairman or the Company Secretary for safe keeping.

Thanking You,
Yours Faithfully,
For Jajodia and Associates

Priti Nikhil Jajodia
Practicing Company Secretary
Membership No. 36944
COP No. 19900
Place: Thane
Date: 29th September, 2018



Counter Signed By:

For Innovators Façade Systems Limited

Radhika Tibrewala
Company Secretary and Compliance Officer
Membership No.: A48119



Date : 28th September, 2018
Place : Thane

Annexure II

Date of the AGM/EGM	28 th September, 2018
Total number of shareholders on record date	425
No. of shareholders present in the meeting either in person or through proxy: Promoters and promoter Group: Public:	12 10 2
No. of shareholders attended the meeting through Video Conferencing: Promoters and promoter Group: Public:	None of the Shareholder attended the meeting through Video Conferencing



Resolution 1: To consider and adopt the Audited Balance Sheet as at 31st March, 2018 and Profit and Loss Account for the year ended on that date together with the Report of Directors and Auditors thereon.

Resolution required :(Ordinary / Special)

Ordinary Resolution

Whether promoter/promoter group are interested in the agenda/resolution?

No

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-VOTING	11674750	11674750	100	11674750	0	100	0.00
	POLL		0	0.00	0	0	100	0.00
	POSTAL BALLOT		0	0.00	0	0	0.00	0.00
	TOTAL			100		0	100	0.00
Public - Institutions	E-VOTING	284800	0	0.00	0	0	0.00	0.00
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT		0	0.00	0	0	0.00	0.00
	TOTAL		284800	0	0.00	0	0	0.00
Public-Non Institutions	E-VOTING	6908258	9600	0.14	9600	0	100	0.00
	POLL		11200	0.16	11200	0	100	0.00
	POSTAL BALLOT		0	0.00	0	0	0.00	0.00
	TOTAL		6908258	20800	0.30	20800	0	100
TOTAL		18867808	11695550	62.00	11695550	0	100	0.00



Resolution 2: To appoint a director in place of Mr. Shivchand Sharma (DIN: 00298265), who retires by rotation and being eligible offers himself for re-appointment.

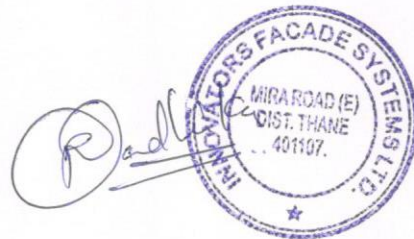
Resolution required :(Ordinary / Special)

Ordinary Resolution

Whether promoter/promoter group are interested in the agenda/resolution?

Yes

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-VOTING	11674750	10774750	92.30	10774750	0	100	0.00
	POLL		0	0.00	0	0	100	0.00
	POSTAL BALLOT		0	0.00	0	0	0.00	0.00
	TOTAL			100	0	0	100	0.00
Public - Institutions	E-VOTING	284800	0	0.00	0	0	0.00	0.00
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT		0	0.00	0	0	0.00	0.00
	TOTAL		284800	0	0.00	0	0	0.00
Public-Non Institutions	E-VOTING	6908258	9600	0.14	9600	0	100	0.00
	POLL		11200	0.16	11200	0	100	0.00
	POSTAL BALLOT		0	0.00	0	0	0.00	0.00
	TOTAL		6908258	20800	0.30	20800	0	100
TOTAL		18867808	10795550	57.22	10795550	0	100	0.00



Resolution 3: Appointment of Mr. Phoolshankar Shrimali (DIN: 03549729) as an Independent Director

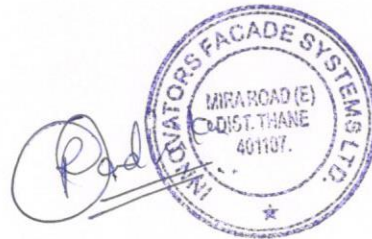
Resolution required :(Ordinary / Special)

Ordinary Resolution

Whether promoter/promoter group are interested in the agenda/resolution?

No

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-VOTING	11674750	11674750	100	11674750	0	100	0.00
	POLL		0	0.00	0	0	100	0.00
	POSTAL BALLOT		0	0.00	0	0	0.00	0.00
	TOTAL			100		0	100	0.00
Public - Institutions	E-VOTING	284800	0	0.00	0	0	0.00	0.00
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT		0	0.00	0	0	0.00	0.00
	TOTAL		284800	0	0.00	0	0	0.00
Public-Non Institutions	E-VOTING	6908258	9600	0.14	9600	0	100	0.00
	POLL		11200	0.16	11200	0	100	0.00
	POSTAL BALLOT		0	0.00	0	0	0.00	0.00
	TOTAL		6908258	20800	0.30	20800	0	100
TOTAL		18867808	11695550	62.00	11695550	0	100	0.00



Resolution 4: Appointment of Mr. Sunil Deshpande (DIN: 08065585) as an Independent Director

Resolution required :(Ordinary / Special)

Ordinary Resolution

Whether promoter/promoter group are interested in the agenda/resolution?

No

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares $(3)=[(2)/(1)]*100$	No. of Votes in favor (4)	No. of Votes against (5)	% of Votes in favour on votes polled $(6)=[(4)/(2)]*100$	% of Votes against on votes polled $(7)=[(5)/(2)]*100$
Promoter & Promoter Group	E-VOTING	11674750	11674750	100	11674750	0	100	0.00
	POLL		0	0.00	0	0	100	0.00
	POSTAL BALLOT		0	0.00	0	0	0.00	0.00
	TOTAL		100	0	100	0.00		
Public - Institutions	E-VOTING	284800	0	0.00	0	0	0.00	0.00
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT		0	0.00	0	0	0.00	0.00
	TOTAL		0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	6908258	9600	0.14	9600	0	100	0.00
	POLL		11200	0.16	11200	0	100	0.00
	POSTAL BALLOT		0	0.00	0	0	0.00	0.00
	TOTAL		20800	0.30	20800	0	100	0.00
TOTAL		18867808	11695550	62.00	11695550	0	100	0.00



Resolution 5: Appointment of Mrs. Poonam Bhati (DIN: 08081236) as an Independent Director								
Resolution required :(Ordinary / Special)				Ordinary Resolution				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-VOTING	11674750	11674750	100	11674750	0	100	0.00
	POLL		0	0.00	0	0	100	0.00
	POSTAL BALLOT		0	0.00	0	0	0.00	0.00
	TOTAL			100		0	100	0.00
Public - Institutions	E-VOTING	284800	0	0.00	0	0	0.00	0.00
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT		0	0.00	0	0	0.00	0.00
	TOTAL		284800	0	0.00	0	0	0.00
Public-Non Institutions	E-VOTING	6908258	9600	0.14	9600	0	100	0.00
	POLL		11200	0.16	11200	0	100	0.00
	POSTAL BALLOT		0	0.00	0	0	0.00	0.00
	TOTAL		6908258	20800	0.30	20800	0	100
TOTAL		18867808	11695550	62.00	11695550	0	100	0.00



Resolution 6: Appointment of M/s. Y.R. Doshi & Co., Cost Accountants, Mumbai (FRN: 000003) as Cost Auditors for Financial Year 2018-19

Resolution required :(Ordinary / Special)

Ordinary Resolution

Whether promoter/promoter group are interested in the agenda/resolution?

No

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-VOTING	11674750	11674750	100	11674750	0	100	0.00
	POLL		0	0.00	0	0	100	0.00
	POSTAL BALLOT		0	0.00	0	0	0.00	0.00
	TOTAL			100		0	100	0.00
Public - Institutions	E-VOTING	284800	0	0.00	0	0	0.00	0.00
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT		0	0.00	0	0	0.00	0.00
	TOTAL		284800	0	0.00	0	0	0.00
Public-Non Institutions	E-VOTING	6908258	9600	0.14	9600	0	100	0.00
	POLL		11200	0.16	11200	0	100	0.00
	POSTAL BALLOT		0	0.00	0	0	0.00	0.00
	TOTAL		6908258	20800	0.30	20800	0	100
TOTAL		18867808	11695550	62.00	11695550	0	100	0.00

