

IRSL:STEXCH:2019-20:  
27<sup>th</sup> July 2019

**National Stock Exchange of India Limited**  
Exchange Plaza, 5<sup>th</sup> Floor,  
Bandra - Kurla Complex,  
Bandra (E)  
Mumbai - 400 051.  
Thru.: **NEAPS**  
Stock Code NSE: **INDORAMA**

**BSE Limited**  
Floor 25,  
P. J. Towers,  
Dalal Street,  
Mumbai - 400 001.  
Thru.: **BSE Listing Centre**  
Stock Code BSE: **500207**

**ISIN: INE156A01020**

**Indo Rama Synthetics (India) Limited - CIN L17124MH1986PLC166615**

**Sub: Proceedings of 33<sup>rd</sup> Annual General Meeting held on Friday, 26<sup>th</sup> July 2019**

Dear Sir,

This is to inform you that pursuant to the Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, please find enclosed gist of proceedings of the 33<sup>rd</sup> Annual General Meeting of the Members of the Company held on Friday, 26<sup>th</sup> July 2019.

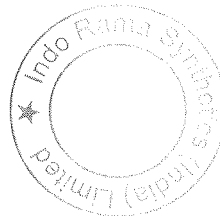
This is for your kind information and record.

Thanking you.

Yours faithfully,  
for **Indo Rama Synthetics (India) Limited**



**Jayantk Sood**  
**CHRO & Company Secretary**  
(ICSI Membership No.: FCS 4482)



Encl.: As above.

INDO RAMA SYNTHETICS (INDIA) LTD.

Corporate Office : 20th Floor, DLF Square, DLF Phase-2, NH-8, Gurugram - 122002, Haryana, India. Tel : 0124-4997000, Fax : 0124-4997070  
Registered Office & Manufacturing Complex : A-31, MIDC Industrial Area, Butibori, Nagpur - 441122, Maharashtra, India. Tel : 07104-663000 / 01, Fax : 07104-663200

E-mail : [corp@indorama-ind.com](mailto:corp@indorama-ind.com) • Website : [www.indoramaindia.com](http://www.indoramaindia.com)

CIN : L17124MH1986PLC166615

## GIST OF THE PROCEEDINGS OF THE 33<sup>RD</sup> ANNUAL GENERAL MEETING OF INDO RAMA SYNTHETICS (INDIA) LIMITED HELD ON FRIDAY, 26<sup>TH</sup> JULY 2019.

### 1. Date, Time and Venue of the Meeting:

The 33<sup>rd</sup> Annual General Meeting of the Members of the Company was held on Friday, 26<sup>th</sup> July 2019 and the meeting commenced at 1:30 PM, at A-31, MIDC Industrial Area, Butibori, Nagpur-441122, Maharashtra. The meeting got closed at 2:35 PM, on the same day.

### 2. Brief details of items deliberated at the Meeting and result thereof:

- Dr. Arvind Pandalai, Independent Director, appointed Chairman of the Meeting and chaired the proceedings of the Meeting.
- The requisite quorum being present, the Chairman called the Meeting to in order.
- The Chairman gave an overview of the financial performance of the Company for the financial year ended 31<sup>st</sup> March 2019 and its future outlook.
- The Chairman informed that Remote e-Voting commenced at 9:00 AM on 23<sup>rd</sup> July 2019 and ended at 5:00 PM on 25<sup>th</sup> July 2019.
- The Chairman informed the Members that the Board of Directors have engaged the services of National Securities Depository Limited (NSDL) as the Agency to provide Remote e-Voting facility.
- The Chairman further informed the Members that Mr. Sanjay Grover, Partner, M/s Sanjay Grover & Associates, Company Secretaries, (Firm Registration No.P2001DE052900 and CP No. 3850), was appointed as the Scrutinizer for the purpose of scrutinizing the voting process, i.e., Remote e-Voting and voting through ballot paper (Poll) at the Annual General Meeting (AGM) and report thereon in the prescribed manner.
- Thereafter, the Chairman ordered poll to be taken at the meeting through Poll Paper and requested Mr. Sanjay Grover, Scrutinizer for an orderly conduct of the voting.
- The following items of business as set out in the 33<sup>rd</sup> AGM Notice calling the Meeting were put for shareholders' approval:

Sl. No.	Description	Nature of Resolution
<b>Ordinary Business</b>		
1.	Consideration and adoption of Audited Financial Statements of the Company together with Report of the Board and Auditors thereon for the financial year ended 31 <sup>st</sup> March 2019.	Ordinary Resolution
2.	Appointment of Director in place of Mr. Vishal Lohia (DIN 00206458), who retires by rotation at this Annual General Meeting and being eligible offer himself for re-appointment.	Ordinary Resolution
3.	Re-appointment and remuneration of Statutory Auditors of the Company.	Ordinary Resolution

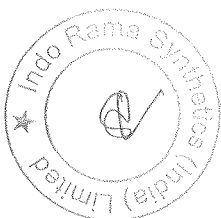
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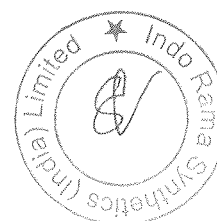


Special Business		
4.	Appointment of Mr. Udey Paul Singh Gill (DIN 00004340) as a Director of the Company.	Ordinary Resolution
5.	Appointment of Mr. M. N. Sudhindra Rao (DIN 01820347) as a Director of the Company.	Ordinary Resolution
6.	Appointment of Mr. M. N. Sudhindra Rao (DIN 01820347) as an Executive Director and Chief Executive Officer of the Company.	Special Resolution
7.	Re-appointment of Mr. Vishal Lohia (DIN 00206458) as a Whole-time Director of the Company.	Special Resolution
8.	Re-appointment of Mr. Ashok Kumar Ladha (DIN 00089360) as an Independent Director of the Company.	Special Resolution
9.	Re-appointment of Mr. Suman Jyoti Khaitan (DIN 00023370) as an Independent Director of the Company.	Special Resolution
10.	Approval for increase in Borrowing Limits of the Company.	Special Resolution
11.	Approval for Creation of Charge/Mortgage on the Assets of the Company.	Special Resolution
12.	Approval to enter into Related Party Transactions.	Special Resolution
13.	Approval for ratify Cost Auditors Remuneration.	Ordinary Resolution

- Clarifications were given to the queries raised by the Members at the Meeting.
- On the invitation of the Chairman, several Members addressed the Meeting, gave their suggestions and sought clarifications on the Company's accounts and business.
- The Chairman further stated the Report of the Scrutinizer on Remote e-Voting and voting at the venue shall be submitted to the Stock Exchanges and also uploaded on the website of the Company ([www.indoramaindia.com](http://www.indoramaindia.com)) and National Securities Depository Limited ([www.evoting.nsdl.com](http://www.evoting.nsdl.com)), the agency providing the Remote e-Voting facility, within 48 hours from the conclusion of the AGM.

### 3. Manner of approval:

- Pursuant to the provisions of the Companies Act, 2013 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, the Company had provided Remote e-Voting facilities to its members to cast their votes, electronically, on all the resolutions as set out in the Notice.
- The Chairman further informed the Members that the facility for voting through Poll Paper is made available at the Meeting for Members, who have not cast their vote through Remote e-Voting.



- All the resolutions as set out in the Notice calling the 33<sup>rd</sup> Annual General Meeting were passed with the requisite majority and are deemed to be passed on the date of the 33<sup>rd</sup> Annual General Meeting, i.e., 26<sup>th</sup> July 2019.

for Indo Rama Synthetics (India) Limited

  
**Jayantk Sood**  
**CHRO & Company Secretary**  
(ICSI Membership No.: FCS 4482)

