

IRSL:STEXCH:2018-19:
30th September 2019

National Stock Exchange of India Limited
Exchange Plaza, 5th 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**

Indo Rama Synthetics (India) Limited

Sub.: Declaration of Results of Postal Ballot

Dear Sirs,

In continuation to our earlier letter dated 29th August 2019 and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find herewith the following:

- i) Combined result (e-Voting and Physical) of Postal Ballot for seeking members' approval through Special Resolution relating to:
 - Leasing out DTY Machines to Wholly Owned Subsidiary of the Company, Indorama Yarns Private Limited.
- ii) Scrutinizer's Report on the result of Postal Ballot.

This is for your information and record.

Thanking you.

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

Pawan Kumar Thakur
Company Secretary and Compliance Officer



Encl.: As above.

Disclosure as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

General information about Company

Scrip Code	500207
NSE Symbol	INDORAMA
ISIN	INE156A01020
Name of the Company	INDO RAMA SYNTHETICS (INDIA) LIMITED
Type of Meeting	Postal Ballot
Date of the meeting / last day of receipt of Postal Ballot Forms (in case of Postal Ballot)	28-Sep-19
Record Date / Cut-off Date	23-Aug-19
Total number of shareholders on Record Date / Cut-off Date (i.e., 23.08.2019)	17,098

Scrutinizer Details

Name of the Scrutinizer	Mr. Sanjay Grover
Firms Name	Sanjay Grover & Associates
Qualification	CS
Membership Number	3850
Date of Board Meeting in which appointed	06-Aug-19
Date of Issuance of Report to the Company	30-Sep-19

AGENDA WISE DISCLOSURE

No. of Resolution passed in the Meeting	1
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Resolution No. 1

Resolution required : (Ordinary / Special)	Special
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Whether Promoter/ Promoter Group are interested in the Agenda/Resolution?	No
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Discription of resolution considered: Leasing out DTY Machines to Wholly Owned Subsidiary of the Company, Indorama Yarns Private Limited.

"RESOLVED THAT pursuant to the provisions of Section 180(1) (a) and any other applicable provisions, if any of the Companies Act, 2013 ("the Act") (including any statutory modifications or re-enactments thereof for the time being in force) read with the Companies (Management and Administration) Rules, 2014, the provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time ("SEBI LODR Regulations"), the provisions of the Memorandum and Articles of Association of the Company, and such other approvals, consents and permissions being obtained from the appropriate authorities to the extent applicable and necessary, consent of the Members of the Company be and are hereby accorded for leasing out such numbers of DTY Machines of the Company along with the land appurtenant to the shed in which such machineries are installed at A-31, MIDC Industrial Area, Butibori, Nagpur-441122, Maharashtra, India, with all the supporting accessories and facilities required for the purpose of leasing out DTY Machines to the Wholly Owned Subsidiary of the

RESOLVED FURTHER THAT the Company shall enter into a Lease Agreement for such numbers of DTY Machines of the Company along with the land appurtenant to the shed in which such machineries are installed at A-31, MIDC Industrial Area, Butibori, Nagpur-441122, Maharashtra, India, with all the supporting accessories and facilities required for the purpose of leasing out DTY Machines to Indorama Yarns Private Limited, a Wholly Owned Subsidiary of the Company, on the terms and conditions as may be determined between the Company and the Indorama Yarns Private Limited;



RESOLVED FURTHER THAT the Board of Directors be and are hereby empowered to sign, execute, undertake all such acts, deeds, matters and things and to execute all such deeds, documents and writings as may be deemed necessary, proper, desirable and expedient in its absolute discretion, for the purpose of giving effect to this Resolution and to settle any question, difficulty or doubt that may arise in this regard;

RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of the powers conferred on it by or under this Resolution to any Committee of Directors or to any Director or Officer(s) or Authorised Representative(s) of the Company in order to give effect to this Resolution”.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all acts, deeds, matters, things and take all steps as may be necessary, proper or expedient to give effect to this resolution.”

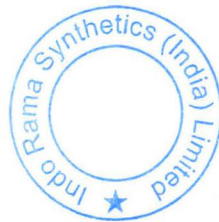
Category	Mode of Voting	No. of shares held	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes Against	% of votes in favour on Votes Polled	% of votes against on Votes Polled
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	E-voting	21,33,73,508	11,22,62,124	52.6130	11,22,62,124	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0	0
	Total		11,22,62,124	52.6130	11,22,62,124	0	100.0000	0.0000
Public-Institutions	E-voting	1,41,52,287	7490909	52.9307	7490909	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0	0
	Total		7490909	52.9307	7490909	0	100.0000	0.0000
Public-Non Institutions	E-voting	3,35,87,356	1,21,052	0.3604	1,20,422	630	99.4796	0.5204
	Postal Ballot		429	0.0013	429	0	100.0000	0.0000
	Total		1,21,481	0.3617	1,20,851	630	99.4814	0.5186
Total		26,11,13,151	11,98,74,514	45.9090	11,98,73,884	630	99.9995	0.0005

Based on above, the Special Resolution has been passed with requisite majority.

Yours faithfully,
for Indo Rama Synthetics (India) Limited



Pawan Kumar Thakur
Company Secretary and Compliance Officer



SANJAY GROVER & ASSOCIATES

COMPANY SECRETARIES

B-88, 1st Floor, Defence Colony, New Delhi - 110 024

Tel. : (011) 4679 0000, Fax : (011) 4679 0012

e-mail : contact@cssanjaygrover.in

website : www.cssanjaygrover.in

Consolidated Scrutinizer Report

To,

The Chairman

INDO RAMA SYNTHETICS (INDIA) LIMITED

CIN: L17124MH1986PLC166615

31-A, MIDC Industrial Area,

Butibori, Nagpur- 441122, Maharashtra

Dear Sir,

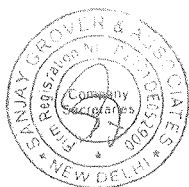
I, Sanjay Grover, Managing Partner of M/s. Sanjay Grover & Associates, Practicing Company Secretaries firm having office at B-88, First Floor, Defence Colony, New Delhi-110024, was appointed as Scrutinizer by the Board of Directors of **INDO RAMA SYNTHETICS (INDIA) LIMITED** ('the Company') in their meeting held on August 06, 2019 for the purpose of scrutinizing the e-voting process and postal ballot process in a fair and transparent manner under the provisions of Sections 108 and 110 of the Companies Act, 2013 (the "Act") read with the Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Secretarial Standard-2 on "General Meetings" issued by the Institute of the Company Secretaries of India and other applicable laws and regulations (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) in respect of the following resolution as mentioned in the Notice of Postal Ballot dated August 06, 2019:



S. No.	Type of Resolution	Particulars
1.	Special Resolution	To lease out DTY Machines to Wholly Owned Subsidiary of the Company, Indorama Yarns Private Limited.

I submit my report as under:

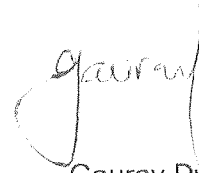
1. The Company completed dispatch of Postal Ballot Notice(s) and form(s) along with all requisite documents on August 29, 2019 to its Members, whose names appeared in the Register of Members as on Friday, August 23, 2019 ("cut-off date") in the following manner:
 - a) through e-mail to the members whose e-mail addresses were registered with the Company/ Registrar and Transfer Agent; and
 - b) through physical mode, along with a self-addressed postage prepaid business reply envelope to the other members (whose e-mail addresses were not registered with the Company/ the Registrar and Transfer Agent).
2. The Company published an advertisement regarding dispatch of Postal Ballot forms, notice, etc., in English language "The Indian Express" and in Marathi language "Loksatta" on 30th August, 2019.
3. The Members of the Company holding shares as on Friday, August 23, 2019 were entitled to vote on the resolution as contained in the Notice and had an option to vote either through the postal ballot form(s) or through the e-voting facility. Members who opted for e-voting facility have cast their votes on the designated website of National Security Depository Limited ("NSDL") e-voting platform, viz., www.evoting.nsdl.com.
4. The postal ballot form(s) received by post/ courier/ by hand were kept under my safe custody in sealed and tamper proof ballot box before commencing the scrutiny of such postal ballot form(s). The e-voting was maintained by NSDL in electronic registry.



5. The electronic voting process was monitored by me through the scrutinizer's secured link provided by NSDL on its designated website, i.e., www.evoting.nsdl.com
6. The e-voting was unblocked Saturday, September 28, 2019 after 05:00 P.M. in the presence of two witnesses, Ms. Daljeet Kaur and Mr. Gaurav Dwivedi who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence:

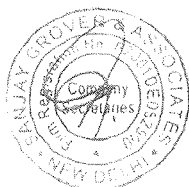


Daljeet Kaur



Gaurav Dwivedi

7. The particulars of all postal ballot form(s) received from the members as well as e-voting report generated from electronic registry of NSDL have been entered in a separate Register maintained for that purpose.
8. All postal ballot form(s) received and e-votes cast up to 05:00 P.M. on Saturday, September 28, 2019 ,i.e., the last date and time fixed by the Company for voting through postal ballot form(s) or e-voting, were considered and none of the envelopes received after that were considered for the purpose of this report.
9. The postal ballot form(s) and e-voting were matched with the Register of members of the Company as on Friday, August 23, 2019 as provided by the Registrar and Share Transfer Agent ('RTA') of the Company.
10. There were 197 (One Hundred and Ninety Seven) envelopes containing Postal Ballot form(s)/ Notice(s) which were returned undelivered.
11. The total issued and paid-up Equity Share Capital of the Company as on Friday, August 23, 2019 was Rs. 2,61,11,31,510/- (Rupees Two Hundred Sixty One Crores Eleven Lakhs Thirty One Thousand Five Hundred and Ten only) divided



into 26,11,13,151 (Twenty Six Crores Eleven Lakhs Thirteen Thousand One Hundred and Fifty One) equity Shares of Rs. 10/- (Rupees Ten only) each.

12. A consolidated summary of the postal ballots/ e-voting are as under:

Resolution No. 1- To Lease out DTY Machines to Wholly Owned Subsidiary of the Company, Indorama Yarns Private Limited:

Special Resolution				
Particulars	Number of Valid Votes			Percentage
	e-Votes	Postal Ballot	Total	
Assent	11,98,73,455	429	11,98,73,884	99.9995
Dissent	630	0	630	0.0005
Total	11,98,74,085	429	11,98,74,514	100

Therefore, the above-mentioned Special Resolution has been passed with requisite majority.

The detailed break up of voting through e-voting and postal ballot form(s) in respect of the above Resolution is attached to this report and marked as 'Annexure A'

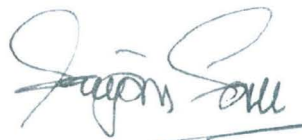
13. The resolution shall be deemed to have been passed on Saturday, September 28, 2019, being the last date of receipt of Postal Ballot forms from the shareholders of the Company.



14. I will hand over the postal ballot forms and other related papers/registers and records to the Company after signing of minutes by the Chairman of the Company.
15. You may accordingly declare the result of the voting by Postal Ballot/ e-voting.

Thanking You,

**FOR SANJAY GROVER&ASSOCIATES
COMPANY SECRETARIES**



Sanjay Grover
Scrutinizer
C.P. No.:3850

Date: 30.09.2019
Place: New Delhi



For Indo Rama Synthetics (I)

Chairman & Managing Director

COUNTERSIGNED BY



Annexure-A

A detailed summary of the voting through e-voting and postal ballot result given herein below:

A1. VOTING THROUGH E-VOTING:			
Particulars	No. of Shareholders	No. of Equity Shares	Paid-up value of the Equity Shares (In Rs.)
a) Total votes received	63	11,98,74,085	1,19,87,40,850
b) Less: Invalid votes	0	0	0
c) Net Valid votes cast	63	11,98,74,085	1,19,87,40,850
d) Votes with assent for the resolution	59	11,98,73,455	1,19,87,34,550
e) Votes with dissent for the resolution	4	630	6,300

A2. VOTING THROUGH PHYSICAL POSTAL BALLOT FORM:			
Particulars	No. of Shareholders	No. of Equity Shares	Paid-up value of the Equity Shares (In Rs.)
a) Total votes received	2	429	4,290
b) Less: Invalid votes	0	0	0
c) Net Valid votes cast	2	429	4,290
d) Votes with assent for the resolution	2	429	4,290
e) Votes with dissent for the resolution	0	0	0

