

IRSL:STEXCH:2018-19:

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.: Disclosure of Voting Results of 33<sup>rd</sup> Annual General Meeting held on Friday, 26<sup>th</sup> July 2019, as per the requirements of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.**

Dear Sirs,

Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, we would like to inform you that the Members of the Company, at the 33<sup>rd</sup> Annual General Meeting held on Friday, 26<sup>th</sup> July 2019, commenced at 1:30 PM and concluded at 2:35 PM, at the Registered Office of the Company, had transacted the business, Ordinary and Special Resolutions, as set out in the Notice of AGM dated 15<sup>th</sup> May 2019 by requisite majority.

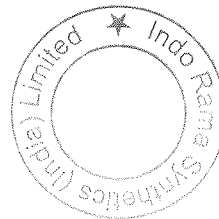
In this connection, we enclose the consolidated Voting Results of Remote e-Voting and Poll conducted at the AGM along with the Scrutinizers Report.

The above is for your kind information and records.

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

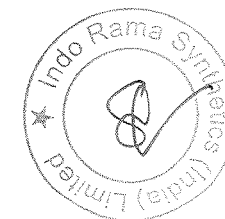
Registered Office & Manufacturing Complex : A-31, MIDC Industrial Area, Butibori, Nagpur - 441122, Maharashtra, India. Tel : 07104-663000 / 01, Fax : 07104-663200

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

CIN : L17124MH1986PLC166615

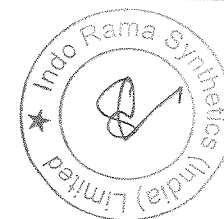
**INDO RAMA SYNTHETICS (INDIA) LIMITED**

| <b>VOTING RESULTS OF 33<sup>RD</sup> ANNUAL GENERAL MEETING</b>   |   |                |
|---|---|----------------|
| <b>Details of Poll at AGM and e-Voting Results as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the following resolutions:</b> |   |                |
| Date of the AGM / EGM   | : | 26 July 2019   |
| Total number of Shareholders on Record Date<br>(i.e., 19 July 2019, Cut-Off Date)   | : | 17,233         |
| No. of Shareholders present in the meeting either in person or through Proxy  | : | 38             |
| Promoters and Promoter Group  | : | 1              |
| Public  | : | 37             |
| No. of Shareholders attended the meeting through Video Conferencing   | : | Not Applicable |
| Promoters and Promoter Group  | : | Not Applicable |
| Public  | : | Not Applicable |

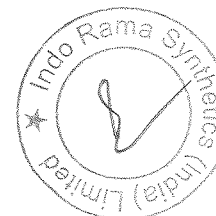


## Agenda-wise Disclosure:

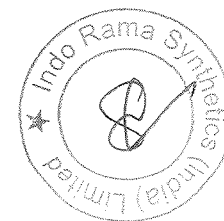
| Item No. 1<br>Ordinary Resolution:                                       | To consider and adopt the Audited Financial Statements of the Company together with Report of the Board and Auditors thereon for the financial year ended 31st March, 2019. |                     |                          |   |                        |                      |                                      |                                    |
|--|---|---------------------|--------------------------|---|------------------------|----------------------|--------------------------------------|------------------------------------|
| Whether Promoter / Promoter Group are intersted in the Agenda/Resolution |   |                     |                          |   |                        |                      | No                                   |                                    |
| 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   | Remote E-voting   | 21,33,73,508        | 11,22,62,124             | 52.6130                                 | 11,22,62,124           | 0                    | 100.0000                             | 0.0000                             |
|  | Poll  |                     | 0                        | 0.0000                                  | 0                      | 0                    | 0.0000                               | 0.0000                             |
|  | <b>Total (A)</b>  |                     | <b>11,22,62,124</b>      | <b>52.6130</b>                          | <b>11,22,62,124</b>    | <b>0</b>             | <b>100.0000</b>                      | <b>0.0000</b>                      |
| Public-Institutions  | Remote E-voting   | 1,41,04,236         | 0                        | 0.0000                                  | 0                      | 0                    | 0.0000                               | 0.0000                             |
|  | Poll  |                     | 0                        | 0.0000                                  | 0                      | 0                    | 0.0000                               | 0.0000                             |
|  | <b>Total (B)</b>  |                     | <b>0</b>                 | <b>0.0000</b>                           | <b>0</b>               | <b>0</b>             | <b>0.0000</b>                        | <b>0.0000</b>                      |
| Public-Non Institutions  | Remote E-voting   | 3,36,35,407         | 1,07,567                 | 0.3198                                  | 1,07,567               | 0                    | 100.0000                             | 0.0000                             |
|  | Poll  |                     | 93,608                   | 0.2783                                  | 93,608                 | 0                    | 100.0000                             | 0.0000                             |
|  | <b>Total (C)</b>  |                     | <b>2,01,175</b>          | <b>0.5981</b>                           | <b>2,01,175</b>        | <b>0</b>             | <b>100.0000</b>                      | <b>0.0000</b>                      |
| <b>Total (A+B+C)</b>   |   | <b>26,11,13,151</b> | <b>11,24,63,299</b>      | <b>43.0707</b>                          | <b>11,24,63,299</b>    | <b>0</b>             | <b>100.0000</b>                      | <b>0.0000</b>                      |



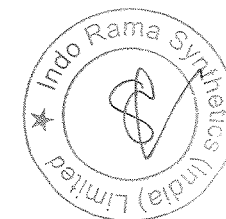
| Item No. 2<br>Ordinary Resolution:  | To appoint a Director in place of Mr. Vishal Lohia (DIN: 00206458), who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment. |                     |                          |   |                        |                      |                                      |                                    |
|---|--|---------------------|--------------------------|---|------------------------|----------------------|--------------------------------------|------------------------------------|
| Whether Promoter / Promoter Group are interested in the Agenda/Resolution |  |                     |                          |   |                        |                      | Yes                                  |                                    |
| 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  | Remote E-voting  | 21,33,73,508        | 6,02,73,173              | 28.2477                                 | 6,02,73,173            | 0                    | 100.0000                             | 0.0000                             |
|   | Poll   |                     | 0                        | 0.0000                                  | 0                      | 0                    | 0.0000                               | 0.0000                             |
|   | <b>Total (A)</b>   |                     | <b>6,02,73,173</b>       | <b>28.2477</b>                          | <b>6,02,73,173</b>     | <b>0</b>             | <b>100.0000</b>                      | <b>0.0000</b>                      |
| Public-Institutions   | Remote E-voting  | 1,41,04,236         | 0                        | 0.0000                                  | 0                      | 0                    | 0.0000                               | 0.0000                             |
|   | Poll   |                     | 0                        | 0.0000                                  | 0                      | 0                    | 0.0000                               | 0.0000                             |
|   | <b>Total (B)</b>   |                     | <b>0</b>                 | <b>0.0000</b>                           | <b>0</b>               | <b>0</b>             | <b>0.0000</b>                        | <b>0.0000</b>                      |
| Public-Non Institutions   | Remote E-voting  | 3,36,35,407         | 1,07,567                 | 0.3198                                  | 1,07,567               | 0                    | 100.0000                             | 0.0000                             |
|   | Poll   |                     | 93,608                   | 0.2783                                  | 93,608                 | 0                    | 100.0000                             | 0.0000                             |
|   | <b>Total (C)</b>   |                     | <b>2,01,175</b>          | <b>0.5981</b>                           | <b>2,01,175</b>        | <b>0</b>             | <b>100.0000</b>                      | <b>0.0000</b>                      |
| <b>Total (A+B+C)</b>  |  | <b>26,11,13,151</b> | <b>6,04,74,348</b>       | <b>23.1602</b>                          | <b>6,04,74,348</b>     | <b>0</b>             | <b>100.0000</b>                      | <b>0.0000</b>                      |



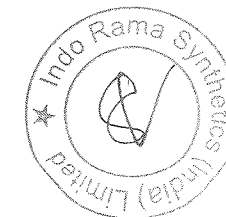
| Item No. 3<br>Ordinary Resolution:                                       | To re-appoint and remuneration of Statutory Auditors of the Company. |                     |                          |   |                        |                      |                                      |                                    |
|--|--|---------------------|--------------------------|---|------------------------|----------------------|--------------------------------------|------------------------------------|
| Whether Promoter / Promoter Group are intersted in the Agenda/Resolution |  |                     |                          |   |                        |                      | No                                   |                                    |
| 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   | Remote E-voting  | 21,33,73,508        | 11,22,62,124             | 52.6130                                 | 11,22,62,124           | 0                    | 100.0000                             | 0.0000                             |
|  | Poll   |                     | 0                        | 0.0000                                  | 0                      | 0                    | 0.0000                               | 0.0000                             |
|  | <b>Total (A)</b>   |                     | <b>11,22,62,124</b>      | <b>52.6130</b>                          | <b>11,22,62,124</b>    | <b>0</b>             | <b>100.0000</b>                      | <b>0.0000</b>                      |
| Public-Institutions  | Remote E-voting  | 1,41,04,236         | 0                        | 0.0000                                  | 0                      | 0                    | 0.0000                               | 0.0000                             |
|  | Poll   |                     | 0                        | 0.0000                                  | 0                      | 0                    | 0.0000                               | 0.0000                             |
|  | <b>Total (B)</b>   |                     | <b>0</b>                 | <b>0.0000</b>                           | <b>0</b>               | <b>0</b>             | <b>0.0000</b>                        | <b>0.0000</b>                      |
| Public-Non Institutions  | Remote E-voting  | 3,36,35,407         | 1,07,067                 | 0.3183                                  | 1,07,067               | 0                    | 100.0000                             | 0.0000                             |
|  | Poll   |                     | 93,608                   | 0.2783                                  | 93,608                 | 0                    | 100.0000                             | 0.0000                             |
|  | <b>Total (C)</b>   |                     | <b>2,00,675</b>          | <b>0.5966</b>                           | <b>2,00,675</b>        | <b>0</b>             | <b>100.0000</b>                      | <b>0.0000</b>                      |
| <b>Total (A+B+C)</b>   |  | <b>26,11,13,151</b> | <b>11,24,62,799</b>      | <b>43.0705</b>                          | <b>11,24,62,799</b>    | <b>0</b>             | <b>100.0000</b>                      | <b>0.0000</b>                      |



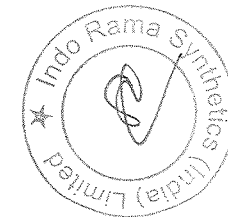
| Whether Promoter / Promoter Group are interested in the Agenda/Resolution |                  | No                  |                          |   |                        |                      |                                      |                                    |
|---|------------------|---------------------|--------------------------|---|------------------------|----------------------|--------------------------------------|------------------------------------|
| 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  | Remote E-voting  | 21,33,73,508        | 11,22,62,124             | 52.6130                                 | 11,22,62,124           | 0                    | 100.0000                             | 0.0000                             |
|   | Poll             |                     | 0                        | 0.0000                                  | 0                      | 0                    | 0.0000                               | 0.0000                             |
|   | <b>Total (A)</b> |                     | <b>11,22,62,124</b>      | <b>52.6130</b>                          | <b>11,22,62,124</b>    | <b>0</b>             | <b>100.0000</b>                      | <b>0.0000</b>                      |
| Public-Institutions   | Remote E-voting  | 1,41,04,236         | 0                        | 0.0000                                  | 0                      | 0                    | 0.0000                               | 0.0000                             |
|   | Poll             |                     | 0                        | 0.0000                                  | 0                      | 0                    | 0.0000                               | 0.0000                             |
|   | <b>Total (B)</b> |                     | <b>0</b>                 | <b>0.0000</b>                           | <b>0</b>               | <b>0</b>             | <b>0.0000</b>                        | <b>0.0000</b>                      |
| Public-Non Institutions   | Remote E-voting  | 3,36,35,407         | 1,07,067                 | 0.3183                                  | 1,07,067               | 0                    | 100.0000                             | 0.0000                             |
|   | Poll             |                     | 93,608                   | 0.2783                                  | 93,608                 | 0                    | 100.0000                             | 0.0000                             |
|   | <b>Total (C)</b> |                     | <b>2,00,675</b>          | <b>0.5966</b>                           | <b>2,00,675</b>        | <b>0</b>             | <b>100.0000</b>                      | <b>0.0000</b>                      |
| <b>Total (A+B+C)</b>  |                  | <b>26,11,13,151</b> | <b>11,24,62,799</b>      | <b>43.0705</b>                          | <b>11,24,62,799</b>    | <b>0</b>             | <b>100.0000</b>                      | <b>0.0000</b>                      |



| Item No. 5<br>Ordinary Resolution:  |                  | To appoint Mr. M. N. Sudhindra Rao (DIN: 01820347) as a Director of the Company. |                          |   |                        |                      |                                      |                                    |
|---|------------------|--|--------------------------|---|------------------------|----------------------|--------------------------------------|------------------------------------|
| Whether Promoter / Promoter Group are interested in the Agenda/Resolution |                  |  |                          |   |                        |                      | No                                   |                                    |
| 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  | Remote E-voting  | 21,33,73,508   | 11,22,62,124             | 52.6130                                 | 11,22,62,124           | 0                    | 0.0000                               | 0.0000                             |
|   | Poll             |  | 0                        | 0.0000                                  | 0                      | 0                    | 0.0000                               | 0.0000                             |
|   | <b>Total (A)</b> |  | 11,22,62,124             | <b>52.6130</b>                          | 11,22,62,124           | <b>0</b>             | <b>0.0000</b>                        | <b>0.0000</b>                      |
| Public-Institutions   | Remote E-voting  | 1,41,04,236  | 0                        | 0.0000                                  | 0                      | 0                    | 0.0000                               | 0.0000                             |
|   | Poll             |  | 0                        | 0.0000                                  | 0                      | 0                    | 0.0000                               | 0.0000                             |
|   | <b>Total (B)</b> |  | 0                        | <b>0.0000</b>                           | 0                      | <b>0</b>             | <b>0.0000</b>                        | <b>0.0000</b>                      |
| Public-Non Institutions   | Remote E-voting  | 3,36,35,407  | 1,07,067                 | 0.3183                                  | 1,07,067               | 0                    | 100.0000                             | 0.0000                             |
|   | Poll             |  | 93,608                   | 0.2783                                  | 93,608                 | 0                    | 100.0000                             | 0.0000                             |
|   | <b>Total (C)</b> |  | <b>2,00,675</b>          | <b>0.5966</b>                           | <b>2,00,675</b>        | <b>0</b>             | <b>100.0000</b>                      | <b>0.0000</b>                      |
| <b>Total (A+B+C)</b>  |                  | <b>26,11,13,151</b>  | <b>11,24,62,799</b>      | <b>43.0705</b>                          | <b>11,24,62,799</b>    | <b>0</b>             | <b>100.0000</b>                      | <b>0.0000</b>                      |

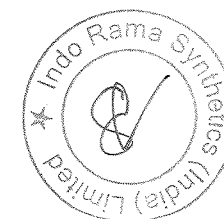


| Item No. 6<br>Special Resolution:  |                  | To appoint Mr. M. N. Sudhindra Rao (DIN: 01820347) as an Executive Director and Chief Executive Officer of the Company. |                          |   |                        |                      |                                      |                                    |
|--|------------------|---|--------------------------|---|------------------------|----------------------|--------------------------------------|------------------------------------|
| Whether Promoter / Promoter Group are intersted in the Agenda/Resolution |                  |   |                          |   |                        |                      | No                                   |                                    |
| 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   | Remote E-voting  | 21,33,73,508  | 11,22,62,124             | 52.6130                                 | 11,22,62,124           | 0                    | 100.0000                             | 0.0000                             |
|  | Poll             |   | 0                        | 0.0000                                  | 0                      | 0                    | 0.0000                               | 0.0000                             |
|  | <b>Total (A)</b> |   | <b>11,22,62,124</b>      | <b>52.6130</b>                          | <b>11,22,62,124</b>    | <b>0</b>             | <b>100.0000</b>                      | <b>0.0000</b>                      |
| Public-Institutions  | Remote E-voting  | 1,41,04,236   | 0                        | 0.0000                                  | 0                      | 0                    | 0.0000                               | 0.0000                             |
|  | Poll             |   | 0                        | 0.0000                                  | 0                      | 0                    | 0.0000                               | 0.0000                             |
|  | <b>Total (B)</b> |   | <b>0</b>                 | <b>0.0000</b>                           | <b>0</b>               | <b>0</b>             | <b>0.0000</b>                        | <b>0.0000</b>                      |
| Public-Non Institutions  | Remote E-voting  | 3,36,35,407   | 1,07,067                 | 0.3183                                  | 1,07,067               | 0                    | 100.0000                             | 0.0000                             |
|  | Poll             |   | 93,608                   | 0.2783                                  | 93,608                 | 0                    | 100.0000                             | 0.0000                             |
|  | <b>Total (C)</b> |   | <b>2,00,675</b>          | <b>0.5966</b>                           | <b>2,00,675</b>        | <b>0</b>             | <b>100.0000</b>                      | <b>0.0000</b>                      |
| <b>Total (A+B+C)</b>   |                  | <b>26,11,13,151</b>   | <b>11,24,62,799</b>      | <b>43.0705</b>                          | <b>11,24,62,799</b>    | <b>0</b>             | <b>100.0000</b>                      | <b>0.0000</b>                      |

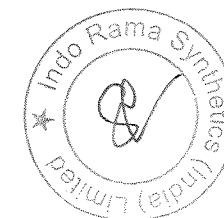




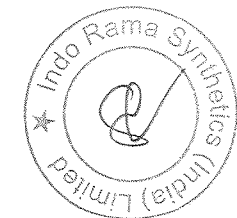
| Whether Promoter / Promoter Group are intersted in the Agenda/Resolution |                  | Yes                 |                          |   |                        |                      |                                      |                                    |
|--|------------------|---------------------|--------------------------|---|------------------------|----------------------|--------------------------------------|------------------------------------|
| 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   | Remote E-voting  | 21,33,73,508        | 6,02,73,173              | 28.2477                                 | 6,02,73,173            | 0                    | 100.0000                             | 0.0000                             |
|  | Poll             |                     | 0                        | 0.0000                                  | 0                      | 0                    | 0.0000                               | 0.0000                             |
|  | <b>Total (A)</b> |                     | <b>6,02,73,173</b>       | <b>28.2477</b>                          | <b>6,02,73,173</b>     | <b>0</b>             | <b>100.0000</b>                      | <b>0.0000</b>                      |
| Public-Institutions  | Remote E-voting  | 1,41,04,236         | 0                        | 0.0000                                  | 0                      | 0                    | 0.0000                               | 0.0000                             |
|  | Poll             |                     | 0                        | 0.0000                                  | 0                      | 0                    | 0.0000                               | 0.0000                             |
|  | <b>Total (B)</b> |                     | <b>0</b>                 | <b>0.0000</b>                           | <b>0</b>               | <b>0</b>             | <b>0.0000</b>                        | <b>0.0000</b>                      |
| Public-Non Institutions  | Remote E-voting  | 3,36,35,407         | 1,07,067                 | 0.3183                                  | 1,07,067               | 0                    | 100.0000                             | 0.0000                             |
|  | Poll             |                     | 93,608                   | 0.2783                                  | 93,608                 | 0                    | 100.0000                             | 0.0000                             |
|  | <b>Total (C)</b> |                     | <b>2,00,675</b>          | <b>0.5966</b>                           | <b>2,00,675</b>        | <b>0</b>             | <b>100.0000</b>                      | <b>0.0000</b>                      |
| <b>Total (A+B+C)</b>   |                  | <b>26,11,13,151</b> | <b>6,04,73,848</b>       | <b>23.1600</b>                          | <b>6,04,73,848</b>     | <b>0</b>             | <b>100.0000</b>                      | <b>0.0000</b>                      |



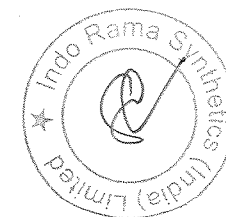
| Item No. 8<br>Special Resolution:  |                  | To Re-appoint Mr. Ashok Kumar Ladha (DIN: 00089360) as an Independent Director of the Company. |                          |   |                        |                      |                                      |                                    |
|--|------------------|--|--------------------------|---|------------------------|----------------------|--------------------------------------|------------------------------------|
| Whether Promoter / Promoter Group are intersted in the Agenda/Resolution |                  |  |                          |   |                        |                      | No                                   |                                    |
| 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   | Remote E-voting  | 21,33,73,508   | 11,22,62,124             | 52.6130                                 | 11,22,62,124           | 0                    | 100.0000                             | 0.0000                             |
|  | Poll             |  | 0                        | 0.0000                                  | 0                      | 0                    | 0.0000                               | 0.0000                             |
|  | <b>Total (A)</b> |  | <b>11,22,62,124</b>      | <b>52.6130</b>                          | <b>11,22,62,124</b>    | <b>0</b>             | <b>100.0000</b>                      | <b>0.0000</b>                      |
| Public-Institutions  | Remote E-voting  | 1,41,04,236  | 0                        | 0.0000                                  | 0                      | 0                    | 0.0000                               | 0.0000                             |
|  | Poll             |  | 0                        | 0.0000                                  | 0                      | 0                    | 0.0000                               | 0.0000                             |
|  | <b>Total (B)</b> |  | <b>0</b>                 | <b>0.0000</b>                           | <b>0</b>               | <b>0</b>             | <b>0.0000</b>                        | <b>0.0000</b>                      |
| Public-Non Institutions  | Remote E-voting  | 3,36,35,407  | 1,07,067                 | 0.3183                                  | 1,07,067               | 0                    | 100.0000                             | 0.0000                             |
|  | Poll             |  | 93,608                   | 0.2783                                  | 93,608                 | 0                    | 100.0000                             | 0.0000                             |
|  | <b>Total (C)</b> |  | <b>2,00,675</b>          | <b>0.5966</b>                           | <b>2,00,675</b>        | <b>0</b>             | <b>100.0000</b>                      | <b>0.0000</b>                      |
| <b>Total (A+B+C)</b>   |                  | <b>26,11,13,151</b>  | <b>11,24,62,799</b>      | <b>43.0705</b>                          | <b>11,24,62,799</b>    | <b>0</b>             | <b>100.0000</b>                      | <b>0.0000</b>                      |



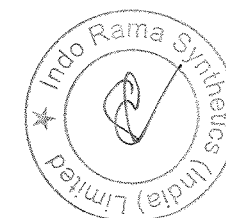
| Item No. 9<br>Special Resolution:  |                  | To Re-appoint Mr. Suman Jyoti Khaitan (DIN: 00023370) as an Independent Director of the Company. |                          |   |                        |                      |                                      |                                    |
|--|------------------|--|--------------------------|---|------------------------|----------------------|--------------------------------------|------------------------------------|
| Whether Promoter / Promoter Group are intersted in the Agenda/Resolution |                  |  |                          |   |                        |                      | No                                   |                                    |
| 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   | Remote E-voting  | 21,33,73,508   | 11,22,62,124             | 52.6130                                 | 11,22,62,124           | 0                    | 100.0000                             | 0.0000                             |
|  | Poll             |  | 0                        | 0.0000                                  | 0                      | 0                    | 0.0000                               | 0.0000                             |
|  | <b>Total (A)</b> |  | <b>11,22,62,124</b>      | <b>52.6130</b>                          | <b>11,22,62,124</b>    | <b>0</b>             | <b>100.0000</b>                      | <b>0.0000</b>                      |
| Public-Institutions  | Remote E-voting  | 1,41,04,236  | 0                        | 0.0000                                  | 0                      | 0                    | 0.0000                               | 0.0000                             |
|  | Poll             |  | 0                        | 0.0000                                  | 0                      | 0                    | 0.0000                               | 0.0000                             |
|  | <b>Total (B)</b> |  | <b>0</b>                 | <b>0.0000</b>                           | <b>0</b>               | <b>0</b>             | <b>0.0000</b>                        | <b>0.0000</b>                      |
| Public-Non Institutions  | Remote E-voting  | 3,36,35,407  | 1,07,067                 | 0.3183                                  | 1,07,067               | 0                    | 100.0000                             | 0.0000                             |
|  | Poll             |  | 93,608                   | 0.2783                                  | 93,608                 | 0                    | 100.0000                             | 0.0000                             |
|  | <b>Total (C)</b> |  | <b>2,00,675</b>          | <b>0.5966</b>                           | <b>2,00,675</b>        | <b>0</b>             | <b>100.0000</b>                      | <b>0.0000</b>                      |
| <b>Total (A+B+C)</b>   |                  | <b>26,11,13,151</b>  | <b>11,24,62,799</b>      | <b>43.0705</b>                          | <b>11,24,62,799</b>    | <b>0</b>             | <b>100.0000</b>                      | <b>0.0000</b>                      |



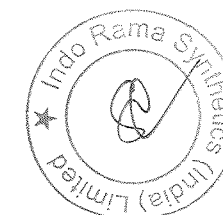
| Item No. 10<br>Special Resolution:  |                  | To increase Borrowing Limits of the Company. |                          |   |                        |                      |                                      |                                    |
|---|------------------|--|--------------------------|---|------------------------|----------------------|--------------------------------------|------------------------------------|
| Whether Promoter / Promoter Group are interested in the Agenda/Resolution |                  |  |                          |   |                        |                      | No                                   |                                    |
| 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  | Remote E-voting  | 21,33,73,508                                 | 11,22,62,124             | 52.6130                                 | 11,22,62,124           | 0                    | 100.0000                             | 0.0000                             |
|   | Poll             |  | 0                        | 0.0000                                  | 0                      | 0                    | 0.0000                               | 0.0000                             |
|   | <b>Total (A)</b> |  | <b>11,22,62,124</b>      | <b>52.6130</b>                          | <b>11,22,62,124</b>    | <b>0</b>             | <b>100.0000</b>                      | <b>0.0000</b>                      |
| Public-Institutions   | Remote E-voting  | 1,41,04,236                                  | 0                        | 0.0000                                  | 0                      | 0                    | 0.0000                               | 0.0000                             |
|   | Poll             |  | 0                        | 0.0000                                  | 0                      | 0                    | 0.0000                               | 0.0000                             |
|   | <b>Total (B)</b> |  | <b>0</b>                 | <b>0.0000</b>                           | <b>0</b>               | <b>0</b>             | <b>0.0000</b>                        | <b>0.0000</b>                      |
| Public-Non Institutions   | Remote E-voting  | 3,36,35,407                                  | 1,07,067                 | 0.3183                                  | 1,06,661               | 406                  | 99.6208                              | 0.3792                             |
|   | Poll             |  | 93,608                   | 0.2783                                  | 93,608                 | 0                    | 100.0000                             | 0.0000                             |
|   | <b>Total (C)</b> |  | <b>2,00,675</b>          | <b>0.5966</b>                           | <b>2,00,269</b>        | <b>406</b>           | <b>99.7977</b>                       | <b>0.2023</b>                      |
| <b>Total (A+B+C)</b>  |                  | <b>26,11,13,151</b>                          | <b>11,24,62,799</b>      | <b>43.0705</b>                          | <b>11,24,62,393</b>    | <b>406</b>           | <b>99.9996</b>                       | <b>0.0004</b>                      |



| Item No. 11<br>Special Resolution:                                       |                  | To create Charge / Mortgage on the Assets of the Company. |                          |   |                        |                      |                                      |                                    |
|--|------------------|---|--------------------------|---|------------------------|----------------------|--------------------------------------|------------------------------------|
| Whether Promoter / Promoter Group are intersted in the Agenda/Resolution |                  |   |                          |   |                        |                      | No                                   |                                    |
| 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   | Remote E-voting  | 21,33,73,508  | 11,22,62,124             | 52.6130                                 | 11,22,62,124           | 0                    | 100.0000                             | 0.0000                             |
|  | Poll             |   | 0                        | 0.0000                                  | 0                      | 0                    | 0.0000                               | 0.0000                             |
|  | <b>Total (A)</b> |   | <b>11,22,62,124</b>      | <b>52.6130</b>                          | <b>11,22,62,124</b>    | <b>0</b>             | <b>100.0000</b>                      | <b>0.0000</b>                      |
| Public-Institutions  | Remote E-voting  | 1,41,04,236   | 0                        | 0.0000                                  | 0                      | 0                    | 0.0000                               | 0.0000                             |
|  | Poll             |   | 0                        | 0.0000                                  | 0                      | 0                    | 0.0000                               | 0.0000                             |
|  | <b>Total (B)</b> |   | <b>0</b>                 | <b>0.0000</b>                           | <b>0</b>               | <b>0</b>             | <b>0.0000</b>                        | <b>0.0000</b>                      |
| Public-Non Institutions  | Remote E-voting  | 3,36,35,407   | 1,07,067                 | 0.3183                                  | 1,06,661               | 406                  | 99.6208                              | 0.3792                             |
|  | Poll             |   | 93,608                   | 0.2783                                  | 93,608                 | 0                    | 100.0000                             | 0.0000                             |
|  | <b>Total (C)</b> |   | <b>2,00,675</b>          | <b>0.5966</b>                           | <b>2,00,269</b>        | <b>406</b>           | <b>99.7977</b>                       | <b>0.2023</b>                      |
| <b>Total (A+B+C)</b>   |                  | <b>26,11,13,151</b>                                       | <b>11,24,62,799</b>      | <b>43.0705</b>                          | <b>11,24,62,393</b>    | <b>406</b>           | <b>99.9996</b>                       | <b>0.0004</b>                      |

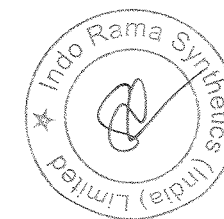


| Item No. 12<br>Special Resolution:                                       |                  | To enter into Related Party Transactions. |                          |   |                        |                      |                                      |                                    |
|--|------------------|---|--------------------------|---|------------------------|----------------------|--------------------------------------|------------------------------------|
| Whether Promoter / Promoter Group are intersted in the Agenda/Resolution |                  |   |                          |   |                        |                      | Yes                                  |                                    |
| 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   | Remote E-voting  | 21,33,73,508                              | 6,02,73,173              | 28.2477                                 | 6,02,73,173            | 0                    | 100.0000                             | 0.0000                             |
|  | Poll             |   | 0                        | 0.0000                                  | 0                      | 0                    | 0.0000                               | 0.0000                             |
|  | <b>Total (A)</b> |   | <b>6,02,73,173</b>       | <b>28.2477</b>                          | <b>6,02,73,173</b>     | <b>0</b>             | <b>100.0000</b>                      | <b>0.0000</b>                      |
| Public-Institutions  | Remote E-voting  | 1,41,04,236                               | 0                        | 0.0000                                  | 0                      | 0                    | 0.0000                               | 0.0000                             |
|  | Poll             |   | 0                        | 0.0000                                  | 0                      | 0                    | 0.0000                               | 0.0000                             |
|  | <b>Total (B)</b> |   | <b>0</b>                 | <b>0.0000</b>                           | <b>0</b>               | <b>0</b>             | <b>0.0000</b>                        | <b>0.0000</b>                      |
| Public-Non Institutions  | Remote E-voting  | 3,36,35,407                               | 1,07,067                 | 0.3183                                  | 1,06,661               | 406                  | 99.6208                              | 0.3792                             |
|  | Poll             |   | 93,608                   | 0.2783                                  | 93,608                 | 0                    | 100.0000                             | 0.0000                             |
|  | <b>Total (C)</b> |   | <b>2,00,675</b>          | <b>0.5966</b>                           | <b>2,00,269</b>        | <b>406</b>           | <b>99.7977</b>                       | <b>0.2023</b>                      |
| <b>Total (A+B+C)</b>   |                  | <b>26,11,13,151</b>                       | <b>6,04,73,848</b>       | <b>23.1600</b>                          | <b>6,04,73,442</b>     | <b>406</b>           | <b>99.9993</b>                       | <b>0.0007</b>                      |



| Item No. 13<br>Ordinary Resolution:                                      |                  | To ratify Cost Auditors Remuneration. |                          |   |                        |                      |                                      |                                    |
|--|------------------|---------------------------------------|--------------------------|---|------------------------|----------------------|--------------------------------------|------------------------------------|
| Whether Promoter / Promoter Group are intersted in the Agenda/Resolution |                  |                                       |                          |   |                        |                      | No                                   |                                    |
| 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   | Remote E-voting  | 21,33,73,508                          | 11,22,62,124             | 52.6130                                 | 11,22,62,124           | 0                    | 100.0000                             | 0.0000                             |
|  | Poll             |                                       | 0                        | 0.0000                                  | 0                      | 0                    | 0.0000                               | 0.0000                             |
|  | <b>Total (A)</b> |                                       | <b>11,22,62,124</b>      | <b>52.6130</b>                          | <b>11,22,62,124</b>    | <b>0</b>             | <b>100.0000</b>                      | <b>0.0000</b>                      |
| Public-Institutions  | Remote E-voting  | 1,41,04,236                           | 0                        | 0.0000                                  | 0                      | 0                    | 0.0000                               | 0.0000                             |
|  | Poll             |                                       | 0                        | 0.0000                                  | 0                      | 0                    | 0.0000                               | 0.0000                             |
|  | <b>Total (B)</b> |                                       | <b>0</b>                 | <b>0.0000</b>                           | <b>0</b>               | <b>0</b>             | <b>0.0000</b>                        | <b>0.0000</b>                      |
| Public-Non Institutions  | Remote E-voting  | 3,36,35,407                           | 1,07,067                 | 0.3183                                  | 1,06,661               | 406                  | 99.6208                              | 0.3792                             |
|  | Poll             |                                       | 93,608                   | 0.2783                                  | 93,608                 | 0                    | 100.0000                             | 0.0000                             |
|  | <b>Total (C)</b> |                                       | <b>2,00,675</b>          | <b>0.5966</b>                           | <b>2,00,269</b>        | <b>406</b>           | <b>99.7977</b>                       | <b>0.2023</b>                      |
| <b>Total (A+B+C)</b>   |                  | <b>26,11,13,151</b>                   | <b>11,24,62,799</b>      | <b>43.0705</b>                          | <b>11,24,62,393</b>    | <b>406</b>           | <b>99.9996</b>                       | <b>0.0004</b>                      |

Note: All the aforesaid Ordinary and Special Resolutions were passed with requisite majority.



# SANJAY GROVER & ASSOCIATES

## COMPANY SECRETARIES

B-88, 1<sup>ST</sup> 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's Report

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

To,  
Chairman

**INDO RAMA SYNTHETICS (INDIA) LIMITED**

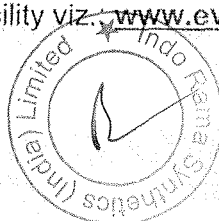
(CIN: L17124MH1986PLC166615)  
31-A, MIDC Industrial Area,  
Butibori, Nagpur-441122, Maharashtra

Dear Sir,

I, Sanjay Grover, Practicing Company Secretary, Managing Partner of M/s Sanjay Grover & Associates, Practicing Company Secretaries having office at B-88, First Floor, Defence Colony, New Delhi-110024, was appointed as Scrutinizer for the purpose of scrutinizing the voting process, i.e. remote e-voting and voting through ballot paper (Poll) at Annual General Meeting (AGM) under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 and Rule 21 of the Companies (Management and Administration) Rules, 2014 (as amended from time to time) on the resolution(s) mentioned in Notice dated May 15, 2019 for 33<sup>rd</sup> AGM of the Company held on Friday, July 26, 2019 at 01:30 P.M., at 31-A, MIDC Industrial Area, Butibori, Nagpur-441122, Maharashtra.

I submit my report as under:-

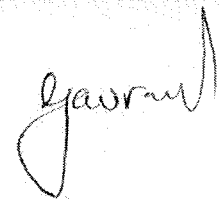
1. The remote e-voting period commenced on Tuesday, July 23, 2019 at 9:00 A.M. and ended on Thursday, July 25, 2019 at 05:00 P.M. via remote e-voting platform on the designated website of National Securities Depository Limited (NSDL), Authorized Agency to provide remote e-voting facility viz - [www.evoting.nsdl.com](http://www.evoting.nsdl.com)

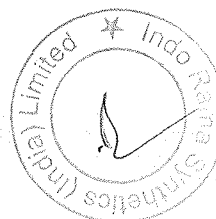




2. The Members of the Company as on the "cut off" date i.e. Friday, July 19, 2019 were entitled to avail the facility of remote e-voting as well as voting through poll at the 33<sup>rd</sup> Annual General Meeting on the proposed resolution(s) as set out in the Notice dated May 15, 2019.
3. The total paid up share capital of the Company as on Friday, July 19, 2019 was Rs. 2,61,11,31,510/- (Rupees Two Hundred Sixty One Crores Eleven Lakh Thirty One Thousand and Five Hundred Ten Only) divided into 26,11,13,151 (Twenty Six Crore Eleven Lakh Thirteen Thousand and One Hundred Fifty One) equity shares of Rs. 10/- (Rupees Ten Only) each.
4. The Chairman ordered for poll at AGM as per Rule 20 & 21 of Companies (Management and Administration) Rules, 2014, as amended from time to time.
5. One (1) ballot box was kept for polling and the ballot box was locked in my presence.
6. After completion of Poll at the AGM, the ballot box was opened in my presence and ballot papers were diligently scrutinized. Thereafter, polling papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the Authorizations/Proxies lodged with the Company. Detailed registers were maintained containing the summary of results of remote e-voting and poll at AGM.
7. Thereafter, the votes cast through e-voting were unblocked after completion of poll at the AGM in the presence of two witnesses, Mr. Rajat Jain and Mr. Gaurav Dwivedi who were not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.
8. The polling papers and remote e-voting were matched with the Register of Members of the Company as on cut-off date.

  
Rajat Jain

  
Gaurav Dwivedi



9. The consolidated summary of results of poll at the AGM and remote e-voting are as under..

**Resolution No. 1-** To consider and adopt the 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.

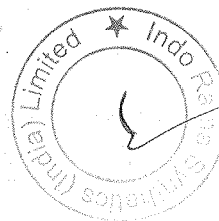
| Ordinary Resolution |                       |              |              |            |
|---------------------|-----------------------|--------------|--------------|------------|
| Particulars         | Number of Valid Votes |              |              | Percentage |
|                     | Poll                  | e-Votes      | Total        |            |
| Assent              | 93,608                | 11,23,69,691 | 11,24,63,299 | 100.0000   |
| Dissent             | 0                     | 0            | 0            | 0.0000     |
| Total               | 93,608                | 11,23,69,691 | 11,24,63,299 | 100.0000   |

Therefore, the Resolution No. 1 has been approved with requisite majority. Details of poll at AGM & remote e-voting are given in Annexure- A.

**Resolution No. 2-** To appoint a Director in place of Mr. Vishal Lohia (DIN: 00206458), who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment.

| Ordinary Resolution |                       |             |             |            |
|---------------------|-----------------------|-------------|-------------|------------|
| Particulars         | Number of Valid Votes |             |             | Percentage |
|                     | Poll                  | e-Votes     | Total       |            |
| Assent              | 93,608                | 6,03,80,740 | 6,04,74,348 | 100.0000   |
| Dissent             | 0                     | 0           | 0           | 0.0000     |
| Total               | 93,608                | 6,03,80,740 | 6,04,74,348 | 100.0000   |

Therefore, the Resolution No. 2 has been approved with requisite majority. Details of poll at AGM & remote e-voting are given in Annexure- B.



**Resolution No. 3-** To re-appoint and remuneration of Statutory Auditors of the Company.

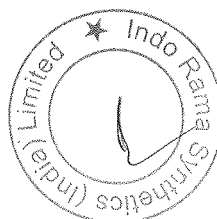
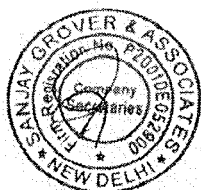
| Ordinary Resolution |                       |              |              |            |
|---------------------|-----------------------|--------------|--------------|------------|
| Particulars         | Number of Valid Votes |              |              | Percentage |
|                     | Poll                  | e-Votes      | Total        |            |
| Assent              | 93,608                | 11,23,69,191 | 11,24,62,799 | 100.0000   |
| Dissent             | 0                     | 0            | 0            | 0.0000     |
| Total               | 93,608                | 11,23,69,191 | 11,24,62,799 | 100.0000   |

Therefore, the Resolution No. 3 has been approved with requisite majority. Details of poll at AGM & remote e-voting are given in Annexure- C.

**Resolution No. 4-** To appoint Mr. Udey Paul Singh Gill (DIN: 00004340) as a Director of the Company.

| Ordinary Resolution |                       |              |              |            |
|---------------------|-----------------------|--------------|--------------|------------|
| Particulars         | Number of Valid Votes |              |              | Percentage |
|                     | Poll                  | e-Votes      | Total        |            |
| Assent              | 93,608                | 11,23,69,191 | 11,24,62,799 | 100.0000   |
| Dissent             | 0                     | 0            | 0            | 0.0000     |
| Total               | 93,608                | 11,23,69,191 | 11,24,62,799 | 100.0000   |

Therefore, the Resolution No. 4 has been approved with requisite majority. Details of poll at AGM & remote e-voting are given in Annexure-D.



**Resolution No. 5-** To appoint Mr. M. N. Sudhindra Rao (DIN: 01820347) as a Director of the Company.

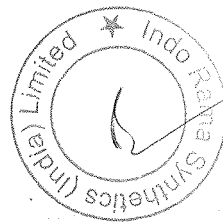
| Ordinary Resolution |                       |              |              |            |
|---------------------|-----------------------|--------------|--------------|------------|
| Particulars         | Number of Valid Votes |              |              | Percentage |
|                     | Poll                  | e-Votes      | Total        |            |
| Assent              | 93,608                | 11,23,69,191 | 11,24,62,799 | 100.0000   |
| Dissent             | 0                     | 0            | 0            | 0.0000     |
| Total               | 93,608                | 11,23,69,191 | 11,24,62,799 | 100.0000   |

Therefore, the Resolution No. 5 has been approved with requisite majority. Details of poll at AGM & remote e-voting are given in **Annexure-E**.

**Resolution No. 6-** To appoint Mr. M. N. Sudhindra Rao (DIN: 01820347) as an Executive Director and Chief Executive Officer of the Company.

| Special Resolution |                       |              |              |            |
|--------------------|-----------------------|--------------|--------------|------------|
| Particulars        | Number of Valid Votes |              |              | Percentage |
|                    | Poll                  | e-Votes      | Total        |            |
| Assent             | 93,608                | 11,23,69,191 | 11,24,62,799 | 100.0000   |
| Dissent            | 0                     | 0            | 0            | 0.0000     |
| Total              | 93,608                | 11,23,69,191 | 11,24,62,799 | 100.0000   |

Therefore, the Resolution No. 6 has been approved with requisite majority. Details of poll at AGM & remote e-voting are given in **Annexure-F**.



**Resolution No. 7-** To Re-appoint Mr. Vishal Lohia (DIN: 00206458) as a Whole-time Director of the Company.

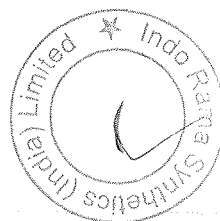
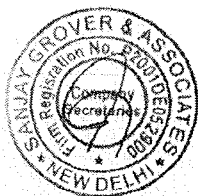
| Special Resolution |                       |             |             |            |
|--------------------|-----------------------|-------------|-------------|------------|
| Particulars        | Number of Valid Votes |             |             | Percentage |
|                    | Poll                  | e-Votes     | Total       |            |
| Assent             | 93,608                | 6,03,80,240 | 6,04,73,848 | 100.0000   |
| Dissent            | 0                     | 0           | 0           | 0.0000     |
| Total              | 93,608                | 6,03,80,240 | 6,04,73,848 | 100.0000   |

Therefore, the Resolution No. 7 has been approved with requisite majority. Details of poll at AGM & remote e-voting are given in **Annexure-G**.

**Resolution No. 8-** To re-appoint Mr. Ashok Kumar Ladha (DIN: 00089360) as an Independent Director of the Company.

| Special Resolution |                       |              |              |            |
|--------------------|-----------------------|--------------|--------------|------------|
| Particulars        | Number of Valid Votes |              |              | Percentage |
|                    | Poll                  | e-Votes      | Total        |            |
| Assent             | 93,608                | 11,23,69,191 | 11,24,62,799 | 100.0000   |
| Dissent            | 0                     | 0            | 0            | 0.0000     |
| Total              | 93,608                | 11,23,69,191 | 11,24,62,799 | 100.0000   |

Therefore, the Resolution No. 8 has been approved with requisite majority. Details of poll at AGM & remote e-voting are given in **Annexure-H**.



**Resolution No. 9-** To re-appoint Mr. Suman Jyoti Khaitan (DIN: 00023370) as an Independent Director of the Company.

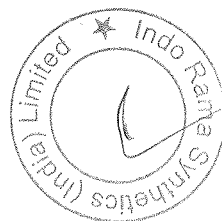
| Special Resolution |                       |              |              |            |
|--------------------|-----------------------|--------------|--------------|------------|
| Particulars        | Number of Valid Votes |              |              | Percentage |
|                    | Poll                  | e-Votes      | Total        |            |
| Assent             | 93,608                | 11,23,69,191 | 11,24,62,799 | 100.0000   |
| Dissent            | 0                     | 0            | 0            | 0.0000     |
| Total              | 93,608                | 11,23,69,191 | 11,24,62,799 | 100.0000   |

Therefore, the Resolution No. 9 has been approved with requisite majority. Details of poll at AGM & remote e-voting are given in Annexure-I.

**Resolution No. 10-** To increase Borrowing Limits of the Company.

| Special Resolution |                       |              |              |            |
|--------------------|-----------------------|--------------|--------------|------------|
| Particulars        | Number of Valid Votes |              |              | Percentage |
|                    | Poll                  | e-Votes      | Total        |            |
| Assent             | 93,608                | 11,23,68,785 | 11,24,62,393 | 99.9996    |
| Dissent            | 0                     | 406          | 406          | 0.0004     |
| Total              | 93,608                | 11,23,69,191 | 11,24,62,799 | 100.0000   |

Therefore, the Resolution No. 10 has been approved with requisite majority. Details of poll at AGM & remote e-voting are given in Annexure-J.



**Resolution No. 11-** To create Charge/Mortgage on the Assets of the Company.

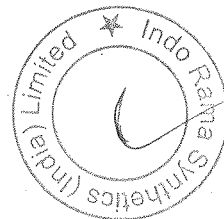
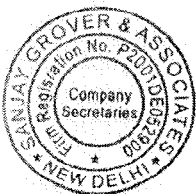
| Special Resolution |                       |              |              |            |
|--------------------|-----------------------|--------------|--------------|------------|
| Particulars        | Number of Valid Votes |              |              | Percentage |
|                    | Poll                  | e-Votes      | Total        |            |
| Assent             | 93,608                | 11,23,68,785 | 11,24,62,393 | 99.9996    |
| Dissent            | 0                     | 406          | 406          | 0.0004     |
| Total              | 93,608                | 11,23,69,191 | 11,24,62,799 | 100.0000   |

Therefore, the Resolution No. 11 has been approved with requisite majority. Details of poll at AGM & remote e-voting are given in Annexure-K.

**Resolution No. 12-** To enter into Related Party Transactions.

| Special Resolution |                       |             |             |            |
|--------------------|-----------------------|-------------|-------------|------------|
| Particulars        | Number of Valid Votes |             |             | Percentage |
|                    | Poll                  | e-Votes     | Total       |            |
| Assent             | 93,608                | 6,03,79,834 | 6,04,73,442 | 99.9993    |
| Dissent            | 0                     | 406         | 406         | 0.0007     |
| Total              | 93,608                | 6,03,80,240 | 6,04,73,848 | 100.0000   |

Therefore, the Resolution No. 12 has been approved with requisite majority. Details of poll at AGM & remote e-voting are given in Annexure-L.



**Resolution No. 13-** To ratify Cost Auditors Remuneration.

| Ordinary Resolution |                       |              |              |            |
|---------------------|-----------------------|--------------|--------------|------------|
| Particulars         | Number of Valid Votes |              |              | Percentage |
|                     | Poll                  | e-Votes      | Total        |            |
| Assent              | 93,608                | 11,23,68,785 | 11,24,62,393 | 99.9996    |
| Dissent             | 0                     | 406          | 406          | 0.0004     |
| Total               | 93,608                | 11,23,69,191 | 11,24,62,799 | 100.0000   |

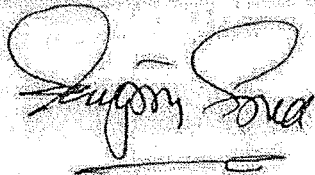
Therefore, the Resolution No. 13 has been approved with requisite majority. Details of poll at AGM & remote e-voting are given in **Annexure-M**.

10. The register, polling papers and all other related papers shall remain in my safe custody until the Chairman considers, approves and signs the minutes and thereafter, I, shall hand over the register, polling papers and all other related papers to the Company Secretary.

Thanking you,

For SANJAY GROVER & ASSOCIATES  
COMPANY SECRETARIES

Countersigned by



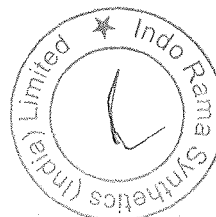
(Sanjay Grover)  
Managing Partner

Scrutinizer

CP No.: 3850

Date: 27/7/2019

Place: New Delhi



Chairman

Date: 27/07/2019

Place: New Delhi



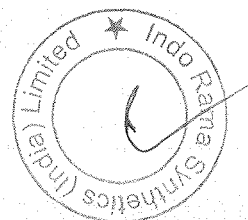
Details of poll at AGM & remote e-voting for Resolution No.-1 are as under:

**A1. VOTING THROUGH POLL:**

| Particulars             | No. of voters | No. of Equity Shares | Paid-up value of the Equity Shares |
|-------------------------|---------------|----------------------|------------------------------------|
|                         |               |                      | (In Rs.)                           |
| a) Total Votes received | 23            | 93,608               | 9,36,080                           |
| b) Less: Invalid Votes  | 0             | 0                    | 0                                  |
| c) Net Valid votes      | 23            | 93,608               | 9,36,080                           |
| d) Votes with Assent    | 23            | 93,608               | 9,36,080                           |
| e) Votes with Dissent   | 0             | 0                    | 0                                  |

**A2. VOTING THROUGH REMOTE E-VOTING:**

| Particulars             | No. of e-voters | No. of Equity Shares | Paid-up value of the Equity Shares |
|-------------------------|-----------------|----------------------|------------------------------------|
|                         |                 |                      | (In Rs.)                           |
| a) Total Votes received | 28              | 11,23,69,691         | 1,12,36,96,910                     |
| b) Less: Invalid Votes  | 0               | 0                    | 0                                  |
| c) Net Valid Votes      | 28              | 11,23,69,691         | 1,12,36,96,910                     |
| d) Votes with Assent    | 28              | 11,23,69,691         | 1,12,36,96,910                     |
| e) Votes with Dissent   | 0               | 0                    | 0                                  |



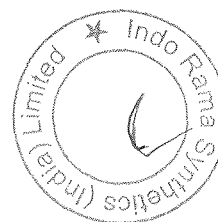
Details of poll at AGM & remote e-voting for Resolution No.-2 are as under:

**B1. VOTING THROUGH POLL:**

| Particulars             | No. of voters | No. of Equity Shares | Paid-up value of the Equity Shares |
|-------------------------|---------------|----------------------|------------------------------------|
|                         |               |                      | (In Rs.)                           |
| a) Total Votes received | 23            | 93,608               | 9,36,080                           |
| b) Less: Invalid Votes  | 0             | 0                    | 0                                  |
| c) Net Valid votes      | 23            | 93,608               | 9,36,080                           |
| d) Votes with Assent    | 23            | 93,608               | 9,36,080                           |
| e) Votes with Dissent   | 0             | 0                    | 0                                  |

**B2. VOTING THROUGH REMOTE E-VOTING:**

| Particulars             | No. of e-voters | No. of Equity Shares | Paid-up value of the Equity Shares |
|-------------------------|-----------------|----------------------|------------------------------------|
|                         |                 |                      | (In Rs.)                           |
| a) Total Votes received | 24              | 6,03,80,740          | 60,38,07,400                       |
| b) Less: Invalid Votes  | 0               | 0                    | 0                                  |
| c) Net Valid Votes      | 24              | 6,03,80,740          | 60,38,07,400                       |
| d) Votes with Assent    | 24              | 6,03,80,740          | 60,38,07,400                       |
| e) Votes with Dissent   | 0               | 0                    | 0                                  |



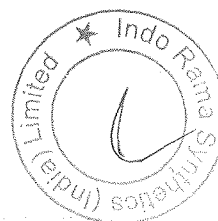
Details of poll at AGM & remote e-voting for Resolution No.-3 are as under:

**C1. VOTING THROUGH POLL:**

| Particulars             | No. of voters | No. of Equity Shares | Paid-up value of the Equity Shares |
|-------------------------|---------------|----------------------|------------------------------------|
|                         |               |                      | (In Rs.)                           |
| a) Total Votes received | 23            | 93,608               | 9,36,080                           |
| b) Less: Invalid Votes  | 0             | 0                    | 0                                  |
| c) Net Valid votes      | 23            | 93,608               | 9,36,080                           |
| d) Votes with Assent    | 23            | 93,608               | 9,36,080                           |
| e) Votes with Dissent   | 0             | 0                    | 0                                  |

**C2. VOTING THROUGH REMOTE E-VOTING:**

| Particulars             | No. of e-voters | No. of Equity Shares | Paid-up value of the Equity Shares |
|-------------------------|-----------------|----------------------|------------------------------------|
|                         |                 |                      | (In Rs.)                           |
| a) Total Votes received | 27              | 11,23,69,191         | 1,12,36,91,910                     |
| b) Less: Invalid Votes  | 0               | 0                    | 0                                  |
| c) Net Valid Votes      | 27              | 11,23,69,191         | 1,12,36,91,910                     |
| d) Votes with Assent    | 27              | 11,23,69,191         | 1,12,36,91,910                     |
| e) Votes with Dissent   | 0               | 0                    | 0                                  |



Annexure -D

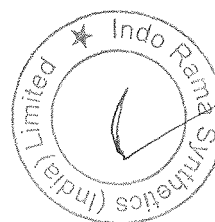
Details of poll at AGM & remote e-voting for Resolution No.-4 are as under:

**D1. VOTING THROUGH POLL:**

| Particulars             | No. of voters | No. of Equity Shares | Paid-up value of the Equity Shares |
|-------------------------|---------------|----------------------|------------------------------------|
|                         |               |                      | (In Rs.)                           |
| a) Total Votes received | 23            | 93,608               | 9,36,080                           |
| b) Less: Invalid Votes  | 0             | 0                    | 0                                  |
| c) Net Valid Votes      | 23            | 93,608               | 9,36,080                           |
| d) Votes with Assent    | 23            | 93,608               | 9,36,080                           |
| e) Votes with Dissent   | 0             | 0                    | 0                                  |

**D2. VOTING THROUGH REMOTE E-VOTING:**

| Particulars             | No. of e-voters | No. of Equity Shares | Paid-up value of the Equity Shares |
|-------------------------|-----------------|----------------------|------------------------------------|
|                         |                 |                      | (In Rs.)                           |
| a) Total Votes received | 27              | 11,23,69,191         | 1,12,36,91,910                     |
| b) Less: Invalid Votes  | 0               | 0                    | 0                                  |
| c) Net Valid Votes      | 27              | 11,23,69,191         | 1,12,36,91,910                     |
| d) Votes with Assent    | 27              | 11,23,69,191         | 1,12,36,91,910                     |
| e) Votes with Dissent   | 0               | 0                    | 0                                  |



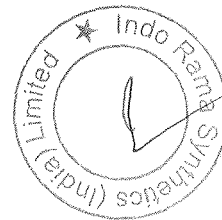
Details of poll at AGM & remote e-voting for Resolution No.-5 are as under:

**E1. VOTING THROUGH POLL:**

| Particulars             | No. of voters | No. of Equity Shares | Paid-up value of the Equity Shares |
|-------------------------|---------------|----------------------|------------------------------------|
|                         |               |                      | (In Rs.)                           |
| a) Total Votes received | 23            | 93,608               | 9,36,080                           |
| b) Less: Invalid Votes  | 0             | 0                    | 0                                  |
| c) Net Valid Votes      | 23            | 93,608               | 9,36,080                           |
| d) Votes with Assent    | 23            | 93,608               | 9,36,080                           |
| e) Votes with Dissent   | 0             | 0                    | 0                                  |

**E2. VOTING THROUGH REMOTE E-VOTING:**

| Particulars             | No. of e-voters | No. of Equity Shares | Paid-up value of the Equity Shares |
|-------------------------|-----------------|----------------------|------------------------------------|
|                         |                 |                      | (In Rs.)                           |
| a) Total Votes received | 27              | 11,23,69,191         | 1,12,36,91,910                     |
| b) Less: Invalid Votes  | 0               | 0                    | 0                                  |
| c) Net Valid Votes      | 27              | 11,23,69,191         | 1,12,36,91,910                     |
| d) Votes with Assent    | 27              | 11,23,69,191         | 1,12,36,91,910                     |
| e) Votes with Dissent   | 0               | 0                    | 0                                  |



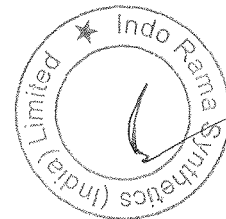
Details of poll at AGM & remote e-voting for Resolution No.-6 are as under:

**F1. VOTING THROUGH POLL:**

| Particulars             | No. of voters | No. of Equity Shares | Paid-up value of the Equity Shares |
|-------------------------|---------------|----------------------|------------------------------------|
|                         |               |                      | (In Rs.)                           |
| a) Total Votes received | 23            | 93,608               | 9,36,080                           |
| b) Less: Invalid Votes  | 0             | 0                    | 0                                  |
| c) Net Valid Votes      | 23            | 93,608               | 9,36,080                           |
| d) Votes with Assent    | 23            | 93,608               | 9,36,080                           |
| e) Votes with Dissent   | 0             | 0                    | 0                                  |

**F2. VOTING THROUGH REMOTE E-VOTING:**

| Particulars             | No. of e-voters | No. of Equity Shares | Paid-up value of the Equity Shares |
|-------------------------|-----------------|----------------------|------------------------------------|
|                         |                 |                      | (In Rs.)                           |
| a) Total Votes received | 27              | 11,23,69,191         | 1,12,36,91,910                     |
| b) Less: Invalid Votes  | 0               | 0                    | 0                                  |
| c) Net Valid Votes      | 27              | 11,23,69,191         | 1,12,36,91,910                     |
| d) Votes with Assent    | 27              | 11,23,69,191         | 1,12,36,91,910                     |
| e) Votes with Dissent   | 0               | 0                    | 0                                  |



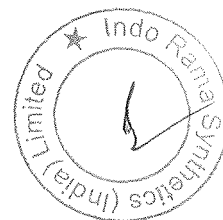
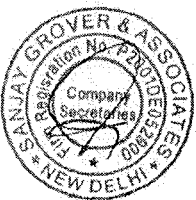
Details of poll at AGM & remote e-voting for Resolution No.-7 are as under:

**G1. VOTING THROUGH POLL:**

| Particulars             | No. of voters | No. of Equity Shares | Paid-up value of the Equity Shares |
|-------------------------|---------------|----------------------|------------------------------------|
|                         |               |                      | (In Rs.)                           |
| a) Total Votes received | 23            | 93,608               | 9,36,080                           |
| b) Less: Invalid Votes  | 0             | 0                    | 0                                  |
| c) Net Valid Votes      | 23            | 93,608               | 9,36,080                           |
| d) Votes with Assent    | 23            | 93,608               | 9,36,080                           |
| e) Votes with Dissent   | 0             | 0                    | 0                                  |

**G2. VOTING THROUGH REMOTE E-VOTING:**

| Particulars             | No. of e-voters | No. of Equity Shares | Paid-up value of the Equity Shares |
|-------------------------|-----------------|----------------------|------------------------------------|
|                         |                 |                      | (In Rs.)                           |
| a) Total Votes received | 23              | 6,03,80,240          | 60,38,02,400                       |
| b) Less: Invalid Votes  | 0               | 0                    | 0                                  |
| c) Net Valid Votes      | 23              | 6,03,80,240          | 60,38,02,400                       |
| d) Votes with Assent    | 23              | 6,03,80,240          | 60,38,02,400                       |
| e) Votes with Dissent   | 0               | 0                    | 0                                  |



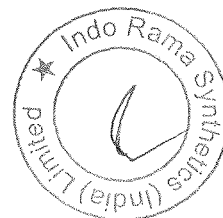
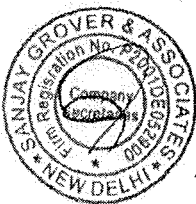
Details of poll at AGM & remote e-voting for Resolution No.-8 are as under:

**H1. VOTING THROUGH POLL:**

| Particulars             | No. of voters | No. of Equity Shares | Paid-up value of the Equity Shares |
|-------------------------|---------------|----------------------|------------------------------------|
|                         |               |                      | (In Rs.)                           |
| a) Total Votes received | 23            | 93,608               | 9,36,080                           |
| b) Less: Invalid Votes  | 0             | 0                    | 0                                  |
| c) Net Valid Votes      | 23            | 93,608               | 9,36,080                           |
| d) Votes with Assent    | 23            | 93,608               | 9,36,080                           |
| e) Votes with Dissent   | 0             | 0                    | 0                                  |

**H2. VOTING THROUGH REMOTE E-VOTING:**

| Particulars             | No. of e-voters | No. of Equity Shares | Paid-up value of the Equity Shares |
|-------------------------|-----------------|----------------------|------------------------------------|
|                         |                 |                      | (In Rs.)                           |
| a) Total Votes received | 27              | 11,23,69,191         | 1,12,36,91,910                     |
| b) Less: Invalid Votes  | 0               | 0                    | 0                                  |
| c) Net Valid Votes      | 27              | 11,23,69,191         | 1,12,36,91,910                     |
| d) Votes with Assent    | 27              | 11,23,69,191         | 1,12,36,91,910                     |
| e) Votes with Dissent   | 0               | 0                    | 0                                  |





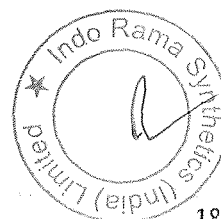
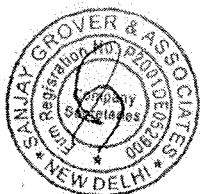
Details of poll at AGM & remote e-voting for Resolution No.-9 are as under:

### 11. VOTING THROUGH POLL:

| Particulars             | No. of voters | No. of Equity Shares | Paid-up value of the Equity Shares |
|-------------------------|---------------|----------------------|------------------------------------|
|                         |               |                      | (In Rs.)                           |
| a) Total Votes received | 23            | 93,608               | 9,36,080                           |
| b) Less: Invalid Votes  | 0             | 0                    | 0                                  |
| c) Net Valid Votes      | 23            | 93,608               | 9,36,080                           |
| d) Votes with Assent    | 23            | 93,608               | 9,36,080                           |
| e) Votes with Dissent   | 0             | 0                    | 0                                  |

### 12. VOTING THROUGH REMOTE E-VOTING:

| Particulars             | No. of e-voters | No. of Equity Shares | Paid-up value of the Equity Shares |
|-------------------------|-----------------|----------------------|------------------------------------|
|                         |                 |                      | (In Rs.)                           |
| a) Total Votes received | 27              | 11,23,69,191         | 1,12,36,91,910                     |
| b) Less: Invalid Votes  | 0               | 0                    | 0                                  |
| c) Net Valid Votes      | 27              | 11,23,69,191         | 1,12,36,91,910                     |
| d) Votes with Assent    | 27              | 11,23,69,191         | 1,12,36,91,910                     |
| e) Votes with Dissent   | 0               | 0                    | 0                                  |



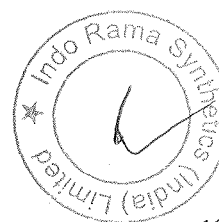
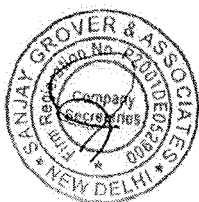
Details of poll at AGM & remote e-voting for Resolution No.-10 are as under:

**J1. VOTING THROUGH POLL:**

| Particulars             | No. of voters | No. of Equity Shares | Paid-up value of the Equity Shares |
|-------------------------|---------------|----------------------|------------------------------------|
|                         |               |                      | (In Rs.)                           |
| a) Total Votes received | 23            | 93,608               | 9,36,080                           |
| b) Less: Invalid Votes  | 0             | 0                    | 0                                  |
| c) Net Valid Votes      | 23            | 93,608               | 9,36,080                           |
| d) Votes with Assent    | 23            | 93,608               | 9,36,080                           |
| e) Votes with Dissent   | 0             | 0                    | 0                                  |

**J2. VOTING THROUGH REMOTE E-VOTING:**

| Particulars             | No. of e-voters | No. of Equity Shares | Paid-up value of the Equity Shares |
|-------------------------|-----------------|----------------------|------------------------------------|
|                         |                 |                      | (In Rs.)                           |
| a) Total Votes received | 27              | 11,23,69,191         | 1,12,36,91,910                     |
| b) Less: Invalid Votes  | 0               | 0                    | 0                                  |
| c) Net Valid Votes      | 27              | 11,23,69,191         | 1,12,36,91,910                     |
| d) Votes with Assent    | 26              | 11,23,68,785         | 1,12,36,87,850                     |
| e) Votes with Dissent   | 1               | 406                  | 4,060                              |



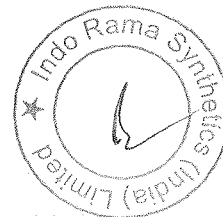
Details of poll at AGM & remote e-voting for Resolution No.-11 are as under:

**K1. VOTING THROUGH POLL:**

| Particulars             | No. of voters | No. of Equity Shares | Paid-up value of the Equity Shares |
|-------------------------|---------------|----------------------|------------------------------------|
|                         |               |                      | (In Rs.)                           |
| a) Total Votes received | 23            | 93,608               | 9,36,080                           |
| b) Less: Invalid Votes  | 0             | 0                    | 0                                  |
| c) Net Valid Votes      | 23            | 93,608               | 9,36,080                           |
| d) Votes with Assent    | 23            | 93,608               | 9,36,080                           |
| e) Votes with Dissent   | 0             | 0                    | 0                                  |

**K2. VOTING THROUGH REMOTE E-VOTING:**

| Particulars             | No. of e-voters | No. of Equity Shares | Paid-up value of the Equity Shares |
|-------------------------|-----------------|----------------------|------------------------------------|
|                         |                 |                      | (In Rs.)                           |
| a) Total Votes received | 27              | 11,23,69,191         | 1,12,36,91,910                     |
| b) Less: Invalid Votes  | 0               | 0                    | 0                                  |
| c) Net Valid Votes      | 27              | 11,23,69,191         | 1,12,36,91,910                     |
| d) Votes with Assent    | 26              | 11,23,68,785         | 1,12,36,87,850                     |
| e) Votes with Dissent   | 1               | 406                  | 4,060                              |



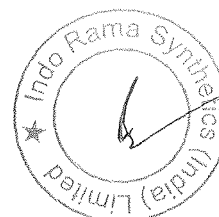
Details of poll at AGM & remote e-voting for Resolution No.-12 are as under:

**L1. VOTING THROUGH POLL:**

| Particulars             | No. of voters | No. of Equity Shares | Paid-up value of the Equity Shares |
|-------------------------|---------------|----------------------|------------------------------------|
|                         |               |                      | (In Rs.)                           |
| a) Total Votes received | 23            | 93,608               | 9,36,080                           |
| b) Less: Invalid Votes  | 0             | 0                    | 0                                  |
| c) Net Valid Votes      | 23            | 93,608               | 9,36,080                           |
| d) Votes with Assent    | 23            | 93,608               | 9,36,080                           |
| e) Votes with Dissent   | 0             | 0                    | 0                                  |

**L2. VOTING THROUGH REMOTE E-VOTING:**

| Particulars             | No. of e-voters | No. of Equity Shares | Paid-up value of the Equity Shares |
|-------------------------|-----------------|----------------------|------------------------------------|
|                         |                 |                      | (In Rs.)                           |
| a) Total Votes received | 23              | 6,03,80,240          | 60,38,02,400                       |
| b) Less: Invalid Votes  | 0               | 0                    | 0                                  |
| c) Net Valid Votes      | 23              | 6,03,80,240          | 60,38,02,400                       |
| d) Votes with Assent    | 22              | 6,03,79,834          | 60,37,98,340                       |
| e) Votes with Dissent   | 1               | 406                  | 4,060                              |



Details of poll at AGM & remote e-voting for Resolution No.-13 are as under:

**M1. VOTING THROUGH POLL:**

| Particulars             | No. of voters | No. of Equity Shares | Paid-up value of the Equity Shares |
|-------------------------|---------------|----------------------|------------------------------------|
|                         |               |                      | (In Rs.)                           |
| a) Total Votes received | 23            | 93,608               | 9,36,080                           |
| b) Less: Invalid Votes  | 0             | 0                    | 0                                  |
| c) Net Valid Votes      | 23            | 93,608               | 9,36,080                           |
| d) Votes with Assent    | 23            | 93,608               | 9,36,080                           |
| e) Votes with Dissent   | 0             | 0                    | 0                                  |

**M2. VOTING THROUGH REMOTE E-VOTING:**

| Particulars             | No. of e-voters | No. of Equity Shares | Paid-up value of the Equity Shares |
|-------------------------|-----------------|----------------------|------------------------------------|
|                         |                 |                      | (In Rs.)                           |
| a) Total Votes received | 27              | 11,23,69,191         | 1,12,36,91,910                     |
| b) Less: Invalid Votes  | 0               | 0                    | 0                                  |
| c) Net Valid Votes      | 27              | 11,23,69,191         | 1,12,36,91,910                     |
| d) Votes with Assent    | 26              | 11,23,68,785         | 1,12,36,87,850                     |
| e) Votes with Dissent   | 1               | 406                  | 4,060                              |

