

INDUSTRIAL & PRUDENTIAL INVESTMENT CO. LTD

CIN No.: L65990WB1913PLC218486

Date: 27<sup>th</sup> December, 2019

MS. BHUVANA SRIRAM  
Relationship Manager,  
Corporate Relationship Department,  
BSE Limited,  
Rotunda Building,  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort  
MUMBAI – 400 023

Re: COMPANY CODE: 501298

Sub: POSTAL BALLOT RESULT

Dear Madam,

Postal Ballot result regarding re-approval of the Scheme of Amalgamation of New Holding and Trading Company Limited, the Company's wholly owned subsidiary (WOS) originally approved at the 102<sup>nd</sup> Annual General Meeting held on the 3<sup>rd</sup> August, 2018, subject to various statutory approvals has been declared today. Based on the Scrutiniser's report, the resolution has been passed by requisite majority.

The report of Mr. Mayur Mehta, Scrutinizer, is attached.

Uploading as per regulation 44 of LODR is being done separately.

Yours faithfully,  
For INDUSTRIAL & PRUDENTIAL INVESTMENT CO. LTD.

  
Company Secretary

**Regd. Office: Paharpur House, 8/1/B Diamond Harbour Road, Kolkata 700 027, West Bengal.**

**Telephone No. 033-40133000 Email: [contact@industrialprudential.com](mailto:contact@industrialprudential.com)**

# MAYUR MEHTA

B. Com. (Hons.), A.C.S., A.C.A., M.A. (Hist.)

**Practising Company Secretary**

## SCRUTINIZER'S REPORT

To

The Chairman  
Industrial and Prudential Investment Company Limited  
Paharpur House, 8/1/B Diamond Harbour Road  
Kolkata 700027

Date 27<sup>th</sup> December, 2019

Sub: Report on Postal Ballot

Dear Sir,

### 1. Appointment

I, Mayur Mehta, PCS, have been appointed by the Board of Directors of Industrial and Prudential Investment Company Limited (hereinafter referred to as "the Company") as Scrutinizer in accordance with the Rule 22(5) of the Companies (Management & Administration) Rules, 2014 (hereinafter referred to as the "Rules") for conduct of voting process of the postal ballot notice 8<sup>th</sup> November, 2019, in a fair and transparent manner.

### 2. Scope of Work

Compliance with the provisions of the Companies Act, 2013, Rules made; Circulars, Notifications and Orders issued thereunder (hereinafter collectively referred to as "the Act") relating to the postal ballot is the responsibility of the management. My responsibility as a scrutinizer is to ensure that the voting process is conducted in a fair and transparent manner and submit report to the Chairman or any director authorized in this behalf or the Company Secretary or any person authorized in accordance with the Rule 22(9).



A circular purple stamp with the text "MAYUR MEHTA" at the top, "M. No. A3132" and "COP 9952" in the center, and "COMPANY SECRETARY" at the bottom. A handwritten signature in blue ink is written over the stamp.



Office : 901, Rushabh, Jakaria Bunder Cross Road, Sewree (West), Mumbai - 400 015.  
Tel. : 2416 3356 / 2413 5466 Cell : 09821735704 Email : mayur.cs@mtnl.net.in

Res. : 90, Parijat, Dr. M. B. Raut Road (South), Shivaji Park, Mumbai - 400 028. Tel. : 2445 4177

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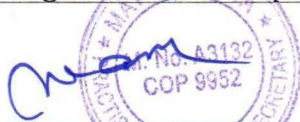
### 3. Resolutions under Postal Ballot

The Company by Notice of Postal Ballot dated 8<sup>th</sup> November, 2019 pursuant to Section 110 of the Act and the Rule 22 of the Rules transacted the following business by voting through the postal ballot: -

“Re-approval of the Scheme of Amalgamation of New Holding and Trading Company Limited, the Company’s wholly owned subsidiary (WOS) originally approved at the 102nd Annual General Meeting held on the 3rd August, 2018, subject to various statutory approvals.”

### 4. Voting Process through Postal Ballot

Sr No	Particulars	Details
1	Date of Postal Ballot Notice	8 <sup>th</sup> November, 2019
2	Cutoff date for voting	11 <sup>th</sup> November, 2019
3	E voting system provided by	Link Intime India Private Limited (LIPL)
4	Registrar and Transfer Agents	Link Intime India Private Limited
5	EVSN	190299
6	Voting Start Date	27 <sup>th</sup> November, 2019 at 9.00 am
7	Voting End Date	26 <sup>th</sup> December, 2019 at 5.00 pm
8	No of Resolutions	1
9	No of members as on the 11 <sup>th</sup> November, 2019	2013
10	No of members to whom Notice sent by e mail	1303
11	No of members to whom Notice sent physically by speed post	710
12	No of undelivered e-mails	126 Physical copies of Notice of Postal ballot and Form have been provided.
13	Voting Rights (No of shares equaling to vote)	1 (One)
14	No of shares	1745340
15	Unclaimed shares on which voting rights remain frozen in accordance with Regulation 39 read with Schedule VI of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 [LODR]	25989



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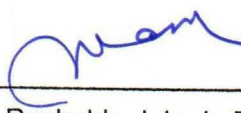

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Sr No	Particulars	Details
16	Shares transferred to Investor Protection Fund in accordance with the Act on which voting rights remain frozen as per the Act and LODR	3140
17	Downloading of Data from LIPL	Unblocked on 26 <sup>th</sup> December, 2019 after 5.00 pm and data was downloaded from Link Intime India Private Limited (LIPL) in the presence of two witnesses.
18	Physical ballot	Any physical ballot received after 5.00 pm on the 26 <sup>th</sup> December, 2019 was not considered as per the Postal Ballot Notice. Ballot papers were opened under my supervision and tabulated
19	Scrutiny process	Data of e- voting and physical ballot forms were diligently scrutinized.
20	Validity of votes in case of double voting	Where the members have voted e-voting as well as by Ballot form, e-voting was only considered.

## 5. Result of Voting Process through Postal Ballot

<b>Item 1 of the Notice – Special Resolution (Requisite Majority)</b>	
Re-approval of the Scheme of Amalgamation of New Holding and Trading Company Limited, the Company's wholly owned subsidiary (WOS) originally approved at the 102nd Annual General Meeting held on the 3rd August, 2018, subject to various statutory approvals	
Total Number of Shareholders	2013
Total Number of Shares	1745340
Unclaimed Securities Suspense Account on which voting rights remain frozen	25989
Shares transferred to Investor Protection Fund on which voting rights remain frozen	3140

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Receipt of Postal Ballot (Physical and e- voting)	24		
Invalid Postal Ballot Form (Physical and e- voting)	2		
Valid votes	22		
<b>A. Votes in favour of the Resolution</b>			
Particulars of Postal Ballot Voting	Number of members votes	Number of votes cast by them	% of total number of valid votes cast
Physical	20	1142370	99.99
E-voting	2	63	0.01
<b>Total</b>	<b>22</b>	<b>1142433</b>	<b>100.00</b>
<b>B. Votes against the Resolution</b>			
Particulars of Postal Ballot Voting	Number of members votes	Number of votes cast by them	% of total number of valid votes cast
Physical	0	0	0
E-voting	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>C. Invalid Votes</b>			
Particulars of Postal Ballot Voting	Number of members votes	Number of votes cast by them	% of total number of valid votes cast
Physical	2	173	0.01
E-voting	0	0	0
<b>Total</b>	<b>2</b>	<b>173</b>	<b>0.01</b>

The resolution at Item 1 is passed with requisite majority (Special Resolution) and it is deemed to have been passed on the date of declaration of result. The Company will declare the result on 27<sup>th</sup> December, 2019.

## 6. Records

The relevant records relating to postal ballot shall remain in my custody till the Chairman or Director authorised in this behalf or the Company Secretary or any person authorised in this behalf considers, approves and signs the minutes. Once it is approved by the official of the Company the relevant documents will be handed over to the concerned person.

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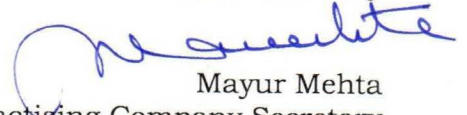
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The Company in compliance with the Act and LODR is requested to declare the result at the registered office, upload the same on the website of BSE, Company and Instavote of Link Intime India Private Limited (LIPL) and advertise in the newspaper.

Thank you,

Yours faithfully



Mayur Mehta  
Practising Company Secretary  
Scrutinizer  
M. No A3132  
CP 9952



**UDIN A003132A000502576 dated 27.12.2019**