

**IVP LIMITED****Regd. Office :**

Shashikant N. Redij Marg,
Ghorupdeo, Mumbai - 400 033

Tel. : +91-22-23787300

Email : ivp@ivpindia.com

Website : www.ivpindia.com

CIN : L 74999MH1929PLC001503

Ref: IVPSEC/AGM/38/09/2020-21

15th September, 2020

BSE Limited Phiroze Jeejeebhoy Towers Dalal Street Mumbai- 400 001 Security Code: 507580	National Stock Exchange of India Limited 'Exchange Plaza', C - 1, Block G, Bandra- Kurla Complex, Bandra (E), Mumbai – 400 051 Stock Symbol: IVP
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Dear Sir,

Sub: Outcome of 91st Annual General Meeting

This is to inform you that the members of the Company at the Annual General Meeting (AGM) held on 15th September, 2020 transacted the Business as per the AGM notice. The AGM was held at 11:00 A.M. (I.S.T) through Video Conferencing (VC) / Other Audio Visual Means (OAVM) in compliance with all the applicable provisions of the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and in accordance with circulars issued by MCA and SEBI. The Company provided remote e-voting facility and e-voting facility at the AGM to its members in respect of business to be transacted at AGM.

With respect to 91st AGM please find enclosed the following:

- a) Summary of proceedings of the AGM of the Company, as required under Regulation 30 read with Para A of Part A of Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, attached and marked as Annexure - 1.
- b) Disclosure of voting results pursuant to Regulation 44(3) of Listing Regulations, attached and marked as Annexure - 2.
- c) Consolidated Report of the Scrutinizers, dated 15th September, 2020, on remote e-voting and e-voting at the AGM pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, attached and marked as Annexure - 3.



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The Voting Results along with the Scrutinizer's Report is also available on the website of the Company viz. www.ivpindia.com.

You are requested to kindly take the above information on record.

Thanking you,

Yours faithfully,
For IVP Limited

Nisha Kantirao
Company Secretary

Encl. As above

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Annexure - 1**Gist of Proceedings of the 91st Annual General Meeting of IVP Limited****1. Date, time and venue of the Meeting:**

The 91st Annual General Meeting (AGM) of the Company was held on Tuesday, 15th September, 2020 at 11:00 A.M. (I.S.T.) through two way Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”). The deemed venue for the AGM was the office at Allana House, 4, J. A. Allana Marg, Colaba, Mumbai - 400 001.

2. Proceedings in brief:

- Mr. T. K. Gowrishankar, Chairman, chaired the proceedings of the Meeting.
- In view of the continuing COVID-19 pandemic, this meeting was conducted through VC / OAVM facility without the physical presence of the Members.
- The Chairman informed the members that the Company had taken all the efforts feasible under these circumstances to enable the members to participate and vote on the items being considered in the meeting. The requisite quorum being present, the Chairman called the Meeting to order.
- The Chairman also informed the members that Secretarial Auditor, Statutory Auditor were also present at the Meeting along with all the Directors from their respective locations.
- The Chairman addressed the members.
- The Chairman informed that the statutory registers and the relevant documents referred to in the Notice were available electronically for inspection by the members during the AGM.
- The Company had received 17 Resolutions from companies appointing representatives under section 113 of the Companies Act, 2013 representing 58.40% of the paid-up equity capital. As the AGM was being held through Video Conferencing, the facility for appointment of proxies by the members was not applicable.
- The Chairman also informed the members that Mr. Aqueel A. Mulla, Practicing Company Secretary, was appointed as the scrutinizer for the purpose of scrutinizing the e-voting at the Meeting and remote e-voting process.
- The Chairman then continued delivering his speech to the shareholders of the Company which included highlights on social initiatives, goals and objectives, financial position etc.



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- The Chairman apprised the members w.r.t. remote e-voting facility and voting during the AGM.
- On invitation of the Company Secretary, members who had registered themselves as speakers, addressed the Meeting through VC and sought clarifications.
- After listening to all the questions/queries posed by the Speaker Shareholders, Chairman jointly with Mr. Mandar Joshi, the Whole Time Director & Chief Executive Officer of the Company responded to the questions/queries of the members and provided clarifications.
- The following items of business as set out in the Notice convening the 91st Annual General Meeting were commended for members' consideration and approval:

Ordinary Business

1. Ordinary Resolution for adoption of audited financial statement of the Company for the financial year ended 31st March, 2020.
2. Ordinary Resolution for appointment of a director in place of Mr. Priya Rajan, who retires by rotation and offers himself for re-appointment.

Special Business

3. Ordinary Resolution for ratification of remuneration payable to M/s. Hemant Shah & Associates, the Cost Auditors for the financial year ended 31st March, 2020.

Mr. T. K. Gowrishankar, Chairman being interested in Item No. 4 requested Mr. Amin H. Manekia to occupy the Chair and continue the proceedings of the meeting. Mr. Amin H. Manekia took the Chair and conducted the proceedings of the meeting.

4. Ordinary Resolution for appointment of Mr. T. K. Gowrishankar as a Non-Executive, Non-Independent Director.

Thereafter, Mr. T. K. Gowrishankar resumed the Chair.

5. Special Resolution for re-appointment of Mr. Sajid M. Fazalbhoy as an Independent Director.
6. Special Resolution for Commission to Non-Executive Directors.



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- The Chairman informed the members that e-voting results will be declared within 48 hours from the conclusion of the meeting and the same will be published on the Stock Exchanges, website of the Company and website of Central Depository Services (India) Limited.

3. **Voting by members:**

The Company had provided remote e-voting facility to its members to cast votes electronically, for all the 6 items of business set out in the notice.

Further, the facility for e-voting was made available to the members who were present at the Meeting and had not cast their votes by remote e-voting.

Voting was conducted by e-voting on all the resolutions as set out in the Notice dated 29th June, 2020.

The Meeting concluded at 12:00 Noon after being open for 15 minutes from the time of closure of the meeting.

Based on the Scrutinizer Report, all the Resolutions as set out in the Notice have been passed with requisite majority.

This is for your information and records.

Thanking you,

For IVP Limited

Nisha Kantirao

Company Secretary

Place: Mumbai

Date: 15th September, 2020

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Annexure - 2

IVP Limited – 91st Annual General Meeting Voting results
Disclosure as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements)
Regulations, 2015

Description	Particulars
Date of the AGM	15 th September, 2020
Total No. of Shareholders on record date	4,020
No. of shareholders present in the meeting either in person or through proxy	Nil
No. of shareholders attended the meeting through Video Conferencing / Other Audio Visual Means	
Promoter and Promoter Group	15
Public	18

IVP Limited

Resolution Required : (Ordinary)			1 - Consideration and adoption of audited financial statement of the Company for the financial year ended 31st March, 2020 together with the reports of Board of Directors and Auditors thereon					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held	No. of 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
Promoter and Promoter Group	E-Voting	7317237	7317237	100.00	7317237	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		7317237	100.00	7317237	0	100.00	0.00
Public Institutions	E-Voting	38995	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public Non Institutions	E-Voting	2970031	7957	0.27	7945	12	99.85	0.15
	Poll*		177302	5.97	177302	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		185259	6.24	185247	12	99.99	0.01
Total		10326263	7502496	72.65	7502484	12	100.00	0.00

*Votes mentioned against Poll are the votes casted electronically through e-voting during the AGM.

IVP Limited

Resolution Required : (Ordinary)			2 - Appoint a Director in place of Mr. Priya Ranjan, (DIN: 08065588), who retires by rotation and being eligible, offers himself for re-appointment.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held	No. of 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
Promoter and Promoter Group	E-Voting	7317237	7317237	100.00	7317237	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		7317237	100.00	7317237	0	100.00	0.00
Public Institutions	E-Voting	38995	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public Non Institutions	E-Voting	2970031	7957	0.27	7945	12	99.85	0.15
	Poll*		177302	5.97	177302	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		185259	6.24	185247	12	99.99	0.01
Total		10326263	7502496	72.65	7502484	12	100.00	0.00

*Votes mentioned against Poll are the votes casted electronically through e-voting during the AGM.

IVP Limited

Resolution Required : (Ordinary)			3 - Ratification of Remuneration to Cost Auditor					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held	No. of 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
Promoter and Promoter Group	E-Voting	7317237	7317237	100.00	7317237	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		7317237	100.00	7317237	0	100.00	0.00
Public Institutions	E-Voting	38995	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public Non Institutions	E-Voting	2970031	7957	0.27	7945	12	99.85	0.15
	Poll*		177302	5.97	177301	1	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		185259	6.24	185246	13	99.99	0.01
Total		10326263	7502496	72.65	7502483	13	100.00	0.00

*Votes mentioned against Poll are the votes casted electronically through e-voting during the AGM.

IVP Limited

Resolution Required : (Ordinary)			4 - Appointment of Mr. T. K. Gowrishankar as a Non- Executive, Non-Independent Director.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held	No. of 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
Promoter and Promoter Group	E-Voting	7317237	7317237	100.00	7317237	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		7317237	100.00	7317237	0	100.00	0.00
Public Institutions	E-Voting	38995	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public Non Institutions	E-Voting	2970031	7957	0.27	7945	12	99.85	0.15
	Poll*		177302	5.97	177302	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		185259	6.24	185247	12	99.99	0.01
Total		10326263	7502496	72.65	7502484	12	100.00	0.00

*Votes mentioned against Poll are the votes casted electronically through e-voting during the AGM.

IVP Limited

Resolution Required : (Special)			5 - Re-appointment of Mr. Sajid M. Fazalbhoy as an Independent Director.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held	No. of 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
Promoter and Promoter Group	E-Voting	7317237	7317237	100.00	7317237	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		7317237	100.00	7317237	0	100.00	0.00
Public Institutions	E-Voting	38995	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public Non Institutions	E-Voting	2970031	7957	0.27	7936	21	99.74	0.26
	Poll*		177302	5.97	177302	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		185259	6.24	185238	21	99.99	0.01
Total		10326263	7502496	72.65	7502475	21	100.00	0.00

*Votes mentioned against Poll are the votes casted electronically through e-voting during the AGM.

IVP Limited

Resolution Required : (Special)		6 - Commission to Non-Executive Directors.						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
Category	Mode of Voting	No. of shares held	No. of 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
Promoter and Promoter Group	E-Voting	7317237	7317237	100.00	7317237	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		7317237	100.00	7317237	0	100.00	0.00
Public Institutions	E-Voting	38995	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public Non Institutions	E-Voting	2970031	7957	0.27	7936	21	99.74	0.26
	Poll*		177302	5.97	177001	301	99.83	0.17
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		185259	6.24	184937	322	99.83	0.17
Total		10326263	7502496	72.65	7502174	322	100.00	0.00

*Votes mentioned against Poll are the votes casted electronically through e-voting during the AGM.

Annexure - 3

**A.A. MULLA & ASSOCIATES,
COMPANY SECRETARIES**

A/603, Dhamm Seva CHS, (Deluxe Building),
Opp. Kurla Railway Station (East), Mumbai-400 024,
Email: aqueelmulla@gmail.com, Cell: 9892237418

Consolidated Scrutinizer's Report

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

To

The Chairman of Ninety First Annual General Meeting
of the Equity Shareholders of IVP Limited held on Tuesday, 15th September 2020 at 11:00 a.m.
IST through Video Conferencing (VC) or Other Audio Visual Means (OAVM).

Dear Sir,

1. I, Aqueel A Mulla, Company Secretary in practice and Proprietor, A.A. Mulla and Associates, Company Secretaries, have been appointed as Scrutinizer by the Board of Directors of IVP Limited ("the Company") for the purpose of scrutinizing the process of voting through electronic means ("e-voting") on the resolutions contained in the notice dated 29th June 2020 ("Notice") issued in accordance with General Circular No. 14/2020, 17/2020 and 20/2020 dated 8 April 2020, 13 April 2020 and 5 May 2020 respectively, issued by Ministry of Corporate Affairs (MCA) (hereinafter referred to as "MCA Circulars"), Government of India, calling the Ninety First Annual General Meeting of its Equity Shareholders ("the Meeting" /"AGM") through VC / OAVM. The AGM was convened on Tuesday, 15 September 2020 at 11:00 a.m. IST through VC / OAVM.
2. The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("the Rules"). As the Scrutinizer, I have to scrutinize:
 - (i) process of e-voting remotely, before the AGM, using an electronic voting system on the dates referred to in the Notice calling the AGM ("remote e-voting"); and
 - (ii) process of e-voting at the AGM through electronic voting system ("e-voting").

Management's Responsibility

3. The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made there under;(ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice calling the

AGM. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

Scrutinizer's Responsibility

4. My responsibility as Scrutinizer for e-voting process (i.e. remote e-voting and e-voting at AGM) is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by Central Depository Services Limited ("CDSL"), and the Agency authorized under the Rules and engaged by the Company to provide e-voting facility and attendant papers / documents furnished to me electronically by the Company and/ or CDSL for my verification.

Cut-off date

5. The Equity Shareholders of the Company as on the "cut-off" date, as set out in the Notice, i.e., Tuesday, 8 September 2020 were entitled to vote on the resolutions (item nos. 1 to 6 as set out in the Notice calling the AGM) and their voting rights were in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date.

6. Remote e-voting process

- i. The remote e-voting period remained open from Saturday, 12 September 2020 (9 :00 a.m. IST) to Monday, 14 September 2020 (5:00 p.m. IST).
- ii. The votes cast were unblocked on Tuesday, 15 September, 2020 after the conclusion of the AGM and was witnessed by two witnesses who are not in the employment of the Company and/ or CDSL.
- iii. Thereafter, the details containing, interalia, the list of Equity Shareholders who voted "in favour" or "against" on each of the resolutions that was put to vote, were generated from the e-voting website of CDSL, i.e., <https://evotingindia.com>. Based on the report generated by CDSL and relied upon by me, data regarding the remote e-voting was scrutinized on test check basis.

7. E-voting process at the AGM

- i. After the time fixed for closing of the e-voting by the Chairman, the electronic system recording the e-voting (e-votes) was locked by CDSL under my instructions.
- ii. The e-voting system was scrutinized on test check basis.

The e-votes were reconciled with the records maintained by the Company /Registrar and Transfer Agent M/S Link Intime India Private Limited (hereinafter referred as “Link Intime”) and the authorizations lodged with the Company/ Link Intime on test check basis.

iii. The e-votes cast were unblocked on Tuesday, 15 September 2020 after the conclusion of the AGM.

8. I submit herewith the Consolidated Scrutinizer's Report on the results of the remote e-voting and e-voting, based on the reports generated by CDSL, scrutinized on test check basis and relied upon by me as under:-

(a) Resolution No.1:

Resolution Passed	Ordinary / Special Resolution
To consider and adopt the audited financial statement of the Company for the financial year ended 31 st March, 2020 together with the reports of Board of Directors and Auditors thereon.	Ordinary

(i) Voted in favor of the resolution:

Number of members present, e-voting and by remote e-voting		Number of votes cast by them	% of total number of valid votes cast
e-voting at AGM	3	177302	2.363
Remote e-voting	52	7325182	97.637
Total	55	7502484	100

(ii) Voted against the resolution

Number of members present, e-voting and by remote e-voting		Number of votes cast by them	% of total number of valid votes cast
e-voting at AGM	0		
Remote e-voting	3	12	0.000
Total	3	12	0.000

(iii) Invalid Votes

Number of members present, e-voting and by remote e-voting		Number of votes cast by	% of total number of valid

		them	votes cast
e-voting at AGM	0	0	0
Remote e-voting	0	0	0
Total	0	0	0

(b) Resolution No.2:

Resolution Passed	Ordinary / Special Resolution
To appoint a Director in place of Mr. Priya Ranjan, (DIN: 08065588), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary

(i) Voted in favor of the resolution:

Number of members present, e-voting and by remote e-voting		Number of votes cast by them	% of total number of valid votes cast
e-voting at AGM	3	177302	2.363
Remote e-voting	52	7325182	97.637
Total	55	7502484	100

(ii) Voted against the resolution

Number of members present, voting (in presence or proxy) and by e-voting		Number of votes cast by them	% of total number of valid votes cast
e-voting at AGM	0	0	0.000
Remote e-voting	3	12	0.000
Total	3	12	0.000

(iii) Invalid Votes

Number of members present, voting and by remote e-voting		Number of votes cast by them	% of total number of valid votes cast
e-voting at AGM	0	0	0
Remote e-voting	0	0	0
Total	0	0	0

(c) Resolution No.3:

Resolution Passed	Ordinary / Special Resolution
“RESOLVED THAT pursuant to the provisions of Section 148(3)	Ordinary

<p>and all other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), M/s. Hemant Shah & Associates, Cost Accountants, (Firm Registration No. 000394) appointed as the Cost Auditors, by the Board of Directors of the Company, on the recommendation of Audit Committee, to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2021, be paid the remuneration as set out in the explanatory statement annexed to the Notice convening this meeting and the same is hereby ratified and approved.</p> <p>“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”</p>	
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(i) Voted in favor of the resolution:

Number of members present, voting (in presence or proxy) and by e-voting		Number of votes cast by them	% of total number of valid votes cast
e-voting at AGM	2	177301	2.363
Remote e-voting	52	7325182	97.637
Total	54	7502483	100

(ii) Voted against the resolution

Number of members present, voting and by remote e-voting		Number of votes cast by them	% of total number of valid votes cast
e-voting at AGM	1	1	0.000
Remote e-voting	3	12	0.000
Total	4	13	0.000

(iii) Invalid Votes

Number of members present, voting and by remote e-voting		Number of votes cast by them	% of total number of valid votes cast
e-voting at AGM	0	0	0
Remote e-voting	0	0	0
Total	0	0	0

(d) Resolution No.4:

Resolution Passed	Ordinary / Special Resolution
<p>“RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013, (“the Act”) read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and pursuant to the recommendation of the Nomination and Remuneration Committee and the Board of Directors, Mr. T. K. Gowrishankar (DIN: 00847357), who was appointed by the Board of Directors as an Additional (Non- Executive, Non-Independent) Director of the Company with effect from 7th February, 2020, who hold office up to the date of ensuing Annual General Meeting of the Company and in respect of whom the Company has received a notice in writing under Section 160 of the Act, from a Member proposing his candidature for the office of the Director, be and is hereby appointed as a Non-Executive and Non-Independent Director of the Company, liable to retire by rotation.”</p> <p>“RESOLVED FURTHER THAT the Board of Directors of the Company and/or Company Secretary be and are hereby severally authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this Resolution.”</p>	Ordinary

(i) Voted in favor of the resolution:

Number of members present, voting and by remote e-voting	Number of votes cast by them	% of total number of valid votes cast
e-voting at AGM	3	177302
Remote e-voting	52	7325182
Total	55	7502484
		100

(ii) Voted against the resolution

Number of members present, voting and by remote e-voting	Number of votes cast by them	% of total number of valid votes cast
e-voting at AGM	0	0
Remote e-voting	3	12
Total	3	12
		0.000

(iii) Invalid Votes

Number of members present, voting (in presence or proxy)	Number	% of total

and by e-voting		of votes cast by them	number of valid votes cast
e-voting at AGM	0	0	0
Remote e-voting	0	0	0
Total	0	0	0

(e) Resolution No.5:

Resolution Passed	Ordinary / Special Resolution
<p>“RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Rules framed thereunder and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), approval of members of the Company be and is hereby accorded to the re-appointment of Mr. Sajid M. Fazalbhoj (DIN: 00022760), as an Independent Director of the Company, not liable to retire by rotation and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director to hold office for a second term of 5 (five) consecutive years on the Board of the Company from 11th February, 2020 to 10th February, 2025.”</p> <p>“RESOLVED FURTHER THAT the Board of Directors of the Company and/or Company Secretary be and are hereby severally authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this Resolution.”</p>	Special

(i) Voted in favor of the resolution:

Number of members present, voting and by remote e-voting		Number of votes cast by them	% of total number of valid votes cast
e-voting at AGM	3	177302	2.363
Remote e-voting	51	7325173	97.637
Total	54	7502475	100

(ii) Voted against the resolution

Number of members present, voting and by remote e-voting	Number of votes	% of total number

		cast by them	of valid votes cast
e-voting at AGM	0	0	0.000
Remote e-voting	4	21	0.000
Total	4	21	0.000

(iii) Invalid Votes

Number of members present, voting and by remote e-voting		Number of votes cast by them	% of total number of valid votes cast
e-voting at AGM	0	0	0
Remote e-voting	0	0	0
Total	0	0	0

(f) Resolution No.6:

Resolution Passed	Ordinary / Special Resolution
<p>“RESOLVED THAT pursuant to the provisions of Section 197 and other applicable provisions, if any, of the Companies Act, 2013, (“the Act”) read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations And Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), consent be and is hereby accorded to the payment and distribution of such sum by way of commission, not exceeding in aggregate 1% Per Annum of the net profit of the Company computed in the manner referred to in Section 198 of the Act for each of the 5 (five) financial years of the Company, commencing from 1st April, 2021 and ending on 31st March, 2026 subject to a ceiling of an aggregate amount of ₹ 30,00,000/- (Rupees Thirty Lakhs only) Per Annum, to such Directors of the Company (other than the Managing Director, Joint Director and Whole Time Directors), the quantum, proportion and manner of such payment and distribution to be made as the Chairman of the Board of Directors may from time to time decide.”</p> <p>“RESOLVED FURTHER THAT the payment or distribution of commission, as the case may be, will be in addition to the sitting fees paid for attending the Board / Committee Meetings of the Company.”</p>	<p>Special</p>

<p>“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”</p>	
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(i) Voted in favor of the resolution:

Number of members present, voting and by remote e-voting		Number of votes cast by them	% of total number of valid votes cast
e-voting at AGM	1	177001	
Remote e-voting	51	7325173	
Total	52	7502174	100

(ii) Voted against the resolution

Number of members present, voting and by remote e-voting		Number of votes cast by them	% of total number of valid votes cast
e-voting at AGM	2	301	0.00
Remote e-voting	4	21	0.00
Total	6	322	0.00

(iii) Invalid Votes

Number of members present, voting (in presence or proxy) and by e-voting		Number of votes cast by them	% of total number of valid votes cast
e-voting at AGM	0	0	0
Remote e-voting	0	0	0
Total	0	0	0

Summary of Voting:

Resolution No.	Members Voted In favor	Members Voted against	Invalid votes	Total	Remark
1	7502484	12	0	7502496	Passed by Simple Majority
2	7502484	12	0	7502496	Passed by Simple Majority
3	7502483	13	0	7502496	Passed by Simple Majority
4	7502484	12	0	7502496	Passed by Simple

					Majority
5	7502475	21	0	7502496	Passed by 3/4 TH Majority
6	7502174	322	0	7502496	Passed by 3/4 TH Majority

9. The electronic data and all other relevant records relating to e-voting are under my safe custody and will be handed over to Ms. Nisha Kantirao, Company Secretary and Compliance Officer, for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

10. This report has been issued at the request of the Company for (i) submission to Stock Exchanges, (ii) placing on website of the Company and (iii) website of CDSL. This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

Thanking you,
Yours faithfully,

Aqueel A Mulla
Practising Company Secretary
Membership No. F2973, COP No. 3237
Proprietor A.A. MULLA AND ASSOCIATES, COMPANY SECRETARIES
(Firm's Registration No. I1999MH150800)

Place: Mumbai
Date: 15th September, 2020
UDIN: F002973B000715795

Consolidated Scrutinizer's Report Countersigned by:
For IVP Limited

Nisha Kantirao
Company Secretary and Compliance Officer